ANNUAL FINANCIAL REPORT

As of December 31st, 2008 and 2007

According to article 4 of L. 3556/2007

I. Representation of the Members of the Board of Directors

(according to article 4 par. 2 of L. 3556/2007)

The members of the OPAP S.A. BoD:

1. Christos Hadjiemmanuil, president of the BoD and CEO,
2. Sofoklis Alifierakis, member of the BoD,
3. Nicolaos Pavlias, member of the BoD,

certify and declare that as far as we know:

a) the company and Group financial report from January 1st, 2008 to December 31st, 2008 was prepared according to the IFRS, truthfully represent the elements of the assets and liabilities, equity and income statements of the company and Group, as well as of the companies included in the consolidation.

b) the BoD report truthfully represents the progress, the position of company as well as of the companies included in the consolidation and main risks and uncertainties.

Peristeri, March 16th, 2009

Chairman of the BoD & CEO	Member of the BoD	Appointed Member of the BoD
Christos Hadjiemmanuil	**Sofoklis Alifierakis**	**Nicolaos Pavlias**

II. Independent Auditor's Report

To the Shareholders of OPAP S.A.

Report on the Financial Statements

We have audited the accompanying financial statements of OPAP S.A. ("the Company") as well as the consolidated financial statements of the Company and its subsidiaries ("the Group"), which comprise the balance sheet as at December 31, 2008, and the income statement, statement of changes in equity and cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory notes.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards that have been adopted by the European Union. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error, selecting and applying appropriate accounting policies and making accounting estimates that are reasonable in the circumstances.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Greek Auditing Standards, which are based on the International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the abovementioned financial statements present fairly, in all material respects, the financial position of the Company and that of the Group as of December 31, 2008, and the financial performance and the cash flows of the Company and those of the Group for the year then ended in accordance with International Financial Reporting Standards that have been adopted by the European Union.

Report on Other Legal Matters

We verified the agreement and correspondence of the content of the Board of Directors' Report with the abovementioned financial statements, in the context of the requirements of Articles 43a and 107 and 37 of Law 2190/1920.

Athens, 16 March 2009

The Certified Public
Accountants Auditors

George N. Deligiannis	Sotiris A. Constantinou
SOEL Reg. No 15791	SOEL Reg. No 13671

GrantThornton

44, Vas. Konstantinou Str, 116 35 Athens
SOEL Reg. No 127

III. Board of Directors' Report of company and consolidated financial statements for the year that ended on December 31st, 2008

(according to article 4 of L. 3556/2007)

The Report at hand concerns the year 2008 and has been drafted in compliance with clauses set forth in L. 2190/1920 article 43a par. 3 & 4, article 107 par. 3 and article 136 par. 2. Also according to L. 3556/2007 articles 2c, 6, 7 & 8, the relevant Hellenic Capital Market Commission Rules 1/434/3.7.2007 and 7/448/11.10.2007 issued by the Board of Directors of the Hellenic Capital Market Commission and the company's Articles of Association.

The report describes the financial outcome of the Group for the year 2008 as well as important facts that have occurred during the same period and had a significant effect on the financial statements. Also it is described the expected course and development of companies of Group. Finally, the corporate governance, the dividend policy, the number and the face value of all shares as well as any transactions that took place between the company and related parties are mentioned.

A. Year 2008 Review

Progress and Changes in Financial Figures

Basic Group economic figures that are mainly determined by the parent company are as follows:

1. Revenues, in which are included: a) Game revenues of year 2008 sum € 5,517,151 th. and b) revenues from activity of the subsidiary company OPAP SERVICES S.A. that concerned in the rendering of services for the convention of World Association of Lotteries (WLA) sum € 2,440 th., rose to € 5,519,591 th., against € 5,065,751 th. in 2007, representing an increase of 8.96%, which reflects: a) KINO sales increase of 16.83% and b) "Pame Stihima" sales increase of 3.18%.
2. Gross profit rose to € 1,155,861 th. against € 1,021,893 th. in 2007, representing an increase of 13.11%.
3. Group operating profit (before depreciation and amortization, interest and taxes - EBITDA) rose to € 1,056,724 th. against € 810,004 th. in 2007, representing an increase of 30.46%. The EBITDA increase in a larger percentage than the sales increase and the relevant margins increase is a result of the operating expenses containment policy (mainly "Stihima" winners' pay-out decrease due to effective game operation and the decrease in game advertising).
4. Profit before tax presented an increase of 27.99 % and rose to € 993,963 th. against € 776,622 th. in 2007.
5. Net profit presented an increase of 27.48 % amounting to € 728,488 th. against € 571,437 th. in 2007.

6. Cost of sales amounted to € 4,363,730 th. against € 4,043,858 th. in 2007, presenting an increase of 7.91%, a lower percentage in comparison with the sales increase percentage (8.96%), mainly due to the lower "Stihima" winners' pay-out than the relevant percentage in 2007 (66.55% in 2008, 71.21% in 2007).
7. Administration and distribution costs as well as other expenses increased to € 200,983 th. against € 259,064 th. in 2007, presenting a decrease of 22.42%. Distribution cost is decreased by 31.87%, mainly concerning parent company expenses. The decrease is due to the decrease of the donations and advertisement expenses.
8. Net financing results present an increase of 134.38%. This increase is attributed to the higher credit interest, due to the increase of cash equivalents and the average interest-rate in 2008.
9. Amortization and depreciation expenses increased by 102.08%, reaching a sum of € 96,855 th. in comparison with the € 47,929 th. in 2007, mainly due to the software licences' and of the technological infrastructure's amortization and depreciation (31.7.2007 agreement with the Intralot S.A. consortium) as well as the changes in the know-how useful life estimates (23.11.2006 agreement with the Intralot S.A. consortium) for the "Pame Stihima" game.
10. Group cash flows are mainly determined by parent company cash flows.
    a) Operational activities cash flows during the year 2008 increased by 21.59% (lower percentage than the operational results percentage 30.46%), reaching € 856,523 th. against € 704,438 th. of the year 2007, mainly due to: 1) the payment of € 25 mil. for supporting certain areas of Greece that suffered from widespread damages from fires (the sum burdened the results of fiscal year 2007) and 2) the increased inflows of receivables in the year 2007 from agents and the operator of "Pame Stihima" with the settlement of the account referring to the agreement that had expired on 29.1.2007.
    b) Inflows from investing activities in 2008 (€ 34,451 th.) mainly reflect credit interest while in 2007 the outflows from investing activities (€ 61,415 th.) reflect know - how received from the six-month agreement of 23.11.2006 between the company and Intralot consortium (€ 77,350 th.) that is mainly balanced by credit interest (€ 18,314 th.).
    c) Cash flows from financing activities ranged to € 677,446 th. against € 534,289 th. of the relevant period 2007, reflecting mainly the payment of the remaining dividend 2007 and interim dividend 2008 respectively and installments of the financial lease of the three year agreement of 31.7.2007 with the Intralot consortium.

Value Creation Factors and Performance Measurement

The Group monitors the measurements through the analysis of nine of its basic business segments, which, based on IAS 14, are the nine games it conducts, organizes and operates.

The business segment with the highest portion in the sales is KINO that constituted, for the year 2008, 51.21% of turnover while it contributed the 44.73% of the total gross profit of the Group. Game revenues rose to € 2,825,122 th. against € 2,418,090 th. in 2007, presenting an increase of 16.83%.
Second in sales is the business segment of STIHIMA game that participates in 2008 by 40.13% in the total sales and by 41.19% in the gross profit of the Group. Game revenues rose to € 2,214,188 th. against € 2,145,952 th. in 2007, presenting an increase of 3.18%.
JOKER still constitutes an important activity segment for the Group. This segment in 2008 constituted 4.43% of the turnover, as well as 7.19% over the total gross profit, while its participation in the results of 2008 is expected equally important. Game revenues rose to € 244,474 th. against € 256,536 th. in 2007, presenting a decrease of 4.70%.
The remaining games (SUPER 3, PROPO, LOTTO, PROTO, EXTRA 5 and PROPO-GOAL represent a 4.23% of the total Group sales for the year and 6.81% to the total gross profit.

It is the Group's policy to evaluate its results and performance on a monthly basis monitoring - in time and effectively - deviations from the objectives and taking the relative corrective actions. The Group measures its efficiency by using financial performance ratios.
- ROCE (Return on Capital Employed) – "Return On Capital Employed": The index divides the profit before tax and operating results with the Group's capital employed, which are the sum of the Equity plus the total loans.
- ROE (Return on Equity) – "Return On Equity": The index divides profit after tax with the Group's Equity.
- EVA (Economic Value Added) – "Economic Value Added": This figure is calculated by multiplying the capital employed by the difference (ROCE – Cost of Capital) and constitutes the amount by which the economic value of the company increases. In order for the Group to calculate the cost of capital, it uses the formula of WACC – "Weighted Average Cost of Capital".
The indices above, for the year 2008 and in comparison to the year 2007, changed as follows:

	31.12.2008	**31.12.2007**
ROCE	1.35	1.19
ROE	1.07	1.00
EVA	€ 890 mil.	€ 728 mil.

Other indices, for the year 2008 in comparison with the year 2007 are presented below:

	31.12.2008	31.12.2007
EBITDA	19.14%	15.99%
Gross profit	20.94%	20.17%

Basic earnings per share (in euro)			
Year 2008		**Year 2007**	
GROUP	**COMPANY**	**GROUP**	**COMPANY**
2.2837	2.2625	1.7913	1.7376

Basic economic figures at the company level are presented below:

1. Game revenues rose to € 5,328,100 th. against € 4,929,708 th. in 2007, representing an increase of 8.08%.
2. Gross profit rose to € 1,125,563 th. in 2008 against € 999,642 th in the relevant period of 2007, representing an increase of 12.60%.
3. Group operating profit (before depreciation and amortization, interest and taxes) rose to € 1,050,777 th. against € 785,396 th. in 2007, representing an increase of 33.79%.
4. Profit before tax presented an increase of 30.71% and rose to € 985,573 th. against € 754,020 th. in 2007.
5. Net profit presented an increase of 30.21 % amounting to € 721,733 th. against € 554,302 th. in 2007.

B. Main developments during the year of 2008 and their effect in the financial statements

1. Discontinuance of the returns of OPAP S.A. to the subsidiary OPAP Services S.A.

With its decision 7/25.2.2008 (subject 12xi), OPAP BoD, approved the discontinuance of the payment of 1% of its total revenues from Kino, 5% of the aforementioned 1% and expenses relevant to the operations of the subsidiary company OPAP Services S.A. from 1.1.2008. The amount arising from the above returns was inter-company transaction after the deduction of VAT and it burdened the results of the parent company. Therefore, the return discontinuance of above amounts has a positive effect on the profits of company and to the basic earnings per share.

2. Agreement with the agents

The basic contractual text has already been agreed, it has been approved by the relevant authorities and it is expected to proceed to the signing of the personal agreements. In an eventual of future gaming market deregulation, this agreement will assist in effectively confronting competition and resulting in the minimum possible market share loss.

3. Business process reengineering

Aiming at further growth and modernization of the Group, OPAP S.A. senior management proceeded to the transition to a new strategic model of organization of the Hellenic companies of the Group (OPAP S.A. and OPAP Services S.A.). This new model aims at redefining and reformulating the operational flow-chart of both companies, resulting to a more effective cooperation among them, in compliance with the current Corporate Governance international models.

This new model of the Group has already been approved by the BoD of company, while General Managers and Managers have been appointed which will staff the parent company and its subsidiary, OPAP SERVICES S.A., which undertakes all the relevant with the network of agents activities.

4. Equipment and software transfer (installation of self service terminals)

a) The installation of the terminals mentioned in the 31.7.2007 Private Agreement with the consortium Intralot S.A. as well as of the agencies' approximately 10,000 self-service terminals was completed in June 2008. During that period, the function of agents has been evaluated and the requisite modifications to render more attractive to the users were specified. These improvements have been already implemented with the newly revised version of the games' improvements.

b) The software installation and development is proceeded, as described in the Private Agreement between OPAP S.A. and the INTRALOT consortium.

5. Option rights exercise for the technological infrastructure transfer, according to the 31.7.2007 Private Agreement with the consortium Intralot

The consortium Intralot S.A.-Intralot International LTD and Betting Company S.A. pursuant to the article 13.1 of the Private Contract dated 31.7.2007 exercised in writing their put option right of transfer to the OPAP S.A. of material and technical infrastructure that is reported in the Private Contract in question.

The total price rose to € 20 million including VAT payable in nine (9) equal quarterly instalments. It is mentioned that the aforementioned option right has been already recognized in the company's published financial statements.

6. Corporate Social Responsibility

In the context of OPAP S.A. growth and modernization and with the intensification of the social benefits through the actions of corporate social responsibility as a main criterion, the company with the principles of transparency and social control informs the public on the donations it offers.

The OPAP S.A. program of sponsorships and donations is focused in coordinated action, promoting the values of sports, education, culture, environment and public health. Supporting such actions, the company contributes to the Greek society, with overall objective the improvement of its citizen's quality of life.
The new program of sponsorships and donations of Corporate Social Responsibility was initiated on March 2008.

7. Policies Against Illegal Betting

The lottery and betting market is particularly competitive and enterprises that carry out illegal lottery games via the internet and from illegal private agencies are encountered decisively. The Group in order to minimize the repercussions from theses activities acts in joint action and systematically in the context of the Committee for Fighting Illegal Betting in which enacted bodies of state participate. Cases of eventual money laundering through winning bets are also scrutinized.

8. "Pame Stihima" Betting Game

Revenues of "Pame Stihima" game on June increased by 94.49% compared to June 2007, due to the 2008 UEFA European Football Championship (June 7 – 29), since tournament games were included in the game coupon. In this period, revenues reached € 233 mil. and the pay-out (revenues minus winners pay-out and agents' commission) was 66.05%.
An improvement in the operation of the game was the flex-bet, an integrated coupon, giving the opportunity to the players to combine different types of betting events thus boardening their betting choices. Introduced in August 2008, flex-bet substantially improved the presentation of the game.
Since September 2008 there are no longer restrictions in the participation of Greek football teams in Stihima. Also, in November 2008 the inclusion of matches involving Olympiacos FC was accepted in Stihima.

9. Game Reformation

The reformation of the existing games came as a supplement to the revised image of the company's products. A wider range of playing and a different structure has been emphasized in the latest form of the coupons, in the context of new winning categories and modification of the existing ones. This is combined with the price increase in certain of them, as it remained unaltered for a long period of time. These modifications were introduced on 26.1.2009 and with its completion, the games' image was strengthened considerably and their effect in the consumers.

10. Geographic expansion

OPAP S.A. through its participation in a consortium with three local parties, has already been preselected in order to participate in the competition of Privatisation of Turkish lottery – National lottery ticket. The offer is already prepared and with the existing schedule is to be submitted on 15.4.2009.

11. Corporate look of agencies

OPAP S.A., in the context of project's realization of agencies' corporate look reformation, primary realizes the imprinting of existing situation of all faces and counter of agencies in Greece from local engineers.

OPAP SERVICES S.A., according to 25.11.2008 contract with OPAP Cyprus Ltd, undertook the rendering of advisory and supporting services, as well as the transaction of all actions and processes that are required for the project's realization of OPAP Cyprus Ltd agencies' corporate look reformation (160 agencies). The choice of contractor and the beginning of task will become inside second quarter of 2009.

12. Change in Group structure

On July 10th, 2008, after the arbitrary litigation of Glory Worldwide Holdings LTD against OPAP S.A., OPAP S.A. acquired a remaining 10% of additional shares of the subsidiary, a percentage owned by Glory Worldwide Holdings LTD, rendering it a wholly owned subsidiary, for a price of € 900 th. The acquisition did not affect the existing control status, as the parent company already held complete control on the subsidiary's financial policy and operations. Control is the power to govern the financial and operating policies of an enterprise so as to obtain benefits from its activities.

13. Change in share capital of Group

There is no change.

C. Main risks and uncertainties

1. Competition from other lottery games companies and illegal betting

The lottery and betting market is particularly competitive from companies that function legally in Greece (casinos, state lottery tickets, horse-racing), from enterprises that carry out illegal lottery games via internet, but also from illegal private agents.

The Group in order to minimize the repercussions from these activities acts in joint action and systematically in the frame of Committee of Confrontation of Illegal Betting in which enacted bodies of state also participate.

2. Risk from the impacts of adverse financial circumstances on the Greek economy

It is estimated by the international analysts that 2009 will be a difficult period globally but also for the Greek economy, as the crisis is about to affect negatively most companies. Regarding OPAP S.A., according to the current available data, the crisis has not affected the company. It is not excluded, Since the disposable income may decreases, a slight decrease in the games revenues of company can be noticed.

3. Exchange risk

Given that the company's operations up to now are in Greece and Cyprus (roughly the 3.4% of the total revenues) and from January 1st, 2008 the currency of Cyprus is Euro, there is no such risk. The company has not entered into any agreements with suppliers in other currencies than Euro.

Potential success in the Turkish market via the consortium (par B10) renders likely the creation of exchange risk the mitigation of which has already been considered at the preparation of final offer submission.

4. Credit risk

Sales take place via an extended network of agents. The average time of accumulating receivables is approximately three days.

The basic credit risk of Group, which is not considered important, comes from bad debts from agents as well as from the debts of agents with interest-bearing arrangements.

The company applies particular policies of credit risk management, the most important of which, is the establishment of credit limits per agent, which should not be exceeded.

Potential credit risk may occur from company's cash and cash equivalents in the case a financial institution failing to meet its obligations. To minimize such risk the Group has placed limits which constitute the maximum amounts placed in any financial institution.

5. Liquidity risk

The method of profit distribution to the winners of the games of the Group, secures the sufficiency of cash and cash equivalents, preserving the liquidity risk at low levels:

a. KINO, a fixed odds game, statistically distributes roughly the 70% of the net receivables to the winners. It is however possible at the game lotteries, that the distributable profit exceed or are lower than the amount above. During the whole duration of the specific game however, (cumulatively but also in the periods of three-day settlements), the odds range around the average target.

b. Stihima is a fixed odds game based on the result of athletic and non-athletic events included in the coupon. Theoretically, there is liquidity risk but the following should be taken into consideration:

- The financial results of the betting product certify the fact that the objectives of the company for every annual period related to the profits distributed have been achieved.
- Good management, proper design of the betting product and effective Risk Management can make a material contribution to the achievement of the targets related to the company's profit distribution strategy. Another factor, reducing the liquidity risk is the large betting size conducted by the company as well as the diversification of the players' behavior.

c. Fixed odds lottery tickets - SUPER 3 and EXTRA 5, represent a small percentage of the total sales of the Group, and therefore, they do not affect significantly its liquidity.

d. The games PROPO and PROPOGOAL have particular pay out (percentage from total revenues) that cannot be exceeded.

e. Other games and particularly, LOTTO, JOKER and PROTO, according to reformation, distribute to the winners profits of mixed structure (percentage from total revenues for the first winners' categories and fixed profits for the remaining categories) something which will probably affect negatively the financial statements of company but the risk of this structure will be small since the particular games represent a small percentage of the total revenues.

f. In case of consortium's success in Turkey the optimum financial structure is already examined, taking into consideration the situation in the financial markets and the liquidity of company and companies that participate in the consortium.

6. Cash flows risk and fair value change risk due to interest changes

There is no such risk, given that the company has no loans on its balance sheet, while the excess liquidity is placed in short term deposits at market interest rates.

D. Related Parties significant transactions

In the following tables significant transactions are presented among the Group companies and the related parties - as defined by IAS 24:

Company's transactions with related parties

COMPANY	EXPENSES	INCOME	PAYABLES	RECEIVABLES
(Amounts in thousand euro)				
OPAP SERVICES S.A.	82	188	1.367	401
OPAP GLORY LTD	-	-	-	-
OPAP INTERNATIONAL LTD	-	-	-	-
OPAP CYPRUS LTD	-	15.994	-	4.836
GLORY TECHNOLOGY LTD	-	-	-	-

Group's transactions with related parties

COMPANY	EXPENSES	PAYABLES
	(Amounts in thousand euro)	
GLORY TECHNOLOGY LTD	1,908	0

1. The subsidiary OPAP (Cyprus) LTD pays 10% of its revenues to the parent company, according to the last interstate agreement effective as of January 1st, 2003. This fee amounted to € 15,994 th. during the current period. The outstanding balance due to the company, as of December 31st, 2008 was € 4,836 th.

2. The subsidiary OPAP Services S.A. pays to OPAP S.A. : a) expenses amounting € 162 th. paid by the parent company for the organisation and conduct of convention and expo of World Association of Lotteries (WLA), in October 2008 in Rhodes and b) amount € 26 th. for the tenancy joint expenses of the sixth floor of the building (Panepistimiou 25) that houses the subsidiary. The balance as of December 31st, 2008 was € 401 th.

3. OPAP S.A. during the current period paid to subsidiary OPAP Services S.A. the amount of € 82 th. for expenses paid by the subsidiary company for the organisation and conduct of convention and expo of World Association of Lotteries (WLA). The balance as of December 31st, 2008 was € 1,367 th.

4. The subsidiary OPAP Glory LTD during the current period paid an amount of € 1,908 th. to the associate Glory Technology LTD, as fees for the management of the online UGS system and management fees. The balance as of December 31st, 2008 was € 0 th.

Transaction and balances with Board of Directors members and management personnel

		GROUP	COMPANY
CATEGORY	**DESCRIPTION**	**1.1-31.12.2008**	**1.1-31.12.2008**
MANAGEMENT PERSONNEL	SALARIES	4,424	3,795
	BONUS	2,186	2,129
	OTHER COMPENSATIONS	495	495
	COST OF SOCIAL INSURANCE	350	302
TOTAL		**7,455**	**6,721**

		GROUP	COMPANY
CATEGORY	**DESCRIPTION**	**1.1-31.12.2008**	**1.1-31.12.2008**
BOARD OF DIRECTORS	SALARIES	1,011	498
	BONUS	199	199
	OTHER COMPENSATIONS	326	163
	COST OF SOCIAL INSURANCE	6	4
TOTAL		**1,542**	**864**

The Group's and company's receivables from related parties mainly refer to advance payments of retirement benefits and housing loans that have been paid to key management personnel in accordance with the company's collective employment agreement (§ 7.8) and amount to € 2,503 th.
The Group and the company balance from management's remuneration and Board of directors' compensation refers to: a) Board of Directors' remuneration and compensation of OPAP S.A. that amounted to € 210 th. in 2008 and b) key management's personnel remuneration and compensation of OPAP S.A. that amounted to € 2,302 th. in 2008.

E. Estimates of the issuer's activities in the year 2009

The company's objectives for the year 2009 are:

A. The completion of the company's business process reengineering project, according to selected new model

The new organisational structure of OPAP S.A. and OPAP SERVICES S.A. aims at redefining and reformulating the operational flow-chart of both companies, resulting to a more effective cooperation among them, in compliance with the current Corporate Governance international models. General Managers and Managers were appointed which will staff the parent company and its subsidiary, OPAP SERVICES S.A.

OPAP SERVICES S.A. will undertake the Department of "OPAP S.A. N. and S. Greece Agencies", the Department of "Supporting Services", the Department of "Athletic an Cultural Activities" and the Department of "Technical-Construction Projects" such as the completion of the Project of the Unified Company Profile of the OPAP Cyprus Ltd Agencies.

B. The signing of the contracts with the agents

The basic contractual text has already been agreed, it has been approved by the relevant authorities and it is expected to proceed to the signing of the personal agreements.

C. Geographic expansion

OPAP, through its participation in a consortium with three local parties, has already been preselected in order to participate in the competition of Privatisation of Turkish Lottery – National Lottery ticket. The offer is already prepared, that with the existing schedule is to be submitted on 15.4.2009.

