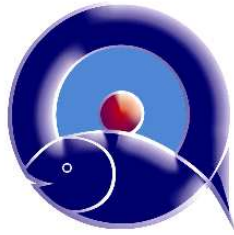




NIREUS AQUACULTURE S.A



NIREUS AQUACULTURE S.A.

**Company's Number in the General Electronic Commercial Registry:
7852901000**

(Former: Company's Register No. 16399/06/B/88/18)

ANNUAL FINANCIAL REPORT 2015

for the year

from 1st January to 31st December 2015

In accordance with article 4 of L. 3556/2007



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DECLARATIONS BY THE MEMBERS OF THE BOARD OF DIRECTORS

Declarations from the Members of the Board of Directors (In accordance with article 4 par. 2c of L. 3556/2007)

It is hereby confirmed, to the best of our knowledge, that the annual financial statements of the Company “NIREUS AQUACULTURE S.A” for the year, 1st January to 31st December 2015, which have been compiled in accordance with International Financial Reporting Standards as adopted by the European Union, give a true and fair view of the assets and liabilities, the net equity and the current year’s results of the issuer and its entities which are included in the consolidation and are taken as a whole and the board of directors report reflects a true view of the development, the performance and the position of the issuer, including the entities which are included in the consolidation, taken as a whole, including the description of the major risks and uncertainties which they encounter.

Koropi, 29 March 2016

The declarers

CHAIRMAN OF THE B.O.D

CHIEF EXECUTIVE OFFICER

VICE PRESIDENT OF THE B.O.D

ARISTEIDIS ST. BELLES
ID. No. AB 347823

CHACHLAKIS G. ANTONIS
ID. No. AE 083337

NIKOLAOS EMM.CHAVIARAS
ID. No. AH 935562



ANNUAL BOARD OF DIRECTORS REPORT

of the company

"NIREUS AQUACULTURE S.A."

On the Consolidated and Separate Financial Statements

For the year 2015 (from 1st January to 31st December 2015)

Dear Shareholders,

We submit to you, based on legal requirements, the annual financial statements for the year 2015 (1/1/2015-31/12/2015) officially approved.

For your better notification, we present data and information with respect to the development of operations as well as presenting the financial position of all entities which are included in the consolidation, the major risks and uncertainties which the Group of companies may potentially encounter and finally the major transactions which have been incurred between the issuer and its, related to the Group, parties.

I. FINANCIAL PERFORMANCE AND EXPLANATION OF RESULTS

A. Sales

Group sales in 2015 amounted to € 185,4 mil., as compared to € 193,7 million, during the prior year 2014. In 2015 sales do not include sales of the Turkish subsidiaries which were sold in January 2015 and whose sales in 2014 amounted to € 16,3 million. Therefore, the Group's sales for the fiscal year 2015 (like for like) increased by € 8 million compared to the corresponding 2014 year (without taking into account sales of the Turkish subsidiaries), namely by a percentage increase of 4,5%.

Analysis of sales variation by sector is presented in the below table:

Amount in € million				
	2014	2015	Change	%
Aquaculture (fish and juveniles)	153	167,2	14,2	9,3%
Fishfeed	10,8	5,1	-5,7	-52,8%
Aviculture	12	9,9	-2,1	-17,5%
Other	1,6	3,2	1,6	100,0%
	<u>177,4</u>	<u>185,4</u>	<u>8</u>	<u>4,5%</u>

Note: Data of year 2014 does not include sales of the Turkish subsidiaries for comparative purposes



The increase in the value of fish sales is due to an increased sales volume of 3,7% in addition to the improved level of sales prices in 2015 as compared to 2014 by 5,6%. The decrease in sales in the segments of fishfeed and aviculture is attributed to the general deterioration in the economic environment given that the Group adopted a stricter credit policy and in addition to that the major customers' weakness to proceed with purchases.

B. Financial Results of the Group

Group results marked significant profits in 2015 as compared to losses incurred in 2014. Total pre-tax results in 2015 amounted to profits of € 68,1 mil., versus losses of € (16,5) million in 2014. The results after taxes corresponding to the shareholders of the parent amounted to profits of € 59,9 million in 2015 compared to losses of € (14,2) million 2014. It should be noted that in 2015, profits before taxes include the following non-recurring events:

Amounts in € million	
Profit before taxes	Group 68,1
Non recurring events	
Effect from the valuation of the share capital at fair value	-39,1
Effect from the valuation of the restructuring of loans at fair value	-18,1
Effect from the reclassification of the foreign currency reserve from the sale of the turkish subsidiaries	3,0
Effect from the impairment of fixed assets	<u>1,2</u>
Profit before tax without the effect of non-recurring events	<u><u>15,1</u></u>

An explanatory summary of the above non-recurring events follows:

- **Effect from the valuation of the Increase in Share Capital at fair value of gains amounting to € 391 million.**

Under the scope of the Company's loan restructuring, the Company's increase of share capital amounting to € 58.599.999,90 was completed on 2 October 2015 and a total of 195.333.333 shares were issued at a nominal value of €0.30 per share.

According to IFRIC 19 "Extinguishing Financial Liabilities with Equity Instruments" when an entity issues equity instruments for either a partial or for a total repayment of loan obligations the equity instruments are measured at fair value. The difference between the fair value of such equity and the carrying value of the loan obligations is recorded in the results.



In application of the above interpretation, the Company has recorded gains of € 39,1 million attributed to the difference in the fair value of shares issued and the book value of the liabilities that were exchanged with a corresponding increase in share capital. The measurement at fair value for the above shares which resulted from the above increase was calculated in accordance with the market price prevailing on October 2, 2015 (the day of the share capital increase), at a price of € 0,10 per share.

That difference was calculated as follows:

Share price at nominal value	€ 0,30
<u>Minus</u> : Stock Exchange Market price on October 2	<u>€0,10</u>
= Difference	€0,20
	Multiplied by
Number of shares issued	<u>195.333.333</u>
Overall effect from the increase in share capital	<u>€ 39.066.667</u>

Following the recognition of the above accounting profit in the Company's current year's results and the recording of all corresponding accounting entries in requirement of the above interpretation, the Company's share capital increase as presented in the financial statements for the year ended 31.12.2015 is equal to the nominal value of the shares issued, that is of an amount of € 58.599.999,90.

• **Effect from the valuation of the refinancing of loans at fair value of gains amounting to € 18,1 million.**

On October 16, 2015 € 82,1 million of bonds were disbursed, the contracts of which were signed on September 18, 2015 for the purpose of restructuring a significant part of the remaining loan borrowing, subsequent to the increase in share capital.

In accordance with IAS 39, an entity accounts for the restructuring of existing loan obligations carried out under terms substantially different, as a repayment of debt.

In this case, the new loans will be recognized at fair value. The difference resulting from the comparison between the fair value and the nominal value of the loans, is recognized in the results.

In compliance with the above, The Company recorded in current years' results an amount € 18.120.197,71. The above positive difference results due to the fact that the average interest rate on the new loans is lower than those of the corresponding loan agreements, as these are contracted given the current economic environment.



- **Effect from the reclassification of the foreign exchange reserve, due to the sale of the Turkish subsidiaries, to the results of a loss of € 3,0 million.**

On 21.01.2015 the sale of Turkish subsidiaries ILKNAK URUNLERI SANAYI VE TICARET A.S NIN and MIRAMAR SU URUNLERI VE BALIK YEMI SANAYI VE TICARET AS. NIN were sold at a total sales price of € 4.150.000. The above transaction was recorded in the results for the year 2014 at a loss of € 7,1 million.

The results of the year 2015 were impacted by the amount of € 3,0 million., which resulted from the transfer of the foreign exchange differences reserve in the income statement. It is to be noted that the above accounting treatment is in accordance with IAS 21 "The Effects of Changes in Foreign Exchange Rates" and does not result in any effect in the net equity of the Group.

- **Effect from the Impairment of assets of a loss of an amount of € 1,2 million.**

The Company, in compliance with its accounting policy, assesses the recoverable value of its fixed assets at each reporting date of the financial statements and assesses as to whether there is objective evidence that the carrying value of assets may not be recoverable. The company, taking into consideration, the new operational structure and the merger by absorption of the subsidiary company Sea Farm Ionian as well as the current economic environment, proceeded in the recognition of an impairment on specific equipment, technical installations and floating means of a value of € 1,2 million. It should be noted that the impairment of these assets resulted in an additional write-off of € 1.8 million of the fairvalue reserve that had been recognized in prior years.

- **Explanation of pre-tax profits without the effect of non-recurring events of an amount of € 15,1 million.**

Profits for the year 2015 as these appear after the exclusion of the above non-recurring events are primarily affected by the following:

- a) Continuation as regards the monitoring and reduction of production costs in 2015 as well, resulting in a significant improvement in the cost per kilo of produced fish.
- b) Increase in the biological assets of the Company on 31.12.2015 compared to 31.12.2014 by € 14 million. This increase had a positive impact on the results of the Group for 2015 which mainly stems from the Company's increase in fish biomass during the year end.
- c) Maintaining better prices throughout the year of 2015 compared to 2014 by 5,6%.
- d) Increase of fish sales volumes in 2015 compared to 2014 by 3,7%.



II. SIGNIFICANT EVENTS IN THE CURRENT YEAR

A. Completion of the sale of Turkish Companies

On 21.01.2015 the Group's management entered into an agreement regarding the sale of all shares of the Turkish companies which it maintained, namely as regards the subsidiary ILKNAK SU URUNLERI SANAYI VE TICARET AS NIN shares of 617.493 were sold and for MIRAMAR SU URUNLERI VE BALIK YEMI SANAYI VE TICARET AS. NIN 2.629.058 shares were sold at a total price of € 4.150.000 paid in cash. The direct and indirect percentage held by Nireus Aquaculture prior to the sale of the Turkish subsidiaries amounted for ILKNAK to 83.563% (52.53% directly and indirectly 31.03%), while for MIRAMAR to 99.95% (direct 0.02 % and an indirect 99.93%).

On December 31, 2014, net assets of ILKNAK SU URUNLERI , MIRAMAR SU URUNLERI, as well as their subsidiaries ILKNAK DENIZCILIK and CARBON, had been reclassified as held for sale in the statement of financial position of the Group. Moreover in the Group's income statement, losses appear from the valuation of these subsidiaries at fair value in accordance with the provisions of IFRS 5 "Non-current assets held for sale". Following the classification of the above companies as held for sale, impairment losses totaling € 7.064.409 were recognized, as presented in the income statement "Loss on subsidiary companies held for sale" on 31.12.2014.

During the current year, with the completion of the sale, the Group recognized an amount € 2.988.850 mainly from the transfer of foreign currency reserves on losses carried forward through the income statement in the application of International Accounting Standard IAS 21 "The effects of changes in the exchange rates".

B. Restructuring of loans. Increase in Share capital through capitalization of loans. Events following the reporting date 31.12.2015 as regards the completion of restructuring procedures.

B.1. Memorandum of Understanding (MOU) – Loan Agreements

The management of the Company on March 24, 2015 signed an MOU with the lending banks, the main points of which are the following:

- Capitalization of existing loans of a total of up to € 58,6 million.
- Issuance of a common Secured Bond loan of up to € 58,2 million.
- Issue of common Bond Loan up to € 31,4 million.
- Issue of convertible bond loan up to € 29,5 million
- Issue of a common Bond Loan up to € 4,8 million.
- Merger by absorption of the Company SEAFARM IONIAN



B.2. Approval of the Memorandum of Understanding Agreement by the General Assembly

The A' Repetitive Annual General Meeting of Shareholders on May 4, 2015 approved the above mutual understanding agreement.

B.3. Loan Contracts Signed

On September 18, 2015 the loan contracts were signed for the restructuring of the Company's bank loans with the lending banks, by the implementation of the decisions of the A' Repetitive Ordinary General Meeting of Shareholders on 04.05.2015. Specifically, the agreements for the Common Bond Loan of an amount of up to € 58.2 million, up to € 4,8 million and up to € 31.4 million as well as of the Convertible Bond Loan Agreement into shares up to €29.5 million were signed.

B.4. Increase of the share capital with Capitalization of loan Borrowings

On October 2, 2015 the share capital increase of an amount € 58,6 million, was completed with the capitalization of existing loan borrowings. Under the scope of the above increase, the decrease of the company's share price from € 1.34 nominal value to € 0.30 took place, resulting in a reduction in the Company's share capital by an amount of €66,2 million with an equivalent net-off with various reserves.

The Prospectus for the above share capital increase was approved by the Board of Directors of the Capital Market Committee on 24.11.2015.

B.5. Bond Loan Issuance

On October 16, 2015, the bonds of the aforementioned contracts were issued, totaling € 82,1 million .

The coverage of the above bonds from the participating banks was used as follows:

- i) Repayment of old loans amounting to € 76,4 million.
- ii) Repayment of the Derivative financial instrument of an amount of € 2,9 million.
- iii) Cash Funds of € 2,8 million.

B.6. Restructuring of the old Convertible Bond

On October 26, 2015 the General Meeting of Bondholders of the old convertible bond issued on July 11, 2007 resolved to amend the terms of the loan, the major points of which are the following:



- 1) Loan term ending on 21/10/2025
- 2) Interest rate 1% per annum
- 3) The resulting interest will be paid upon maturity of the loan
- 4) The amount of the loan on 26.10.2015 amounted to € 24,7 million by capitalizing the existing interest up to that date
- 5) The conversion ratio was set at 0.31

B.7 Approval of the merger by absorption of SEAFARM IONIAN SA

On December 7, 2015, the Extraordinary General Meeting of shareholders approved the merger by absorption of the subsidiary SEAFARM IONIAN. The General Meeting resolved as follows:

- The shareholders of the absorbed company will exchange each share held of a nominal value € 0.40, with 0,5167857101 dematerialized common registered voting shares of the Absorbed company with a nominal value of € 0.30.
- The shareholders of the acquiring company will exchange each common registered voting share of a nominal value € 0.30 each, with 1,0746686149 new ordinary registered voting shares of the acquiring company.

The merger was approved with the Decision number. No. 133423 22.12.2015 of the Ministry of Economic Development and Tourism, registered in the General Commercial Register on 22.12.2015 with the Code Number 481808, according to the 07/12/2015 resolutions of the Extraordinary General Meeting of Shareholders of the acquiring company., and the acquired company respectively.

Following the completion of the merger by absorption an overall increase in share capital of a total amount of € 9.474.743,20 will result. Following the above increase, the share capital will amount to € 87.183.88920 divided into 290.612.964 shares at a nominal value € 0.30 each. The amount of the increase of € 9.5 million as at 31.12.2015 has been transferred to the Company's other reserves given that the Prospectus regarding the merger by absorption was approved by the Capital Market Committee on March 15, 2016 and will be transferred to the share capital account in 2016.

B.8. Restructuring of the loans of SEAFARM IONIAN

On January 14, 2016 and following the signing of the loan agreements as at September 18, 2015, total borrowings of SEAFARM IONIAN amounting to € 22.8 million were refinanced. The restructuring was covered with newly issued bonds amounting to € 20.9 million and covered by cash amounting to € 1,9 million from the Company.

**B.9. Loan Restructuring Table**

A summary listing of new bonds have been disbursed as well as their use by the company is presented below.

Analysis of New Bond Loans	
Common Bond loan	55.110.077
Common Bond loan	4.653.000
Common Bond loan	23.066.666
Convertible into shares bond loan	20.142.864
Total	<u>102.972.607</u>
Use of New loans	
Repayment of loans-NIREUS	76.351.427
Repayment of derivative financial instrument	2.899.911
Repayment of loans-SEAFARM IONIAN	22.826.541
Cash	894.728
Total	<u>102.972.607</u>

B.10. Table on the development of the Group's loan borrowings

Amounts in € million	
Balance of loans as at 31.12.2014	<u>235,9</u>
Capitalisation of loan borrowings	(58,6)
New loans	82,1
Repayment of loans	(76,3)
Other changes in loans	3,9
Total	<u>187,0</u>
Valuation of the present value of the loans	(18,1)
Balance of loans as at 31.12.2015	<u>168,9</u>

C. Acquisition of an additional 50% investment in Proteus SA

On June 28, 2015 the Company acquired 1.022 shares, equivalent to 50% of the total shares of the subsidiary company "PROTEUS EQUIPMENT SA" at a total consideration of € 1.350.000. The percentage participation of NIREUS SA in its subsidiary "PROTEUS EQUIPMENT SA" amounts, following its acquisition, to 100%.



III. DEVELOPMENT OF FINANCIAL INDICATORS (with the effect from the valuation of biological assets at fair value)

	COMPANY		
	amounts in thds €		
	31/12/2015	31/12/2014	Change %
Sales revenue	165.421	156.582	5,65%
EBITDA (after the effect of the fair value of biological assets)	32.529	14.354	126,62%
Effect from the changes in the fair value of biological assets	11.262	9.122	23,45%
EBITDA (prior to the effect of the fair value of biological assets)	21.266	5.231	306,52%
Profit before tax	68.997	(8.792)	884,74%
Profit after tax	60.777	(8.499)	815,14%
Total Assets	365.114	340.705	7,16%
Total Liabilities	241.216	280.533	-14,02%
Total Equity	123.898	60.172	105,91%

	GROUP		
	amounts in thds €		
	31/12/2015	31/12/2014	Change %
Sales revenue	185.400	193.744	-4,31%
EBITDA (after the effect of the fair value of biological assets)	34.262	13.453	154,68%
Effect from the changes in the fair value of biological assets	11.922	5.584	113,52%
EBITDA (prior to the effect of the fair value of biological assets)	22.340	7.869	183,89%
Profit before tax	68.058	(16.495)	512,59%
Profit after tax and non-controlling interests	60.056	(15.156)	496,26%
Total Assets	371.212	365.063	1,68%
Total Liabilities	250.023	321.663	-22,27%
Total Equity	121.189	43.401	179,23%

IV. EQUITY

On 31.12.2015 the Company's share capital after the capitalization of borrowings amounted to € 77.709146 divided into 259.030.486 ordinary shares at a nominal value € 030 each. As mentioned above, following the approval of the Prospectus of the merger by absorption of SEAFARM IONIAN SA as at 24-03-2016, the share capital will amount to €87.183.889,20 divided into 290.612.964 shares at a nominal value € 0.30 each.



Balance 31/12/2014		85.354.185
2/10/2015	Reduction in the share capital due to a reduction in the par value	- 66.245.039
2/10/2015	Increase in the share capital due to capitalisation of loan borrowings	58.600.000
16/1/2016	Increase in the share capital due to merger with subsidiary company	9.474.743
		87.183.889

V. MAJOR RISKS AND UNCERTAINTIES

1. CURRENT ECONOMIC DEVELOPMENTS IN GREECE

The bank holiday that took place during the first 20 days of July 2015 and the continued imposition of various restrictions on capital movements have increased economic uncertainty and pressure on the financial system and public finances.

In this context, the Greek Government on July 8, 2015 submitted a three year funding request to the European Stability Mechanism (ESM). On July 12, 2015 the Euro Summit issued a statement to the effect that the Greek Government should institutionalize a series of measures as prerequisites for launching negotiations aimed at preparing a new plan of financial assistance under the EMS. The Greek Parliament on 15 and 23 July approved part of the prerequisites that were set by the above Summit, and on August 14 it approved the draft Financial Assistance Contract by the ESM as well as the arrangements for the implementation of the Funding Agreement .The Action Plan was adopted by the Management Board of the ESM on the 20th of August.

Under the economic environment developed by these events, risks arise, the most important of which relate to the liquidity of both the financial system and companies in terms of collectability of their receivables, asset impairment, revenue recognition, servicing existing loan liabilities and / or meeting financial terms and financial indicators, the recoverability of deferred tax benefits, the valuation of financial instruments, the adequacy of provisions and the possible continuation of unrestricted business activity.

The management of the Group and the Company examined the conditions raised by these developments in the Greek economy, and considering factors such as the Group's foreign export sales which approximate 80%, the current and expected customer base, the profitability and cash flows of the Group and the Company, it assessed that no significant impact is expected to result on the business activity, financial position and results of the Group and the Company.

It should be noted that the Company in order that it meet the conditions created by the above economic environment decided to set up a special committee so as to address and resolve issues created by these risks in the context of the daily business operations of the Company and the Group. Key responsibilities of this committee included the resolution of issues regarding the financing of the company, the collectibility of receivables and the overall monitoring of problems created by the imposition of restrictions on capital movements.

Despite the above, conditions and any possible further adverse developments in Greece may negatively affect the results and



financial position of the Company and the Group, in a manner which can not currently be precisely projected. However, the Group's management has taken all necessary steps to minimize any negative impacts.

The management of the Group and the Company examined the conditions created by these developments in the Greek economy, and considering the fact that these risks have a limited impact on the Group given that the Group's sales amount to approximately 80% outside Greece in addition to the current and expected customer base, the profitability and cash flows of the Group and the Company, it believes that no significant impact on the activity, financial situation and results of the Group and the Company is expected to occur.

2. INVENTORIES-BIOLOGICAL-VALUATION

The business activity of the Group may be affected by risks associated with the sensitivity of inventories

The Group has significant reserves of live (live stock) given its target to continuously supply the market with fish and fry. Due to their increased sensitivity, and although it has been ensured that the stocks are held in the most hygienic and safe conditions, and given the quality control performed on an ongoing basis, there is always the potential risk of impairment of inventories by the presence of a disease due pathogenic bacteria. Although inventories of the Group are secured against a variety of risks, potential damage to the quality of the stocks would adversely affect the business and financial position of the Company and the Group.

Any price reduction of the Group's aquaculture products may adversely affect its business, financial position and operating results

Prices of fish products are affected by a set of factors that contribute to their formation. Indicatively, in previous years there was a small increase in the production of seabass and seabream in Greece, products that may occasionally be oversupplied resulting in reduced sales prices. Furthermore, the increase in production by Turkish producers, which products are sold in the same market at a lower price due to government subsidies and lower production costs, may lead to the sale of products at low prices. In addition, their selling prices may be affected by climatic change and extreme weather conditions affecting their production. Given that the production of seafood is planned several months prior to placing the finished products (sea bream, sea bass), as the process of development of the fish in order that they reach an average commercial size takes about 18 months, and given that the long-term efforts made in forecasting prices of fish are extremely difficult, the Group faces the possibility of a reduction in sales prices for its products. Therefore, a negative change in prices for fish products, may materially and adversely affect the business, financial position, results and prospects of the Company and the Group.



The Group is subject to the risk of reduction of the total value (impairment) of fish inventory as the valuation of these depends on a number of factors such as the volume of biomass, the size distribution of fish and their fair values

The pricing of fish products (in relation to factors affecting prices for fish products see above risk " *Any price reduction of the Group's aquaculture products may adversely affect its business, financial condition and operating results*"), affects the valuation of biological assets which are generally considered the most significant asset of aquaculture companies. Under this context, because stocks (biological assets) are measured at fair value, a reduction in their total value (impairment) may occur thus impacting the income statement accordingly.

The valuation of biological assets is subject to significant assumptions, estimates and judgments concerning the volume of biomass, the size distribution of fish and their fair values. Estimates and judgments by management are reviewed at each reporting period so as to comply, where possible, with the general conditions and dynamics that prevail in the market in which the Company operates. The above estimates and judgments may be modified in the future depending on any changes in the conditions and market dynamics. This methodology results in that during periods of intense growth / (reduction) rate of stocks and increase / (decrease) of the selling price, significant gains / (losses) occur from the difference between the production cost and the corresponding valuation price at sales market prices. Biological assets include brood stock, fish fry and stock and aviculture products at each reporting date at fair value. Following the adoption of IFRS 13 on 1.1.2013 at each balance sheet date the fair value measurement of biological assets is made in accordance with the new IFRS 13 standard in conjunction with the specific requirements of standard IAS 41. Under IFRS 13, fair value is the exit price which is based on the main market in which there is also the largest trading volume. The estimated fair value of the fish population at each reporting date is based on various factors, such as the hypothetical primary market considered, the representative participants involved in the market, the highest and best use of these assets at the reporting date, the expected period / date of harvesting and the prevailing observable and representative market prices for the end product (harvested fish). Biological assets that are ready for sale are measured at fair value, while inventory which due to their size cannot be sold (such as juveniles included in the biomass and immature fish) are valued at their fair value less the cost of transport or estimated selling costs.

The already highly competitive environment in the aquaculture sector, as well as any further intensification of competition in it, may adversely affect the business, financial condition, results and prospects of the Group

Competition between businesses in the sector is considered intense, given the significant number of companies operating in this sector and the low diversification of the product offered, so that there are no well-established brand names in the market of aquaculture. Competition is further intensified in times of overproduction of marine farmed fish, and therefore placing a strong pressure on selling prices. Due to the strong export nature of the product, domestic fish farming, and thus the company as well, are faced with fierce competition from production companies in other Mediterranean countries, especially from Turkey. Turkey is the second country in the productive capacity of fish farming industry, which continues to develop its production capacity and its commercial contacts rapidly so that it has become highly competitive in all markets. The penetration of Turkish companies in the world market is further facilitated by the stagnation of the Greek productive capacity, due to the conditions prevailing in the Greek economy and the impact of the new framework which limits the developmental potential of existing production facilities.



In any case, any further intensification of competition faced by the Group, either from domestic competitors or competitors coming from Turkey and / or other foreign countries, could materially and adversely affect the Group's business, financial position, results and prospects.

3. CUSTOMERS-CUSTOMER CREDITS

The company's receivables from its customers have a minimal exposure to the risk of bad debts apart from the stockbreeding sector, which risk however is reduced due to the large diversification. The percentage participation of the remaining segments as a percentage of the total amounts to 10%.

The remaining amount is double insured, either through customer credit insurance contracts which insure 80% of the owed amount in the event of default in payment or through the retention of the ownership of the sold product (juveniles) until the date of repayment. The repayment date precedes the production completion date (from juveniles to marketable size fish).

4. PERSONNEL

The Management of the Company and the Group is supported by an experienced team of qualified personnel which has complete knowledge in their area of expertise and with respect to market conditions, thus contributing to the smooth functioning and development of the Company.

Any possible disruption in the relations between managers and Management, thus resulting in them being made redundant, will not cause any disruption in the operating stability of the Company because this is being exerted by specific groups (consulting) managers. The infrastructure of the Company allows the immediate replacement of personnel without any major effects on the progress of its operations.

The relations between Management and personnel are at best and no working problems are encountered. As a result of these relations, the working litigation concerning working issues is minimal amongst the number of employed persons.

5. FOREIGN EXCHANGE RISK

The Group operates on a global basis. The Group's exposure to foreign exchange risks is minimal given that the transactions at their majority are realized in Euro. This type of risk mainly arises from the commercial transactions in foreign currency in addition to net investments in foreign economic entities.



VI. EVENTS AFTER THE REPORTING PERIOD

1. Removal of the trading of NIREUS AQUACULTURE SA shares from the “under surveillance” category

The Stock Markets Steering Committee of the Athens Stock Exchange during its session dated on February 11th 2016, approved the removal of the shares' trading from the “under Surveillance category”, based on the fact that there are no further reasons for the placement of the company in the aforementioned category.

The trading of the company’s shares in the Main Market of the Athens Stock Exchange is effective as of February 12th, 2016.

2. Signing of new pledge contracts

During February 2016 the new pledge contracts and assignment of debt from insurance contracts between NIREUS AQUACULTURE SA and PIRAEUS BANK (representative bondholders, original bondholder, coordinator and payment administrator) were signed.

Under the new contracts the following pledges are assigned on the parent company’s fixed assets:

- (a) a first class mortgage amounting to € 2.973.959 has been registered in favor of Piraeus Bank, being the representative bank and on behalf of the bondholders on floating equipment so as to secure the bond of € 58.2 million, granted.
- b) a first and second class mortgage, following the existing pledges in favor of Piraeus Bank being a representative and on behalf of the bondholders, has been registered on insurance policies for inventory (biological assets) of an amount of € 106.800.000 (€ 104.300.000 relates to insurance policies of fish population and € 2.500.000 relates to insurance policies for pre-fattening), of which an amount of € 76.600.000 relate to the new bond loan of € 58.2 million, and an amount of € 30.200.000 relating to a’ class mortgage on existing pledges include the following:
 - (i) amount of mortgage of € 11.650.000 in favor of the Greek state to secure a loan of € 25.000.000 by Piraeus bank with the guarantee of the Greek state.
 - (ii) the amount of mortgage amounting to € 10.150.000 in favor of the Greek state to ensure the firefighting loan of € 24.100.000 from the National Bank of Greece SA with a guarantee of Greek state
 - (iii) mortgage of an amount of € 8.400.000 for the Company NORSILDMEL INNOVATION A / S to secure an outstanding amount
- c) a first class mortgage has been registered in favor of Piraeus Bank, being the representative and on behalf of the bondholders, to ensure the bond of € 58.2 million, as follows:
 - Insurance underwritings on fixed asset contracts between European Reliance General Insurance and NIREUS AQUACULTURE SA amounting to € 35.185.759,20
 - Marine insurance contracts on boats between the European Reliance General Insurance and NIREUS AQUACULTURE SA amounting to € 3.567.250



- d) a first class mortgage has been registered in favor of Piraeus Bank being the representative and on behalf of the bondholders, all the assigned requirements on the equipment (mooring materials, nets, cages) ownership of the same and of the acquired subsidiary SEAFARM IONIAN SA of an amount € 10.562.973,8 so as to ensure the bond of € 3.2 million.
- e) A second class variable mortgage on the total aggregate value of the Accepted Claims on which there is a Pledge Agreement on the factoring of receivables from Piraeus Factoring and the National Bank Factoring. The pledge account balance should not be lower than 105% of the outstanding amount the Loan. The pledge is in favor of Piraeus Bank as a representative and on behalf of the bondholders for the bond of € 58.2 million.
- f) a first class pledge has been recorded in favor of Piraeus Bank being the representative and on behalf of the bondholders on all shares of PROTEUS EQUIPMENT SA of an amount of € 48.000,24 so as to secure the bond loan € 58 million.
- g) a first class mortgage of amount of approximately € 10.000.000 in favor of the Greek State, to secure the loan of € 25.000.000 by Piraeus Bank, issued under the scope of favorable regulations for the fire victims.
- h) Mortgages of an amount of € 7.000.000 has been registered in favor of the Greek State, to secure the fire-victim loan of € 24.910.000 million from the National Bank, in the framework of favorable regulations for the fire-victims.
- i) a pledge has been registered in PIRAEUS Bank on behalf of the representative banks concerning VAT receivables. As at 31.12.2015 the total of receivables of VAT of an amount of €4,9 million have not yet been received from the Greek State.
- (j) In relation to the fire victim loans of the National Bank, loans of a total amount of € 4.000.000 have been registered.
- (k) Mortgages of an amount of € 1.969.742,15 have been registered to secure the Piraeus Bank loans, which balance as at 31/12/2015 amounted to € 345.655,80. This remaining balance will be paid in 25 equal semi-annual installments of € 16.449 each, in accordance with the provision in Article 44 in which the company has been subject, which guaranteed the payment of the above amount.
- (l) Underwritings have been registered on fixed assets up to the amount of € 69.879.010 in accordance with No. 3397S/2015 and 5S/2016 Court decisions of Athens based on which the registration of the underwritings on the company's assets was decided upon in favor of Piraeus Bank as a representative and on behalf of the bondholders to secure the bond loan of € 58.2 million.

VII. PROSPECTS FOR 2016

The global demand for the Group's major products, sea bass and seabream remains resilient. Furthermore, the demand for the remaining of the product categories (juveniles, fishfeed and aviculture stock breeding, equipment) continues to remain strong.

The average price of sea bass and sea bream is expected to remain at the same levels with a small decrease.

The prices of our raw materials for fishfeed are expected to mark a small increase in 2016.



The continuous crisis in Greece is not expected to have a significant effect on fish sales given that 90% of the fish production which the Group produces is exported. Even though it is difficult to evaluate the real consequences of the volatile economic environment in Europe, there are valid reasons for us to believe that the aquaculture sector of sea bass and sea bream, in addition to the food sector, will in total be affected to a lesser extent in comparison to other sectors (construction, mass media etc).

Furthermore, the management of the Company and the Group considers that:

- The Group's operations will be conducted under its normal operating cycle and an improvement in market's prices is expected.
- The Group and the Company have a strong customer base and sales.
- The Group and the Company have biological assets, the realization of which is feasible.
- The unstable economic environment is not expected to affect the activity and results of the Group and the Company taking into account openness and export business of the Group.
- The Group and the Company have cash flows from operating activity.

In light of the above, the successful completion of the refinancing of the loans of the Company following the merger with SEAFARM IONIAN SA and the refinancing of its loans ensures the company's continuation on a going concern basis.

VIII. SIGNIFICANT TRANSACTIONS BETWEEN THE COMPANY AND ITS RELATED PARTIES

The major transactions between the Company and its related parties in accordance with IAS 24, relate to transactions with its subsidiaries (related entities based on article 42S of L.2190/20) which are shown in the table below:

1. Acquisition of 50% of the shares of subsidiary

In July the Company purchased one thousand and twenty-two (1.022) shares, equivalent to 50% of total shares of its subsidiary company PROTEUS EQUIPMENT SA, at a purchase price of € 1.350.000. Following the acquisition NIREUS AQUACULTURE SA owns 100% of the shares of its subsidiary PROTEUS EQUIPMENT SA.

**2. Transactions and Compensation of Related parties****Transactions and compensation to Directors and key management***Amounts in Euro*Salaries, employment benefits and compensation to Directors
Salaries and other employment benefits to key management

	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Salaries, employment benefits and compensation to Directors	1.377.299	1.477.410	1.208.329	840.232
Salaries and other employment benefits to key management	819.245	734.393	475.124	349.371
	2.196.544	2.211.803	1.683.453	1.189.603

Payables to Directors and key management*Amounts in Euro*Payables for salaries, employment benefits and other compensation
Payables for Directors compensation approved by A.G.M.
Pension and other post-employment benefit obligations

	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Payables for salaries, employment benefits and other compensation	129.344	90.751	123.244	60.615
Payables for Directors compensation approved by A.G.M.	97.784	77.603	23.716	44.979
Pension and other post-employment benefit obligations	298.956	278.306	298.956	261.505
	526.084	446.660	445.916	367.099



2015

COMPANY BEARING THE RECEIVABLE	NIREUS AQUACULTURE SA	PREDOMAR S.L.	PROTEUS EQUIPMENT S.A	MIRAMAR PROJECTS CO LTD - UK	NIREUS INTERNATIONAL LTD	BLUEFIN TUNA AE (GROUP)	SEAFARM IONIAN SA	SEAFARM IONIAN GMBH		TOTAL
NIREUS AQUACULTURE SA		5.297.605	-	-	26.436	4.851.519	-	2.693.679		12.869.239
PREDOMAR S.L.	-		-	-	-	-	-	-		-
PROTEUS EQUIPMENT S.A	940.878	11.320		-	-	-	-	-		952.198
MIRAMAR PROJECTS CO LTD - UK	14	-	14		-	-	-	-		28
NIREUS INTERNATIONAL LTD	-	-	-	17.328		-	-	-		17.328
BLUEFIN TUNA AE (Group)	-	-	-	-	-		-	-		-
AQUACOM LTD	-	-	-	-	-	-	-	-		-
SEAFARM IONIAN A.E.	-	-	-	-	-	-		-		-
KEGO AGRI SA.	2.456.328	-	-	-	-	-	-	-		2.456.328
SEAFARM IONIAN GMBH	-	-	-	-	-	-	-			-
CARBON DIS TICARET YATIRIM INSAAT VE SANAYI S.A.	-	-	-	-	-	-	-	-		-
										16.295.121
ΣΥΝΟΛΟ	3.397.220	5.308.925	14	17.328	26.436	4.851.519	-	2.693.679	16.295.121	-



PURCHASING COMPANY	SELLING COMPANY														
	NIREUS AQUACULTURE			PROTEUS SA		ILKNAK SU URUNLERI SAN Ve TIC A.S.		SEAFARM IONIAN S.A		KEGO AGRI S.A		TOTAL			
	Finished Goods/ Products	Services	Other	Finished Goods/ Products	Services	Finished Goods/ Products	Other	Services	Fixed assets	Finished Goods/ Products	Fixed Assets	Finished Goods/ Products	Services	Fixed Assets	Other
NIREUS AQUACULTURE SA															
Administrative expenses	-	-	-	597.435	214.483	-	-	5.724.474	-	19.703	-	617.138	5.938.957	-	-
Fixed Assets	-	-	-	2.768.354	-	-	-	-	15.930	-	11.665	2.768.354	-	27.595	-
Finished Goods/ Products	-	-	-	-	-	-	-	-	-	3.175.500	-	3.175.500	-	-	-
PREDOMAR S.L.															
Administrative expenses	-	135.125	32.576	-	-	-	-	-	-	-	-	-	135.125	-	32.576
Finished Goods/ Products	3.137.277	-	-	-	-	-	-	-	-	-	-	3.137.277	-	-	-
PROTEUS EQUIPMENT S.A															
Administrative expenses	-	142.140	15.600	-	-	-	-	-	-	-	-	-	142.140	-	15.600
MIRAMAR SU URUNLERI VE BALIK YEMI URETIMI SANAYI VE TICARET A.S.															
Administrative expenses	-	-	-	-	-	-	146	-	-	-	-	-	-	-	146
Finished Goods/ Products	-	-	-	-	-	490.121	-	-	-	-	-	490.121	-	-	-
SEAFARM IONIAN S.A.															
Administrative expenses	-	26.206	16.500	-	-	-	-	-	-	-	-	-	26.206	-	16.500
Finished Goods/ Products	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Services	-	-	-	88.639	-	-	-	-	-	-	-	88.639	-	-	-
Other	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
KEGO AGRI S.A															
Administrative expenses	-	138.284	24.015	-	-	-	-	-	-	-	-	-	138.284	-	24.015
Fixed Assets	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Finished Goods/ Products	1.063.243	-	-	-	-	-	-	-	-	-	-	1.063.243	-	-	-
TOTAL															
Administrative expenses	-	441.755	88.691	597.435	214.483	-	146	5.724.474	-	19.703	-	617.138	6.380.712	-	88.836
Fixed Assets	-	-	-	2.856.993	-	-	-	-	15.930	-	11.665	2.856.993	-	27.595	-
Finished Goods/ Products	4.200.520	-	-	-	-	490.121	-	-	-	3.175.500	-	7.866.141	-	-	-



2014

PURCHASING COMPANY	SELLING COMPANY																					
	NIREUS AQUACULTURE				PREDOMAR S.L.	PURCHASING COMPANY		MIRAMAR SU URUNLERI VE BALIK YEMI URETIMI SANAYI VE TICARET A.S.	ILKNAK SU URUNLERI SAN VE TIC A.S.			SEAFARM IONIAN S.A			KEGO AGRI S.A		ILKNAK DENIZCILIK A.S.		BLUEFIN TUNA SA (Group)	TOTAL		
	Finished Goods/ Products	Services	Fixed Assets	Other	Services	Finished Goods/ Products	Services	Finished Goods/ Products	Finished Goods/ Products	Other	Finished Goods/ Products	Services	Fixed assets	Finished Goods/ Products	Services	Other	Finished Goods/ Products	Finished Goods/ Products	Services	Fixed		
NIREUS AQUACULTURE SA																						
Administrative expenses	-	-	-	-	-	501.242	133.970	-	-	-	39.833	7.012.002	-	21.683	-	-	-	-	562.757	7.145.972		
Fixed Assets	-	-	-	-	-	1.217.711	-	-	-	-	-	63.343	-	-	-	-	6.000	1.217.711	-	6		
Finished Goods/ Products	-	-	-	-	-	-	-	196.732	-	-	-	-	-	4.660.658	-	-	-	4.857.391	-	-		
PREDOMAR S.L.																						
Administrative expenses	-	63.105	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	63.105		
Finished Goods/ Products	2.114.605	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	2.114.605	-	-		
PROTEUS EQUIPMENT S.A																						
Administrative expenses	-	30.297	-	15.600	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	30.297		
MIRAMAR SU URUNLERI VE BALIK YEMI URETIMI SANAYI VE TICARET A.S.																						
Administrative expenses	-	-	-	-	968	-	-	-	-	1.430	-	-	-	-	-	-	-	-	-	968		
Finished Goods/ Products	-	-	-	-	-	-	-	-	6.321.689	-	-	-	-	-	-	-	-	6.321.689	-	-		
ILKNAK SU URUNLERI SAN VE TIC A.S.																						
Administrative expenses	-	78.814	-	3.400	-	-	-	-	-	-	-	20.160	-	-	36.127	867	-	-	-	135.101		
Fixed Assets	-	-	10.200	-	-	176.938	-	-	-	-	-	-	-	-	-	-	-	176.938	-	1		
Finished Goods/ Products	667.560	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	667.560	-	-		
SEAFARM IONIAN S.A.																						
Administrative expenses	-	27.113	-	18.000	-	160	1.580	-	-	-	-	-	-	-	-	-	-	160	28.693	-		
Finished Goods/ Products	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
Services	-	-	-	-	-	110.130	-	-	-	-	-	-	-	-	-	-	-	110.130	-	-		
KEGO AGRI S.A																						
Administrative expenses	-	130.296	-	24.060	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	130.296		
Finished Goods/ Products	2.095.960	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	2.095.960	-	-		
Fixed Assets	-	-	1.000	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
ILKNAK DENIZCILIK A.S.																						
Administrative expenses	-	-	-	-	-	-	-	-	608	-	-	-	-	-	-	-	-	-	-	-		
CARBON DIS TICARET YATIRIM INSAAT VE SANAYI S.A.																						
Administrative expenses	-	-	-	-	-	-	-	-	304	-	-	-	-	-	-	-	-	-	-	-		
BLUEFIN TUNA SA (Group)																						
Administrative expenses	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-		
TOTAL																						
Administrative expenses	-	329.625	-	61.060	968	501.402	135.550	-	-	2.343	39.833	7.032.162	-	21.683	36.127	867	-	562.917	7.534.432			
Fixed Assets	-	-	11.200	-	-	1.504.779	-	-	-	-	-	63.343	-	-	-	-	6.000	1.504.779	-	-		
Finished Goods/ Products	4.878.124	-	-	-	-	-	-	196.732	6.321.689	-	-	-	-	4.660.658	-	-	-	16.057.204	-	-		
Other	-	-	-	-	-	-	-	-	-	50.001	-	-	-	-	-	-	-	-	-	-		



COMPANY BEARING THE RECEIVABLE	COMPANY BEARING THE LIABILITY														TOTAL
	NIREUS AQUACULTURE SA	PREDOMAR S.L.	PROTEUS EQUIPMENT S.A	MIRAMAR PROJECTS CO LTD - UK	NIREUS INTERNATIONAL LTD	MIRAMAR SU URUNLERI VE BALIK YEMI URETIMI SANAYI VE TICARET A.S.	BLUEFIN TUNA AE (GROUP)	ILKNAK SU URUNLERI SAN VE TIC A.S.	ILKNAK DENIZCILIK A.S.	AQUACOM LTD	SEAFARM IONIAN SA	KEGO AGRI S.A	SEAFARM IONIAN GMBH	CARBON DIS TICARET YATIRIM INSAAT VE SANAYI S.A.	
NIREUS AQUACULTURE SA		4.012.717	-	-	130.498	96.953	4.756.226	-	-	-	1.841	-	-	-	8.998.235
PREDOMAR S.L.	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
PROTEUS EQUIPMENT S.A	3.460	11.320	-	-	-	-	-	-	-	-	356.304	-	-	-	371.084
MIRAMAR PROJECTS CO LTD - UK	14	-	14	-	-	-	-	-	-	-	-	-	-	-	28
NIREUS INTERNATIONAL LTD	-	-	-	36.864	-	-	-	-	-	-	-	-	-	-	36.864
MIRAMAR SU URUNLERI VE BALIK YEMI URETIMI SANAYI VE TICARET A.S.	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
BLUEFIN TUNA AE (GROUP)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
ILKNAK SU URUNLERI SAN VE TIC A.S.	691.933	-	50.000	-	-	425.824	-	-	-	-	117.513	-	-	16.269	1.301.539
ILKNAK DENIZCILIK A.S.	-	-	-	-	-	-	-	15.100	-	-	-	-	-	-	15.100
AQUACOM LTD	55.974	-	-	-	-	-	-	-	-	-	-	-	-	-	55.974
SEAFARM IONIAN SA	142.533	-	-	-	-	-	95.629	323.797	-	-	-	-	3.454.440	-	4.016.399
KEGO ACRİ S.A	3.634.434	-	-	-	-	-	-	-	-	-	-	-	-	-	3.634.434
SEAFARM IONIAN GMBH	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
CARBON DIS TICARET YATIRIM INSAAT VE SANAYI S.A.	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
TOTAL	4.528.348	4.024.037	50.014	36.864	130.498	522.777	4.851.855	338.897	-	-	475.658	-	3.454.440	16.269	18.429.655

The Company's trading transactions with related parties during the year 2015, were conducted under normal market conditions.



**EXPLANATORY REPORT
OF THE BOARD OF DIRECTORS
OF NIREUS AQUACULTURE S.A
(based on article 7 and 8 a of L. 3556/2007)**

(a) The structure of the share capital, including the shares not listed for trading in an organized market in Greece or another member-state, reporting for each category of shares the rights and the obligations related to this category and the percentage of the total share capital that the shares of this category presented.

The share capital of the Company amounts to 77.709.145,80 composed into 259.030.486 shares of par value Euro 0,3 each and is fully paid up. The entire company's shares are ordinary, registered, with voting rights, listed for trading on the Athens Exchange and have all the rights and the obligations prescribed by the Law.

It is to be noted that in accordance with the resolutions of the Extraordinary General Meeting held on December 7, 2015, the share capital of a) increased by the amount of the contributed share capital of the acquired company SEA FARM IONIAN A.E. amounting to € 12.952.331,20 after the delisting of the shares held by the acquiring company NIREUS AQUACULTURE SA by € 3.477.588, namely it was increased by € 9.474.743,20 and b) increased by the amount of € 0.20 with capitalization of reserves due to roundings of the account "Difference from the issuance of shares above par", by issuing 31.582.478 new ordinary registered voting shares.

