

# **ANNUAL REPORT 2014**

**TrophyResort Nyrt.**



**03 May 2015**

**TABLE OF CONTENTES**

<b>1. Letter from the Board of Directors.....</b>	<b>3</b>
<b>2. Selected financial information.....</b>	<b>4</b>
<b>3. Financial report of 2014 .....</b>	<b>15</b>
<b>4. Nonconsolidated financial report of 2014 .....</b>	<b>33</b>
<b>5. Report on the Issuer's activities in 2014.....</b>	<b>37</b>
5.1. Company profile .....	37
5.2. Mission, Vision and Strategic Objectives.....	38
5.2.1. Mission .....	38
5.2.2. Vision .....	38
5.2.3. Strategic Objectives.....	38
5.3. Complex wellness center in Hegyhátszentjakab (Hungary) .....	39
5.4. Other investments.....	41
5.4.1. Industrial components production.....	41
5.4.2. Office building in Budapest .....	41
5.4.3. Further investment .....	42
5.5. Main factors affecting financial position and results in 2014 .....	42
5.6. Main risk factors.....	43
5.6.1. Risk factors connected with the environment in which the Company runs its activity .....	43
5.6.2. Risks characteristics of the Company .....	46
<b>6. Auditor's consolidated report.....</b>	<b>48</b>
<b>7. Nonconsolidated auditor's report of 2014.....</b>	<b>58</b>
<b>8. The Statement of the Board of Directors.....</b>	<b>71</b>

## 1. LETTER OF THE BOARD OF DIRECTORS

Dear Shareholders and Investors,

We would like to present you 2014 annual report of TrophyResort Nyrt.

We are pleased to inform that the year 2014 brought breakthrough for both of our business lines which are hotel business with additional medical services and project management.

In 2014 sales revenues amounted to HUF 849.632mn (EUR 2.698mn), EBITDA amounted to HUF 426.081mn (EUR 1.35mn), while net profit amounted to HUF 277.713mn (EUR 0.88mn). Sales, EBITDA and net profit increased by 0,4%, 38,3% and 226,4%, respectively. EBITDA margin and net profit margin amounted to 50,15% and 32,69%, respectively.

In the last year the first hotel was under extensive renovation. The hotel has been closed since May 2012. Most of the reconstruction works will be completed by the end of 2015, as last investments relating to medical services will be finished by the end of 2015. The complex wellness center will consist of four-star superior hotel with a healthcare center and further facilities providing entertainment and leisure opportunities.

We plan several further investments in the hotel business. Our strategy is to purchase existing hotels, renovate and enhance them to provide additional wellness and medical services. We have already identified 2 additional hotels that we would like to include into our chain by the end of 2015.

Due to reconstruction works of the first hotel we expect project management branch to remain our main activity in terms of sales revenue in 2015. We expect 2015 sales revenue to increase at least by 20% based on the growth of project management branch. In the second half of 2015 we will start to sell timeshares which may additionally improve our financial results.

We are happy to inform that we have succeeded with WSE to introduce TrophyResort Nyrt. shares into NewConnect. Our goal is to list the company on the regulated market of WSE in the next 2 years.

Sincerely,

  
TrophyResort Zrt.  
2038 Sósút, Petőfi Sándor t. 1018 Budapest  
Cg.: 13-10-041236  
adószám: 23705373-2-13  
WEB: www.trophyresort.eu  
2.

Petronella Öregné Kocsis  
Chairman of the Board of Directors of TrophyResort Nyrt.

## 2. Selected financial information

Detailed explanation for the business year of 2014.:

In 2015 the main aim of our company is strengthening its capitalization. In the main goals we are targeting is to exchange the bank loans with our own resources, to make available the necessary financial resources we need to finish our hotel investments, and to introduce the shares of the company on different Stock Exchanges. As one step of this process, the shares of Trophy Resort were introduced to the Cyprus Stock Exchange on the 29<sup>th</sup> of September 2014. The introduction to the Warsaw Stock Exchange NewConnect has been succeeded on the 21<sup>st</sup> of April 2015.

Because our previous profit driver sector, the Hotels, being closed for renovation, they did not make profit in 2014. Therefore the management building on their available relationship network and human resources, we put a major emphasis on tender counseling and project management, and in a smaller extent the related sales activities. These customers are changes, we only have a few constant partner, but seek to form long term relationships, but because of the nature of the business these cooperations are one off.

