



**THESSALONIKI PORT AUTHORITY  
SOCIETE ANONYME  
(ThPA SA)  
TRADE REG. NO. 42807/06/B/99/30  
GEMI No. 58231004000  
Registered Office: Thessaloniki**

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**Annual Financial Report  
for Fiscal Year  
from January 1 until December 31, 2019,  
pursuant to Article 4, Law 3556/2007.  
Based on the International Financial Reporting Standards  
as they have been adopted by the European Union**

Thessaloniki Port Authority  
Soci t  Anonyme  
(Th. P. A. SA)

ANNUAL FINANCIAL REPORT  
for the fiscal year ended on December 31, 2019  
(amounts in   unless otherwise specified)

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**A. Statements by Members of the BoD  
(pursuant to article 4, par. 2c, Law 3556/2007)**

The members of the Board of Directors of Public Limited Company with trade name "THESSALONIKI PORT AUTHORITY" and trading as "ThPA. S.A." (hereinafter the "Company"), located in Thessaloniki in the premises of the Port:

1. Sotirios Theofanis, son of Ioannis, Chairman of the BoD and Managing Director
2. Gabriel Ioannou son of Michael, Member of the Board of Directors, specifically appointed for this by virtue of decision no 7506/25.05.2020 by the Board of Directors of the Company,
3. Arthur Davidian son of Eduard, Member of the Board of Directors, specifically appointed for this by virtue of decision no. 7506/25.05.2020 by the Board of Directors of the Company,

in our aforementioned capacity, declare and warrant by the present that insofar as we know:

The annual financial statements of the Public Limited Company "ThPA S.A." for the fiscal year 01.01.2019 – 31.12.2019, which were prepared in compliance with the International Financial Reporting Standards, as adopted by the European Union, depict in a true manner the assets and liabilities, the net position and the operating results of the Company.

The annual Board of Directors Report depicts in a true manner the development, performance, and position of the Company, including an outline of the major risks and uncertainties it faces.

**Thessaloniki, 25/05/2020**

<b>The Chairman &amp; Managing Director</b>	<b>The Member appointed by the BoD</b>	<b>The Member appointed by the BoD</b>
<b>Sotirios Theofanis ID Card no. X190719/03</b>	<b>Gabriel Ioannou Passport no. K0024241579</b>	<b>Arthur Davidian Passport no. 726401227</b>

**B. Management Report by the Board of Directors of  
"THPA S.A."  
TO THE ANNUAL GENERAL ASSEMBLY OF THE SHAREHOLDERS**

**Note:** References to the provisions of Law 2190/1920 are meant as references to the corresponding provisions of Law 4548/2018.

**Dear Shareholders,**

We submit, for your approval, the financial statements of the Company ThPA S.A. for the financial year 1.1.2019 – 31.12.2019.

The present financial statements have been prepared in compliance with the International Financial Reporting Standards (IFRS) as adopted by the European Union, the implementation of which is obligatory for the Company and for fiscal years that end on or after 31.12.2004, since it is listed on the Athens Stock Exchange. The Report based on the relevant provisions of Law 4548/2018 (article 153), of Law 3556/2007 (Gov. Gaz. 91<sup>A</sup>/30.4.2007, article 4) and the implemented decisions by the Securities and Exchange Commission issued on it and especially decision no. 8/754/14.04.2016 of the Board of Directors of the Securities and Exchange Commission and Law 3016/2002 on corporate governance.

**1. Nature of activities:**

**1.1.** The purpose of the Company as described in Article 3 (3) of its Statute is to fulfill the obligations, conduct the activities and exercise the opportunities arising from the initial Concession Agreement between the Company and the Greek State of 27 June 2001 on the use and exploitation of certain areas and assets at the port of Thessaloniki as amended and in force.

**1.2.** Activities of the Company

In order to fulfill its purpose, the Company may, but is not limited to:

- Make use of all the rights granted under the Concession Agreement and maintain, develop and operate the assets under concession as set out in the Concession Agreement.
- Provide services and facilities to ships, cargoes and passengers including shipboard mooring as well as cargo and passenger handling to and from the port.
- Install, organize and operate all port infrastructure.
- To engage in any activity related to the Port of Thessaloniki and any commercial activity related to the Port of Thessaloniki or reasonably incidental to it.
- Contracts with third parties to provide port services of all kinds.

- To award works contracts.
- To engage in any additional activity that is advisable or routine for the proper conduct of its business and its operations in accordance with the Concession Agreement; and
- Take any other activity, transaction or action from those conducted by commercial companies in general.

Its business activities concern the provision of services:

- in containerized cargo,
- in conventional cargo (bulk, general, RO-RO),
- to cruise ships and cruise passengers
- to ships (anchoring, berthing and other services);
- in car park services.
- in the offering of spaces for commercial and other uses.

**1.3.** The Port's competitive environment is determined by its geographic location, the type, origin/destination of the transported cargoes, the quality and cost of the services rendered and includes ports with different operating features.

The wider geographic territory presently served by the Port of Thessaloniki is:

- the Northern Regions of Greece
- the Republic of Northern Macedonia, South Western Bulgaria and Southern Serbia.
- the Black Sea countries.

ThPA S.A. intends to attract new major clients from the Republic of Northern Macedonia, SW Bulgaria and North Serbia by upgrading its infrastructure, procuring of the necessary equipment and, in parallel, improving the performance of its marketing and sales services.

**1.4.** The key clients of the Company are industrial companies, shipping agents, container transportation companies, freight transport companies, while its sales are marketed:

- via a system of collaborating shipping agents who represent third parties.
- by direct contact and negotiation between ThPA S.A. and the officers of the clients.

**1.5** The Company has the exclusive right for the use and exploitation of the land, buildings and facilities at the Terrestrial Zone in the Port of Thessaloniki, which is owned by the Greek State. The terrestrial port zone of ThPA S.A. covers an area of roughly 1,550,000 m<sup>2</sup>, and extends along roughly 3,500 meters. It possesses of 6,200 meters of wharfs with a net depth up to 12 meters, 6 piers,



administration and technical support buildings, warehouses, depots, special equipment and other facilities.

The aforementioned exclusive right was vested to ThPA S.A. for 40 years, by virtue of the concession contract dated June 27, 2001 between the Greek State and ThPA S.A. and expiring (after expansion) in the year 2051. As mentioned below, on February 02, 2018, an amendment to the consolidated version of the Concession Agreement dated 27 June 2001 was amended and codified, with an annual grant amount equal to 3.5% of the consolidated income.

- 1.6** The driving force for the Company is its personnel, which is divided into the clerical personnel (Administrative, Technical, Auxiliary) and the longshoremen. In 2019 it employed 444 people (of whom 250 were regular personnel, 118 longshoremen and 76 Technical Institute of Education (TEI) students, Hellenic Manpower Organization (HMO) apprentices and temporary personnel), against 422 in 2018 (164 regular, 121 stevedores and 137 (TEI), interns and apprentices). Labor relations are regulated by the General Personnel Regulation, the National General Collective Agreement, or the Sectoral (Industry-wide) or similar-profession Contracts, while the remuneration of the employees are governed by the Operational Collective Agreement for regular personnel and longshoremen. The company invests in the continuous training and briefing of its personnel by virtue of educational and training programs and seminars on general issues, such as communication, management, economics, hygiene and safety.

## **2. Goals and strategies**

- 2.1.** The Port of Thessaloniki is the first transit Port in Greece with respect to conventional cargo. It is the European Union Port nearest to the Balkan and the Black Sea Zone countries, offers safety to the cargo in transit and possesses of a natural sea entrance which may cater for ships with deep drafts. One of its advantages is the Container Terminal, operating on a 24-hour basis with fixed rates, the operation of the Conventional Port with two shifts and high level equipment and the "Free Zone" which is one of the 58 in operation throughout the European Union and aimed to principally facilitate and develop trade between EU Member-States and third countries.
- 2.2.** The aim of the strategy of the Company is to increase its shareholders' assets, by:
- maintaining the important (dominating) position the Port holds with respect to its area and elevating it to become the principal Port in the Balkans;
  - reinforcing its role in the Eastern Mediterranean as a center for combined transports, and

- evolving into a transit hub and important Regional Port-Gateway for the Southeastern European markets, where a significant share will be held by the handling of containers in transit.

**2.3.** The main goal of the Company's pricing policy is to offer professional and efficient services at competitive prices.

**2.4.** Is a key objective for ThPA S.A. to provide efficient services to its customers, while providing a healthy and secure working environment for its employees? Accordingly, ThPA S.A. continuously strives to modernize and renovate its mechanical equipment and further develop its infrastructures. Based on the concession contract signed on February 2, 2018 between ThPA S.A. and the Greek State, ThPA S.A. is obligated to invest in infrastructure projects and handling equipment amounting to  180 million by 2025.

### **3. Financial developments and fiscal year performance (financial and non-financial indexes)**

In analyzing the results for 2019 it is noteworthy that the Port of Thessaloniki served a total of 8.263.104 tons of cargo against 7.298.218 in 2018 (+13,22%), 448.765 Containers (TEU's) against 424.500 TEU's in 2018 (+5,72%), 1.829 ships against 1.929 ships in 2018 (-5,18%) and 6.273 passengers against 44.484 passengers in 2018 (-85,90%).

**3.1.** Given these facts, the handling of bulk cargoes exhibited an increase by 19,09% compared to 2018, while general cargo increased by 22,65%, RO-RO cargo traffic decreased by 26,44% and containerized cargo increased by 5,72% in terms of TEU's.

**3.1.1.** Based on the above, the Company's turnover, for the fiscal year 2019, amounted to   68.981.070,05 against  58.534.687,97 for the correspondent fiscal year of 2018, exhibiting an increase by 17,85%, attributed to the increase of Container Terminal sales by 17,80%, the increase of Conventional Terminal sales by 17,94% and the increase of Premises' Exploitation by 25,93%. The Passenger Port turnover exhibited a decrease by 35,88%.

**3.1.2.** Concerning expenses, it is noted that the personnel's salaries and expenses increased by 15,39% due to the recruitment of managerial and administrative staff during the current year, third party fees and expenses increased 32,49%, mainly due to the payment of management fees and executive fees. Third-party benefits increased by 26,49% due to the increase in operating expenses and the concession fee as a result of the increase in sales.

Taxes - fees increased by 13,91% and miscellaneous expenses increased by 28,29% due to the increase of the company's promotion & advertising expenses and travel expenses of its executives. Financial expenses amounted to   1.911.435,08 from   1.380.981,24 (increase of 38,41%) due to the impact of IFRS 16 which has been applied retrospectively from April of 2018\*. Depreciation increased by 20,28% due purchases during 2019 of new mechanical equipment and the impact of IFRS 16 from April of 2018. Provisions increased by 524,20% due to the impact of the actuarial study on personnel's compensation that provides an increase in retirement compensation in accordance with the signed collective agreement between ThPA S.A. and the port workers' associations, in December of 2019. Finally, material and spare parts consumption declined by 1,23%.

The Income tax decreased by   753 thousand due to the decrease of the tax rate of 2019 fiscal year to 24% from 29% of 2018\*.

**3.1.3** As a result of the sales increase, gross profits amounted to the sum of   32.204.034,48 (compared to   27.472.504,04 in 2018\*), exhibiting an increase by 17,22%. Profits before taxes amounted to 23.034.947,85 (against   23.734.363, in 2018\*), exhibiting a decrease by 2,95%, while profits net of tax amounted to   16.452.745,61 (against   16.398.986,20 in 2018\*), exhibiting an increase by 0,33%. The results of the activities of the Company per Operational Sector have exhibited profits in the sectors of the Container Terminal, the Exploitation of Premises and the Conventional Port and loss only in the sector of Passenger Traffic.

**3.2.** Furthermore, for the preparation of the attached financial statements in compliance with International Financial Reporting Standards, the accounting principles and depreciation rates were followed as below:

The valuation of assets was performed by:

- the fair value method for the land plots (investment real estate), as determined by the independent surveyor on 31.12.2019;
- the historic cost method for intangible and tangible fixed assets;
- an actuarial survey with respect to post-service liabilities towards the employees;
- the commercial transaction values for other assets and liabilities, which, due to their short- term nature, approach their corresponding fair values.

The straight-line depreciation method was followed for the depreciation of the fixed assets.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see note 4.3 to the annual financial statements)

### 3.3. Alternative performance measures

The Company utilizes Alternative Performance Measures (APMs) in the context of decision making regarding its financial, operational and strategic planning and to evaluate and publish its performance. Such APMs facilitate the better understanding of the Company's financial and operating results, its financial position as well as its cash flows statement. APMs should be taken into account always combined with the financial results which have been prepared in compliance with IFRS and are not intended to replace them under any circumstances.

The Company mainly uses liquidity and turnover ratios, financial and operating profits ratios, which were used to evaluate the Company's performance and are indicative of the sector.

#### Liquidity Ratios

- General liquidity ratio

The index is calculated based on the ratio of the total current assets € 110.654.030,68 (2018\*: € 101.630.441,17) over the total of the short-term liabilities € 13.195.450,57 (2018\*: € 13.961.931,16).

This ratio measures the balance of cash assets over current liabilities.

The General Liquidity Ratio was 8,39 on 31.12.2019, against 7,28 on 31.12.2018\*.

- Quick or Acid test ratio

This index is calculated by dividing other financial assets and cash and equivalents € 99.052.115,66 (2018\*: € 91.036.781,75) with the total of short-term liabilities 13.195.450,57 (2018\*: € 13.961.931,16).

This ratio shows how many times the current assets of the Company cover its current and past-due liabilities.

The Quick Ratio was 7,51 on 31.12.2019, against 6,52 on 31.12.2018\*.

#### Turnover Ratios

- Collection of Receivables Turnover Ratio.

The index is calculated based on the average claim ratio from clients, multiplied by the days of the period against sales

This ratio shows in how many days the company expects to collect its receivables, from the moment sales were realized.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see note 4.3 to the annual financial statements)

The collection of receivables turnover ratio calculated to 16 days on 31.12.2019, against 20 days on 31.12.2018\*.

Should account be taken of customer advance payments collected by the Company in the calculation of the ratio above, then the ratio is adjusted to -1 days (in advance by 1 day) on 31.12.2019, against 2 days credit on 31.12.2018\*.

#### Operating Profits Indicators

- EBITDA index

This index is based on the ratio of the results before financial expenses, taxes, depreciation   29.747.762,23 (2018\*:   28.954.778,77) to Sales   68.981.070,05 (2018\*:   58.534.687,97).

Shows the relationship between Earnings before Interest, Taxes, Depreciation and Amortization to Sales.

EBITDA has developed to 43,12% on 31.12.2019, against 49,47% on 31.12.2018\*.

- EBT index

This index based on the ratio of the profit for the period before tax   23.034.947,85 (2018\*:   23.734.363,92) to sales   68.981.070,05 (2018\*:   58.534.687,97).

The Earnings Before Tax (EBT) index is a ratio of gross profit over total sales.

The EBT index has developed to 33,39% on 31.12.2019, against 40,55% on 31.12.2018\*, while the Net Profits to Sales ratio has developed to 23,85%, against 28,02% on 31.12.2018\*.

**3.4.** ThPA S.A. shares are listed in the Mid Cap category and in the sector "Industrial Goods & Service – Transportation Services". The Company's share is included in the following indexes of Athens Stock Exchange:

GD: Athex General Composite Share Prices Index

DOM: Athex All Share Index

FTSEM: Athex Mid Cap Index

SAGD: Athex Composite Index Total Return Index

FTSEA : Athex Market Index

DBP: Athex Industrial Goods & Services

FTSEMSFW: Mid & Small Cap Factor-Weighted Index

HELMSI: Hellenic Mid & Small Cap Index

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see note 4.3 to the annual financial statements)

From 1.1.2019 until 31.12.2019, the price for the share increased by 12,7%, from  24,50 to  27,60.

In the same period, the price level of the ASE General Index increased by 51,4%.

Share price on 31.12.2019 was  27,60 (31.12.2018:  25,40). The book value (BV) of the share was  16,00, compared to  14,87 in fiscal year 2018\*, while Price to Book Value (PBV) was  1,73, compared to  1,71 in fiscal year 2018\*.

The ratio of the stock exchange price of the share to earnings per share (P/E) on 31.12.2019 was 16,91 compared to 15,61 in fiscal year 2018\*.

Earnings per share net of tax for the period from 1.1.2019-31.12.2019 amounted to  1,6322, compared to  1,6269 for the period 1.1.2018\*-31.12.2018\*

#### **4. Environmental – labour issues and other information.**

- 4.1.** The Company’s movable and fixed property has not been encumbered with restrictive liens on behalf of its creditors.
- 4.2.** The Company has no branches.
- 4.3.** Moreover, in order to secure its assets and also its liability against third parties and its personnel for damages, it has insured its fixed equipment (machinery – tools – vehicles and vessels – buildings) conceded to it by the Greek State, against all risks and against civil liability and employer’s civil liability, as well as the cargoes of its clients against civil liability etc.
- 4.4.** Having the promotion and protection of the environment as principal concern, ThPA S.A.:
1. Possesses of the following environmental terms approvals for the operation and for its works:
    - Prot. No. 18098/95 Approval of environmental terms for the project for the extension of the 6<sup>th</sup> pier of ThPA S.A.
    - Prot. No. 101850/06/06 Extension of the validity of the approval of environmental term granted by the Joint Ministerial Decision with prot. no. 18098/95 for the extension of the 6<sup>th</sup> pier of ThPA S.A.
    - Prot. No. 144914/09 Amendment of the Joint Ministerial Decision for the Approval of Environmental term with prot. no. 18098/95 for the project “Extension of the 6<sup>th</sup> pier of ThPA S.A., located in the sea space of the Port of Thessaloniki”, the validity of which was extended by the document with prot. no. 101850, issued by the General Director for the Environment of the Ministry for the Environment, Physical Planning and Public Works.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see note 4.3 to the annual financial statements)

- Prot. No. 195175/11 Amendment of the Joint Ministerial Decision with prot. no. 18098/95 on the Approval of Environmental Terms for the project "Extension of the 6<sup>th</sup> pier of ThPA S.A., located in the sea space of the Port of Thessaloniki", the validity of which was extended by
  - means of the document with prot. no. 101850, issued by the General Director for the Environment of the Ministry for the Environment, Physical Planning and Public Works with respect to the gathering of materials from the sea and the installation of four (4) tanks for oil waste by Company NORTH AEGEAN SLOPS – ILIAS ORFANIDIS.
  - Prot. No. 203978/12 Approval of environmental terms for the "Operation of the Port of Thessaloniki".
  - Prot. No. 170059/14 Amendment of the Joint Ministerial Decision with prot. no. 18098/95 for the Approval of the Environmental Terms for the project "Extension of the 6<sup>th</sup> pier of ThPA S.A., located in the sea space of the Port of Thessaloniki", as amended and in force, with respect to the tanks for the storage of oil waste by Company NORTH AEGEAN SLOPS – ILIAS ORFANIDIS.
  - Prot. No. 171836/14 Amendment of Decision with prot. no. 203978/21-12-2012 for the approval of Environmental Terms for the project "Operation of the Port of Thessaloniki" with respect to the storage of sodium hydroxide (NaOH) at pier 4.
  - Prot. no. 173239/14 Amendment of Decision with prot. no. 203978/21-12-2012 on the Approval of the Environmental Terms for the project "Operation of the Port of Thessaloniki" with respect to the installation of stations for refuelling vehicles with liquid fuel.
  - Prot. no. 151696/4-9-2015 Amendment of Ministerial Decision with prot. no. oik. 203978/21-12-2012 on the Approval of the Environmental Terms for the project "Operation of the Port of Thessaloniki", with respect to the construction of a natural gas pipe and the installation of cranes, gantry cranes and a medium voltage substation.
  - Prot. no. 101351/16 "Amendment of environmental terms for the Port of Thessaloniki for the environmental licensing of water airport".
  - Prot. no. 11067/18 Amendment of the environmental terms for project "Operation of the Port of Thessaloniki" with respect to the operation of washing / lubrication facilities and the extension of the implementation time for the Rainwater Drainage Management Plan.
2. Has developed, applies and possesses of a ISO 14001 certificate in the following fields: "Berthing of commercial ships, loading and unloading of bulk cargoes and containers, storage and handling of merchandise and other goods and berthing of passenger and cruise ships; concession of spaces for commercial and cultural activities".
3. Possesses of an approved plan for the collection and management of ships' waste.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see note 4.3 to the annual financial statements)

4. Possesses of emergency plans to deal with incidences relating to the pollution of the sea from oil and hazardous and harmful substances.

5. Recycles all of the produced waste and in particular:

- Lubricant oil waste
- Used tyres
- Batteries
- Wood packaging
- Metallic packaging
- Lamps and lighting fixtures.
- Inert waste
- Filters
- Polluted sawdust.
- Ink toners
- Electrical and electronic equipment waste

**4.5.** Ever since 2007 ThPA S.A. has implemented the Port Facility Safety Plan of ThPA S.A., drawn up in compliance with the I.S.P.S Code (International Ship and Port Facility Security Code), in order to safeguard ships docking at Port facilities, cargoes handled by it, their personnel and passengers and so on from any malicious activity.

**4.6.** ThPA S.A. complies with all provisions and requirements of applicable Laws and regulations relating to employment, Collective Labour Agreements, Company-level Employment Agreements and labour relations, ratified International Labour Treaties, as well as Laws and Regulations in force on health and safety at work.

There are company-level collective employment contracts, as well as regulations set by decisions by the Board of Directors of ThPA S.A., such as the General Personnel Regulation, the Internal Organization and Operation Regulation, the Hygiene and Safety Regulation.

**4.7.** Beyond the liabilities and contingent liabilities included in the Financial Statements and which are not expected to have significant impacts on the operation of the Company and its financial status, the Company has no commitments arising from past events which could result in an outflow of resources, nor any commitments due to onerous contracts or reconstruction schemes that would pose any risks to its continuing operation.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)



## 5. Dividend Policy

The Company's dividend policy aims to satisfy its shareholders while, in parallel, to build reserves to finance its investments. It is proposed that a sum of € 11.793.600 from the net profits for fiscal year 2019 be distributed as dividend, namely 1.17 €/share, pending on the approval by the Annual General Meeting of Shareholders.

## 6. Risk Management

### 6.1. Financial Risk Factors

The company is not exposed to significant financial risks, such as market risk, fluctuations of foreign exchange rates, market prices, credit risk or liquidity risk. Its financial instruments comprise of bank deposits (sight and time), trade and other debtors and creditors, as well as other financial instruments.