Following the above, the company's share capital amounts to a total of 87.183.889,20 eighty seven million one hundred and eighty-three thousand eight hundred and eight nine euros and twenty cents (87.183,889,20) divided into two hundred and ninety million six hundred and twelve thousand nine hundred and sixty four (290.612.964) ordinary registered voting shares with a nominal value of €0.30 each.

The completion of the above share capital was certified through the announcement with the protocol number 5547/19.01.2016 of the General Commercial Registry while the introduction of the trading of the above shares on the Athens Exchange has not yet commenced.

(b) Restrictions in the transfer of the company's shares such as restrictions in holding of shares or the obligation in obtaining prior approval from the company or other shareholders or by a Public or Administrative Authority with the reserve of the article 4 par. 2 of L. 3371/2005.

The transfer of the company's shares is made as enacted by Law and do not exist out of its Articles of Association restrictions in their transfer.

(c) Significant direct or indirect participations as defined by articles 9 to 11 of the L. 3556/2007.

As at 31/12/2013 persons holding significant direct or indirect participations as defined by articles 9 to 11 of L. 3556/2007 are:



Surname	Name	Father's Name	Number of Shares	% Percentage	Type of participation
Belles	Aristides	Stergios	13.428.101	5,18%	direct & indirect
National Bank of Greece			15.401.300	5,95%	direct
Linnaeus Capital Partners BV			15.037.877	5,81%	The company Linnaeus Capital Partners BV indirectly holds 5,81% with voting rights. Linnaeus Capital Partners BV was controlled 100% by Kahka Bendukidze who died on 13.11.2014. As at 26.02.2016 Linnaeus Capital Partners BV informed the company that the sole heirs of the deceased are Ms. Natalia Zolotova and Anastasia Goncharova
Eurobank			41.555.104	16,04%	Direct
Alpha Bank			53.970.353	20,84%	Direct
Piraeus Bank			85.745.567	33,10%	Direct and indirect

(d) Holders of any type of share granting special control rights and description of relevant rights.

Shares of the company, which grant special control rights to their shareholders do not exist.

(e) Restrictions in voting right such as restrictions in voting rights to holders of certain percentage of the share capital or to holders of certain number of voting rights, and the time terms for exercise of voting rights.

The Articles of Association do not provide for any restrictions in voting rights

(f) Shareholders Agreements, which are known to the company and entail restrictions in transfer of shares or restrictions in exercise of voting rights.

The company is not aware of the existence of shareholders agreements, which entail restrictions in the transfer of its shares or in the exercise of the voting rights arising from its shares.

(g) Rules for appointment and/or replacement of members of the Board of Directors and amendment of the Articles of Association, when these differ to that provided by the c.L. 2190/1920.

The rules provided by the company's Articles of Association for appointment and/or replacement of members of its Board of Directors and amendment of its articles, do not differ to that provided by the provisions of c. L. 2190/1920.

(h) Competence of the Board of Directors or certain members of the Board of Directors, for the issue of new shares or for the purchase of treasury shares according to the article 16 of c.L. 2190/1920.



A. *The Board of Directors of the Company is allowed to proceed in the issuance of new shares, following stipulated authorization on the basis of the General Assembly's decision in the following cases.*

1) *In accordance with article 13 paragraph 9 of c.L2190/1920, as in force, and in execution of the decision taken at the Company's Shareholders General Meeting held on 05-06-2006, which was listed in the Register of Companies on 20-06-2006, protocol number K2-9377, the three-year Stock Option Plan granted to the Members of the Board of Directors and to the Company's Management was approved. Specifically, following the exercise of rights have been vested from the participants in the program, a decision is taken by the Board of Directors as regards the increase of the Company's share capital by an amount which corresponds to the rights that have been exercised and the issuance of the respective new shares, in execution of the assumed liabilities based on the Plan. Subsequent to this, the Board of Directors proceeds with the decision released, based on article 11 of c.L.2190/1920 in respect of the certification of the paid-up share capital.*

It is noted that due to the current economic decision of the capital market, the exercise of the above rights in the third year has not been made possible.

2) *In accordance with article 3a of c.L 2190/1920, as in force, and in execution of the decision of the A' Reiteration Extraordinary Shareholders Meeting of the Company, which was listed in the Companies Register of the Ministry of Development on 9-5-2007 with protocol number K2-6896, the issuance of the convertible bond loan into common with voting right shares with preference rights to old shareholders of an amount of 19.995.575,10 Euro was approved. Specifically, following the exercise of the right of conversion of debentures to shares, a Board of Directors decision is taken to increase the Company's share capital by an amount which corresponds to the conversion of debentures depending upon the conversion requests, and the conversion ratio, and the corresponding issuance of the company's new shares, in execution of the terms of the program of the convertible bond loan as these are in force. Subsequent to the above, the Board of Directors proceeds with the issuance of the decision, based on article 11 of c.L 2190/1920 in respect of the certified paid-up share capital.*

3) *In accordance with Article 3a of L.2190 / 1920, as in force, and in execution of the 04.05.2015 decision of the Repeat Annual General Meeting of shareholders, registered in the General Commercial Register on 26.5. 2015 number no. 57022 and approved the issuance of a bond convertible into ordinary registered voting shares with preemptive right of the existing shareholders amounting to 29,466,293 euros. Specifically, each time practicing bonds conversion rights to shares following the Board of Directors to increase the share capital by the amount corresponding to the conversion of bonds into shares according to the respective conversion applications and the current conversion ratio and corresponding issue of new shares of the company, pursuant to the terms of the Program of the above bond issue, as applicable. Then the Board shall issue a decision in accordance with Article 11 of L.2190 / 1920, certifying payment of the share capital.*

(h) *Significant agreements of the company that are in force, amend or expire in case of a change in the company's control following public motion and the results of the agreement, except if, due to its nature, the publication of the agreement would cause serious loss in the company. The exemption of publication of the agreement is not effective when the obligation for publication arises from other provisions.*



In the event of a change in the company's control following public proposal, there are no agreements, which are in force, are amended or expire.

(i) Agreements for indemnity compensation to members of the Board of Directors or personnel, in case of retirement or dismissal without basic reason or end of term or engagement due to public announcement.

There are no special agreements for indemnity compensation to the members of the Board of Directors or to personnel, specifically in case of retirement or dismissal without basic cause or termination of their service or their engagement due to public proposal.

The present Statement of Corporate Governance entails an integral and special part of the company's annual Board of Directors Report.



STATEMENT OF CORPORATE GOVERNANCE

(The present statement is compiled according to article 43a paragraph 3d of the Law 2190/1920 and is part of the Annual Report of the Board of Directors)

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GENERAL

The term Corporate Governance is referred to the total of rules and principles applied for the correct operation and control of the company. The ultimate purpose of the Corporate Governance is the safeguarding of the legitimate interests of the



company, the promotion of the company's competition and the improvement of transparency regarding the company's operations.

1. Code of Corporate Governance

1.1 Disclosure of the voluntary compliance of the company with the code of corporate governance

The company voluntarily complies and adopts the Greek code of corporate governance of the Hellenic Corporate Governance Council (HCGC) for public listed companies (referred to as "Code"). The Code is posted on the website of the Hellenic Athens Exchange Markets in the following address:

http://www.helex.gr/documents/10180/906743/HCGC_GR_20131022.pdf/e8e7b6da-6dd0-4c30-90e9-79fe9ca8383d.

1.2 Deviations from the Code of Governance and explanation of the non-compliance. Special stipulations of the Code which are not applied by the company and explanations of the reasons of the non-application.

The company states that it conforms to all legal obligations (C.L. 2190/1920, C.L. 3016/2002 and C.L. 3693/2008). These minimum obligations are embodied in the Code of Corporate Governance of which a company must comply with the shares of which are exchanges in an active market.

The minimum requirements are included in the above Code of Conduct (SEV) to which the company comes under except for that the code includes a series of additional (of the minimum requirements) special principles. As compared to the mentioned principles there are currently certain deviations in order that there be compliance with the conditions, values, inheritance and ownership regime of the company such that the company's interest be promoted in the best possible manner. An analysis and explanation which justifies the reasons for the deviations follows:

Part A'- Board of Directors and its members

I. Role and responsibilities of the Board of Directors

The BoD has not formed a separate committee, which manages the procedure for recommending candidates for election of the BoD and prepares itself proposals for the BoD. The proposals are subject to the judgement of the General Assembly which approves the election of the members of the Board of Directors. In addition it has not proceeded with the formation of a fee committee given that the Compensation and Benefits Committee which has been formed has replaced the Management and Performance System which was designed by Hay Group and which the company applies since 2009.

II. Composition of the BoD

The BoD is comprised of one (1) executive and (8) non-executive members.



III. Role and characteristics of the President of the BoD

- In the Company's Articles of Association there is discern between the responsibilities of the President and the Managing Director, however, it is permitted that these responsibilities coincide. The BoD does not appoint an independent though non-executive Vice President stemming from its independent members, but an executive Vice President, as his contribution in exercising of the executive duties of the President is considered of utmost importance for the operations of the company.

IV. Duties and conduct of the members of the BoD

-The BoD has not adopted as part of its internal rules, specific policies to encounter conflict of interests between its members and the company, given that in any case the stipulations of the law and the Articles of Association will come into effect. Certain members of the Board and any third party to whom responsibilities of the Board have been assigned are required to adequately and timely disclose to other board members the same interests that may potentially arise from transactions of the company which comprise part of their duties, as well as any other conflict of interest with those of the company or its affiliated companies arising in the performance of their duties.

V. Nomination of candidates for the BoD

- the maximum service of the BoD is not a four-year period, but longer, at least five – year so that the need to elect a new BoD does not come about in shorter periods, which would mean additional formalities (as for the representation in the presence of third parties etc). Furthermore, the expanded service duration of the BOD secures the better knowledge of the company and a more discreet decision taking.

- there is no committee for recommending candidates to the BoD, given that it is not deemed necessary due to the size and operation of the company.

VI. Operation of the BoD

- there is no specific rule for the operation of the BoD, as the articles of Association are adequate for the organization and operation of the BoD

- there is no provision for the support of the BoD during its work by competent, specialized and experienced secretary, since the technology exists to record and map the convocations of the BoD

- there is no obligation for the President and the non executive members of the BoD to convene on a regular basis without the presence of the executive members in order that the performance and the fees of the latter be discussed given that all relevant matters are discussed in the presence of all members of the BOD.

- there is no provision for the existence of introductory informative programs for the new members of the BoD or their constant education since the members that are promoted for election have adequate and proven experience of organisational and managerial skills.

- there is no provision for the supply of sufficient resources to the committees of the BoD for the fulfillment of their obligations and for the hiring of external consultants to the degree they are needed as such resources are approved by the management of the company, based on the company's needs.



VII. Evaluation of the BoD

- there is no institutional procedure with the aim to assess the effectiveness of the BoD and its committees or the assessment of the performance of the President of the BoD during the procedure in which the independent vice- president directs, or any other non-executive member of the BOD in the absence of the independent vice-president. This procedure is not deemed necessary given the structure of the company.

Part B- Internal Audit Committee

I. Internal Control – Audit Committee

- no specific funds are given out to the committee for the use of external consultants, as the composition of the committee and the specialized knowledge and experience of its members ensure its operation

Part C- Compensation

I. Level and structure of the compensation

- there is no fee committee of compensation, comprising exclusively of non executive members, independent of their majority, which aims at defining the compensation of the executive and non-executive members of the BoD and thus there are no rules for the frequency of its convocations and other issues concerning its operation. The Compensation Committee which has been formed has replaced the Management and Performance System which was designed from Hay Group and which the company applies since 2009.

- in the contracts of the executive members of the BoD, there is no provision that the BoD may ask for part or full refund of the bonuses paid due to possible revision of the financial statements of previous years or in general erroneous financial data that were used to calculate such a bonus since such rights come about, only after the approval of the financial statements.

- the compensation of every executive member of the BoD is not approved by the BoD after the proposal of the compensation committee without the presence of the BOD's executive members, given that no such committee exists for the compensation of the Board of Directors.

Remuneration Structure Policy

The wage-setting process is characterized by objectivity , transparency and professionalism , and is free from conflicts of interest .The remuneration of non -executive directors reflect the period of employment , and their duties and are not directly related to the performance of the company.

The level and structure of remuneration aim at attracting and retaining the company , board members , administrative executives and employees that add value to the company with their skills, knowledge and experience . The level of remuneration is in line with their qualifications and their contribution to the company. The Board of Directors has a clear



policy as to the manner by which the company pays its executives, especially those who are suitably qualified for the effective management of the company.

The remuneration of executive board members is associated with the corporate strategy, the purpose of the company and the realization of these, with the ultimate objective of creating long-term value to the company.

In determining the remuneration of executive directors, the Board of directors takes into consideration :

- Their duties and their responsibilities
- Their performance
- The financial position, performance and the prospects of the company
- The level of remuneration for comparable executive services in comparable companies
- The level of remuneration for employees in the company and in the entire Group.

Fees paid in cash or in kind other than shares (not affiliated with shares) executive Board members .

The General Meeting of 04.05.2015 following the proposal of the Board for the year 04.05.2015-30.6.2015 approved the payment of the net amount of up to 15.000 € per month to CEO in addition to the fringe benefits of leased cars, private insurance, mobile phone and corporate credit card.

No benefits are provided in shares or rights over shares (share-based payments) to executive Board members

Non-executive board members.

The General Meeting of the shareholders held on 04.05.2015 on a proposal from the Board of Directors approved the remuneration of non-executive board members for the year 04.05.2015-30.6.2015 of the amount of 2000 € per meeting with a maximum of 14 meetings. In addition to the members of the Audit Committee the amount of 500 € per meeting for the Audit Committee with a maximum of six meetings.

2. BOARD OF DIRECTORS

2.1 Composition and Services of the BoD

2.1.1 Services of the BoD

1.The primary obligation and responsibility of all members of the board of directors of the company as a listed in an organized market, is the continuous aim to enhance the long-term economic value of the company and the protection of the company's interest. The board of directors is exclusively responsible for:

- A. The election and the determination of fees of the Managing Director
- B. The approval of the employment, replacement and the assessment of the fees of the company's managers.
- C. The recommendation-proposal to the shareholders in the case of election or re-election of the members of the BOD.



- D. The review that all accounting practices and generally approved accounting standards are followed.
- E. The review of the financial results of the company in relation to the budget, the prior years and the competition.
- F. The involvement of preparation and the regular reassessment of the strategic design.
- G. The approval of significant investments, loans, acquisitions and sale of financial assets of the company.
- H. The approval of significant changes in the company's policy and its structure
- I. The monitoring of the company's compliance to the regulations, ways of operations and the decisions of the authorities
- J. The proposal for distribution of profits

2. The Company is governed by the Board of Directors that is composed of a minimum of 3 and a maximum of 11 members. The members of the Board of Directors are elected by the General Meeting of the Shareholders through a silent vote and with a quorum and a majority based on article 35 and 42 of paragraph 1 of the Articles of Association.

3. The board of Directors is revoked liberally and at any point in time before the end of the service term with a decision taken by the General Assembly of the shareholders through a quorum and a majority vote of the previous paragraph 2 of this article. The General Assembly is obliged to simultaneously elect a new Board of Directors.

The service term of the members of the Board of Directors is 5 years. It begins from their elections from the General Assembly of the shareholders and is extended up to the ordinary General Assembly who will approve the annual financial statements of the year, but which cannot exceed a six year term.

Following the expiration of the service term, the Board of Directors is renewed. The members whose term has expired can be re-elected.

4. The Board of Directors elects members in replacement of members that have resigned, have died, or have lost their identity with whichever manner. The election is feasible under the condition that the replacement of the above members is not possible from substitute members, who have been elected by the general assembly. The above election from the Board of Directors is done with a decision taken by the remaining members, if these are at least three (3) and is valid for the remaining of the service term of the members which they replace. The decision of election is submitted to the public according to article 7b of C.L. 2190/1920, as this is valid, and is announced from the Board of Directors in the immediate general assembly which follows, even though no relevant issue may have been stated in the agenda.

In the event of resignation, death or in any other manner loss of the identity of the member or members of the Board of Directors, the remaining members can continue the management and the representation of the company and without the replacement of the missing members based on the preceding paragraph, under the condition that this number exceeds half of the members, as was the case before the occurrence of the above events. In any case, it is not permitted that these members be less than three (3). In any case, the remaining members of the Board of Directors, irrespective of their number, can proceed in convening in a general assembly with a sole aim the election of the board of directors.

5. A member of the Board of Directors can even be a legal entity. In this case the legal entity is obliged to appoint a physical person for exercising the authority of the legal entity as a member of the Board of Directors.

6. A member who is absent or who is hindered, can assign with his responsibility his representation to the Board only to another member, whom he can appoint with a notary document or with a simple letter or telefax which is addressed to the board of Directors. The power of attorney for representation can include more than one meetings. No member can represent more than one members.



7. With the reservation of the previous paragraph, each member should attend and continuously participate in the meetings of the Board of Directors.

8. Each member of the Board of Directors is obliged to a strict adherence to the company's confidential information which were made known to him as a result of his identity as a member.

9. The Board of Directors is obliged to convene at the company's head offices, each time that the law, the articles of association, or the needs of the company considers this necessary. The Board of Directors convenes on a timely basis and at a location other than the head office at another location, either at a domestic or foreign location, given that all members are present and are represented by all members and no one objects to the realisation of the meeting and the decision making. All members of the Board of Directors are invited by the President or the legal proxy at least 2 working days before convening via an invitation, which includes the time and place where the Board of Directors will convene, in addition to the matters included in the agenda with clarity, otherwise decision making is permitted only under the condition that all members of the Board of Directors are either present or are represented and no one objects to the decision taking process.

Two members of the Board of Directors can request the convocation of the Board of Directors through a request to the President or to his substitute, who are obliged to convene the Board of Directors so that the meeting be held with the time limits of 7 days commencing from the date of request.

In this request application, the matters which will occupy the Board of Directors should be stated with clarity. If the Board of Directors does not convene through the President or the substitute as of the above timeframe, it is permitted that the members that have requested the meeting that they themselves call the meeting within 5 days before the expiration of the above 7 days time limits, notifying the remaining members of the Board of Directors with an invitation.

10. The company's Board of Directors can convene through teleconferencing. In such a case the invitation to the members of the Board of Directors will include the necessary information for the participation of these in the meeting, given that the minimum technical security specifications in connection with the validity of the meeting, as these may have been specified by the Ministry of Development, are met.

11. The Board of Directors is in a quorum and convenes on a timely basis when half and one members are present or are represented by the elected members. In no case however, does the number of members who are personally present cannot be less than three (3). In order for the quorum to be identifies the rounding number is ignored.

12. The decisions of the Board of Directors are taken on a timely manner with a majority of the members who are present personally and those that may be represented. For personal matters the decisions of the Board of Directors are taken via a silent vote which is done with ballots.

13. Discussions and decisions of the Board of Directors are certified with minutes that are written in the book, which is being specially maintained for this reason and is being signed by he who has been seated as President from the members that were present in the meeting as well as from the secretary. No member can ignore the signing of the minutes of the meeting who participated, he can however, ask that that his opinion be accurately summarized in the minutes if he disagrees with the opinion that is being taken. In any case his non-approval in no manner constitutes the decision taken as void, as long as his refusal to sign is mentioned in the minutes.



2.1.2 Members of the Board of Directors

The present BOD is composed of 9 members and is the following:

1) Aristides Belles of Stergiou and Anti, economist, born in Katarakti Chios in 1953, citizen of Ano Voula Attikis, President, and Non-Executive Member.

He is also the elected Chairman of the Board of the Greek Entrepreneurship Club and has served as the elected Chairman of the Board of the Federation of Greek Mariculturers. He holds a degree in Business Administration from the University of Piraeus.

2) Nicholas Chaviaras of Emmanuel and Ekaterini, entrepreneur, was born at Dafnona Chios in 1952, Vice-President, and Non-Executive Member

Mr. Nicholas Chaviaras is the co-founder and major shareholder of the Company. He is responsible for the coordination and implementation of the investment projects of NIREUS group. He is also Member of the Board in subsidiaries of the Group.

3) Anthonios Chachlakis of Georgiou, mechanical electrician was born in 1958 in Piraeus, CEO and Executive Member

Mr. Anthonios Chachlakis holds a BSc and an MSc in Electrical Engineering Department from the Technical University of Brooklyn, New York, USA. He has 10 years of managerial experience in Industrial Automation. He works for NIREUS group since 1996.

4) Petros Fronistas of Christos and Katigkos, born in Sikinos Cyclades in 1945 and is resident of Zografou Attica, Independent Non Executive Member.

Mr. Petros Fronistas graduated from the Athens University of Economics (and Business) with a long career in the banking sector, tenure and in senior management positions, mainly in the Group of the National Bank. He is an Independent, Non Executive Member of the Board of Directors of the companies THRACE PLASTICS SA (Listed on the ASE) and SARAKAKI Bros SA.

5) Christina Sakellaridi of Stavros and Penelope, Business Consultant, born in Athens in 1929, resident of Athens, is an independent Executive Member.

Ms. Christina Sakellaridi serves as President of the Panhellenic Exporters Association, Chairman of CPB ASSET MANAGEMENT AEDAK President 'Ch. SAKELLARIDI 'exports - Investment Advisor and Board Member ACCI (Athens Chamber of Commerce and Industry) who served as First Vice President. She was President of Export Credit Insurance Organization (OAEP), President of the Greek Organization of Commerce Abroad (HEPO), CEO of INTERINVEST NATIONAL INVESTMENT SA, Vice Chairman of the International Chamber of Commerce & Member of the General Council of the Bank of Greece. She attended the University of Athens Law School and the FACULTE DE DROIT in Paris.



She was awarded by the President of the Greek Republic Karolos Papoulias with the "Golden Cross of Merit" and by the French President Nicolas Sarkozy Lord with the "Famous Knight of the French National Order of Merit".

6) Anna Pouskouri of Michael and Helen, Economist, born in Athens in 1949, resident of Germany, Independent Non Executive Member

Anna Pouskouri has 32 years of experience in the international banking sector. She began her career in the International Trade Division of Bayerische Vereinsbank (thereafter Bayerische Hypo - und Vereinsbank, Unicredit), she established the Representative Office and in 1989 the Bank's branch in Greece. She dealt mainly with Corporate and Investment Banking (Syndicated Loans, Project Finance, Trade Finance, Shipping, Real estate) in Greece and southern Europe and lastly as Managing Director for Southern Europe. She left the Bank in June 2010 and since then offers advice on strategy and financing to companies in Greece and abroad. Ms. Pouskouri studied at the University and the Technical University of Munich Economics (MA) and Urban and Regional Development. She has attended many training seminars, including the Advance Management Program at Harvard Business School. She speaks German, English and French. She is married and has two children.

7) Constantine Lambrinopoulos of Petros and Evangelia, Entrepreneur, born in Athens in 1952, resident of Athens, Independent Non- Executive Member

Mr. Konstantinos Lambrinopoulos is a graduate in Business Administration of Piraeus University and Political Sciences in Panteion University. He is a PhD candidate in Marketing at the University of Piraeus. He has 35 years experience in managerial positions in Greek and multinational companies. Is a CEO at PRC GROUP and CEO in SPRINT Advertising. He is also Chairman of the Board HMA (Hellenic Management Association) and Vice President of the Entrepreneurship Club, President of the European Federation of Management, Board Member of IOBE, Member of the General Council of SEV (Hellenic Federation of Enterprises). He is honorary president of the European and World Federation of Marketing.

8) Lito Ioannidou of Antonios and Alexandra, Business Consultant who was born in P. Faliro Attiki in 1954, is an Independent Non Executive Member.

She is a holder of the Bachelor of Commerce and an MBA in Business Administration from McGill University, Canada. Ms. Lito Ioannidou is a Consultant for fund raising, mergers & acquisitions, finding strategic investors and restructuring of debts and business strategy through the company "LIAL BUSINESS CONSULTANTS" founded in 2006 and has served as Executive Vice President-General Director of the Athens Exchange SA (2001-2005). She has also served as President and CEO at City-Leasing SA (1998-2000), as Vice President - Deputy Market Manager Greece (2000), Vice President-Corporate Head (1993-2000), Head of Corporate Credit / Risk Management in the Country citibank NA, Greece (1989-1993).

She has also been a member of the Working Committee (Higher Coordinating Committee) of the Federation of European Securities Exchanges (FESE) and Chairman of the Audit Committee of FESE and has been involved in conducting portfolio quality control and risk management procedures for Citibank Germany (1986), Egypt (1988), Argentina (1989), Italy (1991), London (1994). She has participated in Board of Directors of MAILLIS PACKAGING SYSTEMS SA & LAVIPHARM.SA



9) Markos Komondouros of Panagiotis and Janet, Economist who was born in Athens Attiki in 1963 and is an Independent Non-executive Member.

Mr. Markos Komondouros has a 15 year career in SGWarburg / UBS covering all aspects of finance and financial advisory financial services in international markets , specializing in mergers and acquisitions . After five years in London and Paris , he moved to Constantinople and founded the Turkish office of the bank. He remained in Turkey for 5 years , increasing the size of activities in all fields , with particular emphasis on international investments in Turkey . Most recently , Markos has established and led a specialist team of UBS London in the field of support services. After his departure from UBS in 2003 , Markos Komondouros continued his advisory services in the United Kingdom, Greece and Turkey through Vector Partners. He served in the BOD of Probank and continues to be a member of the BOD in TANE0. He speaks English, Turkish, French, Spanish and Italian. He holds of a B.Sc in Mathematics from the Imperial College, an MBA from the London Business School and an MA in applied linguistics from the Birkbeck College.

In accordance with the Articles of Association, members of the board of Directors are elected by competent executives including people from various science disciplines namely economists, financial advisors, engineers, and lawyers contributing globally in developing a comprehensive strategy. The percentage representation of males to females in the Board consists of 67% men and 33% women.

The Board of Directors term of office expires at the Annual General Meeting of Shareholders in 2020.

2.1.3 The Board of Directors convene as frequently as the needs deem it necessary.

In 2015 the Board of Directors convened 49 times in which there was always the legal majority for the purpose of decision making. In these meetings, with the major daily issue (approval of the financial statements etc) there was always a quorum of all members of the Board of Directors.

The members of the BoD have other business obligations which are referred to in the appendix of the Present.

2.2. Committees

The company has formed and operates an Audit Committee.

A. AUDIT COMMITTEE:

The company had already formed an Audit Committee since 2002, while it fully complies with the provisions of article 37 of the L.3693/2008 regarding the formation of Audit Committee comprising of members of the Board of Directors.



The Audit Committee has the following tasks:

- a) Supervising the financial reporting procedure
- b) Supervising the effectiveness of the Internal Audit and the risk management systems, as well as supervising the efficiency of the Internal Audit department of the company
- c) Monitoring the audit procedure on financial and consolidated financial statements.
- d) Reviewing and monitoring all issues related to the independence and objectiveness of the external Audit control firm, in particular when other services are also provided from the audit firm to the company.

The task of the audit committee and the matters of discussion are in connection with securing the effectiveness and efficiency of the company's operations, the audit and reliability of financial information presented to the investors and to the shareholders of the company, the compliance of the company with the legal and normative framework, the safeguarding of the company's assets and the location and confrontation of the most significant risks.

The Audit committee during the year 2015 (01/01/2015-31/12/2015) convened 4 times as at 27.03.2015, 22.05.2015, 27.08.2015 with the participation of all members either in person or in proxy.

The members of the Audit Committee are Mr. Petros Fronistas, Mr. Konstantinos Lambrinopoulos, and Ms. Lito Ioannidou.

Ms. Lito Ioannidou is the president of the Committee.

B) Corporate Governance Committee:

The task of the Corporate Governance Committee is to monitor the corporate governance system adopted by the Company, to monitor the implementation of internal company policies as regards procedures, keeping up on trends in terms of corporate governance systems and best practices as well as with the respective existing domestic law and recommendations to the Board for the amendment, improvement or adoption of new best practice behavior.

According to the decision of March 29, 2016, the Board elected as members of the Governance Committee Ms. Lito Ioannidou and Christina Sakellaridi and Mr. Petrow Fronistas. The Committee will set up a body in the following period and will elect / the President.

Further, since the Internal Policies of the Company provides for the possibility of setting up other Committees (Strategic Planning and Investment, etc.) from the Board members and in order to assist in its work, the Board of Directors at its meeting on March 29 decided to review the feasibility and the their operations and to return during the next meeting.

Finally there is the Group Executive Committee composed of executive members of the BOD and CEOs and deals with operational issues.



3. General Assembly of the Shareholders

3.1 Manner of operation of the General Assembly and its basic Authorities

3.1.1 The General Assembly is the supreme body of the Company and has the right to decide for any company matter and to conclude upon all matters and the legal decisions which are submitted or said to those that are either present or absent.

More specifically the General Assembly is exclusively competent to decide upon:

- a) the amendments of the articles of association which include increases or decreases of the capital share, apart from the cases which are mentioned in article six (6) paragraph of the Articles of Association and other cases that are enforced by law.
- b) the election of the members of the Board of Directors, with the exemption of paragraph 1 of article 17 of the Articles of Association and the appointment of the Auditors,
- c) the approval of the annual financial statements of the Company,
- d) the distribution of annual profits,
- e) the issuance loans with debentures as these are referred to in articles 3a, 3b, and 3c of C.L. 2190/1920.
- f) the merge, extension of the duration or dissolution of the Company,
- g) the appointment of liquidators,
- h) the appointment of members of the first BoD, as stated in paragraph 4 of article 16 of the Articles of Association.

3.1.2 The General Assembly convenes obligatorily at the Company's offices or at the region of another municipality which is located within the province in which the headoffice is located or in the region where the office of the exchange market is located, at least once in each financial year and within 6 months at most from the end of the year (Ordinary Shareholders Meeting).

3.1.3 The General Assembly is always convened by the BoD in an extraordinary meeting whenever it considers it necessary

3.1.4 The Shareholder Meeting ordinary or extraordinary, with the exception of the repeating Meetings and those that simulate it, must convene twenty (20) days at least before its date including the non working days. The date of publication of the invitation and the day of the General Assembly are not calculated.

3.1.5 The invitation to the Shareholder Meeting includes at least the location, the date and the time of the meeting in addition to the matters in the agenda in a clear manner.

3.1.6 The right to extension in any general assembly, ordinary or extraordinary, in person or via a proxy who is a shareholder of the company or is a third party but has been appointed from the shareholder as a proxy with any sort of document even through a simple letter is possessed by each shareholder having at least one share.

3.1.7 The Shareholder Meeting has a quorum and duly convokes in the matters of the agenda when in the said shareholders who represent one fifth (1/5) at least of the paid share capital are represented. If such quorum is not achieved the General Assembly converges again in twenty (20) days from the date of the meeting which was cancelled invited for that purpose ten (10) at least days earlier. The said repetitive meeting duly convokes for the matters of the initial agenda no matter what



percentage of the share capital is represented. A new invitation is not required if in the first invitation the date and location of the repetitive meeting is stated in the provisional by law meetings, for the event of non achievement of a quorum.

3.1.8 Exceptionally, when it concerns decisions regarding the alteration of the Company's nationality, the alteration of the purpose or object of the Company's business, the alteration of the Company's shares to registered, the increase of the obligations of shareholders, the increase of share capital, which is not based on the provisions of the Articles of Association in accordance with article 13 (paragraph 1 and 2) of C.L 2190/1920 or as required by the articles of the law or through the capitalisation of reserves, the decrease of share capital, the alteration of the mode of distribution of profits, the merging, dispersion, alteration, revival of the company, extension of the company's term of operation or dissolution of the company service or renewal of the authority to the Board of Directors for capital increase in accordance with article 13 of paragraph 1 of C.L 2190/1920. The General Assembly has a quorum and duly convokes when shareholders representing two thirds (2/3) of the paid share capital are represented. If such a quorum is not achieved, the General Assembly is invited and is gathered according to the provisions of paragraph 2 of article 35 of the Articles of Association and forms a quorum and meets upon the matters of the initial agenda when at least ½ of the paid up share capital is represented. If such a quorum is still not achieved, the General Assembly is invited and is gathered and meets upon the matters of the initial agenda when at least 1/5 of the paid up share capital is represented. A new invitation is not required if in the first invitation the date and location of the repetitive meeting is stated in the provisional by law meetings, for the event of non achievement of a quorum.

3.1.9 The President of the BoD or when he is hindered his lawful replacer presides temporarily in the General Assembly and defines as secretary one of the Shareholders or their proxys who are present, until the list of shareholders is certified by the General Assembly, who are entitled to participate in the said and elects the ordinary presiding office. The Presiding Office is composed of the President and the Secretary who also executes duties of vote – teller. The election is performed with a silent vote except if the General assembly decides through a majority the election of the President with an open voting procedure.

3.1.10 The discussions and the decisions of the General Assembly are restricted to the matters of the agenda. The agenda is drawn by the BoD and includes the proposals of the BoD towards the Assembly. Discussions other than the matters in the agenda are not permitted with the exception of extraordinary cases such as the modification of the issues of the Board of Directors to the General Assembly or for matters intended for another General Assembly.

3.2 Shareholders Rights and manner of exercising these

Each share carries all the rights and obligations set out in law and in the Articles of Association of the Company. Ownership of a share automatically entails acceptance by the owner of the Articles of Association and of the legal decisions taken by the competent bodies of the Company.

Each common share entitles the owner to one vote.

Shareholders' liability is limited to the nominal value of the shares they hold.



3.2.1. SHAREHOLDERS RIGHTS IRRESPECTIVE OF THE PERCENTAGE SHAREHOLDING

a. Right to attend and vote at the Shareholders' General Meeting

Any person appearing in the capacity of shareholder in the Dematerialized Securities System files managed by "Hellenic Stock Exchanges SA" [former Central Securities Depository], where company's securities are being held, is entitled to participate at the General Meeting.

Shareholding capacity is evidenced by presenting a relevant written certificate issued by the aforementioned entity, or by direct online connection of our company with said entity's files. Shareholding capacity must be effective at the beginning of the fifth (5th) day (Date of Record) prior to the date of the General Meeting, and the relevant certificate regarding the shareholding capacity must be received by Company no later than the third (3rd) day prior to the date of the General Meeting.

With regard to the 1st Reiterative Extraordinary General Meeting, the shareholding capacity must be effective at the beginning of the fourth (4th) day prior to the date scheduled for the 1st Reiterative Extraordinary General Meeting (1st Reiterative Extraordinary General Meeting date of record), and the relevant written or electronic certificate regarding shareholding capacity must be received by company no later than the third (3rd) day prior to the date of the 1st Reiterative Extraordinary General Meeting.

The same provisions are applicable in the event of a 2nd Reiterative Extraordinary General Meeting .

Any shareholder failing to comply with the provisions of article 28a of codified law 2190/1920 may participate at the General Meeting only upon its permission. Exercise of these rights does not require blockage of the beneficiary's shares or compliance with any other procedure restricting the ability to sell and transfer them during the period between the Date of Record and the date of General Meeting.

A shareholder may attend the General Meeting and vote either in person or by proxy. Each shareholder may appoint up to three (3) proxies. Legal entities may participate at the General Meeting by appointing up to three (3) individuals as proxies. However, if a shareholder holds shares in a company, which appear in several securities accounts, said restriction will not prevent said shareholder from appointing different proxies in respect of the shares in each securities account in relation with the General Meeting. A proxy acting on behalf of several shareholders may vote differently for each shareholder.

A shareholder proxy must disclose to the company, before the General Meeting begins, any specific event which may be useful to the shareholders in assessing the risk of the proxy serving interests other than those of the shareholder. In the sense of this paragraph, a conflict of interest may especially arise when a proxy: a) is a shareholder controlling the company or is another legal entity or an entity controlled by that shareholder; b) is a member of the board of directors or of the administration of the company or shareholder controlling the company in general, or another legal entity or an entity controlled by a shareholder who controls the company; c) is an employee or auditor of the company or shareholder controlling the company, or of another legal entity or entity controlled by a shareholder who controls the company; d) is spouse or first degree relative to one of the individuals referred to under (a) through (c) above.



The appointment and revocation of a shareholder proxy is made in writing and notified to the Company under the same form, at least three (3) days prior to the date scheduled for the General Meeting.

The company will make available at its website (www.nireus.com) for the purpose of the General Assembly a form which may be used for the appointment of proxy which can also be obtained from the Company's offices (tel 210-6698335, Investors Relations Department). The said form must be submitted, duly completed and signed by the shareholder, to the Company's Shareholders Service at 1st km Koropiou-Varis Avenue, Koropi Attikis 19400 or by fax to the number 210-6626998 at least three (3) days prior to the date of the General Meeting. Beneficiaries are responsible for confirming successful remittance and receipt of proxy documentation by the company, by calling the following numbers: 210-6698335.

The participation of the shareholders to the General Meeting by electronic means is not yet available.

b. Preference rights : In case of a share capital increase, when that increase is not realized by contribution in kind, or by the issue of convertible bonds, preference rights are granted to Shareholders of the Company at the date of issue, proportionate to their holding in the existing share capital.

According to the provisions of article 13 cl.10 of L.2190/1920, preference rights can be limited or cancelled, by decision of the General Meeting, taken according to the provisions of articles 29 cl.3 and 31 cl.2 of the L.2190/1920 (quorum of 2/3 of the issued share capital, majority of 2/3 of the present or represented voting rights)

c. Right to collect dividends : According to the company's Articles of Association the minimum dividend which must be distributed each year by the Company is equal to the minimum annual dividend specified by law (Article 45 of Codified Law 2190/1920) which according to Article 3 of Development Law 148/1967 is at least 35% of the Company's net profits, after all necessary withholdings are made in order to establish the statutory reserve.

Dividends are paid within 2 months from the date of the Ordinary General Assembly of Shareholders which have approved the Company's annual financial statements. The place and method of payment is announced in notices published in the press, the ATHEX Daily Official List and website and the Company website. Dividends which remain unclaimed for a period of five years from the date on which they become payable may not be claimed and are forfeited to the State.

d. Rights in product of liquidation

On completion of the liquidation, the liquidators return the contributions of the Share-holders in accordance with the Articles of Association and distribute to them the balance from the liquidation of the Company's assets in proportion to their share in the paid-up capital of the Company.

e. Right to request information : Following a request of any shareholder, which is submitted to the Company at least five (5) full days prior to the Annual General Assembly, the Board of Directors is obligated to provide at the General Assembly the specifically requested information regarding the affairs of the Company, to the extent that these are relevant for the proper evaluation of the issues on the agenda.



- f. Right to request the recording of an accurate summary of its opinion in the minutes of a shareholders general meeting .
- g. Right to receive copies of financial statements and reports from the Board of Directors and auditors ten (10) days prior to the Annual General Assembly.
- h. Right to object the list of the attending and voting shareholders, which is prepared 24 hours before the shareholders meeting, until the opening of the meeting.
- i. Right to claim loss indemnity from the company for damages incurred due to a shareholders' meeting decision which was not taken according to the law or the company's articles of association or which was made by abuse of power from the majority shareholders or which was taken by a general meeting illegally convoked or formed or due to the fact that the requested information on the items of the agenda were not provided (this right must be exercised within three (3) months from the date of the submission of the general meeting minutes to the competent authority)
- j. Right to claims against the members of the company's Board of Directors in relation to the management of the corporate affairs , if the damage incurred was due to fraud.

3.2.2. SHAREHOLDERS RIGHTS REPRESENTING AT LEAST 2/100 OF THE SHARE CAPITAL

Right to request by a civil lawsuit the annulment of a shareholders' meeting decision. A decision may be annulled if taken without giving the required information requested by the shareholders who are also requesting the annulment or by abuse of right by the majority under the conditions of article 281 of the Civil Code.

3.2.3. SHAREHOLDERS RIGHTS REPRESENTING AT LEAST 1/20 OF THE SHARE CAPITAL

- a.Right to request from the President of the meeting to postpone (only once) the taking of a decision by the general meeting for all or some subjects of the agenda. The meeting continues within 30 days the latest.
- b.Right to request from the company's Board of Directors the convocation of an extraordinary General Shareholders meeting within 30 days.
- c.Right to request from the Board of Directors to include in the agenda of the General Meeting which has already been convoked any additional subjects including justification and decision drafting, if the relevant request is communicated to the Board of Directors at least fifteen (15) days before the meeting. The revised agenda is published thirteen (13) days before the meeting, including justification or decision draft.
- d.Right to request, until the 7th day before the Shareholders Meeting, to be provided with the drafts of the decisions on the items of the agenda at least six (6) days before the Meeting.



e.Right to request the announcement to the Annual General Meeting the amounts which during the last two years were paid to each member of the Board of Directors or the managers of the company, as well as any benefit to these persons for any reason or any contract between them and the company.

f.Right to request that the decision on any subject of the agenda of the general meeting is taken by roll-call vote.

g.Right to oppose to the granting of permission by the general meeting for the granting of guarantee of other security in favour of the members of the Board of Directors, the persons who exercise control over the company, their spouses and relatives by blood or by marriage up to the third degree, as well as the legal entities which are controlled by the above.

h.Right to file a petition to the Court of first instance of the district where the company has its registered seat requesting the company's audit. The court orders the audit if it finds probable that certain acts violate the provisions of the law or the company's articles of association or the general meeting's decisions.

i.Right to oppose to the approval by special decision of the Shareholders General Meeting after the conclusion of a contract between the company and the members of the Board of Directors, the persons who exercise control over the company, their spouses and relatives by blood or by marriage up to the third degree, as well as the legal entities which are controlled by the above.

The above approval is not necessary in case of acts that do not exceed the limits of current transactions of the company with third parties.

3.2.4. SHAREHOLDERS RIGHTS REPRESENTING AT LEAST 1/10 OF THE SHARE CAPITAL

a.Right to request for a mandatory filing of claims against the members of the Board of Directors arising from the management of the company's affairs , within six months from the request . The request of the minority shall be taken into account only if it is verified that the applicants had become shareholders at least three (3) months before such request was submitted.

b.Right to oppose to the approval by special decision of the Ordinary General Meeting on the granting of any remuneration or compensation to a Director with exception of the remuneration for services provided to the company on the basis of a special relationship of employment or mandate the amount of which is not specified in the Articles of Association.

3.2.5. SHAREHOLDERS RIGHTS REPRESENTING AT LEAST 1/5 OF THE SHARE CAPITAL

a.Right to request from the Board of Directors the provision of information to the General Meeting about the course of the company matters and the financial position of the company.

b.Right to oppose to the company's waiver of its claim for damages against members of the Board of Directors or to the settlement two years after such claim was established, in the frame of the General Meeting convoked to decide upon granting of consent on the above matters.



c.Right to petition the Court of First instance requesting the audit of the company, if from the overall track record it is credible to believe that the management is not exercised according to the rules of good and prudent management.

3.26. SHAREHOLDERS RIGHTS REPRESENTING AT LEAST 1/3 OF THE SHARE CAPITAL

Right to oppose to the approval by special decision of the Shareholders General Meeting of a contract between the company and the members of the Board of Directors, the persons who exercise control over the company, their spouses and relatives by blood or by marriage up to the third degree, as well as the legal entities which are controlled by the above persons. The above approval is not necessary in case of acts that do not exceed the limits of current transactions of the company with third parties.

4. System of Internal Control and Risk Management

4.1 Main characteristics of the Internal Control

4.1.1. The Internal Audit of the company is conducted by the Service of internal control according to the programme of control included in the Internal Operational Guideline of the company.

It is noted that the audit on the base of which the relevant report is drawn up in accordance with law 3016/2002, as it stands today and especially in accordance with the articles 7 and 8 of the present law, as well as Decision 5/204/2000 of the Hellenic Market Committee, as it stands after its alteration by the Decision of the BoD of the Hellenic Market Committee no 3/348/19.7.2005.

4.1.2 During the control the Service of Internal Audit takes into account all the necessary books, files, bank accounts and portfolios of the company and asks for the complete and constant cooperation of the management so that all the necessary information and data with the purpose to reach conclusions that do not entail substantial inaccuracies. This control does not include any evaluation of the appropriateness of the accounting principles that were adopted as well as the estimations made from the management as these are a matter of the legal auditor.

4.1.3 The scope of audit is the evaluation of the general level of the procedures of the system of internal control. In any period under audit several scopes of control are chosen, while the organization and operation of the BoD is constantly controlled as well as the Service of Servicing Shareholders and Investor Relations that operate based on the law 3016/2002.

4.2 Risk management concerning the financial statements

The Group has installed and maintains an infrastructure of information systems which secure the accurate reflection of financial data. More specifically, the parent company and the companies which are located in Greece operate via a Central ERP system in which entries are made to the subsystems of the commercial, productive, tracking and other accounting management processes, on a daily basis.



In addition a Payroll Monitoring System and Human Resource Management system operates for the correct presentation of the payroll charges.

Sales Management system which aims at the detailed analysis per item, document, sale customer, country etc for the preparation of the weekly sales report which includes historical, budgeted, and actual data and analysis of the deviations at both the level of the parent company as well as on a Group basis.

The production management system which all fattening production units with a daily recording and audit of all production works.

Separate budget and actual management system for each company and for the consolidated data. The organisational structure in addition to the business model of each company has been coded for each of its operations. The entries of financial production and other data are made on a cost center and business unit basis. They are audited and analysed and are presented both on a weekly basis and on a monthly basis.

Furthermore, there are security checks during the preparation of financial statements and financial reporting.

The basic areas in which the above checks operate are the following:

Organisation – Allocation of Responsibilities

- The assignment of responsibilities and authority to senior management as well as to middle and lower level management ensures the enhancement of the performance of the System of Internal Audit, with a parallel safeguarding of the necessary segregation of duties.
- The appropriate staffing of the finance department with employees that have the necessary technical knowledge and experience for the responsibilities to which are assigned.

Accounting review procedures and preparation of financial statements

- The existence of common policies and manner of operation of the accounting departments which have been announced to the subsidiaries of the Group, which have terms, accounting principles which are used form the Company and its subsidiaries, guidance for the preparation of financial statements, financial reporting consolidation etc.
- Automatic audits and checks which are carried out between the different information systems while a special approval is required for one-off extraordinary transactions.



