

IMPACT DEVELOPER & CONTRACTOR S.A.

CONSOLIDATED FINANCIAL STATEMENTS

**AS OF AND FOR THE YEAR ENDED
31 DECEMBER 2016**

**PREPARED IN ACCORDANCE WITH
INTERNATIONAL FINANCIAL REPORTING STANDARDS
AS ENDORSED BY THE EUROPEAN UNION**

TOGETHER WITH INDEPENDENT AUDITOR'S REPORT

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INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Impact Developer & Contractor S.A.

Report on the Audit of the consolidated financial statements

Opinion

1. We have audited the consolidated financial statements of Impact Developer & Contractor S.A. (the Group), which comprise the consolidated statement of financial position as at December 31, 2016, and the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.
2. In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2016, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Order 2844/2016 for the approval of accounting regulations conforming with International Financial Reporting Standards as adopted by EU.

Basis for Opinion

3. We conducted our audit in accordance with the Auditing Standards adopted by the Chamber of Auditors of Romania, which are International Standards on Auditing (ISAs). Our responsibilities under this law and regulation are further described in the Auditor's Responsibilities for the Audit of the consolidated financial statements section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

4. Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key Audit Matter	How our audit addressed the matter
Valuation of Investment Property <i>Please refer to Note 11 to the consolidated financial statements</i> As disclosed in Note 11 to the consolidated financial statements, the investment property of the Group has a value of RON 14,377,226 as of December 31, 2016, and is represented by land (98% of total) and residential properties held with the purpose of capital appreciation. The Group applies the fair value model, after the initial measurement. Fair value of the investment property is determined on the basis of a valuation performed by an independent appraiser, with experience in this industry. Any changes in fair value are recognized in profit or loss account. The valuation method used by the independent appraiser includes inputs and data from various sources, based on the type of the asset and involves judgments and a high degree of estimates made by the independent valuers appointed by the Group. Because of the significance of estimates and judgements involved in assessing this area and also considering the significant value of Investment Property, we consider that the Valuation of Investment Property is a key audit matter.	Our procedures in relation to management's valuation of investment properties include: - Evaluation of the independent external valuers' competence, capabilities and objectivity; - Assessing the methodologies used and the appropriateness of the key assumptions based on our knowledge of the property industry and using our in-house valuation experts; - Performing sensitivity analysis of market prices of similar assets in the same area; - Checking, on a sample basis, the accuracy and relevance of the input data used; and - Checking the appropriate recognition in the financial statements of the fair value adjustments and the proper disclosures in the financial statements in according with the relevant IFRS framework.
Litigations <i>Please refer to Note 30 'Contingent assets and contingent liabilities' to the consolidated financial statements</i> As disclosed in Note 30 "Contingent assets and contingent liabilities", as of Dec 31, 2016 the Group is involved in various litigation both as plaintiff and defendant. The litigations status is subject to a complex assessment, as the Group has numerous litigations, and most of them don't have a clear status or conclusion. The management of the Group performs regular analysis of the status of all the pending litigations, and, based on the consultations with its legal representatives, decides upon the necessity of recognizing provisions or their disclosure in the Financial Statements.	Our audit procedures related to management assessment of litigations included the following: - Sending confirmation letters to all the external lawyers which represent the Group in the Court trials, in order to confirm the status of each litigation and the chance of success; - For each significant litigation, we had discussions with the in-house lawyer and external lawyers in charge with the litigations and assessed the impact on the financial statements and corroborated it with the client's assessment in this respect; - Discussions with the management regarding their involvement in the periodical assessment of the pending litigations and whether they have performed regular consultation meetings with the legal counsels;

Key Audit Matter	How our audit addressed the matter
This process involves significant management assumptions and a lot of subjectivity. The Key Audit Matter in this regard pertains to the appropriate application of IAS 37 'Provisions and contingent liabilities'. The estimation of any potential provision requires significant judgements and management assumptions regarding possible outcomes of litigations and quantification of potential obligations, if any.	- Critically assessing the Group's assumptions and estimates in respect of litigations, including the liabilities recognized or contingent liabilities disclosed in the financial statements. Assessment of the probability of negative result of litigations and the reliability of estimates of related obligation;

Reporting requirements concerning the administrators' report

- The administrators are responsible for the preparation and presentation of the standalone administrators' report in accordance with the requirements of the Ministry of Public Finance Order 2844/2016 for the approval of accounting regulations conforming with International Financial Reporting Standards as adopted by EU, article no. 20, which does not contain material misstatements and for such internal control as management determines is necessary to enable the preparation of administrator's report that is free from material misstatement, whether due to fraud or error.

The administrators' report is not part of the consolidated financial statements.

Our opinion on the consolidated financial statements does not cover the administrators' report.

In connection with our audit of the consolidated financial statements, we have read the administrators' report accompanying the consolidated financial statements and we report as follows:

- in the administrators' report, we have not identified information which is not consistent, in all material respects, with the information presented in the consolidated financial statements attached;
- the administrators' report identified above contains, in all material respects, the required information according to the provisions of Ministry of Public Finance Order no. 2844/2016 for the approval of accounting regulations conforming with International Financial Reporting Standards as adopted by EU, article no. 20 (accounting regulations regarding annual standalone financial statements and annual consolidated financial statements);
- based on our knowledge and understanding concerning the Group and its environment gained during the audit on the consolidated financial statements prepared as at December 31, 2016, we have not identified information included in the administrators' report that contains a material misstatement of fact.

Responsibilities of Management and Those Charged with Governance for the consolidated financial statements

- Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with IFRSs as adopted by EU and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

7. In preparing the consolidated financial statements, management is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.
8. Those charged with governance are responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the consolidated financial statements

9. Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.
10. As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:
 - Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
 - Obtain an understanding of internal control relevant to the audit 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 Group's internal control.
 - Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
 - Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
 - Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
11. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

12. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
13. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is Ahmed Hassan.

Ahmed Hassan, Audit Partner

For signature, please refer to the original Romanian version.

Registered with the Romanian Chamber of Financial Auditors
under no. 1529/25.11.2003

On behalf of:

DELOITTE AUDIT S.R.L.

Registered with the Romanian Chamber of Financial auditors
under no. 25/25/06/01

Bucharest, Romania
March 28, 2017

IMPACT DEVELOPER & CONTRACTOR S.A.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2016
(all amounts are expressed in LEI, unless stated otherwise)

	<u>Note</u>	<u>31 December 2016</u>	<u>31 December 2015</u>
ASSETS			
Non-current assets			
Property, plant and equipment	9	6,038,745	5,727,176
Intangible assets	10	245,075	131,555
Investment property	11	136,736,403	214,898,889
Financial assets	12	-	-
Long term trade and other receivables	14	11,215,815	11,367,047
Total non-current assets		<u>154,236,038</u>	<u>232,124,667</u>
Current assets			
Inventories	13	295,687,776	190,758,661
Trade and other receivables	14	14,874,354	25,552,083
Prepayments		179,397	164,016
Cash and cash equivalents	15	17,632,043	17,266,754
Total current assets		<u>328,373,570</u>	<u>233,741,464</u>
Total assets		<u>482,609,608</u>	<u>465,866,131</u>
SHAREHOLDERS' EQUITY AND LIABILITIES			
Shareholders' equity			
Share capital	16	285,330,158	285,330,158
Share premium		84,175,480	84,175,480
Revaluation reserve	9	3,137,863	3,190,469
Other reserves		7,627,695	6,068,674
(Accumulated losses)		7,311,593	(20,829,920)
Total shareholders' equity attributable to the owners of the Company		<u>387,582,789</u>	<u>357,934,861</u>
Non-controlling interests		-	-
Total equity		<u>387,582,789</u>	<u>357,934,861</u>
Non-current liabilities			
Loans and borrowings	17	28,519,089	13,228,061
Trade and other payables	18	2,863,944	2,832,985
Deferred tax liability	26	13,814,127	13,826,334
Total non-current liabilities		<u>45,197,160</u>	<u>29,887,380</u>

TRANSLATOR'S explanatory note: The above translation of the financial statements is provided as a free translation from Romanian which is the official version.

IMPACT DEVELOPER & CONTRACTOR S.A.
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2016
(all amounts are expressed in LEI, unless stated otherwise)

	<u>Note</u>	<u>31 December 2016</u>	<u>31 December 2015</u>
Current liabilities			
Loans and borrowings	17	21,107,550	32,560,942
Trade and other payables	18	28,715,491	25,655,309
Provisions for risks and charges	19	<u>6,618</u>	<u>19,827,639</u>
Total current liabilities		<u>49,829,659</u>	<u>78,043,890</u>
Total liabilities		<u>95,026,819</u>	<u>107,931,270</u>
Total shareholders' equity and liabilities		<u>482,609,608</u>	<u>465,866,131</u>

These consolidated financial statements have been authorized for issue by the management on March 28, 2017 and signed on its behalf by:

Bartosz Pudrowski,
Chief Executive Officer

Bogdan Geanta,
Chief Financial Officer

TRANSLATOR'S explanatory note: The above translation of the financial statements is provided as a free translation from Romanian which is the official version.

IMPACT DEVELOPER & CONTRACTOR S.A.
CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE
INCOME FOR THE YEAR ENDED 31 DECEMBER 2016
(all amounts are expressed in LEI, unless stated otherwise)

	<u>Note</u>	<u>2016</u>	<u>2015</u>
Income from sale of real estate inventories		144,906,803	107,032,653
Book value of sold real estate inventories	13	<u>(92,333,577)</u>	<u>(72,606,379)</u>
Profit / (loss) from sale of real estate inventories		<u>52,573,226</u>	<u>34,426,274</u>
Rental income	30	1,310,376	1,222,245
Operating costs charged to tenants	30	2,715,413	2,815,971
Operating expenses directly related to properties rented	30	<u>(2,883,824)</u>	<u>(2,709,921)</u>
Net result from re-charges		<u>(168,411)</u>	<u>106,050</u>
Income from sale of investment properties		2,189,510	4,295,138
Book value of sold investment properties	11	<u>(1,917,666)</u>	<u>(4,238,327)</u>
Result from sale of investment properties		<u>271,844</u>	<u>56,811</u>
Revenues from services rendered		763,596	1,613,087
Expenses related to consumables	20	(2,641,460)	(4,763,579)
Other expenses related to properties under development		-	-
Third party services	21	(8,263,165)	(8,882,554)
Work performed by the entity and capitalized		-	-
Employee benefits expense	22	(9,721,718)	(9,137,866)
Other operating income	23	1,228,185	1,003,836
Other operating expense	24	(3,942,150)	(6,165,958)
Expenses with provisions and similar charges	29	<u>5,600,147</u>	<u>(17,200,000)</u>
Other operating income / (loss), net		<u>(16,976,565)</u>	<u>(43,533,034)</u>
Profit/ (loss) before interest, tax, depreciation and amortization (EBITDA)		<u>37,010,470</u>	<u>(7,721,654)</u>
Expenses related to depreciation and amortization		(670,308)	(630,871)
Impairment of assets	25	<u>(5,678,347)</u>	<u>3,362,558</u>
Impairment recognized/reversed, other than those related to investment properties		<u>(6,348,655)</u>	<u>2,731,687</u>
Gains / (losses) in fair value of investment properties, net	11	<u>492,053</u>	<u>1,745,128</u>
Profit/ (loss) before interest and tax (EBIT)		<u>31,153,868</u>	<u>(3,244,839)</u>

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IMPACT DEVELOPER & CONTRACTOR S.A.
CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE
INCOME FOR THE YEAR ENDED 31 DECEMBER 2016
(all amounts are expressed in LEI, unless stated otherwise)

	<u>Note</u>	<u>2016</u>	<u>2015</u>
Interest expense		(1,452,346)	(1,344,045)
Interest income		31,856	20,971
Foreign exchange differences, net		63,572	(77,321)
Other financial elements, net		(185,135)	(86,766)
Financial result		<u>(1,542,053)</u>	<u>(1,487,161)</u>
Share of other comprehensive Income from equity-accounted investees (after tax)	12	-	-
Gross profit / (gross loss) (EBT)		<u>29,611,815</u>	<u>(4,732,000)</u>
Deferred tax income	26	-	-
Tax on profit		<u>-</u>	<u>-</u>
Loss for the period		<u>29,611,815</u>	<u>(4,732,000)</u>
Other comprehensive income			
Items that will not be subsequently reclassified to profit or loss			
Revaluation reserves recognized during the period	9	25,907	20,187
Cancellation of revaluation reserve for impaired assets	9	-	-
Deferred tax liability related to revaluation reserve	9, 26	-	-
Other comprehensive income, after tax		<u>25,907</u>	<u>20,187</u>
Total comprehensive income for the period		<u>29,637,722</u>	<u>(4,711,813)</u>
Loss attributable to:			
Owners of the parent		29,611,815	(4,732,000)
Non-controlling interests		-	-
Loss for the period		<u>29,637,722</u>	<u>(4,711,813)</u>
Total comprehensive income attributable to:			
Owners of the parent		29,637,722	(4,711,813)
Non-controlling interests		-	-
Total comprehensive income for the period		<u>29,637,722</u>	<u>(4,711,813)</u>
Result per share			
Basic result per share (Lei/share)	34	0,10	(0,017)

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IMPACT DEVELOPER & CONTRACTOR S.A.
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2016
(all amounts are expressed in LEI, unless stated otherwise)