D. The acquisition of share's percentage of Neurosoft S.A. from the subsidiaries OPAP International Ltd and OPAP Cyprus Ltd

On 24.2.2009, OPAP S.A. announced that, its Cyprus based, 100% owned subsidiaries, OPAP International SA and OPAP Cyprus LTD, acquired, 30.50% and 5.50% respectively, of the company called "NEUROSOFT SA – SOFTWARE PRODUCTION", totally 36%. The cooperation with the company came after years of colaboration, which began with the supply and support of a intergrated application for the development of OPAP S.A. operational data (Datawarehouse). In consequence of this contribution, the company bought from the NEUROSOFT S.A. the product BOLT (Betting Operation Liability Toolbox), a system that is used in the risk management for the follow-up in real time of liability arising from the commercial activity of the company (specifically for the game PAME STIHIMA). The product is based on the needs of OPAP S.A.

E. The configuration of pay out on the revenues based on good planning and the effective risk management for the fixed odds games

F. Corporate Governance, outlook and OPAP S.A. dividend policy

Corporate Governance

OPAP S.A. has adopted the Principles of Corporate Governance as these are defined in compliance with the existing Greek legislation and international practice. Corporal Governance as a total of rules and regulations, principals and control mechanisms is a basis upon which a company is organized and administered. Therefore it aims at providing clarity to the investing public as well as protecting its shares interests and all the aspects relevant to its operation.

The Board of Directors of the company is the treasurer of the Principles of Corporate Governance of the company. Presently, it comprises of 3 executive and 8 non-executive members. In compliance with the requirements of the Law 3016/2002 for the Corporate Governance, 3 of the non- executive members of the BoD are called "independent" (based on the 38/21.11.2007 decision of BoD concerning the formation of the BoD)

The Audit Committee comprises of 1 to 3 non-executive members of the Board of Directors and its mission is to conduct objective both internal and external audits as well as to secure an effective communication between the audit services and the BoD. Among its responsibilities is to ensure the compliance with Corporate Governance regulations. It is also responsible of safeguarding the unimpaired function of the Internal Audit System and the supervision of the company's Internal Audit Department.

OPAP S.A.'s Audit Committee bears the title of "Supervisory and Audit Committee" and comprises of 2 non-executive and independent members of BoD Mr. Stavros Theodoropoulos (Chairman), Mr. Theodoros Vardas (member) and a non-executive member of BoD Mr. Emilios Stasinakis (member).

Internal audit is a basic and necessary prerequisite of Corporate Governance. OPAP S.A's Internal Audit Department is an independent organizational unit that refers directly to the BoD. It is in its responsibilities to evaluate and improve internal audit and risk- management systems as well as to check and ensure that the company is in compliance with the institutional policies and procedures as described in the Internal Operation Regulations of the company, the existing legislation (mainly stock-exchange) and Bod's decisions.

OPAP S.A. applied immediately the requirements of Law 3016/2002 concerning Corporate Governance and formed the Internal Audit Department after the Internal Operations Regulation was approved in

17.12.2002. As of 5.8.2003 Director of the Internal Audit Department has been a fully and exclusively employed member of OPAP S.A.'s staff.

Dividend policy – Distribution of net profit

Concerning dividend distribution, the company management, taking into account amongst others, the company's effectiveness, the prognoses and the investment plans, suggests, based on OPAP S.A.' net profit, the distribution of dividends equal to that of € 2.20 / share (before the tax reduction 10% according to the article 18 of L. 3697/2008) against € 1.74 / share in 2007, presenting an increase of 26.44%.

From the net profit of OPAP S.A. (after the reduction of income tax and deffered tax), amounting to € 721,733,348.68 and after the amount of € 19,933,348.68 is trasfered to the undistributed profit of OPAP S.A. equity, the balance is set for disposal to 2008 dividend's distribution as follows:

NET PROFIT	721,733,348.68 €
UNDISTRIBUTED PROFIT	(19,933,348.68) €
TOTAL	701,800,000.00 €
DIVIDEND PER SHARE	2.20€

It must be noted that, pursuant to the nine-month financial 2008 results, OPAP S.A. BoD with the 29/24.11.2008 meeting, decided an interim dividend distribution of € 0.80 per share, before tax (total of € 255,200,000) to the company shareholders of 15.12.2008, with cut off date on 16.12.2008 and payment date on 24.12.2008. The interim dividend of 2008 is subject to 10% tax, according to article 18, Law 3697/2008.

G. Number and par value of shares

All the shares issued by the company are common shares.

The total authorized number of common shares was 319,000,000 on December 31st, 2008 with a par value of € 0.30 / share (€ 0.30 in 2007). All issued shares are fully paid.

There was no changes in the share capital of the company during the period that ended on December 31st, 2008.

H. Subsequent events

The reformation of the existing games came as a supplement to the revised image of the company's products. A wider range of playing and a different structure was emphasized in the latest form of the coupons, in the frame of new winning categories and modification of the existing ones. This is combined with the price increase in certain of them, as it remained unaltered for a long period of time. These modifications were introduced on 26.1.2009 and with its completion, the games' image was strengthened considerably and their effect in the consumers.

OPAP S.A. through its participation in a consortium with three local parties, has qualified to the final stage and binding bids are due April, 15 2009.

On 24.2.2009, OPAP S.A. announced that, its Cyprus based, 100% owned subsidiaries, OPAP International and OPAP Cyprus LTD, acquired, 30.50% and 5.50% respectively, of the company called "NEUROSOFT SA – SOFTWARE PRODUCTION". The total value for the combined 36% of the company reached €11,520 th.

There are no material events subsequent to the period ended on December 31st, 2008.

APPENDIX

Explanatory report upon the annual Administration Report of OPAP S.A.'s Board of Directors addressing to the General Meeting of Shareholders, according to paragraph 7 of article 4 of L. 3556/2007

The present additional report of the Board of Directors to the General Shareholders' Meeting, includes information complying with paragraph 7 of article 4 of L. 3556/2007 and will be addressed to the General Meeting of Shareholders according to the paragraph 8 of article 4 of L. 3556/2007.

1. Shareholders Capital Structure

The company's shareholders capital amounts to € 95,700,000, divided into 319,000,000 registered stocks with voting right, that have nominal value of € 0.30 each. All stocks are listed and traded at the Athens Exchange, in the Large Cap category.

Shareholders' rights derive from their stocks, in accordance to the percentage of capital that their stocks represent. All stocks have the same rights and obligations and incorporate all the rights and obligations set by the Law and the company's Articles of Association, more specifically:

- The right to participate and vote to the General Meeting of the company.
- The right upon dividends by annual or settlement profits, whenever the case, as well as the right to its property in case of settlement.
- The option right in every capital increase by cash or new stocks.
- The general meeting of the shareholders retains all its authorities and power during settlement (according to article 48 of its Articles of Association). The shareholders' responsibility is reduced to the stocks they have.
- The right to have a copy of the financial statements and reports by the Auditors and the Board of Directors.

2. Limitations in the company's stock transfers

Stock transfer and trading is performed according to the law with no limitations arising from the Articles of Association minus the percentage of stocks that possesses the Hellenic Public, which according to the paragraph 1 of article 14 of Law 3336/2005, cannot be lower than 34% of each participial share capital of company.

3. Important direct / indirect participations according to Law 3556/2007

Shareholders (either being an individual or a legal entity) having on 31.12.2008 directly or indirectly a percentage greater than 5% of the total number of stocks and the equivalent voting rights, are as follows:

NAME	PERCENTAGE
GREEK PUBLIC	34.0001%
CAPITAL RESEARCH AND MANAGEMENT COMPANY	10.3390%*

* It is included in the above mentioned percentage 5.0351% of voting rights of the company Capital Income Builder Inc.

4. Stock owners of every kind with special controlling rights

There are no stocks of the company providing special voting rights.

5. Limitations in voting rights

There are no limitations in voting rights according to the Articles of Association deriving from its stocks.

6. Shareholder agreements acknowledged by the Company, necessitating restrictions to stock assigning / transfer or vote rights

The company is not aware of any existing agreements between its shareholders that would necessitate restrictions either on stock assigning or exercising their right to vote deriving from their stocks.

7. Rules of appointment / replacement for members of Board of Directors and corporation charter changes

Rules anticipated by the Articles of Association for appointment / replacement of members of the Board of Directors as well as modifications in the Articles of Association do not differ from what is incorporated in Law 2190/1920 that is in effect.

8. Board of Directors or Board of Directors's members' authorization to issue new or buying own stocks

According to article 8 of the company's Articles of Association, by decision of the General Shareholders' Meeting, subjected to the publication of article 7b of Law 2190/1920 that is in effect, the Board of Directors can be given the right, with a decision voted by a 2/3 majority of its members, to a partial or total increase of the shareholder capital share, by issuing new stocks, up to the paid in capital on the date the Board of Directors was assigned to this task. This Board of Directors' authority can be renewed by the General Shareholders' Meeting for a period that will not exceed five years for each renewal. Such a decision has not yet been taken by the General Shareholders' Meeting. According to the same article of the company's Articles of Association, with decision of constitutive General Shareholders' Meeting a program of sale of stocks can be established in the members of BoD and the staff of company, as well as related companies, with the form of such option right, with the terms and the conditions of paragraph 13 of article 13 of Law 2190/1920, as it is in effect. Such decision has not been taken by the General Shareholders' Meeting. According to the provisions of article 16 of Law 2190/1920, that is in effect, companies listed in the Athens Stock Exchange, are in position –through a relative General Shareholders Meeting decision, defining the purpose as well as the terms and conditions- to commit own shares buy backs and mainly the maximum number of stocks that it is possible to be acquired during the period for which the approval is granted. There is no opposing regulation in the Articles of Association. Such a decision has not been takes by the General Shareholders' Meeting.

9. Important agreements, the company has signed, lay in effect, are modified or ended in the case of shift in the company's ownership status as a result of a public offer. Description of the results that derive from such agreements

There is no such an agreement.

10. Agreements the company has signed up with members of Board of Directors or with employees that anticipate compensation in cases of resignation or discharge in the absence of a well founded reason, or termination of service / employment status because of a public offer

There are no agreements from the company's part with members of the Board of Directors anticipating compensation, especially in the cases of resignation or discharge in the absence of a well founded reason or in case of termination of their term or employment a public offer. The provisions for compensations rose to amounted € 22,637 th. on 31.12.2008.

Christos Hadjiemmanuil

Chairman of the BoD & CEO

IV. ANNUAL FINANCIAL STATEMENTS

The attached financial statements were approved by the Board of Directors of OPAP S.A. on March 16th, 2009 and are posted at the company's website «www.opap.gr» as well as in the website of Athens Stock Exchange. The attached financial statements will remain at the disposal of investors at least five years from the date of their announcement.

It is noted that the published in the press attached financial information arise from the financial statements, which aim to provide the reader with a general information about the financial status and results of the company but they do not present a comprehensive view of the financial position and results of financial performance and cash flows of the company and Group, in accordance with the International Financial Reporting Standards (IFRS).

1. Balance sheet

For the years that ended on December 31st, 2008 and 2007

(Amounts in thousand of euro)

		GROUP		COMPANY	
	Notes	**31.12.2008**	**31.12.2007**	**31.12.2008**	**31.12.2007**
ASSETS					
Current assets					
Cash and cash equivalents	11.1	706,388	492,860	603,509	404,825
Inventories	11.2	1,310	703	1,310	703
Trade receivables	11.3	69,337	36,839	71,989	38,213
Other current assets	11.4	224,898	155,136	223,236	154,248
Total current assets		**1,001,933**	**685,538**	**900,044**	**597,989**
Non-current assets					
Intangible assets	11.5	253,286	336,379	253,253	336,332
Property, plant and equipment	11.6	97,663	108,119	95,423	107,322
Investments in intangible assets	11.7	1,362	-	2,898	-
Goodwill	11.8	8,435	7,672	-	-
Investments in subsidiaries	11.9	-	-	36,527	35,627
Investments in associates	11.10	1,470	1,608	1,200	1,200
Other non-current assets	11.11	15,313	15,692	15,304	15,676
Deferred tax assets	11.12	22,079	11,915	35,900	25,420
Total non-current assets		**399,608**	**481,385**	**440,505**	**521,577**
TOTAL ASSETS		**1,401,541**	**1,166,923**	**1,340,549**	**1,119,566**
EQUITY & LIABILITIES					
Short-term liabilities					
Trade and other payables	11.13	147,128	125,749	142,031	130,370
Payables from financial leases	11.14	53,474	61,394	53,474	61,394
Tax liabilities	11.15	378,965	237,345	378,104	234,593
Accrued and other liabilities	11.16	49,530	52,444	46,161	48,159
Total short-term liabilities		**629,097**	**476,932**	**619,770**	**474,516**
Long-term liabilities					
Payables from financial leases	11.14	32,419	84,429	32,419	84,429
Employee benefit plans	11.17	22,637	21,566	22,637	21,566
Provisions	11.18	31,793	8,159	31,743	8,159
Other long-term liabilities	11.19	7,022	6,756	6,842	6,631
Total long-term liabilities		**93,871**	**120,910**	**93,641**	**120,785**
Equity					
Share capital	11.20	95,700	95,700	95,700	95,700
Reserves	11.21	43,700	43,700	43,060	43,060
Proposed dividends	11.22	446,600	363,660	446,600	363,660
Exchange differences	11.23	(23)	(8)	-	-
Retained earnings		92,596	65,908	41,778	21,845
Total Equity		**678,573**	**568,960**	**627,138**	**524,265**
Minority interest		-	121	-	-
Total Equity		**678,573**	**569,081**	**627,138**	**524,265**
TOTAL EQUITY & LIABILITIES		**1,401,541**	**1,166,923**	**1,340,549**	**1,119,566**

The attached notes form an integral part of these financial statements

2. Income statement

For the years that ended on December 31st, 2008 and 2007

(Amounts in thousand of euro except for per share amounts)

		GROUP		COMPANY	
	Notes	**1.1-31.12.2008**	**1.1-31.12.2007**	**1.1-31.12.2008**	**1.1-31.12.2007**
Revenues	10.1, 10.2	5,519,591	5,065,751	5,328,100	4,929,708
Cost of sales	11.24	(4,363,730)	(4,043,858)	(4,202,537)	(3,930,066)
Gross profit		**1,155,861**	**1,021,893**	**1,125,563**	**999,642**
Other operating income	11.25	5,129	3,612	21,207	14,088
Distribution costs	11.26	(136,835)	(200,834)	(133,391)	(217,538)
Administrative expenses	11.26	(43,771)	(47,451)	(38,780)	(41,614)
Other operating expenses	11.27	(20,377)	(10,779)	(20,359)	(10,778)
Income / loss from associates	11.10	(138)	414	-	-
Impairment of assets	11.28	-	(4,780)	-	(5,950)
Profit from operations		**959,869**	**762,075**	**954,240**	**737,850**
Financial results, net	11.29	34,094	14,547	28,775	13,583
Dividends			-	2,558	2,587
Profit before tax		**993,963**	**776,622**	**985,573**	**754,020**
Income tax	11.30	(275,623)	(215,194)	(274,320)	(214,186)
Deferred tax	11.30	10,164	9,996	10,480	14,468
Profit after tax		**728,504**	**571,424**	**721,733**	**554,302**
Attributable to:					
Minority interest		16	(13)	-	-
Shareholders equity		**728,488**	**571,437**	**721,733**	**554,302**
Basic earnings per share in €	11.31	**2.2837**	**1.7913**	**2.2625**	**1.7376**

The attached notes form an integral part of these financial statements

3. Cash flow statement

For the years that ended on December 31st, 2008 and 2007

(Amounts in thousand of euro)

	GROUP		COMPANY	
	2008	**2007**	**2008**	**2007**
OPERATING ACTIVITIES				
Profit before tax	993,963	776,622	985,573	754,020
Adjustments for:				
Depreciation & Amortization	96,855	47,929	96,537	47,546
Financial results, net	(34,094)	(14,547)	(28,775)	(13,583)
Employee benefit plans	1,071	1,963	1,071	1,963
Provisions for bad debts	3,000	3,500	3,000	3,500
Other provisions	23,634	7,858	23,584	7,858
Dividends from subsidiaries	-	-	(2,558)	(2,587)
Exchange differences	53	(254)	53	-
Impairment losses	-	4,780	-	5,950
(Income) / loss from associates	138	(414)	-	-
Results from investing activities	(188)	(211)	(182)	(211)
Cash flows from operating activities before changes in working capital	**1,084,432**	**827,226**	**1,078,303**	**804,456**
Changes in Working capital				
(Increase) Decrease in inventories	(608)	(95)	(608)	(95)
(Increase) Decrease in trade & other receivable	(36,699)	87,794	(37,294)	84,734
Increase (Decrease) in payables (except borrowings)	15,519	10,058	6,681	5,688
Increase (Decrease) in taxes payables	2,069	(825)	3,755	(866)
	1,064,713	**924,158**	**1,050,837**	**893,917**
Interest expenses	(5,622)	(3,767)	(5,600)	(3,748)
Taxes paid	(202,568)	(215,953)	(200,977)	(215,508)
Cash flows from operating activities	**856,523**	**704,438**	**844,260**	**674,661**
INVESTING ACTIVITIES				
Proceeds from the sale of tangible & intangible assets	269	-	197	-
Guarantees	-	(85)	-	(78)
Loans paid to personnel	123	552	123	552
Purchase of subsidiaries' net assets	(900)	-	(900)	-
Purchase of tangible assets	(2,318)	(2,142)	(2,085)	(1,967)
Purchase of intangible assets	(2,286)	(78,054)	(2,244)	(78,016)
Dividends from subsidiaries	-	-	2,558	2,587
Interest received	39,563	18,314	34,221	17,331
Cash flows used in investing activities	**34,451**	**(61,415)**	**31,870**	**(59,591)**
FINANCING ACTIVITIES				
Repayment of financial lease funds	(59,930)	(9,766)	(59,930)	(9,766)
Dividends paid	(617,516)	(524,523)	(617,516)	(524,523)
Cash flows used in financing activities	**(677,446)**	**(534,289)**	**(677,446)**	**(534,289)**
Net increase / decrease in cash and cash equivalents	**213,528**	**108,734**	**198,684**	**80,781**
Cash and cash equivalents at the beginning of the year	492,860	384,126	404,825	324,044
Cash and cash equivalents at the end of year	**706,388**	**492,860**	**603,509**	**404,825**

The attached notes form an integral part of these financial statements.

4. Statement of changes in equity

4.1. Consolidated statements of changes in equity

For the years that ended on December 31st, 2008 and 2007

(Amounts in thousand of euro)

	Share capital	Exchange differences	Dividends	Other reserves	Retained earnings	Minority Interest	Total
Balance as of January 1st, 2007	**95,700**	**84**	**328,570**	**43,700**	**49,531**	**134**	**517,719**
Net profit for the period	-	-	-	-	571,437	(13)	**571,424**
Exchange Differences	-	(92)	-	-	-	-	**(92)**
Dividends paid	-	-	(519,970)	-	-	-	**(519,970)**
Dividends proposed	-	-	555,060	-	(555,060)	-	**0**
Balance as of December 31st, 2007	**95,700**	**(8)**	**363,660**	**43,700**	**65,908**	**121**	**569,081**
Balance as of January 1st, 2008	**95,700**	**(8)**	**363,660**	**43,700**	**65,908**	**121**	**569,081**
Net profit for the period	-	-	-	-	728,488	16	**728,504**
Exchange differences	-	(15)	-	-	-	-	**(15)**
Purchase of subsidiary's percentage		-	-	-	-	(137)	**(137)**
Dividends paid	-	-	(618,860)	-	-	-	**(618,860)**
Dividends proposed	-	-	701,800	-	(701,800)	-	**0**
Balance as of December 31st, 2008	**95,700**	**(23)**	**446,600**	**43,700**	**92,596**	**0**	**678,573**

The attached notes form an integral part of these financial statements.

4.2. Statements of changes in equity of OPAP S.A.

For the years that ended on December 31st, 2008 and 2007

(Amounts in thousand of euro)

	Share capital	Other reserves	Dividends	Retained earnings	Total
Balance as of January 1st, 2007	**95,700**	**43,060**	**328,570**	**22,603**	**489,933**
Net profit for the period	-	-	-	554,302	**554,302**
Dividends paid	-	-	(519,970)	-	**(519,970)**
Dividends proposed	-	-	555,060	(555,060)	**0**
Balance as of December 31st, 2007	**95,700**	**43,060**	**363,660**	**21,845**	**524,265**
Balance as of January 1st, 2008	**95,700**	**43,060**	**363,660**	**21,845**	**524,265**
Net profit for the period	-	-	-	721,733	**721,733**
Dividends paid	-	-	(618,860)	-	**(618,860)**
Dividends proposed	-	-	701,800	(701,800)	**0**
Balance as of December 31st, 2008	**95,700**	**43,060**	**446,600**	**41,778**	**627,138**

The attached notes form an integral part of these financial statements

5. General Information about the company and the Group

5.1. General information

The consolidated financial statements of the Group and the financial statements of the company, have been prepared in accordance with International Financial Reporting Standards (IFRS) as developed and published by the International Accounting Standards Board (IASB).

OPAP S.A., is the Group's ultimate parent company and was established as a private legal entity in 1958. OPAP S.A. was reorganized as a société anonyme in 1999 domiciled in Greece and its accounting as such began in 2000. The address of the company's registered office, which is also its principal place of business, is 62 Kifisou Avenue, 121 32 Peristeri, Greece. OPAP's shares are listed on the Athens Exchange.

The financial statements for the year that ended on December 31st, 2008 (including the comparatives for the year that ended on December 31st, 2007) were approved by the Board of Directors on March 16th, 2009. Under the Greek regulations, amendments to the financial statements are not permitted after they have been approved.

5.2. Nature of operations

On 13.10.2000 the company acquired from the Hellenic Republic the 20-year exclusive right to operate certain numerical lottery and sports betting games for the amount of € 322,817 th. Following this, the company has the sole concession to operate and manage nine existing numerical lottery and sports betting games as well as two new numerical lottery games, which it has yet to introduce. The company also holds the sole concession to operate and manage any new sports betting games in Greece as well as a right of first refusal to operate and manage any new lottery games permitted by the Hellenic Republic.

The company currently operates six numerical lottery games (Joker, Lotto, Proto, Extra 5, Super 3 and Kino) and three sports betting games (Stihima, Propo and Propo-goal). It has also designed two new lottery games (Bingo, and Super 4). It distributes its games through an extensive on-line network of approximately 5,227 dedicated agents.

6. Basis of preparation

The financial statements (of Group and OPAP S.A.) have been prepared in accordance with International Financial Reporting Standards (IFRS). The financial statements have been prepared under the historical cost convention, as modified by the revaluation of available-for-sale financial assets charged directly in equity, and financial assets and

financial liabilities (including derivative instruments) at fair value through profit or loss and the going concern assumption.
The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Group's accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements, are disclosed in note 6.2.
In 2003 and 2004, the IASB issued a series of new IFRS and revised International Accounting Standards (IAS), which in conjunction with unrevised IAS's issued by the International Accounting Standards Committee, predecessor to the IASB, is referred to as "the IFRS Stable Platform 2005". The Group applies the IFRS Stable Platform 2005 from 1.1.2005.

6.1. Changes in accounting policies

6.1.1. Review of changes

No other Standards and Interpretations were adopted during the current year.
The accounting principles and the calculations to which these financial statements have been prepared are in accordance with those used in the annual financial statements for the fiscal year 2007.