- The existence of specific checks for the fixed assets, the inventories, cash and cash equivalents –cheques and other assets of the company, such as for instance the physical security of cash or stock and the stocktaking and the comparison of the counted quantity and those of the accounting books.
- Existence of a list of approved levels of authorities to which the assigned authorities to the various management of the company for specific transactions or duties (for example payments, receipts, legal transactions).

5. Additional information

5.1 Article 10, par. 1 of the Guidance 2004/25/EK of the European Parliament and Committee of April 21st 2004, relevant to the public offerings for the titles of companies that are negotiated in organized markets:

“The EU countries ensure that the companies which are referred to in article 1 of paragraph 1 publish detailed information with respect to the following: a) structure of their capital including titles which are not listed in an organised market of an EU country and in special cases , an indication of the different categories of shares with the rights and the obligations which are associated with each category of shares and the percentage of the total share capital which they represent b) all restrictions in the transfer of titles, such as the restrictions in the ownership of titles or the obligation to obtain approval from the company or from other owners of titles, with the reservation of article 46 of the Guidance 2001/34/EK.

c) the significant direct or indirect participations (including indirect investments via pyramid structure) as defined by articles 85 of the Guidance 2001/34/EK

d) the owners of any type of title which grants special audit rights and description of the said rights

e) the audit mechanism which may possibly be provided for in a system in which employees participate , under the condition that the audit rights are not exercised directly through the employees.

f) any type of restrictions in voting rights, such as the restrictions in the voting rights to owners of a specific percentage or number of votes, the due dates of exercising the voting rights or systems to which along with the cooperation of the company, the financial rights which result from the titles and are separated from the titles.

g) agreements between shareholders which are known to the company and may possibly result in restrictions in the transfer of titles and/or voting rights as defined by the Guidance 2001/34/EK

h) regulations concerning the appointment and replacement of board of directors members in addition to the amendment of the Articles of Association

i) each significant agreement to which the company participates and which begins to be valid, is amended or expires in the event of a change in the audit of the company following public acquisition proposal and the results of such an agreement except if, due to its nature, its disclosure would create serious damage to the company. This exemption is not valid when the company is explicitly obliged to disclose similar information based on other legal requirements.

j) Each agreement which the company has contracted with the members of the board of directors or with its personnel, for which a provision exists for indemnity in the event of resignation or redundancy without a justifiable reason or their employment has terminated as a result of the public acquisition proposal”.



5.2 In relation to this information the company declares the following:

(a) The structure of the share capital, including the shares not listed for trading in an organized market in Greece or another member-state, reporting for each category of shares the rights and the obligations related to this category and the percentage of the total share capital that the shares of this category presented.

The share capital of the Company as at 31.12.2015 amounted to Euro 77.709.145,80 composed into 259.030.486 shares of par value Euro 0,30 each and is fully paid up. The entire company's shares are ordinary, registered, with voting rights, listed for trading on the Athens Exchange and have all the rights and the obligations prescribed by the Law.

It is to be noted that in accordance with the resolutions of the Extraordinary General Meeting held on December 7, 2015, the share capital of a) increased by the amount of the contributed share capital of the acquired company SEA FARM IONIAN A.E. amounting to € 12.952.331,20 after the delisting of the shares held by the acquiring company NIREUS AQUACULTURE SA by € 3.477.588, namely it was increased by € 9.474.743,20 and b) increased by the amount of € 0.20 with capitalization of reserves due to roundings of the account "Difference from the issuance of shares above par", by issuing 31.582.478 new ordinary registered voting shares.

Following the above, the company's share capital amounts to a total of 87.183.889,20 eighty seven million one hundred and eighty-three thousand eight hundred and eight nine euros and twenty cents (87.183,889,20) divided into two hundred and ninety million six hundred and twelve thousand nine hundred and sixty four (290.612.964) ordinary registered voting shares with a nominal value of € 0.30 each.

The completion of the above share capital was certified through the announcement with the protocol number 5547/19.01.2016 of the General Commercial Registry while the introduction of the trading of the above shares on the Athens Exchange has not yet commenced.

(b) Restrictions in the transfer of the company's shares such as restrictions in holding of shares or the obligation in obtaining prior approval from the company or other shareholders or by a Public or Administrative Authority with the reserve of the article 46 of the Guidance 2001/34/EK..

The transfer of the company's shares is made as enacted by Law and do not exist out of its Articles of Association restrictions in their transfer.

(c) The company does not have direct or indirect participations (including indirect investments pyramid structure) as defined by articles 85 of the Guidance 2001/34/EK.

Furthermore, the significant direct or indirect participation in the share capital and voting rights of the Company, based on the last disclosure, as defined by articles 9 to 11 of L. 3556/2007 are as follows:



Surname	Name	Father's Name	Number of Shares	% Percentage	Type of participation
Belles	Aristides	Stergios	13.428.101	5,18%	direct & indirect
National Bank of Greece			15.401.300	5,95%	direct
Linnaeus Capital Partners BV			15.037.877	5,81%	The company Linnaeus Capital Partners BV indirectly holds 5,81% with voting rights. Linnaeus Capital Partners BV was controlled 100% by Kahka Bendukidze who died on 13.11.2014. As at 26.02.2016 Linnaeus Capital Partners BV informed the company that the sole heirs of the deceased are Ms. Natalia Zolotova and Anastasia Goncharova
Eurobank			41.555.104	16,04%	Direct
Alpha Bank			53.970.353	20,84%	Direct
Piraeus Bank			85.745.567	33,10%	Direct and indirect

(d) Holders of any type of share granting special control rights and description of relevant rights.

Shares of the company, which grant special control rights to their shareholders do not exist.

(e) Restrictions in voting rights such as restrictions in voting rights to holders of certain percentage of the share capital or to holders of certain number of voting rights, and the time limits for the exercise of voting rights.

The Articles of Association do not provide for any restrictions in voting rights

(f) Shareholders Agreements, which are known to the company and entail restrictions in transfer of shares or restrictions in exercise of voting rights.

The company is not aware of the existence of shareholders agreements, which entail restrictions in the transfer of its shares or in the exercise of the voting rights arising from its shares.

(g) Regulations with respect to the appointment and replacement of members of the Board of Directors and amendment of the Articles of Association.

The rules provided by the company's Articles of Association for appointment and replacement of members of its Board of Directors and amendment of its articles, do not differ to that provided by the provisions of c. L. 2190/1920.



(h) Ability of the Board of Directors or certain members of the Board of Directors, to the issue new shares or repurchase treasury shares.

A. The Board of Directors of the Company is allowed to proceed with the issuance of new shares, following stipulated authorization on the basis of the General Assembly's decision in the following cases:

1) In accordance with article 13 paragraph 9 of c.L2190/1920, as in force, and in execution of the decision taken at the Company's Shareholders General Meeting held on 05-06-2006, which was listed in the Register of Companies on 20-06-2006, protocol number K2-9377, the three-year Stock Option Plan granted to the Members of the Board of Directors and to the Company's Management was approved. Specifically, following the exercise of rights have been vested from the participants in the program, a decision is taken by the Board of Directors as regards the increase of the Company's share capital by an amount which corresponds to the rights that have been exercised and the issuance of the respective new shares, in execution of the assumed liabilities based on the Plan. Subsequent to this, the Board of Directors proceeds with the decision released, based on article 11 of c.L.2190/1920 in respect of the certification of the paid-up share capital.

It is noted that due to the current economic decision of the capital market, the exercise of the above rights in the third year has not been made possible.

2) In accordance with article 3a of c.L 2190/1920, as in force, and in execution of the decision of the A' Reiteration Extraordinary Shareholders Meeting of the Company, which was listed in the Companies Register of the Ministry of Development on 9-5-2007 with protocol number K2-6896, the issuance of the convertible bond loan into common with voting right shares with preference rights to old shareholders of an amount of 19.995.575,10 Euro was approved. Specifically, following the exercise of the right of conversion of debentures to shares, a Board of Directors decision is taken to increase the Company's share capital by an amount which corresponds to the conversion of debentures depending upon the conversion requests, and the conversion ratio, and the corresponding issuance of the company's new shares, in execution of the terms of the program of the convertible bond loan as these are in force. Subsequent to the above, the Board of Directors proceeds with the issuance of the decision, based on article 11 of c.L 2190/1920 in respect of the certified paid-up share capital.

3) In accordance with Article 3a of L.2190 / 1920, as in force, and in execution of the 04.05.2015 decision of the Repeat Annual General Meeting of shareholders, registered in the General Commercial Register on 26.5. 2015 number no. 57022 and approved the issuance of a bond convertible into ordinary registered voting shares with preemptive right of the existing shareholders amounting to 29,466,293 euros. Specifically, each time practicing bonds conversion rights to shares following the Board of Directors to increase the share capital by the amount corresponding to the conversion of bonds into shares according to the respective conversion applications and the current conversion ratio and corresponding issue of new shares of the company, pursuant to the terms of the Program of the above bond issue, as applicable. Then the Board shall issue a decision in accordance with Article 11 of L.2190 / 1920, certifying payment of the share capital.

(i) Significant agreements of the company that are in force, amend or expire in case of a change in the company's control following public motion and the results of the agreement, except if, due to its nature, the publication of the agreement would



cause serious loss in the company. The exemption of publication of the agreement is not effective when the obligation for publication arises from other provisions.

In the event of a change in the company's control following public proposal, there are no agreements, which are in force, are amended or expire.

(j) Agreements for indemnity compensation to members of the Board of Directors or personnel, in case of retirement or dismissal without basic reason or end of term or engagement due to public announcement.

There are no special agreements for indemnity compensation to the members of the Board of Directors or to personnel, specifically in case of retirement or dismissal without basic cause or termination of their service or their engagement due to public proposal.

The present Statement of Corporate Governance entails an integral and special part of the company's annual Board of Directors Report.



ATTACHMENT I

Name	Company which participates	Position in the Company
Aristeidis Belles Chairman and CEO	EUROMARE INSURANCE AGENCY S.A	President of the BOD and CEO
	PROTEUS EQUIPMENT S.A	President of the BOD
	KEGO AGRI S.A	President of the BOD
	SAFE ENERGY A.E. EXPLOITATION OF MILD FORMS OF ENERGY	President of the BOD and CEO
	TEMPLE TRADING	Shareholder
	SUNNYLAND S.A. UTILISATION OF PROPERTY	President and CEO
	ENTERPRISE CLUB	Member of the BOD
	GENERAL COUNCIL SEV	Member of the BOD
	GREEK ALGERIAN COUNCIL SEV	President
	IOBE	Member of the BOD
	PREDOMAR S.L . (resigned on 31/12/2015)	President
Nikolaos Chaviaras Vice President and Managing Director	PROTEUS EQUIPMENT S.A	Vice President
	NIREUS INTERNATIONAL LTD	Member of the BOD
	MIRAMAR PROJECTS CO LTD	Member of the BOD
	KEY PARKING S.A.	Administrator
	WHITEFLEX LIMITED	President
	CHAVIARAS N. & Co	Administrator
Antonios Chachlakis CEO	SAFE ENERGY A.E. EXPLOITATION OF MILD FORMS OF ENERGY	Vice President & Deputy CEO
	PREDOMAR SL	Vice-President and CEO
	KEGO AGRI S.A	CEO
	PROTEUS EQUIPMENT S.A	CEO
	EVOIKI SA DEVELOPMENT AQUACULTURE	President
	DEVELOPMENT SA AQUACULTURE ECHINADON NISON AND AITVLOAKARNANIAS	President
Constantinos Labrinopoulos, Member of BOD	SPRINT ADVERTISING SA.	CEO
	Hellenic Management Association (HMA)	President of BOD
	ALBA Business School	Member of BOD
	Foundation for Economic and Industrial Research	Member of BOD
	ENTERPRISE CLUB	A' Vice-President
	Being Essential SA	Executive Director
Leto Ioannidou , Member of BOD.	LAVIPHARM SA	Member of BOD
	LETO IOANNIDOU MONOPROSOPI LTD CONSULTANTS	Administrator



Markos Komondouros , Member of BOD	ILIOGENESIS SA	Member of BOD
	VECTOR PARTNERS SA	CEO
	NEW FINANCE FUND (TANEO)	Member of the BOD
Petros Fronistas Member of BOD	THRAKIS PLASTICS SA	Member of the BOD
	SARAKAKOI SA	Member of the BOD
Christina Sakellaridi, Member of BOD	KEGO AGRI SA	Member of the BOD
	CH.G.SAKELLARIDI CONSULTANTS	Owner
	PANELLINOS SYNDESMOS OF EXPORTS	Member of the BOD
	CPB ASSET MANAGEMENT A.E.D.A.K	Member of the BOD
Anna Pouskouri Member of BOD	HELLAS CAPITAL LEASING SA	Member of the BOD
	BODY OF ENTERPRISES NEON	Member of the BOD

THE CHAIRMAN OF THE BOD**THE MEMBERS****THE CHAIRMAN****ARISTEIDIS ST. BELLES**

An exact copy of the Minutes of the Meetings of the Board of Directors



ERNST & YOUNG (HELLAS)
Certified Auditors -
Accountants S.A.
Chimarras 8B
151 25 Maroussi, Greece

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THIS REPORT HAS BEEN TRANSLATED FROM THE ORIGINAL VERSION IN GREEK

INDEPENDENT CERTIFIED AUDITOR'S REPORT

To the Shareholders of "NIREUS AQUACULTURE S.A."

Report on the Separate and Consolidated Financial Statements

We have audited the accompanying separate and consolidated financial statements of NIREUS AQUACULTURE S.A., which comprise the separate and consolidated statement of financial position as at 31 December 2015, the separate and consolidated income statement, the separate and consolidated statement of comprehensive income, the separate and consolidated statement of changes in equity and the separate and consolidated statement of cash flow for the year ended, and a summary of significant accounting policies and other explanatory information.

Management's responsibility for the separate and consolidated financial statements

Management is responsible for the preparation and fair presentation of these separate and consolidated financial statements in accordance with International Financial Reporting Standards as adopted by the European Union, and for such internal controls as management determines is necessary to enable the preparation of separate and consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the separate and consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the separate and consolidated 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 separate and consolidated 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 separate and consolidated 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 accompanying separate and consolidated financial statements present fairly in all material respects the financial position of Nireus Aquaculture SA and its subsidiaries as at 31 December 2015, and of their financial performance and their cash flows for the year ended in accordance with International Financial Reporting Standards, as adopted by the European Union.

Report on Other Legal and Regulatory Requirements

- (a) The Director's Report includes a statement of Corporate Governance, which comprises the information as defined by paragraph 3d of article 43a, of Codified Law 2190/1920.
- (b) We confirm that the information given in the Directors' Report is consistent with the accompanying separate and consolidated financial statements in the context of the requirements of articles 43a (par.3a), 108 and 37 of C. L.2190/1920.

Athens, 31 March 2016

THE CERTIFIED AUDITOR ACCOUNTANT

PANAGIOTIS PAPAZOGLOU
S.O.E.L. R.N. 16631

ERNST & YOUNG (HELLAS)
CERTIFIED AUDITORS ACCOUNTANTS S.A.

CHIMARRAS 8B MAROUSSI,
151 25,GREECE
COMPANY S.O.E.L. R.N. 107

**Statements of Profit or Loss**

(Amounts in Euro)

		GROUP	
		31/12/2015	31/12/2014 (Restated*)
	Note		
Fair value of biological assets at the beginning of the period		163.662.396	170.151.405
Opening inventories at date of acquisition of subsidiary with biological assets			
Purchases during the period		(1.079.679)	(2.329.616)
Sales during the period		157.573.038	148.219.065
Less: Transfer to held for sale			6.091.674
Less: sale of subsidiaries		295.437	-
Fair value of biological assets at 31/12/2015		179.598.825	163.662.396
Gains resulting from changes in fair value of biological assets at the end of the period	25	172.725.225	145.492.114
Sales of non-biological goods-merchandise and other inventories	9	27.826.774	45.525.075
Raw Material Consumption	26	(95.422.733)	(101.600.716)
Salaries & personnel expenses	10	(27.494.061)	(28.165.353)
Third party fees and benefits	11	(21.264.136)	(21.253.583)
Finance expenses	12	(13.438.929)	(13.969.594)
Finance income	12	482.558	424.300
Impairment of goodwill and investments in subsidiaries	19, 20	-	(423.554)
Gain on measurement from refinancing of financial liabilities	33	57.186.865	-
Losses from measurement of financial assets at fair value	17,18	(1.246.026)	(1.706.254)
Loss of subsidiary companies held for sale	21	-	(7.064.409)
Losses from sale of subsidiary companies	21	(2.988.850)	
Depreciation	17, 20	(6.896.573)	(8.047.051)
Other expenses	13	(24.614.106)	(28.763.886)
Other income	14	3.201.879	3.057.706
Results for the period before taxes		68.057.887	(16.495.205)
Income tax	15	(139.800)	(763.719)
Deferred income tax	15,22	(7.862.105)	2.326.172
Other not charged to the operating cost taxes	15	-	(223.000)
Net profit/(loss) for the year		60.055.982	(15.155.752)
Attributable to:			
Equity holders of the Parent company		59.248.995	(14.152.132)
Non-controlling interests		806.987	(1.003.620)
Total		60.055.982	(15.155.752)
(Losses)/profit per share – (basic and diluted) in €	16	0,5678	(0,2223)
Earnings after taxes per share – diluted in €	16	0,4352	(0,1763)

* Due to the reclassification and net-off of a figure from "Other expenses" to "Sales of biological assets" Note 13.

The attached notes form an integral part of these financial statements

**Statements of Profit or Loss**

		COMPANY	
		31/12/2015	31/12/2014 (Restated*)
	Note		
Fair value of biological assets at the beginning of the period		156.861.359	155.012.142
Purchases during the period		(1.079.367)	(1.476.951)
Sales during the period		148.771.671	135.851.109
Fair value of biological assets at 31/12/2015		170.808.519	156.861.359
Gains resulting from changes in fair value of biological assets at the end of the period	25	161.639.464	136.223.375
Sales of non-biological goods-merchandise and other inventories	9	16.649.520	20.730.975
Raw material consumption	26	(81.135.572)	(78.337.537)
Salaries & personnel expenses	10	(22.851.314)	(22.263.409)
Third party fees and benefits	11	(21.645.310)	(21.102.706)
Finance expenses	12	(12.824.078)	(13.124.167)
Finance income	12	605.610	572.621
Gain on measurement from refinancing of financial liabilities	33	57.186.865	-
Losses from measurement of financial assets at fair value	17,18	(1.246.026)	(1.243.505)
Impairment of investments in subsidiaries	21	(1.680.908)	(3.420.813)
Depreciation	17, 20	(6.189.958)	(6.643.002)
Other expenses	13	(22.207.229)	(21.963.131)
Other income	14	2.695.635	1.779.049
Results for the period before taxes		68.996.699	(8.792.250)
Deferred Income tax	15,22	(8.219.205)	516.509
Other taxes not included in operating expenses	15	-	(223.000)
Net profit/(loss) for the year		60.777.494	(8.498.741)

* Due to the reclassification and net-off of a figure from "Other expenses" to "Sales of biological assets" Note 13 .

The attached notes form an integral part of these financial statements

**Statements of Other Comprehensive Income**

(Amounts in Euro)

	GROUP	
	31/12/2015	31/12/2014
Net profit/(loss) for the year	60.055.982	(15.155.752)
Other comprehensive income		
Items which can be recycled through the income statement (I)		
Currency translation differences from the consolidation of foreign subsidiaries	480.876	473.525
Transfer of foreign exchange reserve from the sale of subsidiaries (Note 21)	2.329.860	-
Effect from the change in the income tax rate to 29% (Note 22)	(1.079.444)	-
	1.731.292	473.525
Items which cannot be recycled through the income statement (II)		
Effect from the change in the income tax rate to 29% (Note 22)	(61.596)	-
Movement in the revaluation reserve of property plant & equipment (Note 17)	(1.851.068)	719.833
Less: Deferred Tax (Note 22)	536.810	(173.485)
	(1.375.854)	546.348
Remeasured actuarial gains/(losses) on defined benefit plans (Note 10)	(130.406)	21.591
Less: Deferred Tax (Note 22)	37.818	(3.705)
	(92.588)	17.886
	(1.468.442)	564.234
Other comprehensive income (I+II)	262.850	1.037.759
Total Comprehensive Profit/ (Losses) after taxes	60.318.832	(14.117.993)
<i>-Equity holders of the parent company</i>	59.443.369	(13.395.907)
<i>-Non-controlling interests</i>	875.463	(722.086)
	60.318.832	(14.117.993)

The attached notes form an integral part of these financial statements

**Statements of Other Comprehensive Income**

	COMPANY	
	31/12/2015	31/12/2014
Net profit/(loss) for the year	60.777.494	(8.498.741)
Items which can be recycled through the income statement (I)		
Effect from the change in the income tax rate to 29% (Note 22)	(1.013.196)	-
	<u>(1.013.196)</u>	<u>-</u>
Items which cannot be recycled through the income statement (II)		
Effect from the change in the income tax rate to 29% (Note 22)	(61.596)	-
Movement in the revaluation reserve of property plant & equipment (Note 17)	(1.851.068)	138.278
Less: Deferred Tax (Note 22)	536.810	(35.952)
	<u>(1.375.854)</u>	<u>102.326</u>
Remeasured actuarial gains/(losses) on defined benefit plans (Note 10)	(128.110)	(6.096)
Less: Deferred Tax (Note 22)	37.152	1.585
	<u>(90.958)</u>	<u>(4.511)</u>
Other comprehensive income (I+II)	(2.480.008)	97.815
Total Comprehensive Profit/ (Losses) after taxes	58.297.486	(8.400.926)

The attached notes form an integral part of these financial statements

**Statements of Financial Position**

(Amounts in Euro)

	Note	GROUP		COMPANY	
		31/12/2015	31/12/2014	31/12/2015	31/12/2014
ASSETS					
Non-current assets					
Property, plant and equipment	17	73.176.053	76.134.881	71.424.322	70.015.589
Investment property	18	4.076.930	4.162.995	4.076.930	3.283.012
Goodwill	19	30.356.630	30.356.630	29.968.825	19.049.833
Intangible assets	20	15.052.109	15.082.914	12.846.961	4.168.686
Investments in subsidiaries	21	-	-	14.832.214	31.808.213
Deferred income tax assets	22	572.781	1.489.074	-	-
Available-for-sale financial assets	23	139.445	20.905	126.340	6.800
Other long-term receivables	24	283.430	521.273	258.769	456.293
Biological assets	25	60.828.477	70.915.786	59.441.639	69.463.499
		184.485.855	198.684.458	192.976.000	198.251.925
Current assets					
Biological assets	25	118.770.348	92.746.610	111.366.880	87.397.860
Inventories	26	9.488.572	10.674.633	7.485.510	8.096.937
Trade and other receivables	27	33.163.868	37.019.482	29.868.885	32.632.913
Other receivables	28	7.777.747	6.095.901	7.437.739	4.996.357
Other current assets	29	1.763.606	1.629.324	1.752.021	1.387.035
Derivative financial instruments	38	-	10.897	-	10.897
Restricted cash	31	6.984.229	4.245.364	6.984.229	4.245.364
Cash and cash equivalents		8.777.477	5.441.530	7.242.741	3.685.215
		186.725.847	157.863.741	172.138.005	142.452.578
Held for sale assets	21	-	8.514.960	-	-
Total Assets		371.211.702	365.063.159	365.114.005	340.704.503
EQUITY & LIABILITIES					
Equity					
Share capital	32	77.709.146	85.354.185	77.709.146	85.354.185
Less Treasury shares	32	(47.271)	(47.271)	(47.271)	(47.271)
Share premium account	32	36.840.284	36.248.476	36.840.284	36.248.476
Fair value reserves	32	37.244.726	30.809.596	36.776.940	29.096.988
Foreign currency translation reserve		-	(2.739.378)	-	-
Other capital reserves	32	84.814.135	10.245.123	85.048.585	9.057.838
Retained earnings		(115.372.456)	(108.684.369)	(112.429.548)	(99.538.359)
Equity attributable to equity holders of the Parent Company		121.188.564	51.186.362	123.898.136	60.171.857
Non-controlling interests		-	(7.785.751)	-	-
Total Equity		121.188.564	43.400.611	123.898.136	60.171.857
Non-current liabilities					
Long-term interest bearing loans borrowings	33	124.906.386	35.402.375	124.648.087	35.402.375
Deferred income tax liabilities	22	12.077.288	4.502.383	11.104.069	3.867.612
Net Employee defined Benefit obligations	10	2.608.348	2.365.903	2.508.226	2.106.215
Government grants	34	5.964.049	6.660.659	5.579.803	6.028.155
Other non-current liabilities	35	1.492.249	1.881.294	1.492.249	-
Provisions	36	2.879.403	3.392.058	2.752.478	717.968
Total non-current liabilities		149.927.723	54.204.672	148.084.912	48.122.325
Current liabilities					
Trade & other payables	37	44.589.006	48.031.309	40.884.679	44.023.371
Short-term interest bearing loan borrowings	33	10.281.264	62.762.422	7.170.369	59.911.273
Derivative financial instruments	38	-	2.316.142	-	2.316.142
Current portion of long-term financial liabilities	33	33.718.861	137.686.092	33.643.487	116.393.319
Other current liabilities	39	11.506.284	11.858.255	11.432.422	9.766.216
Total current liabilities		100.095.415	262.654.220	93.130.957	232.410.321
Held for sale liabilities	21	-	4.803.656	-	-
Total Liabilities		250.023.138	321.662.548	241.215.869	280.532.646
Total Equity and Liabilities		371.211.702	365.063.159	365.114.005	340.704.503

The attached notes form an integral part of these financial statements



Statements of Changes in Equity

Consolidated Statement of Changes in Equity

(Amounts in Euro)

	Share Capital	Treasury Shares	Share Premium	Asset Revaluation Reserve	Foreign Currency Translation Reserve	Other Reserves	Retained Earnings	Controlling interests	Non-controlling interests	Total
Balance of equity as at 1 January 2014	85.354.185	(47.271)	36.248.476	30.112.982	(3.139.556)	8.589.748	(92.536.295)	64.582.269	(6.897.096)	57.685.173
<i>Movement in equity for the period 1/1-31/12/2014</i>										
Losses after taxes	-	-	-	-	-	-	(14.152.132)	(14.152.132)	(1.003.620)	(15.155.752)
Other comprehensive income	-	-	-	696.614	400.178	14.540	(355.107)	756.225	281.534	1.037.759
Total comprehensive losses after taxes	-	-	-	696.614	400.178	14.540	(14.507.239)	(13.395.907)	(722.086)	(14.117.993)
Approved dividends from subsidiaries to non-controlling interests	-	-	-	-	-	-	-	-	(166.569)	(166.569)
Net off of retained earnings with reserves (Note 33)	-	-	-	-	-	325.298	(325.298)	-	-	-
Transfer of retained earnings to reserves (Note 33)	-	-	-	-	-	1.302.551	(1.302.551)	-	-	-
Legal reserve for the period (Note 33)	-	-	-	-	-	12.986	(12.986)	-	-	-
Total recognised Income/ Expense for the year	-	-	-	696.614	400.178	1.655.375	(16.148.074)	(13.395.907)	(888.655)	(14.284.562)
Balance of equity as at 31 December 2014	85.354.185	(47.271)	36.248.476	30.809.596	(2.739.378)	10.245.123	(108.684.369)	51.186.362	(7.785.751)	43.400.611
Balance of equity as at 1 January 2015	85.354.185	(47.271)	36.248.476	30.809.596	(2.739.378)	10.245.123	(108.684.369)	51.186.362	(7.785.751)	43.400.611
<i>Movement in equity for the period 1/1-31/12/2015</i>										
Profit after taxes	-	-	-	-	-	-	59.248.995	59.248.995	806.987	60.055.982
Other comprehensive income	-	-	6.325	(3.394.139)	2.739.378	(92.588)	935.398	194.374	68.476	262.850
Total comprehensive income after taxes	-	-	6.325	(3.394.139)	2.739.378	(92.588)	60.184.393	59.443.369	875.463	60.318.832
Acquisition of non-controlling interests (Note 21)	-	-	-	-	-	-	(1.029.592)	(1.029.592)	(320.408)	(1.350.000)
Increase in share capital due to capitalisation of loan borrowings (Note 32)	19.533.333	-	(946.290)	-	-	-	-	18.587.043	-	18.587.043
Transfer of share capital to retained earnings (Note 32)	39.066.667	-	-	-	-	-	(39.066.667)	-	-	-
Reduction in share capital due to the decrease in the par value of shares (Note 32)	(66.245.039)	-	-	-	-	66.245.039	-	-	-	-
Effect from the merger by absorption of the subsidiary company	-	-	1.531.773	10.505.863	-	10.240.161	(29.871.519)	(7.593.722)	7.494.573	(99.149)
Approved dividends from subsidiaries to non-controlling interests	-	-	-	-	-	-	-	-	(124.106)	(124.106)
Transfer of non-controlling interests to retained earnings	-	-	-	-	-	-	595.104	595.104	(595.104)	-
Net-off of retained earnings with reserves	-	-	-	-	-	(633.652)	633.652	-	-	-
Transfer of sale of subsidiaries (Note 21)	-	-	-	(676.594)	-	(1.189.948)	1.866.542	-	455.333	455.333
Purchase of treasury shares based on article 16 L.2190/1920	-	-	-	-	-	-	-	-	-	-
Total	(7.645.039)	-	591.808	6.435.130	2.739.378	74.569.012	(6.688.087)	70.002.202	7.785.751	77.787.953
Balance of equity as at 31 December 2015	77.709.146	(47.271)	36.840.284	37.244.726	-	84.814.135	(115.372.456)	121.188.564	-	121.188.564

The attached notes form an integral part of these financial statements

**Statement of Changes in Equity of the Parent Company****(Amounts in Euro)**

	Share Capital	Treasury Shares	Share Premium	Asset Revaluation Reserve	Other Reserves	Retained Earnings	Total
Balance of equity as at 1 January 2014	85.354.185	(47.271)	36.248.476	28.633.727	8.648.031	(90.264.366)	68.572.782
<i>Movement in Net equity for the period 01/01-31/12/2014</i>							
Losses after taxes	-	-	-	-	-	(8.498.741)	(8.498.741)
Other comprehensive income	-	-	-	463.261	(4.511)	(360.935)	97.815
Total comprehensive losses after taxes	-	-	-	463.261	(4.511)	(8.859.676)	(8.400.926)
Net off of retained earnings with reserves					414.318	(414.318)	-
Balance of equity as at 31 December 2014	85.354.185	(47.271)	36.248.476	29.096.988	9.057.838	(99.538.360)	60.171.857
<i>Movement in Net equity for the period 01/01-31/12/2015</i>							
Profit after taxes	-	-	-	-	-	60.777.494	60.777.494
Other comprehensive income	-	-	6.325	(3.328.845)	(90.958)	933.470	(2.480.008)
Total comprehensive income after taxes	-	-	6.325	(3.328.845)	(90.958)	61.710.964	58.297.486
Net-off of retained earnings with reserves	-	-	-	-	(633.652)	633.652	-
Increase in share capital due to capitalisation of loan borrowings (Note 32)	19.533.333	-	(946.290)	-	-	-	18.587.043
Transfer of share capital to retained earnings (Note 32)	39.066.667	-	-	-	-	(39.066.667)	-
Reduction in share capital due to the decrease in the par value of shares	(66.245.039)	-	-	-	66.245.039	-	-
Effect from the merger through absorption of the subsidiary company	-	-	1.531.773	11.008.797	10.470.318	(36.169.138)	(13.158.250)
Total	(7.645.039)	-	591.808	7.679.952	75.990.747	(12.891.189)	63.726.279
Balance of equity as at 31 December 2015	77.709.146	(47.271)	36.840.284	36.776.940	85.048.585	(112.429.548)	123.898.136

The attached notes form an integral part of these financial statements

**Statements of Cash Flow**

(Amounts in Euro)

Note	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Cash flows from operating activities				
Profits/(Losses) before taxes	68.057.887	(16.495.205)	68.996.699	(8.792.250)
Plus/less adjustments for:				
Depreciation charge	17,21 6.896.573	8.047.051	6.189.958	6.643.002
Provisions	947.575	5.467.451	282.904	197.505
Government Grants	34 (696.610)	(838.233)	(616.677)	(712.766)
Provisions for retirement benefit obligations	251.729	115.173	237.812	85.782
Portfolio measurement	38 (406.015)	(289.187)	(406.015)	(289.187)
Dividends	-	-	(124.106)	(166.569)
Finance income	12 (76.543)	(135.113)	(75.489)	(116.865)
Gain on measurement from refinancing of financial liabilities	33 (57.186.865)	-	(57.186.865)	-
Change in the fair value of biological assets	25 (11.922.239)	(5.583.755)	(10.717.985)	(9.122.445)
(Profit)/Losses from the sale of subsidiaries	21 2.988.850	-	-	-
Other non-cash items	1.441.985	6.479.579	2.477.693	4.700.853
Gains/(loss) from sale of property, plant and equipment-investments	24.242	(12.819)	27.482	(16.371)
Gains/(loss) from sale of investments	-	-	-	-
Finance expense and similar charges	12 13.387.119	13.894.531	12.774.373	13.060.006
Plus/less adjustments of working capital to net cash or related to operating activities:				
Decrease of inventories	(3.659.395)	5.783.626	(2.617.748)	6.834.439
Decrease/(increase) of receivables	(2.158.063)	13.642.254	2.554.230	9.998.488
Decrease of payable accounts (except Banks)	(2.006.764)	(15.246.604)	(3.728.779)	(14.080.159)
(Decrease)/increase of employee benefits	-	-	-	-
Less:				
Interest expense and similar charges paid	(9.701.016)	(7.500.180)	(9.356.709)	(7.366.145)
Income tax paid	(250.515)	(383.203)	-	65.602
Cash generated from operating activities (a)	5.931.935	6.945.366	8.710.778	922.920
Cash used from operating activities from sold subsidiaries(a)	(50.598)	-	-	-
Net cash generated from operating activities Total S(a)	5.881.337	6.945.366	8.710.778	922.920
Cash flows from investing activities				
Acquisition of subsidiaries and other investments	(1.418.711)	-	(1.417.911)	-
Proceeds from sale of subsidiaries	21 4.149.802	-	1.919.436	-
Proceeds from sale of other investments	1.210	-	1.210	-
Purchases of property, plant and equipment (PPE) and of intangible assets	17,21 (6.910.994)	(4.636.113)	(6.830.417)	(4.074.262)
Proceeds from sale of PPE and intangible assets	22.993	58.860	6.200	16.371
Proceeds from Government grants	-	2.274.509	-	2.274.509
Interest received	76.543	135.113	75.489	116.865
Dividends received	-	-	124.106	1.266.846
Cash generated investing activities (b)	(4.079.157)	(2.167.631)	(6.121.887)	(399.671)
Cash generated from investing activities on sold subsidiaries(b)	2.940	-	-	-
Net cash generated from investing activities Total S(b)	(4.076.217)	(2.167.631)	(6.121.887)	(399.671)
Cash flows from financing activities				
Expenses related to the issue of shares	(946.290)	-	(946.290)	-
Proceeds from the refinancing of bank loans	82.084.142	-	82.084.142	-
Proceeds from other issued/raised short-term loans	23.097.754	8.506.622	21.213.923	7.706.296
Repayments due to the refinancing of loans	(74.815.894)	-	(74.815.894)	-
Repayments of other short-term loans	(23.555.428)	(11.994.653)	(22.233.274)	(8.249.695)
Restricted cash	(2.738.865)	1.279.199	(2.738.865)	1.279.199
Repayments of financial instruments	(1.899.230)	-	(1.899.230)	-
Purchase / sale of treasury shares	(111.695)	(166.569)	-	-
Cash used in from financing activities (c)	1.114.494	(2.375.401)	664.512	735.800
Cash generated from financing activities on sold subsidiaries(c)	67.152	-	-	-
Net cash used in from financing activities Total S(c)	1.181.646	(2.375.401)	664.512	735.800
Net increase in cash and cash equivalents for the period Total of S(a) + S(b) + S(c)	2.986.766	2.402.334	3.253.403	1.259.049
Effects of exchange rate changes on the balance of cash held in foreign currencies	349.181	410.684	-	-
Cash and cash equivalents at beginning of the period	5.441.530	3.616.545	3.685.215	2.426.166
Cash and cash equivalents at beginning of the period of the merged company	-	-	304.123	-
Cash associated with held for sale assets	-	(988.033)	-	-
Cash and cash equivalents at end of the period	8.777.477	5.441.530	7.242.741	3.685.215

The attached notes form an integral part of these financial statements



1. Notes on the Annual Financial Statements

1.1 General Information

The company “NIREUS AQUACULTURE SA” (hereinafter the “Company”) is a company (societe anonyme) and a parent company of the group “NIREUS AQUACULTURE” (hereinafter the “Group”). The structure of the Group and the subsidiary companies are presented in Note 7 of the financial statements. The registered office of the company is situated at Koropi-Attica, Dimokritou Street, Portsi Place. The company’s web site is www.nireus.com. The company was established in 1988 in Chios and in 1995 was listed on the Athens Stock Exchange.

1.2 Nature of operations

The Company and the subsidiary companies of the Group are involved in a range of activities in the aquaculture sector. In particular, the main activities of the Group includes the production of juveniles, and fish as well as the trading and distribution of various products in domestic and international markets, the production of equipment such as nets, cages etc. for fish farming units, the production and trade of fish feed, the production and trade of processed fish, and production and sale of stock & aviculture products.

2. Basis of preparation of the financial statements

2.1 Basis of preparation

The consolidated and separate financial statements as at 31 December 2015 have been prepared in accordance with International Financial Reporting Standards (IFRS) as these have been issued by the International Accounting Standards Board (IASB) and have been adopted by the European Union until December 31 2015.

The consolidated financial statements are presented in Euros.

The consolidated financial statements have been prepared on a going concern basis and in accordance with the historical cost method apart from certain specific financial assets and liabilities which are stated at fair value and as presented in Note 45 of the annual financial statements. The consolidated financial statements are stated in Euro.

The preparation of the annual 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 accounting policies of the Company and the Group. These policies have been consistently applied to all years presented and which are analysed in Note 3. Areas which involve a higher degree of judgment or complexity from management, or areas where assumptions and estimates are significant to the separate and consolidated financial statements are stated in Note 5.



The Financial Statements as at 31 December 2015, (prior year 31 December 2014 data included), have been approved by the company's Board of Directors on March 29, 2015. According to the provisions of the Capital Market Commission, amendments to the financial statements are not permitted following their approval. Authorized changes are made only by the Shareholders during the Ordinary Annual Shareholders Meeting.

2.2 Going Concern

Current Economic Developments in Greece

The bank holiday that took place during the first 20 days of July 2015 and the continued imposition of various restrictions on capital movements have increased economic uncertainty and pressure on the financial system and public finances.

In this context, the Greek Government on July 8, 2015 submitted three year funding requests to the European Stability Mechanism (ESM). On July 12, 2015 the Euro Summit issued a statement to the effect that the Greek Government should institutionalize a series of measures as prerequisites for launching negotiations aimed at preparing a new plan of financial assistance under the EMS. The Greek Parliament on the 15th and 23rd of July approved part of the prerequisites that were set by the above Summit, and on August 14 approved the plan of Financial Assistance Contract by the ESM as well as the arrangements for the implementation of the Financing Agreement. The Action Plan was adopted by the Management Board of the ESM on the 20th of August.

In the context of the economic environment developed by the above events, risks arise, the most important of which relate to the liquidity of both the financial system and companies in terms of collectability of their receivables, asset impairment, revenue recognition, servicing existing loan liabilities and / or meeting financial terms and financial indicators, the recoverability of deferred tax benefits, the valuation of financial instruments, the adequacy of provisions and the going concern of operations.

The management of the Group and the Company examined the conditions raised by these developments in the Greek economy, and considering factors such as the Group's foreign export sales which approximate 80%, the current and expected customer base, the profitability and cash flows of the Group and the Company, it assessed that no significant impact is expected to result on the business activity, financial position and results of the Group and the Company.

Restructuring of the Bond loans

The management of the Company as at March 24, 2015 signed a Memorandum of Understanding (MOU) with the lending banks (Alpha Bank, Eurobank, National Bank, Piraeus Bank and Attica Bank) which provided for a tolerance period (standstill) until October 31, 2015, with respect to the due principal and interest payments of existing loans. The agreement of Mutual understanding also included an agreement to capitalise the existing loan borrowings with the issuance of new loans. The above agreement was submitted by the management of the Company to the A' Repetitive Annual General



Meeting of Shareholders. The First Repetitive Ordinary General Meeting of Shareholders approved the above decision on May 4, 2015.

Subsequent to the above, and on 18.09.2015 the management signed the loan agreements for the refinancing of the Company's bank loans with its creditor banks. Specifically, the agreements for the Common Bond Loans of the amounts of € 58,2 million, € 4,8 million and € 31,4 million as well as for the convertible bond loan agreement into shares of € 29,4 million, were signed. On 2.10.2015 the capitalization of part of the existing loans totaling € 58,6 million was completed. From the above agreements and on 16/10/2015 a total amount of € 82,1 million was disbursed. On 14/01/2016 an amount of € 20.9 million relating to the refinancing of the loans of SEAFARM IONIAN, as further analysed in Note 45 "Events after the reporting period" was disbursed while the remaining amount of € 20.8 million will be disbursed in accordance with the Company's needs and in connection with the fulfillment of certain contractual terms and conditions.

The Company's management assesses that :

- Their activities are proceeding as normal, a further increase in sales and an improvement in market prices.
- The Group and the Company have a strong customer base and sales.
- The Group and the Company have biological assets, the realization of which is feasible.
- The unstable economic environment is not expected to affect the activity and results of the Group and the Company taking into account openness and export business of the Group.
- The Group and the Company have cash flows from operating activity.

In light of the above, the successful completion of the restructuring of the loans of the Company following the merger with SEAFARM IONIAN SA and the refinancing of its loans ensures the continuation on a going concern basis of both the Company and the Group.

2.3 Basis of consolidation

The attached Group financial statements comprise the financial statements of the Parent Company in addition to the consolidated financial statements of the Group and its subsidiaries on which the Parent Company has the ability to exercise control on 31 December 2013.

Control is achieved when the Group is exposed, or has rights, to variate returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

Specifically, the Group controls an investee if and only if the Group has:

- Power over the investee (i.e existing rights that give it the current ability to direct the relevant activities of the investee)
- Exposure, or rights, to variate returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns



When the Group has less than the majority of the voting rights or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- The contractual arrangement with the other vote holders of the investee
- Rights arising from other contractual arrangements
- The Group's voting rights and potential voting rights

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the statement of comprehensive income from the date the Group gains control until the date the Group ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between the members of the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a loss in control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it derecognizes the related assets (including goodwill), liabilities, non-controlling interest and other components of equity while any resultant gain or loss is recognized in profit or loss. Any investment is recognized at fair value.

3. Summary of Significant accounting policies

The main accounting policies applied in the preparation of the consolidated financial statements and the separate financial statements of the parent are set out below.

3.1 Segment Information

A business segment is a group of assets and operations engaged in providing products or services that are subject to risks and returns that are different from those of other business segments. In accordance with IFRS 8, the Group uses the management approach to segment information. Information is based on that which management uses internally for evaluating the performance of operating segments and allocating resources to those segments. The segments are the following: Aquaculture, Fishfeed and Aviculture-stockbreeding.



3.2 Business Combinations and Goodwill

Business combinations are accounted for using the acquisition method. The cost of acquisition is measured as the aggregate of the consideration transferred, measured at acquisition date fair value and the amount of any non-controlling interest in the acquiree. For each business combination, the acquirer measures the non-controlling interest in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition costs incurred are expensed and included in the profit or loss statement.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for the appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date.

If the business combination is achieved in stages, the acquisition date fair value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date through profit or loss.

Any contingent consideration to be transferred by the acquirer will be recognized at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration which is deemed to be an asset or liability, will be recognized in accordance with IAS 39 either in profit or loss or as a change to other comprehensive income. If the contingent consideration is not within the scope of IAS 39 it is measured in accordance with the appropriate standard.

Goodwill is initially measured at cost being the excess of the aggregate of the consideration transferred and the amount recognized for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. If the fair value of the net assets acquired is in excess of the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all the assets acquired and all the liabilities assumed and reviews the procedures used to measure the amounts to be recognized at the acquisition date. If the re-assessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognized in profit and loss.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Where goodwill forms part of a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed of in this circumstance is measured based on the relative values of the operation disposed of and the portion of the cash-generating unit retained.



3.3 Investment in Associates

Associates are entities over which the Group has significant influence but which does not exercise control over their financial and business strategies. Significant influence is substantiated when the Group has a right to participate in the financial and strategic decision making, without it having the right to enact these. Investments in associates on which significant influence is exercised are accounted for using the equity method.

Under the equity method, the investment in the associate is carried in the statement of financial position at cost plus post acquisition changes in the Group's share of net assets of the associate until significant influence ceases to exist. Furthermore, the cost of the investment is adjusted with any potential impairment loss. When the losses attributed to the Group exceed the carrying amount of the investment, the carrying amount is reduced to zero without any further recognition of losses, except if the Group has established liabilities or has made payments in relation to the associate. The proportion of goodwill which relates to each associate company is included in the carrying amount of the investment and is not tested for impairment individually.

The statement of profit or loss reflects the proportion of the Group's investment in the results of the associate company. Any change in other comprehensive income of those investees is presented as part of the Group's other comprehensive income. In the event that there is a change which is directly recognized in the associate company's equity, the Group recognizes the proportion of its investment in these changes and reflects these in Equity. Unrealised gains and losses arising from transactions between the Group and its associate companies are eliminated to the extent of the Group's share in the associates. The Financial Statements of an associate are prepared for the same accounting period as those of the parent company and appropriate changes are made in order to ensure consistency with those of the Group when considered necessary.