	Share Capital	Share premium	Revaluation reserve	Other reserves	Retained earnings	Total	Non-controlling interests	Total equity
Balance as at 1 January 2016	285,330,158	84,175,480	3,190,469	6,068,675	(20,829,920)	357,934,920	-	357,934,862
Total comprehensive income for the period								
Loss for the period	-	-	-	-	29,611,815	29,611,815	-	29,611,815
Other comprehensive income								
Revaluation reserves recognized during the period	-	-	25,907	-	10,204	36,111	-	36,111
Adjustments from previous year	-	-	-	-	-	-	-	-
Realized revaluation reserves	-	-	(78,513)	78,513	-	-	-	-
Reclassifications	-	-	-	-	-	-	-	-
Deferred tax related to revaluation reserve	-	-	-	-	-	-	-	-
Legal reserves constituted	-	-	-	1,480,507	(1,480,507)	-	-	-
Total other comprehensive income	-	-	(52,606)	1,559,020	(1,470,303)	36,111	-	36,111
Total comprehensive income for the period	-	-	(52,606)	1,559,020	28,141,512	29,647,926	-	29,647,926
Transactions with owners, recognized directly in equity								
Increase in share capital	-	-	-	-	-	-	-	-
Decrease in share capital	-	-	-	-	-	-	-	-
Acquisition of subsidiaries, without non-controlling interests	-	-	-	-	-	-	-	-
Disposals of subsidiaries	-	-	-	-	-	-	-	-
Movements through merger	-	-	-	-	-	-	-	-
Losses from redeemed shares	-	-	-	-	-	-	-	-
Dividends distributed	-	-	-	-	-	-	-	-
Total changes in ownership interests	-	-	-	-	-	-	-	-
Total transactions with owners	-	-	-	-	-	-	-	-
Balance as at 31 December 2016	285,330,158	84,175,480	3,137,863	7,627,695	7,311,593	387,582,789	-	387,582,789

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Bogdan Geanta,
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IMPACT DEVELOPER & CONTRACTOR SA
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2016
(all amounts are expressed in LEI, unless stated otherwise)

	Share Capital	Share premium	Revaluation reserve	Other reserves	Retained earnings	Total	Non- controlling interests	Total equity
Balance as at 1 January 2015	285,330,158	84,175,480	1,095,170	8,143,787	(16,097,920)	362,646,675	-	362,646,675
Total comprehensive income for the period								
Loss for the period	-	-	-	-	(4,732,000)	(4,732,000)	(20)	(4,732,020)
Other comprehensive income								
Revaluation reserves recognized during the period	-	-	20,187	-	-	20,187	-	20,187
Adjustments from previous year	-	-	-	-	-	-	-	-
Realized revaluation reserves	-	-	(2,057,455)	2,057,455	-	-	-	-
Reclassifications	-	-	4,132,567	(4,132,567)	-	-	-	-
Legal reserves constituted	-	-	-	-	-	-	-	-
Cancellation of revaluation reserve related to impaired assets	-	-	-	-	-	-	-	-
Deferred tax related to revaluation reserve	-	-	-	-	-	-	-	-
Total other comprehensive income	-	-	2,095,299	(2,075,112)	-	20,187	-	20,187
Total comprehensions income for the period	-	-	2,095,299	(2,075,112)	(4,732,000)	(4,711,813)	(20)	(4,711,833)
Transactions with owners, recognized directly in equity								
Decrease in Share capital	-	-	-	-	-	-	-	-
Disposals of subsidiaries	-	-	-	-	-	-	20	20
Acquisition of subsidiaries, without non-controlling interests	-	-	-	-	-	-	-	-
Movements through merger	-	-	-	-	-	-	-	-
Total changes in ownership interests	-	-	-	-	-	-	-	-
Total transactions with owners	-	-	-	-	-	-	20	20
Balance as at 31 December 2015	285,330,158	84,175,480	3,190,469	6,068,675	(20,829,920)	357,934,862	-	357,934,862

These consolidated financial statements have been authorized for issue by the management on March 28, 2017 and signed on its behalf by:

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Bogdan Geanta,
Chief Financial Officer

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IMPACT DEVELOPER & CONTRACTOR S.A.
CONSOLIDATED STATEMENT OF CASH FLOW
FOR THE YEAR ENDED 31 DECEMBER 2016
(all amounts are expressed in LEI, unless stated otherwise)

	<u>Note</u>	<u>2016</u>	<u>2015</u>
Cash flows from operating activities			
Loss for the period		<u>29,611,815</u>	<u>(4,732,000)</u>
Adjustments for:			
Depreciation of tangible non-current assets	9	578,375	536,252
Amortization of intangible non-current assets	10	106,081	94,619
Impairment of tangible non-current assets, net	9, 25	(78,537)	(707,485)
Net changes in provisions for risks and charges	24	-	(438,792)
Losses from disposal of interests in equity-accounted investees and other related parties	24	-	-
Result from disposal of assets, net	24	4,766	1,549,690
(Gains) / Losses from disposal of investment property	11	-	(56,811)
Impairment of inventories, net	25	2,965,096	(1,951,151)
Impairment of trade and other receivables, net	25	2,803,565	(703,921)
Changes in fair value of investment property	11	(492,053)	(1,745,128)
Deferred tax income	26	-	-
Provisions for litigations and similar charges	29	(19,821,021)	17,200,000
Share of profit from equity-accounted investees (after tax)		-	-
Interest expenses		1,452,346	1,344,045
Interest income		(31,856)	(20,971)
Foreign exchange differences, net		(53,735)	77,321
		<u>17,044,842</u>	<u>10,445,668</u>
Changes in:			
Inventories		(30,768,405)	85,299,148
Trade and other receivables		8,024,136	(8,856,575)
Trade and other payables		(4,529,007)	(84,984,491)
Cash generated from operations		<u>(27,273,276)</u>	<u>(8,541,918)</u>
Interest paid		(1,386,404)	(1,347,997)
Net cash from / (used in) operating activities		<u>(11,614,838)</u>	<u>555,753</u>
Cash flows from investing activities			
Purchases of property, plant and equipment	9	(816,173)	(515,074)
Purchases of intangible assets	10	(219,600)	(50,246)
Proceeds from sale of financial assets		-	(50)
Purchases of investment property		(388,933)	33,850
Proceeds from sale of investment properties		1,917,666	4,295,138
Interest received		31,856	-
Proceeds from sale of property, plant and equipment		9,735	-
Net cash from investing activities		<u>534,550</u>	<u>4,010,639</u>

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IMPACT DEVELOPER & CONTRACTOR S.A.
CONSOLIDATED STATEMENT OF CASH FLOW
FOR THE YEAR ENDED 31 DECEMBER 2016
(all amounts are expressed in LEI, unless stated otherwise)

	<u>Note</u>	<u>2016</u>	<u>2015</u>
Cash flows from financing activities			
Proceeds from increase in share capital and share premiums		-	-
Repayments of borrowings		-	(39,306,389)
Proceeds from borrowings		11,445,577	48,349,801
Net cash used in financing activities		<u>11,445,577</u>	<u>9,043,412</u>
Net Increase / (Decrease) of cash and equivalents		<u>365,289</u>	<u>13,609,804</u>
Cash and equivalents at 1 January	15	<u>17,266,754</u>	<u>3,653,180</u>
Effect of movements in exchange rates on cash held		-	3,770
Cash and equivalents as at 31 December	15	<u>17,632,043</u>	<u>17,266,754</u>

These consolidated financial statements have been authorized for issue by the management on March 28, 2017 and signed on its behalf by:

Bartosz Pudrowski,
Chief Executive Officer

Bogdan Geanta,
Chief Financial Officer

TRANSLATOR'S explanatory note: The above translation of the financial statements is provided as a free translation from Romanian which is the official version.

IMPACT DEVELOPER & CONTRACTOR S.A.
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS
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1. REPORTING ENTITY

The stock company Impact Developer & Contractor S.A. (the "Company") is a company registered in Romania whose basic activity is the development of real estate projects.

The Company's seat address is "Construdava" Business Centre, 4C Pipera-Tunari Street, Voluntari, Ilfov County, Romania.

The shareholding structure as at 31 December 2016 and 31 December 2015 is disclosed in Note 17.

The Consolidated Financial Statements of the Company for the year ended 31 December 2016 include the Company and its subsidiaries (together referred to as the „Group”) and the Group's interests in affiliated parties and joint arrangements.

Company's subsidiaries ("Subsidiaries") and the nature of their activity are as follows:

	<u>Country of registration</u>	<u>Nature of activity</u>	<u>2016</u>	<u>2015</u>
Clearline Development and Management SRL	Romania	Real estate development	✓	✓
Actual Invest House SRL	Romania	Real estate development	✓	✓
Intop Construction SRL	Romania	Real estate development	- *	- *
Millenium Consult Invest 2002 SRL*	Romania	Management consulting	- *	- *

- * during 2014 Millenium Cosult Invest 2002 and Destiny Wheel SRL were dissolved

The Company is one of the first companies active in real estate development sector in Romania, being constituted in 1991 through public subscription. Initially, its first activities were renting and maintenance of deluxe villas in Bucharest area. In 1995, the Company introduced the residential concept on the Romanian market and, consequently, it changed into a pure real estate developer. Starting 1996, the Company's securities are publicly traded in Bucharest Stock Exchange (BVB). In 2006, Company's shares were promoted to 1st category of the Stock Exchange, becoming the first real estate company to do this. Starting January 2015, the Company is ranked as Premium according to the new localstock exchange segmentation.

By 2013, IMPACT Developer & Contractor completed 17 small and medium-sized projects, which comprised more than 3,000 residences and more than 25,000 sq m of office and commercial spaces. As at December 31, 2016, the company is developing residential projects in four countries around the country, of different sizes and different stages of completion. The business of IMPACT revolves around a major project: GREENFIELD residential complex in Bucharest.

On November 6, 2014 the Company launched the new stage of development of GREENFIELD neighborhood. Until present, it consists of Salcamilor buildings - 35 blocks of buildings constructed at G+5 level, consisting of 924 apartments of 2, 3 or 4 rooms, and Platanilor buildings - 39 blocks of 944 apartments, to be completed in phases starting the first quarter of 2017.

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2. BASIS OF PREPARATION

These Consolidated Financial Statements have been prepared in accordance with the International Financial Reporting Standards as endorsed by the European Union ("EU IFRS").

The Group's accounting policies, including changes from current year, are presented in Notes 6 and 7.

Basic Assumptions

These consolidated financial statements have been prepared based on going concern assumption and accrual basis of accounting.

a) Going concern

These consolidated financial statements have been prepared under going concern assumption, stating that the Group shall continue its activity in the foreseeable future. For the year ended 31 December 2016, the Group obtained a net profit of 29,611,815 Lei (2015: net loss of 4,732,000 Lei). Also, the Group's current assets exceed its current liabilities by 278,543,911 Lei (2015: by 155,697,574 Lei).

In order to evaluate the applicability of the going concern assumption, the Company's management analyses the estimated future cash flows. Based on these analysis, the management considers that the Group is able to continue its activity in the foreseeable future, thus the application of the going concern assumption in the preparation of these consolidated financial statements is justified.

b) Accrual basis of accounting

The Group prepares its financial statements using the principles of the accrual basis of accounting, except for the information related to the cash flows. When the accrual basis of accounting is used, the elements are recognized as assets, liabilities, equity, revenues and expenses when these meet the definitions and recognition criteria.

The information presented in these Consolidated Financial Statements for the year ended 31 December 2016 have the following qualitative properties:

a) Relevance

The relevant financial information are those capable to generate different decisions taken by the users.

b) Materiality

Any item that has a significant value are presented distinctly in the financial statements. The information is significant if its omission or wrongful presentation might influence the users' decisions taken based on the financial information related to a certain reporting entity.

c) Accurate representation

Accurate representation assumes that the financial information disclosed are complete, neutral and do not contain errors.

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2. BASIS OF PREPARATION (continued)

Prudence

During the preparation of these Consolidated Financial Statements, the following were taken into account:

- all impairment charges;
- all contingencies arising from transactions that occurred during the reporting period.

Substance over form

Information presented in these Consolidated Financial Statements reflects the economic reality of events and transactions, not merely their legal aspects.

Offsetting

Assets were not be offset against liabilities, and income were not be offset against expenses, except for the offsetting of elements provided in and accepted by EU IFRS.

3. FUNCTIONAL AND PRESENTATION CURRENCY

The Consolidated Financial Statements are presented in Romanian Lei ("Lei" or "RON"), this also being the functional currency of the Group. All financial information presented in Lei have been rounded to the nearest Leu, except when stated otherwise.

4. USE OF ESTIMATES AND JUDGMENTS

In preparing these Consolidated Financial Statements in accordance with IFRS, the management has made judgments, estimates and assumptions that affect the application of the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognized prospectively, during the period of the revision and in the future periods affected.

Information about significant judgments made in applying accounting policies that have the most significant effects on the amounts recognized in the Consolidated Financial Statements is included in the following notes:

Note 7(I) – the moment of the recognition of revenue arising from contracts for sale in installments

Note 11 – classification of residential properties between investment properties and inventories
Information about assumptions and estimation uncertainties that have a significant risk of resulting in material adjustments in the future financial periods are included in the following notes:

Note 26 –recognition of deferred tax assets: availability of future taxable profit against which carry forward tax losses can be used

Note 9 – property, plant and equipment impairment testing: key assumptions underlying recoverable amounts

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4. USE OF ESTIMATES AND JUDGMENTS (continued)

Note 7 (h), (i) *Available for sale financial assets* – impairment testing of available for sale financial assets - key assumptions underlying recoverable amounts of financial assets available for sale

Notes 19 and 32 – recognition and measurement of provisions and contingencies: key assumptions related to the likelihood and magnitude of an outflow of resources.