### 6.2. Market Risk

- Exchange rate risk: The company does business with domestic and foreign clients and the transaction currency is Euro. Consequently, there is no exchange rate risk.
- Price risk: The Company is not exposed to price risk since it is a service provider and thus not affected by fluctuations in raw materials prices. The services it renders are priced based on its published pricelist, the prices of which are increased or decreased as and when it is deemed necessary by the Company. With respect to the cost of the services provided, since it mainly comprises of payroll costs, it is affected due to increases or decreases thereof. Furthermore, the Company is affected by a change of the fair value of its investments in real estate.
- Interest rate risk: The Company is not exposed to risks connected with the fluctuation of interest rates, since it has no debt liabilities. Finally, the company holds short-term time and other deposits, which are highly liquid.

### 6.3. Credit Risk

The exposure of the Company to credit risk is limited to its financial instruments.

The credit risk to which the company is exposed with respect to its customers is limited given, on the one hand, its large customer base and, on the other hand, that as a standard practice it receives down payments or letters of credit prior to the commencement of works.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

Additionally, with respect to the financial assets as well as the cash or equivalents, the management of the company applies a dispersion policy for the number of banks it does business with, as well as a policy for assessing their creditworthiness.

#### **6.4. Liquidity risk**

There is no liquidity risk for the company, since its operating costs are covered by its cash equivalents (including other financial instruments) which account for 49,22% of current assets.

#### **6.5. Capital risk management**

The company does not utilize loan capital and the leverage ratio is, therefore, zero.

#### **6.6. Fair value**

The amounts in the Statement of Financial Position for cash, receivables and short-term liabilities approximate their corresponding fair values, due to their short-term maturity.

#### **6.7. Supply chain**

There are no suppliers, the interruption of collaborating with whom would jeopardize the operation of the Company.

### **7. Important events in fiscal year 2019**

On March 18 of 2019, a Notice of Initiation of the First Investment Period was sent to the Greek State confirming the intention to initiate work on First Mandatory Investments in accordance with Article 7.2 of the Concession Agreement between the Greek State and ThPA S.A., which was ratified by article 1 of Law 4522/2018 (Government Gazette A 39 / 7.3.2018).

Within the first Investment Period, ThPA S.A. will make Compulsory Investments of € 180 million, including the following individual investments:

- Expansion of the port infrastructure of the 6th pier, namely:
  - Construction of a new additional quay with a length of at least 440 meters, of which at least 400 meters must have a beneficial depth of -16.5 m. at least.
  - Construction of an additional terrestrial zone, at least 300 meters wide, along the above new quay.
  - Construction of all additional infrastructure works necessary to ensure the full functionality of the new quay and the corresponding land area.
- Supply of equipment at the Container Terminal and the Bulk Cargo Station at the 6th Pier.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

- General port development investments, including the Rehabilitation of the Old Customs Building.

The twelve (12) new Straddle Carriers which had been ordered by Konecranes in 2018 have been delivered and put into operation. Existing and newly recruited operators were trained in the use of these new handling equipment, which were incorporated into the existing fleet of container terminal equipment.

Under these commitments, a Service Agreement with the Independent Engineer has been signed to oversee the First Mandatory Investments and has provided the Ministry of Finance with the required Supplementary Goodwill Letter of Good Execution of   20 million.

Additionally, the Initial Port Development Plan, as estimated to be implemented by the Company's Management, were submitted to the competent authorities and have been approved.

Besides the above, no other events incurred in the fiscal year 2019 which substantially affect the financial statements

## **8. Development-Prospects.**

It is the approach of the new Management of the Company to continuously modernize, develop and transform the port to become a prime regional leader and being the Gateway Port for the Balkan Region and beyond. This entails improving the utilization of the existing assets, increasing the efficiency and productivity of the organization, expanding the throughput capacity of the port, and developing additional transport modalities, thereby offering improved and additional services to our customers, and creating benefits for our stakeholders. ThPA S.A. has the prospects of enlarging the catchment area of the Port. In order to deliver on these prospects, Management aims at executing the obligatory investments of the Concession Agreement as soon as possible, ensuring that:

- The necessary and required investments in infrastructure are executed, principally increasing the capacity of the Container Terminal by creating additional berths, increasing the draft to accommodate larger vessels, and increasing the container yard footprint
- Investments in handling equipment are executed, to accommodate larger vessels, and to improve the operational productivity leading to relative shortening of vessels stays in the Port
- An organizational transformation is currently being executed, ensuring that ThPA S.A. at all times has an engaged, skilled and efficient organization in place, servicing our customers best possibly.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

## 9. Important transactions with associated parties, as per IAS 24

### Management remuneration.

The total remuneration and attendance fees paid to members of the Board of Directors during the fiscal year 2019 amounted to € 446.093,28 (2018: € 373.562,14). During the same period the total amount of € 1.793.451,85 (2018: € 856.623,65) were paid to managerial and other executive staff of the company.

The total remuneration of the managerial and other executive staff was charged with employer contributions which amounted to € 247.273,51 (31.12.2018: € 213.301,27).

Added to this, the accumulated provision for personnel compensation includes an amount of € 154.000,69 (31.12.2018: € 157.303,87) for the managerial and other executive staff of the company.

Besides the remunerations just cited there is no other business relation or transaction from 1.1.2019 to 31.12.2019.

The Chairman and Chief Executive Officer, the Members of the Board of Directors, the Managerial and other executive staff and the personnel of the Internal Audit Department have not been granted any form of a loan by the company.

Furthermore, on 31.12.2019 the Company owed Board of Directors fees amounting to € 77.542,67 (2018: € 35.992,51) attributed to December 2019 and have been paid in January 2020.

## 10. Events after the Reporting Period

In 2020, and during the First Investment Period, in which ThPA S.A. realize Mandatory Investments amounting to 180 million Euro, ThPA S.A. will include the following individual investments:

- Extension of the Port infrastructure of the 6th pier and specifically:
  - Construction of new additional pier with a length of at least 440 meters, of which at least 400 meters must have a useful depth of at least -16.5m.
  - Construction of additional terrestrial zone, at least 300m. wide, along the aforementioned new wharf.
  - Construction of all complementary infrastructure works which are necessary to ensure the full functionality of the new wharf and of the corresponding terrestrial zone.
- Investments for the general development of the Port, including Restoration Works at the Building of the Old Customs' Office.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

ThPA S. A. has in the first quarter of 2020 continued the CLA negotiations with the union of OMYLE. The negotiations are close to being finalized, and the new CLA is expected to be signed by the parties by the end of May. The CLA will be effective from 1 January 2020 once signed by both parties

The outbreak of the Coronavirus pandemic in early 2020 has a significant impact on the global business environment in which ThPA S.A. operates. The pandemic develops daily, and it is very difficult to predict the longevity of the pandemic, and how deep an impact it will have on the markets in which ThPA S.A. operates. Management is taking the necessary precautions to safeguard the health and safety of its employees and its stakeholders, as well as minimizing its impact on the business and its profitability.

Besides the above, there were no other events after the financial statements on December 31, 2019 which significantly affect the understanding of these financial statements and must be either disclosed or differentiate the items in the published financial statements.

## **11. Corporate Governance Statement, pursuant to art. 152, Law 4548/2018**

**11.1. The Company abides by an approved Corporate Governance Code-CGC, which it applies in accordance with appropriate practices and related legislation. Following the change in the shareholding structure in March 2018 and the change in the composition of the Board of Directors, the Company has proceeded to the necessary changes to the CGC, considering also the changes that took place within fiscal year 2019.**

The Company, based on decisions of the Board of Directors, has established and follows a Corporate Governance Code-CGC, according to relevant legislation (Law 4548/2018 for soci t  anonymes, Law 3016/2002 for Corporate Governance and Law 4449/2017 for the operation of the Audit Committee). The CGC is posted on the Company's website on [www.thpa.gr](http://www.thpa.gr) in the path: "Company / InvestorRelations / Corporate Governance Code: <https://www.thpa.gr/index.php/en/olth/investor-relations/corporate-code>

For the preparation of CGC, international best practices were considered; the Greek Corporate Governance Code for listed companies from the Greek Council of Corporate Governance in October 2013, as well as the principles of Corporate Governance from OECD (Organisation for Economic Co-operation and Development)

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

in 2015. Those principles underline the role of good Corporate Governance in promoting competitiveness among enterprises, in regards to efficiency of internal organization and lower cost of capital.

The general principles of the Code cover the below sections:

- Role and responsibilities of the Board of Directors-BoD
- Size and composition of the BoD
- Duties and conduct of the members of the BoD
- Role of the Chairman of the BoD
- Internal Audit System-IAS
- Remuneration framework – Remuneration Committee
- Communication with shareholders
- General Meeting of Shareholders

This Code’s main targets are to:

- Adopt – based on the needs and specific criteria of the Company – the best Corporate Governance practices.
- Facilitate the voluntary formulation of appropriate Corporate Governance policies and practices.
- Implement best practises to inform shareholders.
- Create an accessible and comprehensible reporting system based on which the corporate governance statement-CGS of article 152 of Law 4548/2018 is drafted.

### **11.2. Reference to corporate governance practices applied by the Company for the year 2019.**

The practices adopted and applied by the Company for the year 2019 are in accordance with its Articles of Association (amendments and announcements to General Commercial Register (GEMI) ΓΕΜΗ 14/2/2018 & ΓΕΜΗ 27/09/2019), and also with its internal rules of operation, which are described in detail in the existing CGC and in the Regulations, Policies and Codes posted on the Company's web site at [www.thpa.gr](http://www.thpa.gr) in the path: "Company/Investor Relations/ Corporate governance code - Regulations - Policies:  
<https://www.thpa.gr/index.php/en/olth/investor-relations/corporate-code>

### **11.3. Description of the main features of the Company's Internal Audit System-IAS and risk management in relation to the process of preparing the financial statements**

**11.3.1** The Internal Audit System-IAS is defined as a system of procedures adopted by the BoD, the Management and the rest of the personnel, aiming to ensure efficiency and effectiveness of corporate operations, credibility of financial reporting and compliance with the applicable laws and regulations.

Individual objectives of the IAS follow:

- Efficient and effective Company operation, so it can properly address any risks associated with achieving its business objectives. This objective also entails protecting Company's assets from improper use or loss, including the prevention and disclosure of potential fraud.
- Ensure reliability of the provided financial information, inside and outside the Company.
- Compliance with the applicable laws and regulations, including the internal Company policies.

Within the framework of the IAS, five (5) key elements operate: Audit Environment, Risk Management practices, Audit Safeguards, Information & Communication and Monitoring.

#### The Internal Audit Office-IAO

The IAO was established in accordance with the decision of the BoD 5/204/2000, of the Hellenic Capital Market Commission and articles 7 and 8 of Law 3016/2002. The IAO is independent of the other business units and reports administratively to the Chairman of the BoD and functionally to the Audit Committee.

The IAO complies with the International Professional Practices Framework. More specifically, it applies the International Standards for the Professional Practice of Internal Auditing (IIA Standards), as well as the Code of Ethics.

Further, IAO:

- operates as a consultant to the Management in accordance with the auditing principles and international standards,
- operates objectively and independently of the activities under audit jurisdiction,
- provides high-level services at all hierarchical levels of the Company, through analyses, evaluations and relevant suggestions,
- operates as a service provider at all levels of the administrative and operational structure of the Company and to the relevant human resources,
- possesses uninterrupted access to records, resources and generally to the Company's data necessary to conduct the audit.

#### **11.3.2** Audit Committee

The Internal Audit Office-IAO is supervised by the Audit Committee. All the members of the Audit Committee are appointed by the General Meeting of Shareholders and according to the provisions of article 44, Law 4449/2017, while the majority of its members must be independent members of the BoD. The Audit Committee shall - inter alia - undertake:

- To supervise the procedure of financial reporting,
- To supervise the effective operation of the IAS and of the Risk Management practices,
- To supervise the proper function of the Internal Audit Office,
- To supervise the course of the review of the interim financial statements and the statutory audit of the annual financial statements.
- To review and supervise matters related to the objectivity and independence of the statutory auditor or the audit firm; in particular as regards to the provision to the audited entity of other services by the statutory auditor or audit firm.
- To submit a proposal to the BoD for the selection of the audit firm.

#### Members of the Audit Committee-A.C.:

The composition of the Audit Committee was defined by decision No.7360/23.3.2018 of the Board of Directors, which was ratified by the Ordinary General Meeting on 28/6/2018, and consists of:

- a) Michalopoulos Panagiotis : member of the Board of Directors, independent non-executive, Chairman of the Audit Committee
- b) Alevras Panagiotis : member of the Board of Directors, independent non-executive
- c) Vlachos Angelos : member of the Board of Directors, non-executive

The Audit Committee is elected by the General Meeting in accordance with article 12 of the Articles of Association of the Company, as amended by the decision of the Extraordinary General Meeting of 29/08/2019.

In particular, the Extraordinary General Meeting of 29/8/2019 approved:

The amendment of article 12 of the Company's Articles of Association "Audit Committee", in order to harmonize with the provisions of article 44 of Law 4449/2017, which stipulates, inter alia, that the Audit Committee is elected by the General Meeting. It is also foreseen that the HRADF ("ΤΑΙΠΕΔ" in Greek) will exercise its right to appoint its representative to the Audit Committee, with a statement to be submitted to the General Meeting when electing its members.

Further, the General Meeting approved the election of the members of the Audit Committee of ThPA S.A., which consists of:

1. Alevras Panagiotis, independent non-executive member,
2. Vlachos Angelos, a non-executive member and
3. Michalopoulos Panagiotis, independent non-executive member,



The remuneration of the members of the Audit Committee remains the same as in 2018 and relates to a monthly payment of   1.000 (one thousand euros, net, after taxes and deductions).

### **11.3.3 *Other Risk Management Practices***

The adequacy and effectiveness of the IAS in a Company is based on: a) the nature and extent of the risks exposed, b) the extent and categories of the risks the BoD is willing to undertake, c) the probability of occurrence of the said risks, d) the capabilities of the Company to mitigate the impact of the realized risks, and e) the cost of operating certain Audit Safeguards, in relation to the benefits of risk management. The BoD maintains an effective IAS, in order to identify and encounter the most significant risks.

The Company has developed policies and procedures that ensure the effective management of the risks of its activities by supporting and preserving the Internal Audit System-IAS and the preparation of financial reports and financial statements of the Company.

Those policies and procedures are related to, among others:

- The delegation of responsibilities and authorities to both, the Senior Management and to middle and lower level executives, in order to ensure the efficiency of the IAS, while preserving the required separation of responsibilities.
- Appropriate recruiting in Financial Department with personnel who possess the necessary technical knowledge and experience for the responsibilities assigned to them.
- Closure procedures including deadlines for submission, responsibilities and classification of accounts.
- Audit procedures and accounting agreements to ensure the correctness and legality of entries in the accounting records.
- The existence of multiple safeguards for the Company's fixed assets, inventory, cash and other assets of the Company, indicatively: the physical security of the cash desk and warehouses, the installment of a secured "Smart Safe" owned by a bank, connected on-line with the bank accounts of the Company allowing real time cash deposits, the end-of-year Count stock and the comparison of the measured amounts with those in the accounting books, the application of a web banking system in all banks, with two different operators for entry data/orders and approvals.
- Establishment and operation of the operating system for data network and computer systems of ThPA. S.A. to record & encrypt security requirements, obligations & user rights, as well as the services required for their proper functioning, in the context of preserving GDPR obligations.
- Frequent updates of Policies (indicatively, Investment, Credit), Regulations (indicatively, Contracts and Procurement), as well as sophisticated software for recording and monitoring transactions and reporting to the Management.
- Above practices, operate under the context of specific Safeguard Activities that exist in: Company Level, Procedure Level and IT Systems Control level.

## **11.4. Composition and operation of the Board of Directors and other administrative, management or supervisory bodies or committees of the Company**

### **11.4.1 Board of Directors-BoD**

The Board of Directors-BoD represents ThPA S.A. in and out of court. By decision, it has assigned to exercise part of its responsibilities to the Chairman of the Board of Directors and Managing Director, the CEO, the Executive Committee and the General Directors.

The Board of Directors decides, without any limitation, on any act concerning the management of the Company, the management of its assets and generally the pursuit of its purpose, with the exception of issues expressly defined as authorized by the General Meeting of Shareholders to be decided.

The Board of Directors consists of at least nine (9) and up to eleven (11) members.

A Legal entity may also be appointed as a Member.

The composition, the term, the Meeting, the operation and the responsibilities of the Board of Directors are governed by the provisions of Articles 7 to 10 of the Company's Articles of Association. Members are elected by the General Meeting, which also define the term of its Members.

If the HRADF or its legal successor in title, continues to hold at least 504,000 common voting shares of nominal value three euro (€ 3.00) each (or any equivalent resulting from any change in the nominal value per share), then it is entitled to appoint one (1) non-executive member of the Company's Board of Directors. The Extraordinary General Meeting of 29/8/2019 approved the reduction of the number of independent members of the Board of Directors of ThPA S.A. from three (3) to two (2) members.

Below follows the composition of the Board of Directors from **01/01/2019 – 30/07/2019**:

Sotirios Theofanis	: Chairman of the BoD & Managing Director, Executive member
Boris Wenzel	: Deputy Chairman of the Board, Non-executive member
Artur Davidian	: Executive member
Angelos Vlachos	: Non-executive member
Alexander-Wilhelm Von Mellenthin	: Non-executive member
Panayiotis Alevras	: Independent, Non-executive member
Gabriel Ioannou	: Non-executive member
Panagiotis Michalopoulos	: Independent, Non-executive member
Cedrik Jean Marc Garnier	: Independent, Non-executive member

Below follows the composition of the Board of Directors from **30/07/2019 – 31/12/2019**:

Sotirios Theofanis	:	Chairman of the BoD & Managing Director, Executive member
Boris Wenzel	:	Deputy Chairman of the Board, Non-executive member
Artur Davidian	:	Executive member
Angelos Vlachos	:	Non-executive member
Alexander-Wilhelm Von Mellenthin	:	Non-executive member
Panayiotis Alevras	:	Independent, Non-executive member
Gabriel Ioannou	:	Non-executive member
Panagiotis Michalopoulos	:	Independent, Non-executive member
Baiqiao (Leon) Fu	:	Non-executive member (replaced Mr. Cedric Garnier)

The remuneration of the members of the Board of Directors for the year 2019 is presented in note 8.26 of the financial statements.

Based on the relevant decision of the General Meeting of Shareholders on 26.06.2019, no remuneration will be paid to the BoD members for their participation in the BoD meetings, except for the compensation for travelling and accommodation expenses for the participation in the Bod Meetings.

#### **11.4.2 Other Committees and Policies**

Additionally, the below Committees were operating within 2019, under the framework of their responsibilities:

- Executive Committee, in which – based on Board of Directors decision No 7458/30.07.2019 – the Chief Executive Officer is chairing, with the participation of Chairman and Managing Director and four (4) General Managers of the Company. The BoD has assigned, as fully authorized, part of its duties to the Executive Committee, aiming to optimally succeed in meeting corporate targets.
- Remuneration Committee, which – based on Board of Directors latest decision No 7495/30.04.2020 - consists of three (3), non-executive members of the BoD, namely, Mr. Panagiotis Michalopoulos as Chairman, with Mr. Boris Wenzel and Mr. Gabriel Ioannou as members. Its duties include indicatively, monitoring, reviewing and regularly updating the procedures and conditions for remuneration at corporate level, so that these align with both the business objectives and the applicable regulatory framework.

## **Diversity Policy**

The Company has adopted a Diversity Policy within the meaning of article 152, par. d, of Law 4548/2018, which is posted on the Company's website, regarding the composition of the BoD and senior executives, with the aim of expressing different perspectives, reflecting the social and business environment of the Company. According to the Company's current Diversity Policy, diversity in the workplace does not exclude anyone from any function, position and workgroup. The Company's policy is to operate under fair and lawful Human Resources Management procedures, without distinction as to, indicatively, age, sex, gender, color, national origin, health, educational and professional level of employees.

Consequently, the aim is to maximize diversity, within practicable limits, with regards to the composition of the BoD and senior executives, in order to successfully achieve corporate goals. The aforementioned composition aims to continuously increase the pool of skills, experience and vision that the Company keeps available for its top positions, as well as its competitiveness, productivity and innovation.

### **11.5. Information on the operation of the General Meeting of Shareholders and its main authorities, as well as a description of shareholders' rights and the way to exercise them**

The General Meeting of Shareholders is the supreme body of the Company, entitled to decide on each corporate affair in accordance with the law.

The General Meeting must meet at least once every financial year by the tenth (10<sup>th</sup>) calendar day of the ninth month after the end of the financial year in order to decide on the approval of the annual financial statements and the election of auditors (Ordinary General Meeting). The Ordinary General Meeting may also decide on any other matter of its competence.

The General Meeting is convened by the Board of Directors. The General Meeting convenes extraordinarily:

- whenever the Board of Directors deems it appropriate or necessary (Extraordinary General Meeting).
- at the request of shareholders, representing one twentieth (1/20) of the paid-up capital, the Board of Directors is obliged to convene an Extraordinary General Meeting of the shareholders.
- while, the company's auditor has also the right to request the convention of a General Meeting with a relevant application to the Chairman of the Board of Directors.

Shareholders are entitled to participate in the General Meeting, either in person or through a legally authorized representative, in accordance with the lawful procedure. Shareholders exercise their rights in relation to the Company's Management, exclusively through their participation in the General Meetings of

the Company's shareholders. Each share entitles one vote. Shareholders, in order to have the right to vote in the General Meeting, must indicate to the Company in writing a common representative for this share, who will represent them in the General Meeting; until such determination of the representative, the exercise of their rights is suspended.

The General Meeting is the only competent body to decide on the following issues:

- a) Amendment of the Articles of Association, including increases or decreases in share capital.
- b) Merging, splitting, transforming, reviving, extending the duration, or terminating the Company.
- c) Election of members of the Board of Directors and Auditors.
- d) Approval of the Company's annual financial statements.
- e) Allocation of annual profits.
- f) The authorization of a fee or advance payment of wages under Article 109.
- g) Approval of the overall management under Article 108 and the discharge of the Auditors.
- h) Appointment of liquidators.
- i) For companies listed on a regulated market, the approval of the Remuneration Policy under Article 110 and the Remuneration Report under Article 112.