National Bank of Hungary exchange rates:

31.12.2014: 1 EUR = 314,89 HUF

31.12.2013: 1 EUR = 296,89 HUF

(data in thousand HUF)

*\*(under the consolidated tables, everywhere we inserted the company's non-consolidated numbers)*

	2013 consolidated	2014 consolidated
Net sales revenue	846.266	849.632
Material costs	493.713	372.703
Staff costs	44.514	50.848
Depreciation	27.303	26.044
Operating profit	280.736	400.037

(data in EUR)

	2013 consolidated	2014 consolidated
Net sales revenue	€ 2.850.436	€ 2.698.187
Material costs	€ 1.662.949	€ 1.183.597
Staff costs	€ 149.934	€ 161.479
Depreciation	€ 91.963	€ 82.708

Operating profit	€ 945.589	€ 1.270.403
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(data in thousand HUF)

*	<i>nonconsolidated 2013</i>	<i>nonconsolidated 2014</i>
<i>Net sales revenue</i>	<i>876.468</i>	<i>756.727</i>
<i>Material costs</i>	<i>515.439</i>	<i>294.676</i>
<i>Staff costs</i>	<i>44.514</i>	<i>37.103</i>
<i>Depreciation</i>	<i>27.303</i>	<i>24.062</i>
<i>Operating profit</i>	<i>169.608</i>	<i>382.098</i>

(data in EUR)

*	<i>nonconsolidated 2013</i>	<i>nonconsolidated 2014</i>
<i>Net sales revenue</i>	<i>€ 2.952.164</i>	<i>€ 2.403.147</i>
<i>Material costs</i>	<i>€ 1.736.128</i>	<i>€ 935 806</i>
<i>Staff costs</i>	<i>€ 149.934</i>	<i>€ 117 828</i>
<i>Depreciation</i>	<i>€ 91.963</i>	<i>€ 76 414</i>
<i>Operating profit</i>	<i>€ 571.282</i>	<i>€ 1 213 433</i>

The net turnover in relation to the reference period, was 0,40% lower, but, compared to the previous year, the structure of the turnover was more favorable. Incomes connected to the tender consulting had higher ratio, while the rate of the sales activities which have less profit content, decreased. The difference can be illustrated with the 24,51% decrease of the material cost. The 14,23% increase of the human resource cost mainly shows the move toward the more qualified employees, and in smaller extent the wage development, that was decided in the last year, The number of our employees did not change, and we are not planning any major dismissals either. There was no change in the offices, the accounting, or in the auditor of the company, and there are no plans for such changes. As the results of the above facts, the result of our business activities exceeded the level of the reference period with 42,5%, the rate of coverage increased from 33,2% of 2013 to 47,08% in 2014.

(data in thousand HUF)

\*(under the consolidated tables, everywhere we inserted the company's non-consolidated numbers)

	2013 consolidated	2014 consolidated
Income and profit from financial transactions	20.737	8.368

Other income and profit	13.704	80.328
Expenses and losses from financial transactions	55.009	125.460
Other expenses and losses	124.832	58.305
Profit before tax	135.336	304.968

(data in EUR)

	2013 consolidated	2014 consolidated
Income and profit from financial transactions	€ 69.847	€ 26.574
Other income and profit	€ 46.159	€ 255.099
Expenses and losses from financial transactions	€ 185.284	€ 398.425
Other expenses and losses	€ 420.465	€ 185.160
Profit before tax	€ 455.846	€ 968.491

(data in thousand HUF)

	<i>nonconsolidated 2013</i>	<i>nonconsolidated 2014</i>
<i>Income and profit from financial transactions</i>	<i>20.737</i>	<i>6.397</i>
<i>Other income and profit</i>	<i>35.430</i>	<i>328.423</i>
<i>Expenses and losses from financial transactions</i>	<i>55.009</i>	<i>116.303</i>
<i>Other expenses and losses</i>	<i>155.034</i>	<i>347.211</i>
<i>Profit before tax</i>	<i>135.336</i>	<i>272.192</i>

(data in EUR)

	<i>nonconsolidated 2013</i>	<i>nonconsolidated 2014</i>
<i>Income and profit from financial transactions</i>	€ 69.847	€ 20.315
<i>Other income and profit</i>	€ 119.337	€ 1.042.977
<i>Expenses and losses from financial transactions</i>	€ 185.284	€ 369.345

<i>Other expenses and losses</i>	€ 522.193	€ 1.102.642
<i>Profit before tax</i>	€ 455.846	€ 864.403

The level other incomes and costs exceeding the reference period is mainly the result of procurements in relation to the project management and resale activity. The loss of financial operations comes from payable interests and exchange rate loss. From this adds up the 225,3% increase in result before taxes, compared to the reference period.