Measurement of fair values

A number of the Group's accounting policies and disclosures require measurement of fair values, for both financial and non-financial assets and liabilities.

The Group has an established control framework with respect to the measurement of fair values. The Chief Financial Officer is responsible for overseeing the measurement of significant fair values, including Level 3 fair values. The Chief Financial Officer regularly reviews significant unobservable inputs and valuation adjustments. If third party information (for example: broker quotations or pricing services), the Chief Financial Officer assesses the evidence obtained if they meet the EU IFRS requirements, including the level in the fair value hierarchy in which such valuations should be classified.

When measuring the fair value of assets and liabilities, the Group uses market observable as far as possible. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques, as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities, which are easily accessible at valuation date;
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly;
- Level 3: unobservable inputs for the assets and liabilities.

If the inputs used to measure the fair value of an asset or a liability might be categorized in different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Group recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values is included in the following notes:

- Note 9 – Property, plant and equipment
- Note 11 – Investment property
- Note 27(a) – Financial instruments

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5. BASIS OF MEASUREMENT

The Consolidated Financial Statements have been prepared on the historical cost basis except for the following significant items, presented in the Statement of Financial Position:

- land and buildings are valued through revaluation;
- investment property is measured at fair value.

Share capital is adjusted according to the requirements of the International Accounting Standard ("IAS") 29 *Financial Reporting in Hyperinflationary Economies*, for the effects of the effects of the hyperinflationary economy in Romania, ended at 31 December 2003.

6. CHANGES IN ACCOUNTING POLICIES

All of the entities of the Group have consistently applied the accounting policies set out in Note 7 to all periods presented in these Consolidated Financial Statements.

7. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies described below have been constantly applied by all of the Group's entities, for all periods presented in these Consolidated Financial Statements.

Below is presented the summary of the significant accounting policies, whose details are available in the following pages.

(a) Basis of consolidation	195
(b) Foreign currency	216
(c) Financial instruments	217
(d) Property, plant and equipment	238
(e) Intangible assets and goodwill	19
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(i) Employee benefits	303
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(l) Revenue	314
(m) Gains from sale of investment property	324
(n) Financial income and expenses	325
(o) Taxation	33

7. SIGNIFICANT ACCOUNTING POLICIES (continued)

(a) Basis of consolidation

(i) Business combinations

The Group accounts for business combinations using the acquisition method when control is transferred to the Group. Control represents the power to manage the financial and operational policies of an entity, to obtain benefits from its activities. When evaluating control, the Group takes into account the potential voting rights currently exercisable.

The Group measures goodwill at acquisition date as:

- fair value of consideration transferred; plus
- recognized non-controlling interest in the acquiree; plus
- if the business combination is realized in stages, the fair value of the pre-existing equity instruments in the acquiree; less
- the net value recognized (usually fair value) of the net identifiable assets acquired and liabilities assumed.

If the excess is negative, a gain on a bargain purchase is recognized in the Consolidated Statement of Profit or Loss and Other Comprehensive Income immediately.

The consideration transferred does not include amounts related to the settlement of pre-existing relationships. Such amounts are generally recognized in the Consolidated Statement of Profit or Loss and Other Comprehensive Income.

Group's transaction costs, other than those associated with issue of debts or equity instruments, related to a business combination are recognized in the Consolidated Statement of Profit or Loss and Other Comprehensive Income when incurred.

Any contingent consideration payable is measured at fair value at the acquisition date. If the contingent consideration is classified as equity, then it is not re-measured and settlement is accounted for within equity. Otherwise, subsequent changes in the fair value of the contingent consideration are recognized in the Consolidated Statement of Profit or Loss and Other Comprehensive Income.

If share-based payment awards (replacement awards) are required to be exchanged for awards held by the acquiree's employees (acquiree's awards), then all or a portion of the amount of the acquirer's replacement awards is included in measuring the consideration transferred in the business combination. This determination is based on the market-based measure of the replacement awards compared with the market-based measure of the acquiree's awards and the extent to which the replacement awards relate to pre-combination service.

(ii) Non-controlling interests

For each business combination, the Group chooses to measure the non-controlling interest of the acquiree either:

- at fair value, or
- at their proportionate share of the acquiree's identifiable net assets and are measured, usually, at fair value.

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7. SIGNIFICANT ACCOUNTING POLICIES (continued)

(ii) Non-controlling interests (continued)

Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as transactions with owners, directly in equity. The adjustments to non-controlling interests are based on their proportionate share of the acquiree's identifiable net assets. No adjustments to goodwill are prepared and no gain or loss is recognized in the Consolidated Statement of Profit or Loss and Other Comprehensive Income.

(iii) Subsidiaries

Subsidiaries are entities controlled by the Group. The financial statements of subsidiaries are included in the Consolidated Financial Statements from the date on which control commences until the date on which control ceases.

(iv) Loss of control

When the Group loses control over a subsidiary, it derecognizes the assets and liabilities of the subsidiary, and any related non-controlling interests and other components of equity resulting from the subsidiary. Any resulting gain or loss is recognized in the Consolidated Statement of Profit or Loss and Other Comprehensive Income. Any interest retained in the former subsidiary is measured at fair value when control is lost. Subsequently, the interest retained is accounted as an equity accounted investee (see Note 7(a)(v)) or as an available-for-sale financial asset (see Note 7(c)(i)), depending on the influence retained.

(v) Interests in associates and entities under common control (equity-accounted investees)

The Group's interests in equity-accounted investees comprise interests in associates and joint arrangements.

Associates are those entities in which the Group has significant influence, but not control or joint control, over the financial and operating policies. Significant influence involves voting rights of 20 - 50% in another entity. The entities under common control are those entities over whose activities the Group has common control through a contractual arrangement and requiring unanimously agreement for taking decisions related to financial and operational strategies.

Interests in associates and the joint venture are accounted for using the equity method and are recognized initially at cost. Transaction costs are included in investment costs.

The Consolidated Financial Statements include the proportional share of the profit or loss and other comprehensive income of the equity-accounted investees, after the adjustments made to align the acquiree's accounting policies to the Group's, from the date the significant influence or common control commences until it ceases.

When the share of losses exceeds the Group's proportionate share in the investee accounted for using the equity method, the carrying amount of the investment, including any long-term stake, is reduced to nil and recognition of further losses is *discontinued except where the Group has an obligation or has made payments on behalf of the investee*.

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7. SIGNIFICANT ACCOUNTING POLICIES (continued)

(vi) Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealized income and expenses arising from intra-group transactions, are eliminated. Unrealized gains arising from transactions with equity-accounted investees are eliminated against the investment to the extent of the Group's interest in the investee. Unrealized losses are eliminated in the same way as unrealized gains, but only to the extent that there is no evidence of impairment.

(b) Foreign currency

Transactions in foreign currencies are translated to the Group's functional currency using the exchange rates prevailing at the date of transaction. Monetary assets and liabilities that are denominated in foreign currency at the date of reporting are translated to the functional currency at the exchange rate prevailing at that date. The gains and losses from exchange rate differences related to monetary items are computed as the difference between the amortized cost in functional currency at the beginning of the year, adjusted by the effective interest, payments and collections during the year, on one side and the amortized cost in foreign currency translated using the exchange rate prevailing at the end of the year.

Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated to the functional currency using the exchange rate prevailing at the date of the determination of fair value. The non-monetary elements denominated in a foreign currency that are carried at historical cost are converted using the exchange rate prevailing at the date of transaction.

The exchange rate differences resulted from translation are recognized in the Consolidated Statement of Profit or Loss and Other Comprehensive Income.

(c) Financial instruments

(i) Non-derivative financial instruments

The Group initially recognises trade and other receivables on the date when they are originated. All other financial assets (including assets measured at fair value through Consolidated Statement of Profit or Loss and Other Comprehensive Income) are initially recognised on the trade date, when the Group becomes a part of the contractual conditions of the instrument.

The Group derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred. Any interest in such derecognised financial assets that is created or retained by the Group is recognised as a separate asset or liability.

Financial assets and financial liabilities are offset and the net amount presented in the Consolidated Statement of Financial Position when, and only when, the Group has the legal right to offset the amounts and intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously. Any such offset is made according to legal requirements and the acceptance of the third parties involved.

The Group owns the following non-derivative financial assets: loans granted, trade and other receivables, cash and cash equivalents and available for sale financial assets respectively.

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7. SIGNIFICANT ACCOUNTING POLICIES (continued)

(i) Non-derivative financial instruments (continued)

Loans granted, trade and other receivables

Loans granted and receivables are financial assets with fixed or determinable payments which do not have quoted price on active markets. Such assets are initially recognised at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, the loans granted and receivables are measured at amortised cost using the effective interest rate method less any impairment losses (see Note 7(h)(i)).

Cash and cash equivalents

Cash and cash equivalents comprise petty cash and reimbursable deposits with maturities up to three months from creation date, which are subject to non-significant risk for changes in fair value, that are used by the Group in its short term commitments' management.

For the purpose of presentation in the Consolidated Statement of Cash Flows, cash and cash equivalents includes bank overdrafts that are repayable on demand and form an integral part of the Group's cash management.

Available for sale financial assets

Available for sale financial assets are non-derivative financial assets which are available for sale or that are not classified in any of the above categories. Available for sale financial assets are initially recognised at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, these are measured at cost.

Available for sale financial assets are tested for impairment at the end of each financial period (see 7(h)(i)).

(ii) Non-derivative financial liabilities

The Group initially recognises instruments of issued liabilities and subordinated debts at the date they are initiated. All other liabilities are initially recognised at transaction date, when the Group becomes part of the contractual conditions of that instrument.

The Group derecognises a financial liability when the contractual obligations are paid, cancelled or expired.

The Group classifies the non-derivative financial liabilities as financial debt. These liabilities are recognised initially at fair value less any directly attributable transaction costs. Subsequent to initial recognition, these liabilities are measured at amortised cost using effective interest rate method.

Other financial liabilities comprise loans and borrowings and trade and other payables.

Repayable on demand overdrafts that are an integral part of the Group's cash management are included as a component of cash and cash equivalents for Consolidated Statement of Cash Flows purposes, and its accounting policy is presented in Note 7 (c)(i).

7. SIGNIFICANT ACCOUNTING POLICIES (continued)

(iii) Share capital

Ordinary shares

Ordinary shares are classified as part of equity. Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity at its value net of any fiscal effects.

Repurchase and reissue of ordinary shares (treasury shares)

When shares recognised as equity are repurchased, the amount of the consideration paid, which includes directly attributable costs, net of any tax effects, is recognised as a deduction from equity. Repurchased shares are classified as treasury shares and are presented in the treasury share reserves. When treasury shares are sold or subsequently reissued, the amount received is recognised as an increase in equity and the resulting surplus or deficit on the transaction is presented within share premium.

Dividends

Dividends are recognised in the period when their allocation is approved.

(d) Property, plant and equipment

(i) Recognition and measurement

After recognition as an asset, the elements of property, plant and equipment (except land and buildings) are measured at cost less accumulated depreciation and impairment losses. Land and buildings are measured at a revalued amount, this being its fair value at revaluation date, less any subsequently accumulated depreciation and any impairment losses.

The cost includes directly attributable acquisition costs. The cost of the assets built by the Group includes the following:

- the cost of materials and direct personnel costs;
- other directly attributable costs related to bringing the asset in the necessary state for the agreed utilisation;
- when the Group has the obligation to move the asset and restore the location, an estimation of the demolition costs and moving the elements and restoration of the related space; and
- capitalised borrowing costs.

The cost also includes any transfers from other comprehensive income of gains or losses resulted from cash flow hedges related to the acquisition of property, plant and equipment in foreign currency which classifies for application of hedge accounting.

When certain components of an item of property, plant and equipment have different useful lives, these are accounted for as distinct elements (major components) of property, plant and equipment.

Any gain or loss from disposal of an item of property, plant and equipment (computed as a difference between the net collections from sale and the net carrying value) is recognised in the Consolidated Statement of Profit or Loss and Other Comprehensive Income.

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7. SIGNIFICANT ACCOUNTING POLICIES (continued)

(d) Property, plant and equipment (continued)

(ii) Reclassification as investment property

When the use of a property is changed from owner-occupied to investment property, the property is remeasured at fair value and reclassified accordingly. Any gain arising on this remeasurement is recognised in the Consolidated Statement of Profit or Loss and Other Comprehensive Income to the extent that this reverses a previous impairment loss on the specific property, with any remaining gain recognised in other comprehensive income and presented in the revaluation reserve. Any loss is recognised in the Consolidated Statement of Profit or Loss and Other Comprehensive Income.

(iii) Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group. Repairs and maintenance are recognised in the Consolidated Statement of Profit or Loss and Other Comprehensive Income when they occur.

(iv) Depreciation

The elements of property, plant and equipment are depreciated starting the date they are available for use or are functional, while the assets built by the Group are depreciated from the date the asset is finalised and ready to use.

Depreciation is calculated to write off the cost of items of property, plant and equipment less their estimated residual values using the straight line method over their estimated useful lives. The depreciation is generally recognized in the Consolidated Statement of Profit or Loss and Other Comprehensive Income, except when the amount is included in the carrying value of a different asset. Leased assets are depreciated over the shorter of the lease term and their useful lives unless it is reasonable certain that the Group will obtain ownership by the end of the lease term. Land is not depreciated.

The estimated useful lives of property, plant and equipment are as follows:

- | | |
|---------------------------------|------------|
| • buildings | 40 years |
| • plant, equipment and vehicles | 3-5 years |
| • fixtures and fittings | 3-12 years |

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate. Residual values of property, plant and equipment are estimated at nil.