**At least twenty (20) days before the General Meeting, the Company will post on its website both in Greek and English, information about:**

- the date, time and place of the General Meeting of Shareholders,
- the items on the agenda,
- shareholders who are eligible to participate and
- precise instructions on how shareholders can participate in the General Meeting and exercise their rights.

In addition to the above, for companies listed on a regulated market, the invitation shall include further information on how shareholders' rights are exercised in accordance with Article 121 of Law 4548/2018. Until the election of its chairman, by simple vote, the General Meeting is chaired by the Chairman of the Board of Directors or his/her deputy.

A summary of the resolutions of the General Meeting is available on the Company's website.

## **12. EXPLANATORY REPORT BY THE BOARD OF DIRECTORS**

**(Pursuant to article 4 pars. 7 and 8 of Law 3556/2007)**

### 12.1. Structure of the Company's share capital

The share capital of ThPA S.A. stands at thirty million two hundred and forty thousand Euros (30,240,000), is divided in ten million and eighty thousand (10,080,000) common nominal shares, of a value of three Euros (3,0) each. In the share capital there are no shares that do not represent capitals of the Company or rights to acquire bonds.

The shares of the Company ThPA S.A. are listed in the Main Market of the Athens Stock Exchange with 25,73% of the total shares being offered to the investing public.

The shareholder structure of the Company on 31/12/2019 was as follows:

Shareholders	Number of shares	Percentage
SEGT Ltd	6.753.600	67,00%
HRADF SA	732.594	7,27%
Investing public	2.593.806	25,73%
<b>TOTAL</b>	<b>10.080.000</b>	<b>100,00%</b>

The Company does not hold any own shares.

### 12.2. Limitations on share transfer

Company shares are all common registered shares.

Every Company share incorporates every right and liability prescribed by Law and the Company's articles of association, which do not include provisions imposing further limitations than those provided by Law.

### 12.3 Significant direct or indirect holdings set out by articles 9 to 11 of Law 3556/2007

#### Significant direct or indirect holdings over 5% on 31/12/2019

Besides SEGT Ltd. and HRADF, which held on 31.12.2019 67,00% and 7,27% respectively of the share capital of ThPA S.A., there were no other shareholders with significant direct or indirect holdings set out by the provisions of Law 3556/07 (articles 9, 10, 11).

### 12.4 Shares granting special control rights

Besides SEGT Ltd, the reference shareholder, with a percentage of 67,00%, there were no other Company shares granting special control rights to their owners on December 31, 2019.

### **12.5 Voting rights restrictions-Deadlines for the exercise of relevant rights**

Every share grants the right of one vote. Joint holders of a share, in order to have the right to vote in the General Meeting, have to appoint to the Company, in writing, one common representative for this share, who shall represent them in the General Meeting, while until this appointment, the exercise of their rights shall be suspended. The Company's shares are freely negotiable. The shareholders exercise their rights regarding the management of the Company, exclusively by participating in the General Meetings of the shareholders of the Company.

### **12.6 Shareholder agreements, disclosed to the Company, entailing restrictions to the transfer of shares or to the exercise of the rights to vote**

No agreements between shareholders, entailing restrictions to the transfer of shares or to the exercise of the rights to vote, have been disclosed to the Company, nor are such agreements provided for in its Articles of Association.

### **12.7 Rules for the appointment and replacement of members of the Board of Directors and for amending the articles of association**

The Board of Directors represents ThPA S.A both in and out of court. It has issued a decision to assign part of its powers to its Chairman and to the CEO, jointly or each one individually.

The Board of Directors decides, without any limitation, on any act concerning the management of the Company, in the context of the corporate scope, with the exception of matters fall under the exclusive competence of the General Shareholders Meeting.

The Board of Directors consists of at least nine (9) and up to eleven (11) members.

The composition, term, constitution, operation and competences of the Board of Directors are governed by the provisions of Articles 7 to 10 of the Company's Articles of Association. Members are elected by the General Shareholders Meeting, which also defines the terms of its Members.

While HRADF or its legal successor in title, continues to hold at least 504.000 common voting shares of nominal value three Euro (€ 3.00) each (or any equivalent resulting from any change in the nominal value per share) is entitled to appoint a (1) non-executive member of the Company's Board of Directors.

**Thessaloniki, May 25, 2020**

**The Board of Director**



## C. Independent Auditors' Report

To the Shareholders of

THESSALONIKI PORT AUTHORITY SOCIETE ANONYME

Report on the Audit of the Financial Statements

### Opinion

We have audited the accompanying Financial Statements of "THESSALONIKI PORT AUTHORITY SOCIETE ANONYME" (the "Company") which comprise the Statement of Financial Position as at 31 December 2019, the Statements of Comprehensive Income, Changes in Equity and Cash Flows for the year then ended, and notes, comprising a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying Financial Statements present fairly, in all material respects, the financial position of "THESSALONIKI PORT AUTHORITY SOCIETE ANONYME" as at 31 December 2019, its financial performance and its cash flows for the year then ended, in accordance with International Financial Reporting Standards as adopted by the European Union.

### Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISA), which have been incorporated in Greek legislation. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants, as it has been incorporated into Greek legislation, and the ethical requirements that are relevant to the audit of the financial statements in Greece and we have fulfilled our ethical responsibilities in accordance with the requirements of the applicable legislation and the aforementioned Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

## Key Audit Matters

Key audit matters are those matters, that, in our professional judgment, were of most significance in our audit of the Financial Statements of the current period. These matters and the relevant significant assessed risks of material misstatement were addressed in the context of our audit of the Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

### Adoption of IFRS 16 "Leases"

<b>The key audit matter</b>	<b>How the matter was addressed in our audit</b>
<p>The Company applied, for the first time IFRS 16 "Leases", which is effective for the accounting periods commencing 1 January 2019, using the full retrospective method.</p> <p>The impact from retrospective application of the standard on the comparative information presented for 2018 is disclosed in notes 4.3 "Standards and Interpretations effective for the current year" while the effect on the financial position and the results of the current fiscal year is described in note 5.17.</p> <p>The impact of IFRS 16 on transition is reliant upon Management estimates, primarily in determining the appropriate discount rates (incremental borrowing rates) as well as future lease payments used in the calculation of lease liabilities and the corresponding right-of-use assets.</p>	<p>Our audit procedures included, amongst others:</p> <ul style="list-style-type: none"> <li>• We assessed the key judgements and assumptions used by management in the calculation model for the application of the new standard.</li> <li>• We verified the accuracy of the underlying lease data included in the model.</li> <li>• We examined the completeness of the lease data by reconciling Company's lease commitments as of 31 December 2018 to the lease data included in the IFRS 16 model as of 1 January 2019.</li> <li>• We assessed the discount rates used to calculate the lease obligation with the support of our valuation experts.</li> <li>• We assessed Management estimates regarding the future lease payments that were used in the calculation of the lease liabilities and the respective right-of-use assets.</li> </ul>

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

<p>We focused on this area due to the estimation and judgement applied by management in the transition and the significant amounts of the assets and liabilities recognized.</p>	<ul style="list-style-type: none"> <li>• We recomputed independently and compared the results to that of management</li> <li>• Finally, we evaluated the adequacy of financial statement disclosures for this issue.</li> </ul>
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### Other Matter

The Financial Statements of the Company as at and for the prior year ended 31 December 2018, excluding the retrospective adjustments described in Note 4.3 to the Financial Statements, were audited by another Audit Firm, for which the Certified Auditor issued an audit report on 30 April 2019 expressing an unmodified opinion.

As part of our audit of the financial statements as at and for the year ended 31 December 2019, we also audited the retrospective adjustments described in Note 4.3 to the Financial Statements that were applied to restate the comparative information.

We were not engaged to audit, review, or apply any procedures to the comparative information, other than with respect to the retrospective adjustments described in Note 4.3 to the Financial Statements. Accordingly, we do not express an opinion or any other form of assurance on comparative information. However, in our opinion, the retrospective adjustments described in Note 4.3 to the Financial Statements are appropriate and have been properly applied.

### Other Information

Management is responsible for the other information. The other information comprises the information included in the Board of Directors' Report, for which reference is made in the "Report on Other Legal and Regulatory Requirements" and the Declarations of the Members of the Board of Directors but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

material misstatement of this other information, we are required to report that fact. We have nothing to report regard in this regard.

## Responsibilities of Management and Those Charged with Governance for the Financial Statements

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

In preparing the Financial Statements, management is responsible for assessing the Company'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 Company to cease operations, or has no realistic alternative but to do so.

The Audit Committee (article 44 of L. 4449/2017) of the Company is responsible for overseeing the Company's financial reporting process.

## Auditor's Responsibilities for the Audit of Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 which have been incorporated in Greek legislation 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 Financial Statements.

As part of an audit in accordance with ISAs, which have been incorporated in Greek legislation, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

Identify and assess the risks of material misstatement of the 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 Company's internal control.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

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 Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the 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 auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' 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.

## Report on Other Legal and Regulatory Requirements

### 1. Board of Directors' Report

Taking into consideration that Management is responsible for the preparation of the Board of Directors' Report and the Corporate Governance Statement that is included in this report, pursuant to the provisions of paragraph 5 of Article 2 of Law 4336/2015 (part B), we note that:

- (a) The Board of Directors' Report includes a Corporate Governance Statement which provides the information set by Article 152 of L. 4548/2018.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

(b) In our opinion, the Board of Directors' Report has been prepared in accordance with the applicable legal requirements of Articles 150,153 and of paragraph 1 (cases c and d) of article 152 of L. 4548/2018 and its contents correspond with the accompanying Financial Statements for the year ended 31 December 2019.

(c) Based on the knowledge acquired during our audit, relating to "THESSALONIKI PORT AUTHORITY SOCIETE ANONYME" and its environment, we have not identified any material misstatements in the Board of Directors' Report.

## 2. Additional Report to the audit Committee

Our audit opinion on the Financial Statements is consistent with the Additional Report to the Audit Committee of the Company dated 22 May 2020, pursuant to the requirements of article 11 of the Regulation 537/2014 of the European Union (EU).

## 3. Provision of non Audit Services

We have not provided to the Company any prohibited non-audit services referred to in article 5 of Regulation (EU) 537/2014.

The permissible non-audit services that we have provided to the Company during the year ended 31 December 2019 are disclosed in Note 8.19 of the accompanying Financial Statements.

## 4. Appointment of Auditors

We were appointed for the first time as Certified Auditors of the Company based on the decision of the Annual General Shareholders' Meeting dated 26 June 2019.

Athens, 25/05/2020

KPMG Certified Auditors S.A.  
AM SOEL 114

Charalambos Sirounis, Certified Auditor  
AM SOEL 19071

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

## D. Annual Financial Statements

### Financial Position Statement

#### ASSETS

		31.12.2019	31.12.2018* restated
<b>Non current assets</b>	<b>Note</b>		
Investments in property	<b>8.1</b>	3.105.181,71	3.028.963,36
Tangible fixed assets	<b>8.2</b>	56.224.356,97	49.448.719,23
Intangible assets	<b>8.3</b>	858.518,41	594.844,36
Right-of-use	<b>8.4</b>	41.936.000,04	43.278.000,00
Long-term receivables	<b>8.5</b>	26.813,32	27.534,32
Restricted cash	<b>8.9</b>	7.000.000,00	10.000.000,00
Deferred tax assets	<b>8.24</b>	4.708.042,51	5.169.304,98
<b>Total non current assets</b>		<b>113.858.912,96</b>	<b>111.547.366,25</b>
<b>Current assets</b>			
Inventories	<b>8.6</b>	1.747.397,31	1.724.392,82
Trade receivables	<b>8.7</b>	3.292.119,27	2.833.200,95
Down payments and other receivables	<b>8.8</b>	6.562.398,44	6.036.065,65
Other financial items	<b>8.9</b>	44.586.500,00	0,00
Cash holdings and equivalents	<b>8.9</b>	54.465.615,66	91.036.781,75
<b>Total current assets</b>		<b>110.654.030,68</b>	<b>101.630.441,17</b>
<b>Total Assets</b>		<b>224.512.943,64</b>	<b>213.177.807,42</b>
<b>EQUITY</b>			
<b>Equity</b>		30.240.000,00	30.240.000,00
Share capital	<b>8.10</b>	67.027.296,76	66.207.907,34
Reserves	<b>8.10</b>	63.973.478,24	53.444.022,41
Retained Earnings		<b>161.240.775,00</b>	<b>149.891.929,75</b>
<b>LIABILITIES</b>			
<b>Long-term liabilities</b>			
Provisions for liabilities to employees	<b>8.11</b>	5.240.179,18	3.945.104,61
Other provisions	<b>8.12</b>	417.509,99	914.867,98
Lease Liability	<b>8.27.2.ii</b>	44.256.654,70	44.339.442,00
Other long-term liabilities	<b>8.13</b>	162.374,20	124.531,92
<b>Total long-term liabilities</b>		<b>50.076.718,07</b>	<b>49.323.946,51</b>
<b>Short-term liabilities</b>			
Liabilities to suppliers	<b>8.14</b>	2.660.530,36	3.008.372,84
Customer down payments	<b>8.14</b>	3.582.630,76	2.877.914,44
Dividends Payable	<b>8.14</b>	10.103,04	0,00
Short-term lease liability	<b>8.27.2.ii</b>	1.847.776,55	1.350.000,00

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

Other liabilities and accrued expenses	<b>8.14</b>	5.094.409,86	6.725.643,88
<b>Total short-term liabilities</b>		<b>13.195.450,57</b>	<b>13.961.931,16</b>
<b>Total Liabilities</b>		<b>63.272.168,64</b>	<b>63.285.877,67</b>
<b>Total Equity and Liabilities</b>		<b>224.512.943,64</b>	<b>213.177.807,42</b>

*The attached explanatory notes are an integral part of the present financial statements.*

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)



## Comprehensive Income Statement

	<b>1/1 - 31/12/2018</b>		
	<b>Note 1/1 - 31/12/2019 restated*</b>		
<b>Sales</b>	<b>8.16</b>	<b>68.981.070,05</b>	<b>58.534.687,97</b>
Cost of sales	<b>8.17</b>	<b>(36.777.035,57)</b>	<b>(31.062.183,93)</b>
<b>Gross Profit</b>		<b><u>32.204.034,48</u></b>	<b><u>27.472.504,04</u></b>
Other revenue and profits	<b>8.18</b>	<b>3.731.688,34</b>	<b>6.383.493,42</b>
Administrative expenses	<b>8.19</b>	<b>(10.111.232,60)</b>	<b>(6.727.597,25)</b>
Distribution expenses	<b>8.20</b>	<b>(907.739,30)</b>	<b>(737.234,36)</b>
Other expenses and losses	<b>8.22</b>	<b>(1.159.146,20)</b>	<b>(2.415.886,18)</b>
<b>Operating results before taxes, financial and investment results</b>		<b><u>23.757.604,72</u></b>	<b><u>23.975.279,67</u></b>
Financial income	<b>8.23</b>	<b>1.188.778,21</b>	<b>1.140.065,49</b>
Financial expenses	<b>8.23</b>	<b>(1.911.435,08)</b>	<b>(1.380.981,24)</b>
<b>Fiscal year profits before tax</b>		<b><u>23.034.947,85</u></b>	<b><u>23.734.363,92</u></b>
Income tax	<b>8.24</b>	<b>(6.582.202,24)</b>	<b>(7.335.377,72)</b>
<b>Fiscal year profits net of tax (A)</b>		<b><u>16.452.745,61</u></b>	<b><u>16.398.986,20</u></b>
<b>Items that will not be posteriorly classified in the P&amp;L account</b>			
Profits from the remeasurement of fixed benefit plans	<b>8.11</b>	<b>898.110,16</b>	<b>238.354,35</b>
Corresponding income tax	<b>8.24</b>	<b>(256.410,52)</b>	<b>(60.912,78)</b>
<b>Other comprehensive income net of tax (B)</b>		<b><u>641.699,64</u></b>	<b><u>177.441,57</u></b>
<b>Total comprehensive income net of tax (A + B)</b>		<b><u>17.094.445,25</u></b>	<b><u>16.576.427,77</u></b>
<b>Basic and diluted earnings per share (in €)</b>	<b>8.28</b>	<b>1,6322</b>	<b>1,6269</b>
<b>Profits before taxes, financial and investment results and total depreciation</b>	<b>7.2</b>	<b>29.747.762,23</b>	<b>28.954.778,77</b>

*The attached explanatory notes are an integral part of the present financial statements.*

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

## Statement of Changes in Equity

	Note	Share Capital	Statutory Reserve	Untaxed Reserves	Total Reserves	Retained earnings	Total
<b>Balance (1.1.2018)</b>		<b>30.240.000,00</b>	<b>7.914.374,23</b>	<b>57.435.943,56</b>	<b>65.350.317,79</b>	<b>42.261.184,19</b>	<b>137.851.501,98</b>
<b><u>Transactions with shareholders</u></b>							
Dividends distributed	8.25	-	-	-	-	(4.536.000,00)	(4.536.000,00)
<b><u>Other changes for the fiscal year</u></b>							
Fiscal year earnings net of tax		-	-	-	-	17.151.791,03	17.151.791,03
Effect of IFRS16 adoption (full retrospective approach)		-	-	-	-	(752.804,83)	(752.804,83)
Other comprehensive income net of tax		-	-	-	-	177.441,57	177.441,57
<b>Total comprehensive income net of tax</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>16.576.427,77</b>	<b>16.576.427,77</b>
Profit distribution to reserves	8.10.2	-	857.589,55	-	<b>857.589,55</b>	(857.589,55)	-
<b>Balance (31.12.2018 restated*)</b>		<b>30.240.000,00</b>	<b>8.771.963,78</b>	<b>57.435.943,56</b>	<b>66.207.907,34</b>	<b>53.444.022,41</b>	<b>149.891.929,75</b>
<b>Balance (1.1.2019)</b>		<b>30.240.000,00</b>	<b>8.771.963,78</b>	<b>57.435.943,56</b>	<b>66.207.907,34</b>	<b>53.444.022,41</b>	<b>149.891.929,75</b>
<b><u>Transactions with shareholders</u></b>							
Dividends distributed	8.25	-	-	-	-	(5.745.600,00)	(5.745.600,00)
<b><u>Other changes for the fiscal year</u></b>							
Fiscal year earnings net of tax		-	-	-	-	16.452.745,61	16.452.745,61
Other comprehensive income net of tax		-	-	-	-	641.699,64	641.699,64
<b>Total comprehensive income net of tax</b>		<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>17.094.445,25</b>	<b>17.094.445,25</b>
Profit distribution to reserves	8.10.2	-	819.389,42	-	<b>819.389,42</b>	(819.389,42)	-
<b>Balance (31.12.2019)</b>		<b>30.240.000,00</b>	<b>9.591.353,20</b>	<b>57.435.943,56</b>	<b>67.027.296,76</b>	<b>63.973.478,24</b>	<b>161.240.775,00</b>

*The attached explanatory notes are an integral part of the present financial statements.*

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

## Cash Flow Statement

	<b>Note</b>	<b>31.12.2019</b>	<b>31.12.2018 restated*</b>
<b>Cash flow from Operational Activities</b>		<b>23.034.947,85</b>	<b>23.734.363,92</b>
Profits before tax			
<b>Plus/Less adjustments for:</b>			
Depreciation of fixed tangible and intangible assets	<b>8.2, 8.3</b>	4.621.870,04	3.970.800,70
Depreciation of the right to use assets		1.368.465,47	1.009.480,00
Financial costs from lease liabilities		1.659.704,00	1.335.223,00
Depreciation of subsidized fixed assets	<b>8.13</b>	(178,00)	(781,60)
	<b>8.6, 8.17, 8.19, 8.20,</b>		
Provisions	<b>8.22</b>	2.414.788,35	567.839,14
Income from unused provisions	<b>8.18</b>	(517.789,53)	(1.539.404,35)
(Profit)/Loss from adjustment of investment properties to fair values	<b>8.1, 8.22</b>	(76.218,35)	8.480,66
Losses due to impairment fixed assets	<b>8.2, 8.22</b>	928,25	1.156.174,51
Credit interest and related income	<b>8.23</b>	(1.188.778,21)	(1.140.065,49)
Results (earnings) from reversal of impairment forecast	<b>8.2, 8.18</b>	-	(1.562.000,01)
Debt interest and related expenses	<b>8.23</b>	251.731,08	45.559,24
<b>Plus /less adjustments for changes in working capital accounts or related to</b>			
Increase in Inventories		(23.004,49)	(68.894,11)
(Less) / Plus receivables		(984.530,11)	244.893,47
(Decreases) / Increase in liabilities (excluding banks)		(1.273.576,57)	2.301.217,79
Payments for personnel compensation	<b>8.11</b>	(102.218,66)	(133.720,91)
<b>Minus:</b>			
Interest charges and related paid-up expenses	<b>8.23</b>	(1.590.635,08)	(45.980,24)
Tax paid		(6.286.838,70)	(8.097.594,64)
<b>Net cash flow from operating activities (a)</b>		<b>21.308.667,34</b>	<b>21.785.591,08</b>
<b>Cash flow from Investing activities</b>			
Purchase of tangible fixed and intangible assets	<b>8.2, 8.3</b>	(11.543.313,57)	(7.590.941,10)
Sales of tangible and intangible assets		-	-
Received grants		-	-
Sale of financial instruments available for sale	<b>8.4</b>	-	-
Committed deposits	<b>8.9</b>	3.000.000,00	(10.000.000,00)
Purchase of other financial instruments	<b>8.9</b>	(44.586.500,00)	
Sale of other financial instrument	<b>8.9</b>	-	9.436.043,13
Interest and related income collected		1.045.705,14	1.056.428,25
<b>Net cash flow from investing activities (b)</b>		<b>(52.084.108,43)</b>	<b>(7.098.469,72)</b>
<b>Cash flow from Finance activities</b>			
Receipts from share capital increase		-	-
Receipts from issued / withdrawn loans		-	-
Loan repayments		-	-
Payment of obligations from leases (amortization)		(50.125,00)	(3.280,00)
Dividends paid	<b>8.25</b>	(5.745.600,00)	(4.536.000,00)
<b>Net cash flow from finance activities (c)</b>		<b>(5.795.725,00)</b>	<b>(4.539.280,00)</b>
<b>Net increase / (decrease) in cash and cash equivalents for the fiscal year (a) + (b) + (c)</b>		<b>(36.571.166,09)</b>	<b>10.147.841,36</b>
Cash and cash equivalents at beginning of fiscal year		<b>91.036.781,75</b>	<b>80.888.940,39</b>
<b>Cash and cash equivalents at end of fiscal year</b>		<b>54.465.615,66</b>	<b>91.036.781,75</b>

*The attached explanatory notes are an integral part of the present financial statements.*

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

## **E. Notes on the Annual Financial Statements**

### **1. Incorporation and Company activity**

Public limited company ThPA S.A. was incorporated in the year 1999, for a term of 100 years, by the conversion of the Public Law Legal Entity «Thessaloniki Port Authority» to a public limited company, pursuant to Law 2688/1999.