6.1.2. Standards, Amendments and Interpretations effective in 2008 but not relevant to the Company's operations

IFRIC 11: IFRS 2- Transactions in participating titles of the same company or companies of the same Group

The interpretation provides instructions regarding whether a payment agreement based on the value of the entity's shares, which receives goods or services as an exchange for its own participating titles, will be accounted for as a transaction settled with participating titles or as a transaction settled with cash. It is a significant distinction since there are material differences in the required accounting treatment.
For instance, cash-settled payments are measured at fair value at each balance sheet date. On the contrary, as far as equity-settled payments are concerned, the fair value is defined at the service provision date and is recognized in the period the corresponding service is provided.
Although IFRIC 11 focuses on payments to employees based on participating titles, the logic behind it can be applied to other similar transactions with goods and services

providers. The entities are to apply the current Interpretation for annual periods starting as at or after 1.3.2007. Earlier application is permitted. In case an entity applies the current Interpretation for the period starting before 1.3.2007, this fact is to be disclosed. The Group does not apply the above interpretation.

IFRIC 12: Service Concession Agreements

IFRIC 12 provides guidance on accounting for some arrangements in which (i) a public sector body ("the grantor") engages a private sector entity ("the operator") to provide services to the public and (ii) those services involve the use of infrastructure by the operator ("public to private service concessions”). IFRIC 12 does not cover all kinds of concession arrangements. It applies only to public and private service concessions in which the operator makes use of infrastructure. Therefore, it does not cover private to private service concessions.

IFRIC 12 application guide defines that the regulating bodies or service control do not presuppose that the grantor has full control over pricing or the ways the infrastructure is used. Therefore, there is required objective judgment in particular cases in order to define whether the aforementioned arrangements are within the scope of the current Interpretation.

The arrangements that are not within the scope of IFRIC 12 are to be treated in compliance with the other IFRS. The arrangements in which the operator controls the infrastructure might lead to recognition of assets in compliance with IAS 16 or constitute a lease (in compliance with IFRIC 4).

IFRIC 12 is applied for annual periods starting as at or after 1.1.2008. Earlier application is permitted. The retrospective application of the Interpretation is mandatory in case of changes but there are some exceptions to this obligation in case full retrospective application is impossible.

The Group does not apply the above interpretation.

IFRIC 14: IAS 19 – The Limit on a Defined Benefit Asset, Minimum Funding Requirements and their Interaction

IFRIC 14 addresses the issues of interaction between the minimum funding requirements (usually imposed by laws and regulations) and the measurement of a defined benefit asset. The scope of IFRIC 14 only deals with how entities should determine the limit placed by IAS 19 Employee Benefits on the amount of a surplus in a pension plan they can recognise as an asset, the way a minimum funding requirement affects that limit and when a minimum funding requirement creates an onerous obligation that should be recognised as a liability in addition to that otherwise recognised under IAS 19.

Generally, IFRIC 14 provides an interpretation of the availability of a surplus stating that a surplus is available to a plan sponsor in case an entity has an unconditional right to use the surplus at some point during the life of the plan or on its wind up in order for a surplus to be recognized.

Furthermore, the Interpretation deals with the accounting treatment of the minimum funding requirements arising from services already received by the entity. IFRIC 14 is effective for annual periods beginning as at or after 1.1.2008. As an exception, full retrospective application is not required. The application is required as at the opening of the first period the Interpretation is applied.

The Group does not apply the above interpretation.

Amendments to IAS 39 and IFRS 7- Reclassification of Financial Assets

The amendments to IAS 39 allow in some cases, the reclassification from the category of investments held for trading purposes to other categories, of non-derivative financial assets, as well as the reclassification of financial assets from the category of available for sale to loans and receivables. The amendments to IFRS 7 require additional disclosures in the financial statements of companies that apply the above amendments to IAS 39.

6.1.3. Standards, Amendments and Interpretations to existing standards that are not yet effective and have not been adopted

The following new Standards, Revised Standards and the following Interpretations to Standards have been publicized but are not mandatory for the presented financial statements in which the group has not early adopted:

Standards or Interpretations	Description	Effective date for the periods starting as at or after :
IFRIC 13	Customer Loyalty Programmes	1.7.2008
IAS 23	Borrowing Costs	1.1.2009
IAS 1	Presentation of Financial Statements	1.1.2009
IFRS 8	Operating Segments	1.1.2009
IFRS 2	Share-based Payment	1.3.2008
IFRS 3	Business Combinations	1.7.2009
IAS 27	Consolidated and Separate Financial Statements	1.7.2009
IAS 32	Financial Instruments: Presentations and IAS 1 Presentation of Financial Statements – 2008 Revision: Puttable instruments and obligations arising on liquidation	1.1.2009
IAS 39	Financial Instruments: Recognition and Measurement	1.7.2009
IFRIC 15	Agreements for the Construction of Real Estate	1.1.2009
IFRIC 16	Hedges of a net investment in a foreign operation	1.10.2008
IFRIC 17	Distributions of non-cash assets to owners	1.7.2009
IFRIC 18	Transfers of Assets from Customers	1.7.2009

Briefly, the aforementioned Interpretations and Standards prescribe the following:

IFRIC 13: Customer Loyalty Programmes

Customer Loyalty Programmes provide the customers with incentives to acquire goods or services of a company. Companies, that grant their customers loyalty award credits ('points') when buying goods or services, should account for their obligation to provide free or discounted goods or services if and when the customers redeem the points. The programmes can be applied by the company or a third party. IFRIC 13 can be applied to all award credits of customer loyalty programmes that a company can offer to its customers as a part of sale transaction. IFRIC 13 is mandatory effective for annual periods beginning as at or after 1.7.2008. The retrospective application of the Interpretation is required while earlier application is encouraged as long as this fact is disclosed in the explanatory notes attached to the financial statements of the company.

IAS 23: Borrowing Cost

The revised IAS 23 removes the option of immediately recognising as an expense borrowing costs that relate to assets that take a substantial period of time to get ready for use or sale. The characteristic of the aforementioned assets is that a substantial period of time is required for assets to get ready for use or sale. Despite that, an entity is required to capitalize such borrowing costs as part of the cost of that asset.

The revised Standard does not require capitalization of borrowing costs pertaining to assets measured at fair value and inventories created or systematically produced in big quantities even if they take a substantial period of time to get ready for use or sale.

The revised Standard applies to borrowing costs pertaining to assets that are qualified as those within its scope and is effective for annual periods beginning as at or after 1.1.2009. Early application is permitted.

The effect of application of IAS 23 has not been defined yet. As mentioned above, the revised IAS 23 eliminates the option of immediately recognising as an expense borrowing costs that relate to assets that take a substantial period of time to get ready for use or sale. It is expected to affect the measurement of assets that are internally created within the framework of research and development operations of the Group. The policy applied till currently referred to immediate burdening of the results of the period with the total of financial expenses. The change in the expenses recognition accounting policy will mainly affect the time of recognition of the expenses as well as the way of its presentation (financial cost as against depreciation-amortization).

IAS 1: Presentation of Financial Statements

The main changes made to the Standard can be summarized as a separate presentation of changes in equity arising from transactions with owners in their capacity as owners (ex. dividends, capital increases) from other changes in equity (modification reserves). Furthermore, the aforementioned revision of the Standard will result in the changes of definitions as well as in the presentation of the financial statements.

The new definitions of the Standard, however, do not change the regulations for recognition, measurement and disclosures of the particular transactions as well as other items required by the rest of the Standards.

The amendment of IAS 1 is mandatory for the periods starting as at or after 1.1.2009, while the requirements are also applied in IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors". The changes arising from the amendment of IAS 1 are applied retrospectively (IAS 8.19 (b)). Early application is encouraged as long as this fact is disclosed in the explanatory notes attached to the financial statements of the entity.

IFRS 8: Operating Segments

The main changes in this Standard can be summarized as follows:

1. The results of each segment are based on the results of each operating reportable segment. Operating Segments results do not comprise financial expenses and income including those arising from investments in share capital of the companies as well as the results arising from taxes and discontinued operations.
2. Furthermore, the Group Management, in making managerial decisions referring to the distribution of resources among its operating segments as well as in measuring the efficiency of the segments, does not take into account either the expenses pertaining to employ retirement benefits or the cost arising from settling share based transactions.

The Standard is applied in the annual Financial statements starting as at or after 1.1.2009. Early application is permitted encouraged as long as this fact is disclosed. Reporting on operating segments of the comparative periods as starting from the initial year of application shall be modified in order to comply with the requirements of the standard unless the information is unavailable and the cost of its collecting is prohibiting.

IFRS 2: Share-based payment – 2008 Revision: vesting conditions and cancellations

The revision of the standard clarifies the that vesting conditions are service conditions and performance conditions only, while other features of a share-based payment that are not vesting conditions should be included in the grant date fair value of the share-based payment at the concession date. This standard will have no effect on the financial statements of the Group.

IFRS 3: Business Combinations

The amended IFRS 3 is effective for acquisition of companies that will take place after July the 1st 2009, while there is no requirement for business combination that have taken place before the adoption of the certain standard. The amended standard inserts new important amendments in the purchase method in order to reflect business combinations that will take place after July the 1st, 2009.

IAS 27: Consolidated and Separate Financial Statements and accounting management about investments in subsidiaries companies

The revised standard introduces changes to the accounting requirements for the loss of control of a subsidiary and for changes in the Group's interest in subsidiaries. Management does not expect the standard to have a material effect on the Group's financial statements.

IAS 32: Financial Instruments, Presentations and IAS 1 Presentation of Financial Statements – 2008

Amendments to Financial Instruments available by the puttable holder

According to the amendment to IAS 32 requires, if certain criteria are met, financial instruments that give the holder of the financial instruments the right to require the issuer to repurchase or repay the financial instruments obligations arising on liquidation to be classified as equity.

The amendment to IAS 1 refers to the presentation of information relating to puttable instruments classified as equity.

Management does not expect the standard to have a material effect on the Group's financial statements.

The amendment of IAS 32 is applied in the annual Financial statements starting as at or after 1.1.2009. Early application is permitted encouraged as long as this fact is disclosed.

IAS 39: Recognition and Measurement

Eligible Hedged Items Amendment to I.A.S. 39

Amendment to I.A.S. 39 clarifies accounting hedges issues and, in particular, inflation and one-sided risk of a hedged item.

The amendment of IAS 39 is applied in the annual Financial statements starting as at or after 1.7.2009.

Annual Improvements 2008

The IASB has issued Improvements for International Financial Reporting Standards 2008. Most of these amendments become effective in annual periods beginning on or after 1 January 2009. The Group expects the amendment to IAS 23 Borrowing Costs to be relevant to the Group's accounting policies. The amendment clarifies the definition of borrowing costs by reference to the effective interest method. This definition will be applied for reporting periods beginning on or after 1 January 2009, however forecasts indicate the effect to be insignificant. Smaller amendments are made to several other standards, however, these amendments are not expected to have a material impact on the Group's financial statements.

IFRIC 15: Agreements for the Construction of Real Estate

The objective of I.F.R.I.C. 15 is to provide guidance concerning the following issues:

- Whether the agreement for the construction of real estate is within the scope of I.A.S. 11 or I.A.S. 18, and
- When revenue from the construction of real estate should be recognised.

This Interpretation applies to the accounting for revenue and associated expenses by entities that undertake the construction of real estate directly or through subcontractors.

Agreements in the scope of I.F.R.I.C. 15 are agreements for the construction of real estate. In addition to the construction of real estate, such agreements may include the delivery of other goods or services.

The amendment of I.F.R.I.C. 15 is applied in the annual Financial statements starting as at or after 1.1.2009.

Earlier application is permitted. If an entity applies the Interpretation for a period beginning before 1 January 2009, it shall disclose that fact in the Explanatory Notes to its Financial Statements. Changes in accounting policy shall be accounted for retrospectively in accordance with I.A.S. 8.

IFRIC 16: Hedges of a Net Investment in a Foreign Operation

Investments in foreign operations may be held directly by a parent entity or indirectly by its subsidiary or subsidiaries. The objective of I.F.R.I.C. 16 is to provide guidance concerning the nature of the hedged risk and the amount of the hedged item for which a hedging relationship may be designated, where in a group the hedging instrument can

be held and what amounts should be reclassified from equity to profit or loss as reclassification adjustments on disposal of the foreign operation.
This Interpretation applies to an entity that hedges the foreign currency risk arising from its net investments in foreign operations and wishes to qualify for hedge accounting in accordance with I.A.S. 39. This Interpretation applies only to hedges of net investments in foreign operations; it should not be applied by analogy to other types of hedge accounting, as, for example, fair value hedges or cash flows

An entity shall apply I.F.R.I.C. 16 "Hedges of a Net Investment in a Foreign Operation" for annual periods beginning on or after 1.10.2008. Earlier application is permitted. If an entity applies this Interpretation for a period beginning before 1.10.2008, it shall disclose that fact in the Explanatory Notes to its Financial Statements.

IFRIC 17: Distributions of Non-cash Assets to Owners

When an entity declares a distribution and has an obligation to distribute the assets concerned to its owners, it must recognise a liability for the dividend payable.
The objective of I.F.R.I.C. 17 is to provide guidance concerning when an entity should recognise the dividend payable, how an entity should measure the dividend payable and when an entity settles the dividend payable, how it should account for any difference between the carrying amount of the assets distributed and the carrying amount of the dividend payable.
An entity shall apply I.F.R.I.C. 17 "Distributions of Non-cash Assets to Owners" prospectively for annual periods beginning on or after 1.7.2009. Retrospective application is not permitted. Earlier application is permitted. If an entity applies this Interpretation for a period beginning before 1.7.2009, it shall disclose that fact in the Explanatory Notes to its Financial Statements and also apply I.F.R.S. 3 (as revised in 2008), I.A.S. 27 (as amended in May 2008) and I.F.R.S. 5 (as amended by this Interpretation).

IFRIC 18: Transfers of Assets from Customers

I.F.R.I.C. 18 is particularly relevant for entities in the utility sector. I.F.R.I.C. 18 clarifies the requirements of I.F.R.S. for agreements in which an entity receives from a customer an item of property, plant, and equipment that the entity must then use either to connect the customer to a network or to provide the customer with ongoing access to a supply of goods or services (such as a supply of electricity, gas or water).
In some cases, the entity receives cash from a customer that must be used only to acquire or construct the item of property, plant, and equipment in order to connect the customer to a network or provide the customer with ongoing access to a supply of goods or services (or to do both).

I.F.R.I.C. 18 provides guidance on how to identify the entity's obligation to provide one or more separately identifiable services in exchange for the transferred asset – and, therefore, how to recognise revenue. It also also provides guidance on how to account for transfers of cash from customers.

An entity shall apply I.F.R.I.C. 18 "Transfers of Assets from Customers" prospectively for annual periods beginning on or after 1.7.2009.

Based on the existing structure and the accounting principles followed by it, the Management does not expect any material changes in the financial statements of the Group arising from the application of the aforementioned Standards and Interpretations when they become effective.

The Group does not intend to proceed to early application of any Standards or Interpretations.

6.2. Important accounting decisions, estimations and assumptions

The preparation of financial statements in accordance with IFRS requires management to make judgments, estimates and assumptions that affect the reported amounts of assets and liabilities, as well as the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

Estimates and judgments are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

6.2.1. Judgements

In the process of applying the entity's accounting policies, judgments, apart from those involving estimations, made by the Management that have the most significant effect on the amounts recognized in the financial statements. Mainly judgements relate to:

- **recoverability of accounts receivable**

Management examines annually the recoverability of the amounts included in accounts receivable, in combination with external information (such as creditability databases, lawyers, etc) in order to estimate the recoverability of accounts receivable.

- **classification of investments**

On investment acquisition, the Management decides on its classification as that in held-to-maturity assets, held for the purpose of being traded, instruments at fair value through profit or loss or available-for-sale assets. As far as held-to-maturity assets are concerned, the Management examines whether they are qualified under IAS 39 and, in particular, the extent to which the group has intention and ability to hold them to maturity. The Group classifies assets as those held for the purpose of being traded in case they were acquired mainly to create short term profit. The classification of assets as instruments at fair value through profit or loss depends on the way the Management monitors the return on such investments. In case they are not classified as those held for the purpose of being traded but there are available and reliable fair values and the changes in fair values are included in profit and loss accounts of the Management, they are classified as instruments at fair value through profit or loss. All the other investments are classified as available-for-sale assets.

- **Obsolescence of inventories and**
- **The extent to which a lease pertaining to exterior lease is classified as operating or financing.**

6.2.2. Estimates and assumptions

Certain amounts included in or affecting our financial statements and related disclosure must be estimated, requiring us to make assumptions with respect to values or conditions which cannot be known with certainty at the time the financial statements are prepared. A "critical accounting estimate" is one which is both important to the portrayal of the company's financial condition and results and requires management's most difficult, subjective or complex judgments, often as a result of the need to make estimates about the effect of matters that are inherently uncertain. The company evaluates such estimates on an ongoing basis, based upon historical results and experience, consultation with experts, trends and other methods considered reasonable in the particular circumstances, as well as our forecasts as to how these might change in the future. Also see note 7, "Summary of Significant Accounting Policies", which discusses accounting policies that we have selected from acceptable alternatives.

Estimated impairment of goodwill

The Group tests goodwill for impairment annually and whenever events or circumstances make it more likely than not that an impairment may have occurred, such as a significant adverse change in the business climate or a decision to sell or dispose of a reporting unit. Determining whether an impairment has occurred requires valuation of the respective reporting unit, which is estimated using a discounted cash flow method. When available and as appropriate, there can be used comparative market multiples to corroborate discounted cash flow results. In applying this methodology, a number of factors have been used, including actual operating results, future business plans,

economic projections and market data. If this analysis indicates that goodwill is impaired, measuring the impairment requires a fair value estimate of each identified tangible and intangible asset. In this case supplement the cash flow approach discussed above with independent appraisals, as appropriate.
Other identified intangible assets are tested with defined useful lives and subject to amortization by comparing the carrying amount to the sum of undiscounted cash flows expected to be generated by the asset. Intangible assets with indefinite lives are tested annually for impairment using a fair value method such as discounted cash flows. The Group tests annually whether goodwill has suffered any impairment, in accordance with the accounting policy stated in Note 7.8. The recoverable amounts of cash-generating units have been determined based on value-in-use calculations. These calculations require the use of estimates.

Income taxes

Group is subject to income taxes by various tax authorities. Significant judgment is required in determining the provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

Provisions

The Company establishes provisions for receivables equal to the amount of receivables from agents that management of the company estimates as doubtful. To determine the provisions necessary at a balance sheet date, guarantees paid by agents are taken into consideration in accordance with regulations governing the Company's relationship with its agents. These guarantees are used to offset bad debts from agents.
Management estimates that its provisions for credit risk in the year 2008, that amount to € 24,879 th. (2007: € 21,879 th.), are adequate due to its credit risk controls, the large volume and disparate nature of its receivables and the real-time credit control of the Company's agents through its on-line network.

Contingencies

The Group is involved in litigation and claims in the normal course of operations. Management is of the opinion that any resulting settlements would not materially affect the financial position of the Group as at December 31st, 2008. However, the determination of contingent liabilities relating to the litigation and claims is a complex process that involves judgments as to the outcomes and interpretation of laws and regulations. Changes in the judgments or interpretations may result in an increase or decrease in the company's contingent liabilities in the future.

Bussiness Combinations

At the initial recognition the assets as well as the liabilities of acquired company are included in the consolidated financial statement in their fair values. During the mesurage survey of fair values the Management uses estimations regard to the future cash flows, however the results probably differ. Any change in the mesurage afterwards the initial recognition will influence the mesurage of goodwill.

Useful life of depreciated assets

The Management of company examines the useful lives of depreciated and amortizated assets in each annual year. On 31.12.2008 the Management of company estimates that the useful lives represent the expected usefulness of assets. The results probably differ because technical gradual scorn, mainly with regard to the software and the machinery equipment.

OPAP S.A. adjusted the remaining useful life of the intangible asset "know how" from the thirty-one (31) months of initial appreciation, to twelve (12) months.

Fair value of financial instruments

The Management uses techniques of assessment of fair value of financial instruments where they are not available prices from active market. Details of admissions that used are analyzed in notes what concern in financial instruments. For the application of techniques of assessment, the Management uses the best available estimates and assumptions that are in line with the existing information which participants would use in order to value a financing instrument. Where the information does not exist, the Management uses the best possible estimates for the assumptions to be used. These estimates may differ from the real prices at the closing date of the financial statements.

7. Summary of accounting policies

The significant accounting policies that have been used in the preparation of these consolidated financial statements are summarised below. It should be noted, as aforementioned in paragraph 6.2, that accounting estimates and assumptions are used in preparing the financial statements. Although these estimates are based on

Management's best knowledge of current events and actions, actual results may ultimately differ from those estimates.

7.1. Basis of consolidation and investments in associates

The accompanying consolidated financial statements include the accounts of the company and its subsidiaries.

Subsidiaries: are companies in which OPAP S.A. directly or indirectly has an interest of more than one half of the voting rights or otherwise the power to exercise control over their operations.

When assessing whether OPAP S.A. controls another entity potential voting rights the existence and effect of potential voting rights that are currently exercisable or convertible are considered.

All subsidiaries of Group have as balance date on December 31st . The financial statements of Group include the financial statements of parent company as also and entities which are controlled by the Group with complete consolidation.

Subsidiaries are consolidated using the purchase method from the date on which effective control is transferred to the company and cease to be consolidated from the date on which control is transferred out of the company.

In addition, acquired subsidiaries are subject to application of the purchase method. This involves the revaluation at fair value of all identifiable assets and liabilities, including contingent liabilities of the subsidiary, at the acquisition date, regardless of whether or not they were recorded in the financial statements of the subsidiary prior to acquisition. On initial recognition, the assets and liabilities of the subsidiary are included in the consolidated balance sheet at their revalued amounts, which are also used as the bases for subsequent measurement in accordance with the Group accounting policies. Goodwill represents the excess of acquisition cost over the fair value of the Group's share of the identifiable net assets of the acquired subsidiary at the date of acquisition. If the cost of acquisition is less than the fair value of the net assets of the subsidiary acquired, the difference is recognised directly in the income statement.

Minority interest reflects the portion of profit or loss and net assets attributable to equity interests that are not owned by the Group. If the loss of a subsidiary, that concern in minority interest, exceed the minority interest in the equity of subsidiary, the excess sum is shared out in the shareholders of parent company apart from the sum for which the minority has a obligation and it is capable to make up this loss.

Where necessary, accounting policies for subsidiaries are revised to ensure consistency with those adopted by the company.

All inter-company transactions have been eliminated.

In the financial statements of OPAP S.A. investments in subsidiaries are accounted for and presented at cost less any impairment of value. Dividends are recognized in the income statement when they are declared. Investments in associates are accounted for and presented at cost less any impairment of value. Dividends are recognized in the income statement when they are declared.

Associates: are those entities over which the Group is able to exert significant influence but which are neither subsidiaries nor interests in a consortium. Significant influence is the power to participate in the financial and operating policy decisions of the issuer but is not control over those policies. Significant influence normally exists when Grantor has 20% to 50% voting power through ownership or agreements.

Investments in associates are initially recognised at cost and subsequently accounted for using the equity method. Any goodwill is included within the book price of the investment and is assessed for impairment as part of the investment. Where a Group entity transacts with an associate of the Group, profit or losses are eliminated to the extent of the Group's interest in the relevant associated company.