(data in thousand HUF)

\*(under the consolidated tables, everywhere we inserted the company's non-consolidated numbers)

	2013 consolidated	2014 consolidated
Profit before tax	135.336	304.968
Income tax	12.658	27.255
Effective tax	9,35%	8,94%
Profit after tax	122.678	277.713
Return on Equity	7,98%	8,79%
* ROE after the capital increase		6,01%
Return on Assets	5,11%	4,72%

(data in EUR)

	2013 consolidated	2014 consolidated
Profit before tax	€ 455.846	€ 968.491
Income tax	€ 42.635	€ 86.554
Effective tax	9,35%	8,94%
Profit after tax	€ 413.210	€ 881.937
Return on Equity	7,98%	8,79%
* ROE after the capital increase		6,01%
Return on Assets	5,11%	4,72%

(data in thousand HUF)

	nonconsolidated 2013	nonconsolidated 2014
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<i>Profit before tax</i>	135.336	272.192
<i>Income tax</i>	12.658	20.518
<i>Effective tax</i>	9,35%	7,54%
<i>Profit after tax</i>	122.678	251.434
<i>Return on Equity</i>	7,61%	8,03%
<i>* ROE after the capital increase</i>		5,47%
<i>Return on Assets</i>	4,96%	4,67%

(data in EUR)

	nonconsolidated 2013	nonconsolidated 2014
<i>Profit before tax</i>	€ 455.846	€ 864.403
<i>Income tax</i>	€ 42.635	€ 65.159
<i>Effective tax</i>	9,35%	7,54%
<i>Profit after tax</i>	€ 413.210	€ 798.482
<i>Return on Equity</i>	7,61%	8,03%
<i>* ROE after the capital increase</i>		5,47%
<i>Return on Assets</i>	4,96%	4,67%

Because of the higher effective tax rate, the increase in results after tax, is slightly less than the increase in results before tax, and in the end the net profit reached 226,4% of the reference period. The return of the invested own capital was 2% less than the previous period's return of 6,01%, as the result of the capital increase registered by the Company Registration Court on 6<sup>th</sup> January, 2015. The return on assets, which does not take the distortive effect of the year end capital increase into consideration is still around 5%,

(data in thousand HUF)

\*(under the consolidated tables, everywhere we inserted the company's non-consolidated numbers)

	2013 consolidated	2014 consolidated
Current assets	409.447	2.589.235
- Liquid assets	1.438	15.019
- Receivables	370.795	2.509.316



(Accounts receivable (trade debtors))	(72.329)	(184.738)
- Inventories	37.214	64.900

(data in EUR)

	2013 consolidated	2014 consolidated
Current assets	€ 1.379.120	€ 8.222.665
- Liquid assets	€ 4.844	€ 47.696
- Receivables	€ 1.248.931	€ 7.968.865
(Accounts receivable (trade debtors))	(€ 243.622)	(€ 586.675)
- Inventories	€ 125.346	€ 206.104

(data in thousand HUF)

	<i>nonconsolidated 2013</i>	<i>nonconsolidated 2014</i>
<i>Current assets</i>	<i>482.773</i>	<i>1.153.992</i>
- <i>Liquid assets</i>	<i>1.438</i>	<i>15.019</i>
- <i>Receivables</i>	<i>370.795</i>	<i>1.074.144</i>
<i>(Accounts receivable (trade debtors))</i>	<i>(72.329)</i>	<i>(168.319)</i>
- <i>Inventories</i>	<i>37.214</i>	<i>64.900</i>

(data in EUR)

	<i>nonconsolidated 2013</i>	<i>nonconsolidated 2014</i>
<i>Current assets</i>	€ 1.626.101	€ 3.664.746
- <i>Liquid assets</i>	€ 4.844	€ 47.696
- <i>Receivables</i>	€ 1.248.931	€ 3.411.172
<i>(Accounts receivable (trade debtors))</i>	(€ 243.622)	(€ 534.533)
- <i>Inventories</i>	€ 125.346	€ 206.104

The current assets of the company increased by six time (632,4%), the increase is mainly because of the sudden increase of claims (676,7%). Within the list of claims the biggest item, 1.221.799

thousand HUF, made available by the company with the capital increase in November 2014, is the advanced paid for the finishing of the hotel's renovation. In other claims the biggest item is 330.700 thousand HUF, a return of sales tax, the other leg of which can be found in the same value in the list of obligations. Sales tax items in connection with the renovation will be deducted from the balance after finishing the works. 255,4% increase on trade debtors are items invoiced through the project management activities, which will come in in 2015.