The company is involved in the sector of auxiliary activities related to transportations (STACOD '08, code 52), i.e. the provision of services of loading/unloading cargoes, their storage, of other port services, of the service of passenger traffic etc.

### **2. Legal Framework**

The Company is governed by the principles of the Soci t  Anonyme and the founding Law 2688/1999 as amended and in force.

The Company's goal is to fulfill the obligations, to carry out the activities and to exercise the opportunities arising from the concession agreement between the Company and the Greek State as amended and in force at the time.

The Company's goal as described in Article 3 of its Articles of Association, includes in particular:

- The exploitation of the rights granted to it under the Concession Agreement as well as the maintenance, development, and exploitation of the conceded assets in accordance with the Concession Agreement,
- The provision of services and facilities to ships, cargo and passengers, including mooring and cargo handling,
- The installation, organization, and operation of all types of port infrastructure,
- The undertaking of any activity relating to the Port of Thessaloniki, commercially or reasonably adjacent to it,
- The conclusion of contracts with third parties for the provision of port services of all kinds,
- The award of works contracts,
- Undertaking any kind of activity, whether intentional or routine, in the context of its business activity under the Concession Agreement.
- Undertaking any activity other than those carried out by commercial companies in general.

### **3. Concession agreement for the right of use and exploitation of the terrestrial port zone of the Port of Thessaloniki**

The Company has the exclusive right to use and exploit the plots, buildings and installations of the terrestrial port zone of the Port of Thessaloniki, which are property of the Greek State. The above exclusive

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

right was conceded to ThPA S.A. by virtue of the concession agreement of June 27<sup>th</sup> 2001 between the Greek State and ThPA S.A. and expires in the year 2051. The above agreement was amended and coded in February 2018 and ratified by Law 4522/07.03.2018 (Gov. Gaz 39).

The main points of the Amended or Revised Concession are as follows:

- The right of use extends over the land sections covered or not, the existing buildings, the technical-port works, the embankments, service roads, railway network, public utility networks, extensions to sites-works, the port maritime zone, in general over the premises of the vertical projection of the terrestrial port zone except from buildings serving public services and specially designed buildings of the pier a' and its surroundings.
- Through this concession agreement, the Greek State grants to ThPA S.A the exclusive right to hold, use, manage, maintain, improve and exploit the concession information throughout the duration of the Concession, subject to the terms and conditions set forth in this agreement.
- The right will expire on 27 June 2051, the fiftieth (50th) anniversary of the 2001 Concession, subject to an early termination in accordance with Article 25.
- The termination or expiration of the agreement implies the liability of ThPA S.A. to remit the concession to the State in the situation provided for in Article 26 of the Concession.

A concession fee is determined as a percentage of the Company's total consolidated revenue at 3,5%, with a minimum annual amount payable,  1,8 million.

- ThPA S.A. is obliged:
- To take all reasonable steps within its sphere of influence to ensure that all operations, activities and transactions undertaken under this Concession will contribute to the development of the Port of Thessaloniki as provided for in the program objectives
- To fulfill its liabilities under this Concession in accordance with applicable laws, regulations and ordinances of general application
- To operate the Port of Thessaloniki and to fulfill in all respects its obligations arising from this Agreement in accordance with good industry practice.

The Greek State is obliged:

To provide the necessary assistance to fulfill the purpose of the concession.

#### **4. Framework for the preparation and basis for the presentation of the financial statements**

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

#### **4.1. Framework for the preparation**

The financial statements have been compiled in accordance with the International Financial Reporting Standards (IFRS), as they have been published by the International Accounting Standards Board (IASB) as well as in accordance with their relevant Interpretations, as published by the Standards Interpretation Committee of the IASB, as they have been adopted by the European Union and mandatorily applied for the fiscal years ending on December 31, 2019. There are no standards and standards interpretations that have been applied prior to the date of beginning of their application.

The financial statements attached have been prepared on the basis of the principle of going concern and the principle of historic cost, with the exception of:

- tangible and intangible assets for which the previous adjustment was used, on May 2000, before the Company was listed on the Athens Stock Exchange, as the imputed cost on that date.
- investment real estate, which are valued at their fair value.

#### **4.2 Presentation basis**

The financial statements are presented in Euro.

The annual financial statements of the fiscal year that ended on December 31, 2019 have been prepared in compliance with the International Financial Accounting Standards, adopted by the European Union and approved by the Board of Directors on 25/05/2020 (decision by the BoD of ThPA S.A. no. 7506/25/05/2020). The Annual Financial Statements of the Company, the Chartered Accountant Auditor's Report and the Management Report by the Board of Directors for the fiscal year that ended on December 31, 2019 have been posted on the Company's website [www.thpa.gr](http://www.thpa.gr).

#### **4.3. Standards-Amendments and Interpretations in force since 01.01.2019**

##### **Changes in accounting policies and disclosures**

The accounting policies adopted in the preparation of the annual financial statements, are consistent with those followed for the prior fiscal year except for the adoption of new standards and interpretations applicable for fiscal periods beginning on January 1, 2019.

##### **A. New standards, amendments to standards and interpretations:**

Certain new standards, amendments to standards and interpretations have been issued that are mandatory for periods beginning on or after January 1, 2019. Besides the IFRS 16, no other new standard has generated

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

significant impact upon the financial statements. The Company's evaluation of the effect of these new standards, amendments to standards and interpretations is given as follows:

### **Standards and Interpretations effective for the current financial year**

- **IFRS 16: Leases**

IFRS 16 has been issued in January 2016 (effective January 1, 2019) and supersedes IAS 17. The objective of the standard is to ensure the lessees and lessors provide relevant information in a manner that faithfully represents those transactions. IFRS 16 introduces a single lessee accounting model and requires a lessee to recognize assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value.

IFRS 16 substantially carries forward the lessor accounting requirements in IAS 17. Accordingly, a lessor continues to classify its leases as operating leases or finance leases, and to account for those two types of leases differently. The effect from applying the standard to the Company is analytically described below, as well in notes 8.2, 8.3, 8.14, 8.23, 8.27.2. ii. The adoption of the standard had no effect on leases were the Company is the lessor.

The company applied the standard from its mandatory effective date (January 1, 2019), adopting the full retrospective approach as from 2018 fiscal year, and applied the exemption for the short-term and low-value leases according to IFRS 16 paragraph 3.

As from March 23, 2018 (signature date of the concession agreement between the company and the Greek state), the company retrospectively recognized the amount of € 44,284.00.00 as right-of-use asset of the Port of Thessaloniki and concession assets, and the corresponding liability. This right derives from the concession consideration agreed in the concession agreement between the company and the Greek state until 2051 and is calculated based on the minimum annual consideration. The minimum annual amount which is payable for the fiscal year 2019 is € 1,800,000.00.

The total consideration for the fiscal year 2019, which is determined as a percentage of 3.5% of the total annual consolidated revenues of the Company, amounts to € 2,586,553.78.

Lease payments are discounted within the imputed rental interest rate or, if the interest rate cannot be determined by the contract, with its "incremental borrowing rate", i.e. the interest rate at which the lessee would be charged to borrow the necessary capital to acquire an item for similar value to the leased asset, for a similar period of time, with similar collateral and in a similar financial environment.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

After the initial measurement, rental liabilities increase due to their financial costs and decrease due to the payment of rents. Lease liability is recalculated to capture any reassessments or modifications of the lease.

The Company has chosen to use the exceptions for standard recognition in short-term leases, ie leases with duration less than 12 months that do not include the right of redemption and leases of low value assets. For the above leases, the Company recognizes the leases to profit and loss statement by implementing the fixed method throughout the lease duration.

In addition, the Company recognized the total amount of € 70.020,00 as right-of-use assets of leased cars and the corresponding total liability. The interest rate used, is 2,9% and was calculated by considering the interest rate from an indicative leasing machine quotation.

### **Implementation of IFRS 16 as of 1 January 2018**

On December 31, 2018, the Company realized only operating leases as a tenant. For these leases, during the adoption of IFRS 16, the Company recognized lease liabilities and rights carried out from assets` use. The liabilities were valued at the present value of the remaining leases, discounted by the "incremental borrowing rate") on 31 December 2018. The rights related to assets` use were valued at an amount equal to the lease liability.

The retroactive effect of the adoption of the IFRS 16 on the financial statements of comparable period 2018 are as follows:

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)



**Effect of the adoption of IFRS 16 on the Financial Position Statement 31.12.2018**

**Financial Position Statement**

**ASSETS**

	<b>31.12.2018 reported</b>	<b>as 31 December 2018 restated*</b>	<b>Effect of IFRS 16 adoption</b>	<b>%</b>
<b>Non current assets</b>				
Investment property	3.028.963,36	3.028.963,36		
Tangible fixed assets	49.382.179,23	49.448.719,23	66.540,00	0,13%
Intangible assets	594.844,36	594.844,36		
Right-of-use asset	-	43.278.000,00	43.278.000,00	
Long-term receivables	27.534,32	27.534,32		
Other long-term receivables	-	-		
Restricted cash	10.000.000,00	10.000.000,00		
Deferred tax assets	4.927.207,81	5.169.304,98	242.097,17	4,91%
<b>Total non current assets</b>	<b>67.960.729,08</b>	<b>111.547.366,25</b>	<b>43.586.637,17</b>	<b>64,14%</b>
<b>Current assets</b>				
Inventories	1.724.392,82	1.724.392,82		
Trade receivables	2.833.200,95	2.833.200,95		
Down payments and other receivables	6.036.065,65	6.036.065,65		
Other financial assets	-	-		
Cash and equivalents	91.036.781,75	91.036.781,75		
<b>Total current assets</b>	<b>101.630.441,17</b>	<b>101.630.441,17</b>	-	-
<b>Total Assets</b>	<b>169.591.170,25</b>	<b>213.177.807,42</b>	<b>43.586.637,17</b>	<b>25,70%</b>

**EQUITY**

<b>Equity</b>				
Share capital	30.240.000,00	30.240.000,00		
Reserves	66.207.907,34	66.207.907,34		
Retained earnings	54.196.827,24	53.444.022,41	(752.804,83)	(1,39%)
	<b>150.644.734,58</b>	<b>149.891.929,75</b>	<b>(752.804,83)</b>	<b>(0,50%)</b>

**LIABILITIES**

**Long-term liabilities**

Provisions for liabilities to employees	3.945.104,61	3.945.104,61		
Other provisions	914.867,98	914.867,98		
Lease liability	-	44.339.442,00	44.339.442,00	
Other long-term liabilities	124.531,92	124.531,92		
<b>Total long-term liabilities</b>	<b>4.984.504,51</b>	<b>49.323.946,51</b>	<b>44.339.442,00</b>	<b>889,55%</b>

**Short-term liabilities**

Liabilities to suppliers	3.008.372,84	3.008.372,84		
Customer down payments	2.877.914,44	2.877.914,44		
Income taxes payable	-	-		
Dividends payable	-	-		
Short-term lease liability	-	1.350.000,00	1.350.000,00	
Other liabilities and accrued expenses	8.075.643,88	6.725.643,88	(1.350.000,00)	(16,72%)
<b>Total short-term liabilities</b>	<b>13.961.931,16</b>	<b>13.961.931,16</b>	-	-
<b>Total Liabilities</b>	<b>18.946.435,67</b>	<b>63.285.877,67</b>	<b>44.339.442,00</b>	<b>234,03%</b>
<b>Total Equity and Liabilities</b>	<b>169.591.170,25</b>	<b>213.177.807,42</b>	<b>43.586.637,17</b>	<b>25,70%</b>

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

**Effect of the adoption of IFRS 16 on the Comprehensive Income Statement 1/1 - 31/12/2018**

**Comprehensive Income Statement**

	<b>1/1 - 31/12/2018 as reported</b>	<b>1/1 - 31/12/2018 restated*</b>	<b>Effect of IFRS 16 adoption %</b>	
<b>Sales</b>	58.534.687,97	58.534.687,97		
Cost of sales	(31.402.703,93)	(31.062.183,93)	340.520,00	(1,08%)
<b>Gross Profit</b>	<b>27.131.984,04</b>	<b>27.472.504,04</b>	<b>340.520,00</b>	<b>1,26%</b>
Other revenue and profits	6.383.493,42	6.383.493,42		
Administrative expenses	(6.727.597,25)	(6.727.597,25)		
Distribution expenses	(737.234,36)	(737.234,36)		
Other expenses and losses	(2.415.886,18)	(2.415.886,18)		
<b>Operating results before taxes, financial and investment results</b>	<b>23.634.759,67</b>	<b>23.975.279,67</b>	<b>340.520,00</b>	<b>1,44%</b>
Financial income	1.140.065,49	1.140.065,49		
Financial expenses	(45.559,24)	(1.380.981,24)	(1.335.422,00)	2.931,18%
<b>Fiscal year profits before tax</b>	<b>24.729.265,92</b>	<b>23.734.363,92</b>	<b>(994.902,00)</b>	<b>(4,02%)</b>
Income tax	(7.577.474,89)	(7.335.377,72)	242.097,17	(3,19%)
<b>Fiscal year profits net of tax (A)</b>	<b>17.151.791,03</b>	<b>16.398.986,20</b>	<b>(752.804,83)</b>	<b>(4,39%)</b>
<b>Items to be posteriorly classified in the P&amp;L account</b>				
Profit/(Loss) from the valuation of financial instruments available for sale	-	-		
<b>Items that will not be posteriorly classified in the P&amp;L account</b>				
Profits from the remeasurement of fixed benefit plans	238.354,35	238.354,35		
Corresponding income tax	(60.912,78)	(60.912,78)		
<b>Other comprehensive income net of tax (B)</b>	<b>177.441,57</b>	<b>177.441,57</b>	-	-
<b>Total comprehensive income net of tax (A + B)</b>	<b>17.329.232,60</b>	<b>16.576.427,77</b>	<b>(752.804,83)</b>	<b>(4,34%)</b>
<b>Basic and diluted earnings per share (in �)</b>	<b>1,7016</b>	<b>1,6269</b>	<b>(0,0747)</b>	<b>(4,39%)</b>
<b>Profits before taxes, financial and investment results and total depreciation</b>	<b>27.604.778,77</b>	<b>28.954.778,77</b>	<b>1.350.000,00</b>	<b>4,89%</b>

• **IFRS 9 (Amendments) "Prepayment Features with Negative Compensation"**

The amendments allow companies to measure particular prepayable financial assets with so-called negative compensation at amortized cost or at fair value through other comprehensive income if a specified condition is met—instead of at fair value through profit or loss.

• **IAS 28 (Amendments) "Long term interests in associates and joint ventures"**

The amendments clarify that companies account for long-term interests in an associate or joint venture—to which the equity method is not applied—using IFRS 9.

• **IFRIC 23 "Uncertainty over income tax treatments"**

The interpretation explains how to recognize, and measure deferred and current income tax assets and liabilities where there is uncertainty over a tax treatment. IFRIC 23 applies to all aspects of income tax accounting where there is such uncertainty, including taxable profit or loss, the tax bases of assets and liabilities, tax losses and credits and tax rates.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

- **IAS 19 (Amendments) "Plan amendment, curtailment or settlement"**

The amendments specify how companies determine pension expenses when changes to a defined benefit pension plan occur.

- **Annual Improvements to IFRS (2015 – 2017 Cycle)**

The amendments set out below include changes to four IFRSs.

- **IFRS 3 "Business combinations"**

The amendments clarify that a company remeasures its previously held interest in a joint operation when it obtains control of the business.

- **IFRS 11 "Joint arrangements"**

The amendments clarify that a company does not remeasure its previously held interest in a joint operation when it obtains joint control of the business.

- **IAS 12 "Income taxes"**

The amendments clarify that a company accounts for all income tax consequences of dividend payments in the same way.

- **IAS 23 "Borrowing costs"**

The amendments clarify that a company treats as part of general borrowings.

## **B. IFRS Standards and Interpretations effective as of 1/1/2020**

- **IAS 1 and IAS 8 (Amendments) "Definition of a material"** (effective for annual periods beginning on or after 1 January 2020). The amendments clarify the definition of material and how it should be applied by including in the definition guidance which until now was featured elsewhere in IFRS. In addition, the explanations accompanying the definition have been improved. Finally, the amendments ensure that the definition of material is consistent across all IFRS. The amendments have not yet been endorsed by the EU.
- **IFRS 9, IAS 39 and IFRS 7 (Amendments) 'Interest rate benchmark reform'** (effective for annual periods beginning on or after 1 January 2020). The amendments modify some specific hedge accounting requirements to provide relief from potential effects of the uncertainty caused by the IBOR reform. In addition, the amendments require companies to provide additional information to investors about their hedging relationships which are directly affected by these uncertainties.

The Company has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

#### 4.4. Important judgments, estimates and assumptions

The Company made a significant assessment to determine the "Incremental borrowing rate" used to recognize the lease agreement with the Greek State.

Preparation of the financial statements in compliance with the IFRS requires that Company management make judgements, accounting estimates and assumptions which affect the published assets and liabilities, and also disclose contingent assets and liabilities on the date the financial statements are prepared, as well as the published income and expenses for the reference period. Actual results may differ from those which were estimated.

Estimates and judgements are constantly re-assessed and are based both on past experience and on other factors including expectations about future events considered reasonable based on specific circumstances and are constantly re-assessed using all available information.

A major accounting estimate is considered to be one where it is important for the picture of the company's financial situation and its results and requires more difficult, subjective or complicated management judgements about the impact of assumptions which are uncertain. The Company evaluates such estimates on a continuous basis, relying on past results and on experience, meetings with experts, trends and other methods which are considered reasonable under the specific circumstances, and the forecasts about how they could change in the future.

The key judgements and estimates made by Company Management which have a major impact on the amounts recognised in the financial statements primarily deal with:

##### ➤ **The useful life of depreciated assets**

Company Management examines the useful life of depreciated assets every fiscal year, to assess whether they continue to be suitable. To assess the useful life, Company Management takes account of the expected use of assets, the expected natural wear and legal or similar restrictions to the use of an asset. During the previous year the Company reviewed and adjusted accordingly the useful life of its mechanical equipment (table 8.2 tangible assets, item 8.22 impairments).

Company Management considers that the useful life on 31.12.2019 reflects the expected utility period of assets.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

➤ **Impairment testing of tangible fixed assets**

At the end of each financial year, the Company's Management examines whether there is any indication of a possible impairment of the tangible fixed assets value. For the existence of such indications, it is taken in account the economic depreciation, the physical condition of the asset, the expected use and the present value of the estimated future cash flows of the asset.

➤ **Income tax**

The company is liable to pay income tax to the Greek tax authorities. Significant estimates are needed when making income tax provisions. There are many transactions and calculations for which the final level of tax is uncertain during normal business operations. The company recognises liabilities for issues expected to arise during tax audits based on its estimates on the extent to which additional taxes will be owed. When the final result in those tax cases differs from the amounts initially computed, such differences shall have an impact on the income tax and the provisions for deferred taxation in the period in which those amounts become final.

Deferred tax receivables are recognized to all deductible temporary differences and transferable tax losses, to the extent that taxable income will be available to be used against deductible temporary differences and transferable unused taxable losses. Recognition of deferred tax receivables requires significant assessments and judgments regarding the Company's future activity and prospects, along with the amount and realizing time of future taxable income

➤ **Impairment of receivables**

Bad debt is presented as the amounts which may be recovered. Estimates about the amounts expected to be recovered are made after analysis and based on the Company's experience concerning the likelihood of customer bad debt. Once it is known that a specific account is at risk above the normal credit risk level (e.g. low credit rating for customer, disagreement over existence of receivable or level thereof, etc.) the account is analyzed and a record is made of whether the conditions indicate that the receivable will not be collected.

Company Management examines the recoverability of other receivables which relate to legal cases, by taking into account the opinions and judgments of its legal advisors as well as historic data on the outcome of similar legal cases. In order for a receivable from legal cases to be deemed recoverable, the inflow of financial benefits should be considered virtually certain.

The Company, regarding the adoption of IFRS 9, assessed the need to provide a provision for customer requirements. However, as most of the customers have either submitted a letter of guarantee or have paid an advance covering the claim, the Company has concluded that there is no material loss and does not make a distinct provision in its financial statements.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

➤ **Impairment of inventory**

The Company proceeds with estimates regarding the valuation of inventories at the lowest between the current and the net realizable value. The realizable value may differ from that estimated at the date of preparation of the financial statements.

➤ **Other provisions**

In consultation with the legal advisor handling the cases, the Company proceeds at the end of every fiscal year with an assessment of the outcome of court cases. Based on the judgement of Management and the legal advisor handling the cases, the Company proceeds with the formation of the necessary provision.

➤ **Defined benefit plans**

The cost of benefits for defined benefit plans is calculated using actuarial estimates, which utilize assumptions for the discounting factors, the rate of salary increase and mortality rates. Due to the long-term nature of the plans, such assumptions are subject to considerable uncertainty.

➤ **Contingent events**

The Company is involved in court claims and compensations in the normal course of its business. The management considers whether any settlements would affect in a significant way or not the Company's financial position. However, the determination of the eventual liabilities regarding claims and receivables is a complex procedure that includes judgments about the possible consequences as well as the interpretations regarding the laws and regulations. According to retroactive application of IFRS 16, effective from 1/1/2018, annual expenses are charged within the variable concession fee, as the fixed minimum amount of   1.8 million is included in the Right of assets` use and in leasing liability (Note 8.4).

The important obligations that ThPA S.A. has undertaken, within the framework of this contract, are as follow:

- To take all reasonable measures within its sphere of influence, to ensure that all operations, activities, and transactions realized under this Agreement, will contribute to the development of the Port of Thessaloniki as provided within the objectives` program,
- To fulfill its obligations under this Convention in accordance with applicable laws, regulations and general application decrees,

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

- Port of Thessaloniki to operate and fulfill in every respect, its obligations arising from this Agreement in accordance with the appropriate industry`s practice.