All subsequent changes to the share of interest in the equity of the associate are recognised in the Group's carrying amount of the investment. Changes resulting from the profit or loss generated by the associate are charged against "Results from equity investments" in OPAP's consolidated income statement and therefore affect net results of the Group. These changes include subsequent depreciation, amortization or impairment of the fair value adjustments of assets and liabilities. Items that have been directly recognised in the associate's equity, for example, resulting from the associate's accounting for available-for sale securities, are recognised in consolidated equity of the Group. Any non-income related equity movements of the associate that arise, for example, from the distribution of dividends or other transactions with the associate's shareholders are charged against the proceeds received or granted. No effect on the Group's net result or equity is recognised in the course of these transactions. However, when the Group's share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate.

Unrealised gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

When the financial statements of associate that are used for the application of equity method are worked out in report date that differs from that of parent, then the financial statements of associate are adjusted that reflect the effects of important transactions or events that happened between that date and the date of financial statements of investor company. In any case, the difference between the report date of associate and investor company is up to 3 months.

Where necessary, accounting policies for associates are revised to ensure consistency with those adopted by the company.

Joint ventures

A joint venture is a contractual arrangement whereby two or more parties undertake an economic activity that is subject to joint control. Entities whose operations are jointly controlled by a Group and other venturers independent from the Group are accounted for under proportionate consolidation method.

When the investor sells assets to a joint venture (significant risks and rewards of ownership), the investor shall recognise only a portion of gain or loss that is attributable to the interests of other venturers.

When the investor purchases assets from a joint venture, the investor shall not recognise its share of the profits of the joint venture from the transaction until it resells the assets to an independent party. A venturer shall recognise its share of the losses resulting from these transactions in the same way as profits except that losses shall be recognised immediately when they represent a reduction in the net realisable value of current assets or an impairment loss.

Intercorporate balances of the investor are written off withdrawing the share of the investor from the balances of a joint venture.

7.2. Foreign currency translation

OPAP's consolidated financial statements are presented in euro (€), which is also the functional currency of the parent company and the currency of presentation for the Company and all its subsidiaries.

Foreign currency transactions are translated into euro using the exchange rates prevailing at the dates of the transactions (spot exchange rate). Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of remaining balances at year-end exchange rates are recognised in the income statement under "other income" or "other expenses", respectively except when deferred in equity as qualifying cash flow hedges and qualifying net investment hedges.

Changes in the fair value of monetary securities denominated in foreign currency classified as available for sale are analysed between translation differences resulting from changes in the amortised cost of the security and other changes in the carrying amount of the security. Translation differences related to changes in the amortised cost are recognised in profit or loss, and other changes in the carrying amount are recognised in equity.

Translation differences on non-monetary financial assets and liabilities such as assets held at fair value through profit or loss are recognised in profit or loss as part of the fair value gain or loss. Translation differences on non-monetary financial assets such as assets classified as available for sale are included in the available-for-sale reserve in equity.

Assets and liabilities have been translated into euros at the closing rate at the balance sheet date.

7.3. Segment reporting

In order to recognize the presented operating segments, the Management is based on the business operating segments that mainly represent the goods and services provided by the Group.

The accounting principles used by the group for the purposes of segment reporting in compliance with IAS 14 are the same as those used for the preparation of the financial statements.

7.4. Income and expense recognition

Revenue is recognised when it is probable that future economic benefits will flow to the entity and the amount of revenue can be reliably measured. Revenue is measured at the fair value of the consideration received and is shown net of value-added tax, returns, discounts and after eliminating sales within the Group. The amount of revenue is considered to be reliably measurable when all contingencies relating to the sale have been resolved.

Revenues: Include revenues from games. The revenues recognition is as follows:

- **Revenues from games:**

Revenues from the games is recognized upon the completion of games, typically immediately before the announcement of the games' results, which occurs twice per week. Revenues from sports betting games that last longer than three or four days are recognized on a cash basis twice per week. Revenues from sports betting games, are typically recognized daily for "Stihima" and on a cash basis once and three times per week for the games "Propo-goal" and "Propo" respectively, as these games have a duration of more than three or four days.

Other revenue categories are recognized based on the following methods:

- **Sale of goods**:

Revenue from the sales of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer, usually on dispatch of the goods and the payment has been ensured.

- **Rendering of services:**

Revenue from fixed-price contracts is recognised by reference to the stage completion of the transaction at the balance sheet date. Under the percentage of completion method, revenue is generally recognised based on the cost of services activity and performance to date as a percentage of the total services to be performed. When the outcome of the transaction involving the rendering of services cannot be estimated reliably, revenue is recognised only to the extent of the expenses recognised that are recoverable. The amount of the selling price associated with the subsequent servicing agreement is deferred and recognised as revenue over the period during which the service is performed. This deferred income is included in "Other liabilities".

- **Interest income**

Interest income is recognized using the effective interest method that is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument or, when appropriate, a shorter period to the net carrying amount of the financial asset or financial liability.

When a receivable is impaired, the Group reduces the carrying amount to the amount expected to be recovered, being the estimated future cash flow discounted at the original effective interest rate of the instrument, and continues unwinding the discount as interest income. Interest income on impaired loans is recognized using the original effective interest rate.

- **Dividend income:**

Dividend income is recognized when there is finalized the shareholders' right to collect them.

Expenses: Expenses are recognized on an accrual basis. Borrowing costs are recognized as incurred.

7.5. Property, plant and equipment

Fixed assets are reported in the financial statements at acquisition cost or deemed cost, as determined based on fair values as at the transition dates, less accumulated depreciations and any impairment suffered by the assets. The acquisition cost includes all the directly attributable expenses for the acquisition of the assets.

Subsequent expenditure is added to the carrying value of the tangible fixed assets or is booked as a separate fixed asset only if it is probable that future economic benefits will flow to the Group and their cost can be accurately and reliably measured. The repair and maintenance cost is booked in the results when such is realized.

Upon sale of the tangible fixed assets, any difference between the proceeds and the book value is booked as profit or loss to the results. Expenditure on repairs and maintenance is booked as an expense in the period they occur.

Depreciation of tangible fixed assets (other than Land which is not depreciated) is calculated using the straight line method over their useful life, as follows:

Land	-
Buildings	20 years
Plant & Machinery	5 - 8 years
Vehicles	6.5 years
Equipment	5 years

The residual values and useful economic life of tangible fixed assets are subject to reassessment at each balance sheet date. When the book value of tangible fixed assets exceeds their recoverable amount, the difference (impairment) is immediately booked as an expense in the income statement.

7.6. Intangible assets

Intangible assets include software and concession rights.

Software: Software licenses are valued in cost of acquisition less accumulated depreciation. Depreciation is calculated using the straight line method during the assets' useful life that range from 1 to 3 years.

Concession right: The 20-year concession granted by the Hellenic Republic to the Company to operate numerical lottery and sports betting games has been stated at cost, which was determined by independent actuaries and depreciated during the 20 years period. Please refer to note 7.8 for the impairment test procedures.

7.7. Goodwill

Goodwill acquired in a business combination is initially measured at cost being the excess of the cost of the business combination over Group's interest in the net fair value of the acquirer's identifiable assets, liabilities and contingent liabilities. Following initial recognition, goodwill is measured at cost less any accumulated impairment losses. The acquirer tests goodwill for impairment annually or more frequently if events or changes in circumstances indicate that it might be impaired. (Refer to note 7.8 for a description of impairment testing procedures).

7.8. Impairment of assets

The Group's goodwill and assets with an indefinite useful life are not depreciated and are subject to an impairment review annually and when some events suggest that the book value may not be recoverable any resulting difference is charged to the period's results. Assets that are depreciated are subject to an impairment review when there is evidence that their value will not be recoverable. The recoverable value is the greater between the net sales value and the value in use. An impairment loss is recognized by the company when the book value of these assets (cash generating unit- CGU) is greater than its recoverable amount. Net sales value is the amount received from the sale of an asset at an arm's length transaction in which participating parties have full knowledge and participate voluntarily, after deducting any additional direct cost for the sale of the asset, while value in use is the present value of estimated future cash flows that are expected to flow into the company from the use of the asset and from its disposal at the end of its estimated useful life.

For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). As a result, some assets are tested individually for impairment and some are tested at cash-generating unit level.

An impairment loss is recognised for the amount by which the asset's or cash-generating unit's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of fair value, reflecting market conditions less costs to sell and value in use, based on an internal discounted cash flow evaluation. Any remaining impairment loss is charged pro rata to the other assets in the cash generating unit. With the exception of goodwill, all assets are subsequently reassessed for indications that an impairment loss previously recognised may no longer exist.

7.9. Leases

The Groups enters into agreements that are not those of the legal type of a lease but pertain to the transfer of the right to use assets (property, plant and equipment) as against certain payments.

The consideration of whether as agreement contains an element of a lease is made at the inception of the agreement, taking into account all the available data and particular circumstances. After the inception of the agreement, there is conducted its revaluation concerning whether it still contains an element of a lease in case any of the below mentioned happen:

a. there is a change in the conditions of the leases apart from cases when the leases is simply prolonged or renewed,

b. there is exercised the right to renew the leases or a prolongation of the leases is decided apart from the cases when the terms of prolongation and renewal were initially included in the leasing period,

c. there is a change in the extent to which the realization depends on the defined assets and

d. there is a material change in the assets.

If a lease is reevaluated, the accounting treatment of leases is applied as starting from the date the changes qualify for those mentioned in (a), (c) or (d), and as starting from the date of prolongation and renewal in cases specified in (b).

The Group as the lessee

The ownership of a leased asset is transferred to the lessee in case all the risks and rewards of ownership of the leased assets have been transferred to the lessee irrespective of the legal type of the agreement. At the commencement of the lease term, lessees shall recognise finance leases as assets and liabilities in their balance sheets at amounts equal to the fair value of the leased property or, if lower, the present value of the minimum lease payments, each determined at the inception of the lease.

Subsequent accounting treatment of assets acquired through finance leases is that the leased land and buildings are revalued at fair value. The leased assets are depreciated over the shorter period between the term of the lease and the useful life unless it is almost certain that the lessee will assume the property of the asset upon the termination of the contract. If the lease transfers the ownership of the asset upon the termination of the contract or if there is the option of purchase at a lower price, then the depreciable period is the asset's useful life. Lease payments are distinguished in the amount referring to interest repayment and capital repayment. The distinction is made in order to achieve a fixed repayment schedule. Interest payments are charged to the income statement.

All the remaining leases are treated as operating leases. Payments made under operating leases are charged to the income statement on a straight-line basis over the period of the lease.

The Group as the lessor

The leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Initially, the lease payment income less cost of services are charged to the income on a straight-line basis over the period of the lease. The costs, including depreciation, incurred for the acquisition of lease payments income, are charged to the expenses.

7.10. Other non-current assets

Non-current assets are recorded at their historical cost, without any present value discount from the date of their anticipated maturity or realization.

Guarantee deposits

Guarantee deposits are placed on deposit with certain suppliers to secure the company's obligations to those suppliers. Amounts remain as demands for their duration. Upon the maturity of these obligations, the amounts on deposit may be applied against all or a portion of the outstanding obligations according to the terms of the deposit, with any balance being returned to the Group.

Prepayments for retirement benefits

These amounts are paid to employees in accordance with the parent company's collective employment agreement. Since 31.12.2000 these amounts are paid to employees who have completed 17.5 years of service (prior to 31.12.2000 the requirement was 25 years of service). The amount given is the total retirement compensation for the service rendered to that date (until 31.12.2000 the amount given was 50% of the total retirement compensation for the service rendered). Prepaid amounts are deducted from the lump-sum retirement benefit payable to the employee upon termination. Interest on prepaid amounts accrued at the rate of 2%.

Housing loans to personnel

In accordance with the parent company's collective bargaining agreement, eligible full-time employees are entitled to housing loans. These loans have a term of 25 years with an initial two-year grace period on repayments of principal and interest. Interest accrued are calculated with a fixed rate of 2% annually.

There are three types of housing loans:

Acquisition	Until the amount of € 32,281.73
Construction	Until the amount of € 16,140.86
Repair	Until the amount of € 8,070.43

7.11. Financial assets

Financial assets include cash and financial instruments. A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity. Financial assets, other than hedging instruments, can be divided into the following categories: loans and receivables, financial assets at fair value through profit or loss, available-for-sale financial assets and held-to-maturity investments. Financial assets are assigned to the different categories by management on initial recognition, depending on the purpose for which the investments were acquired. The designation of financial assets is re-evaluated at every reporting date at which a choice of classification or accounting treatment is available.

Regular way purchase or sale of financial assets is recognised on their settlement date. All financial assets that are not classified as at fair value through profit or loss are initially recognised at fair value, plus transaction costs.

The company determines whether a contract contains an embedded derivative in its agreement. The embedded derivative is separated from the host contract and accounted for as a derivative when the analysis shows that the economic characteristics and risks of the derivative are not closely related to the host contract.

Derecognition of financial instruments occurs when the rights to receive cash flows from the investments expire or are transferred and substantially all of the risks and rewards of ownership have been transferred.

The company assesses at each balance sheet date whether a financial asset or Group of financial assets is impaired.

i) Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise when the company provides money, goods or services directly to a debtor with no intention of trading the receivables.

Loans and receivables are subsequently measured at amortised cost using the effective interest method, less provision for impairment. Any change in their value is recognised in income statement when the loans and receivables are derecognised or impaired, as well as through the amortization process. Amortised cost is calculated taking into account any discount or premium on acquisition and includes fees that are an integral part of the effective interest rate and transaction costs.

Trade receivables are provided against when objective evidence is received that the company will not be able to collect all amounts due to it in accordance with the original terms of the receivables. The amount of the write-down is determined as the difference between the asset's carrying amount and the present value of estimated future cash flows.

They are included in current assets, except for maturities greater than 12 months after the balance sheet date. These are classified as non-current assets. Loans and receivables are classified as trade and other receivables in the balance sheet.

ii) Financial assets at fair value through profit or loss

These comprise assets that satisfy any of the following conditions:

- Financial assets that are held for trading purposes (including derivatives, except those that are designated and effective hedging instruments, those that are acquired or incurred for the purpose of sale or repurchase and finally those that are part of a portfolio of designated financial instruments).
- Upon initial recognition, it is designated by the company as an instrument valued at fair value, with any changes recognized through the income statement.

Subsequent to initial recognition, the financial assets included in this category are measured at fair value with changes in fair value recognised in profit or loss. Financial assets originally designated as financial assets at fair value through profit or loss may not subsequently be reclassified.

iii) Available-for-sale financial assets

Available-for-sale financial assets include non-derivative financial assets that are either designated to this category or do not qualify for inclusion in any of the other categories of financial assets.

All financial assets within this category are subsequently measured at fair value, unless otherwise disclosed, with changes in value recognised in equity, net of any effects arising from income taxes.

In the case of impairment, any cumulative loss previously recognised in equity is transferred to the income statement. Impairment losses recognised in the income statement on equity instruments are not reversed through the income statement.
At each balance sheet date, the Group assesses whether there are objective indications that lead to the conclusion that financial assets have been impaired. For company shares that have been classified as financial assets available for sale, such an indication comprises a significant or extended decline in the fair value compared to the acquisition cost. If impairment is established, any accumulated loss in Equity, which is the difference between acquisition cost and fair value, is transferred to the results.
The Group did not own such investments.

iv) Held-to-maturity investments

Held-to-maturity investments are non-derivative financial assets with fixed or determinable payments and a fixed date of maturity. Investments are classified as held-to maturity if it is the intention of the Group's management to hold them until maturity. Held-to-maturity investments are subsequently measured at amortised cost using the effective interest method. The amortised cost is the amount initially recognised less principal repayments, plus or less the cumulative amortization using the effective interest method of any difference between that initial amount and the maturity amount, and less any provisions for impairment. The calculation includes all fees and points paid or received between parties to the contract. In addition, if there is objective evidence that the investment has been impaired, the financial asset is measured at the present value of estimated cash flows. Any changes to the carrying amount of the investment are recognised in the income statement.

v) Fair value

The fair values of financial assets that are traded in active markets, are defined by their prices. For non-traded assets, fair values are defined with the use of valuation techniques such as analysis of recent transactions, comparative items that are traded and discounted cash flows. The securities that are not traded in an active market that have been classified in the category financial assets available for sale, and whose fair value cannot be determined in an accurate and reliable way, are valued at their acquisition cost.

7.12. Inventories

Inventories are stated at the lower of cost and net realizable value. Cost is determined using the yearly weighted average cost formula.

7.13. Cash and cash equivalents

Cash and cash equivalents include cash at bank and in hand as well as short term highly liquid investments such as money market instruments and bank deposits with an original maturity of three months or less. Money market instruments are financial assets carried at fair value through profit or loss.

7.14. Equity

Share capital is determined using the nominal value of shares that have been issued. Ordinary shares are classified as equity.

Additional paid-in capital includes any premiums received on the initial issuing of the share capital. Any transaction costs associated with the issuing of shares are deducted from additional paid-in capital, net of any related income tax benefits.

Preference shares that provide characteristics of a liability are recognised in the balance sheet as a financial liability, net of transaction costs. The dividend payments on shares wholly recognised as liabilities are recognised as interest expense in the income statement.

The components of a financial instrument that (a) creates a financial liability of the entity and (b) grants an option to the holder of the instrument to convert it into an equity instrument of the entity are recognised separately and classified separately as financial liabilities, financial assets or equity instruments.

Where any group company purchases the Company's equity share capital (treasury shares), the consideration paid, with all the related expenses included, is deducted from equity attributable to the Company's equity holders. No gain or loss is recognised in the income statement on the purchase, sale, issue or cancellation of the Group's own share capital. Expenses related to the issuance of shares for the purchase of companies are included in the acquisition cost of the company acquired.

7.15. Income tax & deferred tax

The tax for the period comprises current income tax and deferred tax, i.e. the tax charges or tax credits that are associated with economic benefits accruing in the period but have been assessed by the tax authorities in different periods. Income tax is recognized in the income statement of the period, except for the tax relating to transactions that have been booked directly to Equity. In such case the related tax is, accordingly, booked directly to Equity.

Current income tax assets and/or liabilities comprise those obligations to, or claims from, fiscal authorities relating to the current or prior reporting period, that are unpaid at the balance sheet date. They are calculated according to the tax rates and tax laws applicable to the fiscal periods to which they relate, based on the taxable profit for the year. All changes to current tax assets or liabilities are recognised as a component of tax expense in the income statement.

Deferred income taxes are calculated using the liability method on temporary differences. This involves the comparison of the carrying amounts of assets and liabilities in the consolidated financial statements with their respective tax bases. Deferred tax assets are recognised to the extent that it is probable that they will be able to be offset against future taxable income. Deferred tax liabilities are recognised for all taxable temporary differences. However, in accordance with the rules set out in IAS 12, no deferred taxes are recognised in conjunction with goodwill.

No deferred taxe is recognised from the initial recognition of an asset or liability in a transaction that is not a business combination and at the time of the transaction affects neither the accounting profit nor taxable profit or loss. No deferred taxes are recognised to temporary differences associated with shares in subsidiaries and joint ventures if reversal of these temporary differences can be controlled by the Group and it is probable that reversal will not occur in the foreseeable future. In addition, tax losses available to be carried forward as well as other income tax credits to the Group are assessed for recognition as deferred tax assets.

Deferred tax assets and liabilities are calculated, without discounting, at tax rates that are expected to apply to their respective period of realisation, provided they are enacted or substantively enacted at the balance sheet date.

Most changes in deferred tax assets or liabilities are recognised as a part of tax expense in the income statement. Only changes in deferred tax assets or liabilities that relate to a change in value of assets or liabilities that is charged directly to equity are charged or credited directly to equity. Deferred tax asset is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow the benefit of part or all of that deferred tax asset to be utilised. The

Group recognises previously unrecognised deferred tax asset are reassessed at each balance sheet date to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered. The deferred tax is calculated according to the new tax rates which are included to Law 3607/25.9.2008, article 19, paragraph 1.

7.16. Provisions, contingent liabilities and contingent assets

Other provisions are recognised when present obligations will probably lead to an outflow of economic resources from the Group and they can be estimated reliably. Timing or amount of the outflow may still be uncertain. Provisions are not recognised for future operating losses.

Where some or all of the expenditure required to settle a provision is expected to be reimbursed by another party, the reimbursement is recognised when it is virtually certain that reimbursement will be received if the entity settles the obligation and it is treated as a separate asset. The amount recognised for the reimbursement does not exceed the amount of the provision. The expense relating to a provision is presented in the income statement, net of the amount recognised for a reimbursement. Where the effect of the time value of money is material, the amount of a provision is the present value of the expenditures expected to be required to settle the obligation. The discount pre-tax rate reflects current market assessments of the time value of money and the risks specific to the liability. Where discounting is used, the carrying amount of a provision increases in each period to reflect the passage of time. This increase is recognised as borrowing cost in the income statement.

All provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of resources embodying economic benefits will be required to settle the obligation, the provision is reversed.

In those cases where the possible outflow of economic resource as a result of present obligations is considered improbable or remote, or the amount to be provided for cannot be measured reliably, no liability is recognised unless assumed in the course of a business combination. These contingent liabilities are recognised in the course of the allocation of purchase price to the assets and liabilities acquired in the business combination. Contingent liabilities are not recognized in the financial statements but are disclosed, except if the probability that there will be an outflow of resources that embody economic benefits is minimum.

Probable inflows of economic benefits to the Group that do not yet meet the recognition criteria of an asset are considered contingent assets. Contingent assets are not recognized in the financial statements but are disclosed provided that the inflow of economic benefits is probable.

7.17. Financial liabilities

The Group's financial liabilities include bank loans and overdrafts, trade and other payables and finance leasing liabilities. They are included in balance sheet line items "Long-term borrowings", "Short-term borrowings", "Long-term liabilities from financial leases", "Short-term liabilities from financial leases" and "Trade and other payables".

Financial liabilities are recognised when the Group becomes a party to the contractual agreements of the instrument and derecognised when the obligation under the liability is discharged or cancelled or expires. All interest related charges are recognised as an expense in "Finance cost" in the income statement.

Finance lease liabilities are measured at initial value less the capital element of lease repayments.

Trade payables and other liabilities are recognised initially at their nominal value and subsequently measured at amortized cost less settlement payments.

Gains and losses are recognised in the income statement when the liabilities are derecognised as well as through the amortization process.

Where an existing financial liability is exchanged by another or the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as extinguishment of the original liability and recognition of a new liability. Any difference in the respective carrying amounts is recognised in the income statement.

Borrowings

Loans are recorded as liabilities at the date funds are received. Loan issuance expenses are included in the results of operations. At a subsequent balance sheet dates, loans are shown at their unpaid principal amount. Interest expenses are recognized when paid and at the balance sheet date, to the extent that these expenses are accrued and unpaid. Loans are classified as long-term if they mature in more than one year and short-term if they mature in one year or less.

7.18. Retirement benefits costs

Pursuant to the collective bargaining agreement between the company and its employees, the company is obliged to pay its employees retirement benefits following the completion of the requisite service period. The cost of these benefits, determined periodically on an actuarial basis, is recognized as an expense in the year that the service was rendered. A portion of this benefit may be paid to an employee prior to his/her retirement.

Actuarial gains and losses that exceed 10 per cent of the greater of the present value of the Group's defined benefit obligation and the fair value of plan assets are amortized over the expected average remaining working lives of the participating employees.

7.19. Investment property

In this category the Group classifies property held for long-term rental yields which is not occupied by the companies. These investments are initially recognized at their cost, increased by the expenses related to the acquisition transaction. After the initial recognition they are valued at their cost less the accumulated depreciation and the possible accumulated losses from the reduction of their value. Expenses for the maintenance and repairing of the invested upon property, plant and equipment, are recognized in the income statement. For the calculation of depreciation, their useful life has been defined equal to that of owner occupied property.