(v) Revaluation

Land and buildings are revalued periodically to ensure that the net carrying value is not significantly different from what would have been determined if the fair value method would be used, at the end of the reporting period.

At revaluation, any accumulated depreciation as of the date of the revaluation is offset against the gross book value of the asset and the net carrying value is restated to the revalued one.

7. SIGNIFICANT ACCOUNTING POLICIES (continued)

(d) Property, plant and equipment (continued)

(v) Revaluation (continued)

If the net carrying value of an asset is increased as a result of the revaluation, then the increase is recognised in other comprehensive income and cumulated in equity as revaluation reserve. Notwithstanding, the increase is recognised in the result for the period to the extent it compensates a decrease from the revaluation of the same asset, previously recognised in the Consolidated Statement of Profit or Loss and Other Comprehensive Income.

If the net carrying value of an asset is decreased as a result of the revaluation, this decrease is recognised in the Consolidated Statement of Profit or Loss and Other Comprehensive Income. Notwithstanding, the decrease is recognised in other comprehensive income to the extent the revaluation surplus shows a credit balance for that asset. The decrease recognised in other comprehensive income decreases the amount accumulated in equity as revaluation reserve.

The revaluation reserve included in equity, related to an item of property, plant and equipment, is transferred directly into retained earnings when the asset is derecognised. This may involve transferring the whole of the surplus when the asset is removed from service or disposed of. Transfers from revaluation surplus to retained earnings is not made through the Consolidated Statement of Profit or Loss and Other Comprehensive Income.

(e) Intangible assets and goodwill

(i) Goodwill

Goodwill arising from acquisition of subsidiaries is included in intangible assets. For measurement of goodwill at initial recognition, see Note 7(a)(i).

Subsequent measurement

Goodwill is measured at cost less any impairment losses. In regards to the equity-accounted investees, the net carrying value of goodwill is included in the value of the investment, while each impairment loss related to such investees is allocated to the net carrying value of the investee accounted using the equity method.

(ii) Other intangible assets

Intangible assets that are acquired by the Group and have finite useful lives are measured at cost less accumulated amortisation and any accumulated impairment losses.

(iii) Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in the Consolidated Statement of Profit or Loss and Other Comprehensive Income as incurred.

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7. SIGNIFICANT ACCOUNTING POLICIES (continued)

(e) Intangible assets and goodwill (continued)

(iv) Amortisation

Except goodwill, the intangible assets are amortised in the Consolidated Statement of Profit or Loss and Other Comprehensive Income using the straight-line method over their estimated useful lives.

The estimated useful lives for the current and prior periods are between 3 and 6 years. Amortisation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

(f) Investment property

Investment properties are properties held for lease, for capital appreciation, or for both, but not for the sale in the ordinary course of business, use in production or supply of goods and services or for administrative purposes. Investment property is initially measured at cost and subsequently at fair value with any change therein recognised in the Consolidated Statement of Profit or Loss and Other Comprehensive Income. The fair value is determined based on a valuation report from an independent valuer.

The cost includes directly attributable acquisition costs. The cost of the investment property built by the Company includes the cost of materials and direct personnel costs, plus other directly attributable costs related to bringing the asset in the necessary state for the agreed utilisation and capitalised borrowing costs.

Residential property is transferred to investment property from inventories if, and only if, there is a change in use, namely start of any improvement works for future sale. When the Group decides to sell an investment property without additional improvements, the asset continues to be carried as investment property up to its sale. Similarly, if the Group starts the improvement works for an existing investment property with the purpose of future use as an investment property, then the property remains classified as investment property and is not reclassified as property under improvement used by the owner.

When the use of a property is changed, such that it is reclassified to property, plant and equipment or inventories, its fair value as of the date of reclassification becomes the cost of the property for the purpose of subsequent accounting.

(g) Inventories

Cost of inventories includes the expenses made for acquisition of inventories, production or processing costs and other costs incurred to bring the inventories in their current composition and location. In case of inventories produced by the Group and the inventories in progress, the cost also includes a share of administrative expenses related to the production based on the normal operational capacity. The cost may also include the transfers from other comprehensive income of gains or losses from acquisition of inventories in foreign currencies when hedge accounting is applied.

For the valuation of the different categories of inventories, the following techniques are used:

Residential properties	specific identification
Land	weighted average cost
Other inventories	first in, first out (FIFO)

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7. SIGNIFICANT ACCOUNTING POLICIES (continued)

(g) Inventories (continued)

Inventories are measured at the lower of cost and net realisable value.

The net realisable value of inventories is the estimated sale price during the ordinary course of business, less estimated costs to finalise and costs to sell.

When inventories are sold, their carrying value is recognised as an expense during the period when the corresponding revenue is recognised, including in the case of contracts for sale in installments. The value of any reduction in the net carrying value of inventories up to their net realisable value and all inventories losses are recognised as an expense during the period the decrease in value or loss is incurred. The value of any cancellation of impairment as a follow up of an increase in the net realisable value is recognised as an increase of the value of inventories as income during the period the cancellation occurs.

(h) Impairment

(i) Non-derivative financial assets

A financial asset not classified as at fair value through the Consolidated Statement of Profit or Loss and Other Comprehensive Income, including equity-accounted investees, is assessed at each reporting date to determine whether there is evidence of impairment.

A financial asset is considered impaired if there is objective evidence of impairment following one or more events occurring after initial recognition of the asset, and that event negatively affected the future cash flows estimated to flow and the impairment may be reliably observed.

Objective evidence that financial assets are impaired includes:

- default or delinquency by a debtor;
- indications that a debtor or issuer will enter bankruptcy;
- adverse changes in the payment status of borrowers or issuers (delays of more than 360 days).

Financial assets measured at amortised cost

The Group considers evidence of impairment for financial assets measured at amortised cost (loans granted and receivables) at an individual asset level.

An impairment loss related to a financial asset measured at amortised cost is the difference between its net carrying value and the present value of future estimated cash flows discounted using the effective interest rate of the asset. The impairment losses are recognised in the Consolidated Statement of Profit or Loss and Other Comprehensive Income and are reflected into an allowance account for receivables and loans granted.

If the fair value of an asset subsequently increases and the increase can be related objectively to an event occurring after the impairment was recognised, then the previously recognised impairment loss is reversed through profit or loss.

7. SIGNIFICANT ACCOUNTING POLICIES (continued)

(h) Impairment (continued)

(i) Non-derivative financial assets (continued)

Available-for-sale financial assets

Available-for-sale financial assets, including the interests in affiliates, are analysed for impairment losses at the end of each reporting period. The cost of investments is decreased to their recoverable value, which is considered by the management of the Company to be the value of the net assets of the affiliate, weighted by the holding percentage. If the affiliate in which the investment was made has negative net assets, its recoverable value is deemed nil. The impairment losses are recognised in the Consolidated Statement of Profit or Loss and Other Comprehensive Income. The value of any cancellation of any impairment of the interests, following an increase in the net assets, is recognised as a reduction of impairment in the period when the cancellation occurs, up to the initial acquisition value.

Investments in associates (equity-accounted investees)

An impairment loss in respect of an equity-accounted investee is measured by comparing the recoverable amount of the investment with its carrying amount. An impairment loss is recognised in the Consolidated Statement of Profit or Loss and Other Comprehensive Income. An impairment loss is reversed when the estimates used to determine the recoverable value have suffered favourable changes.

(ii) Non-financial assets

At each reporting date, the Group reviews the carrying amounts of its non-financial assets, other than investment property, inventories, property, plant and equipment (land and buildings) and deferred tax assets, to determine whether there is any indication of impairment. Impairment indicators are considered at a minimum from:

External sources

- there are observable indications that the market value of the asset significantly decreased over the period more than expected through elapse of time or use.
- during the period there were significant changes, negatively affecting the Group, or such changes shall take effect in the near future over the technological, commercial, economical or judicial environment in which the entity carries out its activity or in the market for which the asset is designed for.
- the market interest rates or other market returns on investments have increased during the period, becoming possible for these increases to affect the discounting rate used in the computation of the value in use of an asset and to lead to the significant decrease in the recoverable value of the asset.
- the value of the net assets of the Group is higher than its market capitalisation.

7. SIGNIFICANT ACCOUNTING POLICIES (continued)

(h) Impairment (continued)

(ii) Non-financial assets (continued)

Internal sources

- there is evidence of physical or moral use of an asset.
- during the period, significant changes have occurred, negatively affecting the Group, or it is estimated that such changes will occur in the near future, depending on the degree or mode in which the asset is used or estimated to be used. Such changes include the instances when an asset becomes unproductive, restructuring plans, plans for discontinuing operations of the activity in which the asset is used, plans for sale of the assets prior to the previously estimated date, as well as revaluation of the useful life of an asset as determined, and not undetermined.
- internal reports provide information regarding the decrease of the economic performance of an asset, below the estimated one.

If any such indication exists, then the asset's recoverable amount is estimated. Goodwill and intangible assets with undetermined useful lives are tested annually for impairment. An impairment loss is recognised if the carrying amount of an asset or cash generating unit (CGU) exceeds its recoverable amount.

The recoverable amount of an asset or cash generating unit is the greater of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or cash generating unit. For impairment testing, the assets that cannot be individually tested, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets ("cash generating units"). For impairment testing of goodwill, the cash generating units to which the goodwill has been allocated are aggregated in such a way that the level for impairment testing to reflect the lowest level of the internally monitored goodwill. Goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

Impairment losses are recognised in the Consolidated Statement of Profit or Loss and Other Comprehensive Income. The impairment losses are allocated first to reduce the carrying amount of any goodwill allocated to the cash generating unit, and then to reduce the carrying amounts of the other assets in the cash generating unit on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. For other assets, an impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

7. SIGNIFICANT ACCOUNTING POLICIES (continued)

(i) Employee benefits

(i) Short term benefits

Short term employee benefits are not discounted and are expensed as the related services are provided. A liability is recognised for the amount expected to be paid within short term plans for granting bonuses in cash or share based payments in the Group has the legal or constructive obligation to pay this amount as a result of past service provided by the employees and the obligation can be estimated reliably.

(ii) Contributions

In the normal course of business, the Group makes payments to the State's funds for health, pensions and unemployment funds in the name of its employees, using the statutory rates. All Group's employees are members of the Romanian State pension plans. These costs are recognised in the profit or loss together with the salaries. The employees paid based on contract are responsible for the payment of their contributions, as in their case the withholding at source is not required.

The Group does not account for any other defined benefit plans.

(j) Provisions for risks and charges

Provisions are recognised if, following a past event, the Company has a present legal or implied obligation, that may be reliably measured and is probable that an outflow of resources to be necessary to settle the obligation. The provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflect current market assessments of the time value of money and the risks specific to the liability.

(k) Leasing

(i) Determining whether an arrangement contains a lease

At the inception of an arrangement, the Group determines whether or contains a lease. An asset is or contains a lease if:

- fulfilling the terms of the arrangement depends on the use of a specific asset; and
- the arrangement transfers the right to use the asset.

On inception or on reassessment of an arrangement that contains a lease, the Group separates payments and other consideration required by the arrangement into those for the lease and those for other elements on the basis of their relative fair values. If the Group concludes for a finance lease that is impracticable to separate the payments reliably, then an asset and a liability are recognised at an amount equal to the fair value of the underlying asset. Subsequently, the liability is reduced as payments are made and an imputed finance cost on the liability is recognised using the Group's incremental borrowing rate.

7. SIGNIFICANT ACCOUNTING POLICIES (continued)

(k) Leasing (continued)

(ii) Lease payments

Payments made under operating leases are recognised in the Consolidated Statement of Profit or Loss and Other Comprehensive Income on a straight-line basis over the term of the lease. Lease incentives received are recognised as an integral part of the total lease expense, over the term of the lease.

Minimum lease payments made under finance leases are apportioned between the finance expense and the reduction of the outstanding liability. The finance expense is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability.

(l) Revenue

(i) Revenue from sale of residential properties

Revenue from sale of residential properties during the ordinary course of business are valued at fair value of the amount collected or to be collected, less any returns and rebates. The revenues are recognised when the significant risks and rewards of ownership have been transferred to the customer, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods and the amount of revenue can be measured reliably. If it is probable for certain rebates to be granted, and their value can be measured reliably, then these are recognised as a reduction of the revenues when the sale revenues are recognised.

Revenue from contracts for sale in installments

The Group realises sales of residential properties with the payment in installments. The contracts for sale in installments are cancellable in certain conditions, by any of the parties. When a contract is cancelled through the buyer's contractual rights, the Group may lose, in certain conditions, a part of the amounts collected up to the cancellation date.

Taking into account this risk, the management decided to recognise the revenues generated by such contracts entirely if, and only if, the non-cancellable amounts collected in case of cancellation exceed the fair value of the asset by 30% at the date of the analysis. The main factor taken into account by the management in formulating this judgement was the market risk the Group is exposed to. Thus, the management based its professional judgement on market studies prepared by prestigious companies activating in real estate market analysis, according to which the maximum impact of a market downfall, which may have an effect over the buyers' behaviour, is estimated at maximum 10% for new residential properties in Romania.

The analysis of contracts for sale in installments is prepared on an individual basis, starting with the moment of their entry into force and at the end of each reporting period.

(ii) Rental income

Rental income from investment property is recognised as revenue on a straight-line basis over the term of the lease. Lease incentives granted are recognised as an integral part of the total rental income, over the term of the lease. Rental income from other property is recognised as other income.

7. SIGNIFICANT ACCOUNTING POLICIES (continued)

(l) Revenue (continued)

(iii) Revenues from rendering of services

The revenues from rendering of services are recognised in the Consolidated Statement of Profit or Loss and Other Comprehensive Income in proportion to the stage of completion of the transaction at the reporting date. The stage of completion is assessed based on surveys of work performed.