## 5. Summary of significant accounting policies

The basic accounting policies observed by the Company for the preparation of its financial statements are the following:

### 5.1 Conversion of currency

**Functional and presentation currency:** Financial Statements are disclosed in Euro (company`s operative currency). Transactions related to foreign currencies are modified to Euro by using exchange rate parities effective to each transaction date. Assets and liabilities in foreign currency -by the date of financial statements` creation - are adjusted to reflect the exchange rate parities upon the date of financial statements` creation. Gains or Losses becoming from exchange rate adjustments, are included into gains (losses) from exchange rates into the attached profit and loss statement.

### 5.2 Property Investments

The Company owns four plots, located outside the Port Zone, which are held in order to generate rent or to increase the value of its capitals.

Investments in Real Estate are initially valued in the acquisition cost, inclusive of transaction expenses. They are subsequently recognized at their fair value. Their fair value is determined by independent chartered surveyors.

The book value recognized in the Company`s financial statements reflects the market conditions at the date of the financial statements. Every profit or loss arising from a change of the fair value of the investment, is recognized in the income statement of the fiscal year in which the change occurs.

More information is cited in Note 8.1.

### 5.3 Tangible fixed assets utilized for own purposes

Utilizing the provisions of IFRS 1: "First time adoption of IFRS", the Company used the exception regarding the valuation of tangible fixed assets, when preparing the IFRS transition Balance Sheet on January 1<sup>st</sup> 2004. In this context, it considered the readjusted values of the tangible fixed assets, as they were determined by the committee of article 9 of Codified Law 2190/1920, on May 2000, when ThPA S.A. was converted to a public limited company and before it was listed on the Athens Stock Exchange, as the deemed cost for the purposes of compilation of the transition Balance Sheet on January 1, 2004.

Subsequent to the transition date, the tangible fixed assets are evaluated at the deemed cost or at the acquisition cost (for the additions) less the accumulated depreciations and their impairments.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

The acquisition cost of the fixed assets consists of the purchase price, including the import tariffs, if applicable, and the non-rebate purchase taxes as well as any other cost needed in order to render the fixed asset functional and ready for future use. The repairs and maintenances are recorded among the expenses of the period when they are realized. Significant subsequent additions and improvements are capitalized in the cost of the relevant fixed assets.

Fixed assets that are constructed by the Company, are posted at own manufacture cost, which includes the cost of subcontractors, the material and expenses of payroll of the technicians regarding the constructions (including the relevant employer social security contributions) as well as a proportion of general administrative expenses.

Assets under construction include fixed assets under construction and are presented at cost. Assets under construction are not depreciated until the fixed asset is complete and available for the productive use for which it was intended.

The plots are not depreciated. The depreciations of the other tangible assets are computed by the straight-line method based on the following useful lives per category of fixed assets:

<b>Fixed Assets</b>	<b>Useful Life (years)</b>
Buildings – Technical works	15-40
Mechanical Facilities	8-10
Gantry cranes-Mobile and Electric cranes	15-30
Loaders	7-15
Machinery	10-15
Loading/Unloading tools	15
Forklifts	10-15
Floating transports	10-20
Furniture and other equipment	6-10
Computers and electronic assemblies-Office equipment	3-5

Useful lives of fixed assets are subject annually to reassessment on the preparation of the financial statements. The company re-evaluates the useful lives of machinery, taking into account the expected use of assets and the expected natural wear.

Profits or losses ensuing from the sale of tangible fixed assets are determined as the difference between the amount of the sale and its carried cost and recognized in profit or loss of the fiscal year in the "Other income" or "Other expenses" accounts.

More information can be found in Note 8.2.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)



#### **5.4 Intangible assets**

Intangible assets concern the cost of purchase of software as well as any expense realized to develop software in order for it to be commissioned. The depreciation of the software is calculated based on the fixed line method and within a period of 3-10 years.

More information is cited in Note 8.3.

#### **5.5 Impairment of Non-Financial Assets**

In compliance with IAS 36, the real estate, the installations, the equipment and the intangible assets, have to be evaluated for possible impairment of their value, when there are indications that the accounting value of the asset exceeds its recoverable value. Whenever the accounting value of an asset exceeds its recoverable value, the corresponding impairment loss is recorded to the profit or loss of the fiscal year. The recoverable value of an asset is the biggest amount between the estimated fair value less the distribution cost and the value in use. The net sale value is deemed to be the realizable proceeds by the sale of an asset in the context of a two-way transaction, in which the parties are fully cognizant and into which they enter freely, after the deduction of all additional direct selling cost of the asset, while, the value in use is the present value of the estimated future cash flows that are expected to be realized from a continuous use of an asset and from its sale at the end of its estimated useful life. For the purposes of impairment define, assets are grouped at the lowest level whereas cash flows can be identified separately (cash flow creation units). Impairments recognized in previous periods regarding non-financial assets are examined at each reference date for any reversal. Additional information is given in note 8.2.

#### **5.6 Financial Instruments**

A financial instrument is every contract that creates a financial asset in a company and a financial liability or an equity security in another company.

##### **Financial assets**

Company`s financial assets include the following:

- Trade and other receivables
- Time deposits (over 6 months)
- Cash and cash equivalents

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

### **Initial recognition and measurement**

Upon initial recognition, financial assets are classified according to their nature and characteristics into one of the following three categories:

- Market financial assets measured at amortized cost,
- Financial assets measured at fair value through profit or loss,
- Financial assets measured at fair value through other comprehensive income

The classification of financial assets at initial recognition depends on the characteristics of their conventional cash flows and the Company's business model for the management of financial assets. Refinancing of financial data is carried out in rare cases and is related to a decision of the Company to modify the business model that applies for the management of these financial assets.

All financial assets, besides trade receivables that do not contain a significant part of the financing, are initially recognized at their fair value which is usually the acquisition cost plus any direct transaction costs. Trade receivables that do not contain a significant funding component are measured at transaction value.

Purchases and sales of financial assets are recognized upon the date of transaction which is the date that Company commits to purchase or sell the asset.

### **Subsequent measurement**

#### **i. Financial assets measured at amortized cost**

This category classifies the financial assets for which both of the following conditions are met:

1. the financial asset is held within a business model, the objective of which is to hold financial assets for the purpose of collecting contractual cash flows; and
2. On the basis of the contractual terms of the financial asset, cash flows that consist exclusively of capital repayment and interest on the outstanding capital are created at specific dates.

This category includes all the financial assets of the Company.

#### **ii. Financial assets valued at fair value through other comprehensive income**

A financial asset is measured at fair value through other comprehensive income if both of the following conditions are met:

1. the financial asset is retained within a business model the objective of which is achieved both by the collection of contractual cash flows and the sale of financial assets; and

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

2. On the basis of the contractual terms of the financial asset, cash flows that consist exclusively of capital repayment and interest on the outstanding capital are created at specific dates.

At the date of the Financial Statements the Company did not have investments of this category.

### **iii. Financial assets measured at fair value through profit or loss**

A financial asset is measured at fair value through profit or loss unless it is measured at amortized cost in accordance with paragraph (i) or at fair value through other comprehensive income in accordance with paragraph (ii).

However, during initial recognition, the Company may elect irrevocably for specific investments in equity instruments that would otherwise be measured at fair value through profit or loss, presenting other changes in fair value to other comprehensive income.

Realized and unrealized gains or losses arising from changes in the fair value of financial assets measured at fair value through profit or loss are recognized in profit or loss in the period in which they arise.

### **Financial asset cessation of recognition**

The Company ceases to recognize a financial asset when and only when the contractual rights to the cash flow of the financial asset expire or transfer the financial asset and the transfer meets the conditions for write-off.

### **Reclassification of financial assets**

Reclassification of financial assets performed in rare cases due to the Company's decision to change the business model adopted for managing those financial assets.

### **Impairment of financial assets**

Under IFRS 9, impairment of financial assets measured at amortized cost or at fair value through other comprehensive income is recognized by recognizing the expected credit losses.

At each reporting date, IFRS 9 requires measuring the provision for a financial instrument for an amount equal to the expected lifetime loss if the credit risk of the financial instrument has increased significantly since initial recognition. On the other hand, if at the reporting date the credit risk of a financial instrument has not increased significantly from the initial recognition, IFRS 9 requires the provision for a loss provision for that financial instrument to be equal to the expected 12-month credit losses.

The risk parameters taken into account for the calculation of expected credit losses are the estimated default probability, the percentage of loss on the principal due to the fact that the client has failed to

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

repay the amount due and the outstanding balance of the company in case of default the customer's. In certain cases, the Company may assess for certain financial information that there is a credit event when there is internal or external information indicating that the collection of amounts determined under the relevant contract is unlikely to be collected as a whole.

As a general rule, the assessment of the staged classification shall be carried out at each reporting period. About Trade and Other Receivables, IFRS 9 requires the use of the simplified approach to calculate the expected credit losses. The Company, using this approach, has calculated the expected credit losses over the life of the receivables. For this purpose, a maturity forecasting matrix was used to measure the projections in a way that reflects past experience and predictions of the future financial situation of customers and the economic environment.

### **Financial liabilities**

Company`s financial liabilities include the following:

- Liabilities to suppliers
- Leasing Liabilities
- Other long-term liabilities

### **Initial recognition**

Suppliers` balances and other liabilities are recognized at cost that is the fair value of the future payment for the purchases of goods and services provided. Commercial and other short-term liabilities are not interest-bearing accounts and are usually settled in 0-180 days.

All loans are initially recorded at cost, which reflects the fair value of the receivables less the relevant direct acquisition costs where they are significant.

### **Subsequent measurement**

After initial recognition, an entity measures all financial liabilities at amortized cost using the effective interest method except for:

- a. financial liabilities at fair value through profit or loss.
- b. financial liabilities that arise when the transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach is applied.
- c. financial guarantee contracts
- d. loan commitments at lower interest rates than those on the market.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

The unamortized cost of loans is calculated by taking into account issuing costs and the difference between the original amount and the maturity. Gains and losses are recognized in profit or loss when the liabilities are written off or impaired, and through the amortization process.

Loans are classified as current liabilities unless the Company has the right to postpone the repayment of the liability for at least 12 months from the date of the Financial Statements.

### **Financial liabilities cessation of recognition**

An entity ceases to recognize a financial liability (or part thereof) in its financial statements when, and only when, it is repaid, that is, when the liability set out in the contract is fulfilled, canceled or expires. An exchange between an actual debtor and a borrower of debt securities in substantially different terms is accounted for as a repayment of the original financial liability and recognition of a new financial liability. Similarly, a material change in the terms of an existing financial liability (whether due to a borrower's financial difficulty or not) is accounted for as a repayment of the original financial liability and recognition of a new financial liability. The difference between the carrying amount of a financial liability (or a portion of a financial liability) payable or transferred to another party and the consideration paid, including the non-cash assets and the liabilities assumed, is recognized in the income statement.

### **Reclassification of financial liabilities**

The company may not reclassify any financial liability.

### **Financial instruments` offset**

The offsetting of financial assets with liabilities and the presentation of the net amount in the Financial Statements is made only if there is a legal right to set off and there is an intention to settle the net amount resulting from the offsetting or simultaneous settlement.

## **5.7 Income taxation (Current and Deferred)**

Current and deferred income tax are calculated based on the relevant financial statement accounts, in compliance with tax laws which apply in Greece. The current income tax concerns the tax on the taxable profits of the Company, as adjusted in compliance with the requirements of tax law and calculated based on the current tax rate.

Deferred taxation is calculated using the liability method for all provisional tax differences on the balance sheet date and between the tax basis and the carrying value of assets and liabilities.

Anticipated tax effects from provisional tax differences are determined and appear either as future (deferred) tax liabilities, or as deferred tax receivables.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

Deferred tax receivables are entered for all deductible provisional differences and transferred tax losses to the extent it is thought likely that there will be tax profits available, against which the deductible provisional difference may be utilized. Future taxable profits are determined by the reversal of temporary taxable differences. If the amount of taxable temporary differences is not adequate to recognize the deferred tax claim as a whole, then future taxable profits are taken into account, adjusted to the reversals of the existing temporary differences.

Deferred tax receivables and liabilities are calculated using the tax rates expected to apply in the period when the receivable or liability will be settled, taking into account the tax rates adopted or substantively adopted, until the balance sheet date.

Most changes to deferred tax assets or liabilities are recognized as tax expenses in the results. Only changes to deferred tax assets or liabilities which are related to a change in the value of the asset or liability which are recognized directly in equity, are debited or credited directly in equity by means of other comprehensive income.

More information is cited in Note 8.24.

## **5.8 Inventories**

Consumables and spare parts used for the maintenance of the company's mechanical equipment are valued at either cost price or net realisable value, whichever is lower, and their cost is calculated using the weighted average cost. Such consumables are posted as inventories when purchased and after they are placed in use they are posted to expenses or are capitalised. At the end of each fiscal year, the Company re-examines the possibility of its inventories having become obsolete and makes a corresponding provision or deletes them from the books.

More information is cited in Note 8.6.

## **5.9 Cash and equivalents**

Cash and equivalents include cash, sight deposits, short-term, up to 3 months, investments and time deposits, which are highly liquid and of minimal risk.

Guarantees given from the Company are not cash, as this amount is reserved for a period longer than one year. Consequently, they are presented in the financial statements at Non-current Assets as financial assets at nominal value.

Items in cash holdings and equivalents run minimal risk of changes to their value. Time deposits and Greek State Treasury Bills that exceed 3 months are entered in other financial assets in the financial position statement.

More information is cited in Note 8.9.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

### 5.10 Share capital

Share capital is calculated based on the face value of shares which have been issued. Shares are classified in equity.

Capital Share increases by cash include every premium on the initial share capital issue. Every such transaction cost related to the issue of the shares as well as any relative income tax benefit arising, are deducted from the share capital increase.

More information is cited in Note 8.10.

### 5.11 Provisions for risks and expenses and contingent liabilities/receivables:

Provisions for risks and expenses are recognised when the company has a current legal or presumed commitment as a result of past events or when it is likely that there is a resource outflow which entails financial benefits and the relevant commitment can be reliably assessed. Provisions are valued on the balance sheet date and are adjusted in order to reflect the current value of the expense which is expected to be required to settle the liability.

Contingent liabilities are not entered in the financial statements but are disclosed, unless the likelihood of a resource outflow incorporating financial benefits is minimal. Contingent receivables are not posted to the financial statements but are disclosed where the inflow of financial benefits is likely.

### 5.12 State subsidies

The Company is subsidized from Community programmes to acquire intangible and tangible fixed assets. Subsidies are recognised when there is a reasonable assurance that the subsidy will be collected, and all relevant terms and conditions will be complied with. Asset subsidies are recognised long-term liabilities, depreciated pursuant to the useful life of the subsidized fixed asset and appear in the "Other Income" account in the Comprehensive Income Statement.

### 5.13 Dividends

Dividends are posted when the right to collect them is vested by shareholders, by means of a resolution by the General Meeting of Shareholders.

More information is cited in Note 8.25.

### 5.14 Income recognition

The most important income categories for the Company are:

#### **Income from containerized cargo handling, which include:**

- Income from Container Terminal services,
- Other income from CONTAINER services.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

**Income from conventional cargo handling, which include:**

- Income from loading/unloading services at the Conventional Port,
- income from SILO services.

**Income from services to passengers on coastal and cruise ships and in transit, which include:**

- Income from Other Services (special duty) on tickets,
- Income from Vehicle passage.

**Income from services to ships and other services, which include:**

- Income from mooring and berthing,
- Income from Other Services (PPC, HTO, spent oils collection, use of sites).

**Income from the exploitation of organized parking lots.**

The Company recognizes revenue when it fulfills a contractual obligation to the individual customer by delivering the good or providing the service (which is the same as when the control over the good or service passes to the customer). The customer acquires control of a good or service when it can direct its use and take substantially all of the remaining benefits from it. If a contract includes more than one contractual obligation, the total value of the contract is allocated to the individual obligations on the basis of the individual sales values. The amount of revenue recognized is the amount attributed to the corresponding contractual obligation that has been settled, based on the consideration expected to be received by the Company under the terms of the contract. Any variable fee is included in the amount of revenue recognized, to the extent that it is unlikely that this amount will be reversed in the future. The Company does not enter into contracts where the period between the transfer of the goods or services promised to the customer and the payment by the customer exceeds one year. Consequently, the Company does not adjust the transaction price for the time value of money.

The Company provides customers with volume discounts based on the limits set in their contracts. All these discounts are settled within the financial year.

Conventional liabilities

Where a customer receives a prepayment before the contract is executed and the goods or services are transferred, a contractual obligation is recognized. The contractual obligation is released when the contract obligations are executed, and the income is recorded in the statement of comprehensive income.

Conventional asset

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)



At the end of the year, the Company recognizes a contractual asset for accrued revenue that has not yet been priced to Clients and which is included in the Advances and other receivables in the Statement of Financial Position. When the relevant invoice is issued to customers, the Company recognizes a relevant claim, as the issue of the invoice is the moment when the Company's right in exchange becomes unconditional (if only the passage of time is required to make payment of the said consideration). The amount of the contractual asset at 31 December 2019 is Euro 2.869.971,34 and is included in advances and other receivables in the accompanying Financial Statements (Note 8.8). The Company's right to this amount becomes unconditional once the relevant invoices are issued in January 2020.

The Company evaluates the conventional assets for impairment in accordance with IFRS 9.

### 5.15 Earnings per Share

Earnings per share are calculated by dividing the net profit for the fiscal year payable to ordinary shareholders, by the number of common shares in circulation during the period. There were no debentures convertible to stock or other potential instruments convertible to stock which would reduce profits during the periods to which the financial statements relate and consequently diluted profits per share have not been calculated.

### 5.16 Post service personnel benefits

The company pays compensation to retiring employees in accordance with the provisions of the applicable sectoral collective labour agreements in effect from time to time.

The liability posted to the financial statements for defined benefit plans is the present value of the commitment to provide a defined benefit and the changes which arise from non-recognised actuarial profits and losses and the cost of previous service. Independent actuaries using the projected unit credit method calculate the defined benefit liability for each year (projected unit credit method).

The net retirement costs for the period are included in the Comprehensive Income Statement and comprise of the present value of benefits rendered as accrued in the course of the year, interests on benefit liabilities, and actuarial gains or losses which are immediately and directly entered in other comprehensive income and are not subsequently transferred to profit or loss. The Full Yield curve method is used for the discount.

More information is cited in Note 8.11.

### 5.17 Leases

**Company as Lessee:** Until 2018, leases were classified as financial or operating leases. Lease agreements where the landlord transfers the right of asset's use for an agreed period, without transferring the risks and rewards of fixed asset's ownership, are classified as operating leases. Payments

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

made for operating leases (net of any incentives offered by the lessor) are recognized in the income statement pro rata with the duration of the lease. The Company accounts the concession agreement which has signed with the Greek State regarding the right of use of certain port areas and assets within the port of Thessaloniki, in compliance with IFRS 16.

Leases are recognized in the statement of financial position as a right upon use asset use and leasing liability, the date on which the leased asset becomes available for use. The effect from the application of the standard on January 1, 2019 is given in note 4.3.

Lease payments are discounted with the imputed rental rate or, if this interest rate cannot be determined by the contract, with "incremental borrowing rate", i.e. the interest rate at which the lessee would be charged to borrow the necessary capital in order to acquire an asset of similar value with the leased asset, for similar period of time, collateral and economic environment.

After their initial measurement, rental liabilities increase due to their financial costs and decrease due to the payment of rents. Lease liability is recalculated to capture any reassessments or modifications of the lease.

The Company has selected to make use of the exceptions for the recognition of standard upon short-term leases, i.e. leases lasting less than 12 months that do not include the right of redemption, as well as in leases in which the underlying asset is of low value. For the above leases, the Company recognizes the rents as expenses in profit and loss statement by implementing the fixed method throughout the lease.

**Company as Lessor:** Lease agreements whereas the Company is deemed as lessee, concern exclusively subletting agreements and are classified as operating. Leases where the Company does not in effect transfer all risks and rewards associated with the asset are classified as operating leases. Initial direct costs borne by the lessors in negotiating and concluding an operating lease are added to the book value of the leased asset.

Revenues from leases relating to the concession of spaces for exploitation, are recognized in equal amounts over the term of the lease, as "other income"

## 5.18 Expenses

Expenses are recognized in the income statement on an accrued basis. Payments made for operational leases are transferred to the income statement as expenses, at the utilization time of the lease.

More information is cited in Notes 8.17, 8.19, 8.20 and 8.22.

## 6. Risk Management

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

## Financial risk factors

The Company is not exposed to significant financial risks, such as the market risk (changes in exchange rates, market prices), the credit risk and liquidity risk. The financial instruments of the company comprise of bank deposits (sight, time), trade and other debtors and creditors and financial assets available for sale and financial instruments at fair value through profit and loss. The company's risk management plan seeks to limit any negative impacts on the financial results of the company arising from the inability to predict how financial markets will perform and from fluctuations in cost and sales variables.

### 6.1 Market Risk

**(i) Exchange rate risk:** The company does business with domestic and foreign clients and the transaction currency is Euro. Consequently, there is no exchange rate risk.

**(ii) Price risk:** The company is not exposed to price risk since it is a Service Provider and is not affected by fluctuations in raw materials prices. The services it renders are priced based on its published pricelist, the prices of which are increased or decreased when it is deemed necessary by the Company. Regarding cost of services provided, since it mainly comprises of payroll costs, it is affected due to increases via inflationary trends.

**(iii) Interest rate risk:** The Company holds certain securities the cash flows of which are determined by a floating interest rate tied to EURIBOR. A possible 10% increase/decrease in EURIBOR index would lead to a reduction in profits before tax of € 80 thousand in 2019, compared to € 101 thousand in 2018. The company has no loan liabilities.

### 6.2 Credit risk

The exposure of the company to credit risk is limited to the financial assets as these are analyzed below:

Amounts in thousands €	<b>2019</b>	<b>31 December 2018 restated*</b>
<b>Categories of financial assets</b>		
Long-term receivables	27	28
Restricted cash	7.000	10.000
Trade receivables	3.292	2.833
Down payments and other receivables	6.562	6.036

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

Other financial assets	44.587	-
Cash and cash equivalents	54.466	91.037
<b>TOTAL</b>	<b>115.934</b>	<b>109.934</b>

The credit risk to which the Company is exposed against its customers is limited, due to its large customer base, on the one hand, and, on the other hand, since it obtains, as standard practice, advances or letters of credit before commencing work carried out.