8. Structure of the Group

The structure of OPAP Group as of 31.12.2008 is the following:

Company's Name	Ownership Interest	Country Of Incorporation	Consolidation Basis	Principal Activities
OPAP S.A.	Parent company	Greece		Numerical lottery games and sports betting
OPAP (CYPRUS) LTD	100%	Cyprus	Percentage of ownership	Numerical lottery games
OPAP GLORY LTD	100%	Cyprus	Percentage of ownership	Sports betting company
OPAP INTERNATIONAL LTD	100%	Cyprus	Percentage of ownership	Holding company
OPAP SERVICES S.A.	100%	Greece	Percentage of ownership	Sports events- Promotion
GLORY TECHNOLOGY LTD	20%	Cyprus	Equity method	Software

The effective date of the first consolidation for both OPAP CYPRUS LTD and OPAP GLORY LTD companies was October 1st, 2003. For OPAP INTERNATIONAL LTD the date of consolidation was February 24th, 2004 and finally for OPAP SERVICES S.A. the date was September 15th, 2004. All subsidiaries report their financial statements on the same date as the parent company does.

OPAP International LTD

With the 15/2.6.2008 (subject 8[v]) decision and taking into consideration the new reorganization model, the BoD recalled the 11/8.4.2008 (subject 16[vi]) decision concerning the liquidation of OPAP International LTD.

The most significant items of the subsidiary company are stated as a percentage upon the consolidated items as of 31.12.2008, in the table below:

OPAP International Ltd	(Amounts in thousand euro)	% upon the consolidated items
Total assets	4,353	0.31%
Revenues	-	-
Results before tax	(104)	0.01%
Results after tax	(123)	0.02%

OPAP Glory LTD

On July 10th, 2008, after the arbitration litigation of Glory Worldwide Holdings LTD against OPAP S.A., OPAP S.A. acquired the remaining 10% of shares of the subsidiary, a percentage owned by Glory Worldwide Holdings LTD, rendering it a 100% owned subsidiary, for a price of € 900 th. The acquisition did not affect the existing control status, as the parent company already held complete control on the subsidiary's financial policy and operations. Control is the power to govern the financial and operating policies of an enterprise so as to obtain benefits from its activities.

The equity amount of OPAP Glory Ltd at the 10% acquisition date was € 137 th. The acquisition had no material change in the Group's revenues or in the earnings before interest and income taxes (EBIT).

Percentage acquisition date	10.7.2008
Percentage of additional shares to be acquired	10%
Total Shares	1,000,000
Number of additional shares to be acquired	100,000
Face value (Shares) (amounts in th. €)	171
Price per share (in €)	9
Cost of share acquisition (amounts in th. €)	900
Total acquisition cost (amounts in th. €)	**900**
Minus: Fair or accounting value of company assets and liabilities (amounts in th. €)	137
Goodwill from acquisition recognized as loss to the results (amounts in th. €)	**763**

The assets and payables undertaken by the Group after the remaining share acquisition are the following:

	Book Value	Fair Value
	(amounts in euro)	
Tangible assets	29	29
Intangible assets	0	0
Trade receivables	256	256
Other receivables	104	104
Cash and cash equivalents	1,463	1,463
Trade payables	(479)	(479)
Total Equity	**1,373**	**1,373**
Ownership interest	10%	10%
Fair Value	**137**	**137**

The goodwill from the remaining 10% share acquisition was recognized directly as a Group asset rather than Equity, as the transaction was viewed as an effect on the parent company's shareholders (parent entity method) and not as a transaction concerning equity (Equity transaction method), according to the Group's policy.

According to the followed policy, minority interest was reassessed and the remainder amount subtracting the goodwill increase of the parent's net assets' book value from the acquisition cost was recognized as additional goodwill.

9. Dividend distribution

Dividend distribution to the shareholders of the parent company and the Group is recognized as a liability named "Trade and other payables", at the date at which the distribution is approved of by the Shareholders' General Meeting.

10. Segment reporting

A segment is a distinguishable component of the Group that is engaged either in providing products or services (business segment) or in providing products or services within a particular economic environment (geographical segment), which is subject to risks and rewards that are different from those of other segments. The management recognizes business segment as primary and reports separately revenues from each game.

10.1. Business segments of OPAP Group of companies, for the years that ended on December 31st, 2008 and 2007 respectively

1.1-31.12.2008	PROPO	LOTTO	PROTO	STIHIMA	PROPOGOAL	JOKER	EXTRA 5	SUPER 3	KINO	UNALLOCATED ITEMS	TOTAL
(Amounts in thousand of euro)											
Revenues	54,735	55,774	50,093	2,214,188	1,323	244,474	12,887	58,555	2,825,122	2,440	**5,519,591**
Gross profit	19,058	24,552	15,260	476,138	252	83,086	3,897	15,706	516,978	934	**1,155,861**
Profit from operations	17,260	22,684	13,683	393,203	208	65,966	3,494	13,873	428,564	934	**959,869**
Profit before tax	17,260	22,684	13,683	393,203	208	65,966	3,494	13,873	428,564	35,028	**993,963**
Profit after tax	12,651	16,626	10,028	288,190	152	48,349	2,561	10,168	314,106	25,673	**728,504**
Other information :											
Tangible & intangible assets	3,495	3,562	3,199	141,392	85	15,611	823	3,739	180,405		**352,311**
Current assets	9,940	10,129	9,097	402,104	240	44,397	2,340	10,634	513,052		**1,001,933**
Other assets	13,435	13,691	12,296	543,496	325	60,008	3,163	14,373	693,457		**1,354,244**
Unallocated assets										47,297	**47,297**
TOTAL ASSETS	13,435	13,691	12,296	543,496	325	60,008	3,163	14,373	693,457	47,297	**1,401,541**
Segment liabilities	2,873	2,927	2,629	116,214	70	12,832	676	3,073	148,279		**289,573**
Unallocated liabilities										433,395	**433,395**
TOTAL LIABILITIES	2,873	2,927	2,629	116,214	70	12,832	676	3,073	148,279	433,395	**722,968**
Additions of tangible & intangible assets	45	46	42	1,848	1	204	11	49	2,358		**4,604**
Depreciation & amortization	961	979	879	38,871	23	4,292	226	1,028	49,596		**96,855**

1.1-31.12.2007	PROPO	LOTTO	PROTO	STIHIMA	PROPOGOAL	JOKER	EXTRA 5	SUPER 3	KINO	UNALLOCATED ITEMS	TOTAL
(Amounts in thousand of euro)											
Revenues	63,746	54,987	50,288	2,145,952	1,673	256,536	13,915	60,564	2,418,090	-	**5,065,751**
Gross profit	20,553	24,632	16,047	384,792	254	90,362	4,270	17,742	463,241	-	**1,021,893**
Profit from operations	17,123	21,391	12,308	272,292	166	67,802	3,632	14,966	352,395	-	**762,075**
Profit before tax	17,123	21,391	12,308	272,292	166	67,802	3,632	14,966	352,395	14,547	**776,622**
Profit after tax	12,599	15,739	9,056	200,348	122	49,887	2,672	11,012	259,286	10,703	**571,424**
Other information :											
Tangible & intangible assets	5,593	4,825	4,413	188,298	147	22,510	1,221	5,314	212,177	-	**444,498**
Current assets	8,627	7,441	6,805	290,408	226	34,717	1,883	8,196	327,235	-	**685,538**
Other assets	14,220	12,266	11,218	478,706	373	57,227	3,104	13,510	539,412	-	**1,130,036**
Unallocated assets										36,887	**36,887**
TOTAL ASSETS	14,220	12,266	11,218	478,706	373	57,227	3,104	13,510	539,412	36,887	**1,166,923**
Segment liabilities	4,162	3,590	3,284	140,121	109	16,751	909	3,955	157,891	-	**330,772**
Unallocated liabilities										267,070	**267,070**
TOTAL LIABILITIES	4,162	3,590	3,284	140,121	109	16,751	909	3,955	157,891	267,070	**597,842**
Additions of tangible & intangible assets	1,009	871	796	33,973	26	4,061	220	959	38,281	-	**80,196**
Depreciation & amortization	603	520	476	20,304	16	2,427	132	573	22,878	-	**47,929**

10.2. Business segments of OPAP S.A., for the years that ended on December 31st, 2008 and 2007 respectively

1.1-31.12.2008	PROPO	LOTTO	PROTO	STIHIMA	PROPOGOAL	JOKER	EXTRA 5	SUPER 3	KINO	UNALLOCATED ITEMS	TOTAL
(Amounts in thousand of euro)											
Revenues	54,167	50,940	44,527	2,185,079	1,290	224,422	12,087	52,332	2,703,256		**5,328,100**
Gross profit	18,851	22,632	13,784	474,141	239	77,207	3,711	14,255	500,743		**1,125,563**
Profit from operations	17,262	21,094	12,537	399,808	201	61,504	3,375	12,801	425,658		**954,240**
Profit before tax	17,262	21,094	12,537	399,808	201	61,504	3,375	12,801	425,658	31,333	**985,573**
Profit after tax	12,641	15,447	9,181	292,779	147	45,039	2,472	9,374	311,708	22,945	**721,733**
Other information :											
Tangible & intangible assets	3,574	3,361	2,938	144,182	85	14,809	798	3,453	178,374		**351,574**
Current assets	9,150	8,605	7,522	369,112	218	37,910	2,042	8,840	456,645		**900,044**
Other assets	12,724	11,966	10,460	513,294	303	52,719	2,840	12,293	635,019		**1,251,618**
Unallocated assets										88,931	**88,931**
TOTAL ASSETS	12,724	11,966	10,460	513,294	303	52,719	2,840	12,293	635,019	88,931	**1,340,549**
Segment liabilities	2,856	2,686	2,348	115,209	68	11,833	637	2,759	142,531		**280,927**
Unallocated liabilities										432,484	**432,484**
TOTAL LIABILITIES	2,856	2,686	2,348	115,209	68	11,833	637	2,759	142,531	432,484	**713,411**
Additions of tangible & intangible assets	44	41	36	1,776	1	182	10	42	2,197		**4,329**
Depreciation & amortization	982	923	807	39,590	23	4,066	219	948	48,979		**96,537**

1.1-31.12.2007	PROPO	LOTTO	PROTO	STIHIMA	PROPOGOAL	JOKER	EXTRA 5	SUPER 3	KINO	UNALLOCATED ITEMS	TOTAL
(Amounts in thousand of euro)											
Revenues	63,124	50,146	44,305	2,137,982	1,628	235,200	13,007	55,471	2,328,845	-	**4,929,708**
Gross profit	20,326	22,768	14,537	383,477	236	84,368	4,069	16,617	453,244	-	**999,642**
Profit from operations	16,819	19,666	10,998	267,782	148	62,393	3,451	13,982	342,611	-	**737,850**
Profit before tax	16,819	19,666	10,998	267,782	148	62,393	3,451	13,982	342,611	16,170	**754,020**
Profit after tax	12,364	14,458	8,085	196,854	109	45,867	2,537	10,278	251,863	11,887	**554,302**
Other information :											
Tangible & intangible assets	5,681	4,513	3,987	192,410	146	21,167	1,171	4,992	209,587	-	**443,654**
Current assets	7,657	6,083	5,374	259,344	198	28,531	1,578	6,728	282,496	-	**597,989**
Other assets	13,338	10,596	9,361	451,754	344	49,698	2,749	11,720	492,083	-	**1,041,643**
Unallocated assets										77,923	**77,923**
TOTAL ASSETS	13,338	10,596	9,361	451,754	344	49,698	2,749	11,720	492,083	77,923	**1,119,566**
Segment liabilities	4,238	3,367	2,975	143,545	109	15,792	873	3,724	156,360	-	**330,983**
Unallocated liabilities										264,318	**264,318**
TOTAL LIABILITIES	4,238	3,367	2,975	143,545	109	15,792	873	3,724	156,360	264,318	**595,301**
Additions of tangible & intangible assets	1,024	814	719	34,688	26	3,816	211	900	37,785	-	**79,983**
Depreciation & amortization	609	484	427	20,620	16	2,269	125	535	22,461	-	**47,546**

There are no sales transactions between business segments. Segment assets consist of property, plant and equipment, intangible assets, inventories, trade and other receivables, cash and cash equivalents. Unallocated assets principally consist of deferred tax, long term investments and goodwill.

Segment liabilities comprise operating liabilities and exclude items such as taxation, employee benefit plans and provisions. Administrative expenses, other operating income and expenses plus a portion of cost of sales and a portion of the distribution expenses, was allocated to business segments according to the revenues of each business segment.

10.3. Geographical segments

Group's operations are in Greece and Cyprus. Greece is the country of incorporation of the parent company and of the subsidiary OPAP Services S.A.

Year that ended on December 31st, 2008	Greece	Cyprus	Total
	(Amounts in thousand of euro)		
Revenues	5,330,540	189,051	5,519,591
Gross Profit	1,126,497	29,364	1,155,861
Total assets	1,368,677	32,864	1,401,541

Year that ended on December 31st, 2007	Greece	Cyprus	Total
	(Amounts in thousand of euro)		
Revenues	4,929,708	136,043	5,065,751
Gross Profit	999,642	22,251	1,021,893
Total assets	1,119,566	47,357	1,166,923

Revenues are based on the country where the client is located. There are no sales among geographical segments.

11. Notes on the financial statements

11.1. Cash and cash equivalents

Cash and cash equivalents analyzed as follows:

	GROUP		COMPANY	
	31.12.2008	31.12.2007	31.12.2008	31.12.2007
	(Amounts in thousand of euro)			
Cash in hand	508	194	508	143
Cash at bank	150,506	111,536	67,521	77,682
Short term Bank deposits	555,374	381,130	535,480	327,000
Total cash & cash equivalents	**706,388**	**492,860**	**603,509**	**404,825**

The average interest rate earned on bank deposits was 5.82% in 2008 and 4.08% in 2007. The average duration of short-term bank deposits was 20 calendar days in 2008 and 17 in 2007.

11.2. Inventories

The analysis of inventories is as follows:

GROUP	31.12.2008	31.12.2007
	(Amounts in thousand of euro)	
Raw materials	18	31
Consumable materials	1,292	672
Total inventories	**1,310**	**703**

COMPANY	31.12.2008	31.12.2007
	(Amounts in thousand of euro)	
Raw materials	18	31
Consumable materials	1,292	672
Total inventories	**1,310**	**703**

Inventories consist mainly of paper and printing material used for the printing of lottery tickets and athletic events prognoses games, coupons for Pame Stihima game, slips, etc. Group's inventories have not been pledged as security.

11.3. Trade receivables

The analysis of trade receivables is as follows:

	GROUP		COMPANY	
	31.12.2008	31.12.2007	31.12.2008	31.12.2007
	(Amounts in thousand of euro)			
Receivables from lottery agencies (receivables from lottery and betting games)	56,955	24,026	54,722	21,751
Receivables from lottery agencies (accounts under arrangement)	13,148	11,595	13,148	11,595
Bad and doubtful debts	21,440	21,175	21,440	21,175
Prepayments to suppliers	1,587	1,229	1,587	1,229
Other receivables	1,586	1,293	6,471	4,942
Sub total trade receivables	**94,716**	**59,318**	**97,368**	**60,692**
Less provisions for bad and doubtful debts and for accounts under arrangement	(24,879)	(21,879)	(24,879)	(21,879)
Less Discounting for receivable accounts under arrangement	(500)	(600)	(500)	(600)
Total trade receivables	**69,337**	**36,839**	**71,989**	**38,213**

Receivables from lottery agencies refer to receivables from lottery and betting games that took place at the end of December 2008 and were collected at the beginning of January 2009.

Management considers that the company's main credit risk arises from bad and doubtful debts of agents. As on December 31st, 2008 this debt amounted to € 21,440 th. (€ 21,175 th. in 2007) while the accounts under arrangement amounted to € 13,148 th. (2007: € 11,595 th.). To cover this risk the company established a provision of € 24,879 th. (€ 21,879 th. in 2007). A collective warranty and warranty interest deposit fund that jointly secures the agents' obligations to the parent company, amounting to € 5,590 th. on December 31st, 2008, is also available to cover bad debts (€ 5,343 th. in 2007). This amount is also available to cover the bad and doubtful agents. Management considers these provisions to be adequate. (See note 11.18, 11.19)

On the company's financial statement of 31.12.2008, receivables from agents in check are analyzed as follows:

	Total trade receivables	Not belated receivables and not amenable in provision	Belated unimpaired receivables but not amenable in provision			
			< 3 months	3 - 6 months	6 - 12 months	> 12 months
	(Amounts in thousand of euro)					
2008	**71,989**	59,341	3,784	1,815	4,021	3,028
2007	**38,213**	27,218	2,872	2,111	2,487	3,525

In 2008 the part of interest bearing regulations, non-covered by provision, was carried at the current value at discount rate of 6.01%, based on which there was created financial cost amounting to € 500 th. lowering as by this amount the initial value of the asset .

In 2007 the part of interest bearing regulations, non-covered by provision, was carried at the current value at discount rate of 4.54%, based on which there was created financial cost amounting to € 600 th. lowering as by this amount the initial value of the asset.

Expected inflow phases of the total trade receivables are presented below:

	COMPANY	
	31.12.2008	**31.12.2007**
		(Amounts in thousand of euro)
Expected inflow phases:		
< 3 months	68,310	32,823
3 - 6 months	103	154
6 - 12 months	277	425
> 12 months	3,299	4,811
Total	**71,989**	**38,213**

11.4. Other assets

The analysis of Other Assets is as follows:

	GROUP		COMPANY	
	31.12.2008	31.12.2007	31.12.2008	31.12.2007
	(Amounts in thousand of euro)			
Amounts due from the operator of Stihima	-	1,436	-	1,436
Housing loans to personnel	93	103	93	103
Prepayments of retirement compensation	496	477	496	477
Other receivable - revenue receivable	8,023	4,262	7,372	4,258
Prepaid expenses	14,883	15,880	14,605	15,567
Income tax due for next period	201,403	132,978	200,670	132,407
Total other assets (current)	**224,898**	**155,136**	**223,236**	**154,248**

Amounts due from the operator of Stihima for the year that ended on December 31st, 2007 were calculated in accordance with the terms of the contract signed on 25.6.2005 with its operator and refer to the two year period from 30.1.2005 to 29.1.2007.

Housing loans to personnel are secured with mortgages on the property purchased.

Prepaid expenses consist of prepayments made to the Superleague and football clubs for advertising and sponsoring services according to the terms of separate contracts signed with each of those associations

Revenue receivable consist of revenue from deposit interest.

Income tax due for next period refers to an advance payment of the parent company for the next year's profit. According to Greek tax law, companies are obliged to calculate an additional amount of 80% of the current year's income tax charge. On the balance sheet date an equal liability to the deferred income tax is recognized. The amount of deferred income tax is offset with the next year's income tax.

11.5. Intangible assets

Intangible assets refer to Software, concession Rights and Know-how and analyzed as follows:

GROUP	Software	Rights	Know-how	Software & Rights of financial lease	Fixed assets under construction	Total
(Amounts in thousand of euro)						
Year that ended on December 31st, 2007						
Opening net book amount	**12,531**	**209,830**	**-**	**-**	**-**	**222,361**
Additions	704	-	77,350	38,314	39,297	**155,665**
Amortization charge	(4,857)	(16,141)	(20,258)	(391)	-	**(41,647)**
On December 31st, 2007						
Acquisition cost	24,798	322,817	77,350	38,314	39,297	**502,576**
Accumulated amortization	(16,420)	(129,128)	(20,258)	(391)	-	**(166,197)**
Net Book Amount	**8,378**	**193,689**	**57,092**	**37,923**	**39,297**	**336,379**
Year that ended on December 31st, 2008						
Opening net book amount	**8,378**	**193,689**	**57,092**	**37,923**	**39,297**	**336,379**
Additions	2,286	-	-	-	-	**2,286**
Disposals	(149)	-	-	-	-	**(149)**
Transfers	142	-	-	39,297	(39,297)	**142**
Amortization charge	(4,975)	(16,140)	(57,092)	(7,314)	-	**(85,521)**
Amortization of dsposals	149	-	-	-	-	**149**
On December 31st, 2008						
Acquisition cost	27,077	322,817	77,350	77,611	-	**504,855**
Accumulated amortization	(21,246)	(145,268)	(77,350)	(7,705)	-	**(251,569)**
Net Book Amount	**5,831**	**177,549**	**0**	**69,906**	**0**	**253,286**

COMPANY	Software	Rights	Know-how	Software & Rights of financial lease	Fixed assets under construction	Total
(Amounts in thousand of euro)						
Year that ended on December 31st, 2007						
Opening net book amount	**12,479**	**209,830**	**-**	**-**	**-**	**222,309**
Additions	666	-	77,350	38,314	39,297	**155,627**
Amortization charge	(4,814)	(16,141)	(20,258)	(391)	-	**(41,604)**
On December 31st, 2007						
Acquisition cost	24,559	322,817	77,350	38,314	39,297	**502,337**
Accumulated amortization	(16,228)	(129,128)	(20,258)	(391)	-	**(166,005)**
Net Book Amount	**8,331**	**193,689**	**57,092**	**37,923**	**39,297**	**336,332**
Year that ended on December 31st, 2008						
Opening net book amount	**8,331**	**193,689**	**57,092**	**37,923**	**39,297**	**336,332**
Additions	2,244	-	-	-	-	**2,244**
Disposals	(149)	-	-	-	-	**(149)**
Transfers	143	-	-	39,297	(39,297)	**143**
Amortization charge	(4,920)	(16,140)	(57,092)	(7,314)	-	**(85,466)**
Amortization of dsposals	149	-	-	-	-	**149**
On December 31st, 2008						
Acquisition cost	26,797	322,817	77,350	77,611	-	**504,575**
Accumulated amortization	(20,999)	(145,268)	(77,350)	(7,705)	-	**(251,322)**
Net Book Amount	**5,798**	**177,549**	**0**	**69,906**	**0**	**253,253**

The useful life of the "know how" (intangible assets item) was reviewed during the period from 1.1-31.12.2008. More specifically, OPAP S.A. adjusted the remaining useful life of the specific asset from the thirty-one (31) months of initial appreciation (total useful life of forty-two (42) months – from 1.2.2007 to 31.7.2010) to twelve (12) months (estimated total useful life of twenty-three (23) months, until 31.12.2008), due to the experience acquired during its possession and mainly to the company's reorganization plan. The company has decided to change its accounting estimates, making use of IAS 8 "Accounting policies, changes in accounting estimates and errors", reassessing the expected future benefits ratio associated with the asset, adjusting respectively the amortization ratio thus reflecting the new estimates.

The change in accounting estimates for the current period rose to € 34,992 th. and decreased the intangible assets and the profit before tax with the amount of € 34,992 th. as well as the profit after tax with the amount of € 26,244 th. The effect for the future periods is as follows:

Change of know-how useful life accounting estimation (changes in main items according to initial estimation and the reassessment estimation)			
(Amounts in thousand euro)			
	Year 2008	**Year 2009**	**Year 2010**
GROUP			
Intangible assets	(34,992)	22,100	12,892
Profit before tax	(34,992)	22,100	12,892
Profit after tax	(26,244)	16,575	9,669
COMPANY			
Intangible assets	(34,992)	22,100	12,892
Profit before tax	(34,992)	22,100	12,892
Profit after tax	(26,244)	16,575	9,669

Know how amortization before and after the remaining useful life adjustment:

Know how amortization (€ 77,350 th.) useful life 42 months (initial estimation)			
(Amounts in thousand euro)			
Year 2007	**Year 2008**	**Year 2009**	**Year 2010**
GROUP			
20,258	22,100	22,100	12,892
COMPANY			
20,258	22,100	22,100	12,892

Know how amortization (€ 77,350 th.) useful life 23 months (reassessment)			
(Amounts in thousand euro)			
Year 2007	**Year 2008**	**Year 2009**	**Year 2010**
GROUP			
20,258	57,092	-	-
COMPANY			
20,258	57,092	-	-

Intangible assets are currently unencumbered. Amortization of the 20-year concession right, software and rights of financial lease, as well as the amortization of know-how are totally included in cost of sales, whereas amortization of software is allocated in cost of sales, administrative expenses and distribution costs. The remaining useful life of the concession right is roughly eleven (11) years.