The Group performs maintenance of residential properties / investment properties sold.

(iv) Revenues from re-charging utilities

The revenues from recharge of utilities are recognised when they are realised, together with the utilities expenses invoiced by the suppliers. The Group recharges the utilities by adding a markup, under the form of administrative costs. These revenues refer to the rented properties, to the properties sold without the transfer of ownership (sales in installments) and to the sales of properties fully paid, up to the moment when the buyer concludes contracts with the utilities suppliers in their own name.

(m) Gains from sale of investment property

The net revenue from sale of investment property and the net carrying value of the item sold are presented in profit or loss on a gross basis.

The net carrying value of the item sold represents the fair value of that item as at the date of last reporting prior to the sale.

The revenues are recognised when the significant risks and rewards of ownership have been transferred to the customer, the associated costs and possible return of goods can be estimated reliably, there is no continuing management involvement with the goods and the amount of revenue can be measured reliably.

(n) Financial income and expenses

Financial income comprises interest income. Interest income is recognised in the profit or loss using accrual basis of accounting, based on the effective interest rate.

Financial expenses comprise interest expenses related to loans and borrowings and banking commissions.

All borrowing costs that are not directly attributable to the acquisition, construction of production of an asset with a long production cycle are recognised in the Consolidated Statement of Profit or Loss and Other Comprehensive Income using the effective interest rate.

Gains and losses from exchange rate differences related to the financial assets and liabilities are reported on a net basis either as financial income or financial expenses, depending on the variations in exchange rates: net gain or net loss.

7. SIGNIFICANT ACCOUNTING POLICIES (continued)

(o) Taxation

Income tax expense / relief comprises current tax and deferred tax. Current tax and deferred tax are recognised in the Consolidated Statement of Profit or Loss and Other Comprehensive Income, except when they are related to business combinations or to other elements recognised directly in equity or other comprehensive income.

(i) Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to tax payable or receivables in respect of previous years, using the enacted or substantively enacted income tax rate.

(ii) Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for:

- temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future, and
- taxable temporary differences arising on the initial recognition of goodwill.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Group expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities. For this purpose, the carrying amount of investment property measured at fair value is presumed to be recovered through sale, and the Group has not rebutted this presumption.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date.

Deferred tax assets and liabilities are offset only if there is a legal right to compensate deferred tax assets and liabilities and if these are related to taxes charged by the same fiscal authority, for the same taxed entity within the Group or for different fiscal entity that have the intention to compensate tax assets and liabilities or whose assets and liabilities will be realised together.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

7. SIGNIFICANT ACCOUNTING POLICIES (continued)

(o) Taxation (continued)

(iii) Tax exposure

For the determination of current and deferred taxes, the Group takes into consideration the impact of the doubtful fiscal positions and the possibility of additional taxes and related interest occurring. This valuation is based on estimates and assumptions and may involve a series of rationnels regarding future events. New information may become available, thus determining the Group to modify its judgement related to the accuracy of the estimations of existing fiscal obligations, such changes of fiscal obligations having a direct effect over the tax expense over the period such a judgement is performed.

8. NEW STANDARDS AND INTERPRETATIONS NOT YET ADOPTED BY THE GROUP¹

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning after 1 January 2015, and have not been applied in preparing these Consolidated Financial Statements. The management of the Group does not estimate that these amendments and interpretations may be relevant for the Group. Those which may be relevant for the Group are set out below. The Group does not plan to adopt these standards earlier.

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9. PROPERTY, PLANT AND EQUIPMENT

Reconciliation of carrying amount

Cost	Note	Land and buildings	Plant and equipment	Fixtures and fittings	Assets under construction	Total
Balance at 1 January 2016		14,156,826	2,572,740	932,200	-	17,661,767
Additions		92,198	585,178	138,797	-	816,173
29 Additions through business combinations		-	-	-	-	-
Revaluation differences		-	-	-	-	-
Offset of depreciation at the reevaluation date		-	-	-	-	-
Disposals		(4,766)	-	-	-	(4,766)
Balance at 31 December 2016		14,244,259	3,157,918	1,070,997	-	18,473,174
Accumulated depreciation and impairment losses						
Balance at 1 January 2016		9,408,161	1,718,492	807,938	-	11,934,591
Depreciation for the year		238,535	279,137	60,703	-	578,375
Impairment losses / (reversals)		(78,537)	-	-	-	(78,537)
Accumulated depreciation of disposals		-	-	-	-	-
Accumulated depreciation and impairment of assets acquired through business combinations		-	-	-	-	-
Offset of depreciation at the reevaluation date	29	-	-	-	-	-
Balance at 31 December 2016		9,568,159	1,997,628	868,641	-	12,434,429
Carrying amounts						
at 1 January 2016		4,748,666	854,249	124,261	-	5,727,176
at 31 December 2016		4,676,099	1,160,290	202,355	-	6,038,745

TRANSLATOR'S explanatory note: The above translation of the financial statements is provided as a free translation from Romanian which is the official version.

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9. PROPERTY, PLANT AND EQUIPMENT (continued)

Cost	Note	Land and buildings	Plant and equipment	Fixtures and fittings	Assets under construction	Total
Balance at 1 January 2015		15,618,949	2,546,534	881,474	-	19,046,957
Additions		146,000	259,354	50,726	178,698	634,777
Additions through business combinations	29	-	-	-	-	-
Revaluation differences		(52,132)	-	-	-	(52,132)
Offset of depreciation at the reevaluation date		-	-	-	-	-
Disposals		(1,555,990)	(233,148)	-	(178,698)	(1,967,836)
Balance at 31 December 2015		14,156,826	2,572,740	932,200	-	17,661,767
Accumulated depreciation and impairment losses						
Balance at 1 January 2015		9,996,332	1,570,428	662,804	-	12,229,564
Depreciation for the year		244,431	177,893	145,134	-	567,459
Impairment losses / (reversals)		(691,439)	(10,150)	-	-	(701,589)
Accumulated depreciation of disposals		(93,714)	(19,680)	-	-	(113,394)
Accumulated depreciation and impairment of assets acquired through business combinations		-	-	-	-	-
Offset of depreciation at the reevaluation date	29	(47,449)	-	-	-	(47,449)
Balance at 31 December 2015		9,408,161	1,718,492	807,938	-	11,934,591
Carrying amounts						
at 1 January 2015		5,622,617	976,106	218,670	-	6,817,393
at 31 December 2015		4,748,666	854,249	124,261	-	5,727,176

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9. PROPERTY, PLANT AND EQUIPMENT (continued)

Revaluation of land and buildings

As at 31 December 2016, and as at December 31, 2015 the Company's land and buildings were revalued by the Colliers Valuation and Advisory SRL, external, independent and authorised by the National Association of Authorised Valuers from Romania ("ANEVAR"), having recent experience related to the location and nature of the properties under valuation.

Fair value hierarchy

Based on the inputs to the valuation technique, the fair value measurement for land and buildings amounting to 9,830,740 Lei has been categorised as a Level 2 fair value, the valuation being made based on the data directly observable on the active market of land and residential new buildings, non-significantly adjusted.

Valuation techniques

The following table presents the valuation techniques used in the determination of the fair value of land and buildings categorised as a Level 2 fair value.

Valuation technique	Key inputs
The fair values are determined through the application of the market comparison technique. The valuation model is based on a price per square meter for both land and buildings, derived from data observable in the market, in an active and transparent market.	- Prices per square meter for buildings (Bucharest: 647 euro/ sqm, other: starting from 270 euro/ sqm up to 600 euro/ sqm). - Prices per square meter for land (Bucharest: starting from 52 euro/ sqm up to 515 euro/ sqm, other: starting from 15 euro/ sqm up to 60 euro/ sqm).

The prices per square meter have been computed based on the prices observable in transactions with similar properties, adjusted for location (from 5% to 30%) and condition (from 5% to 20%).

As at 31 December 2016, the valuation was prepared using the same technique.

Changes in revaluation reserve

The changes in revaluation reserve during the financial year were as follows:

	Nota	2016	2015
Revaluation reserve at 1 January		3,190,469	1,095,170
Revaluation surplus		25,907	20,187
Realized revaluation reserve		(78,513)	(2,057,455)
Cancellation of revaluation reserve related to impaired assets		-	-
Other transfers		-	4,132,567
Deferred tax related to revaluation reserve	26	-	-
Revaluation reserve at 31 December		3,137,863	3,190,469

Revaluation reserves are not distributable up to their realisation through sale or disposal of the assets they relate to.

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9. PROPERTY, PLANT AND EQUIPMENT (continued)

Impairment losses

During 2016, following valuation reports for buildings and lands, the management decides to not register a depreciation loss, which have been expensed during the year.

Part of the land classified as property, plant and equipment include land related to the residential property with installed utilities networks attached. Up to 2013, the Group obtained benefits from the use of these assets as mark-up applied to the utilities expenses of the occupants. In 2013, the Group decided to discard this activity because of its low return. Thus, the management of the Group considers that these land and buildings will not be able to bring direct and measurable benefits, their value in use being reduced to their recoverable value.

The Group recorded an impairment loss computed as the difference between the net book value and their value in use.

10. INTANGIBLE ASSETS

Reconciliation of carrying amount

	<u>Note</u>	<u>Software</u>	<u>Other intangible assets</u>	<u>Total</u>
Cost				
Balance at 1 January 2016		1,661,084	39,184	1,700,268
Additions		216,810	2,790	219,600
Additions through business combinations	29	-	-	-
Balance at 31 December 2016		1,877,894	41,974	1,919,868
Accumulated depreciation and impairment losses				
Balance at 1 January 2016		1,543,597	25,120	1,568,713
Charge for the period		100,321	5,759	106,081
Amortization for the year		-	-	-
Accumulated amortization of assets acquired through business combinations		-	-	-
Balance at 31 December 2016		1,643,918	30,879	1,674,794
Carrying amounts				
at 1 January 2016		117,487	14,064	131,555
at 31 December 2016		233,976	11,095	245,075

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10. INTANGIBLE ASSETS (continued)

	<u>Note</u>	<u>Software</u>	<u>Other intangible assets</u>	<u>Total</u>
Cost				
Balance at 1 January 2015		<u>1,626,276</u>	<u>23,746</u>	<u>1,650,022</u>
Additions				
Additions through business combinations	29	<u>34,808</u>	<u>15,438</u>	<u>50,246</u>
Balance at 31 December 2015		<u>1,661,084</u>	<u>39,184</u>	<u>1,700,268</u>
Accumulated depreciation and impairment losses				
Balance at 1 January 2015		<u>1,468,554</u>	<u>5,540</u>	<u>1,474,094</u>
Amortization for the year		<u>75,039</u>	<u>19,580</u>	<u>94,619</u>
Accumulated amortization of assets acquired through business combinations		<u>-</u>	<u>-</u>	<u>-</u>
Balance at 31 December 2015		<u>1,543,593</u>	<u>25,120</u>	<u>1,568,713</u>
Carrying amounts				
at 1 January 2015		<u>157,722</u>	<u>18,206</u>	<u>175,928</u>
at 31 December 2015		<u>117,491</u>	<u>14,064</u>	<u>131,555</u>

11. INVESTMENT PROPERTY

Reconciliation of carrying amount	<u>2016</u>	<u>2015</u>
Balance at 1 January	<u>214,898,889</u>	<u>230,979,061</u>
Acquisitions	388,933	-
Transfers from/to inventories, net	(77,125,806)	(13,586,973)
Sales	(1,917,666)	(4,238,327)
Changes in fair value	<u>492,053</u>	<u>1,745,128</u>
Balance at 31 December	<u>136,736,403</u>	<u>214,898,889</u>

Investment property comprises land and residential properties held with the purpose of capital appreciation. Also, the residential properties included in investment property comprise estates leased to third parties. All contracts related to the leased properties provide a starting period of 1 year, while the annual lease payments are not indexed to consumer prices. Subsequent extensions of the period are negotiated with the occupants, these being, on average, of 1 year. No contingent leased payments are charged.

Details related to the revenues generated from operational leasing and operational direct expenses are disclosed in Note 30.

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11. INVESTMENT PROPERTY (continued)

The land held for capital appreciation, amounting to 134,657,210 Lei as at 31 December 2016 (2015: 211,239,789 Lei), has a total surface of 429.185 sqm (2015: 686,530) and represents 98% of investment properties in balance (2015: 98%). This land is located in Bucharest (367.163 mp) and in other regions (Constanta, Oradea).

Classification criteria

Because of the continuous decrease in prices of residential properties starting 2008, the management of the Group decided to exclude part of the available apartments from the list of residential properties for sale in the normal course of business, in order to sell them when the prices in the real estate market shall increase. These apartments have been classified as investment properties, while the rest of residential properties are classified as inventories. Once this decision was taken, these properties are for lease up to when the Group considers that the market prices are realisable in a sale transaction.

Fair value

As at 31 December 2016 and 31 December 2015, the Company's investment properties have been revalued by Colliers Valuation and Advisory SRL, external, independent evaluators, authorized by ANEVAR, having recent experience regarding the location and nature of the properties evaluated.

Fair value hierarchy

Based on the inputs to the valuation technique, the fair value measurement for investment property has been categorised as a Level 2 fair value, the valuation being made based on the data directly observable on the active market of land and residential new buildings, non-significantly adjusted.

Valuation techniques

The following table presents the valuation techniques used in the determination of the fair value of investment properties categorised as a Level 2 fair value.