Furthermore, regarding the financial assets as well as the cash and cash equivalents, the Company's Management applies a dispersion policy for the number of banks it has transactions with, as well as an evaluation policy for their creditworthiness.

### 6.3 Liquidity risk

There is no liquidity risk for the company, as its operating costs are covered by cash equivalents and other financial assets, covering in total 89,52% and 89,58% of current assets for fiscal years 2019 and 2018 correspondingly.

The maturity of its financial liabilities on 31.12.2019 and on 31.12.2018 is analyzed as follows:

Amounts in thousands €	2019			
	within 6 months	6 to 12 months	1 to 5 years	More than 5 years
Liabilities to suppliers	2.661	0	0	0
Leasing Liabilities	1.848	0	7.200	37.057
Other long-term liabilities	0	0	162	0
<b>Total</b>	<b>4.509</b>	<b>0</b>	<b>7.362</b>	<b>0</b>
Amounts in thousands €	2018			
	within 6 months	6 to 12 months	1 to 5 years	More than 5 years
Liabilities to suppliers	3.008	0	0	0
Leasing Liabilities	1.350	0	7.200	37.139
Other long-term liabilities	0	0	125	0
<b>Total</b>	<b>4.358</b>	<b>0</b>	<b>7.325</b>	<b>0</b>

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

#### **6.4 Capital risk management**

The company does not use loan capital and, consequently, the leverage factor is zero.

#### **6.5 Fair value**

The fair value of a financial asset is the amount that is collected for the sale of a financial asset or paid for the settlement of a liability in a transaction under normal conditions between two commercial counterparties on its valuation date. The fair value of the financial assets of the Financial Statements of December 31, 2019, was determined by the best possible estimate by the Management. In cases where there are no data available or these data are limited from active money markets, the valuations of the fair values have arisen by the Management's estimate in compliance with the information available.

The Company uses the hierarchy below in order to establish and disclose the fair value of its financial instruments, per measurement technique:

**Level 1:** Negotiable (not adjusted) values on active markets for the same assets or liabilities;

**Level 2:** Other techniques where all inflows with a significant impact on the recorded fair value are observable, either directly or indirectly.

**Level 3:** Techniques which employ data that has a significant impact on the recorded fair value and is not based on observable market data.

The amounts with which cash holdings, receivables and short-term liabilities are disclosed in the Financial Position Statement, approach their corresponding fair values due to their short-term maturity. Consequently, there are no differences between the fair values and the corresponding book values of the Financial Assets and Liabilities. The Company does not hold financial assets or liabilities measured in fair value.

### **7. Segmental reporting**

The Company operates in Greece, irrespective of the fact that its customer base includes international companies. Moreover, the Company does not engage in commercial or industrial activities other than the provision of services solely within the boundaries of the Port of Thessaloniki.

Its business activities regard the provision of services to:

- unitized cargoes (containers);
- conventional cargoes (bulk, general, RO-RO);
- coastal and cruise passengers;
- ships (anchoring, mooring, berthing and other services);

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

- users of its Port and non-port facilities, including the operation of car parking stations (organized or not).

ThPA S.A. Management assesses the results of these activities and takes business decisions based on the internal financial information system. This system is organized depending on both the type of service rendered and the differences they generate during the production process, given they are provided to different types of cargoes (Containerized and Conventional), passengers and other users, as well as the organizational structure of the Company.

Based on what is cited above, the Company has identified the following four (4) operating segments for disclosure:

- Container Terminal,
- Conventional Cargo,
- Passenger Traffic,
- Utilization of facilities.

## 7.1 Financial data per segment

Company activities per operating segment and of Assets and Liabilities for fiscal years 1.1-31.12.2019 and 1.1-31.12.2018 can be broken down as follows:

### **Fiscal Year 2019**

Results per segment on 31.12.2019	Container Terminal	Conventional Port	Passenger Traffic	Space Exploitation	Non-allocated Items	Company Total
<b>Sales per segment</b>						
- to external customers	44.681.172,11	22.286.190,94	143.193,65	1.870.513,35	-	<b>68.981.070,05</b>
- to other segments	-	-	-	-	-	-
<b>Total sales per segment</b>	<b>44.681.172,11</b>	<b>22.286.190,94</b>	<b>143.193,65</b>	<b>1.870.513,35</b>	<b>-</b>	<b>68.981.070,05</b>
<b>Cost of Sales</b>	<b>(20.558.808,03)</b>	<b>(14.460.818,27)</b>	<b>(322.114,85)</b>	<b>(1.435.294,42)</b>	<b>-</b>	<b>(36.777.035,57)</b>
Gross profit per Segment	<b>24.122.364,08</b>	<b>7.825.372,67</b>	<b>(178.921,20)</b>	<b>435.218,93</b>	<b>-</b>	<b>32.204.034,48</b>
Other income	103.709,30	2.288.340,16	18.756,36	988.590,39	332.292,13	3.731.688,34
Other Expenses	(4.342.749,59)	(3.846.995,90)	(193.266,42)	(699.921,05)	(3.095.185,14)	(12.178.118,10)
<b>Operating result per segment</b>	<b>19.883.323,79</b>	<b>6.266.716,93</b>	<b>(353.431,26)</b>	<b>723.888,27</b>	<b>(2.762.893,01)</b>	<b>23.757.604,72</b>
Financial income/expenses (net)	-	-	-	-	(722.656,87)	<b>(722.656,87)</b>
<b>Results before tax per segment</b>	<b>19.883.323,79</b>	<b>6.266.716,93</b>	<b>(353.431,26)</b>	<b>723.888,27</b>	<b>(3.485.549,88)</b>	<b>23.034.947,85</b>
Income tax	(5.681.630,33)	(1.790.705,08)	100.992,46	(206.850,00)	995.990,71	<b>(6.582.202,24)</b>
<b>Results net of tax per segment</b>	<b>14.201.693,46</b>	<b>4.476.011,85</b>	<b>(252.438,80)</b>	<b>517.038,27</b>	<b>(2.489.559,17)</b>	<b>16.452.745,61</b>
<b>Total depreciations of tangible and intangible assets</b>	<b>3.290.134,13</b>	<b>2.440.212,48</b>	<b>32.106,86</b>	<b>165.369,45</b>	<b>62.334,59</b>	<b>5.990.157,51</b>
<b>Results before tax, financial results and depreciations per segment</b>	<b>23.173.457,92</b>	<b>8.706.929,41</b>	<b>(321.324,40)</b>	<b>889.257,72</b>	<b>(2.700.558,42)</b>	<b>29.747.762,23</b>

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

### Fiscal Year 2018\*

Results per segment on 31.12.2018	Container Terminal	Conventional Port	Passenger Traffic	Space Exploitation	Non-allocated Items	Company Total
<b>Sales per segment</b>						
- to external customers	37.929.658,90	18.896.370,11	223.328,57	1.485.330,39	-	58.534.687,97
- to other segments	-	-	-	-	-	-
<b>Total sales per segment</b>	37.929.658,90	18.896.370,11	223.328,57	1.485.330,39	-	58.534.687,97
<b>Cost of Sales</b>	(16.722.705,53)	(12.773.991,53)	(328.821,17)	(1.236.665,70)	-	(31.062.183,93)
Gross profit per Segment	21.206.953,37	6.122.378,58	(105.492,60)	248.664,69	-	27.472.504,04
Other income	80.980,11	3.944.172,37	16.791,49	778.488,64	1.563.060,81	6.383.493,42
Other Expenses	(2.517.391,62)	(3.722.977,47)	(147.771,08)	(502.905,27)	(2.989.672,35)	(9.880.717,79)
<b>Operating result per segment</b>	18.770.541,86	6.343.573,48	(236.472,19)	524.248,06	(1.426.611,54)	23.975.279,67
Financial income/expenses (net)	-	-	-	-	(240.915,75)	(240.915,75)
<b>Results before tax per segment</b>	18.770.541,86	6.343.573,48	(236.472,19)	524.248,06	(1.667.527,29)	23.734.363,92
Income tax	(5.801.251,51)	(1.960.554,23)	73.084,45	(162.024,88)	515.368,46	(7.335.377,72)
<b>Results net of tax per segment</b>	12.969.290,35	4.383.019,25	(163.387,74)	362.223,18	(1.152.158,83)	16.398.986,20
<b>Total depreciations of tangible and intangible assets</b>	3.414.618,58	1.304.984,27	37.437,73	167.297,92	55.160,60	4.979.499,10
<b>Results before tax, financial results and depreciations per segment</b>	22.185.160,44	7.648.557,75	(199.034,46)	691.545,98	(1.371.450,94)	28.954.778,77

### Fiscal Year 2019

31.12.2019	Container Terminal	Conventional Port	Passenger Port	Space Exploitation	Non-allocated items	Company Total
Trangible fixed assets utilized for purpose	37.219.365,51	1.874.513,41	377.669,97	1.060.436,62	15.692.371,46	56.224.356,97
Investments in property	0,00	0,00	0,00	3.105.181,71	0,00	3.105.181,71
Other non-current assets	26.328.358,55	14.088.312,39	94.400,21	1.758.383,16	12.259.919,97	54.529.374,28
Current assets	2.995.864,44	5.257.313,84	54.687,08	85.499,96	102.260.665,37	110.654.030,68
<b>Total Assets per Segment</b>	66.543.588,50	21.220.139,64	526.757,26	6.009.501,45	130.212.956,80	224.512.943,64
Equity	0,00	0,00	0,00	0,00	161.240.775,00	161.240.775,00
Long-term liabilities	29.817.064,05	16.157.930,57	118.643,08	1.910.137,74	2.072.942,63	50.076.718,07
Short-term liabilities	4.844.905,99	3.367.223,96	14.267,20	152.888,64	4.816.164,79	13.195.450,57
<b>Total Equity &amp; Liabilities per Segment</b>	34.661.970,04	19.525.154,53	132.910,28	2.063.026,38	168.129.882,42	224.512.943,64

### Fiscal Year 2018\*

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

<b>31.12.2018*</b>	<b>Container Terminal</b>	<b>Conventional Port</b>	<b>Passenger Traffic</b>	<b>Space Exploitation</b>	<b>Non-allocated items</b>	<b>Company Total</b>
Tangible fixed assets utilized for own purposes	31.033.820,18	3.156.198,23	156.790,90	1.056.792,44	14.045.117,48	49.448.719,23
Investments in property	0,00	0,00	0,00	3.028.963,36	0,00	3.028.963,36
Other non-current assets	594.844,36	0,00	0,00	0,00	58.474.839,30	59.069.683,66
Current assets	2.513.208,70	3.670.235,39	62.432,58	792.915,45	94.591.649,05	101.630.441,17
<b>Total Assets per Segment</b>	<b>34.141.873,24</b>	<b>6.826.433,62</b>	<b>219.223,48</b>	<b>4.878.671,25</b>	<b>167.111.605,83</b>	<b>213.177.807,42</b>
Equity	0,00	0,00	0,00	0,00	149.891.929,75	149.891.929,75
Long-term liabilities	1.210.070,72	1.384.476,62	12.411,55	639.769,04	46.077.218,58	49.323.946,51
Short-term liabilities	3.702.660,44	3.465.826,39	18.642,28	130.662,61	6.644.139,44	13.961.931,16
<b>Total Equity &amp; Liabilities per Segment</b>	<b>4.912.731,16</b>	<b>4.850.303,01</b>	<b>31.053,83</b>	<b>770.431,65</b>	<b>202.613.287,77</b>	<b>213.177.807,42</b>

Non-allocated assets mainly regard cash holdings, financial instruments, deferred taxation, as well as tangible fixed assets utilized for own purposes which regard infrastructure works not directly relating to any Operating Segment, while non-allocated liabilities mainly regard all of equity, liabilities from suppliers, income taxes, fixed asset subsidies and other provisions.

**Major Customers:** A customer active in the operating segment of the CONTAINER TERMINAL accounts for a percentage of more than 10% (17,83%), (2018: 17,61%).

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)



## 7.2 Calculation of earnings before tax, financial results and total depreciations (EBITDA)

The Company monitors the EBITDA index and cites the calculation thereof, as it is not precisely defined in the IFRS, as such have been adopted by the European Union:

	<b>2019</b>	<b>2018*</b>
Profits before tax	23.034.947,85	23.734.363,92
Plus: Depreciations of tangible fixed assets and intangible assets (notes 8.2, 8.3)	5.990.335,51	4.980.280,70
Less: Depreciations of subsidized fixed assets (note 8.13)	(178,00)	(781,60)
Less: Net financial income (note 8.23)	722.656,87	240.915,75
<b>Operational profits (EBITDA)</b>	<b>29.747.762,23</b>	<b>28.954.778,77</b>

## 8. Item analysis & other disclosures

### 8.1 Investment property

	<b>31.12.2019</b>	<b>31.12.2018</b>
Balance at beginning of period	3.028.963,36	3.037.444,02
Revaluation gains (note 8.18)	76.218,35	-
Impairment Loss (note 8.22)	-	(8.480,66)
<b>Balance at the end of the period</b>	<b>3.105.181,71</b>	<b>3.028.963,36</b>

The company owns four plots of land outside the Port Zone which are held to generate rent or increase the value of its capital and which are free of all liens. The company has selected the fair value method for book value calculation of its investment properties. Profits or losses arising from a change in fair value in investments in real estate are included in the net profit or loss for the period in which that change occurs.

The fair value of investment properties of level 3 is measured for the Company by independent external valuers using the Comparative or Landmark Method. For the purpose of estimation, the following assumptions have been made:

- the properties are not contaminated and not affected by existing or proposed environmental legislation
- the land of each property is not subject to special conditions
- properties are free of mortgages
- real estate is not affected by current or potential future town planning arrangements.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

The Company is also affected by the change in the fair value of investment property. A change in property prices of  $\pm 5\%$  will result in a corresponding change of approximately   155 thousand in the income statement (change of   151 thousand in the income statement of 2018).

Two of the four investment properties are leased to third companies for the exploitation of parking spaces. Income from the lease of investment real estate amount to   149.688,00 for the fiscal year ended on December 31, 2019 (2018\*:  143.664,49).

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

## 8.2 Tangible Assets

	Note	Buildings	Machinery	Vehicles	Furniture, fittings and equipment	Assets under construction & prepayments	Total of Tangible Assets
<b>Cost</b>							
<b>1 January 2018</b>		22.034.447,27	68.577.142,77	4.285.166,59	4.610.874,37	12.290.865,77	111.798.496,77
Additions		449.433,14	1.403.766,00	-	201.705,38	5.508.135,03	7.563.039,55
Right of use asset		-	-	70.020,00	-	-	70.020,00
Transfers		48.390,70	977.100,00	-	-	(1.025.490,70)	-
Disposals		-	(644.423,52)	(283.198,85)	(83.867,25)	(22.100,00)	(1.033.589,62)
<b>31 December 2018 restated*</b>		<b>22.532.271,11</b>	<b>70.313.585,25</b>	<b>4.071.987,74</b>	<b>4.728.712,50</b>	<b>16.751.410,10</b>	<b>118.397.966,70</b>
<b>1 January 2019</b>		22.532.271,11	70.313.585,25	4.071.987,74	4.728.712,50	16.751.410,10	118.397.966,70
Additions		1.629.863,01	6.846.576,72	10.973,39	332.203,66	2.287.196,95	11.106.813,73
Right of use asset		-	-	145.262,02	-	-	145.262,02
Revaluation gains		-	-	-	-	-	-
Transfers		954.570,79	3.452.499,85	-	-	(4.407.070,64)	-
Disposals		-	(3.969.449,85)	(83.246,85)	(48.069,33)	-	(4.100.766,03)
<b>31 December 2019</b>		<b>25.116.704,91</b>	<b>76.643.211,97</b>	<b>4.144.976,30</b>	<b>5.012.846,83</b>	<b>14.631.536,41</b>	<b>125.549.276,42</b>
<b>Accumulated depreciation and impairment losses</b>							
<b>1 January 2018</b>		9.341.716,34	49.641.375,80	3.731.192,53	3.887.464,35	-	66.601.749,02
Depreciation		916.074,72	2.572.698,03	109.477,66	185.183,16	-	3.783.433,57
Depreciation of the right of use asset		-	-	3.480,00	-	-	3.480,00
Disposals		-	(605.149,17)	(283.198,84)	(82.902,30)	-	(971.250,31)
Impairment loss	8.22	-	1.093.835,20	-	-	-	1.093.835,20
Reversal of impairment loss	8.18	-	(1.562.000,01)	-	-	-	(1.562.000,01)
<b>31 December 2018 restated*</b>		<b>10.257.791,06</b>	<b>51.140.759,85</b>	<b>3.560.951,35</b>	<b>3.989.745,21</b>	<b>-</b>	<b>68.949.247,47</b>
<b>1 January 2019</b>		<b>10.257.791,06</b>	<b>51.140.759,85</b>	<b>3.560.951,35</b>	<b>3.989.745,21</b>	<b>-</b>	<b>68.949.247,47</b>
Depreciation		978.007,77	3.172.394,61	96.944,16	201.697,71	-	4.449.044,25
Depreciation of the right of use asset		-	-	26.465,51	-	-	26.465,51
Disposals		-	(3.968.521,60)	(83.246,85)	(48.069,33)	-	(4.099.837,78)
Impairment loss		-	-	-	-	-	-
Reversal of impairment loss		-	-	-	-	-	-
<b>31 December 2019</b>		<b>11.235.798,83</b>	<b>50.344.632,86</b>	<b>3.601.114,17</b>	<b>4.143.373,59</b>	<b>-</b>	<b>69.324.919,45</b>
<b>Carrying value at 1 January 2018</b>		<b>12.692.730,93</b>	<b>18.935.766,97</b>	<b>553.974,06</b>	<b>723.410,02</b>	<b>12.290.865,77</b>	<b>45.196.747,75</b>
<b>Carrying value at 31 December 2018 restated*</b>		<b>12.274.480,05</b>	<b>19.172.825,40</b>	<b>511.036,39</b>	<b>738.967,29</b>	<b>16.751.410,10</b>	<b>49.448.719,23</b>
<b>Carrying value at 31 December 2019</b>		<b>13.880.906,08</b>	<b>26.298.579,11</b>	<b>543.862,13</b>	<b>869.473,24</b>	<b>14.631.536,41</b>	<b>56.224.356,97</b>

Company`s assets are free of all liens. The company has concluded insurance contracts covering possible risks of earthquake, fire and other risks, from acts of god and also covering general civil liability for electromechanical

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

equipment and buildings which have been conceded to it by the Greek State, and employer's civil liability for machinery, vehicles, electric gantry cranes and ordinary gantry cranes.

An impairment check shall take place for fixed assets when events and conditions suggest that their residual value may no longer be recoverable. Should the residual value of fixed assets exceed their recoverable value, the accessory sum regards an impairment loss, which is recorded directly as an expense in the income statement.

In 2019 the Company carried out a full review of its main equipment (cranes) for any evidence of impairment. In the first review process, it was determined whether the Net Book Value of each crane is zero or above zero. All units above zero were selected for revision in Stage 2.

The second stage included a review of the expected quantities of traffic and revenue for the year 2020, as well as the allocation of the quantities that each of the cranes passing through the second stage of the impairment test had to handle.

The final third stage reviewed equipment for its future use, its individual significance and its cash flow based on its activity.

No impairments were recorded as a result of this exercise.

The item "Fixed Assets and Advances" includes projects under development, with the most important task of extending the 6th pier (  11m), various port infrastructure projects (  3m) and advanced payments for the purchase of mechanical equipment (  0,7 million) in view of the mandatory investments coming from the concession agreement.

Finally, within the year, following the decision of the Management, the Company proceeded to the scrapping of old mechanical and other equipment of value   1 thousand.

### 8.3 Intangible Assets

Intangible assets costs as of 01.01.2018	3.100.078,26
Additions	27.901,55
Intangible assets costs as of 31.12.2018	3.127.979,81

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

Accumulated depreciations as of 01.01.2018	2.345.768,32
Depreciations 2018	187.367,13
Total depreciation until 31.12.2018	2.533.135,45
Residual value as of 31.12.2018	594.844,36
Intangible assets costs as of 01.01.2019	3.127.979,81
Additions	436.499,84
Intangible assets costs as of 31.12.2019	3.564.479,65
Accumulated depreciations as of 01.01.2019	2.533.135,45
Depreciations 2019	172.825,79
Total depreciation until 31.12.2019	2.705.961,24
Residual value as of 31.12.2019	858.518,41

#### 8.4 Concession Fee

Concession fee as of 01.01.2018	0,00
Additions	44.284.000,00
Concession Fee as of 31.12.2018	44.284.000,00
Accumulated depreciations as of 01.01.2018	0,00
Depreciations 2018	1.006.000,00
Total depreciation until 31.12.2018	1.006.000,00
Residual value as of 31.12.2018	43.278.000,00
Concession Fee as of 31.12.2019	44.284.000,00
Additions	0,00
Concession Fee as of 31.12.2019	44.284.000,00
Accumulated depreciations as of 01.01.2019	1.006.000,00
Depreciations 2019	1.341.999,96
Total depreciation until 31.12.2019	2.347.999,96
Residual value as of 31.12.2019	41.936.000,04

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

## 8.5 Long-term receivables

Long-term receivables are analyzed as follows:

	<b>31/12/2019</b>	<b>31/12/2018*</b>
Electricity (PPC) guarantees	17.608,21	17.608,21
Water Supply (EYATH) guarantees	512,11	512,11
Natural Gas guarantees	7.687,00	8.408,00
Other guarantees	1.006,00	1.006,00
<b>Total</b>	<b>26.813,32</b>	<b>27.534,32</b>

These receivables relate to guarantees which will not be collected until the end of the next fiscal year and which have been valued at cost.

## 8.6 Inventories

Inventories are analyzed as follows:

	<b>31/12/2019</b>	<b>31/12/2018*</b>
<b>Consumables</b>		
At cost	2.005.682,46	2.032.200,37
At net realizable value	1.543.417,77	1.569.935,68
<b>Spare parts</b>		
At cost	203.979,54	154.457,14
At releazible value	203.979,54	154.457,14
<b>Total inventories at the lowest of cost and net realizable value</b>	<b>1.747.397,31</b>	<b>1.724.392,82</b>

At the end of each fiscal year, Company BoD reassesses the case of impairment in the valuation of inventories at their liquidation value. Every change in the impairment provision and the cost of inventories entered as an expense is included in the cost of sales (note 8.17).