According to IAS 38 the amortization of intangible assets is included to the results as shown below:

	GROUP		COMPANY	
	31.12.2008	**31.12.2007**	**31.12.2008**	**31.12.2007**
	(Amounts in thousand euro)			
Cost of sales	83,650	40,772	83,631	40,737
Administrative expenses	1,565	730	1,529	722
Distribution costs	306	145	306	145
Amortization of intangible assets	**85,521**	**41,647**	**85,466**	**41,604**

11.6. Property, plant and equipment

Plant, machinery mainly and machinery of financial lease include equipment for lottery agents. All property, plant and equipment are currently unencumbered.

GROUP	Land & Buildings	Plant & Machinery	Vehicles & Equipment	Machinery of financial lease	Fixed assets under construction	Total
	(Amounts in thousand of euro)					
Year that ended on December 31st, 2007						
Opening net book amount	**17,668**	**13,189**	**3,215**	**-**	**-**	**34,072**
Additions	720	134	1,288	16,076	61,829	**80,047**
Transfers	-	282	-	-	-	**282**
Depreciation charge	(1,208)	(2,546)	(1,784)	(744)	-	**(6,282)**
On December 31st, 2007						
Acquisition cost	22,155	44,171	18,678	16,076	61,829	**162,909**
Accumulated depreciation	(4,975)	(33,112)	(15,959)	(744)	-	**(54,790)**
Net Book Amount	**17,180**	**11,059**	**2,719**	**15,332**	**61,829**	**108,119**
Year that ended on December 31st, 2008						
Opening net book amount	**17,180**	**11,059**	**2,719**	**15,332**	**61,829**	**108,119**
Additions	174	1,672	472	-	-	**2,318**
Transfers	(1,776)	-	1,217	61,829	(61,829)	**(559)**
Disposal	(56)	(4,155)	(137)	-	-	**(4,348)**
Depreciation charge	(1,158)	(2,598)	(1,419)	(6,092)	-	**(11,267)**
Depreciation of transfers	347	-	(1,091)	-	-	**(744)**
Depreciation of disposals	90	3,930	124	-	-	**4,144**
On December 31st, 2008						
Acquisition cost	20,497	41,688	20,230	77,905	-	**160,320**
Accumulated depreciation	(5,696)	(31,780)	(18,345)	(6,836)	-	**(62,657)**
Net Book Amount	**14,801**	**9,908**	**1,885**	**71,069**	**0**	**97,663**

COMPANY	Land & Buildings	Plant & Machinery	Vehicles & Equipment	Machinery of financial lease	Fixed assets under construction	Total
	(Amounts in thousand of euro)					
Year that ended on December 31st, 2007						
Opening net book amount	**17,372**	**12,806**	**2,926**	**-**	**-**	**33,104**
Additions	680	134	1,153	16,076	61,829	**79,872**
Transfers	-	288	-	-	-	**288**
Depreciation charge	(1,190)	(2,428)	(1,580)	(744)	-	**(5,942)**
Ont December 31st, 2007						
Acquisition cost	21,791	42,767	17,500	16,076	61,829	**159,963**
Accumulated depreciation	(4,929)	(31,967)	(15,001)	(744)	-	**(52,641)**
Net Book Amount	**16,862**	**10,800**	**2,499**	**15,332**	**61,829**	**107,322**
Year that ended on December 31st, 2008						
Opening net book amount	**16,862**	**10,800**	**2,499**	**15,332**	**61,829**	**107,322**
Additions	105	1,627	353	-	-	**2,085**
Transfers	(3,779)	-	71	61,829	(61,829)	**(3,708)**
Disposals	(53)	(4,149)	(13)	-	-	**(4,215)**
Depreciation charge	(1,060)	(2,475)	(1,300)	(6,092)	-	**(10,927)**
Depreciation of transfers	737	-	-	-	-	**737**
Depreciation of disposals	89	3,982	58	-	-	**4,129**
On December 31st, 2008						
Acquisition cost	18,064	40,245	17,911	77,905	-	**154,125**
Accumulated depreciation	(5,163)	(30,460)	(16,243)	(6,836)	-	**(58,702)**
Net Book Amount	**12,901**	**9,785**	**1,668**	**71,069**	**0**	**95,423**

11.7. Investment properties

The company recognized during the period 1.1-31.12.2008 real estate property used for capital appreciation. This investment was recognized at acquisition cost (minus accumulated depreciation) according the demands of I.A.S. 40.

	GROUP	COMPANY
(Amounts in thousand euro)		
Balance as of December 31st, 2007	-	-
Transfer from tangible assets (for own use)		
Acquisition cost	1,776	3,779
Accumulated depreciation until 31.12.2007	(347)	(737)
Depreciation for the period 1.1 – 31.12.2008	(67)	(144)
Impairment loss	-	-
Balance as of December 31th, 2008	**1,362**	**2,898**

The investment property is placed on Panepistimiou 25 (5th and 6th floor). The income that receives the company from the hiring of this investment property, amounts in € 266 th.

The useful life of building is appreciated about 20 years and is used the fix method of depreciation.

11.8. Goodwill

The analysis of goodwill presented in the consolidated financial statements, arisen from the acquisition of Opap Glory Ltd (subsidiary) is as follows:

GROUP	OPAP Glory LTD
(Amounts in thousand of euro)	
Goodwill at the acquisition date (90%)	14,231
Accumulated depreciation	(1,779)
Net book value as of 1.1.2005	**12,452**
Impairment	-
Net book value as of 31.12.2005	**12,452**
Impairment	**-**
Net book value as of 31.12.2006	**12,452**
Impairment	(4,780)
Net book value as of 31.12.2007	**7,672**
Purchase of rest 10%	763
Impairment	-
Net book value as of 31.12.2008	**8,435**

Goodwill is subject to periodic testing for impairment. The management of OPAP S.A. assigned to an independent firm the valuation of subsidiaries in Cyprus OPAP Glory Ltd on 31.12.2005. In the year 2005, was not recognised as impairment loss of goodwill.

According to the results of the subsidiary Opap Glory Ltd for the year 2006 OPAP's Management decided to assign to an independent firm the valuation of the subsidiary OPAP Glory Ltd for the specific year. According to this valuation, no further impairment was necessary.

In the year 2007, OPAP's Management decided to assign anew to an independent firm the valuation of the subsidiary OPAP Glory Ltd, according to which an amount of € 4,780 th. was recognised as impairment loss of goodwill.

In the year 2008:

A) OPAP S.A. acquired a remaining 10% of additional shares of the subsidiary, a percentage owned by Glory Worldwide Holdings LTD, rendering it a wholly owned subsidiary, for a price of € 900 th.

B) OPAP's Management decided to assign anew to an independent firm the valuation of the subsidiary OPAP Glory Ltd, according to which no further impairment was necessary.

11.9. Investments in subsidiaries of OPAP S.A.

The subsidiary companies included in the financial statements of the parent company, are the following:

Consolidated subsidiary	Ownership Interest	Acquisition cost (in thousand of €)	Country of incorporation	Principal activities	Consolidation basis
OPAP (CYPRUS) LTD	100%	1,704	Cyprus	Numerical lottery games	Percentage of ownership
OPAP GLORY LTD	100%	16,900	Cyprus	Sports betting Company	Percentage of ownership
OPAP INTERNATIONAL LTD	100%	5,173	Cyprus	Holding Company	Percentage of ownership
OPAP SERVICES S.A.	100%	20,000	Greece	Sports events-Promotion	Percentage of ownership
Total		**43,777**			

The report date of the financial statements of the subsidiaries consolidated in the Group does not differ from the report date of the parent company.

In the financial statements of OPAP S.A., the company's investments to subsidiaries are calculated to the cost minus each impairment value.

The value of OPAP Glory LTD has been impaired by € 1,300 th. in the year 2005 and € 5,950 th. in the year 2007.

On 10.7.2008 OPAP S.A. acquired the remaining 10% of shares of the subsidiary, a percentage owned by Glory Worldwide Holdings LTD, rendering it a 100% owned subsidiary, for a price of € 900 th.

There are no significant restrictions on the ability of the above subsidiary to transfer funds to the company in the form of cash dividends, or repayment of loans or advances.

Investments in subsidiaries are analyzed as follows:

(Amounts in thousand of euro)	31.12.2008	31.12.2007	31.12.2006
Opening balance	**35,627**	**41,577**	**41,577**
Acquisitions	900	-	-
Impairment losses	-	(5,950)	-
Closing balance	**36,527**	**35,627**	**41,577**

11.10. Investments in associates

The report date of the financial statements of the affiliate company, consolidated with the equity method, does not differ from the report date of the parent company.

Investments in associates are initially recognised at cost and subsequently accounted for using the equity method. Any goodwill is included within the carrying amount of the investment and is assessed for impairment as part of the investment.
There are no significant restrictions on the ability of the associate Glory Technology Ltd to transfer funds to the parent company in the form of cash dividends, or repayment of loans or advances.Investments in associates are analyzed as follows:

1. In the consolidated financial statements:

In the current year profit from the associate Glory Technology Ltd has been recognised to the amount of € 138 th.

	(Amounts in thousand of euro)
Share acquisition cost	10,000
Depreciation & Amortization and Impairment of goodwill	(8,806)
Closing balance 31.12.2006	**1,194**
Share of profit / (loss)	414
Closing balance 31.12.2007	**1,608**
Share of profit / (loss)	(138)
Closing balance 31.12.2008	**1,470**

2. In the financial statements of OPAP S.A.:

(Amounts in thousand of euro)	31.12.2008	31.12.2007
Opening balance	**-**	**1,200**
Acquisitions	-	-
Impairment losses	-	-
Closing balance	**-**	**1,200**

11.11. Other non-current assets

	GROUP		COMPANY	
	31.12.2008	31.12.2007	31.12.2008	31.12.2007
	(Amounts in thousand of euro)			
Guarantee deposits	1,178	1,148	1,169	1,132
Prepayments of retirement benefits	10,974	10,844	10,974	10,844
Capital Investments under construction	1,235	1,512	1,235	1,512
Housing loans to personnel	1,926	2,188	1,926	2,188
Total other non-current assets	**15,313**	**15,692**	**15,304**	**15,676**

The current portion of "Other non-current assets" is included in other current assets and deferred expenses.

11.12. Deferred tax assets

Deferred tax assets and liabilities are offset when there is the legal right to offset current tax assets with current tax liabilities and these assets and liabilities concern the same tax authorities. The calculation of tax assets and liabilities is according to L. 3697/25.9.2008, article 19 par.1 refering that is held gradual reduction of tax rates at one unit per year from 2010 to 2014.

The analysis of deferred tax assets and liabilities is the following:

GROUP		
	Deferred tax (income statement)	**Deferred tax assets**
	(Amounts in thousand of euro)	
Deferred taxes on December 31st, 2007		**11,915**
Deferred depreciation cost	8,740	8,740
Financial lease cost	(2,094)	(2,094)
Deferred staff retirement benefits' cost	246	246
Contingent liabilities provision cost	796	796
Other deferred tax deductible expenses	3,123	3,123
Other deferred contingent taxes	(647)	(647)
	10,164	**10,164**
Deferred taxes on December 31st, 2008		**22,079**

COMPANY		
	Deferred tax (income statement)	**Deferred tax assets**
	(Amounts in thousand of euro)	
Deferred taxes on December 31st, 2007		**25,420**
Deferred depreciation cost	8,751	8,751
Financial lease cost	(2,094)	(2,094)
Deferred staff retirement benefits' cost	246	246
Contingent liabilities provision cost	796	796
Other deferred tax deductible expenses	3,428	3,428
Other deferred contingent taxes	(647)	(647)
	10,480	**10,480**
Deferred taxes on December 31st, 2008		**35,900**

The tax rate used for the calculation of the deferred taxes is the effective tax rate of the Group in the following financial years.

The retirement benefit cost is deducted in order to calculate the financial results. However, in order to calculate the taxable profit, this cost is deducted, when the benefits are actually paid by the company. This difference results in the recording of deferred tax assets, as an economic benefit arises for the company from the deduction of the benefits from the taxable profit.

Deferred taxes from the cost of contingent liabilities mainly arise from the provisions pertaining to lawsuits as against OPAP S.A. and the deferred taxes from non-recognized expenses arise from provisions of donations payable in the year 2009 and winners provisions (of the game PAME STIXIMA), fees and third party expenses.

In conclusion, deffered taxes arise from tangible and intangible assets and financial leases (according private contract of 31.7.2007).

11.13. Trade and other payables

The analysis of trade and other payables is as follows:

	GROUP		COMPANY	
	31.12.2008	31.12.2007	31.12.2008	31.12.2007
	(Amounts in thousand of euro)			
Suppliers (services, assets, etc.)	37,185	36,822	36,224	44,996
Prize payouts to the lottery and betting winners	103,873	70,399	101,713	70,008
Other payables (salaries – subsidies)	6,070	18,528	4,094	15,366
Total trade and other payables	**147,128**	**125,749**	**142,031**	**130,370**

11.14. Financial lease

According to the three year agreement dated 31.7.2007 between OPAP S.A. and the INTRALOT consortium, the infrastructure (hardware), the license to use the Source Code of the games' software, the central IT system and the agent terminals, the license to use the applications software for the provision of added value services, the license to use the games' software of the agent terminals until 31.12.2016 are recognised by the Group in the financial statements of 31.12.2007.

OPAP S.A. has assigned to an independent firm, the valuation of the three year Agreement starting 31.7.2007, for the fair value estimation of the assets included in the Agreement. The minimum lease payments present value has been recognized on the lease' s payables. The lease's discount rate is 5.85%.

The accounting treatment of the financial lease in the present financial statements is in line with the requirements of IFRS 17 regarding leases. Therefore, the technological infrastructure and the licenses noted in the Agreement dated 31.7.2007 are recognized to assets of company and Group (tangible and intangible assets that are presented in tables 11.5 and 11.6.)

The future minimum payment for the financial lease has as follows:

GROUP				
The future minimum lease payments on December 31st, 2008	**(Amounts in thousand euro)**			
	< 1 year	1<5 years	>5 years	**Total**
Future lease payments	56,495	32,963	-	**89,458**
Finance charge	(3,021)	(544)	-	**(3,565)**
Present value	**53,474**	**32,419**	**-**	**85,893**

The future minimum lease payments on December 31st, 2007	**(Amounts in thousand euro)**			
	< 1 year	1<5 years	>5 years	**Total**
Future lease payments	66,965	87,967	-	**154,932**
Finance charge	(5,571)	(3,538)	-	**(9,109)**
Present value	**61,394**	**84,429**	**-**	**145,823**

COMPANY				
The future minimum lease payments on December 31st, 2008	**(Amounts in thousand euro)**			
	< 1 year	1<5 years	>5 years	**Total**
Future lease payments	56,495	32,963	-	**89,458**
Finance charge	(3,021)	(544)	-	**(3,565)**
Present value	**53,474**	**32,419**	**-**	**85,893**

The future minimum lease payments on December 31st, 2007	**(Amounts in thousand euro)**			
	< 1 year	1<5 years	>5 years	**Total**
Future lease payments	66,965	87,967	-	**154,932**
Finance charge	(5,571)	(3,538)	-	**(9,109)**
Present value	**61,394**	**84,429**	**-**	**145,823**

11.15. Tax liabilities

The analysis of tax liabilities is as follows:

	GROUP		**COMPANY**	
	31.12.2008	**31.12.2007**	**31.12.2008**	**31.12.2007**
	(Amounts in thousand of euro)			
Tax on income liabilities	338,246	223,713	338,160	222,701
Other tax liabilities	40,719	13,632	39,944	11,892
Total tax liabilities	**378,965**	**237,345**	**378,104**	**234,593**

11.16. Accrued and other liabilities

Accrued liabilities and other are analyzed as follows:

	GROUP		**COMPANY**	
	31.12.2008	**31.12.2007**	**31.12.2008**	**31.12.2007**
	(Amounts in thousand of euro)			
Accrued and other liabilities	49,530	52,444	46,161	48.159
Total accrued and other liabilities	**49,530**	**52,444**	**46,161**	**48.159**

In accrued liabilities is included the amount of € 39,316 th. referred to accrued expenses of prize payouts to the lottery and betting winners and third party expenses, sponsoring, donations (according to decisions of BoD during the year 2008) payables in year the 2009 and other liabilities.

11.17. Employee benefit plans

The company offers two specific pension plans. The subsidiaries do not offer relevant pension plans. Each plan's analysis is as follows:

Retirement compensation

By the termination of an employee's service, a lump sum is paid, that is equal to the 1/14 of the total salary of the employee in the last year of service in the company, for each year of service, plus the analogy of overtime and benefit payable, based on the accumulated years of service. The liabilities for these benefit plans are not financed unless the company prepays retirement benefits to the employee according to the Accounting policies. The company periodically hires actuarials, aiming at defining the liabilities arising from the program.

For services until the December 31st, 2008 and 2007, the present value of the retirement benefits, based on the mandatory benefits, according to the plan terms and the predicted salary levels is € 21,545 th. and € 20,080 th. respectively.

The amount of € 4,530 th. is the current cost of the period, proportionally allocated to the cost of sales, administrative and distribution expenses, while the cost for 2007 was € 5,904 th.

Benefits based on the pension contract

The pension plan of the company that was adjusted in February 2003, commencing since the January 1st, 2003, significantly increased the benefits of the employees. An actuarial carried out a study in order to calculate benefits. In addition, the company decided to recognize this program as a definite contribution and not as benefit, as it had occurred in the past because of the restricted amount of the liability.

The analysis of the plans in the Balance Sheet (of the Group and the company) as of December 31st, 2008 is as follows:

	Retirement plan	Pension plan	Total
(Amounts in thousand of euro)			
Balance as of December 31st, 2006	**17,928**	**1,676**	**19,604**
Payments	**(3,752)**	**(831)**	**(4,583)**
Cost of Service	1,990	625	2,615
Interest cost	1,380	164	1,544
Amortization of unrecognized actuarial (gain)/loss	791	(25)	766
End of service benefits	1,743	-	1,743
Expected return on assets	-	(123)	(123)
Total cost recognized in the income statement	**5,904**	**641**	**6,545**
Balance as of December 31st, 2007	**20,080**	**1,486**	**21,566**
Payments	**(3,065)**	**(831)**	**(3,896)**
Cost of service	1,715	461	2,176
Interest cost	1,425	160	1,585
Amortization of unrecognized actuarial (gain)/loss	531	(59)	472
End of service benefits	859		859
Expected return on assets		(125)	(125)
Total cost recognized in the income statement	**4,530**	**437**	**4,967**
Balance as of December 31st, 2008	**21,545**	**1,092**	**22,637**

The main actuarial assumptions that took place as at December 31st, 2008 and 2007 are:

	2008	2007
Discount rate	5.40%	4.80%
Expected salary increase percentage	5.00%	5.00%
Average service in the company	14.75	14.17
Inflation rate	2.50%	2.50%

11.18. Provisions

Group's and company's provisions are analyzed as follows:

Provisions		
Date	GROUP	COMPANY
(Amounts in thousand of euro)		
Balance as of December 31st, 2006	**301**	**301**
Additional provisions	8,000	8,000
Used during the year	(142)	(142)
Balance as of December 31st, 2007	**8,159**	**8,159**
Additional provisions	18,500	18,500
Provision for tax differences 2008	9,050	9,000
Used in the fiscal year	(1,116)	(1,116)
Reversal of provisions 2007	(2,800)	(2,800)
Balance as of December 31st, 2008	**31,793**	**31,743**

According to the legal adviser of the company, the amount of € 31,793 th. refers to provisions made against losses from lawsuits (from third parties, agents and company's employees) against for OPAP S.A. as well as provision for tax differences of fiscal year 2008.

11.19. Other long - term liabilities

Other long - term liabilities are analyzed as follows:

	GROUP		COMPANY	
	31.12.2008	**31.12.2007**	**31.12.2008**	**31.12.2007**
	(Amounts in thousand of euro)			
Guarantee deposits from lottery agents	3,779	3,676	3,599	3,551
Interests on guarantees - Penalties against agents	3,243	3,080	3,243	3,080
Total other long - term liabilities	**7,022**	**6,756**	**6,842**	**6,631**

Guarantee deposits from lottery agents represent amounts placed on deposit to jointly secure agents' obligations.

These guarantees are paid back to the agents if and only if they cease to act as agents.

11.20. Share capital

When the company was organized as a societe anonyme in 1999, its articles of association provided that a valuation committee should value its assets within one year. In accordance with that requirement, the committee valued the company's assets at € 33,778 th. Out of that amount, € 29,347 th. was capitalized through the issuance of one million shares. The remaining amount was recorded in the revaluation reserve account within shareholders' equity.

On December 15th, 2000, the common shares of the company were split to increase the number of shares outstanding to 100,000,000. Consequently, the company's share capital was increased by € 64,270 th. to € 93,617 th. through the issuance of 219,000,000 new shares. The € 64,270 th. increase consisted of (a) retained earnings, (b) an amount released from the revaluation reserve account and (c) a portion of the concession (€ 29,347 th.).

In 2001, the par value of the company's shares was increased from € 0.29 to € 0.30 through the capitalization of special reserves.

All the shares issued by the company are common shares.

The total authorized number of common shares was 319,000,000 on December 31st, 2008 with a par value of € 0.30 / share (€ 0.30 in 2007). All issued shares are fully paid. There was no movement in the share capital of the company during the twelve- month period ended on December 31st, 2008.

11.21. Reserves

Reserves are analyzed as follows:

GROUP	Other reserves	Statutory reserves	Untaxed reserves	Total
	(Amounts in thousand of euro)			
As of December 31st, 2007	3,455	31,900	8,345	**43,700**
Additions / (Decreases) in the year	-	-	-	**-**
As of December 31st, 2008	3,455	31,900	8,345	**43,700**

COMPANY	Other reserves	Statutory reserves	Untaxed reserves	Total
	(Amounts in thousand of euro)			
As of December 31st, 2007	2,815	31,900	8,345	**43,060**
Additions / (Decreases) in the year	-	-	-	**-**
As of December 31st, 2008	2,815	31,900	8,345	**43,060**

The nature and purpose of each reserve account within shareholders' equity is as follows:

Other reserves reflect amounts deducted from the previous years' earnings. After taxation they are available for distribution to shareholders.

Statutory reserves reflect the addition of a minimum of 5% of the annual net profit of parent company added each year, subject to a maximum balance of 1/3 of the outstanding share capital. This amount is not available for distribution. After the allocation of net profit of 2003 this reserve has reached the statutory amount and further addition is not obligatory.

Untaxed reserves are came from untaxed earnings. Any portion of this reserve distributed to shareholders is subject to income tax. The intention of the company is not to distribute these reserves.

11.22. Proposed dividends

The management aims to propose to the Shareholders' General Meeting of 2009 the distribution of a dividend equal to € 2.20 / share for 2008 (total amount € 701,800,000) (before the tax deduction 10% according to the article 18 of L. 3697/2008) against € 1.74 / share for 2007.

It must be noted that, pursuant to the nine-month financial 2008 results, OPAP S.A. BoD with the 29/24.11.2008 meeting, decided an interim dividend distribution of € 0.80 per share, before tax (total of € 255,200,000) to the company shareholders of 15.12.2008, with cut off date on 16.12.2008 and payment date on 24.12.2008. The interim dividend of 2008 is subject to 10% tax, according to article 18, L. 3697/2008.