Valuation technique	Key inputs
The fair values are determined through the application of the market comparison technique. The valuation model is based on a price per square meter for both land and buildings, derived from data observable in the market, in an active and transparent market.	• Prices per square meter for buildings (Bucharest: 684 euro/ sqm, other: starting from 270 euro/ sqm up to 600 euro/ sqm). • Prices per square meter for land (Bucharest: starting from 52 euro/ sqm up to 515 euro/ sqm, other: starting from 15 euro/ sqm up to 60 euro/ sqm).

The prices per square meter have been computed based on the prices observable in transactions with similar properties, adjusted for location (from 5% to 30%) and condition (from 5% to 20%).

Pledged investment property

As at 31 December 2016, investment property having a fair value of 24,408,760 Lei (31 December 2015: 60,918,320 Lei) were pledged and mortgaged as guarantees for bank loans (see Note 17).

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12. FINANCIAL ASSETS

	<u>31 December 2016</u>	<u>31 December 2015</u>
Equity-accounted investees	-	-
Financial assets held for sale		
Interests in affiliates	2,966,000	2,966,000
Impairment of interests in affiliates	<u>(2,966,000)</u>	<u>(2,966,000)</u>
	<u>-</u>	<u>-</u>

Equity-accounted investees

As at 31 December 2016 and 31 December 2015, the Group does not held any equity-accounted investees. The Group's portion of the losses of equity-accounted investees for financial year 2015 amounted to 0 Lei (2014: 0 Lei).

During the financial years ended 31 December 2016 and 31 December 2015, the Group did not receive any dividends from the equity-accounted investees.

Interests in related parties

As at 31 December 2016, the Group holds interests in the following affiliates:

	<u>Country of origin</u>	<u>Nature of business</u>	<u>Interests</u>	<u>Nominal value</u>	<u>Impairment</u>	<u>Carrying value</u>
Fotbal Cluj Universitatea Cluj SA	Romania	Sports club	0.5501%	<u>2,966,000</u>	<u>(2,966,000)</u>	<u>-</u>
				<u>2,966,000</u>	<u>(2,966,000)</u>	<u>-</u>

Information related to the Group's exposure to credit and market risks, and fair value measurement, is included in Note 27.

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13. INVENTORIES

	31 December 2016	31 December 2015
Land	154,557,317	87,025,497
Impairment of land	(2,395,642)	(2,395,642)
Utilities networks and residential properties under development	116,051,215	79,511,375
Impairment of utilities networks and residential properties under development	(20,129,291)	(15,364,931)
Completed residential properties	54,291,367	49,284,086
Impairment of completed residential properties	(6,693,638)	(8,492,902)
Advance payments for acquisition of inventories	6,448	1,191,178
	<u>295,687,776</u>	<u>190,758,661</u>

Land with a carrying amount of 152,161,675 Lei as at 31 December 2016 (2015: 84,629,855 lei) consists of land held by the Company for development of new residential properties, especially in Bucharest, but also land which the Group intends to value through sale of enabled plots of land. During the financial year ended 31 December 2014, the Group acquired a plot of land in Bucharest meant to develop luxury real estate projects.

Utilities networks and residential properties under development with a carrying value of 95.921.924 Lei as at 31 December 2016 relate to the equivalent of the capitalized works and services, rendered by the Group or to the Group by third parties, related to the connection of the properties to utilities. (31 December 2015: 64.146.444 lei). As at December 31, 2016, under Utilities networks and residential properties under development caption there are mapped inventories in progress in net amount of 12.896.924 lei (31 December 2015: 12,896,924 lei) related to project Dealul Lomb, amount which is under litigation as at the date of the financial statements. More details can be found in Note 32 a).

Completed residential properties with a carrying value of 47.597.729 Lei as at 31 December 2016 (2015: 40.791.184 346 Lei) refer entirely to apartments held for sale by the Group.

During 2016, inventories recognised in cost of sales amounted to 92,333,577 Lei (2015: 72.606.379 Lei). During 2016, the net impairment losses recognised to bring the carrying value of inventories to their net realisable value amounted to 4,764,360 Lei (2015: 1.430.704 Lei) and are presented on a net basis under "Impairment of assets" in the Consolidated Statement of Profit or Loss and Other Comprehensive Income.

As at 31 December 2016 and 31 December 2015, the net realisable value of the inventories is based on their market value, determined through valuation by Colliers Valuation and Advisory SRL, external independent valuers authorised by ANEVAR having recent experience regarding the location and nature of the properties under valuation.

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14. TRADE AND OTHER RECEIVABLES

The trade and other receivables' split between current and non-current are as follows:

31 December 2016			
	Non-current	Current	Total
Trade receivables	15,084,634	5,830,542	20,915,177
Allowance for trade receivables	(4,665,559)	(443,353)	(5,108,912)
Receivables from affiliates	-	241,861	241,861
Allowance for receivables in affiliates	-	(100,000)	(100,000)
Sudry debtors	796,740	1,292,111	2,088,850
Allowance of other receivables	-	(1,750,968)	(1,750,968)
Receivables from State's budget	-	5,726,423	5,726,423
Interest receivable	-	-	-
Advance payments to suppliers	-	4,075,858	4,075,858
Other receivabeles	-	1,880	1,880
	11,215,815	14,874,354	26,090,169

31 December 2015			
	Non-current	Current	Total
Trade receivables	11,967,425	11,587,596	23,555,021
Allowance for trade receivables	(1,082,119)	(1,217,781)	(2,299,900)
Receivables from affiliates	-	154,772	154,772
Allowance for receivables in affiliates	-	(100,000)	(100,000)
Sudry debtors	796,739	1,519,690	2,316,429
Allowance of other receivables	(314,998)	(1,439,916)	(1,754,914)
Receivables from State's budget	-	11,469,453	11,469,453
Interest receivable	-	872	872
Advance payments to suppliers	-	3,553,166	3,553,166
Other receivabeles	-	24,231	24,231
	11,367,047	25,552,083	36,919,130

Above receivables mainly consist of receivables from contracts in installments and receivables from penalties from a construction services supplier (Floreasca Construction) as a result of defective work in amount of 8,205,266 at 31 December 2016 and 31 December 2015. This amount is involved in litigation as presented in Note 30. In 2016, the Group registered an impairment allowance for the amounts owed by Floreasca Construction, in amount of RON 3,051,643, representing the difference between the receivable registered by the Group and the Company's debt to Floreasca Construction.

Details related to receivables from affiliates are disclosed in Note 31.

As at 31 December 2015, trade and other receivables amounting to 20.583.249 lei (31 December 2015: 23.357.807 lei) were pledged as guarantees for bank loans (Note 17).

Information related to the Group's exposure to credit and market risks and information related to the fair value of investments is included in Note 27.

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15. CASH AND CASH EQUIVALENTS

	31 December 2016	31 December 2015
Current accounts	17,599,564	17,247,909
Petty cash	32,479	5,681
Other cash equivalents	-	13,164
	17,632,043	17,266,754

Current accounts are held with Romanian commercial banks. As at 31 December 2016 and 31 December 2015, the Group has not contracted any credit lines or overdraft facilities, and had concluded deposit conventions for cash higher than 50.000 EUR (RON equivalent).

The Group pledged part of its current accounts for bank loans (see Note 17).

16. SHARE CAPITAL

	31 December 2016	31 December 2015
Share capital	277,866,574	277,866,574
Hyperinflation adjustment (according to IAS 29)	7,463,584	7,463,584
	285,330,158	285,330,158

The shareholding structure at the end of each reported period was as follows:

	31 December 2016		31 December 2015	
	Number of shares	Interest rights	Number of shares	Interest rights
Gheorghe Iaciu	137,500,000	49.48%	136,279,221	49.04%
Andrici Adrian	42,350,335	15.24%	45,426,801	11.73%
Others	98,016,239	35.27%	96,160,552	39.23%
	277,866,574	100%	277,866,574	100.00%

All shares are ordinary and have equal ranking related to the Company's residual assets. The nominal value of one share is 1 Leu. The holders of ordinary shares have the right to receive dividends, as these are declared at certain moments in time, and have the right to one vote per 10 shares during the meetings of the Company.

Dividends

During the financial years ended 31 December 2016 and 31 December 2015, the Group did not declare and did not paid any dividends to its shareholders.

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17. LOANS AND BORROWINGS

This note discloses information related to the contractual terms of the interest bearing loans and borrowings of the Group, valued at amortised cost. Information related to the Group's exposure to interest rate risk, foreign currency risk and liquidity risk is included in Note 27.

	31 December 2016	31 December 2015
Non-current liabilities		
Secured bank loans	<u>28,519,089</u>	<u>13,228,061</u>
	<u>28,519,089</u>	<u>13,228,061</u>
Current liabilities		
Current portion of secured bank loans	19,294,395	28,288,234
Borrowings from shareholders	-	-
Short-term borrowings	9,338,987	4,256,499
Related interest	<u>82,109</u>	<u>16,209</u>
	<u>28,715,491</u>	<u>32,560,942</u>
	<u>57,234,580</u>	<u>45,789,003</u>

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NOTE 17. LOANS AND BORROWINGS (continued)

	31 December 2016			31 December 2015		
	Carrying value	out of which:		Carrying value	out of which:	
		non-current	current		non-current	current
Secured bank loans						
Piraeus Bank	6,487,877	-	6,487,877	17,610,139	8,726,410	8,883,729
Banca Romaneasca (ctr. 50070065)	-	-	-	-	-	-
Banca Romaneasca (ctr. 50070066)	-	-	-	1,502,616	-	1,502,616
Banca Transilvania (ctr.684)	-	-	-	17,901,890	-	17,901,890
Libra Bank	11,489,644	6,437,008	5,052,636	4,501,651	4,501,651	-
Libra Internet Bank (1562/23.09.2016)	22,082,081	22,082,081	-	-	-	-
Banca Transilvania-Lipscani (422/26.07.2016)	2,851,110	-	2,851,110	-	-	-
Banca Transilvania-Lipscani (423/26.07.2016)	14,241,759	-	14,241,759	-	-	-
	57,152,471	28,519,089	28,633,382	41,516,295	13,228,061	28,288,234
Short-Terms borrowings						
Banca Transilvania	-	-	-	4,256,499	-	4,256,499
Interest	82,109	-	82,109	16,208	-	16,208
	57,234,580	28,519,089	28,715,491	45,789,003	13,228,061	32,560,942

The face value of loans and borrowings are equal to their carrying values.

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17. LOANS AND BORROWINGS (continued)

Terms and repayment schedules

Terms and repayment schedules of loans and borrowings in balance are as follows:

Creditor	Currency	Repayment	Amount of the facility, in original currency
Secured bank loans			
Piraeus Bank (ctr 301)	EUR	21 October 2017	12,807,270
Banca Transilvania (ctr 422)	RON	25 July 2017	4,047,000
Banca Transilvania (ctr 423)	RON	25 July 2018	20,235,000
Libra Internet Bank (ctr. 1562)	RON	23 September 2020	35,000,000
Libra Internet Bank (ctr. 1589)	RON	11 November 2019	29,266,059

The interest rates at which the Group borrowed the loans are 4.45% for loans in euro and between 4,45% - 6,3% for loans in lei.

In 2016, the Group contracted two loans from Banca Transilvania (due on July 25, 2017 and July 25, 2018) and a loan from Libra Bank (due on September 23, 2020) to fund Stages III and VI of Greenfield project.

As at 31 December 2016 and 31 December 2015, the Group was not in breach of covenants.

Pledge

The bank loans and secured through the following assets (fair values):

	31 December 2016	31 December 2015
Investment property	24,408,760	60,918,320
Trade and other receivables	20,583,249	23,357,807
Cash and cash equivalents	17,432,180	17,081,720

In addition, the contracts concluded with banks pledge all the collections made through the bank and Salcamilor Complex which is under construction.

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18. TRADE AND OTHER PAYABLES

	31 December 2016	31 December 2015
Non-current liabilities		
Guarantees	2,863,944	2,832,985
	21,107,550	2,832,985
Current liabilities		
Trade payables	13,313,509	17,366,604
Advances received from customers	5,403,003	6,160,963
Liabilities to State's budget	699,350	1,107,116
Payables to employees	534,803	421,020
Deferred income	101,388	351,447
Short-term Guarantees	113,575	173,022
Payables to affiliates	138,024	54,815
Other payables	803,898	20,321
	21,107,550	25,655,308
	23,971,494	28,488,293

Details related to payables to affiliates are disclosed in Note 33.

Information related to the Group's exposure to exchange rate risk and liquidity risk related to trade and other liabilities is included in Note 27.

Deferred income comprises financial income related to the contracts of sale of properties in installements. These are recognised in profit or loss on a straight line basis, over the duration of the contracts.

19. PROVISIONS FOR RISKS AND CHARGES

	Provisions for litigations	Other provisions	Total
Balance at 1 January 2016	19,820,000	7,639	19,827,639
Provisions made during the year	680.000	-	680.000
Provisions used during the year	20.500.000	1.021	20.501.021
Balance at 31 December 2016	-	6,618	6,618

In 2016, the Group reversed the entire amount of the litigation provisions created in previous years for the lawsuits with the tax authority (ANAF) – lawsuit 60772/3/2011 and 11833/2/2010* - as it has paid the entire amount owed according to the Tax Inspection Reports. Expenses with the main and ancillary obligation were recognized in the Consolidated statement of profit or loss and other comprehensive income.