## 8.7 Trade receivables

Trade receivables are analyzed as follows:

	<b>31/12/2019</b>	<b>31/12/2018*</b>
Trade receivables	3.540.894,94	3.433.678,17
<b>Less:</b> provisions for bad debt	(248.775,67)	(600.477,22)
<b>Total</b>	<b>3.292.119,27</b>	<b>2.833.200,95</b>

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

The Company, as standard practice, receives advance payments (deposits) for works, which are settled at regular intervals. Customer advance payments are contractual liabilities of the company from contracts with customers and amounted on 31.12.2019 to   3.582.630,76 and on 31.12.2018\* to   2.877.914,44 (note 8.14)

Each customer account is debited / credited with down payments collected and the final payment for specific invoices corresponding to specific down payments. At the end of each period that balance is presented in the liabilities account 'Customer Down payments' (Note 8.14). The majority of customer balances (6 months and over) for which no provision has been formed are covered, for the most part, by deposits. Where contracts have been concluded with customers which provide for a discount, a letter of credit is also simultaneously deposited.

Such letters of credit amounted, on 31.12.2019, to the sum of   1.507.570 and   1.130.610,00 on 31.12.2018\* (Note 8.27.3).

Regarding trade and other receivables, the Company has calculated the estimated credit losses (ECLs), based on the expected lifelong credit losses. Considering that trade receivables are normally settled within 30 days of invoice issuance, the management has defined a minimum loss percentage for the default risk. For all over 30 days outstanding balances, the Company examined the default risk, overdue days and historical losses from credit values adjusted to reflect current and future information per customer, to calculate the expected credit losses for everyone trade receivables` balance.

The Company has formed a provision for bad debt from receivables which it considers it will be unable to collect.

The account of the provision for bad debts from customer receivables for fiscal years ended on December 31, 2019 and 2018\* is broken down follows:

<b>Balance on January 1, 2018</b>	<b>1.022.046,72</b>
Additional provision for the fiscal year (note 8.20)	41.302,39
Non-utilized provision (note 8.18)	(68.203,79)
Deletion of Customers	(394.668,10)
<b>Balance on December 31, 2018*</b>	<b>600.477,22</b>
Additional provision for the fiscal year (note 8.20)	62.589,11
Non-utilized provision (note 8.18)	(4.642,19)
Deletion of Customers	(409.648,47)
<b>Balance on December 31, 2019</b>	<b>248.775,69</b>

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

On December 31, 2019 customer and other trade receivables maturity dates were as follows:

	<b>Not overdue and not impaired</b>	<b>0-30 days</b>	<b>31-60 days</b>	<b>61-300 days</b>	<b>&gt;300 days</b>	<b>TOTAL</b>
<b>31.12.2019</b>	1.003.833,96	1.561.571,74	274.671,37	452.042,20	0,00	<b>3.292.119,27</b>
<b>31.12.2018*</b>	472.445,84	1.355.346,81	213.766,63	791.641,67	0,00	<b>2.833.200,95</b>

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)



## 8.8 Advances and other receivables

Advances and other receivables are analyzed as follows:

	<b>31/12/2019</b>	<b>31/12/2018*</b>
Advances to personnel	261.270,78	173.320,70
Loans to personnel	315.722,97	272.417,67
Receivables from currently earned income	3.027.997,39	2.179.065,62
Sundry debtors	786.855,57	798.753,63
Tax income prepayment (Note 8.15)	358.608,68	938.227,54
Receivables from VAT	477.733,27	260.865,18
Other receivables from the Greek State (Note 8.27.4)	6.888.818,32	6.549.509,33
Next fiscal year's expenses	163.582,33	84.738,87
Doubtful debtors	293.648,46	340.351,48
Less: provision for doubtful debtors	(293.648,46)	(340.351,48)
Less: provision for doubtful receivables	(768.012,85)	(270.654,87)
Less: provision for receivables from duties and taxes	(3.526.110,96)	(3.526.110,96)
Less: provision for tax audit differences (Notes 8.27.4)	(1.424.067,06)	(1.424.067,06)
<b>Total</b>	<b>6.562.398,44</b>	<b>6.036.065,65</b>

**Advances to personnel:** Salaries for full-time personnel are paid in advance on the 1<sup>st</sup> and 16<sup>th</sup> day of each month. The amount presented relates to pay advances for full-time personnel for the month of January 2020.

**Loans to personnel:** The Company provides interest loans to employees which are subject to a 2,4% stamp duty upon receipt. The amount of loan per employee is up to the amount of € 7 thousand and instalments are deducted from the employee salaries. Loans are stated at their nominal value and are similar to their fair value.

**Receivables from the currently earned income:** These came from: (a) accrued interest income € 143.073,07 (2018\*: € 83.637,24), b) Other income € 14.952,98 (2018\*: € 64.157,39) and c) revenues from non-invoiced operations € 2.882.093,01 (2018\*: € 2.031.270,99), which relate to services that were provided until 31.12.2019 but were not invoiced.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

The account for the provision for doubtful other receivables for fiscal years ended on December 31, 2019 and 2018\* is broken down as follows:

<b>Balance on January 1, 2018</b>	<b>959.879,91</b>
Additional provision in fiscal year (note 8.20)	56.861,98
Customer Deletions	<b>(632.448,13)</b>
Non-utilized provision (note 8.18)	(43.942,28)
<b>Balance on December 31, 2018*</b>	<b>340.351,48</b>
Additional provision in fiscal year (note 8.20)	56.795,85
Non-utilized provision (note 8.18)	(36.937,92)
Deletion of Customers	(66.560,95)
<b>Balance on December 31, 2019</b>	<b>293.648,46</b>

#### 8.9 Cash and cash equivalents – Other financial assets

Cash and cash equivalents are broken down as follows:

	<b>31/12/2019</b>	<b>31/12/2018*</b>
Cashier's desk	45.370,73	51.797,23
Sight deposits	54.420.244,93	2.420.066,75
Time deposits	0,00	88.564.917,77
<b>Total</b>	<b>54.465.615,66</b>	<b>91.036.781,75</b>

The interest rates for time deposits in the course of fiscal year 2019 ranged from 0,70% to 1,65% (0,95% to 1,65% in fiscal year 2018\*). The current value of these sight deposits approximates their book value, due to the floating interest rates and short-term maturity dates.

On 31.12.2019, the company's short-term deposits for more than three months' term period amounted to €44.586.500,00 (2018\*: € 0,00), which are disclosed in the "Other Financial Assets" section. As defined in the pending sects contained in the contract dated February 2, 2018 signed between the Greek State and ThPA S.A. entitled "Concession Agreement Concerning the Use and Exploitation of Certain Areas and Assets within the Port of Thessaloniki", the Company proceeded on 07.02.2018 to issue a Letter of Guarantee for the performance of the contract amounting to € 10 million with a corresponding amount of restricted cash (as cash collateral) which is stated on non-current assets of the Financial Position Statement.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

On March 13, 2019, the Company issued a supplementary letter of guarantee amounting to € 20 million, marking the commencement of the First Investment Period, without restricting (as cash collateral) any cash. At the same time, the issuing bank, reduced the amount of the escrow deposit of the first Letter of Guarantee to € 7 million from the initial amount of € 10 million.

Financial income of interest from bank deposits and interest-bearing Greek State treasury bills are recognized using the accrued interest principle, and amount to € 1.188.778,21 for the fiscal year ended on December 31, 2019, and € 1.140.065,49 for the corresponding fiscal year of 2018\* (note 8.23).

## 8.10 Equity

### 8.10.1 Share capital

ThPA S.A's share capital stands at thirty million two hundred and forty thousand Euros (€30,240,000) and is divided into ten million eighty thousand (10,080,000) ordinary registered shares with a face value of three Euros (€ 3.00) each. The share capital was fully paid-in on 31.12.2019. There was no change during the period.

### 8.10.2 Reserves

	<b>Statutory Reserve</b>	<b>Untaxed Reserves</b>	<b>Total Reserves</b>
<b>Balance (1.1.2018)</b>	<b>7.914.374,23</b>	<b>57.435.943,56</b>	<b>65.350.317,79</b>
<b><i>Other changes for the fiscal year</i></b>	-	-	
Profit distribution to reserves	857.589,55	-	<b>857.589,55</b>
<b>Balance (31.12.2018 restated*)</b>	<b>8.771.963,78</b>	<b>57.435.943,56</b>	<b>66.207.907,34</b>
<b>Balance (1.1.2019)</b>	<b>8.771.963,78</b>	<b>57.435.943,56</b>	<b>66.207.907,34</b>
<b><i>Other changes for the fiscal year</i></b>			
Profit distribution to reserves	819.389,42	-	<b>819.389,42</b>
<b>Balance (31.12.2019)</b>	<b>9.591.353,20</b>	<b>57.435.943,56</b>	<b>67.027.296,76</b>

The statutory reserve has been formed in compliance with the provisions in force and may not be distributed while the company is in operation. Untaxed reserves include reserves from income under special taxation, from financial income exempt from taxation, which have not been taxed based on special provisions in the law, as well as the Special untaxed reserve of Law 2881/2001, amounting to €57,1 million.

The above Special Tax-Free Reserve is taxed under the conditions and to the extent provided for in the general provisions, i.e. in the event of its distribution or capitalization. The tax on any goodwill to be

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

distributed or capitalized will be calculated based on the tax rate applicable to the taxation of the profits of the year in which the distribution or capitalization will take place.

### 8.11 Provisions for liabilities to employees

Provision for liabilities to employees is analyzed as follows:

<b>Liability recognized in the Financial Position Statement</b>	<b>31/12/2019</b>	<b>31/12/2018*</b>
Present Value of obligations	<b><u>5.240.179,18</u></b>	<b><u>3.945.104,61</u></b>
<b>Amounts recognized in the Comprehensive Income Statement</b>	<b>1/1/2019 - 31/12/2019</b>	<b>1/1/2018 - 31/12/2018*</b>
Service cost of current employment	69.742,38	70.481,94
Net Interest on the Net Defined Benefit Liability/(Asset)	58.124,80	60.170,19
	<b>127.867,18</b>	<b>130.652,13</b>
Past service cost	57.062,43	
Settlement/curtailment/termination Loss/(Gain)	2.130.639,61	(5.862,57)
Other expense/(income)	(20.165,82)	
(Profit) / loss charged in P&L	<b>2.295.403,40</b>	<b>124.789,56</b>
Liability Gain/(Loss) due to changes in assumptions	(285.596,42)	
Liability experience Gain/(Loss) arising during the year	(6.281,31)	
	<b>(291.877,73)</b>	<b>238.354,35</b>
Adjustment on Defined Benefit Obligation through Other Comprehensive Income	1.189.987,89	
<b>Total Gain/(Loss) recognized in Other Comprehensive Income Statement</b>	<b><u>898.110,16</u></b>	<b><u>238.354,35</u></b>
<b>Changes (movement) in Net Defined Liability recognized in Financial Position Statement</b>	<b>1/1/2019 - 31/12/2019</b>	<b>1/1/2018 - 31/12/2018*</b>
Net Liability/(Asset) in BS at beginning of period	3.945.104,61	4.192.390,31
Benefits paid directly by the Company	(102.218,66)	(133.720,91)
Total expense recognized in the Income Statement	2.295.403,39	124.789,56
Amount of (Profit) / loss recognized in Other Comprehensive Income Statement	(898.110,16)	(238.354,35)
<b>Net Liability/(Asset) in BS at end of period</b>	<b><u>5.240.179,18</u></b>	<b><u>3.945.104,61</u></b>

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

The principal actuarial assumptions employed for the calculation of the relevant provisions are as follows:

	<b>31/12/2019</b>	<b>31/12/2018</b>
Discount rate	0,78%	1,50%
Rate of future salary increases	0,00%	2,00%
Average of expected residual working life	14,96	11,41

In case of change in the average annual payroll, an increase by + 0.5% would be equal to liability amounted € 5,035,089 and a decrease by -0.5% a liability amounted € 5,023,978. In case of change in the discount rate, an increase by + 0.5% would be equal to a liability amounted € 4,821,520 and a decrease by -0.5% a liability amounted € 5,250,653.

The Company calculates the reserve for personnel`s compensation due to retirement in compliance with the provisions of the sectoral collective labor agreement (E.S.S.E.). Personnel compensation liabilities for fiscal years 2019 and 2018 were calculated using an actuarial study.

## 8.12 Other provisions

The movement of other provisions is broken down as follows:

<b>Balance on 1.1.2018</b>	<b>1.456.119,72</b>
Additional provisions (note 8.27.4, 8.22)	180.975,71
Unused provision	(91.307,55)
Used provision	(630.919,90)
<b>Balance on 31.12.2018</b>	<b>914.867,98</b>
Additional provisions (note 8.27.4, 8.22)	0,00
Used provision	(497.357,99)
<b>Balance on 31.12.2019</b>	<b>417.509,99</b>

Other provisions regard various cases and actions pending at Courts and will be settled upon the adjudication of the cases.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

### 8.13 Other long-term liabilities

Other long-term liabilities are analyzed as follows:

	<b>31/12/2019</b>	<b>31/12/2018</b>
Leasehold deposits	162.374,20	124.353,92
Fixed asset subsidies	0,00	178,00
<b>Total</b>	<b>162.374,20</b>	<b>124.531,92</b>

### 8.14 Short-term liabilities

Short-term liabilities, except the income tax and the short-term lease liability, are analyzed as follows:

	<b>31/12/2019</b>	<b>31/12/2018*</b>
Liabilities to suppliers	2.660.530,36	3.008.372,84
Customer down payments	3.582.630,76	2.877.914,44
Dividends payable	10.103,04	0,00
Other liabilities and accrued expenses	5.094.409,86	6.725.643,88
<b>Total</b>	<b>11.347.674,02</b>	<b>12.611.931,16</b>

The above liabilities do not involve interest and are usually settled within 6 months.

**Customer prepayments:** Prior to initiating the service, the Company shall receive advanced payments from Contractual Sector customers. These advanced payments constitute for the Company a contractual obligation to its customers and are settled on completion of the service provision and the recognition of revenue at the beginning of the next financial year (Note 8.7).

**Dividends payable:** This figure regards previous year dividends.

**Other liabilities and accrued expenses:** Other liabilities and accrued expenses are analyzed as follows:

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

	<u>31/12/2019</u>	<u>31/12/2018*</u>
Taxes – Duties on personnel and third party remuneration	873.597,46	904.868,23
Other taxes - duties	48.839,67	62.239,42
Social insurance and pension fund liabilities	1.114.037,11	1.170.993,14
Personnel remuneration payable	539.383,55	1.356.010,35
Fees due to BoD members (note 8.26)	77.542,67	35.992,51
Accrued expenses	2.274.191,09	3.027.634,68
Other short-term liabilities	166.818,31	167.905,55
<b>Total</b>	<b><u>5.094.409,86</u></b>	<b><u>6.725.643,88</u></b>

**Taxes – Duties on Salaries:** This figure primarily regards withholding tax applied to personnel salaries, which are usually paid in the month following the withholding, in compliance with the provisions in tax law.

**Social insurance and pension fund liabilities:** This figure is primarily comprised of contributions – withholdings to social security funds, as can be seen from the payroll and can be analyzed as follows:

	<u>31/12/2019</u>	<u>31/12/2018*</u>
Social Security Institute (IKA) – Other Principal insurance funds	1.114.037,11	1.170.993,14
Contributions to auxiliary funds	-	-
<b>Total</b>	<b><u>1.114.037,11</u></b>	<b><u>1.170.993,14</u></b>

The Company has no outstanding debts to social security Funds.

**Personnel remuneration payable:** This amount includes the part of the remuneration of personnel for December 2019, which has been paid during January 2020.

**Accrued expenses:** This account is analyzed as follows:

	<u>31/12/2019</u>	<u>31/12/2018*</u>
Third-party fees	780.118,11	1.574.699,50
Third-party benefits	183.063,84	236.522,88
Taxes-Duties	2.492,29	788,32
Concession fee, the excessive part above the minimum consideration amount (note 8.27.2)	786.553,78	606.453,68
Personnel remuneration	67.030,00	165.390,00
Other Expenses	347.566,93	35.893,03
Discounts on sales for fiscal year	107.366,14	407.887,27
<b>Total</b>	<b><u>2.274.191,09</u></b>	<b><u>3.027.634,68</u></b>

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

**Concession fee:** refers to the excessive part, in addition to the mandatory minimum liability payable to the Greek State under the Concession Agreement of the Port and is increased by sales increase.

**Discounts on sales** refers to the Company's obligation to its customers under the terms of the agreements signed between the two parties in relation of achieving of the objectives described in the above contracts.

### 8.15 Income taxes payable

The income taxes payable amount is analyzed as follows:

	<u>31/12/2019</u>	<u>31/12/2018*</u>
Income tax (note 8.24)	6.377.350,29	6.770.793,65
Advances/tax withheld	<u>(6.377.350,29)</u>	<u>(6.770.793,65)</u>
<b>Total</b>	<u><u>-</u></u>	<u><u>-</u></u>

Regarding the fiscal year 2019, no income tax is payable on December 31, 2019 because the income-tax advance payment of the previous year 2018\* which offsets with the current income tax amount, is greater by the amount of € 358,608.68 and is stated to the down payments and other receivables line item of the financial position statement (note 8.8).

### 8.16 Sales

	<u>1.1-31.12.2019</u>	<u>1.1-31.12.2018*</u>
<b>CONTAINER TERMINAL</b>		
Ship services	30.890.351,94	27.679.689,87
Land services	12.596.243,50	9.095.535,83
Mooring and berthing	1.174.800,91	1.135.959,37
Utilization of spaces	<u>19.775,76</u>	<u>18.473,83</u>
<b>Total</b>	<b>44.681.172,11</b>	<b>37.929.658,90</b>
<b>CONVENTIONAL PORT</b>		
Ship services	17.415.611,45	14.304.464,64
Land services	2.138.388,50	2.304.449,01
Mooring and berthing	1.485.119,80	1.211.334,21
Utilization of spaces	772.763,11	542.507,18
Income from other provisions	<u>474.308,08</u>	<u>533.615,07</u>
<b>Total</b>	<b>22.286.190,94</b>	<b>18.896.370,11</b>
<b>PASSENGER PORT</b>		
Ship services	3.108,48	961,28
Land services	28.490,28	36.713,40
Mooring and berthing	54.954,80	74.996,79
Income from other provisions	<u>56.640,09</u>	<u>110.657,10</u>
<b>Total</b>	<b>143.193,65</b>	<b>223.328,57</b>
<b>UTILIZATION OF SPACES – NEW ACTIVITIES</b>		
Utilization of spaces	351.686,07	277.298,61
Income from other provisions	<u>1.518.827,28</u>	<u>1.208.031,78</u>
<b>Total</b>	<b>1.870.513,35</b>	<b>1.485.330,39</b>
<b>GENERAL TOTAL</b>	<b>68.981.070,05</b>	<b>58.534.687,97</b>

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)



## 8.17 Cost of sales

Cost of sales is analyzed as follows:

	<u>1/1-31/12/2019</u>	<u>1/1-31/12/2018*</u>
Personnel remuneration and expenses (note 8.21)	17.751.815,92	16.618.591,20
Third parties remuneration and expenses	388.461,37	276.618,84
Third parties benefits	7.902.028,07	6.194.405,65
Taxes - Duties	153.003,83	145.967,30
Miscellaneous expenses	829.531,10	626.399,23
Depreciation (notes 8.2, 8.3)	5.744.920,78	4.760.565,15
Provision for personnel compensation (note 8.11)	1.852.597,80	119.569,62
Consumption of materials-spare parts	2.154.676,70	2.320.066,94
<b>Total</b>	<b><u>36.777.035,57</u></b>	<b><u>31.062.183,93</u></b>

## 8.18 Other revenue and profits

Other revenue and profits is analyzed as follows:

	<u>1/1-31/12/2019</u>	<u>1/1-31/12/2018*</u>
Revaluation gains of fixed assets (note 8.1 investment property )	76.218,35	-
Income from insurance compensations	1.000,06	41.888,21
Income from rents (note 8.27.2)	2.841.684,78	2.406.623,09
Reversal of impairment loss of fixed assets (note 8.2 tangible assets )	-	1.562.000,01
Transfer to income of product from the sale of scrap	-	781.538,91
Income from non-utilized provisions (notes 8.7,8.8,8.11,8.12)	517.789,53	1.539.404,35
Revenue from expenditure allowances	43.618,86	25.673,84
Revenue from liability write-offs	121.171,20	-
Forfeit of guarantees – penalty clauses	-	16.000,00
Other Income from previous fiscal years	130.205,56	10.365,01
<b>Total</b>	<b><u>3.731.688,34</u></b>	<b><u>6.383.493,42</u></b>

## 8.19 Administrative Expenses

Administrative expenses are analyzed as follows:

	<u>1/1-31/12/2019</u>	<u>1/1-31/12/2018*</u>
Personnel remuneration and expenses (note 8.21)	3.922.812,56	2.133.076,74
Third party fees and expenses	3.538.650,80	2.665.311,57
Third party benefits	1.201.237,70	997.354,85
Taxes-duties	238.980,57	200.240,97
Miscellaneous expenses	525.513,06	465.666,48
Depreciation (notes 8.2, 8.3)	224.940,14	198.715,05
Provision for personnel compensation (note 8.11)	421.671,44	17.360,74
Consumption of consumables – spare parts	37.426,33	49.870,85
<b>Total</b>	<b><u>10.111.232,60</u></b>	<b><u>6.727.597,25</u></b>

**Third party fees and expenses:** the amount includes mainly the cost of management fees and fees for management incurred after the Concession Agreement has been signed (note 8.26).