11.23. Exchange differences

Exchange differences that derived during the year and exchange differences that derived from foreign currency balances at the balance sheet date, are analyzed as follows:

	GROUP		COMPANY	
Year ended on December 31st,	**2008**	**2007**	**2008**	**2007**
	(Amounts in thousand of euro)			
Conversions exchange differences recognized directly in equity	(23)	(8)	-	-
Negative exchange differences	(107)	(1,547)	(107)	(1,547)
Positive exchange differences	160	2,480	160	145

11.24. Cost of sales

The analysis of cost of sales classified by nature of expense is as follows:

	GROUP		COMPANY	
Year ended on December 31st,	**2008**	**2007**	**2008**	**2007**
	(Amounts in thousand euro)			
Prize payouts to the lottery and betting winners	3,667,940	3,469,147	3,542,007	3,381,752
Lottery agents' commissions	460,685	424,754	441,745	410,673
Betting Commissions	1,908	9,863	-	9,341
Depreciation	10,085	4,813	9,943	4,658
Amortization	83,650	40,772	83,631	40,737
Repairs and maintenance expenditures	39,082	15,402	38,635	14,665
Third party outsourcing	29,398	17,500	29,349	16,943
Subsidies to G.P.F.A. and H.F.F.	4,183	4,503	4,183	4,503
Staff cost	20,186	17,730	20,184	17,682
Other expenses	41,438	32,933	27,685	22,671
Provisions for bad debts	3,000	3,500	3,000	3,500
Retirement benefit costs	2,175	2,941	2,175	2,941
Total cost of sales	**4,363,730**	**4,043,858**	**4,202,537**	**3,930,066**

Prize payouts to lottery and betting winners as the main account of the cost of sales, represent the profit of the games' winners of the company according to the rules of each game. The payout percentage of sales on 31.12.2008 was: a) for Stihima 66.55% (2007: 71.21% and b) for KINO 69.32% (2007: 70.05%).

Lottery Agents' commissions are commissions accrued to the Company's dedicated sales agents and they are accounted for at a fixed rate of 8% on revenues which are generated by Stihima, KINO and Super 3 and 12% for the other games. The rate for the fixed odds organized in Cyprus is 10%.

Betting commissions are paid to the operator of Stihima for the services that this entity provides in relation to the operation of Stihima. Since the private agreement pertaining to the game in question as at 25.6.2005 with the incoming company expired as at 29.1.2007, the amount of the commission referred to the period 1.1.2007 – 29.1.2007.

The item of intangible assets amortization includes the amount of € 57,092 th. that refers to the analogy of amortization in the year 2008 of technological know-how received, based on the six month private agreement as at 23.11.2006.

Distributions to the Greek Professional Football Association and Hellenic Football Federation are related to the Propo and Propo-goal games.

11.25. Other operating income

The analysis of other operating income, is as follows:

	GROUP		COMPANY	
Year ended on December 31st,	**2008**	**2007**	**2008**	**2007**
	(Amounts in thousand euro)			
Management fees	-	-	15,994	12,807
Rent income	542	504	533	504
Other	4,587	3,108	4,680	777
Total	**5,129**	**3,612**	**21,207**	**14,088**

11.26. Administrative & Distribution expenses

The administrative and distribution expenses, are as follows:

Administrative expenses	**GROUP**		**COMPANY**	
Year ended on December 31st,	**2008**	**2007**	**2008**	**2007**
	(Amounts in thousand euro)			
Staff cost	26,717	26,880	24,476	24,540
Professional fees and expenses	5,783	7,099	4,061	4,872
Third party expenses	3,710	3,760	3,138	3,057
Taxes & duties	308	150	256	124
Other Expenses	2,024	4,298	1,772	3,946
Depreciation & amortization	2,711	2,081	2,559	1,892
Retirement benefit costs	2,518	3,183	2,518	3,183
Total Administration Expenses	**43,771**	**47,451**	**38,780**	**41,614**

Distribution Expenses	**GROUP**		**COMPANY**	
Year ended on December 31st,	**2008**	**2007**	**2008**	**2007**
	(Amounts in thousand euro)			
Advertisement	38,483	53,583	36,746	51,090
Donations – financial aid	25,996	81,052	24,396	79,674
Exhibition and demonstration expenses	308	309	296	309
Grants	63,723	50,388	63,723	50,388
Sub total	**128,510**	**185,332**	**125,161**	**181,461**
Staff cost	3,730	2,926	3,730	2,926
Professional expenses	1,864	4,904	1,864	29,854
Not deductible V.A.T.	-	4,348	-	-
Depreciation & amortization	409	263	404	259
Retirement benefit costs	274	421	274	421
Other distribution expenses	2,048	2,640	1,958	2,617
Sub total	**8,325**	**15,502**	**8,230**	**36,077**
Total Distribution Expenses	**136,835**	**200,834**	**133,391**	**217,538**

By its 7/25.2.2008 decision, OPAP S.A. BoD, approved the interruption of the return of 1% of its total revenues gained from the game Kino, 5% of the aforementioned 1% and expenses relevant to the operations of the subsidiary company OPAP Services S.A. starting on 1.1.2008. Consequently, an amount of € 27,233 th. in the year 2007 is included in the distribution cost that is paid by OPAP S.A. to its subsidiary company OPAP Services S.A. and it is related with the above returns. The aforementioned amount includes VAT of € 4,348 th. which is included in the Group's distribution cost. The pre-VAT amount of € 22,885 th. constitutes inter-company transaction between the two companies.

In the compared period of 2007, concerning donation costs, an amount of € 50,000 th. is included, representing the parent company's contribution in restoring and assisting the August 2007 fire-hit areas.

11.27. Other operating expenses

The analysis of other operating expenses, is as follows:

	GROUP		**COMPANY**	
Year ended on December 31st,	**2008**	**2007**	**2008**	**2007**
	(Amounts in thousand euro)			
Retroactive payments to personnel	183	233	183	233
Prior year expenses	1,694	2,546	1,676	2,545
Provisions	18,500	8,000	18,500	8,000
Total	**20,377**	**10,779**	**20,359**	**10,778**

Based on the letter of the legal adviser of the company, there has been made a provision, which has been charged to profit and loss statement amounting to € 18,500 th. for the year 2008 and € 8,000 th. for 2007 refering to third parties lawsuits as against OPAP S.A. (note. 11.34)

11.28. Impairment of assets

Impairment of Group's assets

The company, in the year 2005, recognized an impairment loss of goodwill of € 7,550 th. from the investment in the associated company Glory Technology LTD. The recoverable amount is based on the valuation of an independent firm and constitutes the investment value in use. The weighted average cost of capital used in order to calculate the discounted cash flows was 10.88%.

In the year 2005, significant losses were the main reason that led to an impairment loss recognition.

In the years 2006 and 2007, no new valuation of Glory Technology LTD took place, by an independent firm, as its financial statements of the year 2006 and its valuation of the year 2007, provide evidence that no extra impairment loss should be recognised. It is noted that the book value of goodwill is not recognized separately from the consolidated financial statements and is an element of book value of the associate company according to IFRS 28 "Investments on Associates".

The Group, in the year 2007, recognized an impairment loss of goodwill from the investment in subsidiary company OPAP Glory LTD total amount € 4,780 th. The recoverable amount is based on a valuation made by an independent firm and constitutes the investment value in use. The cash flows discount was calculated by the weighted average cost of capital that came up to 8.84%

In the year 2007, significant losses were the main reason that led to an impairment loss recognition.

The impairment loss of the year 2007 is analyzed as follows:

	Assets' value	Goodwill	Total
	(Amounts in thousand euro)		
Allocation of acquisition cost of OPAP Glory LTD	**1,769**	**14,231**	**16,000**
Analogy of assets value	(1,769)	-	(1,769)
Amortization of goodwill	-	(1,779)	(1,779)
Book value as 31.12.2006	-	12,452	**12,452**
Company value (90%)	-	-	7,672
Impairment loss			**4,780**

In the year 2008 OPAP's Management decided to assign anew to an independent firm the valuation of the subsidiary OPAP Glory Ltd, according to which no further impairment was necessary.
The Group will examine the estimates of the model on annual basis.

Impairment of company's assets

According to a new study taking place in the year 2007 for the subsidiary company OPAP GLORY LTD, recognized a further impairment loss of investments in subsidiary company amounting to € 5,950 th. The recoverable amount is based on a valuation made by an independent firm and constitutes the investment value in use. The cash flows discount was calculated by the weighted average cost of capital that came up to 8.84% while growth has been estimated to 3% after the five years period.
In the year 2008 OPAP's Management decided to assign anew to an independent firm the valuation of the subsidiary OPAP Glory Ltd, according to which no further impairment was necessary.
During the years 2007 and 2008 no evaluation of an independent firm took place for the associate company Glory Technology Ltd because there is no reason of impairment according to IASB 3 "Business Combination".

The impairment loss for the year 2007 is analyzed as follows:

	Book Value OPAP Glory	Book Value Glory Technology	Total
	(Amounts in thousand euro)		
Book Value 31.12.2005	**16,000**	**10,000**	**26,000**
Company Value	9,722	6,000	15,722
Value proportion (%)	90%	20%	
Value portion	8,750	1,200	9,950
Impairment Value 31.12.2005	**1,300**	**8,800**	**10,100**
Impairment Value 31.12.2007	**5,950**	**-**	**5,950**

The management of the company examines the evaluation assumptions of the model on an annual basis.

11.29. Financial results, net

	GROUP		COMPANY	
Year ended on December 31st,	**2008**	**2007**	**2008**	**2007**
	(Amounts in thousand euro)			
Interest expense from financial lease	(5,544)	(3,094)	(5,544)	(3,094)
Other financial expenses	(184)	(73)	(162)	(54)
Discounting interest	(500)	(600)	(500)	(600)
Total expenses	**(6,228)**	**(3,767)**	**(6,206)**	**(3,748)**
Interest income				
Bank deposits	38,676	17,685	33,452	16,702
Personnel loans	275	291	276	291
Other interest income	1,371	338	1,253	338
Total interest income	**40,322**	**18,314**	**34,981**	**17,331**
Net Financial results	**34,094**	**14,547**	**28,775**	**13,583**

The average interest rate earned on short-term bank deposits was 5.82% in 2008 and 4.08% in 2007.

The financial results of the Group include the interest rates arising from finance lease in compliance with the private agreement as at 31.7.2007 as well as the financial discount cost of the item of claims – regulations of agents.

11.30. Income and deferred tax

	GROUP		COMPANY	
Year that ended on December 31st,	**2008**	**2007**	**2008**	**2007**
	(Amounts in thousand euro)			
Income tax expense				
From domestic activities	(274,818)	(214,815)	(274,320)	(214,186)
From foreign activities	(805)	(379)	-	-
Total income tax	**(275,623)**	**(215,194)**	**(274,320)**	**(214,186)**
Deferred taxes	10,164	9,996	10,480	14,468
Total tax expense	**(265,459)**	**(205,198)**	**(263,840)**	**(199,718)**

The income tax payable was calculated with a rate of 25%. The company's tax on profit before tax is different from the theoretical amount arising based on the company's effective tax rate.

The reconciliation of income tax is as follows:

	GROUP	
Year that ended on December 31st,	**2008**	**2007**
	(Amounts in thousand euro)	
Profit before tax	**993,963**	**776,622**
Profit according to the tax coefficient of 25%	(248,491)	(194,156)
Tax effect from expenses that are not tax deductible	(9,623)	(7,410)
Tax effect from decrease of tax rates	(200)	-
Tax effect from the use of different tax coefficients in the profit of subsidiaries in other countries	1,166	370
Current tax expense	**(257,148)**	**(201,196)**
Adjustments due to prior years' tax inspections	(8,311)	(4,002)
Income tax expense	**(265,459)**	**(205,198)**

	COMPANY	
Year that ended on December 31st,	**2008**	**2007**
	(Amounts in thousand euro)	
Profit before tax	**985,573**	**754,020**
Profit according to the domestic tax rate of 25%	(246,393)	(188,505)
Tax effect from expenses that are not tax deductible	(9,576)	(7,858)
Tax effect from decrease of tax rates	(200)	-
Tax effect from revenues that are tax deductible	640	647
Current tax expense	**(255,529)**	**(195,716)**
Adjustments due to prior years' tax inspections	(8,311)	(4,002)
Income tax expense	**(263,840)**	**(199,718)**

11.31. Earnings per share

Basic earnings per share are calculated as follows:

	GROUP		COMPANY	
Year that ended on December 31st,	**2008**	**2007**	**2008**	**2007**
Net profit attributable to the shareholders of the company (in €)	728,487,704	571,437,031	721,733,349	554,301,276
Weighted average number of ordinary shares	319,000,000	319,000,000	319,000,000	319,000,000
Basic earnings per share (in €)	**2.2837**	**1.7913**	**2.2625**	**1.7376**

The Group has no dilutive potential categories.

11.32. Personnel costs

Personnel costs of the Group and the company are analyzed as follows:

	GROUP		COMPANY	
Year that ended on December 31st ,	**2008**	**2007**	**2008**	**2007**
	(Amounts in thousand euro)			
Employee remuneration	37,778	37,908	35,818	35,938
Social security costs	6,384	6,171	6,102	5,978
Retirement benefit costs	4,967	6,545	4,967	6,545
Other remuneration	6,471	3,457	6,470	3,232
Total personnel costs	**55,600**	**54,081**	**53,357**	**51,693**

The average number of the Group's and the company's personnel is analyzed as follows:

	GROUP		COMPANY	
Year that ended on December 31st ,	**2008**	**2007**	**2008**	**2007**
Full-time employees	337	338	268	282
Part-time personnel	544	562	543	560
Total	**881**	**900**	**811**	**842**

11.33. Related party disclosures

The term related parties includes not only Group's companies but also companies whereas the parent participate with a significant percentage in their share capital, companies that belong to parent's main shareholders, companies controlled by members of the BoD or key management personnel, as well as, close members of their family.

Group's and company's sales and purchases for the year 2008 as also year end balances of receivables and payables that have arisen from related parties' transactions, as these defined by IAS 24, as well as their comparatives are analyzed as follows:

(Amounts in thousand euro)	GROUP		COMPANY	
Income	**2008**	**2007**	**2008**	**2007**
Parent	0	0	0	0
Subsidiaries	0	0	16,182	12,829
Associates	0	0	0	0
Board of directors and key management personnel	0	0	0	0
Joint Ventures	0	0	0	0
Other related parties	0	0	0	0
Total	**0**	**0**	**16,182**	**12,829**

(Amounts in thousand euro)	GROUP		COMPANY	
Expenses	**2008**	**2007**	**2008**	**2007**
Parent	0	0	0	0
Subsidiaries	0	0	82	23,640
Associates	1,908	641	0	0
Board of directors and key management personnel	0	0	0	0
Joint Ventures	0	0	0	0
Other related parties	0	0	0	0
Total	**1,908**	**641**	**82**	**23,640**

(Amounts in thousand euro)	GROUP		COMPANY	
Receivables	**31.12.2008**	**31.12.2007**	**31.12.2008**	**31.12.2007**
Parent	0	0	0	0
Subsidiaries	0	0	5,237	3,703
Associates	0	0	0	0
Board of directors and key management personnel	0	0	0	0
Joint Ventures	0	0	0	0
Other related parties	0	0	0	0
Total	**0**	**0**	**5,237**	**3,703**

(Amounts in thousand euro)	GROUP		COMPANY	
Payables	**31.12.2008**	**31.12.2007**	**31.12.2008**	**31.12.2007**
Parent	0	0	0	0
Subsidiaries	0	0	1,367	9,234
Associates	0	201	0	0
Board of directors and key management personnel	0	0	0	0
Joint Ventures	0	0	0	0
Other related parties	0	0	0	0
Total	**0**	**201**	**1,367**	**9,234**

1. The subsidiary OPAP (Cyprus) LTD pays 10% of its revenues to the parent company, according to the Agreement between Greece and the Republic of Cyprus effective as of January 1st, 2003. This fee amounted to € 15,994 th. during the year 2008 (2007: € 12,807 th.). The outstanding balance due to the company, as of December 31st, 2008 was € 4,836 th. (2007: € 3,681 th.).

2. The subsidiary OPAP Services S.A. pays to OPAP S.A. : a) expenses amounting € 162 th. paid by the parent company for the organisation and conduct of convention and expo of World Association of Lotteries (WLA), in October 2008 in Rhodes and b) amount € 26 th. (2007: € 22 th.) for the tenancy joint expenses of the sixth floor of the building (Panepistimiou 25) that houses the subsidiary. The balance as of December 31st, 2008 was € 401 th. (2007: € 22 th.).

3. OPAP S.A. during the year 2008 paid to subsidiary OPAP Services S.A. the amount of € 82 th. for expenses paid by the subsidiary company for the organization of the convention and expo of World Association of Lotteries (WLA). With its decision 7/25.2.2008 (subject 12[xi]), OPAP BoD, approved the discontinuance of the payment of 1% of its total revenues from Kino, 5% of the aforementioned 1% and expenses relevant to the operations of the subsidiary company OPAP Services S.A. from 1.1.2008. In the year 2007 paid the amount of € 22,885 th.

The balance as of December 31st, 2008 was € 1,367 th. (2007: € 8,482 th.)

4. OPAP S.A. paid during the period 2007 to subsidiary OPAP International LTD the amount of € 755 th., that refers to fees for research and studies made in Cypriot market for OPAP's games. The outstanding balance as of 31.12.2007 was € 752 th.

5. The subsidiary OPAP Glory LTD during the year 2008 paid an amount of € 1,908 th. (2007: € 641 th.) to the associate Glory Technology LTD, as fees for the management of the online UGS system and management fees. The balance as of December 31st, 2008 was € 0 th. (2007: € 201 th.).

6. The subsidiary OPAP International LTD paid to OPAP Cyprus LTD the amount of € 6 th. (2007: € 15 th.) for rent, electricity and telecommunication expenses. The outstanding balance as of December 31st, 2008 was € 0 th. (2007: € 5 th.).

(Amounts in thousand euro)	GROUP		COMPANY	
Management's renumeration & Board of directors' compensation	**2008**	**2007**	**2008**	**2007**
Parent	0	0	0	0
Subsidiaries	0	0	0	0
Associates	0	0	0	0
Board of directors and key management personnel	8,997	12,934	7,585	10,928
Joint Ventures	0	0	0	0
Other related parties	0	0	0	0
Total	**8,997**	**12,934**	**7,585**	**10,928**

The renumeration of the BoD and key management's personnel of the Group, is analyzed as follows:

a) Group's BoD compensation, amounted to € 1,542 th. for the year 2008 and € 2,690 th. for the year 2007,

b) Group's key management's personnel renumeration amounted to € 7,455 th. for the year 2008 and € 10,244 th. for the year 2007.

The renumeration of the BoD and key management's personnel of the company, is analyzed as follows:

a) Company's BoD compensation , amounted to € 864 th. for the year 2008 and € 1,450 th. for the year 2007,

b) Company's key management's personnel renumeration amounted to € 6,721 th. for the year 2008 and € 9,478 th. for the year 2007.

(Amounts in thousand euro)	GROUP			COMPANY		
Due from related parties	**31.12.2008**		**31.12.2007**	**31.12.2008**		**31.12.2007**
Parent	0		0	0		0
Subsidiaries	0		0	0		0
Associates	0		0	0		0
Board of directors and key management personnel	2,503		2,329	2,503		2,329
Joint Ventures	0		0	0		0
Other related parties	0		0	0		0
Total	**2,503**		**2,329**	**2,503**		**2,329**

Group's and company's receivables from related parties refer mainly to prepayments of retirement benefits and housing loans that have been distributed to key management personnel in accordance with the company's collective employment agreement (see note 7.8) and analysed as follows:

a) balance of General Directors' and parent company's Directors' housing loans amounted to € 327 th. for the year 2008 and € 344 th. for the year 2007,

b) balance of General Directors' and parent company's Directors' prepayments of retirement benefits amounted to € 2,176 th. for the year 2008 and € 1,985 th. for the year 2007.

(Amounts in thousand euro)	GROUP			COMPANY		
Balances at the end of the year from management's renumeration and Board of directors' compensation	**31.12.2008**		**31.12.2007**	**31.12.2008**		**31.12.2007**
Parent	0		0	0		0
Subsidiaries	0		0	0		0
Associates	0		0	0		0
Board of directors and key management personnel	2,512		3,566	2,512		3,566
Joint Ventures	0		0	0		0
Other related parties	0		0	0		0
Total	**2,512**		**3,566**	**2,512**		**3,566**

Group's and company's balances from management's renumeration and Board of directors' compensation refers to:

a) Board of Directors' renumeration and compensation amounted to € 210 th. for the year 2008 and € 130 th. for the year 2007

b) Key management's personnel renumeration and compensation amounted to € 2,302 th. for the year 2008 and € 3,436 th. for the year 2007.

All the above inter-company transactions and balances have been eliminated in the consolidated financial statements. Except for the amounts presented above, there are no other transactions or balances between related parties.

11.34. Other disclosures

Contingent liabilities

A) The parent company OPAP S.A. has been inspected by tax authorities until 2007 inclusive.

According to the tax inspection, the company's books have been considered sufficient and no irregularities or omissions have been found that would influence their credibility.

From the aforementioned inspection resulted additional taxes amounted to € 9,012 th. (€ 8,311 th. Tax differences and € 701 th. tax surcharge) which were paid once only in the Greek Public. From the aforementioned amount, € 5,000 th. have already been charged against the results of the year 2007, while the remaining sum of € 4,013 th. already been charged against the results of the year 2008.

The fiscal years that have not been inspected by the tax authorities for each of the Group's companies are as follows:

COMPANY'S NAME	FISCAL YEARS NOT INSPECTED BY TAX AUTHORITIES
OPAP S.A.	2008
OPAP (CYPRUS) LTD	2003 – 2008
OPAP GLORY LTD	2002 – 2008
OPAP INTERNATIONAL LTD	2004 – 2008
OPAP SERVICES S.A.	2006 – 2008
Glory Technology Ltd	2002 – 2008

B) Liabilities for untoward events:

In compliance with the letter of the legal adviser of the company, the lawsuits of the third parties as against OPAP S.A. are analyzed as follows:

1) lawsuits filed by third parties requested an amount of € 18,486 th., the outcome of which is expected to be in favour of the company and

2) lawsuits amount of € 22,743 th. for which there has been made provision such as:

a) Lawsuits of the lawyers totally amounting to € 1,501 th. that pertain to the fees for provided services at the company's lawsuits.

b) Labor differences between the permanently and seasonably employed staff as well as those concerning the retired employees of the company, amounting to € 6,985 th.

c) Lawsuits of private individuals, amounting to € 2,857 th. that pertain to financial differences arising from the Stihima and other betting games coupons payments as well as the fess for rendered services.

d) Other legal cases amount of € 11,400 th.

Further than those aforementioned, there are no other pending or outstanding differences related to the company or the Group as well as court and administrative institutions decisions that might have a material effect on the financial statements or operation of the company and its subsidiaries.
C) For not inspected fiscal years by tax authorities have made provisions sum € 9,000 th. for the parent company and € 9,050 th. for the Group.