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20. EXPENSES WITH CONSUMABLES

	<u>2016</u>	<u>2015</u>
Consumables	1,311,499	4,344,605
Low value items	1,228,136	346,929
Fuel	101,825	72,045
	<u>2,641,460</u>	<u>4,763,579</u>

21. THIRD PARTY SERVICES

	<u>2016</u>	<u>2015</u>
Construction and related consultancy fees	4,632,100	6,196,527
Advisory services	-	-
Protocol, marketing and advertising	2,300,171	1,462,959
Banking commissions	78,246	475,755
Transport of goods and personnel	361,001	271,116
Safeguarding expenses	3,420	650
IT maintenance expenses	-	-
Insurance fees	139,821	75,846
Postal and telecommunication expenses	156,221	260,245
Other third party services	592,185	140,106
	<u>8,263,165</u>	<u>8,882,554</u>

For the year ended 31 December 2016, construction and related consultancy fees are in connection to the project to be started in the near future by the Company. In 2015, the Company capitalized these costs in the value of inventories under development.

22. EMPLOYEE BENEFITS

	<u>2016</u>	<u>2015</u>
Salaries	7,868,746	7,405,062
Mandatory contributions to social security	1,847,644	1,608,398
Contractual based salaries	5,328	124,406
	<u>9,721,718</u>	<u>9,137,866</u>

Contractual based salaries refer exclusively to directors remuneration.

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23. OTHER OPERATING REVENUES

	<u>2016</u>	<u>2015</u>
Penalties	479,445	809,059
Revenues from sale of by-products	-	5,327
Other operating revenues	<u>748,740</u>	<u>189,450</u>
	<u>1,228,185</u>	<u>1,003,836</u>

24. OTHER OPERATING EXPENSES

	<u>Note</u>	<u>2016</u>	<u>2015</u>
Rent expenses	30	2,275,098	2,426,006
Losses from disposal of financial assets, net			-
Local taxes		2,721,737	1,660,186
(Revenues) / Expenses from receivables and payables write-off, net	27	-	178,544
Provisions for risks and charges, net		(21,960,131)	16,761,208
Losses from sale of property, plant and equipment		(4,969)	1,549,690
Fines and penalties		14,647,467	242,243
Maintenance and repairs		247,212	229,619
Losses from disposal of financial assets		<u>415,589</u>	<u>318,411</u>
		<u>(1,657,997)</u>	<u>23,365,957</u>

25. IMPAIRMENT OF ASSETS, OTHER THAN INVESTMENT PROPERTY

	<u>Note</u>	<u>2016</u>	<u>2015</u>
(Gain) / Loss from impairment of trade and other receivables, net	27	(2,803,565)	(703,921)
Impairment of financial assets, net		(1,500)	-
Impairment of property, plant and equipment, net	9	91,814	(707,485)
Impairment of inventories, net		<u>(2,965,096)</u>	<u>(1,951,151)</u>
		<u>(5,678,347)</u>	<u>(3,362,557)</u>

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26. TAXATION

Amounts recognised in profit or loss

	<u>2016</u>	<u>2015</u>
Deferred tax income / (expense)	-	-
Tax on profit	<u>-</u>	<u>-</u>

Reconciliation of effective tax rate

	<u>2016</u>		<u>2015</u>	
Loss before taxation		<u>29,611,815</u>		<u>(4,732,000)</u>
Tax using the Company's domestic tax rate	-16%	(4,737,890)	16%	757,120
Non-deductible expenses and adjustments	-10%	(2,927,098)	110%	(5,200,377)
Tax-exempt income			0%	-
Current year losses for which no deferred tax asset is recognized	13%	3,992,682	-49%	2,313,259
Recognition of tax effect of previous years tax losses	<u>12%</u>	<u>3,672,306</u>	<u>45%</u>	<u>2,129,998</u>
	<u>0%</u>	<u>-</u>	<u>0%</u>	<u>-</u>

Unrecognised deferred tax assets

Deferred tax assets were not recognised in regard to the following elements:

	<u>31 December 2016</u>	<u>31 December 2015</u>
Fiscal losses	15,714,348	43,114,997
- Out of which, recognized during the year in the calculation of the deferred tax - asset	<u>(4,100,937)</u>	<u>-</u>
	<u>11,613,411</u>	<u>43,114,997</u>

Deferred tax assets were not recognised in relation to these elements because it is not probable for future taxable profits to be available to the Group in order to benefit from the related benefits. According to the local legislation, the fiscal losses are available for utilisation for 7 years from the date of occurrence.

Gains and losses in fair value of investment property are not taxable, non-deductible respectively, according to local legislation, thus the Company obtained a fiscal loss for the current financial year.

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26. TAXATION (continued)

Cummulative temporary differences generating deferred tax

	31 December 2016		31 December 2015	
	Cumulative temporary differences	Deferred tax liabilities / (assets)	Cumulative temporary differences	Deferred tax liabilities / (assets)
Property, plant and equipment	(1,382,750)	(220,885)	(1,382,750)	(221,240)
Investment property	97,468,544	17,168,184	97,468,544	15,594,967
Inventories	(6,116,950)	(1,453,127)	(6,116,950)	(978,712)
Trade and other receivables	(3,489,156)	(1,001,262)	(3,489,156)	(558,265)
	86,479,688	14,492,910	86,479,688	13,836,750
Fiscal losses which generated deferred tax	(4,100,937)	(656,160)	-	-
	86,479,688	13,836,750	86,479,688	13,836,750

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26. TAXATION (continued)

Deferred tax balance movements

	Net balance at 1 January	Recognised in profit or loss	Recognised in comprehensive income other	Balance at 31 December		
				Net	Assets	Liabilities
2016						
Property, plant and equipment	(221,240)	12,562	-	(208,678)	208,678	-
Investment property	15,594,967	1,561,000	-	17,155,967	-	17,155,967
Financial Assets	(813,780)	-	-	-	-	-
Trade and other receivables	(558,265)	(442,997)	-	(1,001,262)	(1,001,262)	-
Inventories	(978,712)	(474,415)	-	(1,453,127)	(1,453,127)	-
Effect of fiscal losses which generated deferred tax	-	(656,150)	-	(656,150)	(656,150)	-
Fiscal (assets) / liabilities, net	13,836,750	-	-	13,836,750	(3,319,217)	17,155,967

	Net balance at 1 January	Recognised in profit or loss	Recognised in comprehensive income other	Balance at 31 December		
				Net	Assets	Liabilities
2015						
Property, plant and equipment	(233,447)	-	-	(233,447)	233,447	-
Investment property	15,594,967	-	-	15,594,967	-	15,594,967
Trade and other receivables	(813,780)	-	-	(813,780)	813,780	-
Inventories	(558,265)	-	-	(558,265)	558,265	-
	(978,712)	-	-	(978,712)	978,712	-
Fiscal (assets) / liabilities, net	13,010,763	-	-	13,010,763	2,584,204	15,594,967

27. FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT

(a) Financial risk management

The Group is exposed to the following risks arising from financial instruments:

- credit risk
- liquidity risk
- market risk

Risk management framework

The Group does not have any formal commitments to overcome the financial risks. Despite the inexistence of formal commitments, the financial risks are monitored by the Group's top management, emphasizing its needs to efficiently compensate opportunities and threats.

The Group's policies regarding the risk management are defined so as to ensure identification and analysis of the risks the Group is dealing with, setting limits and adequate controls, as well as risk monitoring and compliance with the set limits. The policies and system meant to manage risks are regularly reviewed to reflect the changes occurred in the market conditions and Group's operations. The Group, through its standards and procedures for coaching and managing, aims to develop an orderly and constructive control environment, where all and each employee understand his/her role and duties.

The Group plans to manage risks within an integrated risk management system, meeting the requirements of Bucharest Stock Exchange (The Code of Corporate Governance).

Credit Risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises mainly from the Group's trade receivables and financial assets.

The net carrying value of the financial assets represent the maximum exposure to credit risk. The maximum exposure to the credit risk at reporting date was:

	<u>Nota</u>	<u>31 December 2016</u>	<u>31 December 2015</u>
Trade and other receivables	14	26,090,168	37,958,092
Cash and cash equivalents	15	<u>17,632,043</u>	<u>14,668,656</u>
		<u>43,722,211</u>	<u>52,626,748</u>

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27. FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (continued)

Trade and other receivables

The Company's exposure to credit risk is mainly influenced by the individual characteristics of each customer. All these considered, the management takes into account the demographic characteristics of the customer database, including the collection risk specific to the sector and to the country in which the customer activates, bearing in mind that all these factors influence the credit risk.

The Company established a credit policy according to which every new client is analyzed for creditworthiness before offering the standard payment terms of the Company. The analysis performed by the Company includes external evaluations, if available, and, in some cases, references from banks.

In order to monitor customer credit risk, the Company monitors monthly payment delays and takes the steps deemed necessary on a case by case basis.

The Company establishes an impairment adjustment that represents its estimate of losses from trade receivables, other receivables and investments (see Note 7 (g)).

The maximum exposure to credit risk related to trade and other receivables as at reporting date based on geographical region was:

	31 December 2016	31 December 2015
Romania	<u>26,090,168</u>	<u>37,958,092</u>
	<u>26,090,168</u>	<u>37,958,092</u>

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27. FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (continued)

Impairment losses

The receivables' ageing at reporting date was:

	31 December 2016			31 December 2015		
	Gross	Impairment	Net	Gross	Impairment	Net
Not yet due	19,746,403	(4,869,216)	14,877,187	25,877,134	(3,105,757)	22,823,688
Past due 1-30 days	320,617	(15,934)	304,684	322,153	(9,348)	312,805
Past due 31-90 days	226,030	(13,888)	212,142	280,789	(8,147)	272,642
Past due 91-120 days	229,630	(14,109)	215,521	285,262	(8,277)	276,984
Past due 121-365 days	396,577	(24,366)	372,212	492,658	(14,294)	478,364
Past due more than 1 year	12,130,791	(2,022,368)	10,108,423	14,881,065	(1,035,146)	13,793,609
	33,050,047	(6,959,880)	26,090,168	42,139,061	(4,180,969)	37,958,092

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27. FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (continued)

Movement in impairment allowance for trade and other receivables during the year was as follows:

Balance at 1 January 2016	<u>4,128,658</u>
Impairment cancelled	(403,942)
Impairment recognised	<u>3,209,007</u>
Balance at 31 December 2016	<u>2,805,065</u>

Impairment losses at 31 December 2015 are related to a number of customers who provided indications that it is not expected that they will be able to pay amounts owed, mainly due to economic conditions.

The Group considers that the amounts for which no impairment losses were recognized, despite they are past due more than 30 days shall be collected, based on the prior payment behavior and following an analysis of the credit rating of those customers.

Cash and cash equivalents

At 31 December 2015, the Group held cash and cash equivalents in amount of 17.632.043 lei (31 December 2015: 14.668.656 lei), representing the maximum exposure to credit risk arising from these assets. The cash and cash equivalents are held at banks and financial institutions in Romania.

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27. FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (continued)

Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulties in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to manage liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's obligations.

The following table illustrates the remaining contractual maturities of financial liabilities at the end of the reporting period, including estimated interest payments and excluding any impact of netting agreements:

	Carrying value	Contractual cash flows						
		Total	less than one month	between 1 and 6 months	between 6 and 12 months	between 1 and 2 years	between 2 and 5 years	More than 5 years
31 December 2016								
Loans and borrowings	57,234,580	76,864,435	2,874,617	9,454,261	3,465,895	26,569,879	34,499,783	-
Trade and other payables	23,971,463	23,971,463	23,971,463	-	-	-	-	-
	81,206,043	100,835,898	26,492,023	9,454,261	3,465,895	26,569,879	34,499,783	-
31 December 2015								
Loans and borrowings	45,789,003	54,933,666	6,734,540	14,147,419	12,676,657	16,236,346	349,322	4,789,382
Trade and other payables	28,217,073	28,217,073	28,217,073	-	-	-	-	-
	74,006,076	83,150,739	34,951,613	14,147,419	12,676,657	16,236,346	349,322	4,789,382

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27. FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (continued)

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices, will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Currency risk

The Group is exposed to currency risk to the extent that sales, purchases and borrowings are denominated in different currencies than the Group's functional currency (Romanian Leu), foremost euro.

The summary quantitative data about the Group's exposure to the currency risk reported to the management if the Group based on the policy for managing the risk is as follows:

31 December 2016	EUR	USD	RON	Total
Monetary assets				
Trade and other receivables	-	-	26,090,168	26,090,168
Cash and cash equivalents	1,522,881	-	16,109,162	17,632,043
	1,522,881	-	42,199,330	43,722,211
Monetary liabilities				
Loans and borrowings	6,487,877	-	50,635,242	57,234,580
Trade and other payables	-	-	23,971,463	23,971,463
	6,487,877	-	74,606,705	81,206,043
Net exposure	(4,964,996)	-	(32,407,374)	(37,483,832)
 31 December 2015	 EUR	 USD	 RON	 Total
Monetary assets				
Trade and other receivables	-	-	37,958,092	37,958,092
Cash and cash equivalents	1,559,086	-	14,668,706	16,227,792
	1,559,086	-	52,626,798	54,185,884
Monetary liabilities				
Loans and borrowings	17,610,139	-	28,178,864	45,789,003
Trade and other payables	-	-	28,488,293	28,488,293
	17,610,139	-	56,667,157	74,277,296
Net exposure	(16,051,053)	-	(4,040,359)	(20,091,412)

The Group did not conclude any hedging engagements related to the obligations denominated in foreign currencies or to the exposure to the interest rate risk.