3.4 Biological Assets and Agricultural Activity

Agricultural activity refers to an entity's management of the biological transformation of biological assets for sale, into agricultural produce, or into additional biological assets.

Biological assets are defined as animals and fish which are under growth and are classified as such until the point in time of harvest of the entity's biological assets, given that they are intended for sale, process or consumption. Management's right to biological assets can arise from ownership or from another type of legal action.

With the definition "Agricultural Activity" we refer to a diverse range of activities, which have certain common features such as:

- ✓ Capability of change, as for example, living organisms (animals and fish) that are capable of biological transformation.
- ✓ Management of change, creating, reinforcing or at least stabilizing conditions necessary for the development of the living organism.
- ✓ Measurement of change, that is the difference brought about by biological transformation so much in quality (maturity, fat cover) as also in quantity (weight, progeny, etc.) of the entity's biological assets.

The Group and Company should recognise a biological asset or agricultural produce when and only when:



- 1) They control the asset as a result of past events.
- 2) It is probable that future economic benefits associated with the asset will flow into the Group and the Company.
- 3) The cost of the asset can be measured reliably.

A biological asset is measured upon initial recognition and at each balance sheet date at its fair value less costs to sell except from the case where the fair value cannot be measured reliably.

The Group and company, following initial recognition of the biological assets measures these at each subsequent balance sheet date at fair value less costs to sell. In such a case where the biological asset cannot be measured accurately it is remeasured at its cost less any accumulated depreciation and any accumulated impairment losses.

A gain or loss arising on initial recognition of a biological asset at fair value less costs to sell and from a change in fair value less costs to sell of a biological asset is included in profit or loss for the period in which it arises. Gain may also arise on initial recognition of biological assets, as for example, at the birth of a living organism.

Biological assets are categorized into subcategories depending on the stage of maturity in order that the users of financial statements be informed about the timing of future cash flows that are expected to inflow to the Group and the Company from the biological resources.

Biological assets consist of mature, immature fish, juveniles and broodstock that are measured in accordance with IAS 41 and IFRS 13 as follows:

Juveniles:

Juveniles are counted in pieces, which arise from expected quantity net of statistically arisen mortality. This quantity is physically verified with the quantity of sold juveniles plus the quantity consumed for the production of fresh fish of the Company.

Juveniles are measured at fair value which results from the estimated selling prices less any estimated transportation costs.

Mature and immature fish:

The total biomass results from the following:

- (a) From a special software program measuring the biomass depending on the consumed food and the prevailing temperature and the type of the fish
- (b) The average weight per fish is calculated based on sampling testing of fish. The average weight multiplied by the number of fish, determines the total fish biomass provided that each fish cage contains a specific category and fish size.
- (c) The Company fully measures and compares any differences arising from the actual data of cages which are harvested with the data of the above estimation for any necessary amendments.



Mature fish:

The mature fish are measured at fair value. Due to the fact that there is no active market for fish from the Mediterranean aquaculture (and even more so for live fish) in its present location and condition , the obligation of the valuation of these fish in accordance with IAS 41 and IFRS 13 leads to the use of a estimated fair value of the fish on the basis of a hypothetical market and on the basis of Hierarchy of Level 2 fair value, considering the present location and condition of the biological assets.

The estimated fair value of the fish population at each reporting date is based on various factors, such as considerations for the hypothetical main market, the representative participants in this market, what the highest and best use of these assets are at the reporting date, the expected period / date of harvesting, and the prevailing observable and representative market prices for the final product (harvested fish).

Immature fish:

Regarding immature fish, biomass is measured, based methodology which is defined by Level 3 of the fair value hierarchy, at fair value less costs to sell based on future cash flow calculations and based on the rate of maturation of each lot, minus part of the estimated gross profits expected to realised during the specified harvesting period.

Broodstock:

Broodstock is measured at cost less any impairment losses .

Critical accounting estimates and judgments that affect the valuation of biological assets are referred to note 5.J.

3.5 Foreign currency translation

The financial statements of the Group and the Company are presented in Euros, which is the parent Company's functional and presentation currency.

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. At each reporting date at which the financial statements are prepared all monetary receivables and liabilities in foreign currency are translated into Euro in accordance with the prevailing exchange rate at the balance sheet date and foreign exchange differences are recorded in the income statement of the year.

Non-monetary items denominated in foreign currency which are carried at historical cost are translated in accordance with the exchange rate at the date of acquisition. Non-monetary items which are measured at the fair value's foreign currency are translated by using the exchange rate at the date of designation of the fair value. Gains and losses resulting from the translation of the non-monetary items are recognized in the same manner as gains and losses from the change in the fair value of these items.

During the consolidation assets and liabilities of foreign entities (foreign subsidiaries) are translated to the Euro currency by using the exchange rate which prevails at the reporting date of the financial statements and the results of the year are



translated using the rate which prevails at the date of transaction. The exchange differences which result from the conversion for consolidation purposes are recorded in the foreign currency translation reserve, as a separate item in the Statement of Comprehensive Income and are transferred in the Income Statement during the sale of the foreign operation.

3.6 Property, plant and equipment

All owner occupied property plant and equipment, apart from land, , construction in progress, buildings, machinery and technical installations as well as floating means, are presented in the financial statements at cost less the accumulated depreciation and accumulated impairment losses, if any.

Cost includes all directly attributable expenditure incurred for the acquisition of the asset, in addition to the replacement cost of parts of the fixed assets in addition to the borrowing cost provided that the capitalization criteria are met.

Self-constructed property plant and equipment comprise an addition to the cost of the assets at values which include direct personnel costs, those which contribute to the construction (corresponding social contribution expenses), raw material costs and other general expenses.

Subsequent costs and borrowing costs are included in the asset's carrying amount or recognized as a separate asset provided that the capitalization criteria are met.

All repairs and maintenance costs are charged to the income statement during the financial period in which they are incurred.

Land and Buildings in addition to machinery, technical installations and floating means are measured at fair value reduced by accumulated depreciation and accumulated impairment loss, if any. Measurement of fair value occurs at frequent intervals so as to ensure that the fair value of an adjusted asset does not significantly differ from its fair value.

A revaluation surplus which results from the revaluation of land, buildings, technical installations and floating means is recorded in OCI and credited to the asset revaluation surplus in equity. However, to the extent that it reverses a revaluation deficit or impairment loss of the same asset (as referred to in Note 3.9) previously recognized in profit or loss, the increase is recognized in profit and loss. A revaluation deficit is recognized in the statement of profit or loss, except to the extent that it offsets an existing surplus on the same asset recognized in the revaluation reserve.

An annual transfer from the asset revaluation reserve to retained earnings is made for the difference between depreciation based on the revalued carrying amount of the asset and depreciation based in the asset's original cost. Additionally, accumulated depreciation as at the revaluation date is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset. Upon disposal, any revaluation reserve relating to the particular asset being sold is transferred to retained earnings.

Depreciation is calculated using the straight-line method over its estimated useful lives, as follows:



Buildings	Average 50 years
Other Installations and equipment	Average 10 years
Mechanical equipment and technical installations	7 - 12 years
Other transportation means	8 - 25 years
Floating means	8 - 10 years
Furniture and othe equipment	5 - 10 years

An asset which is used for the purpose of self-use is derecognized during it sale or when no future economic benefits are incurred from its use of sale. Gains and losses on disposals are assessed by comparing the proceeds against the carrying amount and are recorded in the income statement during the derecognition of the asset.

The assets' residual values and useful lives are reexamined, and adjusted if appropriate, for future benefits at the end of each balance sheet date.

3.7 Investment Properties

Investment property is initially measured at cost, including transaction costs

Subsequent to initial recognition, investment properties are stated at fair value, which reflects market conditions at the reporting date. Gains and losses arising from changes in the fair values of investment properties are included in profit or loss in the period in which they arise, including its corresponding tax effects. Fair values are evaluated annually by an accredited external, independent valuer, applying a valuation model recommended by the International Valuation Standards Committee.

Investment properties are derecognized when either they have been disposed of or when the investment property is permanently withdrawn from use and no future economic benefits expected from its disposal. The difference between the net disposal proceeds and the carrying amount of the asset is recognised in the profit or loss in the period of derecognition.

Transfers to, or from, investment property should be made when, and only when, there is a change in use. For a transfer from investment property carried at fair value to owner-occupied property or inventories, the property's cost for subsequent accounting should be its fair value at the date of change in use. For a transfer from investment property to owner occupied property, the deemed cost for the subsequent accounting is the fair value at the date of change in use. If owner-occupied property becomes an investment property, the Group and Company account for such property in accordance with the policy stated under property, plant and equipment up to the date of change in use.

3.8 Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Intangible assets mainly include licenses computer software, and other programs. The cost of intangible assets acquired in a business combination is its fair value as at the date of acquisition. Intangible assets include goodwill, concessions and industrial property rights such as exploitation in fish farming, which relates to aquaculture licenses. Following initial recognition, intangible assets are carried at cost less



accumulated amortization and accumulated impairment losses, if any. Internally generated intangible assets, excluding capitalized development costs, are not capitalized and expenditure is reflected in the income statement in the year in which the expenditure is incurred.

The useful lives of assets are assessed as either finite or infinite.

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortization period and the amortization method for an intangible asset with a finite useful life are reviewed at least at the end of the reporting period.

Intangible assets with indefinite useful lives are not amortised but are tested for impairment at least on an annual basis, either individually or at the cash-generating unit level. The assessment expense is reviewed annually to determine whether the indefinite life continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Aquaculture licenses are not amortised due to indefinite useful life, although licenses and software computer licenses and other programs are amortised using the straight-line method over their estimated useful lives, from 1 to 5 years.

Gains or losses arising from the derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the income statement when the asset is derecognized.

Development Costs

Research costs are expensed as incurred. Development expenditures on an individual project are recognized as an intangible asset when the Group can demonstrate:

- The technical feasibility of completing the intangible asset so that it will be available for use or sale
- Its intention to complete and its ability to use or sell the asset
- How the asset will generate future economic benefits
- The availability of resources to complete the asset
- The ability to reliably measure the expenditure during the development

Following initial recognition of the development expenditure of the asset, the cost model is applied requiring the asset to be carried at cost less accumulated amortization and accumulated impairment losses. Amortisation of the asset begins when development is complete and the asset is available for use, while the asset is tested for impairment on an annual basis during its development stage.



3.9 Impairment of non-financial assets

Further disclosures relating to impairment of non-financial assets are also provided in the following notes:

- Property, plant and equipment Note 17
- Intangible assets Note 20
- Goodwill and intangibles assets with indefinite lives Note 19

The Group and Company assess at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when an annual impairment testing for an asset is required, the Group and Company estimates the asset's recoverable amount. The recoverable amount of the asset is the greater between the fair value of the asset or the Cash-Generating Unit, less the required selling costs and the value in use and is individually assessed for each asset, except if the asset does not create cash flows which are to a large extent independent from other assets or group of assets. If the carrying amount of an asset or Cash generating unit exceeds the revalued recoverable amount, then the asset is considered impaired and is thus decreased until its recoverable amount. For the valuation of its value in use, the valued future cash flows are discounted at present value with the use of a pre-tax interest rate which reflects the current market value for the time-value of money and for the risks which are associated with these assets. For the assessment of the fair value less the selling expenses, the most recent market transactions are taken into consideration if these exist. If such corresponding transactions cannot be identified in the market, then an appropriate revaluation method is used.

The Group's and Company's assessment of impairment losses is based on detailed budgets and projected calculations which are prepared separately for each Cash generating unit of the Group to which each asset has been allocated. The budgets and projected calculations generally cover a period of 5 years although for extended periods, a long term growth rate is calculated which is applied to future cash flows following the fifth year.

The impairment losses are recognized in current year's results apart from the revalued assets where the previous valuation results have been recognized in Other Comprehensive Income until the amount of the previous revaluation.

3.10 Financial Instruments (receivables/ liabilities)

i) Financial Assets

Initial Recognition and Measurement

During initial recognition, financial assets are classified into the following categories:

- Loans and receivables
- Financial assets at fair value through profit or loss
- Available-for-sale financial assets
- Held-to-maturity investments



The classification of the financial assets is made according to management's intent and is based on the characteristics and the reason for which it has been acquired. All financial assets are recognized initially at fair value which is the value at which it has been acquired, plus, in cases where investments are not valued at fair value through profit or loss, all directly attributed transaction costs.

The financial assets of the Group and the Company include cash and short-term deposits, trade and other receivables, available for sale financial assets and derivative financial instruments.

Measurement of financial assets after initial recognition depends on the category to which they belong:

- **Loans and receivables**

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate method (EIR), less impairment. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included under finance income in the income statement. The losses arising from impairment are recognized in the income statement under other financial costs.

Receivables and loans are included in current assets, with the exception of items with a maturity date in excess of 12 months following the reporting date. The above are classified as non-current assets in the balance sheet date and are presented as "Trade and other receivables" and "Other Receivables", constituting the largest part of the Group's financial assets.

- **Financial assets at fair value through profit or loss**

Financial assets at fair value through profit or loss include financial assets held for trading and financial assets designated upon initial recognition at fair value through profit or loss. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. This category includes derivative financial instruments which have not been designated as hedging instruments. Following initial recognition, financial assets at fair value through profit and loss are carried in the statement of financial position at fair value with changes in fair value recognized in finance income or finance costs in the statement of profit or loss.

The Group and Company evaluate its financial assets held for trading, other than derivatives, to determine whether the intention to sell them in the near term is still appropriate. When, in the rare circumstances, the Group is unable to trade these financial assets due to inactive markets and management's intent to sell them in the foreseeable future significantly changes, the Group may elect to reclassify these financial assets in rare circumstances. The reclassification to loans and receivables, available for sale or held to maturity depends on the nature of the asset. This evaluation does not affect any financial assets designated at fair value through profit or loss using the fair value option at designation, these instruments cannot be reclassified after initial recognition.

Derivatives embedded in host contracts are accounted for as separate derivatives and recorded at fair value if their economic characteristics and risks are not closely related to those of the host contracts and the host contracts are not held for trading or designated at fair value through profit or loss. Reassessment only occurs if there is a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required or a reclassification of a financial asset out of the fair value through profit and loss.



- **Available-for-sale financial assets**

Available-for-sale financial investments include equity and debt securities. Equity investments classified as available-for-sale are those, which are neither classified as held for trading nor designated at fair value through profit or loss. Debt securities in this category are those which are intended to be held for an indefinite period of time and which may be sold in response to liquidity needs or in response to changes in the market conditions.

After initial measurement, available-for-sale financial investments are subsequently measured at fair value when this can be reliably measured, with unrealized gains or losses being recognized in other comprehensive income and credited in the available for sale reserve until the investment is derecognized at which time the cumulative gain or loss is recognized in other operating income, or the investment is determined to be impaired, when the cumulative loss is reclassified from available-for-sale reserve to the statement of profit or loss in finance costs. Interest earned whilst holding available for sale financial investments is reported as interest income using the EIR method.

- **Held-to-maturity investments**

Held-to-maturity investments are non-derivative financial assets with fixed or determinable payments and fixed maturities. The Financial assets are classified as held-to-maturity investments provided that the Group's Management has the positive intent and ability to hold until maturity. Following initial recognition, the held-to-maturity financial investments are measured at amortised cost using the effective interest method, less impairment. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of EIR. The EIR amortization is included in finance income in the statement of profit or loss. The losses arising from impairment are recognized in the income statement in finance costs.

The Group did not have any held-to-maturity investments during the years ended 31 December 2015 and 2014.

Derecognition

A financial asset is derecognized when:

- The rights to receive cash flows from the asset have expired
- The Group or the Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement: and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the asset.
- According to IFRIC 19 "Extinguishing financial liabilities with equity instruments", equity instruments which are issued by the entity to the creditor for the partial or total repayment of financial liability are "considered paid" in accordance with paragraph 41 of IAS 39. In this respect the equity instruments are valued at fair value. The



difference between the carrying amount of the financial liability (or part) extinguished and the fair value of the "paid-consideration" is recognized in the results .

Impairment of financial assets

Further disclosures relating to impairment of financial assets are also provided in the following notes:

- Disclosures for significant assumptions Note 6
- Financial assets Note 23
- Trade Receivables Note 27,28,29

The Group assesses at each reporting date whether there is an objective indication that a financial asset or a group of financial assets has been impaired. An impairment exists if one or more events that has occurred since the initial recognition of the asset has an impact on the estimated future cash flows of the financial asset or the group of financial assets that can be reliably estimated.

More specifically, the Group and the Company carries out an impairment test for certain receivables on an individual basis (for example for each customer separately) in cases where collection of the receivable has been characterized as overdue as at the balance sheet date or in cases where objective evidence indicates the need for impairment. All other receivables are categorized and tested for impairment on an aggregate basis. The categories have as a common characteristic the geographical distribution, the operational segment of the counterparties and if any, other common characteristics of credit risk which characterizes them.

Indication of impairment may include events such as when debtors or a group of debtors are experiencing significant financial difficulties, default or delinquency in interest or principal payments, the probability of bankruptcy or financial restructuring, and where observable data indicate that there is a measurable decrease in the estimated future cash flows, such as changes in the structure of payments or financial conditions that associate with defaults.

- **Financial assets carried at amortised cost**

For financial assets carried at amortised cost, the Group or Company initially assesses whether an objective indication of impairment exists for financial assets that are solely significant, on an individual basis, or on an aggregate basis for financial assets that are not individually significant. If the Group assesses that no objective indication exists for impairment on an individual basis, whether significant or not, it includes the asset in a group of financial assets with similar credit risk characteristics and collectively assesses them for impairment. Assets that are individually assessed for impairment and for which an impairment loss is, or continues to be, recognized are not included in a collective assessment of impairment.

The amount of any impairment loss is measured as the difference between the assets' carrying amount and the present value of estimated future cash flows (excluding future expected credit losses that have not yet been incurred). The present value of the estimated cash flows is discounted at the financial assets original effective interest rate.

The carrying amount of the asset is either reduced directly in equity or through a provision account. The amount of the loss is recognized in the statement of profit or loss.

In the event whereby in subsequent periods, the impairment loss is reduced and the reduction objectively relates to an event which occurs following the recognition of the impairment loss, the impairment loss which had been previously recognized is



reversed either directly or through a provision account. The reversal does not result in a carrying amount of the asset which exceeds the amount which the amortised cost of the asset would have had if the impairment had not been recognized during the date of the reversal. The amount of the reversal is recognized in the income statement.

- **Available-for-sale financial assets**

For available-for-sale financial investments, the Group assesses at each reporting date whether there is objective evidence that an investment or a group of investments is impaired.

In the case of equity investments classified as available-for-sale, objective evidence would include a significant or prolonged decline in the fair value of the investment below cost. “Significant” is evaluated against the original cost of the investment below and “prolonged” against the period in which the fair value has been below its original cost. Where there is evidence of impairment, the cumulative loss - measured as the difference between the acquisition cost and the current fair value, less any impairment loss on that investment previously recognized in the income statement - is removed from other comprehensive income and recognized in the income statement. Impairment losses on equity investments are not reversed through the income statement; increases in their fair value after impairment are recognized directly in other comprehensive income.

The determination of what is ‘significant’ or ‘prolonged’ requires judgement. In making this judgment, the Group evaluates, among other factors, the duration or extent to which the fair value of an investment is less than its cost.

In the case of debt instruments classified as available-for-sale, impairment is assessed based on the same criteria as financial assets carried at amortized cost. However, the amount recorded for impairment is the cumulative loss measured as the difference between the amortized cost and the current fair value, less any impairment loss on that investment previously recognized in the statement of profit or loss.

Future interest income continues to be accrued based on the reduced amount of the asset, using the rate of interest used to discount the future cash flows for the purpose of measuring the impairment loss. The interest income is recorded as part of finance income. If in a subsequent year, the fair value of a debt instrument increases and the increase can be objectively related to an event occurring after the impairment loss was recognized in the statement of profit or loss, the impairment loss is reversed through the statement of profit or loss.

ii) Financial Liabilities

Financial liabilities are classified as financial liabilities at fair value through profit or loss, loans and borrowings, or as derivatives designated as hedging instruments in an effective hedge, as appropriate. The Group and the Company determine the classification of its financial liabilities at initial recognition.

Initial recognition and measurement

All financial liabilities are recognized initially at fair value and in the case of loans and borrowings, plus directly attributable transaction costs.

The financial liabilities of the Group and the Company include trade and other payables, other long-term and short-term liabilities, short-term and long-term loans and derivative financial instruments.



Subsequent measurement of financial liabilities depends on the classification as follows:

- **Loans and trade payables**

Bank borrowings provide financing to the Group and to the Company. The distinction between short-term and long-term is based according to prevailing contracts, if a repayment in the next 12 months or afterwards is made accordingly.

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the effective interest rate method. Gains and losses are recognized in the income statement when the liabilities are derecognized as well as through the effective interest rate method (EIR) amortization process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance costs in the income statement.

The convertible bond loan is composed of two parts: a financial liability (a contracted liability to deliver cash or another financial asset) and an equity component (a purchase right granted to the holder which provides the capability, for a fixed period of time, to convert the instrument into common shares). The financial benefit of such an instrument is substantially the same as the simultaneous issuance of such a title, with a lien of a premature settlement and a right to purchase common shares or with the issuance of a debt title having a splitted purchase right of shares. As a result, the company presents both the liability and the equity portion (net of taxes) separately identified in the Balance Sheet.

Trade payables, are initially recognized at cost and are subsequently remeasured at amortised cost less settlement payments.

- **Financial liabilities at fair value through profit and loss**

Financial liabilities at fair value through profit and loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit and loss. Financial liabilities are classified as held for trading if they are acquired for the purpose of selling in the near term. This category includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships. Separate embedded derivatives are also classified as held for trading unless they are designated as hedging instruments. Gains or losses on liabilities held for trading are recognized in the income statement.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

When an existing financial liability is replaced by another from 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 derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amount is recognized in the income statement.



iii) Off-setting of financial statements

Financial assets and financial liabilities are off-set and the net amount is presented in the consolidated statement of financial position if, and only if, there is a currently enforceable legal right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the assets and settle the liabilities simultaneously.

3.11 Derivative financial instruments and Hedge Accounting

Derivative financial assets such as futures and forwards, swaps and option contracts are used for financial risk management from the Group's business activities and the financing of these activities.

All derivatives are initially recognised at fair value on the date of settlement and are subsequently re-measured at their fair value. Derivatives are reported as assets when the fair value is positive and as liabilities when the fair value is negative.

The fair value is determined from the price prevailing in active markets or through the use of measurement techniques in cases where there is no active market for these instruments. Gains or losses from changes during the year, in the fair value of derivatives that are not recognised as hedging instruments, are recognised in the statement of profit or loss, apart from the effective portion of the hedged derivatives which have been characterized as a cash flow hedge which is recognized in other comprehensive income.

3.12 Inventories

Inventories include raw materials, consumables and goods purchased.

The cost of inventories includes all purchase costs, conversion and other costs realised in order for the inventories to reach their present state and position and financial costs are not included. The cost is determined in accordance with the weighted average.

The purchase costs of inventories comprises the purchase price, import duties and other taxes (other than those which subsequently can be recovered by the entity from the tax authorities), and transport, handling and other directly attributable costs. Trade discounts, rebates and other similar items are deducted in determining the purchase cost.

The costs of conversion of inventories include costs directly related to the units of production, such as direct labour. They also include a systematic allocation of fixed and variable production overheads that are incurred in converting materials into finished goods. Fixed production overheads comprise indirect costs of production that remain relatively constant irrespective of the volume of production, such as depreciation and maintenance of factory buildings and equipment, and the cost of factory management and administration. Variable production overheads are those indirect costs of production that vary directly, or nearly directly, with the volume of production, such as indirect materials and indirect labour. The allocation



of fixed production overheads to the costs of conversion is based on the normal capacity of the production facilities. Normal capacity is the production expected to be achieved on average over a number of periods or seasons under normal circumstances, taking into account the loss of capacity resulting from planned maintenance. The actual level of production may be used if it approximates normal capacity.

Inventories are stated at the lower of cost and net realizable value. Net realizable value is the estimated selling price in the ordinary course of business, less the estimated selling expenses incurred until its completion and which ever costs are associated with the sale.

3.13 Share capital

Share capital is determined according to the nominal value of shares issued. Ordinary shares are classified as equity. Expenses incurred in connection with the issuance of shares are presented in equity as a deduction, net of tax, from the proceeds.

No gain or loss is recognized in the income statement on the purchase, sale, issue or cancellation of the Group's and Company's own equity instruments. Any difference between the carrying amount and the consideration, if reissued, is recognized in the share premium. Voting rights related to the treasury shares are nullified for the Group and no dividends are allocated to them.

3.14 Current and deferred income tax

Taxes charged to the period's results consist of current and deferred taxes, i.e. taxes and tax relieves related to the financial benefits which incur during the period but have been charged or are going to be charged by the tax authorities in different periods. The income tax is recognised in the income statement of the period, except for taxes relating to transactions which have been directly classified in equity (outside the income statement), in which case the respective tax is similarly charged to equity (outside the income statement).

Current income taxes include short-term liabilities or receivables attributable to the tax authorities which relate to taxes payable on the period's taxable income in addition to any taxes relating to prior years which could not be previously assessed. Current taxes are calculated according to the effective tax rates and tax laws prevailing as at the Balance Sheets dates in the territories in which the Group operates and in which taxable income arises. All changes in short-term tax assets or liabilities are recognised as tax expenses in the current year's income statement. Taxes which have resulted from transactions recorded in the Statement of Equity are also presented under Equity instead of being recorded in the current year's profit and loss statement.

The entity's accounting policy for uncertain tax positions is that nothing is recognized for a position unless the position is considered more likely than not to occur. Where a position is considered more likely than not to occur, it is recognized and measured based in the probability of occurrence.

Deferred tax is provided using the liability method on temporary differences at the reporting date between the tax bases of the assets and liabilities and their carrying amounts for financial reporting purposes.



Deferred tax liabilities are recognized for all taxable temporary differences except where the deferred tax liability arises from:

- ❖ the initial recognition of goodwill or 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.
- ❖ in respect of taxable temporary differences associated with investments in subsidiaries and associates where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognized for all deductible temporary differences, carry forward or unused tax credits and unused tax losses to the extent that it is probable that taxable profit will be used against the deductible temporary differences, and the carry forward of unused tax losses, except:

- ❖ when the deferred tax asset relating to the deductible temporary difference arises 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.
- ❖ In respect of deductible temporary differences associated with investments in subsidiaries and associates deferred tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized.

Deferred tax assets and liabilities are calculated according to the tax rates which are expected to be applied in the period during which the asset will be recognized or the liability will be settled, taking into account the tax rates (and tax regulations) that are in effect or have been enacted during the date of preparation of the Balance Sheet. In the event of the inability to determine the time of reversal of the temporary differences the tax rate applicable in the year following the balance sheet date is used.

Current year's deferred tax calculation for the company and its subsidiaries in Greece is based on the current tax rate of 29% (2014: 26%) while the current tax rate for the subsidiary in Spain the corresponding deferred tax calculation has been based on 25% (2014: 30%).

3.15 Pensions and other post-employment benefits

Short-term benefits: Short-term benefits to employees in money or in kind are recognised as an expense when they are accrued. Any outstanding amounts are classified as a liability, while in case the amount already paid exceeds the amount of the benefits, the Group and company recognise the excessive amount as an asset (prepaid expense) only to the extent that the prepayment will lead to a reduction of future or in return payments.



Benefits on retirement: The benefits on retirement include a lump sum pension indemnity or other benefits (social security or medical coverage) paid to employees upon retirement in exchange for their service. Therefore, they include both defined contribution plans and defined benefit plans. The accrued cost of the defined contribution plans is recorded as an expense in the period to which it refers.

Defined contribution plan: According to the defined contribution plan, the Group's or company's obligation (legal or constructive) is limited to the amount agreed to for contribution to the entity (e.g. social security entity), which manages the contributions and grants the benefits. Therefore, the amount of benefits received by the employee is defined by the amount contributed by the company and the employee and the paid investments of these contributions.

The accrued cost in a defined contribution plan is recognized as an expense in the period in which it relates to.

Defined benefit plan: The staff termination indemnity provision recorded in the balance sheet for the defined benefit plan is the current value of the liability for the defined benefit in addition to changes occurring from any other actuarial profit or loss and the past service cost. The discount rate is considered as the yield, at the balance sheet date, of high quality European corporate bonds which have a maturity which approaches the time period of the Group's and Company's liability.

The liability for this plan is determined using the projected unit credit method from an independent valuer and is composed of the present value of accrued services during the year, the interest on future liabilities, the prior service cost and the actuarial gains or losses.

Re-measurements, comprising of actuarial gains and losses, the effect of the asset ceiling, excluding net interest and the return on plan assets, are recognized immediately in the statement of financial position with a corresponding debit or credit to the actuarial differences reserve through other comprehensive income in the period in which they occur. Re-measurements are not classified to profit or loss in subsequent periods.

Past service costs are recognized in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
- The date that the Group recognizes restructuring-related costs

Share-based payment transactions: Employees (including senior executives) of the Group receive remuneration in the form of share-based payment transactions, whereby employees render services as consideration for equity instruments (equity-settled transactions).

The cost of equity-settled transactions is recognized, together with a corresponding increase in other capital in equity, over the period in which the performance and/or service conditions are fulfilled. The cumulative expense recognized for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired



and the Group's best estimate of the number of equity instruments that will ultimately vest. The income statement expense or credit for a period represents the movement in cumulative expense recognized as at the beginning and end of that period and is recognized in employee benefits expense.

The share based stock options which have been granted to specific high level executives have been recorded in the results of the previous years with a corresponding increase in the reserve in equity. Up until the reporting date of the financial statements no stock option rights have been exercised and therefore the established reserve has not yet been converted to shares.

3.16 Government grants

The Group and the Company recognize government grants, which satisfy the following criteria: a) There is reasonable assurance that the Group and company will comply with all attached conditions and b) the grants will be received. Grants which are associated with expenses are recognized at fair value and are recognized on a systematic basis in income, based on the matching principle of the grants with the respective cost, which will be granted. Government grants which relate to assets are included in the long-term liabilities as deferred income and are recognized as income on a systematic basis over the useful lives of the asset.

3.17 Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognised when the Group and Company have a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Examples of present obligations which arise from a present legal or constructive obligation as a result of past events include warranties on products, litigations or onerous contracts. Restructuring provisions are recognised only when a detailed formal plan has been developed and implemented or Management has at least announced the main features of the plan to those that are likely to be affected by it. Provisions are not recognised for future operating losses.

Provisions are measured at an expected cost which is required to determine the present obligation, using the most reliable evidence that is available as at balance sheet date, including the risks and uncertainties specific to the present obligation. Where the effect of the time value of money is material, the amount of a provision is the present value of the expenditures, expected that will be required, to settle the obligation. The discount rate is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The discount rate does not reflect risks for which future cash flow estimates have been adjusted. Where the discounting method is used, the carrying amount of a provision increases in each period to reflect the flow of time. This increase is recognized as a borrowing cost in the statement of profit or loss. Where there are a number of similar obligations, the probability that an outflow will be required for settlement is assessed by considering the class of obligations in its entirety.

The expense relating to a provision may be presented in the statement of profit or loss, net of the amount recognized for a reimbursement. A provision is used only for an expense for which the provision was originally recognized. Provisions are examined at each balance sheet date and the provision is reversed if an outflow of sources required to settle the obligation ceases to be probable.



Probable inflows of economic benefits for the Group which do not yet meet the criteria of an asset are considered contingent assets. Contingent assets and contingent liabilities are not recognized in the Balance Sheet. Contingent liabilities which are recognized under the scope of a business combination are measured at fair value. Subsequent to this they are remeasured at the higher of the amount of the provision which would have been recognized based on the basic recognition principles as described above and at the amount which was initially recognized, less any accumulated amortization which was recognized based on the principles of revenue recognition.

3.18 Revenue and Expense Recognition

(a) Revenue: Revenue comprises the fair value of the produced fish and other biological assets, sales of goods and services, net of value added tax rebates and discounts. Inter-company revenue within the Group is fully eliminated. Revenue is recognized as follows:

- **Sales of biological assets:** Are recognized after their harvest, provided that the products are delivered to the customer who has accepted the products and collectibility of the related receivables is reasonably assured.
- **Sales of goods:** Revenue from the sale of goods is measured at the fair value of the consideration received or receivable, net of returns and allowances, trade discounts and volume rebates.
- **Sales of services:** Sales of services are recognized in the accounting period in which the services are rendered, by reference to the completion of the specific transaction assessed on the basis of the actual service provided as a proportion to the total services which are to be provided.
- **Interest income:** Interest income is recognized on a time-proportion basis using the effective interest method. When a receivable is impaired, the Group reduces the carrying amount to its recoverable amount, being the estimated future cash flow discounted at original effective interest rate of the instrument, and continues unwinding the discount as interest income. Interest income on impaired (new carrying) value is recognized using the original effective interest.
- **Dividend income:** Dividend income is recognized when the right to receive payment is established.

(b) Expenses: Expenses are recognized in the income statement on an accrual basis. Payments realized for operating leases are transferred to the income statement as expenses, during the time of use of the leased asset. Interest expenses are recognized on an accrual basis.

(c) Gains/Losses attributed to changes in Fair Value of Biological Assets: Are recognized during the year and result from changes both in price, quantity and development of the Biological assets.

3.19 Leases

Liabilities from finance leases are measured at initial value net of the amount of principal repayments.

Group or Company as a lessee: Finance leases on assets where substantially all risks and rewards of ownership are transferred to the Group or Company are capitalized at the lease's inception at the lower of the fair value of the leased property and the present value of the minimum lease payments. Lease payments are apportioned between finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining balance of the liability.



Finance charges are recognized in finance costs in profit or loss. A leased asset is depreciated over the useful life of the asset. However, if there is no reasonable certainty that the Group will obtain ownership at the end of the lease term, the asset is depreciated over the shorter of the estimated useful life of the asset and the lease term.

Lease agreements where the lessor transfers the right of use of the asset for an agreed period of time, without transferring the risks and rewards of ownership are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to the profit or loss on a straight-line basis over the period of the lease.

Group or Company as a lessor: When assets are leased out under a finance lease, the present value of the minimum lease payments is recognized as a receivable. The difference between the gross receivable and the present value of the receivable is recognized as unearned finance income. Lease income is recognized over the term of the lease using the net investment method, which reflects a constant periodic rate of return.

3.20 Cash Dividend and non-cash distribution to equity holders of the parent

The Group and Company recognizes a liability to make a cash and non-cash distributions to equity holders of the parent when the distribution is authorized and the distribution is no longer at the discretion of the Company. A distribution is authorized when it is approved by its shareholders. A corresponding amount is recognized directly in Equity.

Non-cash distributions are measured at fair value of the assets to be distributed with fair value remeasurement recognized directly in equity.

Dividends to shareholders are included in the item “Other Current Liabilities” in the period in which the General Meeting of Shareholders approves the dividends.

3.21 Related parties

Transactions and intercompany balances between the related parties and the Group and Company are disclosed according to IAS 24 “Related Party Disclosures”. These transactions relate to transactions between management, the principal shareholders and the subsidiaries of the Group with the parent company and other subsidiaries that comprise the Group.

3.22 Cash and short-term deposits

Cash and short-term deposits in the statement of financial position comprise include cash on hand, deposits held at call with banks and other short-term highly liquid investments with original maturities of three months, such as products of the financial market and bank deposits as well as overdraft bank accounts. The Group and Company have restricted cash deposits as at December 31, 2015 which are presented in Note 30 of the annual financial statements.

3.23 Events after the reporting period

The presented amounts in the financial statements are adjusted to reflect events arising after the balance sheet date for which conditions existed prior to the balance sheet date.

Events which occurred after the balance sheet date and for which no indications existed as at the balance sheet date but occurred subsequent to this date, are disclosed in the notes to the financial statements.



3.24 Comparative figures

Comparative figures are restated in the event of a change in accounting policy or prior period error. During the year a reclassification and a net-off was made of an amount from “other expenses” to “sales of biological assets” Note 13.

3.25 Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets. All other borrowing costs are expensed in the period in which they are incurred. Other borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds are charged to the period in which they are realised.

3.26 Non-current assets held for sale or for distribution to equity holders of the parent

Non-current assets are classified as held for sale if the carrying amount will be recovered principally through sale or for distribution to equity holders of the parent if their carrying amounts will be recovered principally through sale or distribution rather than through continuing use.

Immediately prior to being classified as held for sale the carrying amount of the item is measured in accordance with the applicable standard.

After classification of an asset as held for sale, it is measured at the lower of the carrying amount and fair value less costs to sell or to distribute. Costs to distribute are the incremental costs directly attributed to the distribution, excluding the finance costs and income tax expense.

The criteria for held for distribution classification is regarded as met only when the sale or distribution is highly probable and the asset or disposal group is available for immediate distribution in its present condition. Actions required to complete the distribution should indicate that it is unlikely that significant changes to the distribution will be made or that the distribution will be withdrawn. Management must be committed to the distribution within one year from the date of the classification.

An impairment loss is recognized in profit or loss for any initial and subsequent write-down of the asset and disposal group to fair value less selling costs. A gain for any subsequent increase in fair value less selling costs is recognized in profit or loss to the extent that it is not in excess of the cumulative impairment loss previously recognized either in accordance with IFRS 5 or in accordance with IAS 36. Non-current assets (or disposal groups) that are classified as held for sale are not depreciated.

Assets and liabilities as held for sale or distribution are presented separately as a current item in the statement of financial position.



A disposal group qualifies as discontinued operation if it is a component of an entity that either has been disposed of, or is classified as held for sale, and:

- Represents a major line of business or geographical area of operations
- Is part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations, or
- Is a subsidiary acquired exclusively with a view to resale

Discontinued operations are excluded from the results of continuing operations and are presented as a single amount as profit or loss after tax from discontinued operations in the statement of profit or loss.

3.27 Current versus non-current classification

- The Group and Company present assets and liabilities in the statement of financial position based on current/non-current classification. An asset is current when it is:
 - Expected to be realized or intended to be sold or consumed in normal operating cycle
 - Held primarily for the purpose of trading
 - Expected to be realized within twelve months after the reporting period, or
 - Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current. A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Group and Company classify all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

3.28 Fair value measurement

The Group measures financial instruments, such as derivatives, and non-financial assets such as investment properties, at fair value at each balance sheet date. Fair value related disclosures for financial instruments and non-financial assets that are measured at fair value where fair value is disclosed are summarized in the following notes:

- Disclosures for valuation methods, significant estimates and assumptions Notes 17,18,19,20,25,27,28,44



- Quantitative disclosures of fair value measurement hierarchy Note 44
- Investment in unquoted equity shares Notes 23
- Property, plant and equipment under revaluation model Notes 17
- Investment properties Notes 18
- Financial instruments (including those at amortised cost) Notes 27,28,29,30
- Biological assets current and non-current Notes 25
- Short-term borrowing Notes 33
- Short-term portion of the long-term borrowings Notes 33

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principle market, in the most advantageous market for the asset or the liability

The principal or the most advantageous market must be accessible to the Group.

The fair value of an asset or a liability is measured using the assumptions that market participant would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participants ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in it highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level of input that is significant to the fair value measurement as a whole:

- Level 1- Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2- Valuation techniques for which the lowest input that is significant to the fair value measurement is directly or indirectly observable
- Level 3- Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable



For assets and liabilities that are recognized in the financial statements on a recurring basis, the Group determines whether transfers have occurred between Levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Group determines the policies and procedures for both recurring and non-recurring measurements, such assets held for distribution for discontinued operations.

External valuers are involved in the valuation of significant assets of the Group and Company, such as property plant & equipment and property investment, as well as significant liabilities. Involvement of external valuers is decided upon annually by the Group after discussion with and approval by the Company's audit committee. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

At each reporting date, the Group analyses the movements in the values of assets and liabilities which are required to be re-measured or re-assessed as per the Group's accounting policies. For this analysis, management verifies the basic inputs applied in the latest valuation by agreeing the information in the valuation computation to contracts and other relevant documents.

For the purpose of fair value disclosures, the Group determines classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

4. Changes in accounting policies

4.1 New and revised standards and interpretations

The accounting policies adopted are consistent with those of the previous financial year, except for the changes resulting from the adoption of new standards and interpretations effective as of from January 1 2015.

Standards and interpretations mandatory for the current financial year which do not have a significant effect on the financial statements of the Group

The IASB has issued the Annual Improvements to IFRSs 2011 – 2013 Cycle, which is a collection of amendments to IFRSs. The amendments are effective for annual periods beginning on or after 1 January 2015. These annual improvements have not yet been endorsed by the EU. The above amendments do have an effect on the financial position or performance of the Group and Company.

- **IFRS 3 Business Combinations:** This improvement clarifies that IFRS 3 excludes from its scope the accounting for the formation of a joint arrangement in the financial statements of the joint arrangement itself.



- **IFRS 13 Fair Value Measurement:** This improvement clarifies that the scope of the portfolio exception defined in paragraph 52 of IFRS 13 includes all contracts accounted for within the scope of IAS 39 Financial Instruments: Recognition and Measurement or IFRS 9 Financial Instruments, regardless of whether they meet the definition of financial assets or financial liabilities as defined in IAS 32 Financial Instruments: Presentation.
- **IAS 40 Investment Properties:** This improvement clarifies that determining whether a specific transaction meets the definition of both a business combination as defined in IFRS 3 Business Combinations and investment property as defined in IAS 40 Investment Property requires the separate application of both standards independently of each other.

4.2 The following New Standards, Amendments and Interpretations have been issued but have not yet been applied to the Group and to the Company nor have any changes occurred or has there been any earlier application.

- **IFRS 9 Financial Instruments**

The standard is effective for annual periods beginning on or after 1 January 2018, with early application permitted. The final version of IFRS 9 Financial Instruments reflects all phases of the financial instruments project and replaces IAS 39 Financial Instruments: Recognition and Measurement and all previous versions of IFRS 9. The standard introduces new requirements for classification and measurement, impairment, and hedge accounting. The Group and Company are in the process of assessing the impact of this amendment on the financial position or performance of the Group.

- **IFRS 11 Joint arrangements (Amendment): Accounting for Acquisitions of Interests in Joint Operations**

The amendment is effective for annual periods beginning on or after 1 January 2016. IFRS 11 addresses the accounting for interests in joint ventures and joint enterprises. The amendment adds new guidance on the accounting for the acquisition of participation in a joint venture is a company in accordance with IFRS and specifies the appropriate accounting treatment of such acquisitions. The Group and Company are in the process of assessing the impact of this amendment on the financial position or performance of the Group.

- **IFRS 15 Revenue from Contracts with Customers**

The standard is effective for annual periods beginning on or after 1 January 2018. IFRS 15 establishes a five-step model that will apply to revenue earned from a contract with a customer (with limited exceptions), regardless of the type of revenue transaction or the industry. The standard's requirements will also apply to the recognition and measurement of gains and losses on the sale of some non-financial assets that are not an output of the entity's ordinary activities (e.g., sales of property, plant and equipment or intangibles). Extensive disclosures will be required, including disaggregation of total revenue; information about performance obligations; changes in contract asset and liability account balances between periods and key judgments and estimates. The standard has not been yet endorsed by the EU. The Group and Company are in the process of assessing the impact of this amendment on the financial position or performance of the Group.



- **IAS 16 Property, Plant & Equipment and IAS 38 Intangible assets (Amendment): Clarification of Acceptable Methods of Depreciation and Amortization**

The amendment is effective for annual periods beginning on or after 1 January 2016. The amendment provides additional guidance on how the depreciation or amortization of property, plant and equipment and intangible assets should be calculated. This amendment clarifies the principle in IAS 16 Property, Plant and Equipment and IAS 38 Intangible Assets that revenue reflects a pattern of economic benefits that are generated from operating a business (of which the asset is part) rather than the economic benefits that are consumed through use of the asset. As a result, the ratio of revenue generated to total revenue expected to be generated cannot be used to depreciate property, plant and equipment and may only be used in very limited circumstances to amortise intangible assets. The Group and Company are in the process of assessing the impact of this amendment on the financial position or performance of the Group.

- **IAS 16 Property, Plant & Equipment and IAS 41 Agriculture (Amendment): Bearer Plants**

The amendment is effective for annual periods beginning on or after 1 January 2016. Bearer plants will now be within the scope of IAS 16 Property, Plant and Equipment and will be subject to all of the requirements therein. This includes the ability to choose between the cost model and revaluation model for subsequent measurement. Agricultural produce growing on bearer plants (e.g., fruit growing on a tree) will remain within the scope of IAS 41 Agriculture. Government grants relating to bearer plants will now be accounted for in accordance with IAS 20 Accounting for Government Grants and Disclosure of Government Assistance, instead of in accordance with IAS 41. The above amendment is not expected to have any impact on the financial statements of the Group and Company.

- **IAS 27 Separate Financial Statements (amended)**

The amendment is effective from 1 January 2016. This amendment will allow entities to use the equity method to account for investments in subsidiaries, joint ventures and associates in their separate financial statements and will help some jurisdictions move to IFRS for separate financial statements, reducing compliance costs without reducing the information available to investors. The Group and Company are in the process of assessing the impact of this amendment on the financial position or performance of the Group.

- **Amendment in IFRS 10 Consolidated Financial Statements and IAS 28 Investments in Associates and Joint Ventures: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture**

The amendments address an acknowledged inconsistency between the requirements in IFRS 10 and those in IAS 28, in dealing with the sale or contribution of assets between an investor and its associate or joint venture. The main consequence of the amendments is that a full gain or loss is recognized when a transaction involves a business (whether it is housed in a subsidiary or not). A partial gain or loss is recognized when a transaction involves assets that do not constitute a business, even if these assets are housed in a subsidiary. The amendments will be effective from annual periods commencing on or after 1 January 2016. The amendments have not yet been endorsed by the EU. The Group and Company are in the process of assessing the impact of this amendment on the financial position or performance of the Group.