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

**Certified Auditors-Accountants fees:** Total fees charged, regarding fiscal year 2019 by legal audit office are analyzed as follows:

<b>Type of fee</b>	
Fees for mandatory audit of financial statements	42.000,00
Fees for other audit services (tax certificate)	15.000,00
<b>Total</b>	<b>57.000,00</b>

## 8.20 Distribution Expenses

Distribution expenses are analyzed as follows:

	<b>1/1-31/12/2019</b>	<b>1/1-31/12/2018*</b>
Personnel remuneration and expenses (note 8.21)	169.478,58	178.727,68
Third party fees and expenses	53.058,71	62.116,53
Third party benefits	8.897,63	11.864,52
Taxes-duties	4.945,47	2.240,55
Miscellaneous expenses	510.240,86	361.862,59
Depreciation (notes 8.2, 8.3)	20.474,59	21.000,50
Provision for bad debt (notes 8.7, 8.8)	119.384,96	98.164,37
Provision for personnel compensation (note 8.11)	21.134,15	1.112,77
Consumption of consumables – spare parts	124,35	144,85
<b>Total</b>	<b>907.739,30</b>	<b>737.234,36</b>

## 8.21 Number of personnel and payroll cost

The number of personnel employed in the Company and the payroll cost are analyzed as follows:

	<b>31/12/2019</b>	<b>31/12/2018</b>
Salaried Employees *	317	283
Day Laborers **	127	139
<b>Total</b>	<b>444</b>	<b>422</b>

*of whom Technological Education Institute students		51
*of whom fixed term	67	68
** of whom Hellenic Manpower Organization (HMO) students	9	18

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

	<u>1/1-31/12/2019</u>	<u>1/1-31/12/2018</u>
Full-time personnel salaries	11.874.796,87	9.178.762,21
Employer contributions to social security funds	2.865.973,15	2.306.669,92
Side Benefits	364.080,89	373.094,71
Personnel compensation provision (note 8.11)	1.147.654,70	86.761,47
<b>Subtotal</b>	<b>16.252.505,61</b>	<b>11.945.288,31</b>
Wages	5.049.416,20	5.353.128,93
Wages of Greek Manpower Employment Organization (OAED)	0,00	52.165,69
Employer contributions to social security funds	1.529.741,51	1.536.534,96
Side Benefits	160.098,44	130.039,20
Personnel compensation provision (note 8.11)	1.147.701,70	51.281,66
<b>Subtotal</b>	<b>7.886.957,85</b>	<b>7.123.150,44</b>
<b>General total</b>	<b>24.139.463,46</b>	<b>19.068.438,75</b>

## 8.22 Other expenses and losses

Other expenses are analyzed as follows:

	<u>1/1/31/12/2019</u>	<u>1/1-31/12/2018</u>
Loss from the valuation of invest. property (note 8.1)	0,00	8.480,66
Loss from the impairment of fixed assets (note 8.2)	928,25	1.093.835,20
Other provisions	0,00	180.975,71
Surcharges to insurance fundw contributions	142,68	4.297,29
Previus fiscal years expences	625.408,50	713.806,65
Compensations to third parties	22.116,18	207.756,66
Tax fines	16.295,76	4.529,33
Loss of the replacement of machine parts	0,00	35.437,91
Loss of the deletion of receivables	475.147,84	59.978,33
Other	19.106,99	106.788,44
<b>Total</b>	<b>1.159.146,20</b>	<b>2.415.886,18</b>

## 8.23 Financial income (expenses)

Financial income/(expenses) are analyzed as follows:

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

	<u>1/1-31/12/2019</u>	<u>1/1-31/12/2018*</u>
<b>Financial Income</b>		
Credit Interest (note 8.9)	1.188.778,21	1.140.065,49
<b>Total</b>	<b>1.188.778,21</b>	<b>1.140.065,49</b>
<b>Financial Expenses</b>		
Interest charges and related expenses	251.731,08	45.559,24
Interest charges from Right of Use	1.659.704,00	1.335.422,00
<b>Total</b>	<b>1.911.435,08</b>	<b>1.380.981,24</b>

## 8.24 Income tax (current and deferred)

The income tax presented in the Comprehensive Income Statement is analyzed as follows:

	<u>1/1-31/12/2019</u>	<u>1/1-31/12/2018*</u>
Current income tax (note 8.15)	6.377.350,29	6.770.793,65
Deferred income tax	204.851,95	564.584,07
<b>Income tax expense</b>	<b>6.582.202,24</b>	<b>7.335.377,72</b>

Pursuant to tax law 4172/2013, the tax rate for fiscal year 2019 is 24% (2018:29%).

The Company, taking into account the new tax rates and in accordance with IAS 12, has deferred tax income by recognizing the difference as (income)/expense from tax income, in the income statement and other comprehensive income in the statement of comprehensive income.

Tax statements are submitted each year, readjusting the book profits with the tax adjustment returns, but the profits or losses referred to in them are considered to be provisional until a tax audit is carried out by the taxation authorities and the relevant report is issued, by which tax liabilities are finalized.

In the table below we cite the agreement between the nominal and effective tax rate:

	<u>31/12/2019</u>	<u>31/12/2018*</u>
Profits before income tax	23.034.947,85	23.734.363,92
Current tax rate	<b>24%</b>	<b>29%</b>
Income tax calculated with current tax rate	5.528.387,48	6.882.965,54
Tax effect of non-deductible expenses	2.712.757,14	712.150,40
Tax effect of untaxed income	-330.327,74	-200.721,96
Tax effect from a change in tax rate	-1.328.614,64	-59.016,26
<b>Tax expense in the Comprehensive Income Statement</b>	<b>6.582.202,24</b>	<b>7.335.377,72</b>
Effective tax rate	28,57%	30,91%

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

Charges for deferred income tax (deferred tax liability) at the attached income statements contains the provisional tax differences principally ensuing from written income-gains which will be taxed at a future date. Credit for deferred taxes (deferred tax receivables) mainly contains provisional tax differences which ensue from specific provisions, which are tax deductible at their realization.

Deferred tax credit and debit balances are offset, when there is a legal right to the offset of current tax assets against current tax liabilities and where deferred income taxes relate to the same tax authority.

Deferred income tax assets and liabilities originate from the following items:

	Balance	(Debit)/Credit	Balance
Sums in €	1/1/2019	in Results - other income	31/12/2019
Investments in property	-233.415,72	22.232,42	-211.183,30
Tangible fixed assets utilized for own purposes	3.428.183,96	-788.015,96	2.640.168,00
Intangible assets	-96.475,45	-10.043.903,03	-10.140.378,48
Inventories	132.550,20	-21.606,68	110.943,52
Trade & Other receivables	88.896,66	-41.104,19	47.792,47
Provisions for liabilities towards employees	1.162.338,27	95.304,74	1.257.643,01
Other liabilities and provisions	687.227,06	10.315.830,23	11.003.057,29
<b>Total</b>	<b>5.169.304,98</b>	<b>-461.262,47</b>	<b>4.708.042,51</b>
<u>Recognized as:</u>			
Net Deferred Tax receivable	<b>5.169.304,98</b>		<b>4.708.042,51</b>

	Balance	(Debit)/Credit	Balance
Sums in €	1/1/2018	in Results - other income	31/12/2018
Investments in property	-235.535,88	2.120,17	-233.415,72
Tangible fixed assets utilized for own purposes	3.870.421,40	-442.237,44	3.428.183,96
Intangible assets	-111.907,75	15.432,30	-96.475,45
Inventories	90.366,54	42.183,66	132.550,20
Trade & Other receivables	292.885,33	-203.988,67	88.896,66
Provisions for liabilities towards employees	1.497.686,62	-335.348,35	1.162.338,27
Other liabilities and provisions	390.885,59	296.341,47	687.227,06
<b>Total</b>	<b>5.794.801,84</b>	<b>-625.496,86</b>	<b>5.169.304,98</b>
<u>Recognized as:</u>			
Net Deferred Tax receivable	<b>5.794.801,84</b>		<b>5.169.304,98</b>

The balance of the deferred income tax is shown in the table below:

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

<b>Amount in €</b>	<b>Deferred tax in profit or loss</b>	<b>Deferred tax on other income</b>	<b>Total</b>
Balance on 01.01.2019	4.971.701,22	197.603,77	5.169.304,99
Records in period	-204.851,95	-256.410,52	-461.262,47
Balance on 31.12.2019	<b>4.766.849,27</b>	<b>-58.806,75</b>	<b>4.708.042,51</b>

## 8.25 Dividends

Pursuant to Greek legislation, the companies are obliged, every fiscal year, to distribute to their shareholders 35% of the net profits (after tax) and after the deduction for statutory reserves.

The Annual General Meeting of 26/06/2019 decided to distribute dividends for amount of €5.745.600,00 responding to €0,57 €/per share. As per article 64 of Law 4172/2013 implementation, tax rated 10% upon the dividend, was withheld only for rest shareholders than the wider public sector and SEGT for amount €126.840,70. Consequently, the net dividend payable amount was assessed to €5.618.759,30 and was paid in July 2019.

The Annual General Meeting of 28/06/2018 decided to distribute dividends for amount of €4.536.000,00 responding to 0,45 €/share. As per article 64 of Law 4172/2013 implementation, the tax rated 15% upon the dividend, was withheld only for rest shareholders than the wider public sector for amount €605.602,04. Consequently, the net dividend payable amount was assessed to €3.390.397,96 and was paid in July 2018.

On 25.05.2020, the Board of Directors of the Company proposed the distribution dividends becoming from 2019 profits of €11.793.600 which responds to 1,17 €/share. The proposal is subject to approval by the Annual Regular General Meeting of Shareholders.

## 8.26 Transactions with related parties

### Directors and Managers' fees

The remuneration and attendance expenses paid to the members of the Board of Directors and the remuneration paid to the Company Executives are analyzed per fiscal year as follows:

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

	<b>31/12/2019</b>	<b>31/12/2018</b>
<b>Short-Term Liabilities</b>		
Remuneration for BoD members	446.093,28	373.562,14
Salaries to Executive Staff	1.793.451,85	856.623,65
<b>Total (a)</b>	<b>2.239.545,13</b>	<b>1.230.185,79</b>
Post-retirement benefits related to:		
Post-working allowances	2.913,45	6.216,63
<b>Total (b)</b>	<b>2.913,45</b>	<b>6.216,63</b>

Note: Salaries to executive staff (managerial staff) and other executives were subject to employer contributions of € 247.273,51 (31.12.2018 € 213.301,27).

Beyond the aforementioned remunerations-transactions, no other business relation or transaction took place in the period 1/1/2019–31/12/2019, as well as no other benefit during the current fiscal year between the company and the people participating in its Management. Moreover, on 31/12/2019 remuneration to members of the BoD for the month of December were owed, amounting to €77.542,67 (31.12.2018: €35.992,51) (note 8.14).

Finally, it is cited that the cumulative provision for personnel compensation includes an amount of €154.000,69 (31.12.2018: €157,303.87), that concerns senior managers and other executives of the Company.

#### Transactions with affiliated companies

The company has entered into a management service contract with Terminal Link (affiliated member), according to which Terminal Link provides business management services. The fees for 2019 amounted to € 1,741 thousand.

## **8.27 Commitments and Contingent receivables – liabilities**

### **8.27.1 Pending cases**

#### Third party claims

On 31.12.2019 there were third party claims pending against the company for a total sum of €80,625.246,43. Of this total amount for liabilities relating to pending cases: a) an amount of € 77,287,395.00 relates to the claim of the company "ACTE PARK / CAPITAL CONNECT" for lost profits due to the cancellation of a tender procedure for the construction of floating parking in the port of Thessaloniki. The case was adjudicated in October 2018 and in March 2019, issue No.3373/2019 was

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

issued by the Multimember Court of First Instance of Thessaloniki, which declared the action to be dismissed in its entirety and essentially unfounded (b) A sum of €3,080,651.62 regards three actions lodged by employees of Th.P.A. S.A. contesting amounts withheld pursuant to Laws 3833, 3845 and 4024. Company Management decided not to form a relevant provision, since it is anticipated that the outcome of the case will be positive for the Company.

#### Company claims

The Company's claims before Courts against third parties amount to € 376.007,22 (31.12.2018: € 104.075.033,84). The claims include: a) an amount of € 228.400,00 from compensations (31.12.2018: € 228.400,00) and b) an amount of €147.607,22 from other pending claims (31.12.2018: €142.023,61).

#### **8.27.2.i. Future rents from operating lease agreements receivable**

The Company has signed various operating lease agreements which concern a concession of spaces until March 2023. The future minimum rents to be collected in future fiscal years, as such ensue from existing operating lease contracts are as follows:

<b>Contracts up to:</b>	<b><u>31/12/2019</u></b>	<b><u>31/12/2018</u></b>
1 year	472.964,10	499.198,07
1 – 5 years	1.049.012,32	1.203.633,05
Over 5 years	-	220.739,27
<b>Total</b>	<b><u>1.521.976,42</u></b>	<b><u>1.923.570,39</u></b>

#### **8.27.2. ii. Commitments from Contracts**

The Company, under the concession agreement signed with the Greek State, is required to pay an annual price equal to 3,5% of its consolidated income, with a minimum annual paid amount of € 1.800.000,00. For the year ended 31 December 2019 this liability is equal to the amount of € € 2.586.553,78 and is shown in the statement of financial Position as short-term liability amount € 1.800.000,00 in the short-term lease liability (note 8.27.2.ii) and amount € 786.553,78 in other short term liabilities and accrued expenses (note 8.14). The long-term lease liability amount is € 44.125.000,00 disclosed under long-term liabilities due to Right of Use.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)



### Concession Fee Right of Use

	<u>Greek State Concession</u>	<u>Vehicles</u>	<u>Total</u>	<u>Leasing Liabilities</u>
<b>Balance 1.1.2018</b>	<b>0,00</b>	<b>0,00</b>	<b>0,00</b>	<b>0,00</b>
Additions	44.284.000,00	70.020,00	44.354.020,00	44.354.020,00
Depreciations (note 8.2, 8.4)	-1.006.000,00	-3.480,00	-1.009.480,00	-
Financial Cost	-	-	-	1.335.422,00
Short-term liability payable to following fiscal year	-	-	-	-1.350.000,00
<b>Balance 31.12.2018</b>	<b><u>43.278.000,00</u></b>	<b><u>66.540,00</u></b>	<b><u>43.984.475,38</u></b>	<b><u>44.339.442,00</u></b>

	<u>Greek State Concession</u>	<u>Vehicles</u>	<u>Total</u>	<u>Leasing Liabilities</u>
<b>Balance 1.1.2019</b>	<b>43.278.000,00</b>	<b>66.540,00</b>	<b>43.984.475,38</b>	<b>43.339.442,00</b>
Additions	-	108.664,42	108.664,42	108.664,42
Depreciations (note 8.2, 8.4)	-1.341.999,96	-26.465,51	-1.368.465,47	-
Financial Cost	-	-	-	1.659.704,00
Short-term liability payable to following fiscal year	-	-	-	-1.847.776,55
Payments	-	-	-	-39.976,77
<b>Balance 31.12.2019</b>	<b><u>41.936.000,04</u></b>	<b><u>185.336,51</u></b>	<b><u>42.121.336,55</u></b>	<b><u>44.256.654,70</u></b>

Furthermore, the Company has signed concession agreements for the right of use of cars to serve its operational needs. The short-term liability of € 47,776.55 is presented in in the statement of financial Position in the short-term lease liability line item (note 8.27.2. ii) and the amount of € 131.654.70 is shown in the long-term lease liability (note 8.27.2.ii).

#### Minimum Net Present Value from 2020-2051 for Minimum Concession Fee payment

1 year	1.800.000,00
2-5 years	6.300.000,00
Later than 5 years	34.400.000,00
<b>Total</b>	<b>42.500.000,00</b>

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

### 8.27.3 Guarantees

The Company held, on 31/12/2019, letters of credit from suppliers – customers amounting to €4.336.965,30 compared to € 5.112.431,69 for the corresponding fiscal year of 2018. Of this amount, €2.829.395,30 relate to suppliers and €1.507.570,00 to customers for 2019 compared to €3.991.821,69 relating to suppliers and 1.130.610,00 to customers for 2018.

### 8.27.4 Open tax years

In compliance with audit mandate no. 106/4/1118/3.10.2013 by the Audit Authority for Large Enterprises the tax audit begun for all open tax years 2005-2010, as well as the re-audit for fiscal year 2011, which was concluded in July 2016.

Pursuant to the findings of the tax audit, the Company was charged with additional taxes and surcharges amounting to a total of €2,749,045.11, which was paid on 2.11.2016 with reservation, since the payment of the amounts charged does not entail the admission of the contested actions. Company Management initially filed an objection against the findings of the tax audit, since for most of the expenses not recognized by the Tax Authorities there are specific ministerial decision and law, which explicitly cite their tax recognition for deduction. Following this, ThPA S.A. lodged a judicial appeal before the Dispute Resolution Directorate of the Audit Authority for Large Enterprises, with regard to which no decision was notified to ThPA S.A. within the deadline provided for, whereupon it was deemed as an inferred rejection. Following this, ThPA S.A. lodged an appeal before the Administrative Court of Appeals in Athens asking for: (a) the partial annulment of the imputed taxes and surcharges and (b) the annulment of the imputed differences for years 2005-2007 due to their prescription. This appeal was heard on March 20, 2018 and in 2019 a decision rejecting the appeal on formal grounds was issued, while the Company then proceeded with the lodging of a new appeal.

The Company has formed a cumulative provision amounting to €1,424,067.06 in order to cover the maximum assessed risk from the final encumbrance of the tax audit, which is presented as deducted from the corresponding receivable.

For fiscal years 2011-2017, the Company, which is subject to tax audit by Chartered Auditors-Accountants in compliance with the provisions of article 82 par. 5 of Law 2238/1994 and the provisions of article 65a of Law 4174/2013, has received a Tax Compliance Certificate, without any ensuing additional tax liabilities. For fiscal year 2019 the Company is subject to tax audit by the Chartered Auditors- Accountants provided for by the provisions of article 65a of Law 4174/2013. This audit is in progress and the relevant tax certificate is going to be issued after the publication of the annual financial statements for fiscal year 2019. If, additional tax liabilities should arise until the completion of the tax audit, we estimate that they will not have any significant effect to the financial statements.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

### **8.27.5 Capital expense commitments**

On the basis of the concession agreement signed on 2 February 2018 between ThPA S.A. and the Greek State, the obligation to invest in infrastructure and equipment projects amounting to € 180 million is a result by 2025.

At 31 December 2019 Company had signed contracts concerning the supply of new mechanical equipment (one LIEBHERR Mobile Harbour Crane, two Over Height Frame, one orange peel grab), a total value of € 4.204.000,00

In respect of these contracts, an advance of € 653.474,80, which is reflected in the Tangible Fixed Assets, has been granted in the category "Assets under construction and prepayment". They will be received and invoiced in 2020.

In addition, a "development study for the NON-CORE port activities" has been signed worth 777.000,00€, for which a deposit of 77.700,00 € has been granted in 2019, which is included in the additions to the "Intangible Assets".

### **8.28 Earnings per share**

The basic earnings per share are calculated by dividing the profit or loss corresponding to the holders of common shares of the parent economic entity with the average weighted number of common shares in circulation during the fiscal year.

Diluted earnings per share are calculated by dividing the net profit attributable to the shareholders (after the deduction in the income statement of the impact from the conversion of conditional assets convertible to shares) with the average weighted number of shares in circulation during the fiscal year (adjusted for the impact of the conditional assets convertible to shares).

There were no bonds convertible to shares or other conditional titles convertible to shares which could decrease the profits during the fiscal years to which the financial statements attached refer, and consequently, no diluted earnings per share have been separately calculated.

The calculation of the basic and diluted earnings per share for the fiscal years that ended on December 31, 2019 and 2018 is as follows:

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

	<u>01.01-31.12.2019</u>	<u>01.01-31.12.2018*</u>
Net profits corresponding to the company's shareholders	16.452.745,61	16.398.986,20
Average weighted number of common shares	<u>10.080.000</u>	<u>10.080.000</u>
<b>Basic and diluted earnings per share (€/share)</b>	<b>1,6322</b>	<b>1,6269</b>

### 8.29 Events after the date of the financial statements

In 2020, and during the First Investment Period, in which ThPA. S.A. realize Mandatory Investments amounting to 180 million Euro, ThPA S.A. will include the following individual investments:

- Extension of the Port infrastructure of the 6th pier and specifically:
  - Construction of new additional pier with a length of at least 440 meters, of which at least 400 meters must have a useful depth of at least -16.5m.
  - Construction of additional terrestrial zone, at least 300m. wide, along the aforementioned new wharf.
  - Construction of all complementary infrastructure works which are necessary to ensure the full functionality of the new wharf and of the corresponding terrestrial zone.
- Investments for the general development of the Port, including Restoration Works at the Building of the Old Customs' Office.

ThPA S. A. has in the first quarter of 2020 continued the CLA negotiations with the union of OMYLE. The negotiations are close to being finalized, and the new CLA is expected to be signed by the parties by the end of May. The CLA will be effective from 1 January 2020 once signed by both parties

The recent outbreak of corona virus, resulting in the global Covid-19 pandemic, has had a significant impact on global trade patterns. The pandemic has had a profound impact on the full supply chain from producer to end user, and therefore also on the shipping and port industries, which are essential to the cargo flows regionally and globally.

ThPA S.A's conventional and containerized cargo throughput was negatively impacted from around mid-March 2020. Due to strong volume developments in January and February, though, the throughput impact was relatively modest in Q1 2020 as a whole, with container throughput for the quarter

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

exceeding the throughput of the same period of last year by about 1%, and the conventional cargo throughput trailing that of last year by 5%.

In the month of April, the corona virus impact on ThPA S.A.'s business manifested itself in stronger terms, with the container throughput dropping 14% compared to April last year, and conventional throughput dropping by close to 35% compared to last year. Despite the significant reduction of volumes compared to the same month of 2019, ThPA S.A. remains profitable.

The development of the global pandemic, and its impact on global trade patterns for the full year of 2020 is uncertain, making it very difficult to predict the full-year impact for ThPA S.A. However, management expects that both the containerized cargo and the conventional cargo throughput will improve marginally in May and June compared to April. Q2 is expected to be the low point of 2020, and despite the volume challenges it is currently expected that also Q2 will be profitable, although at a lower level than originally anticipated.

Management is taking all required measures to protect the health of the employees of ThPA S.A., as well as taking the necessary steps to maintain uninterrupted and profitable operations, ensuring that ThPA S.A. will emerge from the crisis stronger than before.

Besides the above, there were no other events after the financial statements on December 31, 2019 which significantly affect the understanding of these financial statements and must be either disclosed or differentiate the items in the published financial statements.

\*The comparative period has been restated applying the full retrospective approach of IFRS 16 (see detailed note 4.3)

THESSALONIKI, 25/05/2020

THOSE RESPONSIBLE FOR THE PREPARATION OF THE FINANCIAL STATEMENTS

THE CHAIRMAN OF ThPA S.A. &  
MD

THE MEMBER APPOINTED  
BY THE BoD

CHIEF FINANCIAL  
OFFICER

THE HEAD OF THE  
ACCOUNTING DEPT.

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