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27. FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (continued)

The main exchange rates used during the year were:

	31 December 2016	Average for 2016	31 December 2015	Average for 2015
EUR 1	4.5411	4.4900	4.5245	4.4450
USD 1	4.3033	4.0569	4.1477	4.0057

Sensitivity analysis

A strengthening / (weakening) of Leu by 10% against the following foreign currencies as at 31 December 2016 and 31 December 2015 would have increased the profits by the amounts indicated below. This analysis was realised based on the variations of the exchange rates considered reasonably possible by the Group at the end of the period. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecasted sales and purchases.

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27. FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (continued)

	31 December 2016			31 December 2015				
	Carrying value	Weakening	Strengthening	Carrying value	Weakening	Strengthening		
Monetary assets and liabilities								
USD								
EUR	(4,964,996)	(496,500)	496,500	(16,051,053)	(1,605,105)	1,605,105		
Impact	(4,964,996)	(496,500)	496,500	(16,051,053)	(1,605,105)	1,605,105		
Interest risk								
	31 December 2016			31 December 2015				
	Carrying value	Variable interest	Fixed interest	Non-interest bearing	Carrying value	Variable interest	Fixed interest	Non-interest bearing
Monetary assets								
Trade and other receivables	26,090,168	-	-	26,090,168	39,924,963	-	-	39,924,963
Cash and cash equivalents	17,632,043	-	-	17,632,043	17,080,848	-	-	17,080,848
	43,722,211	-	-	43,722,211	57,005,811	-	-	57,005,811
Monetary liabilities								
Loans and borrowings	57,234,580	57,234,580	-	-	45,789,003	45,789,003	-	-
Trade and other payables	23,971,463	-	-	23,971,463	28,217,073	-	-	28,217,073
	81,206,043	57,234,580	-	23,971,463	74,006,076	45,789,003	-	28,217,073

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27. FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT (continued)

As at reporting date, the interest rate profile of the Group's interest-bearing financial instruments, reported to the Group's management was as follows:

	Carrying value	
	31 December 2016	31 December 2015
Fixed rate instruments		
Financial assets	-	-
Financial liabilities	-	-
	-	-
Variable rate instruments		
Financial liabilities	57,234,580	45,789,003
	57,234,580	45,789,003

Fair value sensitivity analysis for fixed rate instruments

The Group does not account for any fixed rate financial assets or financial liabilities at fair value through profit or loss, and the Company does not designate derivatives (interest rate swaps) as hedging instruments under a fair value hedge accounting model. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

Cash flow sensitivity analysis for variable rate instruments

A reasonable possible change of 100 basis points at the reporting date would have increased or decreased equity and profit or loss by 572,345 lei (2015: 457,890 lei). This analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

28. LIST OF SUBSIDIARIES

Material subsidiaries of the Group

Note	Interest	
	31 December 2016	31 December 2015
Clearline Development and Management SRL	100.00%	100.00%
Actual Invest House	100.00%	100.00%

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29. OPERATING LEASES

Leasing as a lessee

The Group has leased its headquarters. The leasing contract is signed until 31 December 2018, with the option of renewal thereafter. Lease rates are increased annually to reflect market rents.

The lease was initiated several years ago. The Group concluded that the contract is an operating lease, taking into account the duration is relatively short compared to the economic life of the building and the present value of the minimum lease payments is insignificant to the value of the leased asset.

During the financial year ended 31 December 2016, an amount of 2,446,266 Lei was recognised as expense in the Consolidated Statement of Profit or Loss and Other Comprehensive Income for the leasing contracts (2015: 2,348,780Lei).

At the end of the reporting period, the minimum future uncancellable lease payments due are as follows:

	31 December 2016	31 December 2015
Less than 1 year	2,913,833	2,171,760
Between one and 5 years	2,875,363	4,343,520
More than 5 years	-	-
	<u>5,789,196</u>	<u>6,6515,280</u>

Leasing as a lessor

The Group leases part of its investment property. The leasing agreements are not non-cancellable.

During the financial year ended 31 December 2016, an amount of 1,468,822 Lei was recognised as lease income (2015: 1,307,380 Lei). The utilities expenses related to the leased properties are included in the total expenses with utilities related to all occupied properties, in total amount of 2,878,913 Lei in 2016 (2015: 2,703,858 Lei). These costs were fully charged to leasees and owners with a mark-up, the Group obtaining a revenue from recharges in amount of 2,707,080 Lei in 2016 (2015: 2,815,971 Lei). All these elements are separately presented in the Consolidated Statement of Profit or Loss and Other Comprehensive Income.

30. CAPITAL COMMITMENTS

As at 31 December 2016, the Group has no capital commitments contracted.

31. CONTINGENT ASSETS AND CONTINGENT LIABILITIES

Litigations

As of the date of these Consolidated Financial Statements, the Group was involved in 442 ongoing lawsuits. In 419 of them, the Group is plaintiff or contesting party, while in 23 of them the Group is defendant.

The management of the Group analyses regularly the status of all ongoing litigation, and, following a consultation with the Board of Administration decides upon the necessity of recognizing provisions related to the amounts involved or their disclosure in the Consolidated Financial Statements.

Taking into account the information available, the management of the Group considers that there are no significant ongoing litigations, except the ones detailed below.

a) Cluj City Council – Cluj Municipality (hereinafter "CCC")

The Company and one of its subsidiaries (Clearline Development and Management SRL) are parties in 2 cases in which CCC is counterparty. The Company and its subsidiary request amounts arising from investments made by the Company and its subsidiary for the finalization of Lomb project to which CCC has not contributed with the land, thus the Company being unable to finalize the project and being unable to obtain any revenues from it.

Case number 79/1285/2012 has been registered to the Cluj Commercial Tribunal, based on which the Company has requested the termination of framework-contract no. 55423/04.07.2007 concluded between CCC and the Company. In addition, the Company requested compensation provisionally estimated at 4,008,222 Lei plus related interest, computed from the date of the damage up to the date of collection of the amounts. Case number 1032/1259/2012 has been registered to the Arges Commercial Tribunal, based on which the Company's subsidiary, Clearline Development and Management SRL, has requested to CCC payment of compensation provisionally estimated to 17,053,000 Lei plus related interest, computed from the date of the damage up to the date of the registration of the claim, provisionally estimated to 500,000 Lei.

The Company and its subsidiary have recognized the works performed under *Inventories*. Up to the date of approval of these Standalone Financial Statements, the courts have ordered the conduct of technical expertise appraisals of urbanism that established the value of the investments made by the Company and its subsidiary. Based on the first expertise appraisal conducted, both the Company and its subsidiary have recognized impairment losses to the respective inventories down to the values determined by the expertise already performed, without recognizing any contingent assets.

During 2016, in both cases, there were judicial proceedings concerning the submission of evidence by technical expertise, succeeded by objections and / or applications for drawing up these specialty papers again, which have delayed the completion of the evidence submission until the date of this reporting.

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31 CONTINGENT ASSETS AND CONTINGENT LIABILITIES (continued)

Next hearings are scheduled for 24 April 2017 at Cluj Commercial Tribunal and 16 May 2017 at Arges Commercial Tribunal. The management of the Company does not expect significant changes through the results of the expertise, that could significantly impact the net carrying value of inventories.

b) SC Summa SA (later renamed SC Floreasca Construction SA, which is removed from Registry at reporting date, whose assets from the Company have been transferred to Brooklyn Property Management SRL) (hereinafter referred to as the "Supplier")

Before the Bucharest Tribunal, Civil Section VI and the Bucharest Court of Appeal, Civil Section VII, were brought three cases (no. 45886/3/2009, 32874/3/2010 and 23619/3/2009**) in which the Company and the Supplier are parties.

Case no. 45886/3/2009 covers the refund from the Company to the Supplier of the value of a letter of guarantee in amount of 317,422,39 EUR, on grounds that the Company executed this letter abusively. This case has been suspended since 2010 until case no. 23619/3/2009** is concluded. The Company did not consider necessary to recognize any provision in these Consolidated Financial Statements in respect of this litigation because, following consultation with the Company's attorneys, there is a judicial precedent in a similar situation, whose application would be favorable to the Company.

Case no. 23619/3/2009** represents the Company's request to the Court to acknowledge that the Supplier does not have the right to receive from the Company late payment penalties from non-payment to the Supplier of its rights arising from contracts for rendering services previously concluded between the parties. The amount of penalties requested by the Supplier and challenged by the Company is 7,602,447 Lei. Some of the amounts challenged are included in the amounts requested by the Supplier in case file no. 3274/3/2010. File no. 23619/3/2009 ** was quashed by the Supreme Court and sent to the court of appeal (twice), the second time for further appeal hearings against the Contractor - Brooklyn Property Management, as a result of the transfer of the capacity to be sued, as it is the assignee of part of the debt for which compensation is requested. Currently, in the case instead of SUMMA (FLOREASCA) assignee Brooklyn Property Management SRL is part in the case, but the receivables of IMPACT resulting from Contract no. 42/2007 cannot be held against it, as the court of law has held irrevocably that it is not legally efficient. The following hearing is scheduled for April 7, 2017.

Case no. 32874/3/2010 relates to the Supplier's claims to the Company for the recovery of an amount of 9,138,140 Lei representing services rendered and unpaid (3,483,960 Lei) and related late-payment penalties, computed from the date of the request in court (5,654,180 Lei). This case has been suspended until the case no. 23619/3/2009** is concluded.

Thus, in the contractual relationship between the Company and the Supplier, the following is relevant:

- the amounts to be paid by the Company in case the above litigations shall be settled unfavorably: 10,561,682 lei, out of which the amounts recognized and disclosed in these Consolidated Financial Statements: 5,153,623 Lei;
- the amounts to be collected by the Company or compensated against the amounts payable where the final consolidated table of creditors remains unchanged: 13,442,674 Lei, arising from the insolvency procedure of debtor Summa Romania SA, which amount the Company listed in the final table of creditors in case no. 63835/3/2011, irrevocably settled, out of which the amounts recognized and disclosed in these Consolidated Financial Statements: 8,205,266 Lei (please see Note 14).

31 CONTINGENT ASSETS AND CONTINGENT LIABILITIES (continued)

Because of the complexity of the above described cases, the lawyers involved in these litigations could not evaluate the Group's chances to win. However, the management of the Group considers that the amounts recognized and disclosed in these Consolidated Financial Statements follow the requirements of the standards in force, Group's exposure to the penalties requested for payment being minimized following the final acceptance of the Group's receivables in the final consolidated table of creditors.

c) Oradea City Council – Oradea Municipality (hereinafter „OCC“)

Before the Oradea Tribunal, Civil Section II, Administrative and Tax-related Disputes, was brought case no. 9297/111/2010 relating to the action promoted by OCC against the Company, requesting to the Company the payment of an amount of 1,487,002 EUR, representing penalties under the joint venture agreement concluded between the parties. Through the joint venture agreement mentioned above, the parties have assumed reciprocal contractual obligations, including the Company's obligation to deliver the residences built within 1,200 days. It has not been proven, nor is there any ascertainment that the obligation to build the residences has not been completed by the due date. In addition, OCC undertakes, at the completion of works, to make their reception and to sell the related land to the residences' beneficiaries.

On 1 August 2008, the Company completed the works, while OCC refused to sell the land to the beneficiaries, although it acknowledged the works' reception through the signing of the related minutes.

In this case, the Company requested, by way of counterclaim, the rejection of summons from OCC as unreasonable and ordering OCC to pay damages, in the form of legal interest related to the price that should have been collected by the Company from the customers for the residences that the Company has obliged to alienate based on the execution contracts signed with them.

On 21.03.2016, judgment 79/2016 was delivered, according to which the action filed by plaintiffs Oradea City Council and Oradea City against *Impact Developer & Contractor S.A.* was rejected as ungrounded. The counterclaim filed by plaintiff *Impact Developer & Contractor S.A.* was rejected as ungrounded.

The Local Council filed appeal and on 29.09.2016 the Bihor Court of Appeal delivered Judgment 258/2016 whereby it rejected as ungrounded the appeal filed by appellant-plaintiffs Oradea City Council and Oradea City – *through the Mayor's Office, against Impact Developer & Contractor SA.*

Oradea Local Council filed a final appeal at the High Court of Cassation and Justice on 10.05.2017, until when the appellant must pay the stamp fee.

The Company's management, as a result of discussions with its lawyers, decided not to record any provision thereof related to this litigation because the first expertise accepted in the court was favorable. In addition, if a counter expertise will conclude that the company has not fulfilled its obligations derived from the joint venture agreement, the sentence will be appealed.

Letter of guarantees

As at December 31, 2016 the Entity has letters of guarantee issued to suppliers in amount of 1,275,588 lei (December 31, 2015: 2,832,954 lei).

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32. RELATED PARTIES

Shareholders

The shareholding structure as at 31 December 2016 and 31 December 2015 is disclosed in Note 16.

Related party transactions

The Group didn't have any transactions and balances with related parties during and for the year ended 31 December 2016, 31 December 2015 respectively.

Transactions with key management personnel

Key management personnel remuneration comprises salaries and related contributions (social and medical contributions, unemployment contributions and other similar contributions). Group's management is employed contractual based, as disclosed in Note 22.

33. EARNINGS PER SHARE

	<u>2016</u>	<u>2015</u>
Loss for the period	29,611,815	(4,732,000)
Number of ordinary shares at the beginning and at the end of the period	277,866,574	277,866,574
Basic earnings per share (Lei/share)	0.10	(0.017)

34. SUBSEQUENT EVENTS

Group's management does not consider that any events occurring subsequent to 31 December 2016 up to the date of the approval of these financial statements would require disclosure or adjustments.

These consolidated financial statements have been authorized for issue by the management on March 28, 2017 and signed on its behalf by:

Bartosz Pudrowski,
Chief Executive Officer

Bogdan Geanta,
Chief Financial Officer

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