- **IFRS 10, IFRS 12 and IAS 28: Investment Entities: Applying the Consolidation Exception (Amendments)**

The amendments address three issues arising in practice in the application of the investment entities consolidation exception. The amendments are effective for annual periods beginning on or after 1 January 2016. The amendments clarify that the exemption from presenting consolidated financial statements applies to a parent entity that is a subsidiary of an investment entity, when the investment entity measures all of its subsidiaries at fair value. Also, the amendments clarify that only a subsidiary that is not an investment entity itself and provides support services to the investment entity is consolidated. All other subsidiaries of an investment entity are measured at fair value. Finally, the amendments to IAS 28 Investments in Associates and Joint Ventures allow the investor, when applying the equity method, to retain the fair value measurement applied by the investment entity associate or joint venture to its interests in subsidiaries. The Group and Company are in the process of assessing the impact of this amendment on the financial position or performance of the Group.

- **IAS 1: Disclosure Initiative (Amendment)**

The amendments to IAS 1 Presentation of Financial Statements further encourage companies to apply professional judgment in determining what information to disclose and how to structure it in their financial statements. The amendments are effective for annual periods beginning on or after 1 January 2016. The narrow-focus amendments to IAS clarify, rather than significantly change, existing IAS 1 requirements. The amendments relate to materiality, order of the notes, subtotals and disaggregation, accounting policies and presentation of items of other comprehensive income (OCI) arising from equity accounted Investments. The Group and Company are in the process of assessing the impact of this amendment on the financial position or performance of the Group.

The IASB has issued the Annual Improvements to IFRSs 2010 – 2012 Cycle, which is a collection of amendments to IFRSs. The amendments are effective for annual periods beginning on or after 1 February 2015. The Group and Company are in the process of assessing the impact of this amendment on the financial position or performance of the Group.

- **IFRS 2 Share-based Payment:** This improvement amends the definitions of 'vesting condition' and 'market condition' and adds definitions for 'performance condition' and 'service condition' (which were previously part of the definition of 'vesting condition').
- **IFRS 3 Business combinations:** This improvement clarifies that contingent consideration in a business acquisition that is not classified as equity is subsequently measured at fair value through profit or loss whether or not it falls within the scope of IFRS 9 Financial Instruments.
- **IFRS 8 Operating Segments:** This improvement requires an entity to disclose the judgments made by management in applying the aggregation criteria to operating segments and clarifies that an entity shall only provide reconciliations of the total of the reportable segments' assets to the entity's assets if the segment assets are reported regularly.
- **IFRS 13 Fair Value Measurement:** This improvement in the Basis of Conclusion of IFRS 13 clarifies that issuing IFRS 13 and amending IFRS 9 and IAS 39 did not remove the ability to measure short-term receivables and



payables with no stated interest rate at their invoice amounts without discounting if the effect of not discounting is immaterial.

- **IAS 16 Property Plant & Equipment:** The amendment clarifies that when an item of property, plant and equipment is revalued, the gross carrying amount is adjusted in a manner that is consistent with the revaluation of the carrying amount.
- **IAS 24 Related Party Disclosures:** The amendment clarifies that an entity providing key management personnel services to the reporting entity or to the parent of the reporting entity is a related party of the reporting entity.
- **IAS 38 Intangible Assets:** The amendment clarifies that when an intangible asset is revalued the gross carrying amount is adjusted in a manner that is consistent with the revaluation of the carrying amount.

The IASB has issued the **Annual Improvements to IFRSs 2012 – 2014 Cycle**, which is a collection of amendments to IFRSs. The amendments are effective for annual periods beginning on or after 1 January 2016. The Group and Company are in the process of assessing the impact of this amendment on the financial position or performance of the Group.

- **IFRS 5 Non-current Assets Held for Sale and Discontinued Operations:** The amendment clarifies that changing from one of the disposal methods to the other (through sale or through distribution to the owners) should not be considered to be a new plan of disposal, rather it is a continuation of the original plan. There is therefore no interruption of the application of the requirements in IFRS 5. The amendment also clarifies that changing the disposal method does not change the date of classification.
- **IFRS 7 Financial Instruments: Disclosures:** The amendment clarifies that a servicing contract that includes a fee can constitute continuing involvement in a financial asset. Also, the amendment clarifies that the IFRS 7 disclosures relating to the offsetting of financial assets and financial liabilities are not required in the condensed interim financial report.
- **IAS 19 Employee Benefits:** The amendment clarifies that market depth of high quality corporate bonds is assessed based on the currency in which the obligation is denominated, rather than the country where the obligation is located. When there is no deep market for high quality corporate bonds in that currency, government bond rates must be used.
- **IAS 34 Interim Financial Reporting:** The amendment clarifies that the required interim disclosures must either be in the interim financial statements or incorporated by cross-reference between the interim financial statements and wherever they are included within the greater interim financial report (e.g., in the management commentary or risk report). The Board specified that the other information within the interim financial report must be available to users on the same terms as the interim financial statements and at the same time. If users do not have access to the other information in this manner, then the interim financial report is incomplete.



- **IFRS 16: Leases**

The standard is effective for annual periods beginning on or after 1 January 2019. IFRS 16 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract, i.e. the customer ('lessee') and the supplier ('lessor'). The new standard requires lessees to recognize most leases on their financial statements. Lessees will have a single accounting model for all leases, with certain exemptions. Lessor accounting is substantially unchanged. The standard has not been yet endorsed by the EU. The Group and Company are in the process of assessing the impact of this amendment on the financial position or performance of the Group.

- **IAS 12 Income taxes (Amendments): Recognition of Deferred Tax Assets for Unrealised Losses**

The amendments are effective for annual periods beginning on or after 1 January 2017, with early application permitted. The objective of these amendments is to clarify the accounting for deferred tax assets for unrealised losses on debt instruments measured at fair value. For example, the amendments clarify the accounting for deferred tax assets when an entity is not allowed to deduct unrealised losses for tax purposes or when it has the ability and intention to hold the debt instruments until the unrealised loss reverses. The Group and Company are in the process of assessing the impact of this amendment on the financial position or performance of the Group.

- **IAS 7 Statement of Cash Flows (Amendments): Disclosure Initiative**

The amendments are effective for annual periods beginning on or after 1 January 2017, with earlier application permitted. The objective of these amendments is to enable users of financial statements to evaluate changes in liabilities arising from financing activities. The amendments will require entities to provide disclosures that enable investors to evaluate changes in liabilities arising from financing activities, including changes arising from cash flows and non-cash changes. These amendments have not yet been endorsed by the EU. The Group and Company are in the process of assessing the impact of this amendment on the financial position or performance of the Group.

5. Critical accounting judgements, estimates and assumptions

The preparation of the Group's consolidated financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

In the process of applying the Group's accounting policies, management has made various judgements. Those which management has assessed to have the most significant effect on the amounts recognised in the consolidated financial statements have been discussed in the individual notes of the related financial statement line items.



The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are also described in the individual notes of the related financial statement line items below. The Group based its assumptions and estimates on parameters available when the consolidated financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

The basic judgments and estimates made by the Group and Company which have the most significant impact on the financial statements, mainly relate to:

A. Classification of investments

Management uses its judgment with respect to the classification of an investment as held to maturity, measured at fair value through profit or loss, or available-for-sale. For investments classified as held to maturity, management assesses whether the criteria of IAS 39 are met and in particular whether the Group and Company have the positive intent and ability to hold to maturity. The company classifies the investments at fair value through profit or loss if they are held for trading and if these were acquired principally for the purpose of generating profit in the short term. All other investments are classified as available-for-sale.

Further information is presented in Note 21.

B. Recovery of Receivables

Management examines the recoverability of the carrying amounts of accounts receivable on an annual basis, given external information (data base of customers credit ratings, legal advisors) in order to assess the recoverability of the carrying value of accounts receivable.

Further information is provided in note 27

C. Provisions

Bad debt accounts are presented according to estimations as regards the amounts which are expected to be recovered following analysis as well as in accordance with the experience of the Group regarding the probability of customer default. At the time at which a specific account is subject to a greater risk as compared to the normal credit risk (for example, low customer credibility, dispute in respect of the existence or the amount of the receivable etc) the Group and the Company establish a provision for bad debts in view of covering the loss which may estimated and which stems for these receivables. The established provision is remeasured with a corresponding charge to the results of each year and any write-offs are accounted for through the provision.

Further information is provided in note 36.



D. Impairment of goodwill and intangible assets with an indefinite useful life

The Group and Company examine at least on an annual basis whether an impairment of goodwill and intangible assets with an indefinite useful life exists, and examines the conditions and circumstances surrounding such an impairment, such for example a significant and adverse change in the corporate environment or a decision to dispose a cash generating unit or a reporting segment. For the purpose of impairment testing the value in use of each cash generating unit must be estimated and to which a specific portion of goodwill and intangible assets with an indefinite useful life has been allocated. The application of the methodology used in assessing the value in use takes into consideration the actual operating results, future company plans and the Group's and Company's financial projections in view of the calculations of future cash generating unit's cash flows and the selection of the appropriate discount rate with which the present value of the future cash flows are calculated. The Group and the Company examine on an annual basis by what amount, if any, the abovementioned assets have been impaired in accordance with the accounting policy referred to in paragraph 3.9.

Further information is provided in notes 19,20.

E. Fair Value, Useful life and Impairment of Tangible and Intangible assets

The Company and the Group review and estimate the reasonable and useful life of tangible and intangible assets when there are indications of changes in value. Additionally tangible and intangible assets are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable. To review and reestimate the fair value and any impairment the company cooperates with independent valuers.

Further information is provided in notes 17,18.

F. Impairment of investments in subsidiaries and associates

The management of the Company examines the existence of any indication of impairment of the Company's investments in the share capital of other companies through the impairment test of cash generating units to which these investments are allocated. In the event that indications of impairment are proven, the Company proceeds in the calculation of the value in use of the cash generating unit based on the discount cash flow method. The recoverable amount which is reflected through cost, is sensitive to factors such as the discount interest rate which is used in the above method as well as in the projected cash inflows and in the incremental rate which is used for extrapolation purposes and approximate calculations.

Further information is provided in note 21.

G. Discontinued operations

Management examines the classification of a non-current asset (or disposal group) as held for sale if the carrying amount will be recovered principally through sale rather than through continuing use. In order for this to occur, the asset or (disposal group) should be immediately available for sale at its present state, based on terms which are common and standardized for the sale of such assets (or disposal group). In order for the sale to be highly probable, the appropriate level of management must be committed to a plan to sell the asset (or disposal group), and an active program to locate a buyer and complete the



plan must have been initiated. Furthermore, the asset (or disposal group) must be actively marketed for sale at a price that is reasonable in relation to its current fair value.

An entity shall not classify, as held for sale, a non-current asset (or disposal group) that is to be abandoned. This is because its carrying amount will be recovered principally through continuing use. Non-current assets (or disposal groups) to be abandoned include non-current assets (or disposal groups) that are to be used until the end of their economic life and non-current assets (or disposal groups) which will not be further used instead of them being sold.

Further information is provided in note 21.

H. Provision for Income taxes

The Group and Company are subject to income taxes from numerous tax regulatory authorities. The provision for income taxes includes the current tax and the provision for possible additional taxes which may incur as a result of the audit from the tax authorities in addition to that significant judgments are required in determining the provision for income taxes. The actual income taxes may differ from the estimated amounts due to future changes in the tax regulations, significant changes in the regulations of the countries in which the Group operates or unanticipated effects from the final assessment of the tax liability of each year from the tax authorities. In the event whereby the final additional taxes which result following the tax audits are different from the initial estimations, these differences will affect the income taxes and the deferred taxes of the year in which the tax differences were assessed.

Further information is provided in note 15.

I. Fair value of financial instruments

In cases where the fair value of the financial assets and liabilities which are recorded in the financial statements cannot be derived from the market, the fair value is assessed through other valuation techniques such as the discounted cash flows. The data used in these valuation methods take into consideration observable market data, provided that this is feasible. In the event that this is not feasible, judgement is required in determining the fair values in assessing the market risk, the credit risk and variability. Changes in the parameters may affect the published fair values of the financial instruments.

Further information is provided in note 43.

J. Fair value of biological assets

The accounting policies and methods applied for the valuation of biological assets are explained in Note 3.4 .

As referred to in Note 3.4, the valuation of biological assets is subject to significant estimates and judgments, the most important of which are described below.



Assumptions estimates and judgments in determining the fair value of live fish

The estimated fair value of biomass is always based on assumptions, estimates and judgments involving a degree of uncertainty, even if the company has gained considerable experience in the assessment of these factors.

These estimates apply to the following key factors: the volume of biomass, size distribution of biological assets and market prices.

Biomass volume

The determination of the volume of biomass is itself an estimate based on the number of juveniles placed in the sea/cages, the expected growth from the time of stocking, the accuracy of the Company's biological model, the estimated mortality based on statistical models and observed mortality etc. The uncertainty in relation to the volume of the biomass is usually low, although it is higher in cases where there may be an occurrence which has resulted in massive mortality, especially in the beginning of the cycle, or if the fishes state of health restricts the treatment of the fish.

The Company monitors any deviations between the estimated volume of biomass and the actual data from harvesting in case any differences arise, in order that the valuation models be altered (if required).

Size distribution of fish

Size distribution of fish in each cage: The fish in the sea, grow at different rates, where even under good conditions, the average weight of fish can result in a significant difference in the quality and weight of the fish. The size distribution affects the price at which fish is sold, as each class of fish size is separately priced in the market. In assessing the value of biomass a normal, and expected size distribution is applied.

Distribution of fish to mature and immature: The Company distributes the fish population between mature or immature, depending on whether the fish population in a cage meets the Company's internal criteria for harvesting and sale. As far as fry is concerned, and given that an active market exists at which sales are made, this category is classified as mature biological stocks. As regards fish fattening, the mature fish category, includes the fish population that exists in the cages and which satisfy the criteria of the company's size on harvesting and sale, while the remaining fish fattening is classified as immature fish. Management periodically evaluates its assessment of the criteria for mature and immature classification, depending on the dynamics of the market (demand, prices per weight class, etc.) regarding the sizes from which the harvesting of each cage will be made.

**Fair value**

The assumption of fair value estimation is very significant for the valuation of biological assets and even small changes in market prices will significantly affect the valuation. The methodology used for determining the market value is presented in Note 3.4 whereby various parameters which require estimates and judgments are presented.

The valuation depends on inter alia on the estimated fair value / prices of biological assets , which, as there is no organized market for live fish , is calculated based on various parameters taken into account , such as the prevailing market values of the harvested species , the development of the contracts of future delivery (if any) , the estimated market prices during the harvesting period if it can be estimated reliably , any adjustments to be made for potential differences between the assets are valued and the prevailing prices in the market of harvested species and which primarily concern the condition and location of the species under assessment .

Further assessments are carried out in connection with prices which are of the highest and best use during the period of these assessment of the assets, who the participants in the hypothetical representative market are and what is the most appropriate type of valuation each time within the hierarchy of valuation of IFRS 13. For immature fish, additional estimates are made as regards future costs to be incurred until these the assets become mature as well as estimates on the discount rates of future cash flows.

The Group and the Company used as a source of the fair value prices the recent transactions on which specific adjustments were made taking into account , as described above , various factors such as the prevailing market values of harvested species , changes in contracts for future delivery (when such is the case) , the estimated market prices during the harvesting period if these could be estimated reliably, any adjustments for potential differences between the assets which are valued and the prevailing prices in the market for harvested species which mainly concern the condition and location of species under assessment . With the adoption of IFRS 13 which provided explanations in relation to the measurement of fair value and which introduced the requirement of maximizing the use of observable data to any method of measurement, the Group and the Company proceeded with the reassessment of the method used in calculating the fair value of mature fish population limiting the unobservable data and focusing measurement on actual prices of recent transactions that occur during each reporting date.

As referred to in Note 4.1, the Company reviewed all estimates and judgments in connection with the adoption of new IFRS 13 which are made during the valuation of biological assets. As a result of the above the following changes in estimates are hereby presented:

1. Level of separation between mature and immature :

As the intention and plan of the Company is to harvest cages with an average weight of over 340 gr . per unit , management considered as the appropriate segregation point between mature and immature fish the weight level . The separation point used at 31.12.2014 was 340gr. The separation point used until 31.12.2014 was 380gr. This change has had no significant impact on the financial statements of 2015.



2. Valuation methodology immature fish:

The Company is exploring the best practices that are internationally accepted for the valuation of immature fish , and proceeded with the valuation model of immature fish population.

Estimates and judgments are reviewed by Management at each reporting period in order that the Company complies , where applicable , with the general conditions and dynamics prevailing in the market in which the Company operates and which may be changed in the future depending on changes in circumstances and market dynamics .

Further information on the fair value of biological assets is provided in Note 25.

The valuation of biological assets of mature fish has been based on the average price of the first week of the principal market prevailing during the month of January for the Company.

K. Contingent assets and liabilities

The Group and Company have contingent liabilities in respect of legal claims arising from the ordinary course of business. At each balance sheet date management takes into account the negotiations which have been undertaken and uses judgment in assessing which of these will not materially affect the financial position of the Group or Company. Nevertheless, the assessment of contingent liabilities relating to litigations and legal claims is a complex procedure that includes judgments as regards probable consequences and interpretations relating to laws and regulations. Changes in judgments or interpretations are likely to result in an increase or a decrease of the Group's contingent liabilities in the future.

Further information is provided in note 40.

L. Provision for net employee defined benefit obligations

The Group and Company assess the retirement benefit obligation as the present value of the legal obligation which has been assumed for the lump sum indemnity payment to personnel who terminate employment as a result of retirement. The obligation was assessed according to the independent actuarial valuations of the Group and Company. Further information is presented in Note 10 of the financial statements.

Further information is provided in note 10.

M. Interest Bearing Loans and Obligations

Loans are initially recognized at cost, being the fair value of the consideration received net of issue costs associated with the borrowing. After initial recognition these are measured at amortized cost using the effective interest method. Gains or losses are recognized in the income statement through the amortization process or when liabilities are derecognized.

Further information is provided in note 33.



6. Objectives and risk management policies

6.1 Market risk

Foreign exchange risk

The Group and Company operate internationally. The exposure to foreign exchange risk is zero because the transactions are realized in Euro. Foreign exchange risk arises from future commercial transactions, as well as from net investments in foreign operations.

The financial assets and the respective liabilities in foreign currency, translated into Euro at the fixing rate, are analyzed as follows:

Amounts in Euro	2015							2014						
	USD	GBP	NOK	DKK	CAD	TRL	CHF	USD	GBP	NOK	DKK	CAD	TRL	CHF
Notional amounts														
Financial assets	780.651	578.280	-	-	219.174	0	11.805	832.302	968.668	-	-	177.656	8.362.660	6.315
Financial liabilities	41.845	3.005	17.788	0	0	0	378	1.332.362	36.440	43.451	0	0	2.809.937	378
Total current exposure	738.807	575.275	(17.788)	0	219.174	0	11.426	(500.060)	932.228	(43.451)	0	177.656	5.552.723	5.937
Financial assets	-	-	-	-	-	-	-	-	-	-	-	-	0	-
Financial liabilities	-	-	-	-	-	-	-	-	-	-	-	-	0	-
Total non-current exposure	0	0	0	0	0	0	0	0	0	0	0	0	0	0

The table below presents the sensitivity of the after-tax profit for the year as well as of equity in relation to financial assets and financial liabilities and the Euro exchange rate against the above currencies.

We assume that a change occurs on 31 December 2015 in the exchange rate Euro/Foreign Currency. This percentage is based on a typical variance of the foreign currency, as this arises from the monthly observation of the Euro against any foreign currency, for a period of 12 months.

In the event where the Euro changes in relation to the Foreign Currency by the following percentages then the impact on the after-tax profit for the year and on equity is as follows:

		2015													
		USD	GBP		NOK		DKK		CAD		TRY		CHF		
5,84%	-5,84%	1,90%	-1,90%	24,49%	-24,49%	0,88%	-0,88%	4,50%	-4,50%	9,24%	-9,24%	0,81%	-0,81%		
(29.198)	29.198	17.721	(17.721)	(10.641)	10.641	-	-	7.999	(7.999)	1.001.428	(1.001.428)	48	(48)		
(29.198)	29.198	17.721	(17.721)	(10.641)	10.641	-	-	7.999	(7.999)	1.001.428	(1.001.428)	48	(48)		
		2014													
		USD	GBP		NOK		DKK		CAD		TRY		CHF		
2,75%	-2,75%	1,45%	-1,45%	33,45%	-33,45%	0,21%	-0,21%	4,79%	-4,79%	19,59%	-19,59%	0,82%	-0,82%		
92.453	(92.453)	14.447	(14.447)	(7.544)	7.544	-	-	11.182	(11.182)	1.635.944	(1.635.944)	378	(378)		
92.453	(92.453)	14.447	(14.447)	(7.544)	7.544	-	-	11.182	(11.182)	1.635.944	(1.635.944)	378	(378)		

The Group's and Company's exposure to foreign exchange risk varies over the year in proportion to the volume of transactions in foreign currency. However, the above analysis is deemed representative of the Group's and Company's exposure to foreign exchange risk.

**Interest rate risk**

The Group's and Company's income and operating cash flows are substantially independent of changes in market interest rates. The Group and Company have significant interest-bearing assets. Group and Company policy, estimating the present economic junctures and in general the fluctuation of the Euro interest rates, is to maintain part of borrowings in products with floating interest rates EURIBOR and SPREAD. At the end of the accounting period, the total borrowings related to loans with floating interest rates.

The table below presents the sensitivity of the post-tax profit for the year as well as of equity at a reasonable change in the interest rate of +1% or -1% (2014: +/-1%). Changes in interest rates are deemed to fluctuate on a reasonable basis in relation to current market conditions.

Amounts in Euro	GROUP				COMPANY			
	2015		2014		2015		2014	
	1,00%	-1,00%	1,00%	-1,00%	1,00%	-1,00%	1,00%	-1,00%
Post-tax profit for the year	2.222.013	-2.222.013	2.309.121	-2.309.121	2.017.446	-2.017.446	2.059.074	-2.059.074
Equity	2.222.013	-2.222.013	2.309.121	-2.309.121	2.017.446	-2.017.446	2.059.074	-2.059.074

Price risk

The Group and Company have exposed to equity securities price risk due to investments held either for trading or which are classified as available-for-sale financial assets. Changes in the value of assets are significant so as to result in a significant fluctuation which can result in risk to the Group due to non-maturity dates.

The Group is exposed to changes in the value of its biological assets. The Group assesses price risk fluctuations of biological assets regularly and examines the need for actions in order to anticipate the financial risk. A volatility in the price by +/- 5 would change the valuation positively/(negatively) by an amount of € 7,2 mil/€ (7,2) million and a change in the discount factor by +/- 1% would change the valuation (negatively)/positively by a minimum of € (0,2) million/€ 0,2 million.

The financial analysis department operates towards meeting this purpose, by collecting information in view of offering the product, from the domestic and international production, in addition to changes in demand from the existing Traditional International market and the new markets introduced in Eastern Europe and America. This information is evaluated and the parameters regarding the level of inventories and the product's expected prices for the following two (2) years are set.

6.2 Credit risk

The Group and Company's exposure to credit risk is limited to financial assets, which at the Balance Sheet date are analyzed as follows:

Amounts in Euro	GROUP		COMPANY	
	2015	2014	2015	2014
<i>Categories of financial assets</i>				
Restricted Cash	6.984.229	4.245.364	6.984.229	4.245.364
Cash and cash equivalents	8.777.477	5.441.530	7.242.741	3.685.215
Trade and other receivables	33.163.868	37.019.482	29.868.885	32.632.913
Other receivables	7.777.747	6.095.901	7.437.739	4.996.357
Total	56.703.321	52.802.277	51.533.594	45.559.849



The Group and Company's management considers all of the above financial assets, which have not been impaired in prior period financial statements, of a high credit rating.

For trade and other receivables, the Group and Company are not exposed to significant credit risks. The wholesale of fresh fish and -livestock are mainly made to customers, who are insured for the payment of their debt. Moreover, the sale of juveniles is realized in its totality with the term that retention of ownership of the product up until its settlement. Therefore due to that the time required for the completion of the production cycle of fresh fish is greater than the credit time granted for the sale, the receivable is fully secured.

6.3 Liquidity risk

The Group and Company manages its liquidity needs by carefully monitoring its debts, long-term financial liabilities as well as of the payments that are made on a daily basis. The liquidity needs are monitored on a daily and weekly basis as well as on a rolling period of 30 days. The Long-term liquidity needs for the next 6 months and the following year are monthly assessed.

The Group and Company maintains cash for covering liquidity needs for a period of 30 days. The funds for the long-term liquidity requirements are additionally maintained by an adequate amount of committed credit facilities including the ability to sell long-term financial assets.

The maturity of the financial liabilities at 31 December 2015 for the Group is analyzed as follows:

GROUP

Amounts in Euro

	2015			
	Short-term		Long-term	
	within 6 months	between 6 to 12 moths	between 1 to 5 years	over 5 years
Long-term borrowings	20.469.816	91.885	58.665.866	80.798.087
Short-term borrowings	10.518.243	-	-	-
Other Long-term liabilities	-	-	1.492.249	-
Trade payables	44.568.844	20.162	-	-
Other short-term liabilities	11.505.936	-	-	-
Total	87.062.839	112.047	60.158.115	80.798.087

COMPANY

Amounts in Euro

	2015			
	Short-term		Long-term	
	within 6 months	between 6 to 12 moths	between 1 to 5 years	over 5 years
Long-term borrowings	20.428.453	50.523	58.396.857	80.798.087
Short-term borrowings	7.310.869	-	-	-
Other Long-term liabilities	-	-	1.492.249	-
Trade payables	40.864.517	20.162	-	-
Other short-term liabilities	11.432.422	-	-	-
Total	80.036.262	70.685	59.889.106	80.798.087

The maturities of long-term borrowings during the year decreased compared to the previous year as a result of the reclassification of loans with maturities as presented in Note 33.



The relevant maturity of the financial liabilities as of 31 December 2014 was as follows:

GROUP

Amounts in Euro

	2014			
	Short-term		Long-term	
	within 6 months	between 6 to 12 moths	between 1 to 5 years	over 5 years
Long-term borrowings	135.521.472	6.814.207	36.916.916	
Short-term borrowings	65.064.986		-	-
Other Long-term liabilities	-	-	1.677.598	203.697
Trade payables	47.853.869	177.440	-	-
Other short-term liabilities	11.665.778	192.478	-	-
Total	260.106.106	7.184.125	38.594.514	203.697

COMPANY

Amounts in Euro

	2014			
	Short-term		Long-term	
	within 6 months	between 6 to 12 moths	between 1 to 5 years	over 5 years
Long-term borrowings	114.016.572	6.814.207	-	-
Short-term borrowings	62.118.625	-	36.916.916	-
Trade payables	43.845.931	177.440	-	-
Other short-term liabilities	9.617.267	148.949	-	-
Total	229.598.395	7.140.596	36.916.916	-

The above contractual maturity dates reflect the gross cash flows (interest is recognized only on the loan borrowings), which may differ from the carrying values of the liabilities as at the balance sheet date.

The maturity profiles are based on contractual undiscounted payments.

7. Structure of "NIREUS AQUACULTURE S.A" group of companies

The company has the following participations which are consolidated either through the full consolidation or through the net equity method as follows:

COMPANY	PARTICIPATION PERCENTAGE
AQUACOM LTD	100,00%
PROTEUS EQUIPMENT S.A	100,00%
NIREUS INTERNATIONAL LTD	100,00%
MIRAMAR PROJECTS CO LTD - UK	100,00%
PREDOMAR S.L.	100,00%
KEGO AGRI S.A	100,00%
SEAFARM IONIAN S.A (date of merger 22-12-2015)	26,72%
SEAFARM IONIAN (CENTRAL EUROPE) GMBH	100,00%

The companies participating in the financial statements are set out in the following table:



COMPANY	COUNTRY OF INCORPORATION	PARTICIPATION PERCENTAGE	METHOD OF CONSOLIDATION
AQUACOM LTD	BRITISH VIRGIN ISLANDS	100,00%	Full consolidation
PROTEUS EQUIPMENT S.A	GREECE	100,00%	Full consolidation
NIREUS INTERNATIONAL LTD	CYPRUS	100,00%	Full consolidation
MIRAMAR PROJECTS CO LTD - UK	ENGLAND	100,00% indirect	Full consolidation
PREDOMAR S.L.	SPAIN	100,00% indirect	Full consolidation
KEGO AGRI S.A	GREECE	100,0%	Full consolidation
SEAFARM IONIAN S.A (date of merger 22-12-2015)	GREECE	26,72%	Full consolidation
SEAFARM IONIAN (CENTRAL EUROPE) GMBH	GERMANY	100,00%	Full consolidation

It should be noted that the Company AQUACOM has been fully impaired while KEGO AGRI has been partially impaired and all liquidation procedures have commenced. The Turkish subsidiaries ILKNAK SU URUNLERI SANAYI VE TICARET A.S, MIRAMAR SU URUNLERI VE BALIK YEMI SANAYI VE TICARET as well as their subsidiaries ILKNAK DENIZCILIK and CARBON DIS TICARET have been fully consolidated up until 21 January 2015, the date of sale of the companies.

8. Segment Information

Information per segment

The Group's operating segments have been designated based on monthly internal information which is provided to an Executive Committee ("CODM") which has been assigned by Management and which monitors the allocation of resources and the performance of the segments' operations as well as determining their business activities.

We consider that it be mentioned that the operating segments have similar products and production, similar policies (sales – distribution) and similar financial characteristics that have been accumulated in one segment.

The operating segments which have been determined based on the financial decision making and the location of monitoring are as followed:

- Aquaculture
- Fish feed
- Aviculture-Stockbreeding

The segment of Aquaculture includes the sales of whole and processed fish in addition to the sales of juveniles.

The remaining segments mainly include sales of equipment for Aquaculture companies.

The profit before tax per segment does not include the segment's financial results and the general administrative expenses are presented under the column eliminations/adjustments.



Transfer prices between operating segments are on an arm's length basis in a manner similar to transactions with third parties.

The following amounts are presented in Euro.

31/12/2015

<i>Amounts in Thds of €</i>	Aquaculture	Fishfeed	Aviculture-Stockbreeding	All other remaining segments	Eliminations/Adjustments	Consolidation
Sales revenue per segment	168.619	5.092	9.884	5.422	(3.617)	185.400
Net operating costs	(136.943)	(4.232)	(10.539)	(2.811)	37.184	(117.341)
Profit before taxes	31.676	860	(656)	2.611	33.567	68.058
Depreciation expense	5.464	818	34	478	102	6.896

31/12/2014

<i>Amounts in Thds of €</i>	Aquaculture	Fishfeed	Aviculture-Stockbreeding	All other remaining segments	Eliminations/Adjustments	Consolidation
Sales revenue per segment	169.796	10.745	12.050	3.294	(2.141)	193.744
Net operating costs	(162.286)	(8.753)	(13.783)	(5.270)	(20.147)	(210.239)
Profit before taxes	7.510	1.992	(1.733)	(1.976)	(22.288)	(16.495)
Depreciation expense	6.252	1.112	44	500	139	8.047

Assets per segment include those which the executive committee monitors and which can be distinguished into separate operating segments. Liabilities are monitored on a group basis.

31/12/2015

<i>Amounts in Thds of €</i>	Aquaculture	Fishfeed	Aviculture-Stockbreeding	All other remaining segments	Eliminations/Adjustments	Consolidation
Assets per segment	264.786	19.587	2.888	5.427	78.524	371.212
Capital expenditure	6.379	287	16	42	188	6.911

31/12/2014

<i>Amounts in Thds of €</i>	Aquaculture	Fishfeed	Aviculture-Stockbreeding	All other remaining segments	Eliminations/Adjustments	Consolidation
Assets per segment	261.189	20.909	3.200	7.330	72.435	365.063
Capital expenditure	3.805	30	8	794	-	4.637

GEOGRAPHICAL INFORMATION

Information in relation to the destination location of revenue is presented below.

*Amounts in Euro*

	GROUP	
	31/12/2015	31/12/2014
Greece	35.802.984	39.024.908
Euro-zone	130.488.864	126.453.915
Other countries	19.107.964	28.265.317
	185.399.812	193.744.140

An analysis of the revenue and non current assets based on the geographical area of customers in which they are located is presented below:

Revenue from foreign customers

<i>Amounts in Euro</i>	GROUP	
	31/12/2015	31/12/2014
Greece	172.800.869	164.813.553
Spain	11.695.892	11.618.791
Turkey	903.051	17.311.796
	185.399.812	193.744.140

Non current Assets

<i>Amounts in Euro</i>	GROUP	
	31/12/2015	31/12/2014
Greece	89.126.835	92.305.442
Spain	3.178.257	3.075.348
Turkey	-	-
	92.305.092	95.380.790

Non-current assets include property, plant and equipment and intangible assets in addition to investment property.

There is no customer which exceeds 10% of the Group's and Company's revenue.

9. Sale of non-biological assets-goods and other material

Sale of non-biological assets and other material are analysed as follows:

<i>Amounts in Euro</i>	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Sale of merchandise	19.870.810	30.753.590	8.960.676	7.399.016
Sale of finished and semi-finished goods	6.049.990	13.361.286	6.148.779	12.785.736
Sales of other inventories and scrap material	1.242.549	546.649	922.855	208.325
Sale of services	663.425	863.550	617.210	337.898
Total sales of merchandise and other materials	27.826.774	45.525.075	16.649.520	20.730.975

**10. Salaries and personnel expenses****(a) Retirement benefit obligations**

The Group and Company assess the retirement benefit obligation as the present value of the legal obligation which has been assumed for the lump sum indemnity payment to personnel who terminate employment as a result of retirement. The relative obligation was estimated based on actuarial calculations.

The respective obligation of the Group and the Company is as follows:

<i>Amounts in Euro</i>	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Balance liability at beginning of the year	2.365.903	2.442.990	2.106.215	2.014.338
Balance of merged companies during the year	-	-	168.208	-
Liabilities acquired in a business combination	-	-	-	-
Current cost of merged company during the year (Note 10b)	-	-	(4.010)	-
Current service cost (Note10b)	211.435	391.536	204.484	316.996
Interest cost (Note 12)	51.810	75.063	49.705	64.161
Benefits paid	(151.206)	(330.302)	(144.486)	(295.376)
Exchange differences arising from foreign subsidiaries	-	9.455	-	-
Remeasured actuarial (gains)/losses on obligation and effect from change in IAS 19	130.406	(21.591)	128.110	6.096
Less: Pensions obligation on held for sale subsidiaries (Note 21)	-	(201.248)	-	-
Total liability at end of the year	2.608.348	2.365.903	2.508.226	2.106.215

The main actuarial assumptions used were as follows:

	31/12/2015	31/12/2014
Discount rate	2,00%	2,20%
Future salary increases	1,80%	1,80%
Inflation rate	2,00%	2,00%

The amendment to IAS 19 clarifies that the depth of the market of high quality corporate bonds is evaluated based on the currency in which the obligation is expressed and not according to the country in which the obligation exists. When there is no in depth market for high quality corporate bonds in the same currency, government bond rates should be used instead.

For this reason the basis on which the discount rate was determined was the decreasing trend which the yield of the European bonds iBoxx AA Corporate Overall 10+ EUR indices present and which was determined as at 31/12/2015 at 1,68 % (2014: 1,55 %).

The use of an increased technical interest rate of 0,5% would result in the actuarial liability being smaller than 7% while the opposite percentage rate, meaning the use of a smaller interest rate of 0,5% would result in a higher actuarial liability by 8%.



The corresponding sensitivity checks with respect to the anticipated increase in salaries, that is the use of the 0,5% higher than the anticipated increase in salaries would result in the actuarial liability being increased by 8% while the exact opposite percentage, that is the use of a decreased by 0,5% rate would result in the actuarial liability being less than 7%.

Other comprehensive income (OCI)	COMPANY	COMPANY	GROUP	GROUP
	2015	2014	2015	2014
Actuarial gains/(losses) due to financial assumptions	(71.205)	(231.646)	(74.309)	(229.300)
Actuarial gains/(losses) due to demographic assumptions	-	-	-	-
Actuarial gains/(losses) due to experience	(56.905)	225.550	(56.097)	250.891
Amount recorded in OCI	(128.110)	(6.096)	(130.406)	21.591

The following payments are expected contributions to the defined benefit plan in future years:

YEARS	DEFINED BENEFIT OBLIGATION	
	GROUP	COMPANY
	31/12/2015	31/12/2015
0 to 1	57.846	54.979
2 to 5	243.589	226.950
6 to 10	337.445	325.771
11 and above	1.969.468	1.900.526
Total	2.608.348	2.508.226

YEARS	DEFINED BENEFIT OBLIGATION	
	GROUP	COMPANY
	31/12/2014	31/12/2014
0 to 1	52.470	46.167
2 to 5	220.948	190.575
6 to 10	306.079	273.557
11 and above	1.786.406	1.595.916
Total	2.365.903	2.106.215

(β) Employee benefit expense

The expenses recognised for benefits to employees are analysed as follows:



<i>Amounts in Euro</i>	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Wages and Employee Salaries	(22.067.141)	(22.218.951)	(18.315.263)	(17.672.201)
Social contributions	(4.982.700)	(5.452.274)	(4.107.361)	(4.164.516)
Provision for staff termination indemnity (Note 10a)	(211.874)	(391.536)	(200.474)	(316.996)
Provision for unpaid employees' leave	(232.346)	(102.592)	(228.216)	(109.696)
	(27.494.061)	(28.165.353)	(22.851.314)	(22.263.409)

Number of employed personnel

The number of employed personnel on December 31, 2015 amounted to 1.039 for the Company, and 1.091 for the Group while on December 31, 2014 this amounted to 867 for the Company, and 1.151 for the Group.

11. Third party fees and benefits

The analysis of third party fees and benefits follows:

<i>Amounts in Euro</i>	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Third party fees and expenses	(11.012.524)	(11.159.102)	(12.411.751)	(13.133.100)
Third party benefits	(10.251.612)	(10.094.481)	(9.233.559)	(7.969.606)
Total third party fees and benefits	(21.264.136)	(21.253.584)	(21.645.310)	(21.102.706)

12. Finance income and costs

Analysis of finance income and expenses is as follows:

Finance Income

Amounts in Euro

	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Dividend income	-	-	124.106	166.569
Interest income	76.543	135.113	75.489	116.865
Gain on measurement of derivative financial instruments (Note 38)	406.015	289.187	406.015	289.187
Total finance income	482.558	424.300	605.610	572.621

**Finance Expenses***Amounts in Euro*

	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Interest expense from bank borrowings at amortised cost	(13.387.119)	(13.894.531)	(12.774.373)	(13.060.006)
Interest expense from defined benefit plans (Note 10a)	(51.810)	(75.063)	(49.705)	(64.161)
Total finance expenses	(13.438.929)	(13.969.594)	(12.824.078)	(13.124.167)

13. Other expenses

The analysis of other income and expenses is the following:

<i>Amounts in Euro</i>	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Donations and subsidies	(25.643)	(35.677)	(24.993)	(34.042)
Special export expenses	(124.346)	(133.813)	(121.223)	(131.931)
Printed material and stationery	(69.058)	(77.061)	(61.519)	(61.268)
Publication expenses	(18.988)	(24.674)	(8.040)	(13.867)
Exhibition and demonstration expenses	(24.254)	(21.193)	(24.254)	(21.193)
Transportation expenses	(16.304.331)	(16.791.070)	(15.006.460)	(14.497.788)
Sales promotion and advertising expenses	(214.009)	(185.857)	(167.984)	(152.908)
Travelling expenses	(376.707)	(406.617)	(280.108)	(297.817)
Losses from disposal of assets	(468)	(1.542)	(468)	
Losses from destruction of scrap inventories	(209.266)	(85.003)	(5.731)	(48.280)
Other extraordinary & non-operating expenses	(865.937)	(1.228.727)	(581.668)	(806.166)
Provision for bad debts of trade receivables and other receivables (Notes 27,28)	(693.597)	(2.462.855)	(216.262)	(187.809)
Exchange differences	(441.702)	(1.089.763)	(238.532)	(109.477)
Subscriptions – Contributions	(78.982)	(111.579)	(67.407)	(89.582)
Consumable materials	(3.623.020)	(3.917.838)	(4.074.906)	(4.254.870)
Taxes-duties (other than the non-incorporated in the operating cost taxes)	(709.168)	(792.450)	(622.423)	(712.541)
Tax fines and surcharges	(130.934)	(878.399)	(107.575)	(74.980)
Cleaning expenses	(164.960)	(154.471)	(156.063)	(146.677)
Security expenses	(175.470)	(185.413)	(175.025)	(183.954)
Various expenses	(363.266)	(179.884)	(266.588)	(137.981)
Total expenses	(24.614.106)	(28.763.886)	(22.207.229)	(21.963.131)

During the current year sales promotion and advertising expenses which were based on a percentage on sales calculation were reclassified as a deduction in sales. Furthermore an amount of € 1.429.881 in relation to the corresponding prior year was reclassified from expenses to a deduction of sales (net-off).

14. Other income

Analysis of other operating expenses is as follows:



<i>Amounts in Euro</i>	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Sales subsidies and other sales revenue	321.834	376.089	200.252	252.827
Income from other operations	327.887	209.655	273.557	156.933
Income from operating leases	5.769	-	60.900	58.920
Gain on disposal of assets	9.439	22.794	6.200	16.371
Other unutilised prior year income	250.212	197.006	157.574	197.006
Credit notes for prior year purchases	152.810	75.618	152.810	75.618
Income from insurance credit notes	189.889	-	189.889	-
Exchange differences	314.002	948.021	255.562	132.309
Amortization of grants on fixed assets	696.610	838.233	616.677	712.766
Other income	933.427	390.290	782.214	176.299
Total Income	3.201.879	3.057.706	2.695.635	1.779.049

Other income mainly relates to third party revenue.

15. Income tax expense

The income tax expense of the Group and the Company is as follows:

<i>Amounts in Euro</i>	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Current tax	139.800	763.719	-	-
Prior years' tax audit differences	-	-	-	-
Other not incorporated in operating taxes	-	223.000	-	223.000
Deferred tax (Note 22)	7.862.105	(2.326.172)	8.219.205	(516.509)
Income tax expense	8.001.905	(1.339.453)	8.219.205	(293.509)
Deferred tax - recognised in other comprehensive income (Equity holders of the parent company)	(563.530)	(107.656)	(500.830)	(34.367)
Deferred tax - recognised in other comprehensive income (non-controlling interests)	(2.882)	(69.534)	-	-
Income tax-other comprehensive income	(566.412)	(177.190)	(500.830)	(34.367)

<i>Amounts in Euro</i>	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Current tax	139.800	763.719	-	-
Other not incorporated in operating taxes	-	223.000	-	223.000
Deferred tax (Note 22)	7.862.105	(2.326.172)	8.219.205	(516.509)
Total	8.001.905	(1.339.453)	8.219.205	(293.509)
Profit/(Losses) before tax	68.057.887	(16.495.205)	68.996.699	(8.792.250)
Tax rate	29%	26%	29%	26%
Estimated tax charge	19.736.787	(4.288.753)	20.009.043	(2.285.985)
Adjustments for change in tax rate from 26% to 29%	(898.970)		(628.640)	
Effect of non-recognition of deferred tax assets on tax losses and the effect on deductible expenses.	(10.835.912)	2.949.300	(11.161.198)	1.992.476
Actual Tax Charge	8.001.905	(1.339.453)	8.219.205	(293.509)

The Group and Company had accumulated losses in excess of € 60 million for which no deferred tax assets has been recognized.



The parent company and all domestic subsidiaries have been audited for tax purposes for the prior years, according to the provisions of par. 5 of article 82 of L. 2238/94 for which the “Tax compliance Reports” have been issued. Furthermore, for the year 2014, the tax audits for the parent company and its domestic subsidiaries under which they had been subject to, by the Chartered and Certified Accountants in accordance with the provisions of article 65A, of L. 4174/2013, have been completed.

During 2015 the tax audit of the Company concerning in relation to the recovery of its tax-free reserves of L. 3220/2004, for which the company had been legally exempted in 2003, was completed resulting in an income tax charge of € 221.778 and additional surcharges of € 145.413. With respect to the above penalties, the Group had established a provision of € 315.000 in the financial statements of the year ended 31.12.2014, while the excess amount of a total value € 2.191 has been registered in other expenses in the current period (Note 13).

During 2015, the subsidiary company Seafarm Ionian was audited for the years 2007-2011. The audit resulted in additional income taxes of an amount of € 48.869, other surcharges (VAT, stamp duty, dividends) amounting to € 326.103, and fines and surcharges amounting to € 370.027. With respect to the above fines, the Group had established a provision for an equivalent amount as at 31 December 2014. During 2015, Law 4321 was issued based on which the companies were enabled to re-adjust their obligations to the tax authorities with a simultaneous write-off of the fines. The Group made use of the relevant adjustment in the current year 2015 and regulated the above obligations to the tax authorities by reversing in other income (Note 14) the amount initially recorded as a provision in the previous year in relation to fines and surcharges amounting to € 370.027.

The tax audit for the subsidiary company Seafarm Ionian (Central Europe) GMBH has been audited up until 2014. The respective audit reports have been issued without qualification. Furthermore, no additional tax liabilities have occurred during the first quarter of 2015.

With respect to the financial year 2015, the Company as well as its domestic subsidiaries are in the process of issuing the Tax compliance Certificate as provided by L.4174 / 2013. Upon completion of the tax audit the Group's management does not expect that any significant tax liabilities will occur beyond those recognized and reported in the financial statements.

According to the new tax law 4334 / Government Gazette 80 / 16.07.2015 the tax rate of legal entities established in Greece increased from 26% to 29% for fiscal years beginning as of 1 January 2015, while with respect to the subsidiary which is located in Spain the corresponding corporate income tax rate has decreased from 30% to 28% in 2015, to be further decreased to 25% in 2016.

The effect from the change in the above income tax rates due to the increase in deferred tax assets in the financial statements of the period has resulted in an additional asset of an amount of € 793.351 and € 628.529 for the Group and the Company respectively in the Income Statement in addition to a decrease in Equity of an amount of € 1.141.040 and € 1.074.792 for the Group and the Company respectively as presented in Other Comprehensive Income.