Commitments

a) Contract for maintenance – technical support of information technology systems

The central data processing system is maintained by the operator company pursuant to Agreements periodically entered into (the major ones being those in 1997 and 2005). Under the aforementioned agreements, the operator is required to provide and maintain hardware, central system software of all OPAP S.A. games, the LOTOS (Lottery Operating System) lottery software platform which was developed by the Operator, agency terminals and to develop operational procedures relating to the data processing system. The term of the agreement varies with the service provided.
The new contract with Intralot consortium as at 31.7.2007 regulates all the above mentioned contracts of the Group INTRACOM apart from the following:
A) Starting from 28.7.2008 there is NO OTHER CONTRACT IN EFFECT EXCEPT FOR THE LATTER.
B) Starting from 29.1.2008, there expires the contract on maintenance of the terminal devices with INTRACOM and all the devices (coronis) are maintained by INTRALOT based on the new contract.
C) Starting from 30.11.2007, INTRALOT maintains all the equipment of the computer centers based on the new contract.

Other commitments undertaken by the company are as follows:

b) Obligation for the supply of printing paper and coupons.

OPAP S.A. has signed contracts for the purchase of paper for printing coupons for games and a contract for the purchase of paper coupons for specific games.

c) Development and Maintenance of ERP software

The Operator has undertaken the obligation to provide and maintain ERP related to management and financial services. The project is at the last realization stage and maintenance is extended to a period of five years following the final delivery realization.

d) Contracts for operating Stihima in Cyprus:

On April 2nd 2003, Glory Leisure Ltd (OPAP's subsidiary since October 1st, 2003) signed an agreement with Glory Technology Limited regarding the use rights of UGS (Universal Game System INTERGRATED TURN-KEY SOLUTION) system of Glory Technology Ltd which automate the on line betting operation. The duration of the agreement is seven years with the right of three years renewal. The annual charge for the use of the system is calculated at 5% of the total annual turnover (plus value – added tax). An annual fee for the service of maintenance that Glory Technology Ltd will provide was also agreed upon. The maintenance fee is 14% (plus value –added tax) of the annual use compensation.

e) As of December 31st, 2008, OPAP S.A. is a part to an operating leasing agreement relating to transporting vehicles. Future minimum payments under this agreement are as follows:

	31.12.2008	31.12.2007
Less than 1 year	146	204
From 1 to 5 years	61	103
More than 5 years	-	-

Leases for transporting vehicles, that haven been charged to the P&L accounts, amounted to € 236 th. (2007: € 722 th.).

f) As of December 31st, 2008, OPAP S.A. is a part to an operating lease agreement, relating to administration building as well as lease agreements relating to other buildings housing the company services. Future minimum payments under this agreement are as follows:

	31.12.2008	31.12.2007
Less than 1 year	4,616	4,597
From 1 to 5 years	18,633	15,674
More than 5 years	-	6,670

The administration building leases, that haven been charged to the P&L accounts, ammounted to € 3,197 th. (2007: € 3,115 th.)

11.35. Financial risk factors

We state the risks to which the Group is exposed.

1. Competition from other lottery games companies and illegal betting

The lottery and betting market is particularly competitive from companies that function legally in Greece (casinos, state lottery tickets, horse-racing), from enterprises that carry out illegal lottery games via internet, but also from illegal private agents.

The Group in order to minimize the repercussions from these activities acts in joint action and systematically in the frame of Committee of Confrontation of Illegal Betting in which enacted bodies of state also participate.

2. Risk from the impacts of adverse financial circumstances on the Greek economy

It is estimated by the international analysts that 2009 will be a difficult period globally but also for the Greek economy, as the crisis is about to affect negatively most companies. Regarding OPAP S.A., according to the current available data, the crisis has not affected the company. It is not excluded, Since the disposable income may decreases, a slight decrease in the games revenues of company can be noticed.

3. Exchange risk

Given that the company's operations up to now are in Greece and Cyprus (roughly the 3.4% of the total revenues) and from January 1st, 2008 the currency of Cyprus is Euro, there is no such risk. The company has not entered into any agreements with suppliers in other currencies than Euro.

Potential success in the Turkish market via the consortium renders likely the creation of exchange risk the mitigation of which has already been considered at the preparation of final offer submission.

4. Credit risk

Sales take place via an extended network of agents. The average time of accumulating receivables is approximately three days.

The basic credit risk of Group, which is not considered important, comes from bad debts from agents as well as from the debts of agents with interest-bearing arrangements.

The company applies particular policies of credit risk management, the most important of which, is the establishment of credit limits per agent, which should not be exceeded.

Potential credit risk may occur from company's cash and cash equivalents in the case a financial institution failing to meet its obligations. To minimize such risk the Group has placed limits which constitute the maximum amounts placed in any financial institution.

5. Liquidity risk

The method of profit distribution to the winners of the games, secures the sufficiency of cash and cash equivalents, preserving the liquidity risk at low levels:

a. KINO, a fixed odds game, statistically distributes roughly the 70% of the net receivables to the winners. It is however possible at the game lotteries, that the distributable profit exceed or are lower than the amount above. During the whole duration of the specific game however, (cumulatively but also in the periods of three-day settlements), the odds range around the average target.

b. Stihima is a fixed odds game based on the result of athletic and non-athletic events included in the coupon. Theoretically, there is liquidity risk but the following should be taken into consideration:

- The financial results of the betting product certify the fact that the objectives of the company for every annual period related to the profits distributed have been achieved.
- Good management, proper design of the betting product and effective Risk Management can make a material contribution to the achievement of the targets related to the company's profit distribution strategy. Another factor, reducing the liquidity risk is the large betting size conducted by the company as well as the diversification of the players' behavior.

c. Fixed odds lottery tickets - SUPER 3 and EXTRA 5, represent a small percentage of the total sales of the Group, and therefore, they do not affect significantly its liquidity.

d. The games PROPO and PROPOGOAL have particular pay out (percentage from total revenues) that cannot be exceeded. Other games and particularly, , LOTTO, JOKER and PROTO, are mutual games with a fixed profit distribution percentage (on their total revenue) that cannot be exceeded.

e. Other games and particularly, LOTTO, JOKER and PROTO, according to reformation, distribute to the winners profits of mixed form (percentage from total revenues for the first winners' categories and fixed profits for the rest categories) something which will probably affect negatively in the financial statement of company but the risk of this form will be small extent since the particular games represent a small percentage of the total revenues.

f. In case of consortium's success in Turkey is already examined the most rational financing model taking into consideration the situation in the financier markets, and the liquitidy of company and companies that participate in the consortium.

6. Cash flows risk and fair value change risk due to interest changes

There is no such risk, given that the company has no loans on its balance sheet, while the excess liquidity is placed in short term deposits at market interest rates

11.36. Subsequent events

The reformation of the existing games came as a supplement to the revised image of the company's products. A wider range of playing and a different structure was emphasized in the latest form of the coupons, in the frame of new winning categories and modification of the existing ones. This is combined with the price increase in certain of them, as it remained unaltered for a long period of time. These modifications were introduced on 26.1.2009 and with its completion, the games' image was strengthened considerably and their effect in the consumers.
OPAP S.A. through its participation in a consortium with three local parties, has already been preselected in order to participate in the competition of **Privatisation of Turkish Lottery – National Lottery Ticket**. The offer is under preparation and with the existing schedule is to be submitted on 15.4.2009.

On 24.2.2009, OPAP S.A. announced that, its Cyprus based, 100% owned subsidiaries, OPAP International SA and OPAP Cyprus LTD, **acquired, 30.50% and 5.50% respectively, of the company called "NEUROSOFT SA – SOFTWARE PRODUCTION".** The total value for the combined 36% of the company was €11,520 th.

There are no material events subsequent to the period ended on December 31^{st}, 2008.

The Chairman of the BoD & CEO	A Member of the BoD	The Chief Financial Officer	The Chief Accounting Officer
Christos Hadjiemmanuil	**Sofoklis Alifierakis**	**Ioannis Saraintaris**	**Konstantinos Tsilivis**

V. SUMMARY FINANCIAL INFORMATION FOR THE FISCAL YEAR 2008

OPAP S.A.

GREEK ORGANIZATION OF FOOTBALL PROGNOSTICS S.A.

Register Number: 46329/06/B/00/15
Kifisou Ave 62, 121 32 Peristeri

SUMMARY FINANCIAL INFORMATION FOR THE PERIOD JANUARY 1st TO DECEMBER 31st 2008

(published according to L. 2190/20, article 135 for companies preparing annual financial statements, consolidated or not, in accordance with the I.F.R.S.)

The following information deriving from the annual financial report aims at a general presentation of OPAP SA and OPAP Group financial status and results. Therefore, it is recommended to the reader, prior to proceeding to any kind of investment decision or transaction, to visit OPAP SA's website, where the annual financial report and the Chartered Accountants' review report are posted.

Responsible Supervisory Authority:	Ministry of Development, Department of Societe Anonyme
Website:	www.opap.gr
Board of Directors:	Christos Hadjiemmanuil, Georgios Mouroutis, Stavros Theodoropoulos, Panayiotis Liverakos, Konstantinos Barkouras, Sotirios Nikolaropoulos, Sofoklis Alifierakis, Konstantinos Papadopoulos, Nikolaos Pavlias, Emilios Stasinakis, Theodoros Vardas
Approval date of the financial report:	March 16th, 2009
Chartered Accountants:	Georgios N. Deligiannis - Sotirios A. Konstantinou
Company:	Grant Thornton
Review report:	Unqualified

BALANCE SHEET INFORMATION (yearly consolidated and non-consolidated) Amounts in thousand euro

	GROUP		COMPANY	
	31.12.2008	**31.12.2007**	**31.12.2008**	**31.12.2007**
ASSETS				
Tangible assets (for own use)	97,663	108,119	95,423	107,322
Investments in real estate	1,362	-	2,898	-
Intangible assets	253,286	336,379	253,253	336,332
Other non-current assets	47,297	36,887	88,931	77,923
Inventories	1,310	703	1,310	703
Trade receivables	69,337	36,839	71,989	38,213
Other current assets	931,286	647,996	826,745	559,073
TOTAL ASSETS	**1,401,541**	**1,166,923**	**1,340,549**	**1,119,566**
LIABILITIES & EQUITY				
Share capital	95,700	95,700	95,700	95,700
Other items of shareholders' equity	582,873	473,260	531,438	428,565
Total shareholders' equity (a)	**678,573**	**568,960**	**627,138**	**524,265**
Minority interest (b)	-	121	-	-
Total equity (c)=(a)+(b)	**678,573**	**569,081**	**627,138**	**524,265**
Provisions / other long-term liabilities	93,871	120,910	93,641	120,785
Other short-term liabilities	629,097	476,932	619,770	474,516
Total liabilities (d)	**722,968**	**597,842**	**713,411**	**595,301**
TOTAL LIABILITIES & EQUITY (c)+(d)	**1,401,541**	**1,166,923**	**1,340,549**	**1,119,566**

CASH FLOW STATEMENT INFORMATION (yearly consolidated and non-consolidated) Amounts in thousand euro

	GROUP		COMPANY	
	1.1-31.12.2008	**1.1-31.12.2007**	**1.1-31.12.2008**	**1.1-31.12.2007**
Operating activities				
Profit before tax	993,963	776,622	985,573	754,020
Plus / (minus) adjustments for:				
Depreciation and amortization	96,855	47,929	96,537	47,546
Net financing result	(34,094)	(14,547)	(28,775)	(13,583)
Provisions for bad debts	3,000	3,500	3,000	3,500
Other provisions	23,634	7,858	23,584	7,858
Dividends from subsidiaries	-	-	(2,558)	(2,587)
Foreign exchange differences	53	(254)	53	-
Employee benefit plans	1,071	1,963	1,071	1,963
Impairment loss	-	4,780	-	5,950
Income / (loss) from associates	138	(414)	-	-
Results from investing activities (revenues, expenses, profit and loss)	(188)	(211)	(182)	(211)
Plus / (minus) adjustments for changes in working capital or connected to operating activities:				
(Increase) / decrease in inventories	(608)	(95)	(608)	(95)
(Increase) / decrease in trade and other receivables	(36,699)	87,794	(37,294)	84,734
Increase / (decrease) in payables (excluding banks)	15,519	10,058	6,681	5,688
Increase / (decrease) in taxes payable	2,069	(825)	3,755	(866)
Minus:				
Interest expenses	(5,622)	(3,767)	(5,600)	(3,748)
Income taxes paid	(202,568)	(215,953)	(200,977)	(215,508)
Cash flow from operating activities (a)	**856,523**	**704,438**	**844,260**	**674,661**
Investing activities				
Purchase of tangible and intangible assets	(4,604)	(80,196)	(4,329)	(79,983)
Subsidiary net assets acquisition	(900)	-	(900)	-
Proceeds from sales of tangible and intangible assets	269	-	197	-
Guarantees	-	(85)	-	(78)
Loans paid to personnel	123	552	123	552
Interest collected	39,563	18,314	34,221	17,331
Dividends from subsidiaries	-	-	2,558	2,587
Cash flow from investing activities (b)	**34,451**	**(61,415)**	**31,870**	**(59,591)**
Financing activities				
Repayment of financial lease funds	(59,930)	(9,766)	(59,930)	(9,766)
Dividends paid	(617,516)	(524,523)	(617,516)	(524,523)
Cash flow used in financing activities (c)	**(677,446)**	**(534,289)**	**(677,446)**	**(534,289)**
Net increase / (decrease) in cash and cash equivalents (a)+(b)+(c)	**213,528**	**108,734**	**198,684**	**80,781**
Cash and cash equivalents at the beginning of the year	492,860	384,126	404,825	324,044
Cash and cash equivalents in the end of the year	**706,388**	**492,860**	**603,509**	**404,825**

INFORMATION OF CHANGES IN SHAREHOLDER EQUITY (yearly consolidated and non-consolidated) Amounts in thousand euro

	GROUP		COMPANY	
	31.12.2008	**31.12.2007**	**31.12.2008**	**31.12.2007**
Balance as of January 1st, 2008 and 2007	**569,081**	**517,719**	**524,265**	**489,933**
Profit / (loss) after tax	**728,504**	**571,424**	**721,733**	**554,302**
Dividends distributed	(618,860)	(519,970)	(618,860)	(519,970)
Additional acquisition of subsidiary company shares	(137)	-	-	-
Net income charged directly to equity	(15)	(92)	-	-
Balance as of December 31th, 2008 and 2007	**678,573**	**569,081**	**627,138**	**524,265**

INCOME STATEMENT INFORMATION (yearly consolidated and non-consolidated) Amounts in thousand euro except earnings per share

	GROUP		COMPANY	
	1.1-31.12.2008	**1.1-31.12.2007**	**1.1-31.12.2008**	**1.1-31.12.2007**
Total revenues	**5,519,591**	**5,065,751**	**5,328,100**	**4,929,708**
Gross profit	**1,155,861**	**1,021,893**	**1,125,563**	**999,642**
Profit before tax, interest and investing results	**959,869**	**762,075**	**954,240**	**737,850**
Profit before tax	**993,963**	**776,622**	**985,573**	**754,020**
Net profit (after tax)	**728,504**	**571,424**	**721,733**	**554,302**
Attributable to:				
Shareholders equity	728,488	571,437	721,733	554,302
Minority interest	16	(13)	-	-
Earnings per share - basic (in €)	2.2837	1.7913	2.2625	1.7376
Dividend proposed per share (in €)	2.2000	1.7400	2.2000	1.7400
Profit before tax, interest, depreciation, amortization and investing results	**1,056,724**	**810,004**	**1,050,777**	**785,396**

ADDITIONAL INFORMATION

1. Fiscal years not inspected by tax authorities for the company and Group are mentioned in note 11.34 of the financial report.
2. For the unispected year 2008, a € 9,000 th. provision has been recognized for the company (€ 9,050 th. for the Group), concerning tax differences. For the year 2007, tax charges reached € 9,012 th. (€ 8,311 th. concerning tax differences and € 701 th. concerning tax surcharge), provisions of which € 5,000 th. burdened the results of the year 2007 while the remaining € 4,013 th burdened the results of 2008.
3. The Group's assets are currently unencumbered.

4a. According to the company's Legal Counsel there are: i) lawsuits from third parties amounting approximately to € 18,486 th. the outcome of which is expected to be positive for the Group and the company and ii) lawsuits from part-time employees and other parties, for which a cumulative provision of € 22,743 th. has been recognized.

4b. The amounts of cumulative provisions per category are:
i) for legal issues € 22,743 th. for the company and the Group,
ii) for uninspected fiscal years by tax authorities € 9,000 th. for the company and € 9,050 th. for the Group,
iii) for employee benefit plans € 22,637 th. for the company and the Group.

5. The number of permanent employees on 31.12.2008 and 31.12.2007 for the company was 268 and 282 respectively (337 and 338 for the Group). Average number of part time employees (working on a daily basis) for the year ended on 31.12.2008 and 31.12.2007 was 543 and 560 respectively for the company (544 and 562 for the Group).

6.The Group's and company's total income, expenses, receivables and payables to related companies and related parties, according to IAS 24, are as follows:

	GROUP	COMPANY
	(Amounts in thousand euro)	
Income	-	16,182
Expenses	1,908	-
Receivables	-	5,237
Payables	-	1,367
Transactions and salaries of executive and administration members	8,997	7,585
Receivables from executive and administration members	2,503	2,503
Liabilities from executive and administration members	2,512	2,512

7. In the year 2008, a total of € 15 th (expense) (€ 92 th. for the year 2007) has been charged directly to equity, concerning foreign exchange differences.

8a. There was no modification in the method of consolidation compared to the year ended on 31.12.2007.

8b. On July 10th, 2008, OPAP SA acquired the remaining 10% of shares of the subsidiary OPAP Glory LTD, previously owned by Glory Worldwide Holdings LTD for a price of € 900 th, rendering it a wholly owned subsidiary. The acquisition did not affect the existing control status on the subsidiary, as the parent company already held full control on the subsidiary's financial policy and operations. Further details on the acquisition are presented in note 8 of the financial report.

8c. The Group's structure is described in note 8 of the financial report. Ownership interest, country of incorporation and method of consolidation of the parent's consolidated subsidiaries are presented below:

Consolidated subsidiary	Ownership interest	Country of incorporation	Method of consolidation
OPAP (CYPRUS) LTD	100%	Cyprus	Fully consolidated
OPAP GLORY LTD	100%	Cyprus	Fully consolidated
OPAP INTERNATIONAL LTD	100%	Cyprus	Fully consolidated
OPAP SERVICES S.A.	100%	Greece	Fully consolidated
GLORY TECHNOLOGY LTD	20%	Cyprus	Equity method

9a. In note 11.5 of the financial report there is a reference regarding a change in the useful life of the "know-how" item of intangible assets. The company changed the accounting assessment of the useful life using IAS 8, resulting in an amortization increase of € 34,992 of intangible assets, thus burdening profit before tax by € 34,992 th. as well as profit after tax by € 26,244 th.

9b. There have not been any errors or changes in the accounting policies or in the accounting estimates applied in the financial report.

10. The accounting principles and the calculations according to which the financial report was prepared are in accordance with those used in the annual financial statements for the fiscal year 2007.
11. The fixed assets purchases concerning the period 1.1-31.12.2008 rose to € 4,329 th. (€ 4,604 th. for the Group).
12. OPAP SA's Cyprus based, 100% owned subsidiaries, OPAP International LTD and OPAP Cyprus LTD acquired 30.50% and 5.50% respectively, of the company called "NEUROSOFT SA – SOFTWARE PRODUCTION". The total value for the combined 36% of the company reached € 11,520 th.
13. There has not been any cease of operations in any of the Group's segments or companies.
14. With the decision 29/24.11.2008, OPAP SA BoD, after approving the interim financial statements of the period 1.1.2008 - 30.9.2008, decided on an interim dividend distribution of € 0.80 per share (subject to 10% tax, according to article 18 of Law 3697/2008), totaling € 255,200,000.00, attributed to the company's shareholders by the end of the 15.12.2008 Athens Stock Exchange session, with cut off date on 16.12.2008 and payment date on 24.12.2008.
15. OPAP SA BoD, with the decision 8/16.3.2009, approved the financial report of 31.12.2008 and will propose the approval of a dividend distribution of € 2.20 per share for the year 2008 (sum total of € 701,800,000.00) to the Ordinary General Shareholder Meeting. Given the fact that an interim dividend has already been distributed, the remaining dividend is € 1.40 per share (sum total of € 446,600,000.00), subject to 10% tax (see note 14).

Peristeri, March 16th, 2009

The Chairman of the Board and CEO	a Member of the BoD	Chief Financial Officer	Chief Accounting Officer
Christos Hadjiemmanuil I.D. no M 327646	Sofoklis Alifierakis I.D. no I 277577	Ioannis Saraintaris I.D. no X 575693	Konstantinos Tsilivis I.D. no Π 603617

VI. INFORMATION ON ARTICLE 10 OF L. 3401/2005

The company in line with current legislation published and made available to the investment public, during the fiscal year 2008 on its website at the Investors Update / Announcements Archive section (www. opap.gr/news.asp?langid=2&category=3&PageCode=09.13) and on the Athens Exchange website www.ase.gr, the information incorporated in the table below in the form of reference:

	SUBJECT	DATE OF PUBLICATION
1	Announcement Of Substantial Holdings L. 3556/2007	12.12.2008
2	Tax Audit Conclusion For Fiscal Year 2007	2.12.2008
3	Announcement Regarding Interim Dividend Payment For The Fiscal Year 2008	25.11.2008
4	Updated Financial Calendar For FV 2008	25.11.2008
5	Interim Financial Statements September, 30, 2008	24.11.2008
6	Announcement Regarding Write-Off Of The Unclaimed Dividend For The Fiscal Year 2002	18.11.2008
7	Announcement Date Of Nine Month 2008 Financial Results	11.11.2008
8	Announcement Of Regulated Information According To L. 3556/2007	30.10.2008
9	Announcement Of Substantial Holdings L. 3556/2007	17.10.2008
10	Response To Hellenic Capital Markets Commission Letter	30.9.2008
11	Announcement Of Regulated Information Of L. 3556/2007	18.9.2008
12	Interim Consolidated Financial Results For The Six Months Ended June 30, 2008	26.8.2008
13	Announcement Date Of H1 2008 Financial Results	20.8.2008
14	Amendment - Financial Calendar FV 2008	8.7.2008
15	Announcement	30.6.2008
16	Participating In The Annual Greek Roadshow	30.6.2008
17	Resolution Of The First Repeat Session Of The Ordinary General Assembly	25.6.2008
18	Ann. Of Regulated Information C.L. 3556/2007 Payment Of The Remaining Dividend For Fiscal Year 2007	12.6.2008
19	Resolutions Of The 8th Annual Ordinary General Meeting Of 11.6.2008	12.6.2008
20	Announcement Of Regulated Information Of Law 3556/2007	12.6.2008
21	Announcement Of Draft Amendment Of The Articles Of Association Of OPAP S.A.	6.6.2008
22	Interim Financial Results For The Three Month Period Ended March 31, 2008	26.5.2008
23	Availability Of Annual Report 2007	23.5.2008
24	Invitation To The Annual Ordinary General Assembly	20.5.2008
25	Announcement Date Of First Quarter 2008 Financial Results	16.5.2008
26	Final Agreement Between OPAP And Agents Federation	29.4.2008
27	Annual Analyst Briefing On The Fy07 Results	27.3.2008
28	Financial Results 2007	26.3.2008
29	2007 Annual Results Announcement	18.3.2008
30	Plan Of Intended Corporate Actions For 2008	4.3.2008
31	Press Articles Clarifications	25.1.2008
32	Announcement Of Substantial Holdings L. 3556/2007	23.1.2008
33	Announcement Of Substantial Holdings L. 3556/2007	22.1.2008

VII. WEBSITE WHERE THE FINANCIAL REPORT IS POSTED

The annual financial statements, the independent Auditor's Report and Board of Directors' Report of company consolidated financial statements for the year that ended on December 31st , 2008 are posted on company's website www.opap.gr.