According to the same provisions and based on the tax audit of prior years, the companies which may incur taxable profits after the net off of accumulated tax losses, have established a provision for contingent tax liabilities which may arise from the tax audit of the open tax years. The established provision therefore for unaudited tax years is considered adequate.

Information with respect to the unaudited tax years:

The unaudited, by the tax authorities, financial years for the group companies are as follows:

GROUP COMPANIES	UNAUDITED TAX YEARS
NIREUS AQUACULTURE S.A	From 2009 to 2010
AQUACOM LTD	Since 1998
PROTEUS EQUIPMENT S.A	2010
PREDOMAR S.L.	2013-2014
KEGO AGRI S.A	2010
NIREUS INTERNATIONAL LTD	Since 2006
MIRAMAR PROJECTS CO LTD - UK	Since 2005
SEAFARM IONIAN (CENTRAL EUROPE) GMBH	-

Further information on deferred tax is presented in Note 22 “Deferred tax receivables/(liabilities)”

16. Earnings per share

Analysis of earnings per share of the Group and the Company is as follows:

Basic Earnings/(losses) per share

<i>Amounts in Euro</i>	GROUP	
	31/12/2015	31/12/2014
Profits/(Losses) attributable to equity holders of the Company	59.248.995	(14.152.132)
Weighted average number of ordinary shares	104.346.909	63.674.763
Losses per share (€ per share)	0,5678	(0,2223)

Earnings /(losses) per share is calculated as losses attributable to equity holders of the parent Company divided by the weighted average number of ordinary shares in issue during the year.

Diluted Earnings per share

<i>Amounts in Euro</i>	GROUP	
	31/12/2015	31/12/2014
Profits /(losses) attributable to equity holders of the Company	62.215.908	(14.152.132)
Weighted average number of ordinary shares	142.943.049	80.275.213
Diluted earnings per share (€ per share)	0,4352	(0,1763)



Diluted earnings per share, profit or losses per share which are attributed to the equity holders, in addition to, the weighted average of shares which are outstanding are adjusted so that all effects from the conversion of shares to common shares are taken into consideration.

17. Property Plant and Equipment

Land utilized for the purpose of either production or administration is stated at fair value. Similarly, buildings, machinery, technical installations and floating means are presented at fair value less accumulated depreciation reduced by any other impairment losses. During the end of the prior year 31/12/2014, the Group and the Company revalued all land and buildings in accordance with the valuation reports of independent and recognized valuers “Geoaxis Property and Valuation Services”. Fair values were based on current market values according to the position, location and condition of the individual assets, in addition to the revaluation of machinery and technical installations according to the replacement cost method. The effect of the revaluation of property in 2014 at fair value was to reduce the net equity of the company at € 598.716 (reduction through loss € 736.994 and a direct increase in equity by € 138.278, amounts before taxes), while for the group the reduction occurred at € 215.979 (decrease through profit of € 935.810 and a direct increase in equity € 719.833, the amounts are before tax).

	Profit and loss statement	GROUP Decrease in reserves	Increase on reserves	TOTAL	Profit and loss statement	COMPANY Decrease in reserves	Increase on reserves	TOTAL	
Land	(567.091)	(1.611.280)	-	(2.178.370)	(567.091)	(1.551.403)	-	(2.118.493)	
Buildings	(358.527)	(3.097.081)	12.554	(3.443.055)	(163.938)	(2.960.968)	-	(3.124.907)	
Machinery and technical installations	(4.227)	-	4.293.418	4.289.191	-	-	3.862.836	3.862.836	
Floating means	(5.965)	-	1.122.220	1.116.255	(5.965)	-	787.813	781.848	
TOTAL	(935.810)	(4.708.361)	5.428.192	(215.979)	736.994	-	4.512.371	4.650.649	(598.716)

The remaining fixed assets are presented at cost less accumulated depreciation and accumulated impairment losses.

The Group and the Company as part of its policy which requires the assessment of the recoverable value of fixed assets at each reporting date of the financial statements and whenever there is an objective indication that the carrying value of assets may not be recoverable, taking into account the new operating structure of the company with the merger of the subsidiary company Sea Farm Ionian and the current economic environment proceeded with the impairment of specific machinery, technical installations and floating means of a total amount of € 3.011.029. The table below presents the fixed assets analysis per category which was impaired in the year and their impact on the financial statements of the Group and the Company.



	Statement of other comprehensive income	Fair value reserve	Total
Buildings	9.706	1.038	10.744
Mechanical equipment and technical installati	970.619	1.561.074	2.531.693
Other Transportation means	116.072	288.956	405.028
Furniture and other equipment	63.564	-	63.564
Total	1.159.961	1.851.068	3.011.029

The management of the Group and the Company took into consideration the current conditions resulting from the developments in the Greek economy, as well as the economic environment and assessed that, given the nature, location and valuation method (the comparable method and the method of residual replacement cost) of the property, there were no significant changes, apart from the above in the fair values of property plant and equipment as at 31.12.2015.

It should be noted that during the prior year tangible assets had been reduced by the impairment associated with the sold subsidiaries of € 3.199.454.

Depreciation expense of tangible assets (except for land which is a non-depreciable asset) is calculated on a straight-line basis over the useful life of the asset.

Property, plant and equipment is analysed as follows:



GROUP	Land	Buildings	Other Installations and equipment	Mechanical equipment and technical installations	Other Transportation means	Floating means	Furniture and other equipment	Assets under construction	Total
<i>Amounts in Euro</i>									
Cost									
Balance at 1 January 2014	10.385.921	43.206.680	61.321.456	20.578.123	4.681.582	5.245.231	9.329.853	1.177.959	155.926.805
Additions	-	479.280	2.793.266	36.388	202.212	153.638	160.573	1.581.069	5.406.426
Disposals/write-offs	-	(6.420)	(188.172)	(49.127)	(25.696)	(2.831)	-	-	(272.246)
Spin-off assets	-	-	-	-	-	-	-	-	-
Reclassifications to/from fixed/intangible assets	(409.552)	656.186	(1.292.889)	1.458.247	-	-	580	(2.116.753)	(1.704.181)
Held for sale assets	(78.037)	(1.054.940)	(2.201.293)	(1.506.358)	(44.130)	(112.641)	(166.875)	-	(5.164.274)
Revaluation of assets	(2.178.370)	(6.889.832)	-	(5.078.037)	-	(783.806)	-	-	(14.930.045)
Transfers	-	-	-	-	-	-	-	-	-
Exchange differences	3.388	40.324	142.956	21.531	1.648	(5.008)	6.773	3.321	214.933
Balance at 31 December 2014	7.723.350	36.431.278	60.575.324	15.460.767	4.815.616	4.494.583	9.330.904	645.596	139.477.418
Accumulated depreciation									
Balance at 1 January 2014	-	(5.696.957)	(46.169.884)	(6.689.491)	(4.237.993)	(1.381.217)	(8.661.742)	-	(72.837.284)
Balance at 1 January 2010 of new companies merged in the year									
Depreciation charge	-	(965.295)	(3.331.267)	(2.231.378)	(103.010)	(494.484)	(183.494)	-	(7.308.927)
Disposals/write-offs	-	856	185.811	12.897	25.762	944	201	-	226.471
Spin-off assets	-	-	-	-	-	-	-	-	-
Reclassifications	-	-	449.792	(449.792)	-	-	-	-	-
Held for sale assets	-	105.482	1.749.379	-	23.889	-	86.070	-	1.964.820
Revaluation of assets	-	3.446.777	-	9.367.228	-	1.900.061	-	-	14.714.066
Exchange differences	-	(3.249)	(87.436)	(8.059)	(1.200)	1.523	(3.262)	-	(101.683)
Balance at 31 December 2014	-	(3.112.386)	(47.203.604)	1.405	(4.292.552)	26.828	(8.762.227)	-	(63.342.536)
Net Book Value at 31 December 2014	7.723.350	33.318.892	13.371.720	15.462.171	523.064	4.521.410	568.677	645.596	76.134.881
Cost									
Balance at 1 January 2015	7.723.350	36.431.278	60.575.324	15.460.767	4.815.616	4.494.583	9.330.904	645.596	139.477.418
Additions	-	294.292	3.734.936	41.705	1.127.591	-	231.179	1.368.997	6.798.700
Disposals	-	-	(58.480)	(8.804)	(22.367)	-	(12.482)	-	(102.133)
Write-offs	-	-	(190.958)	-	(24.998)	-	(590)	-	(216.546)
Reclassifications	-	-	(125.139)	9.073	(196.063)	160.762	-	-	(151.367)
Reclassifications to/from fixed/intangible assets	-	226.822	-	-	-	-	-	(1.126.206)	(899.384)
Reversals due to sold subsidiaries (Note 21)	(3.390)	(46.647)	(97.384)	(65.436)	(6.810)	-	(8.494)	-	(228.161)
Revaluation of assets	-	(267.472)	(13.099.869)	(1.760.928)	(315.092)	(370.476)	(1.413.258)	-	(17.227.095)
Exchange differences	3.390	46.647	95.624	65.436	6.810	-	7.481	-	225.388
Balance at 31 December 2015	7.723.350	36.684.920	50.834.055	13.741.813	5.384.687	4.284.869	8.134.740	888.387	127.676.820
Accumulated depreciation									
Balance at 1 January 2015	-	(3.112.386)	(47.203.604)	1.405	(4.292.552)	26.828	(8.762.227)	-	(63.342.536)
Depreciation charge	-	(804.250)	(2.842.549)	(1.579.243)	(120.856)	(366.518)	(155.001)	-	(5.868.417)
Disposals	-	-	58.254	249	21.818	-	8.260	-	88.581
Write-offs	-	-	190.955	-	24.998	-	664	-	216.617
Reclassifications	-	-	124.083	(8.018)	62.128	(26.828)	-	-	151.365
Reversals due to sold subsidiaries (Note 21)	-	12.117	91.785	10.422	2.580	-	7.056	-	123.960
Revaluation of assets	-	256.728	12.151.974	177.130	245.400	35.141	1.349.694	-	14.216.067
Foreign Exchange differences	-	(5.402)	(75.993)	-	(1.038)	-	(3.971)	-	(86.404)
Balance at 31 December 2015	-	(3.653.193)	(37.505.095)	(1.398.055)	(4.057.522)	(331.377)	(7.555.525)	-	(54.500.767)
Net Book Value at 31 December 2015	7.723.350	33.031.727	13.328.959	12.343.757	1.327.165	3.953.491	579.215	888.387	73.176.053



	Land	Buildings	Other Installations and equipment	Mechanical equipment and technical installations	Other Transportation means	Floating means	Furniture and other equipment	Assets under construction	Total
<i>Amounts in Euro</i>									
Cost									
Balance at 1 January 2014	9.870.038	35.939.309	44.739.155	18.492.545	3.529.154	3.467.216	8.065.670	682.310	124.785.397
Additions	-	231.079	2.390.934	-	163.977	70.395	133.959	1.581.068	4.571.412
Disposals/write-offs	-	-	(145.974)	-	(17.194)	-	-	-	(163.168)
Reclassifications to/from fixed/intangible assets	(306.228)	1.332.734	88.834	-	-	-	580	(2.040.229)	(924.309)
Revaluation of assets	(2.118.493)	(6.327.333)	-	(4.159.325)	-	(420.712)	-	-	(13.025.863)
Balance at 31 December 2014	7.445.317	31.175.789	47.072.949	14.333.220	3.675.937	3.116.899	8.200.209	223.149	115.243.469
Accumulated depreciation									
Balance at 1 January 2014	-	(2.943.391)	(31.318.006)	(6.013.146)	(3.234.897)	(884.813)	(7.516.934)	-	(51.911.187)
Depreciation charge	-	(735.745)	(2.619.477)	(2.009.015)	(74.780)	(317.747)	(150.509)	-	(5.907.273)
Disposals/write-offs	-	-	145.975	-	17.257	-	201	-	163.433
Revaluation of assets	-	3.202.426	-	8.022.161	-	1.202.560	-	-	12.427.147
Balance at 31 December 2014	-	(476.710)	(33.791.508)	(0)	(3.292.420)	0	(7.667.242)	-	(45.227.880)
Net Book Value at 31 December 2014	7.445.317	30.699.079	13.281.441	14.333.220	383.517	3.116.899	532.967	223.149	70.015.589
Cost									
Balance at 1 January 2015	7.445.317	31.175.789	47.072.949	14.333.220	3.675.937	3.116.899	8.200.209	223.149	115.243.469
Balance of merged companies in the year	53.969	3.075.913	14.542.407	797.346	935.838	1.538.446	981.078	-	21.924.997
Additions	-	277.492	4.031.167	-	1.036.861	-	225.131	1.148.117	6.718.768
Disposals	-	-	-	-	(21.721)	-	-	-	(21.721)
Write-offs	-	-	(190.958)	-	(24.998)	-	(590)	-	(216.546)
Reclassifications	-	-	(123.733)	7.667	(35.300)	-	-	-	(151.366)
Reclassifications to/from fixed/intangible assets	-	226.822	-	-	-	-	-	(1.126.206)	(899.384)
Revaluation of assets	-	(267.472)	(13.099.869)	(1.760.928)	(315.092)	(370.476)	(1.413.258)	-	(17.227.095)
Balance at 31 December 2015	7.499.286	34.488.544	52.231.963	13.377.305	5.251.525	4.284.869	7.992.570	245.060	125.371.122
Accumulated depreciation									
Balance at 1 January 2015	-	(476.710)	(33.791.508)	-	(3.292.420)	-	(7.667.242)	-	(45.227.880)
Balance of merged companies in the year	-	(2.451.579)	(13.662.598)	(96.977)	(848.793)	(146.152)	(955.224)	-	(18.161.323)
Depreciation charge	-	(650.736)	(2.614.324)	(1.425.076)	(108.790)	(220.367)	(143.533)	-	(5.162.826)
Disposals	-	-	-	-	21.717	-	-	-	21.717
Write-offs	-	-	190.958	-	24.998	-	123	-	216.079
Reclassifications	-	-	122.677	(6.612)	35.301	-	-	-	151.366
Revaluation of assets	-	256.728	12.151.974	177.130	245.400	35.141	1.349.694	-	14.216.067
Balance at 30 December 2015	-	(3.322.297)	(37.602.821)	(1.351.535)	(3.922.587)	(331.378)	(7.416.182)	-	(53.946.800)
Net Book Value at 31 December 2015	7.499.286	31.166.247	14.629.142	12.025.770	1.328.938	3.953.491	576.388	245.060	71.424.322

Other Installation and equipment mainly include fixed assets which relate to the fattening units and the hatchery unit and more specifically to cages, nets, anchorage, air compressor, generators, filters etc.

The fair value of the properties was determined by using the market comparable method and the residual replacement cost method. This means that valuations performed by the valuer were based on active market prices, significantly adjusted for differences in the nature, location or condition of the specific property.

Mortgages and pledges against Group's assets are analysed in Note 41, below.

18. Investment properties

The investment property of the Group and the Company is analysed as follows:

	GROUP			COMPANY		
	Land	Buildings	Total	Land	Buildings	Total
<i>Amounts in Euro</i>						
Carrying value at 1 January 2014	1.455.406	2.391.933	3.847.339	1.091.362	2.391.933	3.483.295
Sales/Write-offs/Transfers from fixed assets	409.552	676.548	1.086.100	306.228	-	306.228
Gains/(losses) from fair value	(560.715)	(209.729)	(770.444)	(296.782)	(209.729)	(506.511)
Carrying value at 31 December 2014	1.304.243	2.858.752	4.162.995	1.100.808	2.182.204	3.283.012
Balance of merged companies in the year	-	-	-	203.435	676.548	879.983
Gains/(losses) from fair value	239.163	(325.228)	(86.065)	239.163	(325.228)	(86.065)
Carrying value at 31 December 2015	1.543.406	2.533.524	4.076.930	1.543.406	2.533.524	4.076.930



Investment property is measured on an annual basis, at year-end by the use of an independent qualified valuer.

As at 31 December 2015 the Group and Company revalued land and buildings based on a evaluation performed by an accredited independent valuer. The fair value has been based on market values whereby the current values were revalued in accordance with the location and physical condition of the respective assets.

The fair value of land was determined based on the most recent transactions observable in the market in accordance with the sales comparison Method. The fair value of buildings was determined based on the method of depreciable replacement cost. The above methods are in accordance with the International Valuation Standards Committee.

Fair value of the properties was determined by using market comparable method. This means that valuations performed by the valuer are based on active market prices, significantly adjusted for differences in the nature, location or condition of the specific property. As the date of revaluation 31 December 2014, the fair values are based on valuations performed by the external valuer.

Range

Significant valuation input from unobservable data

Price € /m2 -Land	€ 7-93
Price € /m2 -Building	€ 169-694

It should be noted that the maximum price of the buildings include installations of the surrounding area, while the non-representative prices of land have been excluded.

The following table provides the fair value measurement hierarchy of the Group's assets and liabilities:

Assets measured at fair value	Date of Measurement	TOTAL	LEVEL 1	LEVEL 2	LEVEL 3
Office	December 31 2015	477.190	-	-	v
Retail	December 31 2015	3.599.739	-	-	v
		4.076.930			

Assets measured at fair value	Date of Measurement	TOTAL	LEVEL 1	LEVEL 2	LEVEL 3
Office	December 31 2014	489.187	-	-	v
Retail	December 31 2014	3.673.808	-	-	v
		4.162.995			

Further information is presented in Note 44.

Significant increases (decreases) in estimated price per square meter in isolation would result in a significantly higher (lower) fair value.

The effect from the revaluation of land and buildings at fair value was a decrease in the equity position of the Company and Group by an amount of € 86.065 (Company 2014: € 50.611 and Group 2014: € 770.444) respectively through profit and loss (before tax).

**19. Goodwill**

GROUP		COMPANY	
<i>Amounts in Euro</i>		<i>Amounts in Euro</i>	
Carrying value at 1 January 2014	30.766.972	Carrying value at 1 January 2014	19.049.833
Impairment losses	(46.554)	Impairment losses	-
Transfer to held for sale subsidiaries	(363.788)		
Carrying value at 31 December 2014	30.356.630	Carrying value at 31 December 2014	19.049.833
Balance of merged companies in the year	-	Balance of merged companies in the year	10.918.992
Carrying value at 31 December 2015	30.356.630	Carrying value at 31 December 2015	29.968.825

Goodwill acquired through business combinations and intangible assets with indefinite lives, i.e. fish-farm licenses, have been allocated to three cash-generating units (CGUs), which are also operating and reportable segments, for impairment testing as follows:

- Aquaculture unit
- Fish feed unit
- Aviculture-Stockbreeding unit

Carrying amount of goodwill and fish-farm licenses allocated to each of the cash-generating units is further analysed in Note 21:

	AQUACULTURE		FISHFEED		AVICULTURE - STOCKBREEDING		TOTAL	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Goodwill	26.590.022	26.590.022	3.708.975	3.708.975	57.633	57.633	30.356.630	30.356.630
Aquaculture Licenses (Note 20)	13.680.000	13.680.000	-	-	-	-	13.680.000	13.680.000

The Group performed its annual impairment test for goodwill and fish-farm licenses as at 31 December 2015. The Group considers the relationship between its market capitalisation and its book value, among other factors, when reviewing for indicators of impairment. As at 31 December 2015, the market capitalisation of the Group was below the book value of its equity, indicating a potential impairment of goodwill and impairment of the assets of each operating segment.

During the prior year part of the Aquaculture CGU which related to the aquaculture licenses of «CARBON DIS TICARET YATIRIM INSAAT VE SANAYI AS (CARBON) », located in Turkey, had been impaired. The licenses which comprise the Company's only asset which are recognized in the Group's consolidated financial statements amount to €377.000 in addition to the corresponding goodwill of € 46.554. The reason for the impairment loss recognition was due to the financial difficulties encountered by the Company which did not have the funds to undertake investment activities within the time limits granted and all efforts to sell the company did not succeed, thereby rendering the aquaculture licenses inactive. The reason for the impairment is attributed to the financial difficulties encountered by the Company which did not have the funds to undertake investment activities within the time limits granted and all efforts to sell the company did not succeed, thereby rendering the aquaculture licenses inactive. Therefore, Carbon's recoverable amount, as a part of the total Aquaculture CGU, has been assessed to zero given its non contribution to the CGU to which it belongs.



Furthermore the goodwill of the Group has been impaired by the amount € 363.788 which is associated with the goodwill of the held-for-sale subsidiary ILKNAK SU URUNLERI and which amount is included in the total loss of €7.064.409 in the figure “Gain/(loss) on subsidiary companies held for sale.

The recoverable amount of the three operating segments has been determined based on a value in use calculation using cash flow projections from financial budgets approved by senior management covering a five-year period. The projected cash flows have been calculated in such a way so as reflect the demand conditions of each segment. The pre-tax discount rate applied to cash flow projections is 8,5%. The cash flows which relate to the period of 5 years change in accordance with estimates for operating profits, investments for equipment and working capital needs. Indicatively it is noted that for the 5 year period (2016-2020) the compound growth rate of (CAGR) for the aquaculture segment is estimated at 3%, for fish feed segment at 3% while for the Aviculture stock breeding segment the projections are 3%. Following the 5 year period the cash flows are extended with a growth rate of 3% taking into consideration the long-term projections of the company for the three segments in addition to the course of long-term inflation.

The above percentages are based on management’s projections. More specifically, management assesses that the recoverable amount of the Aquaculture segment exceeds the book value thus reflecting the positive prospects which prevail in the market for the future. Similarly, the recoverable amount of the Aquaculture & the Aviculture stockbreeding segment exceeds the book value. Therefore, there is no issue of impairment of goodwill and aquaculture licenses.

The calculation of value-in-use for the three units is most sensitive to the following assumptions:

a) Profit margin

b) Discount rates

c) Market share during the budget period

d) Growth rate to perpetuity

- *Margin of earnings before interest, taxes, depreciation and amortisation* – Margins of earnings before interest, taxes, depreciation and amortisation are based on estimations during the budget period of five years and relate to expected prices, sale quantities, market share and cost of sale and operating costs. Estimations for those amounts use the existing data of the industry in which the three units operate.
- *Discount rates* – Discount rates reflect the current market assessment of the risks specific to each cash generating unit. The discount rate was estimated based on the average percentage of a weighted average cost of capital for the industry which takes into account the debt to equity ratio. The cost of capital arises from the expected yield of investments from the investors of the Group and the cost of debt is based on the debt that the Group should accommodate. This rate was further adjusted to reflect the market assessment of any risk specific to the cash generating unit for which future estimates.



- Market share during the budget period – These assumptions are important because, as well as using industry data for growth rates management assesses how the unit’s position, relative to its competitors, might change over the budget period. Management expects stability in the market where the three units operate during the budgeted period.
- Growth rate to perpetuity – Rates are based on long-term prospective of the group for the three reporting segments.

Profit before interest, taxes, depreciation and amortization (EBITDA)

Profit before interest, tax and depreciation are based on historical data and estimates during the period for the next five years for the two cash generating units and more specifically for the CGU aquaculture and fish feed, such that future changes are incorporated in the Group’s profitability, as expected by management.

Discount rate

The discount rates reflect the assessment of the current status of the risks related to each Cash Generating Unit (“CGU”). The discount rate was calculated as the average of the weighted average cost of capital in the industry. This percentage is further adjusted in order to reflect the assumptions of the market risk for each cash-generating unit for which the estimates of future cash flows has not been adjusted. The discount rate used for impairment testing is reduced due to recent improvements in the credit quality as well as due to prospects of the Greek public debt , and that of the EU as a whole. Moreover , this discount rate includes an additional percentage of risk-taking (company specific risk premium) as a result of the sensitivity analysis conducted on key operating parameters of the cash flows.

Perpetuity growth

The growth rate is based on the Group's long-term prospects for both units.

Sensitivity analysis of changes in assumptions

Management performed a sensitivity analysis of the value in use and the three cash generating units as regards changes in the above assumptions. With respect to the Aviculture stock breeding segment, management assesses that any possible and logical movement in any of the above mentioned assumptions will not result in the book value exceeding the recoverable value of the above CGU.

**20. Intangible assets**

The intangible assets of the Group and Company relate mainly to acquired aquaculture licences and computer software licences. Analysis of the carrying values of the above is presented in summary in the tables here below:

GROUP			
<i>Amounts in Euro</i>	Computer and other software	Aquaculture Licences	Total
Cost			
Balance 1 January 2014	7.832.257	14.057.000	21.889.257
Additions	96.317	-	96.317
Disposals/Write-offs/Transfers to investments	(36.800)	(377.000)	(413.800)
Spin-off assets		-	-
Transfers from work under construction	618.081	-	618.081
Held for sale assets	(47.219)	-	(47.219)
Exchange differences	1.906	-	1.906
Balance 31 December 2014	8.464.542	13.680.000	22.144.542
Accumulated amortisation			
Balance 1 January 2014	(6.361.776)	-	(6.361.776)
Amortisation charge	(738.124)	-	(738.124)
Held for sale assets	39.953	-	39.953
Exchange differences	(1.681)	-	(1.681)
Balance at 31 December 2014	(7.061.628)	-	(7.061.628)
Net book value at 31 December 2014	1.402.914	13.680.000	15.082.914
Balance 1 January 2015	8.464.542	13.680.000	22.144.542
Balance new companies merged in the year			
Additions	112.294	-	112.294
Disposals/Write-offs/Transfers to investments	(14.870)	-	(14.870)
Transfers from work under construction	899.384	-	899.384
Reversals of sold subsidiaries (Note 21)	(2.631)	-	(2.631)
Exchange differences	1.986	-	1.986
Balance 31 December 2015	9.460.705	13.680.000	23.140.705
Accumulated amortisation			
Balance 1 January 2015	(7.061.628)	-	(7.061.628)
Amortisation charge	(1.028.156)	-	(1.028.156)
Disposals/Write-offs/Transfers to investments	244		244
Reversals of sold subsidiaries (Note 21)	2.615		2.615
Exchange differences	(1.671)		(1.671)
Balance at 31 December 2015	(8.088.596)	-	(8.088.596)
Net book value at 31 December 2015	1.372.109	13.680.000	15.052.109

**COMPANY**

<i>Amounts in Euro</i>	Computer and other software	Aquaculture Licences	Total
Cost			
Balance 1 January 2014	7.574.025	2.766.000	10.340.025
Additions	89.958	-	89.958
Disposals/Write-offs/Transfers to investments	(36.800)	-	(36.800)
Transfers from work under construction	618.081	-	618.081
Balance 31 December 2014	8.245.264	2.766.000	11.011.264
Accumulated amortisation			
Balance 1 January 2014	(6.106.849)	-	(6.106.849)
Amortisation charge	(735.729)	-	(735.729)
Balance at 31 December 2014	(6.842.578)	-	(6.842.578)
Net book value at 31 December 2014	1.402.686	2.766.000	4.168.686
Balance 1 January 2015	8.245.264	2.766.000	11.011.264
Balance of companies merged in the year	212.203	8.709.000	8.921.203
Additions	111.649	-	111.649
Disposals/Write-offs/Transfers to investments	(14.870)	-	(14.870)
Transfers from work under construction	899.384	-	899.384
Balance 31 December 2015	9.453.630	11.475.000	20.928.630
Accumulated amortisation			
Balance 1 January 2015	(6.842.578)	-	(6.842.578)
Balance of companies merged in the year	(212.203)	-	(212.203)
Amortisation charge	(1.027.132)	-	(1.027.132)
Disposals/Write-offs/Transfers to investments	244	-	244
Balance at 31 December 2015	(8.081.669)	-	(8.081.669)
Net book value at 31 December 2015	1.371.961	11.475.000	12.846.961

The “Aquaculture licences” on a Group level relate to the value of the aquaculture licenses of the Company, the Group “SEAFARM IONIAN SA”, the Group “KEGO”, and “PREDOMAR S.L”, that which resulted following the acquisition of the corresponding subsidiaries. The Company’s aquaculture license value relates to the value of aquaculture licenses of the absorbed subsidiary companies SEAFARM IONIAN SA, KEGO S.A and RED ANCHOR SA. The aforementioned goodwill is not depreciated, but is tested for impairment loss, in accordance with IAS 36 (Note 21).

During the prior year part of the Aquaculture CGU which related to the aquaculture licenses of «CARBON DIS TICARET YATIRIM INSAAT VE SANAYI AS (CARBON)», a company which is located in Turkey, had been impaired. The licenses which comprise the Company’s only asset which were recognized in the Group’s consolidated financial statements amounted to €377.000 prior to the company being classified as held for sale during the prior year.

**21. Investments in subsidiaries**

In the financial statements of the Company, investments in subsidiary companies have been measured at acquisition cost less any impairment losses.

<i>Amounts in Euro</i>	COMPANY
	<u>31/12/2015</u>
Opening Balance	31.808.213
Less: Sale of subsidiary companies	(1.919.437)
Less: Impairment of investment in subsidiary from reduction in share capital	(980.475)
Merged company	(13.779.179)
Additions	1.384.000
Impairment	(1.680.908)
Closing Balance	<u>14.832.214</u>

The company's percentage participation in investments, which are not listed on the Athens Stock Exchange Market, is analysed as follows:

Company	31/12/2014					31/12/2015					Country of incorporation	Percentage Shareholding
	Cost	Impairment of Investment	Amounts per Financial Position	Percentage Shareholding Sold	Reduction / Return of Share Capital	Increase in share capital	Cost	Impairment of Investment	Amounts per Financial Position			
PROTEUS EQUIPMENT S.A	29.347	-	29.347	-	-	1.350.000	1.379.347	-	1.379.347	GREECE	100,00%	
AQUACOM LTD	1.141.394	(860.486)	280.908	-	-	-	1.141.394	(1.141.394)	-	VIRGIN ISLANDS	100,00%	
ILKNAK SU URUNLERI SAN Ve TIC A.S.	3.979.492	(2.060.155)	1.919.337	(1.919.337)	-	-	2.060.155	(2.060.155)	-	TURKEY	52,53%	
NIREUS INTERNATIONAL LTD	7.380.508	-	7.380.508	-	(980.476)	-	6.400.033	-	6.400.033	CYPRUS	100,00%	
MIRAMAR SU URUNLERI VE BALIK YEMI URETIMI SANAYI VE TICARET A.S.	272	(172)	100	(100)	-	-	172	(172)	-	TURKEY	0,02%	
SEA FARM IONIAN S.A	13.745.179	-	13.745.179	-	-	34.000	13.779.179	(13.779.179)	-	GREECE	26,72%	
KEGO AGR I S.A	8.952.834	(500.000)	8.452.834	-	-	-	8.952.834	(1.900.000)	7.052.834	GREECE	100,00%	
	35.229.026	(3.420.813)	31.808.213	(1.919.437)	(980.476)	1.384.000	33.713.114	(18.880.900)	14.832.214			

As referred to in the Financial Statements of 31.12.2014 due to the Management's decision to sell the entire business activity and its subsidiaries in Turkey, the Group and Company recognised in the prior year an impairment loss of € 2.920.813, which corresponded to the loss on the basis of the fair value and the valuation of the Turkish subsidiaries as compared to with their acquisition cost.

During the year the Company Nireus Aquaculture recognized an impairment loss of € 980.475,93 in its subsidiary Nireus International due to the reduction of its share capital of its subsidiary. Nireus International proceeded with the recognition of an impairment loss of its investment in Miramar Projects UK by the amount of € 980.476 due to the reduction of the share capital of the latter company by the corresponding amount. Furthermore, procedures regarding the liquidation of the company Miramar UK have commenced.



Furthermore, Nireus Aquaculture fully impaired its investment in its subsidiary company AQUACOM by the amount of € 280.907,98, in addition to that procedures regarding the liquidation of the subsidiary have commenced.

The Company's investment in its subsidiary Kego Agri decreased by the amount of € 1.400.000. Further information is provided below (section "Impairment Testing").

Furthermore, during the year the Company purchased one thousand and twenty-two (1.022) shares, equivalent to 50% of total shares of its subsidiary company PROTEUS EQUIPMENT SA, at a purchase price of € 1.350.000. Following the acquisition, NIREUS AQUACULTURE SA owns 100% of the shares of its subsidiary PROTEUS EQUIPMENT SA.

As at 13 October 2015 the company purchased 85.000 shares of the subsidiary company SEAFARM IONIAN (prior to its merger by Nireus Aquaculture) for the amount of € 34.000.

SALE OF SUBSIDIARY COMPANIES

As referred to in the financial statements of the prior year 31.12.2014, as at 21.01.2015, the management of the Group entered into an agreement for the sale of all shares held in the Turkish companies, for ILKNAK SU URUNLERI SANAYI VE TICARET A.S NIN (hereinafter referred to as "ILKNAK") 617.493 shares were sold and for MIRAMAR SU URUNLERI VE BALIK YEMI SANAYI VE TICARET AS. NIN (hereinafter referred to as "MIRAMAR") 2.629.058 shares were sold at a sales price of € 4.150.000 payable in cash. The direct and indirect percentage holding of Nireus Aquaculture SA prior to the sale of the Turkish subsidiaries amounted in ILKNAK to 83,563% (direct 52,53% and indirect 31,03%) , while for MIIRAMAR the percentage amounted to 99,95% (direct 0,02% and indirect 99,93%).

As at 31 December 2014, the net assets of the subsidiary companies ILKNAK SU URUNLERI and MIRAMAR SU URUNLERI and their subsidiary companies ILKNAK DENIZCILIK and CARBON, were reclassified as assets held for sale in the statement of financial position of the Group. Furthermore the losses incurred from the valuation of the above companies at fair value were presented according to IFRS 5 "Non current assets held for sale» are separately in the income statement of the Group".

The major classes of assets held for sale and its related liabilities are separately presented in the Statement of Financial Position of the Group as at 31st December 2014. The basic categories of assets and liabilities are presented in the following table:



	31/12/2014
Current assets	
Biological assets	3.547.127
Inventories	222.808
Trade and other receivables	2.123.049
Other receivables	1.612.508
Other current assets	21.435
Cash and cash equivalents	988.033
Total Assets	8.514.960
Non-current liabilities	
Deferred income tax liabilities	186.016
Net Employee defined Benefit obligations	201.248
Provisions	30.801
Total non-current liabilities	418.065
Current liabilities	
Trade & other payables	3.850.832
Short-term interest bearing loan borrowings	201.902
Other current liabilities	332.858
Total current liabilities	4.385.591
Total Liabilities	4.803.656
Net assets directly associated with held for sale assets (excluding intercompany)	3.711.304
Add: Intercompany receivables/(liabilities)	438.696
Net assets directly associated with held for sale assets (including intercompany)	4.150.000

Immediately prior to the classification of ILKNAK SU URUNLERI, MIRAMAR SU URUNLERI and their investments in ILKNAK DENIZCILIK and CARBON as held for sale, the recoverable amount was estimated for non-current and current assets and no impairment loss was identified apart from any reference made in the financial statements. Following the classification as held for sale, a total impairment loss of € 7.064.409 (non-current liabilities of €5.514.525 and of current assets of € 1.549.884 correspondingly) was recognised the statement of profit and loss under “Impairment of investments in subsidiaries” as at 31.12.2014.

During the current period and with the completion of the sale of the companies, an addition loss of € 2.988.850 was recognized resulting from the direct movement in equity incorporated, from the subsidiaries’ results of the period up until their date of the sale, in the Group results of a total amount of € 203.657, in addition to the transfer of reserves (foreign exchange reserve, other reserves and non-controlling interests) of € 2.785.193 as presented below.



	Note	21/1/2015
Non-Current assets		
Property, plant and equipment		104.201
Intangible assets		14
Deferred income tax assets		33
Other long-term receivables		284
		104.532
Current assets		
Biological assets	25	3.842.563
Inventories		214.579
Trade and other receivables	27	2.994.145
Other receivables	28	2.519.271
Other current assets		59.990
Cash and cash equivalents	31	968.540
		10.599.088
Total Assets		10.703.619
Non-current liabilities		
Deferred income tax liabilities		192.113
Net Employee defined Benefit obligations		212.828
Provisions		32.139
Total non-current liabilities		437.080
Current liabilities		
Trade & other payables	37	4.803.430
Short-term interest bearing loan borrowings		134.749
Other current liabilities	39	974.901
Total current liabilities		5.913.080
Total Liabilities		6.350.160
Net assets of the sold companies		4.353.459
Result of the period 1/1/2015 to 21/1/2015		(203.657)
Less: Sale proceeds		4.149.802
Loss on sale of subsidiaries		
Transfer of the foreign exchange reserve		(2.329.860)
Transfer of non-controlling interests		(455.333)
Loss from sale of subsidiary company		(2.988.850)

Investments impairment test

The Company identifies similar nature CGUs as those identified by the Group which effectively overlap individual investments in subsidiaries. For the purpose of the impairment test of investments the Company allocates its investments namely to Aquaculture unit and Fish-Feed unit where investments in subsidiaries have been allocated for impairment test purposes:



	AQUACULTURE		AVICULTURE AND STOCKBREEDING		TOTAL	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Investments in subsidiaries	7.779.379	23.355.378	7.052.835	8.452.835	14.832.214	31.808.213

Regarding separate Financial Statements of the Company, an impairment test was conducted as of 31 December 2014 for investment in subsidiaries where an indicator of impairment existed mainly due to loss-making subsidiaries. More specifically, an impairment test on the cash generating units of the Aquaculture segment was performed where an indication existed mainly due to the loss making of the subsidiaries. The recoverable amount of the unit was determined based on value in use which was calculated based on the projected cash flows from financial budgets of the company approved by senior management covering a period of 5 years. The projected cash flows have been calculated in order that these reflect the current demand. The pre-tax interest which was used for the discount of the projected cash flows amounts to 8,5%. The cash flows have been calculated according to the current state of the assets of the Company. Indicatively it is noted that for the 5 year period (2016-2020) the compound growth rate of (CAGR) for the aquaculture segment is estimated at 3%. Following the 5 year period the cash flows are extended with a growth rate of 3% taking into consideration the long-term projections and the course of long-term inflation. Management has assessed, through the impairment testing, that that the recoverable amount of the Aquaculture segment exceeds the book value thus reflecting the positive prospects which prevail in the market for the future.

Regarding the shareholdings which were allocated to the CGU agriculture and stockbreeding, the Company as at December 31, 2015 proceeded with an impairment of those investments (KEGO AGRI) due to current year's significant losses. The impairment testing carried out showed that the estimated recoverable value was less than its carrying value by € 1.400.000 and therefore, the Company impaired its participation by the corresponding amount. For the purpose of impairment testing of investments, the recoverable amount is determined by the value in use, which was calculated based on cash flow projections from financial budgets approved by the Group management, covering a period of five years. The cash generating unit ("CGU") considered for participations impairment testing purposes is the same as that used for impairment testing of goodwill and therefore disclosures regarding the assumptions used are the same as those listed below in the disclosures for impairment testing of goodwill.

The pre-tax rate used to discount projected cash flows is 8.5%, while growth in perpetuity (after five years) used is 5% while for the next five (2016-2020) this is estimated at 3%, taking into account the long-term prospects of the Group.

Sensitivity Analysis

A sensitivity analysis was performed on the positive or negative movement in the discount rate by 0,5%, in the positive or negative change in the growth rate in perpetuity by 0.6%, in order to examine any potential impairment of the aviculture stocbreeding segment. An increase in the discount rate by 0,5% (maintaining a constant growth rate in perpetuity) would result in a further reduction by an amount € 0,2 million , while a decrease in the growth rate in perpetuity by 0,25% (maintaining a constant discount rate) would result in a further reduction by € 0.1 million. An increase in the discount rate by 0,5% while reducing the growth rate by 0,6% would result in a further impairment loss of € 0.9 million.



MERGER OF SUBSIDIARY SEAFARM IONIAN SA

In the current year 2015 and in accordance with the Extraordinary General Meeting of shareholders "NIREUS AQUACULTURE SA" dated December 7, 2015 the merger by absorption of the company "SEAFARM IONIAN" in accordance with the 29.10.2015 merger plan of the merged company "SEAFARM IONIAN SA" was approved, on the basis of the Board of Directors Report dated 29.10.2015 and issued to the General Assembly.

The merger was approved by virtue of the decision No. 133423 on 12.22.2015 of the Ministry of Economic Development and Tourism, registered in the General Commercial Register on 22.12.2015 with the Code Number 481808, according to the by 07/12/2015 resolutions of the extraordinary General Meetings of shareholders of the acquiring company, and the merged company respectively, and on the basis of the 30/03/2015 resolution of the Board of Directors of both companies as regards the transformation balance sheet dated 31.03.2015.

The company has complied in accordance with paragraph 23 of IFRS 10 "Consolidated Financial Statements" according to which changes in ownership interests in a subsidiary that do not result in a loss / gain of control are accounted for as equity transactions. In this case, the book value of equity attributable to equity of non-controlling interests shall be adjusted to reflect changes in the relative interests of the subsidiary. Any differences resulting between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received shall be recognized directly in equity and attributed to the owners of the parent company.

The following resulted from the above merger :

The results of the above subsidiary for the period 22/12/2015 to 31/12/2015 have been incorporated in the results of the Company (parent company). Furthermore the corresponding assets, liabilities and net equity have been incorporated as stated at the approved date of the merger.

The financial information as regards the financial position of the merged company is analysed below:



ASSETS	
Property, plant and equipment	3.763.671
Investment property	879.983
Goodwill	10.918.000
Intangible assets	8.709.000
Deferred income tax assets	1.544.718
Available-for-sale financial assets	22.157
Other long-term receivables	34.133
	25.871.662
Current assets	
Trade and other receivables	1.807.134
Other receivables	621.825
Other current assets	81.496
Cash and cash equivalents	304.123
	2.814.579
Total Assets	28.686.242
Non-current liabilities	
Net Employee defined Benefit obligations	164.198
Government grants	168.325
Other non-current liabilities	1.493.722
Provisions	1.806.294
Total non-current liabilities	3.632.538
Current liabilities	
Trade & other payables	1.902.233
Short-term interest bearing loan borrowings	1.377.630
Current portion of long-term financial liabilities	20.205.136
Other current liabilities	981.954
Total current liabilities	24.466.954
Total Liabilities	28.099.492
Net Financial position of merged company	586.750
LESS: Write-off of investment of the merged company	-13.745.000
Total effect on equity	-13.158.250

Financial Statements of subsidiary companies

As at 31.12.2015 the Group does not hold non-controlling interests above 50%, given that during the current year the remaining 50% minority interest of subsidiary company PROTEUS EQUIPMENT SA was acquired by Nireus Aquaculture SA while 73,28% of minority interest of SEAFARM IONIAN SA and its subsidiary SEAFARM IONIAN (CENTRAL EUROPE) GMBH was merged through absorption by Nireus Aquaculture SA

**Period 2015**

<i>Amounts in Euro</i>			
NAME OF SUBSIDIARY	Period of Consolidation	Percentage	Profit/(loss) allocated to Equity Holders of the Parent
PROTEUS EQUIPMENT S.A (*)	1/1-31/7/2015	50,0%	84.578
SEAFARM IONIAN S.A (**)	1/1-22/12/2015	26,72%	274.966
SEAFARM IONIAN (CENTRAL EUROPE) GMBH (**)	1/1-22/12/2015	26,72%	595.104

* The consolidation of the subsidiary company Proteus Equipment SA was performed at a 50% percentage shareholding until the date of acquisition (balance sheet date of 31.07.2015) while for the period from 1.08.2015 up until 31.12.2015 the company has been consolidated at 100%.

(**) The consolidation of the subsidiary SEAFARM IONIAN SA was performed at a percentage of 26,72% up until the date of approval of the merger 22-12-2015. Through the above merger, NIREUS SA acquired 100% of its subsidiary company SEAFARM (CENTRAL EUROPE) GMBH.

Period 2014

<i>Amounts in Euro</i>			
NAME OF SUBSIDIARY	Principal place of business	Percentage of Non-Controlling Interests 31.12.2014	Profit/(loss) allocated to NCI 31.12.2014
PROTEUS EQUIPMENT S.A	Greece	50,0%	123.064
SEAFARM IONIAN S.A	Greece	73,5%	(1.520.068)
SEAFARM IONIAN (CENTRAL EUROPE) GMBH	Germany	73,5%	(106.902)

It should be noted that there are no restrictions between the Group and the above mentioned subsidiaries as regards to their access to the assets and the liabilities of the Group, nor to the transfer of funds and dividends between the Group and the companies.

From the above companies the subsidiary company SEAFARM IONIAN belongs to the operating segment of aquaculture while PROTEUS belongs to other segments.

Summarised financial information including goodwill and aquaculture licenses recognized upon initial acquisition of the subsidiary companies, but prior to intercompany eliminations, is as follows:



<i>Amounts in Euro</i>	Condensed Statement of Financial Position		
	22/12/2015	22/12/2015	31/7/2015
SUBSIDIARY COMPANY	SEAFARM IONIAN S.A	SEAFARM IONIAN (CENTRAL EUROPE) GMBH	PROTEUS EQUIPMENT S.A
ASSETS			
Property, plant and equipment	3.763.671	-	186.340
Investment property	879.983	-	-
Other non-current assets	1.594.864	-	1.169
Inventories	-	-	1.557.929
Trade and other receivables	1.905.470	-	1.354.428
Cash & cash equivalents	304.123	-	20.361
Other current assets	703.321	-	225.499
Total Assets	9.151.434	-	3.345.727
EQUITY & LIABILITIES			
Share capital	12.952.331	975.000	60.000
Other reserves of equity	(31.894.245)	(1.547.092)	580.817
Total Net Equity	(18.941.914)	(572.092)	640.817
Provisions & Pension Obligations	1.970.492	-	83.866
Other long-term liabilities	1.655.902	550.302	28.951
Short-term borrowings	1.377.630	-	-
Trade & other payables	1.902.233	-	2.239.402
Other short-term liabilities	981.954	21.790	352.693
Long-term liabilities payable within the following year	20.205.136	-	-
Total Liabilities	28.093.347	572.092	2.704.910
TOTAL EQUITY & LIABILITIES	9.151.434	-	3.345.727

1/1-31/12/2014

<i>Amounts in Euro</i>	31/12/2014
	Consolidation Adjustments
	SEAFARM IONIAN S.A
Goodwill & Aquaculture Licenses recognised upon Acquisition	
Aquaculture Licenses	8.709.000
Goodwill	10.918.992



31/12/2014			
Condensed Statement of Financial Position			
SUBSIDIARY COMPANY	SEAFARM IONIAN S.A	SEAFARM IONIAN (CENTRAL EUROPE) GMBH	PROTEUS EQUIPMENT S.A
ASSETS			
Property, plant and equipment	4.129.391	-	197.456
Investment property	879.983	-	-
Other non-current assets	1.151.245	810.717	1.543
Inventories	-	-	1.488.264
Trade and other receivables	466.330	-	836.673
Cash & cash equivalents	182.697	-	64.938
Other current assets	1.620.859	-	109.279
Total Assets	8.430.505	810.717	2.698.154
<u>EQUITY & LIABILITIES</u>			
Share capital	12.952.331	975.000	60.000
Other reserves of equity	(33.210.165)	(1.371.626)	665.635
Total Net Equity	(20.257.833)	(396.626)	725.635
Provisions & Pension Obligations	2.715.492	-	82.619
Other long-term liabilities	2.122.645	396.626	39.288
Trade & other payables	1.223.621	-	1.698.189
Other short-term liabilities	1.333.807	810.717	152.422
Long-term liabilities payable within the following year	21.292.773	-	-
Total Liabilities	28.688.339	1.207.343	1.972.518
TOTAL EQUITY & LIABILITIES	8.430.505	810.717	2.698.154

31/12/2014			
Condensed Income Statement			
SUBSIDIARY COMPANY	SEAFARM IONIAN S.A	SEAFARM IONIAN (CENTRAL EUROPE) GMBH	PROTEUS EQUIPMENT S.A
Sales of non-biological goods-merchandise and other inventories	7.350.287	-	3.294.437
Other income and costs	(10.088.732)	251.271	(2.941.099)
Results for the period before taxes	(2.738.446)	251.271	353.339
Income & deferred taxes	671.615	(396.626)	(107.210)
Net profit for the period	(2.066.831)	(145.355)	246.129
Other comprehensive income	356.152	-	-
Total Comprehensive Income/ (loss)	(1.710.679)	(145.355)	246.129



Amounts in Euro	31/12/2014		
	Condensed Cash Flow Statement		
SUBSIDIARY COMPANY	SEAFARM IONIAN S.A	SEAFARM IONIAN (CENTRAL EUROPE) GMBH	PROTEUS EQUIPMENT S.A
Net cash generated from operating activities	1.112	(3.052)	1.483.331
Net cash generated from investing activities	15.589	-	179
Net cash (generated) from financing activities	-	-	(1.433.415)
Net increase/(decrease) in cash and cash equivalents for period	16.701	(3.052)	50.095
Cash and cash equivalents at beginning of the period	165.996	3.052	14.843
Cash and cash equivalents at end of the period	182.697	(0)	64.938

It should be noted that during the year dividends paid by the subsidiary company PROTEUS EQUIPMENT SA amounted to € 235.800,53 (tax included) which relate to the profit distribution of the year 2014.

22. Deferred Income Tax Receivables/(Liabilities)

Deferred income tax assets and liabilities which result from relative temporary tax differences, are as follows:

	STATEMENT OF FINANCIAL POSITION				INCOME STATEMENT			
	GROUP		COMPANY		GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014	31/12/2015	31/12/2014	31/12/2015	31/12/2014
DEFERRED TAX LIABILITIES								
Intangible assets	(262.096)	(194.201)	(262.097)	(206.593)	(10.979)	13.950	(11.232)	15.118
Property, Plant & Equipment	(8.779.472)	(8.997.008)	(8.432.826)	(7.644.225)	682.901	772.885	670.644	593.926
Biological Assets	(9.069.533)	(5.176.157)	(8.718.868)	(4.888.782)	(4.030.022)	(1.552.395)	(3.830.082)	(2.371.836)
Receivables	7.826.771	7.435.762	7.584.279	4.977.081	1.253.942	869.517	510.613	51.166
Long-term loan borrowings	(5.254.858)	-	(5.254.858)	-	(5.254.858)	-	(5.254.858)	-
Net Employee defined Benefit obligations	752.233	652.545	723.198	544.776	102.688	32.491	93.652	21.128
Other non-current liabilities	513.686	642.246	499.049	946.616	(91.489)	46.551	(69.215)	69.345
Προβλέψεις	304.070	219.705	293.362	185.455	89.935	35.976	84.823	30.463
Other current liabilities	2.464.691	2.218.060	2.464.691	2.218.060	(604.223)	2.107.197	(413.550)	2.107.199
Less: transfer of deferred tax on held for sale subsidiaries	-	185.739	-	-	-	-	-	-
	(11.504.507)	(3.013.309)	(11.104.070)	(3.867.612)	(7.862.105)	2.326.172	(8.219.205)	516.509
TOTAL DEFERRED TAX ASSETS	572.781	1.489.074	-	-				
TOTAL DEFERRED TAX LIABILITIES	(12.077.288)	(4.502.383)	(11.104.070)	(3.867.612)				
TOTAL DEFERRED TAX	(11.504.507)	(3.013.309)	(11.104.070)	(3.867.612)				



Reconciliation of deferred tax liabilities, net		
	GROUP	COMPANY
Beginning Balance as at 1 January 2015	(3.013.309)	(3.867.612)
Deferred tax-income/(expense) recognised during the period in profit and loss	(8.655.455)	(8.847.734)
Effect from the change in the tax rate in the Income Statement	793.351	628.529
Total deferred tax in the Incoem Statement	(7.862.105)	(8.219.205)
Effect from the change in the tax rate in OCI	(1.141.040)	(1.074.792)
Deferred tax-income/(expense) recognised during the period in OCI	574.628	573.962
Total deferred tax recognised in OCI	(566.412)	(500.830)
Balance of merged company in the year	(61.142)	1.483.577
Less: Tax of sold subsidiaries	(1.540)	-
Ending Balance as at 31 December 2015	(11.504.508)	(11.104.070)

	GROUP	COMPANY
Beginning Balance as at 1 January 2014	(5.331.946)	(4.349.754)
Deferred tax-income/(expense) recognised during the period in profit and loss	2.326.172	516.509
Deferred tax-income/(expense) recognised during the period in OCI	(177.190)	(34.367)
Less: Tax of sold subsidiaries	169.654	-
Ending Balance as at 31 December 2014	(3.013.309)	(3.867.613)

During the year, deferred tax liabilities were reduced by an amount of € 192.080 (liabilities € 192.1 less receivables of € 33) due to the sale of the Turkish subsidiary companies (Note 22).

The offsetting of deferred income tax assets and liabilities occurs when there is, on behalf of the company, a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes relate to the same fiscal authority. The deferred tax liabilities of the Group as at 31/12/2015 relate to the subsidiaries located in Spain by an amount of € 396.143 (tax rate 25%), by an amount of € 550.302 the company which is situated in Spain and by an amount of € 11.130.845 for companies that are located in Greece (tax rate 29%). The respective amounts as at 31/12/2014 were for the companies which are located in Spain by an amount of € 198.855 and by an amount of € 4.30.528 for companies that are located in Greece.

The deferred tax receivables for the Group as at 31/12/2015 of € 572.781 relate to companies located in Greece. The corresponding amounts as at 31/12/2014 of € 1.489.074 result from the companies located in Greece.

**23. Available for sale financial assets**

The change in available-for-sale financial assets is analysed as follows:

<i>Amounts in Euro</i>	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Beginning of the year	20.905	20.914	6.800	6.800
Balance of merged companies in the year			22.157	-
Additions	118.540	-	97.383	-
Less: transfer to held for sale subsidiaries (Note 21)	-	(9)	-	-
Balance at end of the year	139.445	20.905	126.340	6.800

Assets held for investment relate to investments in non-listed in an organised market, companies. All assets held for investment, are stated at historical cost given that their fair value cannot be accurately measured.

24. Other non-current assets

Other non-current assets of the Group and the Company relate to receivables, which are to be collected subsequent to the following year-end, and are analysed in the table here below:

<i>Amounts in Euro</i>	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Other non-current receivables	-	3.600	-	5.440
Guarantees provided	283.430	524.206	258.769	450.853
Less: held for sale subsidiaries (Note 21)	-	(6.533)	-	-
Total	283.430	521.273	258.769	456.293

25. Biological assets

Biological assets comprise of juveniles-generating adult fish, fish juveniles and stock breeding products as at the Balance Sheet date and are measured at fair value. Following the adoption of IFRS 13 beginning from 1.1.2013 and as at each balance sheet date the measurement of fair value is based on IFRS 13 in conjunction with the specific requirements of IAS 41. According to IFRS 13, fair value is the current exit price which is determined with reference to the principal market which is the market at which the greatest volume of activity is observed.

During periods of substantial increases/(decreases) in inventory and increases/(decreases) in sales prices, this methodology applied results in significant gains/(losses) arising from the difference between the production cost and the sales value.

The reconciliation of the biological assets stated at fair value is presented in the following table:



Amounts in Euro	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Balance of biological assets at 1 January	163.662.396	170.151.405	156.861.359	155.012.142
Increases due to purchases of biological assets	1.079.679	2.329.616	1.079.367	1.476.951
Gain/Loss arising from changes in fair value attributable to price or quantity changes of biological assets	172.725.225	145.492.114	161.639.464	136.223.375
Decreases due to sales of biological assets	(157.573.038)	(148.219.065)	(148.771.671)	(135.851.109)
Less: biological assets of sold companies	(295.437)	-	-	-
End balance of biological assets at 31 December	179.598.825	163.662.396	170.808.519	156.861.359
ANALYSIS OF BIOLOGICAL ASSETS IN BALANCE SHEET				
A) Biological assets of fish (Assets – Non-current assets)	60.828.477	72.654.984	59.441.639	69.463.499
B) Biological Poultry-Livestock (Assets - Non-current assets)	-	198.000	-	-
Less: biological assets on held for sale assets	-	(1.937.198)	-	-
TOTAL BIOLOGICAL ASSETS - Assets - Non-current	60.828.477	70.915.786	59.441.639	69.463.499
C) Biological assets fish (Inventories - Current assets)	118.737.151	96.735.001	111.366.880	87.397.860
D) Biological Poultry-Livestock (Inventories - Current assets)	33.197	166.085	-	-
Less: Transfer to held for sale subsidiaries	-	(4.154.476)	-	-
TOTAL BIOLOGICAL ASSETS - Assets - Current	118.770.348	92.746.610	111.366.880	87.397.860
TOTAL BIOLOGICAL ASSETS	179.598.825	163.662.396	170.808.519	156.861.359

The effect from the movement in the fair value of biological assets between beginning and ending values as at 31.12.2015, as presented in the Statement of cash flows amounts to € 11.378.179 for the Group and of an amount of € 10.717.986 for the Company as is presented in the following table.

	GROUP			COMPANY		
	LOCAL GAAP	ADJUSTMENT	IFRS	LOCAL GAAP	ADJUSTMENT	IFRS
Fair value of Biological assets at beginning 1.1.2015	144.343.589	19.318.807	163.662.396	138.058.569	18.802.790	156.861.359
Less: Sale of Subsidiaries	446.849	-	151.413	-	-	-
Fair value of Biological assets at ending 31.12.2015	148.206.366	31.392.459	179.598.825	140.743.684	30.064.836	170.808.519
Changes/(movement) in the fair value of biological assets	- 4.309.626	- 11.922.239	- 16.231.865	- 2.685.115	- 11.262.046	- 13.947.160

Valuation of biological Assets

The accounting principles and the valuation model applied for valuation of biological assets are explained in Note 3.4

Assumptions used in determining the fair value of live fish

The estimated fair value of biomass will always be based on uncertain assumptions even though the company has obtained substantial expertise in assessing these factors. Estimates are applied for the following factors: biomass volume, the quality of the biomass, the size distribution and market prices.

Biomass volume

The biomass volume is in itself an estimate based on the number of juveniles placed in the sea, the estimated growth from the time of stocking, estimated mortality based on observed and expected mortality etc. The uncertainty with regards to biomass volume is normally low. The uncertainty will, however, be higher if an incident has resulted in mass mortality, especially early in the cycle, or if the health condition of the fish which restricts treatment of fish. If the biomass at sea was



1% higher than our estimates this would result in a change in IAS 41 valuation of approximately 1.002.469 (2014: Euro 719.375).

The size distribution

Fish in sea grows in various rates and even under conditions of good estimates, the average weight of the fish can result in considerable variation in the quality and weight of the fish. The size distribution affects the price achieved for the fish as each size category of fish is priced separately in the market. When estimating the biomass value a normal, expected size distribution is applied.

Market price

The market price assumption is significant for the valuation and even minor changes in the market price will significantly result in changes in the valuation. The methodology used for establishing the market price is explained in Note 3.4. If it is assumed that all fish as per December 2014 were of harvest size, a volatility in the price by +/- 5% would change the valuation positively/(negatively) by an amount of € 7,2 mil/€ (7,2) million and a change in the discount factor by +/- 1% would change the valuation (negatively)/positively by a minimum of € (0,2) million/€ 0,2 million.

Write-down of biomass (extraordinary mortality)

Extraordinary mortality is accounted for when a site either experiences elevated mortality over time or massive mortality due to an incident on the farm (outbreak of disease, lack of oxygen etc).

The increase in biological assets of the Group as of 31.12.2015, resulting from the Company, compared to the previous year € 31.12.2014 by approximately € 17,5 m., is mainly attributed to the increased number and to the increase in the biomass of fish in addition to the increase in prices of fish in the categories 400-600 gr. και 600-800 gr, which cumulatively and due to the distribution of fish resulted in the positive effect of the biological assets as at 31.12.2015.

In addition during the year biological assets decreased by the amount of € 3.842.563 from the sold subsidiaries which amount in the previous year had been reclassified to held for sale (Note 21).

The Group has insured against any form of risk all its biological assets at foreign reputable insurance companies. Any receivable regarding insurance indemnities are factored due to the pledge with the banks.

The company NIREUS SA with the agreement of 01.01.2016 has provided to the company NORSILDMEL INNOVATION A / S a floating lien on the fish population, amounting to € 10,3 million to secure the outstanding balance. The pledge is valid until 31/12/2016.

The pledged assets regarding the biological assets of fish population against loans obtained amount to € 100.599.345 and as regards suppliers to an amount of € 10.300.000 as described in Note 43 below.

**26. Inventories**

The inventories of the Group and the Company are as follows:

<i>Amounts in Euro</i>	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Merchandise	1.480.008	1.305.900	6.442	2.714
Finished and semi-finished goods	3.300.331	3.888.008	3.256.555	3.812.170
Work in progress	81.124	178.013	81.124	178.013
Raw and auxiliary materials-Package materials	4.512.274	5.481.642	4.073.701	4.039.129
Consumables	114.835	75.253	67.688	64.911
Packing items	-	6.775	-	-
Less: transfer to held for sale subsidiaries (Note 21)	-	(260.958)	-	-
Total	9.488.572	10.674.633	7.485.510	8.096.937

The amount of inventories which was consumed during the year and included in raw material consumption, amounts to € 95.422.733 for the Group and € 81.135.572 for the Company (2014: € 101.600.716 for the Group and € 7837.537 for the Company).

For the assessment of the net selling price of inventories, management takes into consideration the most reliable data available at the date of measurement.

27. Trade and other receivables

The trade and other receivables of the Group and the Company are as follows:

<i>Amounts in Euro</i>	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Trade receivables from third parties (Trade debtors)	33.011.525	33.470.255	34.956.880	28.845.492
Trade receivables from third parties (Notes)	2.715.096	3.232.339	1.529.788	1.539.788
Trade receivables from third parties (Cheques receivable)	12.427.830	18.416.186	7.237.744	12.460.602
Less: Provision for uncollectible receivables	(14.990.583)	(15.585.877)	(13.855.527)	(10.212.969)
Less: transfer to held for sale subsidiaries (Note 21)	-	(2.513.421)	-	-
Total trade & other receivables-net	33.163.868	37.019.482	29.868.885	32.632.913

Under the scope of the Group's working capital requirements, the Group uses factoring services for its receivables in view of the immediate collection of domestic debtors. The factoring contracts signed regard collection of receivables with recourse.

In addition during the year d customers and other trade receivables decreased by the amount of € 2.994.145 from the sold subsidiaries that which amount was reclassified in the prior year as held for sale (Note 21).

The movement in the established provision for bad debts of trade receivables is presented below:

**Trade receivables**

	GROUP		COMPANY	
Opening Balance 01/01/2015	15.585.876	13.849.475	10.212.969	10.025.160
Reversal of sold subsidiaries	(305.975)	-	-	-
Balance of merged company in the year	-	-	3.583.869	-
Additions during the year	693.597	2.218.455	216.262	187.809
Reclassifications	(729.900)	-	-	-
Write-offs	(253.015)	(479.857)	(157.573)	-
Reversals (income from unused provisions)	-	(15.478)	-	-
Foreign Exchange differences	-	13.281	-	-
Closing Balance 31/12/2015	14.990.583	15.585.876	13.855.527	10.212.969

With respect to the Group's receivables, an assessment of the impairment indicators has been performed. Receivables that have been impaired mainly relate to the Group's customers and debtors, who encounter financial difficulties.

The movement in the established, during the year, provision of the Group of an amount of € 595.293 (2014: € 1.736.401) mainly relates to the additional provision of an amount of € 693.597 (2014: € 2.218.455) from which an amount of € 216.262 relates to the Company, and a write-off of an amount of € 253.015 (2014: € 479.857).

Furthermore the amount of € 729.900 has been reclassified in other receivables (Note 28).

All of the above receivables are current and of a short-term maturity. The fair value of these current financial assets is not independently assessed given that their carrying value approximates their fair value, given that its collectibles is expected to occur within a time period where the effect of the time value of money is considered insignificant. There is no concentration of credit risk in relation to these customers given that the Group has a big number of customers and the credit risk is dispersed. The ageing of receivables is considered for the Group and Company are the following:

2015

GROUP						
	<30	30-60	60-90	90-180	Over 180	Total
2015						
Trade and Other Receivables	16.966.023	8.130.917	2.691.443	2.874.263	17.491.803	48.154.450
Provision for bad debts	-	-	-	-	(14.990.583)	(14.990.582)

COMPANY						
	<30	30-60	60-90	90-180	Over 180	Total
2015						
Trade and Other Receivables	13.570.038	7.023.662	2.029.407	2.900.088	18.201.215	43.724.411
Provision for bad debts	-	-	-	-	(13.855.527)	(13.855.526)



GROUP						
2014	<30	30-60	60-90	90-180	Over 180	Total
Trade and Other Receivables	15.207.120	8.530.680	4.155.851	4.448.201	20.263.507	52.605.359
Provision for bad debts	-	-	-	-	(15.585.877)	(15.585.877)

COMPANY						
2014	<30	30-60	60-90	90-180	Over 180	Total
Trade and Other Receivables	12.982.583	7.255.594	3.375.436	3.861.948	15.370.321	42.845.882
Provision for bad debts	-	-	-	-	(10.212.969)	(10.212.969)

28. Other current financial assets

The other current financial assets of the Group and the Company are as follows:

Amounts in Euro	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Sundry debtors	8.927.457	10.678.964	10.643.471	8.258.382
Receivables from Factoring	-	-	-	-
Receivable from the public sector	6.874.643	5.403.129	6.593.255	3.385.093
Other receivables	507.703	553.985	534.139	-
Bad debt receivables	2.711.908	2.323.387	2.711.908	1.179.072
Employee financial assistance	53.881	138.602	44.754	100.597
Less : Provision for bad debts	(11.297.845)	(10.879.315)	(13.089.789)	(7.926.789)
Less: transfer to held for sale subsidiaries (Note 21)	-	(2.122.851)	-	-
Total	7.777.747	6.095.901	7.437.739	4.996.355

All the above receivables are current (short-term maturity). The fair value of these current financial assets is not determined independently as the carrying value is considered that approximates their fair value given that its collectibility is expected to occur within a time period where the effect of the time value of money is considered insignificant.

During the year other current financial assets decreased by an amount of € 2.519.271 from the sold subsidiaries (Note 21).

The balance of other receivables has been netted off against established provision which is presented below:

**Other receivables**

	GROUP		COMPANY	
Opening Balance 01/01/2015	10.879.314	10.626.812	7.926.788	7.926.789
Reversal of sold subsidiaries	(307.369)	-	-	-
Balance of merged company in the year	-	-	5.167.001	-
Additions during the year	-	244.400	-	-
Reclassifications	729.900	-	-	-
Write-offs	(4.000)	-	(4.000)	-
Reversals	-	-	-	-
Foreign Exchange differences	-	8.103	-	-
Closing Balance 31/12/2015	11.297.845	10.879.315	13.089.789	7.926.789

29. Other current assets

The other current assets of the Group and the Company are as follows:

<i>Amounts in Euro</i>	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Deferred expenses	295.513	347.737	285.548	251.002
Accrued income	1.468.093	815.961	1.466.473	687.556
Inventory-in-transit	-	-	-	-
Prepayment of expenses	-	490.731	-	448.477
Less: transfer to other current assets held for sale (Note 21)	-	(25.105)	-	-
Total	1.763.606	1.629.324	1.752.021	1.387.035

30. Restricted Cash

As at 31/12/2015 the Group and Company have restricted cash balances of an amount of € 6.984.228,77 (31/12/2014: € 4.245.364) from which an amount of € 4.000.000 relates to the pledge for the collateral requirements of the fire victim loan of the National Bank, an amount of € 1.677.931,17 relates to other loans of the National Bank, and an amount of € 1.306.297,60 relates to short-term borrowings from Piraeus Bank (Note 43).

31. Cash and short-term deposits

The cash and cash equivalents of the Group and the Company are as follows:

<i>Amounts in Euro</i>	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Cash on hand	94.623	48.771	91.608	41.734
Sight bank deposits	8.682.854	6.380.792	7.151.133	3.643.481
Less: Transfer to held for sale subsidiaries (Note 21)	-	(988.033)	-	-
Total	8.777.477	5.441.530	7.242.741	3.685.215

The cash and cash equivalents represent cash and bank deposits available upon first call.

During the year cash decreased by the amount of € 968.540 on the sold subsidiaries (Note 21).

**32. Issued Share Capital and Reserves****i) Issued Capital**

Amounts in Euro	GROUP					COMPANY				
	Number of shares	Share capital (ordinary shares)	Treasury shares	Share premium	Total	Number of shares	Share capital (ordinary shares)	Treasury shares	Share premium	Total
Balance at 1 January 2014	63.697.153	85.354.185	(47.271)	36.248.476	121.555.390	63.697.153	85.354.185	(47.271)	36.248.476	121.555.390
Balance at 31 December 2014	63.697.153	85.354.185	(47.271)	36.248.476	121.555.390	63.697.153	85.354.185	(47.271)	36.248.476	121.555.390
Issue of shares with capitalization of reserves	195.333.333	19.533.333	-	(946.290)	18.587.043	195.333.333	19.533.333	-	(946.290)	18.587.043
Decrease in share capital from the measurement due to refinancing of Increase in share capital due to the transfer to retained earnings	-	-	-	-	-	-	-	-	-	-
Decrease in share capital due to the reduction in the par value of shares	-	39.066.667	-	-	39.066.667	-	39.066.667	-	-	39.066.667
Effect from the merger of the subsidiary company	-	(66.245.039)	-	-	(66.245.039)	-	(66.245.039)	-	-	(66.245.039)
Effect from the change in the tax rate to 29%	-	-	-	1.531.773	1.531.773	-	-	-	1.531.773	1.531.773
	-	-	-	6.325	6.325	-	-	-	6.325	6.325
Balance at 31 December 2015	259.030.486	77.709.146	(47.271)	36.840.284	114.502.159	259.030.486	77.709.146	(47.271)	36.840.284	114.502.159

The paid up share capital of the Company until 01.10.2015 amounted to € 85.354.185 divided into 63.697.153 common registered voting shares at a nominal value € 1,34 per share.

On 2.10.2015 the increase of the Company's Share capital by an amount of € 58.599.999,90 through the capitalization of the Company's bank loans (Piraeus Bank SA, Alpha Bank SA, Bank Eurobank Ergasias SA, and National Bank of Greece) with a simultaneous reduction in the nominal value of shares from € 1,34 to € 0,30 per share, that is by an amount € 66.245.039,12 with an equivalent increase in reserves as explained in Note 33C, was completed.

Following the above and according to the Extraordinary General Meeting of shareholders "NIREUS AQUACULTURE SA" dated December 7, 2015 the merger of the company "SEAFARM IONIAN" was approved in accordance with the 29/10/2015 company's merger plan with absorption of "SEAFARM IONIAN SA" and on the basis of the Board of Directors report dated 29/10/2015 and issued to the General Meeting. The merger was approved in virtue of the decision no. 133423 22-12-2015 of the Ministry of Finance, Development and Tourism which was registered in the Commercial Registry on 22-12-2015 with a code number 481808, in accordance with the resolutions of the General Assembly of Shareholders of the acquiring company and its merged subsidiary accordingly.

As referred to in Note 45 "Events after the reporting period" and following the aforementioned merger and approval of the new shares in circulation, the share capital of the Company:

- a) increased by the amount of the contributed share capital of SEAFARM IONIAN SA amounting to € 9.474.743,20 following the cancellation of the shares which were held by NIREUS AQUACULTURE SA of an amount of € 3.477.588 b)
- increased by the amount of € 0,20 through capitalization of reserves in the acquiring of the rounding of the account "Difference from issuance of shares above par" with the issuance of 31.582.478 new common shares with voting rights.

Following the above, the share capital of the Nireus Aquaculture SA as at 31 December 2015 amounts to a total of € 87.183.889,20 divided among 290.612.964 common shares with voting rights at a nominal value € 0,30 each.



It should be noted that following the completion of the merger the Company's total share capital increased by an amount of € 9.474.743,20. Following this increase, the share capital will amount to € 87.183.889,20 divided into 290 612 964 shares at a nominal value € 0.30 each. The amount of the increase of € 9.474.743,20 has been transferred to other reserves of the Company given that the Prospectus for the merger by absorption was approved by the Capital Market Committee on March 15, 2016 and therefore will be transferred to the Company's share capital in 2016.

Furthermore, there is no other pending increase in the Company's share capital, nor are there any shares of the Company that do not represent capital.

There are no preferred shares, founders' shares or securities convertible into or exchangeable for shares. All shares provide equal rights to the entitlement of dividends and to the repayment of capital and represent one vote at the General Meeting of Shareholders. The Company's share is freely traded on the Athens Exchange.

Treasury Shares

The company as at 31.12.2015 holds 22.390 treasury shares and the subsidiaries do not hold any shares of the Company.

ii) Fair value Revaluation Reserve

The analysis of fair value reserves is as follows:

<i>Amounts in Euro</i>	GROUP	COMPANY
Balance at 1 January 2014	30.112.982	28.633.727
Revaluation of fixed assets	340.876	102.326
Write-off of reserves	361.776	361.776
Sale of fixed assets measured at fair value	(6.038)	(841)
Balance at 31 December 2014	30.809.596	29.096.988
Balance of merged companies in the year	10.505.863	11.008.797
Sale of subsidiary companies	(676.594)	-
Sale of fixed assets measured at fair value	(1.928)	-
Effect from the revaluation of property, plant and equipment	(2.247.728)	(2.247.728)
Effect from the change in the income tax rate	(1.144.483)	(1.081.117)
Balance at 31 December 2015	37.244.726	36.776.940

iii) Other reserves

Other reserves of the Company are as follows:



GROUP

Amounts in Euro

	LEGAL RESERVE	UNDER SPECIAL LAW PROVISIONS	RESERVE INTENDED FOR SHARE CAPITAL INCREASE	SHARE BASED PAYMENTS RESERVE	ACTUARIAL DIFFERENCES RESERVE	OTHER RESERVES	TOTAL OTHER CAPITAL RESERVES
Balance at 1 January 2014	2.419.990	1.570.554	-	385.300	391.732	3.822.172	8.589.748
Share options under IFRS 2	-	-	-	-	-	-	-
Net -off of reserves with retained earnings	654.280	-	-	-	-	973.569	1.627.849
Actuarial gains/(losses) on pension obligations	-	-	-	-	14.540	-	14.540
Movements during the period from distribution of profits	12.986	-	-	-	-	-	12.986
Balance at 31 December 2014	3.087.256	1.570.554	-	385.300	406.272	4.795.741	10.245.123
Transfers from merged companies	591.034	30.848	9.474.743	-	46.039	97.497	10.240.161
Movements during the period from distribution of profits	-	-	-	-	-	-	-
Reserve due to Gain on measurement from loan restructuring	-	-	-	-	-	66.245.039	66.245.039
Write-offs due to merged subsidiaries	-	-	-	-	-	239.962	(633.652)
Net -off of reserves with retained earnings	-	(873.614)	-	-	-	-	(92.588)
Actuarial gains and losses from pension obligations	-	-	-	-	(92.588)	-	(92.588)
Reductions due to sale of subsidiaries (Note 21)	-	-	-	-	41.249	(1.231.197)	(1.189.948)
Balance at 31 December 2015	3.678.290	727.788	-	385.300	400.972	70.147.042	84.814.135

COMPANY

Amounts in Euro

	LEGAL RESERVE	UNDER SPECIAL LAW PROVISIONS	RESERVE INTENDED FOR SHARE CAPITAL INCREASE	SHARE BASED PAYMENTS RESERVE	ACTUARIAL DIFFERENCES RESERVE	VARIOUS RESERVES	TOTAL OTHER CAPITAL RESERVES
Balance at 1 January 2014	2.142.259	1.274.002	-	385.300	427.553	4.418.917	8.648.031
Share options under IFRS 2	-	-	-	-	-	-	-
Net -off of reserves with retained earnings	654.280	-	-	-	-	(239.962)	414.318
Actuarial gains/(losses) on pension obligations	-	-	-	-	(4.511)	-	(4.511)
Movements during the period from distribution of profits	-	-	-	-	-	-	-
Balance at 31 December 2014	2.796.539	1.274.002	-	385.300	423.042	4.178.955	9.057.838
Transfers from merged companies	690.626	223.885	9.474.743	-	62.599	18.465	10.470.318
Reserve due to Gain on measurement from loan restructuring	-	-	-	-	-	66.245.039	66.245.039
Net -off of reserves with retained earnings	-	(873.614)	-	-	-	239.962	(633.652)
Actuarial gains and losses from pension obligations	-	-	-	-	(90.958)	-	(90.958)
Balance at 31 December 2015	3.487.165	624.273	9.474.743	385.300	394.683	70.682.421	85.048.585

During the year other reserves of the Group were reduced by an amount of € 1.189.948 which relates to the sold subsidiary companies (Note 21).

33. Interest Bearing loans and Borrowings

The non-current and current borrowings are as follows:

Amounts in Euro	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Non-current borrowings				
Bank borrowings	158.625.246	173.088.467	158.291.574	151.795.694
Less: Borrowings payable in following year (Loans)	(33.718.861)	(137.686.092)	(33.643.487)	(116.393.319)
Total non-current borrowings	124.906.385	35.402.375	124.648.087	35.402.375
Liabilities payable in following year				
Liabilities payable in following year (Loans)	33.718.862	137.686.092	33.643.487	116.393.319
Total liabilities payable in following year	33.718.862	137.686.092	33.643.487	116.393.319
Short-term loans				
Bank borrowings	10.281.264	62.964.324	7.170.369	59.911.273
Less: transfer to held for sale subsidiaries	-	(201.902)	-	-
Total short-term loans	10.281.264	62.762.422	7.170.369	59.911.273
Total loans	168.906.510	235.850.889	165.461.943	211.706.967



Maturity dates of non-current borrowings are analysed below:

<i>Amounts in Euro</i>	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Between 1 and 2 years	10.770.877	9.245.704	10.693.627	9.245.704
Between 2 and 5 years	44.344.878	26.156.671	44.163.829	26.156.671
Over 5 years	69.790.631	-	69.790.631	-
	124.906.385	35.402.375	124.648.087	35.402.375

The actual weighted average borrowing rate of the Group is as follows:

	31/12/2015	31/12/2014
	€	€
Bank borrowings (current)	4,97%	7,35%
Bank borrowings (non-current)	3,66%	3,68%

The major long-term loans of the Group and that of the Company as at 31 December 2015 are summarized as follows:

A. BOND LOANS PRIOR TO THE CAPITALISATION ON 2 OCTOBER 2015

Bond Loan of € 90 million As at 28 January 2008, the Company signed a bond loan contract of a total amount of € 90 million with a joint venture with banks and a Euribor interest rate plus a margin which fluctuates according to the financial indicators which are specified in the contract. The purpose of the loan was the refinancing of the previous loan borrowings. The full repayment of the loan is stated to be a portion at the beginning of 2015 in 10 six-month instalments from which the first 9 will be of an equivalent amount for the repayment of 50% of the loan and the last instalment will be paid at the expiration date of the loan for the remaining 50% of the total amount of the loan. The basic interest rate will be based on the corresponding Euribor plus a profit margin of 4%.

Convertible Bond loan € 20,0 million On July 11 2007 the Company signed the contract of a convertible bond loan with a duration of 5 years to be fully repaid on July 2012. As at September 29, 2012 an agreement was signed between the bondholders with respect to the extension of the loan agreement the amount of which totals € 24 million. Based on the new contract the following were agreed upon:

- Extension of the loan balance for an additional 3 years and until July 2015
- Euribor interest rate +5%
- Repayment in 4 six month installments of € 1.500.000 and a final payment of € 17.916.743,74
- Adjustment of the conversion ratio to 9,25
- Change in the loan term ratios



Bond loan € 5 million On May 30, 2005 the company signed a joint venture agreement of 13 year duration to be fully repaid at the end of 2021, via 27 six-month instalments with the first instalment paid on 23 November 2008. The basic interest rate will be based on the corresponding Euribor plus a profit margin of 1%.

Bond loan of € 0,8 million On March 8, 2007 the Company signed a syndicated loan contract term of 7 years with total repayment date in March 2014 and with 12 semi-annual installments (11 equal instalments of € 0,51 million.) With a payment date of first dose on September 22, 2008. the basic interest rate of the loan will occur at six-month Euribor plus margin 2.10%.

The balance of the long-term loans as well as unpaid capital and interest is analysed as follows prior to the recapitalisation and refinancing are as follows:

Bond Loan of an initial amount of € 90 million of “Nireus SA”

From the bond loan of € 90 million with an outstanding balance of as at 16.10.2015 of an amount of € 77,5 million, overdue capital instalments of € 70 million and interest of € 7,4 million, have not yet been paid. As at 16 October 2015, the amount of € 43 million was capitalized and an amount of € 34,5 was refinanced.

Convertible Bond loan of an initial of “Nireus SA”:

The outstanding balance of the convertible bond loan as at 16.10.2015 amounts to € 25,0 million. There are overdue unpaid capital instalments of an amount of € 22,5 million composed of three installments of € 1,5 million in addition to a one-off final installment which is to be paid at the termination of the loan contract, namely a “loan termination” of € 18 million, in addition to interest instalments of an amount of € 2,6 million for the above loan as at 30.9.2015. The General Meeting resolved to defer the payment of the three instalments due on January 13, 2014, July 14 2014 in addition to the instalment of January 12 2015 for October 31, 2015.

Bond loan of an initial amount of € 5 million of “Nireus SA”:

From the bond loan of € 5 million with an outstanding balance of as at 16.10.2015 of an amount of € 35 million which is classified as short-term, there are overdue capital instalments of € 0,9 million and interest of € 0,1 million have not yet been paid. As at 16 October 2015, the amount of € 35 million was refinanced.

Loans of € 0,8 million of “Nireus SA” (prior Kegoagi SA):

For the bond loan of € 0,8 million and as at 16.10.2015 of an amount of € 0,26 million there are overdue capital payments of € 0,24 million. and interest of € 0,016 million have not yet been paid. As at 16 October 2015, the amount of € 0,3 was refinanced.

**Loans of SEA FARM IONIAN**

With respect to the loans of SEA FARM IONIAN as regulated by Article 44 an amount of € 21,3 million, here are overdue capital instalments of an amount of € 5,4 million and interest of € 0,6 million have not yet been paid

B. BOND LOANS FOLLOWING THE CAPITALISATION OF THE 2nd OCTOBER 2015 AND REFINANCING OF THE 16th OCTOBER 2015

On 16.10.2015 and up until the preparation of the financial statements the major part of the refinancing of the Company's loans in accordance with the contents of the Restructuring Agreement dated 24/3/2015 which had been prepared in conjunction with the lending banks (Alpha Bank, Eurobank, National Bank, Piraeus Bank and Attica Bank) and which was approved on 4 May 2015 First Repetitive Ordinary General Meeting, was completed. Briefly noted, according to the provisions of the Restructuring Agreement, existing loans totaling € 58,6 million have been capitalised, as certified by the Board of the Company as at 02.10.2015 in addition to the issuance of the new bond loans amounting to € 124 m., of which and until 16.10.2015, funds totaling € 82,1 million were disbursed, while an amount of € 20,9 million which relate to the refinancing of the loans of SEAFARM IONIAN was disbursed following the merger of the subsidiary by NIREUS SA which was approved by No. 133423 / 12.22.2015 decision of the Ministry of Economic Development and Tourism, as registered in the General Commercial Registry on the same day with the Code Entry Number 481808.

Following the refinancing of the loans of SEAFARM IONIAN and up until 14.01.2016 funds of €55 mill. €3,1 mill., €20,1 mill., and €4,7 mill. correspondingly, that's an amount of €102,9 millions was disbursed while the remaining amount of € 21 which has not yet been disbursed will depend upon the needs of the Company in conjunction with the fulfillment of specific contractual terms and conditions.

The new loans and the basic terms of the refinancing of the loans with the lending banks Alpha Bank, Eurobank, National Bank, Piraeus Bank and Attica Bank, are as follows :

Common Bond Loan of € 58,2 million: On September 18th 2015 the Company, Piraeus Bank and National Bank signed a bond loan agreement with a syndicate of banks amounting to € 58,3 million at an interest rate of Euribor plus a variable margin which fluctuates according to the financial indicators specified in the contract. The bond has been issued in four series and at an issue price of one (1) euro each. The purpose of the loan is to refinance previous loans. The repayment period of the loan has been set to seven (7) years following the issuance of A' and B' bond Series, to be fully repaid in September 2022 at 84 monthly installments in total. The base rate of the loan is set at the variable Euribor rate plus a margin of 4.25%.

The purpose of the loan was its utilization by the Company and up to the amount of € 1.000.000 for the coverage of its operating activities, by the amount of € 54.109.126 and for the refinancing of a part of its loans by up to the amount of € 3.110.000 for the repayment of its interests of the first compounding period of the aforementioned loan. The above loan



includes the refinancing of the debt of Sea Farm Ionian of an amount of € 18.393.412 following its merger with the Company by absorption and its debt refinancing as referred to above as at 14.01.2016.

The balance of the above loan as at 31.12.2015 amounts to € 35.352.920.

Financial Indicators:

The Company is obliged against its lenders to fulfill the following loan covenants:

1. Debt/Equity
2. Debt/ EBITDA

The above ratios will depend on the current Business Plan.

As at the balance sheet date 31 December 2015, the Company the loan covenants have been satisfied

The balance of the above loan as at 31.12.2015 amounts to € 35.352.920.

Convertible Bond Loan of € 29,4 million: On September 18, 2015 the Company, Piraeus Bank and National Bank have signed a convertible bond loan contract of the amount of €29.466.293 with a consortium of banks apart from Eurobank and Attica Bank. Under the new contract the following terms hold:

- a. Loan Duration: 10 year duration with the issuance of A' Series of Bonds with full repayment in September 2025
- b. Interest rate: + 1% (fixed for the entire loan period)
- c. Conversion Ratio: 3.22 nominal voting shares at € 0,30 each
- d. Conversion Price € 0,31 per share

The purpose of the loan is its use of an amount of up to € 15.699.375 to refinance part of the Loan and up to an amount of € 11.200.000 for the refinancing of debt interest from 30.09.2014 and until the disbursement by the amount to € 2.566. 918 for the payment of interest of the first interest period of the loan. The above loan includes the refinancing of the debt of Sea Farm Ionian of an amount of € 2.495.053 following its merger with the Company by absorption and its debt refinancing as referred to above as at 14.01.2016.

The balance of the above loan as at 31.12.2015 amounts to € € 11.725.406.

Common Bond Loan of € 4,8 million On September 18, 2015 the Company, Piraeus Bank and National Bank signed a bond loan agreement with a syndicate of banks amounting to € 4,8 million at an interest rate of Euribor plus a variable margin which fluctuates according to the financial indicators specified in the contract. The bond was issued in two series at an issue price of one (1) euro each. The purpose of the loan is to refinance previous loans. The full repayment of the loan is set at ten (10) years in September 2025. The base rate of the loan is set at variable Euribor rate plus a margin of 4.25%.



The purpose of the loan was its use of an amount up to € 4.653.000 to refinance part of the debt of the Company and of an amount up to € 230.000 for the payment of interest of the first interest period of the loan.

The balance of the above loan as at 31.12.2015 amounts to € 4.299.503.

Common Bond Loan of € 31,4 million.: On September 18th 2015 the Company Piraeus Bank and National Bank signed a bond loan agreement with a syndicate of banks amounting to € 31,4 million at an interest rate of Euribor plus a variable margin which fluctuates according to the financial indicators specified in the contract. The bond issued in three series at an issue price of one (1) euro each. The purpose of the loan is to refinance previous loans. The full repayment of the loan is set at ten (10) years in September 2025. The base rate of the loan is fixed at Euribor rate plus a margin of 4.25%.

The purpose of the loan was its use of an amount up to € 5.169.088 as a standby facility for 8 months for general business purposes, of an amount of up to € 24.830.912 to refinance part of the Loan and up to € 1.450.000 for payment the interest of the first interest period of the loan.

The balance of the above loan as at 31.12.2015 amounts to € 22.018.546.

Convertible Bond loan € 20,0 million On July 11 2007 the Company signed the contract of a convertible bond loan with a duration of 5 years to be fully repaid on July 2012. As at September 29, 2012 an agreement was signed between the bondholders with respect to the extension of the loan agreement the amount of which totals € 24 million. Based on the new contract the following were agreed upon:

In accordance with the General Assembly of the Bondholders of the Convertible bond loan as at October 26th, the loan terms have been amended as follows:

- The Loan at 26.10.2015 amounted to € 24.689.347,84
- The loan will expire on 21/10/2025. On that date the Company is required to repay the Loan of 1.794.284 bonds at their nominal value € 13,76 each, increased by a percentage of 10.62%.
- The conversion right will provide 44,3871 common shares.
- Interest rate 1%

The balance of the above loan as at 31.12.2015 amounts to € 15.945.238.



C. MEASUREMENT OF FINANCIAL LIABILITIES AND RECOGNITION OF GAIN FROM THE CAPITALISATION OF LOANS

(i) Debt-for-equity renegotiations

During the year, as mentioned in note 2.2. a part of the liabilities of the Company decreased by the amount of € 58.599.999,90 with a corresponding issuance of shares (number of shares 195.333.333 at € 0.30 per share Note 32 "Share Capital and Reserves").

According to IFRIC 19 "Extinguishing financial liabilities with equity instruments", equity instruments which are issued by the entity to the creditor for the partial or total repayment of financial liability are "considered paid" in accordance with paragraph 41 of IAS 39. In this respect the equity instruments are valued at fair value. The difference between the carrying amount of the financial liability (or part) extinguished and the fair value of the "paid-consideration" is recognized in the results.

In application of the above interpretations, a total profit of € 39.066.667 incurred, as the difference between the fair value of the equity instruments issued and the book value of the obligations (bond loans). The fair value of those equity instruments held was assessed in accordance with the market price prevailing as at 2 October 2015 (€ 0,10), date at which the above transaction was performed.

The above gain has been reflected in the income statement and included in the figure "Gain on measurement from refinancing of financial liabilities". Subsequently, the Company transferred the above profit of € 39.066.667 to share capital, with a corresponding transfer to retained earnings directly in the statement of changes in equity in order that the share capital be equal to the nominal value of the shares.

(ii) Debt-for-debt renegotiations

Under IAS 39 Para 40 OE 57, and OE 62 (Financial Instruments: Recognition and Measurement), a restructuring is accounted for as an extinguishment if either the renegotiated debt instrument is on different terms from the existing instrument or the renegotiated instrument is with a different lender. In this case the existing instrument is derecognized and the initial debt instrument is recognized at fair value. The difference between the fair value of the renegotiated instrument and the carrying amount of the old instrument is recognized in the profit or loss statement. Any costs or fees incurred in the event of extinguished debt are recognized as part of the gain or loss on extinguishment.



As a result of the above in accordance with IAS 39, the company adopted the accounting treatment of restructuring of existing debt obligations based on the principle of whether the changed terms were "substantially different" from the previous terms of existing loans.

The assessment of the new loans has revealed that there is a "substantial modification" of the loans and therefore the company proceeded with the extinguishment of the existing liability and the subsequent recognition of a new debt obligation in accordance with IAS 39 par. 40, in which the accounting treatment included the following:

- Derecognition of existing loan obligations
- Recognition of the new loans at fair value, based on the expected future cash flows of the modified liability, and discounted using the interest rate at which the entity could raise debt with similar terms and conditions of the market
- Gain equal to the difference between the book value of the old loan obligation and the fair value of the new loan liability, that is of amount of € 18.120.197,71 (difference between the book value of old loans and the fair value of new loan liabilities) which was recognized in the income statement in the figure "Gain on measurement from refinancing of financial liabilities".

As a result of the application of IFRIC 19 and IAS 39, which addresses the refinancing of financial liabilities with extinguishment of old loans and the issuance of new debt with modified terms, as previously mentioned, gains of an amount of Euro 57.186.865 were recognised in the income statement as presented in the figure "Gain on measurement from refinancing of financial liabilities".

Loans of SEA FARM IONIAN

With respect to the loans of SEA FARM IONIAN as regulated by Article 44 an amount of € 20,2 million, here are overdue capital instalments of an amount of € 7,4 million and interest of € 0,70 million have not yet been paid. During the nine-month period Alpha Bank granted a loan through short-term borrowings of an amount of € 1,3 million with which the company repaid a part of its overdue capital installments and overdue interest.

As regards the refinancing of the loans of SEAFARM IONIAN which is included in the total restructuring agreement of the loans, the procedure will be completed following the completion of the subsidiary's merger by NIREUS which is currently in process. The effective date of the loan agreements is considered to be the issuance date of each series of Bonds, namely that of the 16th of October 2015 as specified on the Titles which include these Bonds.

The refinancing of the loans of SEAFARM IONIAN which is included in the total restructuring agreement of the loans, of a total amount of € 23,5 million the procedure was completed following the completion of the subsidiary's merger (22-12-21015) by NIREUS on 14/1/2016 as referred to in Note 45.

**D. FIRE- VICTIM LOANS****“Fire victim” loan of an initial amount of € 25 million of “Nireus SA”:**

With regards to the fire victim loan of € 25 million and with a balance as at 31.12.2015 of an amount of € 25,0 million an amount of € 11 million represents the current portion of the loan while the remaining amount of € 14 million represents the long-term portion the loan. The above categorization results from the fact that during the year 2014 Piraeus Bank granted the company with a loan of an amount of € 4.245.949,24 with which it repaid the installment of the first semester of 2013 by an amount of € 1.562.500 in addition to interest up to 28.11.2014 of an amount of € 2.683.449,24. As a result, the company was enabled to be included in the provisions of the Ministerial Decision 2/38310/0025 / 14-5-2014 in connection with the regarding the postponement of instalments guaranteed by the Greek State and thus the postponement of the payment of the instalments which were due on 31/12/2013, 31/12/2014 and 30/6/2014 respectively to the dates 30/6/2015, 31/12/2015 and 30/06/2016 according to the existing loan agreement between the Company and Piraeus Bank. Further to the above agreement two installments of a total amount of € 31 million initially due on 30/6/2015 and two installments due on 31/12/2015 which were payable as at 31/12/2015 were not paid.

Subsequent to the above and given the letter sent by Piraeus Bank dated 20.01.2016 the Company was able to benefit from the provisions of the Ministerial Decision 2/43758 / 0025-29-7 6-2015 regarding the suspension of installments on loans guaranteed by the Greek State. Under the new arrangement installments from 2013 until 2016 on the loans that have been granted with the guarantee of the Greek State are due after 01.01.2017 without there being any extension of the duration of the total loan.

“Fire victim” loan of an initial amount of € 24,9million of “Nireus SA”:

The balance of the fire victim loan of € 24,9 million as at 31.12.2015 amounts to € 23,6 million. It should be noted that during the year 2014 the National Bank granted the company with a loan of an amount of € 1.213.000 with which it repaid the installment of the first semester of 2013 by an amount of € 1.203.037,63 in addition to interest up to 31.12.2014 of an amount of € 9.962,37. As a result, the company was enabled to be included in the provisions of the Ministerial Decision 2/38310/0025 / 14-5-2014 regarding the postponement of instalments guaranteed by the Greek State and the postponement of the payment of the instalments of 31/12/2013, 31/12/2014 and 30/6/2014 respectively to 30/6/2015, 31/12/2015 and 30/06/2016 according to the existing loan agreement between the Company and the National Bank. Further to the above agreement two installments initially due on 31/12/2013 and 30/6/2015 of a total amount of € 2, 7 million that were payable as at 30/6/2015 were not paid.

Subsequent to the above, and given the letter sent by the National Bank dated 01.09.2015 the Company has been enabled to benefit from the provisions of the Ministerial Decision 2/43758 / 0025-29-7 6-2015 regarding the suspension of installments guaranteed by the Greek State. Under the new arrangement installments initially due on 30/06/2015, 31/12/2015, 30/06/2016 and 31/12/2016 have been postponed to the remaining years 2017-2019, without there being any extension of the duration of the total loan.

In accordance with the above latest arrangement, the loan balance as at 31/12/2015 amounting to € 23,6million is long-term.



The existing pledged assets as these arise from the loan borrowing contracts of the Group and the Company are analysed in Note 41.

34. Government Grants

The analysis of Grants of the Group and the Company is as follows:

Government Grants		
<i>Amounts in Euro</i>	GROUP	COMPANY
Balance at 1 January 2014	5.224.383	4.466.412
Balance at date of merger of new companies		
Grants received during the year	2.274.509	2.274.509
Recognised in the income statement (Note 14)	(838.233)	(712.766)
Balance at 31 December 2014	6.660.659	6.028.155
Balance of merged companies in the year	-	168.325
Recognised in the income statement (Note 14)	(696.610)	(616.677)
Balance at 31 December 2015	5.964.049	5.579.803

35. Other non-current liabilities

The analysis of other non-current liabilities, of the Group and the Company, is as follows:

<i>Amounts in Euro</i>	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Non-current liabilities based on article 44 L.1892/90	1.492.249	1.881.294	1.492.249	-
Total	1.492.249	1.881.294	1.492.249	-

Other non-current liabilities, relating to long-term liabilities at 31/12/2015 relating to the Group result from liabilities of the merged subsidiary "SEAFARM IONIAN SA" which is subject to article 44 of L. 1892/90. Further analysis of ageing of liabilities is presented in Note 6.

36. Provisions

The analysis of provisions for the Group and the Company is as follows:

<i>Amounts in Euro</i>	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Provisions in relation to court litigation	52.000	52.000	52.000	-
Other provisions	2.737.403	2.535.859	2.700.478	717.968
Provision for unaudited tax years	90.000	835.000	-	-
Less: Provisions on held for sale assets (Note 21)		(30.801)	-	-
Total	2.879.403	3.392.058	2.752.478	717.968

The movement in the provision during the year is presented below:



	GROUP							
	31/12/2015				31/12/2014			
	Provisions in relation to court litigation	Other provisions	Provision for unaudited tax years	TOTAL	Provisions in relation to court litigation	Other provisions	Provision for unaudited tax years	TOTAL
Beginning Balance	52.000	2.505.058	835.000	3.392.058	52.000	2.532.040	90.000	2.674.040
Additions during the year		233.530		233.530	-	114.692	745.000	859.692
Reclassification				-	-	-	-	-
Write-off of provisions		(1.185)	(745.000)	(746.185)	-	(111.993)	-	(111.993)
Collections of receivables				-	-	-	-	-
Foreign exchange differences				-	-	1.120	-	1.120
Less: Transfer to held for sale subsidiaries				-	-	(30.801)	-	(30.801)
Ending Balance	52.000	2.737.403	90.000	2.879.403	52.000	2.505.058	835.000	3.392.058

	COMPANY							
	31/12/2015				31/12/2014			
	Provisions in relation to court litigation	Other provisions	Provision for unaudited tax years	TOTAL	Provisions in relation to court litigation	Other provisions	Provision for unaudited tax years	TOTAL
Beginning Balance		717.968		717.968	-	708.273	-	708.273
Additions during the year		228.216		228.216	-	109.695	-	109.695
Transfers from merged subsidiaries	52.000	1.754.294		1.806.294				
Reclassification				-	-	-	-	-
Write-off of provisions				-	-	(100.000)	-	(100.000)
Ending Balance	52.000	2.700.478	-	2.752.478	-	717.968	-	717.968

Provisions in relation to court litigation

The balance of the provision as at 31.12.2015 relates to the merged subsidiary company Sea Farm Ionian S.A of an amount of € 52.000 for which cases either no final decision has been issued or a decision has been issued from the multi-member first instance court has been appealed.

Other provisions

Other provisions for the Group of an amount of € 2.737.403 (2014: € 2.535.859) and for the Company of an amount of € 2.700.478 (2014: € 717.968) relate to the provision for unpaid employees leave of an amount of € 1.062.707,97 and € 1.025.782,43 OK for the Group and Company, as well as a provision for forfeiture of guarantee of the associate company Aqua Terrair of the subsidiary company SEAFARM IONIAN an amount of € 1.674.696.

Provision for unaudited tax years

The amount of € 90.000 relates to the provision for unaudited open tax years of the subsidiary companies of the Group.

**37. Trade and other payables**

The analysis of the balances of trade and other payables of the Group and the Company, are as follows:

<i>Amounts in Euro</i>	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Trade payables	30.238.623	34.408.889	28.326.870	31.960.087
Cheques payable	14.343.263	14.785.777	12.557.809	12.063.284
Promissory notes	7.120	252.296	-	-
Notes payable	-	2.435.179	-	-
Less: transfer to held for sale subsidiaries (Note 21)	-	(3.850.832)	-	-
Total	44.589.006	48.031.309	40.884.679	44.023.371

The carrying values that are recognised in the balance sheet reasonably approach their fair values.

During the year trade and other payables decreased by the amount of € 4.803.430 from the sold subsidiaries (Note 21).

38. Derivative Financial Instruments

<i>Amounts in Euro</i>	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
CAP contracts with or without knock out barrier-Cash flow hedging	-	10.897	-	10.897
Interest Derivative	-	(2.316.142)	-	(2.316.142)
Derivative financial instruments (assets)	-	(2.305.245)	-	(2.305.245)

<i>Amounts in Euro</i>	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Opening balance	(2.305.245)	(2.594.432)	(2.305.245)	(2.594.432)
Repayment of financial instrument	1.899.230	-	1.899.230	-
Changes in fair value	406.015	289.187	406.015	289.187
Total	-	(2.305.245)	-	(2.305.245)

The Company held a derivative financial instrument which had been signed with Piraeus Bank (prior Millenium) in June 2011 with effective date January 2013 and a relevant premium that was agreed to be paid to Piraeus Bank in quarterly instalments from 2013 until 2019.

Following the completion of the refinancing of loans a part of the disbursement of the funds raised were allocated to the repayment of the above financial instrument (Note 33).

**39. Other current financial liabilities**

The analysis of other current liabilities is as follows:

<i>Amounts in Euro</i>	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Wages and salaries payable	1.269.398	2.266.229	1.216.618	1.759.090
Dividends	33.859	164.177	-	91.294
Social security	1.594.904	2.661.780	1.523.839	2.317.731
Taxes - duties	1.006.643	1.286.308	662.091	903.956
Accrued expenses	1.843.091	715.609	1.820.508	682.374
Sundry creditors - Prepayments	5.758.389	5.097.010	6.209.366	4.011.771
21)	-	(332.858)	-	-
Total	11.506.284	11.858.255	11.432.422	9.766.216

During the year other current liabilities decreased by the amount of € 974.901 from the sold subsidiaries (Note 21).

40. Commitments and Contingencies and un-audited by the tax authorities open fiscal years

The Company and the Group have contingent liabilities and assets with respect to Banks, other guarantees and other securities-pledged assets, as presented in Note 41: “Assets pledged as Security” arising in the ordinary course of business, as following:

Guarantees

The Group’s contingent liabilities for the year amounted to € 15.780.737 which relates to the Company’s guarantees towards its associates and subsidiaries. The contingent assets for the year amount to € 484.656 for the Group and the Company.

No significant charges are expected to result from the contingent liability. No additional payments are expected to arise following the preparation of the financial statements.

Information in respect of contingent liabilities from sea-area operating leases.

At 31 December 2015, certain companies of the Group have leased sea- areas under operating lease agreement. The future minimum lease payments payable under the lease terms are as follows:

<i>Amounts in Euro</i>	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
No later than 1 year	99.266	74.430	66.545	26.440
Later than 1 year and no later than 5 years	564.892	422.562	434.008	139.133
Later than 5 years	846.055	1.129.778	821.514	783.665
	1.510.211	1.626.771	1.322.068	949.238



There are no other claims or litigations to national or arbitrary courts that may have a material effect on the financial position or operations of the Group.

Shareholders agreement between Nireus-SeaFarm Ionian and Creditors

For under the date April 27, 2005 between the Nireus Aquaculture SA and its shareholders SEAFARM IONIAN (Banks - Creditors) and by agreement between the SEAFARM IONIAN SA and bank creditors on NIREUS SA after expiry 10 year until the end of the 15th year of the payment of the share capital of SEAFARM IONIAN entitled to buy (preemptive right) from the banks - creditors total stake to 30 % of its total shares SEA FARM IONIAN price redemption €1.00 plus interest. Failure to exercise or partial exercise of a right, obligation to buy exclusively from the banks at the end of the 15th year of the increase, the remaining shares until the completion of 31,80 % of the total shares of SEAFARM IONIAN.

Tax obligations

The unaudited tax years for the Group are presented in Note 15 “Income taxes”.

For the year 2015 the company and its subsidiary companies are in the process of issuing the tax certificate based on the provisions in accordance with L. 4174/2013.

41. Assets pledged as Security

During 31/12/2015 the encumbrances and liens on pledged property plant and equipment of the Company amounted to € 229.294.364 and on the Group’s assets the liens amounted to € € 231.294.364, the analysis of which is presented below:

1. The following mortgages have been registered for the fixed assets of the parent company “NIREUS AQUACULTURE SA”:

(a) First class mortgages, have been registered of an amount of € 10.000.000 in favour of the Greek State, to secure the issuance of a loan an amount of € 25.000.000 from the Bank of Piraeus, under the framework of favourable regulations for the fire victims, the balance of which amounted as at 31/12/2015 to € 25.004.395,38.

(b) First class mortgages, of an amount of € 15.000.000, have been registered in favour of the Alpha Bank as a representative of the bond lenders, to secure the new bond loan of € 58.232.509 the balance of which as at 31/12/2015 amounts to € 35.352.920 given that following the refinancing of the loans the bond loan of € 90.000.000 has been distinguished.

(c) A first class mortgage has been registered of an amount of € 6.240.000 in favour of the Alpha Bank as a representative of the bond lenders, to secure the bond loan of € 58.232.509 the balance of which as at 31/12/2015 amounts to € 35.352.920 given that following the refinancing of the loans the bond loan of of € 90.000.000 has been distinguished.

(d) Mortgages of an amount of € 7.000.000 in favour of the Greek State for the securing of the bond loan of an amount of Euro 24.910.000 from the National Bank of Greece, under the framework of favourable regulations for the fire victims, the balance of which as at 31/12/2015 amounted to € 23567.845,27



(e) An underwriting of a mortgage of an amount of € 264.123 in favour of EUROBANK has been registered in view of the new bond loans.

2. On the land of the consolidated subsidiary “SEAFARM IONIAN S.A”, the following mortgages have been registered:

(a) An underwriting of a mortgage of an amount of €200.000, to secure the loan from Attikis Bank S.A, the balance of which as at 31/12/2015 amounted to € 140.817,78.

(b) An underwriting of a mortgage has been registered of € 180.000 in favour of “AGROINVEST S.A”

(c) An underwriting of a mortgage of an amount of €381.511,37 to secure a loan from the Bank of Piraeus, the balance of which amounted as at 31/12/2015 to € 607.676,28.

(d) An underwriting of a mortgage of an amount of € 296.404 has been registered to secure the loan from the National Bank of Greece, the balance of which as at 31/12/2015 amounted to € 1.355.733,94.

(e) Mortgages have been registered of an amount of € 3.283.364 to secure the loan from the Bank of Piraeus, the balance of which as at 31/12/2015 amounted to € 345.655,80. It should be mentioned that the referred to balance will be paid in 20 equivalent semi-annual interest and capital installments of an amount of € 16.449 each, in accordance with the regulation of article 44 by which the company has guaranteed the payment of the abovementioned amount.

3. An underwriting of a mortgage from the National Bank of Greece of an amount of € 2.000.000 has been registered on the land of the consolidated subsidiary company “KEGO AGRI S.A” to secure the long-term loan of the parent company “NIREUS AQUACULTURE S.A”.

4. In addition the following pledges have been underwritten for certain loans:

On the loan referred to in (1a) Contracts related to fish population of an amount of € 11.556.000 have been pledged in favor of the Piraeus Bank

- On the loans referred to in (1b) Contracts related to fish population and floating installations owed by “NIREUS AQUACULTURE S.A” of an amount of € 68.500.000 have been secured.
- On the loan referred to in (1d) Insurance contracts which cover pledges of fish population of a total amount of € 10.000.000. In respect of the same loan, bank deposits of an amount of € 4.000.000 respectively have been restricted as at 31/12/2015 (Note 30).
- On short term loan borrowings of the Company an amount of €1.306.297,60 in favour of Piraeus Bank and an amount of € 1.677.931,17 with respect to the National Bank of Greece have been restricted (Note 30).
- There is a pledge of fish population of an amount of € 5.500.000 in favour of Eurobank for a loan of € 3.376.654
- There is a pledge of fish population of an amount of € 2.000.000 in favour of the Bank of Piraeus for a loan of € 43.553,04.
- On the balance of the syndicated loan of the Subsidiary company Sea Farm Ionian SA (balance as at 31/12/2015 an amount of €3.102.267,63) a pledge of fish population of NIREUS AQUACULTURE SA exists (as at 31/12/2015 of an amount of € 3.043.345)
- The company NIREUS SA with the agreement of 01.01.2016 has provided to the company NORSILDMEL INNOVATION A / S a floating lien on the fish population, amounting to € 10,3 million to secure the outstanding balance. The pledge is valid until 31/12/2016.

It should be noted that as at 31 December 2015 mortgages and insurance contracts on the Company's property plant and equipment under the old loans have not been removed given that the new pledge contracts which relate to the new loan agreements following the refinancing of the new loans are still in process. With respect to the new mortgages under the new loan agreements following the loan refinancing on December 16, 2015, and in accordance with the No. 3397S / 2015 Decision of the Court of Athens the mortgage property of Nireus of an amount of € 69.879.010 was registered while the completion of the transcription of the decision to the relevant land registry is pending.



There are no other assets pledged as security on the fixed assets for the Company and of the Group.

42. Related party disclosures

Related party transactions

The company's purchases and sales, cumulatively from the beginning of the current year as well as the balance of receivables and payables of the company that have resulted from the transactions with related parties at the end of the current year are as follows:

	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Sales of goods and services				
Subsidiaries	-	-	4.642.276	5.207.750
Total	-	-	4.642.276	5.207.750
Other income				
Subsidiaries	-	-	88.691	61.060
Total	-	-	88.691	61.060
Purchases of goods and services				
Subsidiaries	-	-	9.679.886	12.566.120
Directors and key management	222.500	190.694	112.500	135.569
Total	222.500	190.694	9.792.386	12.701.689
Sales of property, plant and equipment				
Subsidiaries	-	-	-	11.200
Associates	-	6.000	-	-
Total	-	6.000	-	11.200
Purchases of property, plant and equipment				
Subsidiaries	-	-	2.795.949	1.287.054
Associates	-	6.000	-	-
Total	-	6.000	2.795.949	1.287.054
Fees to Directors and compensation				
Directors and key management	1.974.044	2.021.109	1.570.953	1.054.034
Total	1.974.044	2.021.109	1.570.953	1.054.034
Period-end balances arising from Fees to Directors and compensation				
Directors and key management	447.116	409.789	436.260	342.092
Total	447.116	409.789	436.260	342.092
Period-end balances arising from purchases of goods and services				
Directors and key management	78.968	36.871	9.656	25.007
Total	78.968	36.871	9.656	25.007



Receivables	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Subsidiaries	-	-	5.324.042	4.242.009
Associates	4.851.519	4.851.855	4.851.519	4.756.226
Total	4.851.519	4.851.855	10.175.561	8.998.235

Payables	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Subsidiaries	-	-	3.397.220	4.528.347
Associates	4.851.519	4.851.855	-	-
Total	4.851.519	4.851.855	3.397.220	4.528.347

Key Management Compensation

The fees of the members of the Board of Directors for the year 2015 and 2014 are as follows:

Transactions and compensation to Directors and key management <i>Amounts in Euro</i>	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Salaries, employment benefits and compensation to Directors	1.377.299	1.477.410	1.208.329	840.232
Salaries and other employment benefits to key management	819.245	734.393	475.124	349.371
	2.196.544	2.211.803	1.683.453	1.189.603

Payables to Directors and key management <i>Amounts in Euro</i>	GROUP		COMPANY	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Payables for salaries, employment benefits and other compensation	129.344	90.751	123.244	60.615
Payables for Directors compensation approved by A.G.M.	97.784	77.603	23.716	44.979
Pension and other post-employment benefit obligations	298.956	278.306	298.956	261.505
	526.084	446.660	445.916	367.099

Further to the above and as referred to in Note 21, on July 28, 2015 the Company acquired 1.022 shares of its subsidiary company PROTEUS EQUIPMENT SA for € 1.350.000. From the total shares of 1.022 the shareholder and member of the Board of Directors Aristides Belles held 409 shares, namely € 540.264, the shareholder and member of the Board of Directors Nicholas Chaviaras held 409 shares namely € 540.264 with the remaining shares of 204 being held by non related third parties. As at 31 December 2015, the corresponding liabilities of the above related parties with respect to the acquisition of the shares of the above subsidiary company PROTEUS EQUIPMENT SA amounted to € 540.264.

For the insured biological assets, as well as for the insurance of fixed assets of the Group, the company EUROMARE BROKER SA, a company 100% owned by Mr. Aristides Belles, acts as a mediation center following the approval by the Annual General Meeting of NIREUS SA 2010.



Transactions among Group Companies

PURCHASING COMPANY	SELLING COMPANY														
	NIREUS AQUACULTURE			PROTEUS SA		ILKNAK SU URUNLERI SAN Ve TIC A.S.		SEAFARM IONIAN S.A		KEGO AGRI S.A		TOTAL			
	Finished Goods/ Products	Services	Other	Finished Goods/ Products	Services	Finished Goods/ Products	Other	Services	Fixed assets	Finished Goods/ Products	Fixed Assets	Finished Goods/ Products	Services	Fixed Assets	Other
NIREUS AQUACULTURE SA															
Administrative expenses	-	-	-	597.435	214.483	-	-	5.724.474	-	19.703	-	617.138	5.938.957	-	-
Fixed Assets	-	-	-	2.768.354	-	-	-	-	15.930	-	11.665	2.788.354	-	27.595	-
Finished Goods/ Products	-	-	-	-	-	-	-	-	-	3.175.500	-	3.175.500	-	-	-
PREDOMAR S.L.															
Administrative expenses	-	135.125	32.576	-	-	-	-	-	-	-	-	-	135.125	-	32.576
Finished Goods/ Products	3.137.277	-	-	-	-	-	-	-	-	-	-	3.137.277	-	-	-
PROTEUS EQUIPMENT S.A															
Administrative expenses	-	142.140	15.600	-	-	-	-	-	-	-	-	-	142.140	-	15.600
MIRAMAR SU URUNLERI VE BALIK YEMI URETIMI SANAYI VE TICARET A.S.															
Administrative expenses	-	-	-	-	-	-	146	-	-	-	-	-	-	-	146
Finished Goods/ Products	-	-	-	-	-	490.121	-	-	-	-	-	490.121	-	-	-
SEAFARM IONIAN S.A															
Administrative expenses	-	26.206	16.500	-	-	-	-	-	-	-	-	-	26.206	-	16.500
Finished Goods/ Products	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Services	-	-	-	88.639	-	-	-	-	-	-	-	88.639	-	-	-
Other	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
KEGO AGRI S.A															
Administrative expenses	-	138.284	24.015	-	-	-	-	-	-	-	-	-	138.284	-	24.015
Fixed Assets	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-
Finished Goods/ Products	1.063.243	-	-	-	-	-	-	-	-	-	-	1.063.243	-	-	-
TOTAL															
Administrative expenses	-	441.755	88.691	597.435	214.483	-	146	5.724.474	-	19.703	-	617.138	6.380.712	-	88.836
Fixed Assets	-	-	-	2.856.993	-	-	-	-	15.930	-	11.665	2.856.993	-	27.595	-
Finished Goods/ Products	4.200.520	-	-	-	-	490.121	-	-	-	3.175.500	-	7.866.141	-	-	-

COMPANY BEARING THE RECEIVABLE	NIREUS AQUACULTURE SA	PREDOMAR S.L.	PROTEUS EQUIPMENT S.A	MIRAMAR PROJECTS CO LTD - UK	NIREUS INTERNATIONAL LTD	BLUEFIN TUNA AE (GROUP)	SEAFARM IONIAN SA	SEAFARM IONIAN GMBH		TOTAL
NIREUS AQUACULTURE SA		5.297.605	-	-	-	26.436	4.851.519	-	-	12.869.239
PREDOMAR S.L.		-	-	-	-	-	-	-	-	-
PROTEUS EQUIPMENT S.A	940.878	11.320	-	-	-	-	-	-	-	952.198
MIRAMAR PROJECTS CO LTD - UK	14	-	14	-	-	-	-	-	-	28
NIREUS INTERNATIONAL LTD	-	-	-	17.328	-	-	-	-	-	17.328
BLUEFIN TUNA AE (Group)	-	-	-	-	-	-	-	-	-	-
AQUACOM LTD	-	-	-	-	-	-	-	-	-	-
SEAFARM IONIAN A.E.	-	-	-	-	-	-	-	-	-	-
KEGO AGRI SA	2.456.328	-	-	-	-	-	-	-	-	2.456.328
SEAFARM IONIAN GMBH	-	-	-	-	-	-	-	-	-	-
CARBON DIS TICARET YATIRIM INSAAT VE SANAYI S.A.	-	-	-	-	-	-	-	-	-	-
EYNOLO	3.397.220	5.308.925	14	17.328	26.436	4.851.519	-	2.693.679	16.295.121	-

43. Presentation of financial assets and liabilities per category

Financial Assets and Liabilities: The following tables present a comparison between the cost and fair value amounts per category of financial and non-financial instruments which are presented in the consolidated and stand alone financial statements.

	GROUP				COMPANY			
	COST		FAIR VALUE		COST		FAIR VALUE	
	31/12/2015	31/12/2014	31/12/2015	31/12/2014	31/12/2015	31/12/2014	31/12/2015	31/12/2014
Non-financial Financial Assets								
Buildings,Land,Mechanical Equipment & technical installations,Floating means	43.928.875	46.887.703	73.176.053	76.134.881	45.093.333	43.684.600	71.424.322	70.015.589
Investment Property	3.333.240	3.333.240	4.076.930	4.162.995	3.221.791	3.221.791	4.076.930	3.283.012
Biological assets-non-current	139.124.277	144.344.000	179.598.825	163.662.396	132.641.727	138.058.000	170.808.519	156.861.359
Financial Assets								
Derivative financial instruments	-	10.897	-	10.897	-	10.897	-	10.897
Restricted cash	6.984.229	4.245.364	6.984.229	4.245.364	6.984.229	4.245.364	6.984.229	4.245.364
Cash and cash equivalents	8.777.477	5.441.530	8.777.477	5.441.530	7.242.741	3.685.215	7.242.741	3.685.215
Financial Liabilities								
Long-term borrowing liabilities	124.906.386	35.402.375	124.906.386	35.402.375	124.648.087	35.402.375	124.648.087	35.402.375
Short-term borrowings	-	2.316.142	-	2.316.142	-	2.316.142	-	2.316.142
Derivative financial instruments	10.281.264	62.762.422	10.281.264	62.762.422	7.170.369	59.911.273	7.170.369	59.911.273
Current portion of long-term financial liabilities	33.718.861	137.686.092	33.718.861	137.686.092	33.643.487	116.393.319	33.643.487	116.393.319



The Group uses the following hierarchy for the determination of the fair value of its financial assets and liabilities per valuation method.

	GROUP		Hierarchy of Fair Value
	FAIR VALUE		
	31/12/2015	31/12/2014	
Non-financial Financial Assets			
Buildings, Land, Mechanical Equipment & technical installations, Floating means	73.176.053	76.134.881	Level 3
Investment Property	4.076.930	4.162.995	Level 3
Biological assets-non-current	179.598.825	163.662.396	Level 2,3
Financial Assets			
Derivative financial instruments	-	10.897	Level 2
Restricted cash	6.984.229	4.245.364	Level 1
Cash and cash equivalents	8.777.477	5.441.530	Level 1
Long-term borrowing liabilities			
Long-term borrowing liabilities	124.906.386	35.402.375	Level 2
Derivative financial instruments	-	2.316.142	Level 2
Short-term borrowings	10.281.264	62.762.422	Level 2
Liabilities payable within the following year	33.718.861	137.686.092	Level 2
COMPANY			
FAIR VALUE			
	31/12/2015	31/12/2014	
Non-financial Financial Assets			
Buildings, Land, Mechanical Equipment & technical installations, Floating means	71.424.322	70.015.589	Level 3
Investment Property	4.076.930	3.283.012	Level 3
Biological assets-non-current	170.808.519	156.861.359	Level 2,3
Financial Assets			
Derivative financial instruments	-	10.897	Level 2
Restricted cash	6.984.229	4.245.364	Level 1
Cash and cash equivalents	7.242.741	3.685.215	Level 1
Long-term borrowing liabilities			
Long-term borrowing liabilities	124.648.087	35.402.375	Level 2
Derivative financial instruments	-	2.316.142	Level 2
Short-term borrowings	7.170.369	59.911.273	Level 2
Liabilities payable within the following year	33.643.487	116.393.319	Level 2



Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities

Level 2: other techniques for which all inputs that have a significant effect on the recorded fair value are observable, either directly or indirectly

Level 3: techniques that use inputs that have a significant effect on the recorded fair value that are not based on observable market data

During the year there were no reclassifications between the level of hierarchies.

44. Fair value Measurement

The following table provides the fair value measurement hierarchy of the Group's assets and liabilities

ASSETS MEASURED AT FAIR VALUE ARE DISCLOSED	NOTE	DATE OF VALUATION	GROUP AMOUNT	COMPANY AMOUNT	LEVEL 1	LEVEL 2	LEVEL 3
Buildings, Land, Mechanical Equipment & technical installations, Floating means	17	December 31 2015	73.176.053	71.424.322	-	-	√
Investment Property	18	December 31 2015	4.076.930	4.076.930	-	-	√
Biological assets-non-current	25	December 31 2015	60.828.477	59.441.639	-	-	√
Biological assets-current	25	December 31 2015	118.770.348	111.366.880	-	√	-
Restricted cash	30	December 31 2015	6.984.229	6.984.229	√	-	-
Cash and cash equivalents	31	December 31 2015	8.777.477	7.242.741	√	-	-
LIABILITIES MEASURED AT FAIR VALUE ARE DISCLOSED							
Long-term loan borrowings	33	December 31 2015	124.906.386	124.648.087	-	√	-
Short-term loan borrowings	33	December 31 2015	10.281.264	7.170.369	-	√	-
Current portion of long-term financial liabilities	33	December 31 2015	33.718.861	33.643.487	-	√	-

The fair value of buildings, land and machinery, technical installations and floating means for the Group and the Company are measured at fair value Level 3 by independent valuers. The date of the last revaluation was on December 31, 2014. The management of the Group and Company considered the current economic conditions which prevail in the Greek economy and proceeded with the appropriate accounting treatment for the accurate representation of the fair value of property plant and equipment have occurred. (Note 17).

The fair value of investment property is measured at level 3 for the Group and the Company by independent valuers. During the year revaluation at fair value was made based on current market conditions (Note 18).

The long-term and short-term debt level 2 assessed by the Group and the Company on the basis of various parameters such as interest rates, specific country risk factors, the current prices as at the date of the financial statements. For long-term debt values determined by the market are used in addition to the utilisation of technical methods in determining the fair value of financial liabilities such as discounting the future contractual cash flows with the appropriate market interest rates (Note 33).

Biological assets are measured as follows: (i) Live fish (mature fish) are measured to net market value. Effective markets for sale of fish of the Mediterranean sea do not exist so the valuation of live fish under IAS 41 and IFRS 13 implies establishment of an estimated fair value of the mature fish in a hypothetical market and based on the hierarchy of fair value level 2. (ii) immature fish which are defined as level 2, biomass is measured at fair value less cost to sell, including a proportionate expected gross profit at harvest.



The valuation reflects the current location and condition of the fish, expected quality grading and size distribution. Broodstock is valued at cost less any potential impairment losses. The valuation is completed for each business unit and is based on biomass in sea for each sea water site and the estimated market price in each market derived from the development in contract, if such cases exist, as well as current spot prices (Note 25).

45. Events after the reporting period

1. Current Economic Conditions

As referred to in Note 2.2. of the annual Financial Statements of the Group, the Company's management examined the conditions raised by the current developments in the Greek economy, and given the extroversion of the group's customer base, profitability and cash flows of the Group and the Company, it assesses that the events will have no significant impact on the business activity, financial position and results of the Group and the Company.

In any event, the above conditions and any further adverse developments in Greece may adversely affect the results and financial position of the Company and the Group, in a manner which can not currently be precisely predicted.

2. Refinancing of the loans of the subsidiary company SEAFARM IONIAN

In the context of the total agreement regarding the restructuring of the Group's loans and following the merger (22-12-2015) of NIREUS with SEAFARM IONIAN SA, the refinancing of SEAFARM IONIAN's loans of an amount of € 23,5 mil was completed on 14 January 2016. The refinancing of SEAFARM IONIAN SA' loans was covered in the context of the already approved and issued bond loans of NIREUS SA.

3. Removal of the trading of NIREUS AQUACULTURE SA shares from the "under surveillance" category

The Stock Markets Steering Committee of the Athens Stock Exchange during its session dated on February 11th 2016, approved the removal of the shares' trading from the "under Surveillance category", based on the fact that there are no further reasons for the placement of the company in the aforementioned category.

The trading of the company's shares in the Main Market of the Athens Stock Exchange is effective as of February 12th, 2016.

4. Signing of new pledge contracts

During February 2016 the new pledge contracts and assignment of debt from insurance contracts between NIREUS AQUACULTURE SA and PIRAEUS BANK (representative bondholders, original bondholder, coordinator and payment administrator) were signed.

Under the new contracts the following pledges are assigned on the parent company's fixed assets:



(a) a first class mortgage amounting to € 2.973.959 has been registered in favor of Piraeus Bank, being the representative bank and on behalf of the bondholders on floating equipment so as to secure the bond of € 58.2 million, granted.

b) a first and second class mortgage, following the existing pledges in favor of Piraeus Bank being a representative and on behalf of the bondholders, has been registered on insurance policies for inventory (biological assets) of an amount of € 106.800.000 (€ 104.300.000 relates to insurance policies of fish population and € 2.500.000 relates to insurance policies for pre-fattening), of which an amount of € 76.600.000 relate to the new bond loan of € 58.2 million, and an amount of € 30.200.000 relating to a' class mortgage on existing pledges include the following:

(i) amount of mortgage of € 11.650.000 in favor of the Greek state to secure a loan of € 25.000.000 by Piraeus bank with the guarantee of the Greek state.

(ii) the amount of mortgage amounting to € 10.150.000 in favor of the Greek state to ensure the firefighting loan of € 24.100.000 from the National Bank of Greece SA with a guarantee of Greek state

(iii) mortgage of an amount of € 8.400.000 for the Company NORSILDMEL INNOVATION A / S to secure an outstanding amount

c) a first class mortgage has been registered in favor of Piraeus Bank, being the representative and on behalf of the bondholders, to ensure the bond of € 58.2 million, as follows:

- Insurance underwritings on fixed asset contracts between European Reliance General Insurance and NIREUS AQUACULTURE SA amounting to € 35.185.759,20

- Marine insurance contracts on boats between the European Reliance General Insurance and NIREUS AQUACULTURE SA amounting to € 3.567.250

d) a first class mortgage has been registered in favor of Piraeus Bank being the representative and on behalf of the bondholders, all the assigned requirements on the equipment (mooring materials, nets, cages) ownership of the same and of the acquired subsidiary SEAFARM IONIAN SA of an amount € 10.562.973,8 so as to ensure the bond of € 58.2 million.

e) A second class variable mortgage on the total aggregate value of the Accepted Claims on which there is a Pledge Agreement on the factoring of receivables from Piraeus Factoring and the National Bank Factoring. The pledge account balance should not be lower than 105% of the outstanding amount the Loan. The pledge is in favor of Piraeus Bank as a representative and on behalf of the bondholders for the bond of € 58.2 million.

f) a first class pledge has been recorded in favor of Piraeus Bank being the representative and on behalf of the bondholders on all shares of PROTEUS EQUIPMENT SA of an amount of € 48.000,24 so as to secure the bond loan € 58.2 million.

g) a first class mortgage of amount of approximately € 10.000.000 in favor of the Greek State, to secure the loan of € 25.000.000 by Piraeus Bank, issued under the scope of favorable regulations for the fire victims.

h) Mortgages of an amount of € 7.000.000 has been registered in favor of the Greek State, to secure the fire-victim loan of € 24.910.000 million from the National Bank, in the framework of favorable regulations for the fire-victims.



i) a pledge has been registered in PIRAEUS Bank on behalf of the representative banks concerning VAT receivables. As at 31.12.2015 the total of receivables of VAT of an amount of €4,9 million have not yet been received from the Greek State.

(j) In relation to the fire victim loans of the National Bank, loans of a total amount of € 4.000.000 have been registered.

(k) Mortgages of an amount of € 1.969.742,15 have been registered to secure the Piraeus Bank loans, which balance as at 31/12/2015 amounted to € 345.655,80. This remaining balance will be paid in 25 equal semi-annual installments of € 16.449 each, in accordance with the provision in Article 44 in which the company has been subject, which guaranteed the payment of the above amount.

(l) Underwritings have been registered on fixed assets up to the amount of € 69.879.010 in accordance with No. 3397S/2015 and 5S/2016 Court decisions of Athens based on which the registration of the underwritings on the company's assets was decided upon in favor of Piraeus Bank as a representative and on behalf of the bondholders to secure the bond loan of € 58.2 million.

5. Increase in the share capital of the company from the merger of the subsidiary company SEAFARM IONIAN AE

Following the merger of SEAFARM IONIAN 22-12-2015 and approval of the new shares as at 24-03-2016, the share capital of the Company :

a) increased by the amount of the contributed share capital of SEAFARM IONIAN SA amounting to € 9.474.743,20 following the cancellation of the shares which were held by NIREUS AQUACULTURE SA of an amount of € 3.477.588 b) increased by the amount of € 0,20 through capitalization of reserves in the acquiring of the rounding of the account "Difference from issuance of shares above par" with the issuance of 31.582.478 new common shares with voting rights.

Following the above, the share capital of the Nireus Aquaculture SA as at 31 December 2015 amounts to a total of € 87.183.889,20 divided among 290.612.964 common shares with voting rights at a nominal value € 0,30 each.



There were no other events following the year ended 31 December 2015 which relate to the Group or to the company and which will require reference to in accordance with the International Financial Reporting Standards.

Koropi, March 29, 2016

CHAIRMAN OF THE BOD	CHIEF EXECUTIVE OFFICER	GROUP CHIEF FINANCIAL OFFICER	ACCOUNTING MANAGER
BELLES ST. ARISTEIDIS I.D No: AB 347823	ANTONIOS G. CHACHLAKIS I.D. No: AE 083337	EFSTRATIOS G. ELISSAIOS I.D. No: AB 593929	KONSTANTOPOULOS G. IOANNIS I.D. No: AB 264939

**INFORMATION (WITH REFERENCE) OF ARTICLE 10 OF L. 3401/2005**

During the year and until the present date, Nireus Aquaculture SA, made available to the public, in accordance with the applicable legislation, the following information which are posted on the company's web site at www.nireus.com as well as on the web site of the Athens Stock Exchange at www.athex.gr.

DATE	ANNOUNCEMENT	WEB SITE
	Resolutions of Shareholders General Meeting	
10.3.2015	Proxy Form for the General Meeting of the Bondholders of 26.03.2015	www.nireus.com
10.3.2015	Invitation to Company's Bondholders to General Meeting of the Bondholders on 26.03.2015	www.nireus.com
27.3.2015	Announcement for the Deferment of Payment of the Interest and Partial Capital Repayment	www.nireus.com
27.3.2015	Notice of Resolutions of the General Meeting of the Bondholders of 26 March 2015	www.nireus.com
30.3.2015	Proxy Form for the Annual General Meeting of Shareholders of 20.4.2015	www.nireus.com
30.3.2015	Invitation to Annual Meeting of Shareholders of 20.4.2015	www.nireus.com
30.3.2015	Draft decisions for the annual meeting of shareholders on 20.04.2015	www.nireus.com
8.4.2015	Proxy Form for the General Meeting of the Bondholders of 20.04.2015	www.nireus.com
8.4.2015	Invitation to Company's Bondholders to General Meeting of the Bondholders on 20.04.2015	www.nireus.com
20.4.2015	Announcement for the General Meeting of Shareholders of 20.04.2015	www.nireus.com
20.4.2015	Announcement for the Bondholders Meeting of 20.04.2015	www.nireus.com
5.5.2015	Presentation for the 2015 Annual Ordinary Meeting of Shareholders	www.nireus.com
5.5.2015	Notice of Resolutions of the General Meeting of the Bondholders of 4 May 2015	www.nireus.com
5.5.2015	Notice of Resolutions of the 1st Repeated General Meeting of Shareholders of 4 May 2015	www.nireus.com
2.6.2015	Proxy Form for the General Meeting of the Bondholders of 10.06.2015	www.nireus.com
2.6.2015	Invitation to Company's Bondholders to General Meeting of the Bondholders on 10.06.2015	www.nireus.com
11.6.2015	Notice of Resolutions of the General Meeting of the Bondholders of 10 June 2015	www.nireus.com
8.7.2015	Announcement for the Deferment of Payment of the Convertible Bond Loan	www.nireus.com
10.7.2015	Review and setting of the interest rate on the Convertible Bond Loan	www.nireus.com
10.7.2015	Announcement for the Deferment of Payment of the Interest and Partial Capital Repayment of the CBL	www.nireus.com
6.10.2015	Proxy Form for the General Meeting of the Bondholders of 13.10.2015	www.nireus.com
6.10.2015	Invitation to Company's Bondholders to General Meeting of the Bondholders on 13.10.2015	www.nireus.com
13.10.2015	Announcement for the Bondholders Meeting of 13.10.2015	www.nireus.com
26.10.2015	Announcement on the Terms of the Convertible Bond Loan	www.nireus.com
26.10.2015	Announcement for the Convertible Bond Loan	www.nireus.com
26.10.2015	Resolutions of the General Meeting of the Bondholders of 26 October 2015	www.nireus.com
16.11.2015	NIREUS' PROXY	www.nireus.com
16.11.2015	NIREUS' INVITATION TO EXTRAORDINARY MEETING OF SHAREHOLDERS ON 7.12.2015	www.nireus.com
7.12.2015	Notice of Resolutions of the General Meeting of the Bondholders of 7 December 2015	www.nireus.com
8.12.2015	Notice of Resolutions of the Repeated General Meeting of Shareholders of 7 December 2015	www.nireus.com
	Annotation of Financial Statements	
30.3.2015	12M 2014 Financial Results	www.nireus.com
29.5.2015	3M 2015 Financial Results	www.nireus.com
31.8.2015	6M 2015 Financial Results	www.nireus.com
30.11.2015	9M 2015 Financial Results	www.nireus.com



DATE	ANNOUNCEMENT	WEB SITE
	Other announcements and Press Releases	
5.1.2015	Comment on a published article	www.nireus.com
9.1.2015	Review and setting of the interest rate on the Convertible Bond Loan	www.nireus.com
23.1.2015	ANNOUNCEMENT ON BUSINESS DEVELOPMENT	www.nireus.com
20.3.2015	NIREUS receives ACTIVE GREECE AWARDS 2015 for its export performance	www.nireus.com
26.3.2015	Signing of Memorandum of Understanding with the Group's Creditor Banks	www.nireus.com
27.3.2015	Review and setting of the interest rate on the Convertible Bond Loan	www.nireus.com
30.3.2015	Announcement for Initiation of Merger	www.nireus.com
30.3.2015	2015 Financial Calendar	www.nireus.com
3.4.2015	Notice pursuant to Article 4.1.4.4 of the Athens Exchange Rulebook	www.nireus.com
11.5.2015	Announcement for tax audit completion	www.nireus.com
2.6.2015	Notice pursuant to Article 4.1.4.4 of the Athens Exchange Rulebook	www.nireus.com
29.7.2015	Announcement for the acquisition of 50% of the shares of subsidiary	www.nireus.com
3.9.2015	Notice pursuant to Article 4.1.4.4 of the Athens Exchange Rulebook	www.nireus.com
4.9.2015	Supplementary announcement	www.nireus.com
21.9.2015	Signing of Loan Agreements	www.nireus.com
5.10.2015	Announcement for the coverage of 58.6 mi. euro share capital increase	www.nireus.com
23.10.2015	Refinancing of Loans	www.nireus.com
18.1.2016	Refinancing of SEAFARM IONIAN' Loans	www.nireus.com
12.02.2016	Lift of the Supervision on the shares of NIREUS AQUACULTURE SA ANNOUNCEMENT :INVITATION TO THE SHAREHOLDERS OF THE ABSORBED SEAFARM IONIAN S.A	www.nireus.com
16.02.2016		www.nireus.com
24.3.2016	ANNOUNCEMENT FOR THE TOTAL NUMBER OF VOTING RIGHTS AND THE AMOU	www.nireus.com
	Announcement of other transactions	
8.4.2015	Notification of transaction according to regulations of L. 3340/2005 & L. 3556/2007	www.nireus.com
15.4.2015	Notification for important changes on voting rights – Law 3556/2007	www.nireus.com
30.11.2015	Announcement for the Total Amount of Share Capital – Law 3556/2007	www.nireus.com
2.12.2015	Notification for changes in the voting rights according to Law 3556/2007	www.nireus.com
	Changes in the BOD or upper level magement directors	
6.5.2015	Announcement for the constitution of Board of Directors into a body	www.nireus.com
6.10.2015	Announcement of change to senior executives ANNOUNCEMENT REGARDING CHANGES IN INVESTOR RELATIONS OFFICER AND CORPORATE ANNOUNCEMENTS OFFICER	www.nireus.com
24.12.2015		www.nireus.com