(data in thousand HUF)

\*(under the consolidated tables, everywhere we inserted the company's non-consolidated numbers)

	2013 consolidated	2014 consolidated
Fixed assets	1.990.209	3.289.640
- Intangible assets	0	1.078.604
- Tangible assets	1.990.033	2.211.036
- Long-term investments	176	176
Total assets	2.399.656	5.879.051

(data in EUR)

	2013 consolidated	2014 consolidated
Fixed assets	€ 6.703.523	€ 10.446.950
- Intangible assets	€ 0	€ 3.425.336
- Tangible assets	€ 6.702.930	€ 7.021.614
- Long-term investments	€ 593	€ 559
Total assets	€ 8.082.643	€ 1.8670.174

(data in thousand HUF)

	<i>nonconsolidated 2013</i>	<i>nonconsolidated 2014</i>
<i>Fixed assets</i>	<i>1.990.209</i>	<i>4.226.787</i>
- <i>Intangible assets</i>	<i>0</i>	<i>0</i>
- <i>Tangible assets</i>	<i>1.990.033</i>	<i>2.990.611</i>
- <i>Long-term investments</i>	<i>176</i>	<i>1.236.176</i>
<i>Total assets</i>	<i>2.472.982</i>	<i>5.380.779</i>

(data in EUR)

	<i>nonconsolidated 2013</i>	<i>nonconsolidated 2014</i>
<i>Fixed assets</i>	€ 6.703.523	€ 13.423.059
- <i>Intangible assets</i>	€ 0	€ 0
- <i>Tangible assets</i>	€ 6.702.930	€ 9.497.320
- <i>Long-term investments</i>	€ 593	€ 3.925.739
<i>Total assets</i>	€ 8329.624	€ 17.087.805

ŐRSÉG MEDICALCENTER Kft. (owned 100% by Trophy Resort) was entered under the heading of the immaterial assets. Finish of the building investment is expected by the end of 2015.

(data in thousand HUF)

\*(under the consolidated tables, everywhere we inserted the company's non-consolidated numbers)

	2013 consolidated	2014 consolidated
Current liabilities	669.429	2.408.894
* Current liabilities after the capital increase		944.894
(Accounts payable (trade creditors))	212.722	81.385
Long-term and subordinated liabilities	191.985	311.806

(data in EUR)

	2013 consolidated	2014 consolidated
Current liabilities	€ 2.254.805	€ 7.649.954
* Current liabilities after the capital increase		€ 3.000.711
(Accounts payable (trade creditors))	€ 716.501	€ 258.455
Long-term and subordinated liabilities	€ 646.654	€ 990.206

(data in thousand HUF)

	<i>nonconsolidated 2013</i>	<i>nonconsolidated 2014</i>
<i>Current liabilities</i>	418.413	1.769.360

<i>* Current liabilities after the capital increase</i>		305.360
<i>(Accounts payable (trade creditors))</i>	200.564	27.252
<i>Long-term and subordinated liabilities</i>	188.365	161.806

(data in EUR)

	<i>nonconsolidated 2013</i>	<i>nonconsolidated 2014</i>
<i>Current liabilities</i>	€ 1.409.320	€ 5.618.978
<i>* Current liabilities after the capital increase</i>		€ 969.735
<i>(Accounts payable (trade creditors))</i>	€ 675.550	€ 86.545
<i>Long-term and subordinated liabilities</i>	€ 634.461	€ 513.849

The capital increase carried out in November 2014 is entered as an obligations until the final order of the Company Registration Court. The Capital increase was registered by the Company Registry court and was moved from obligations to the own capital assets. Within our current liabilities there is the 330.700 thousand HUF return sales tax, which was mentioned under the claims preciously. Trade receivables are only at 38,26% level of the reference period, which is the result of improving liquidity. We entered under the long term obligations the investment loan of 174.306 thousand HUF provided by the Mohács Takarékbank. According to our plans this loan could be repaid much earlier than its maturity in 2021, probably even in the first half of 2015.

(data in thousand HUF)

\*(under the consolidated tables, everywhere we inserted the company's non-consolidated numbers)

	2013 consolidated	2014 consolidated
Issued capital	1.466.930	2.736.000
<i>* Issued capital after the capital increase</i>		4.200.000
Shareholders equity	1.538.242	3.158.351
<i>* Shareholders equity after the capital increae</i>		4.622.351
Total equity and liabilities	2.399.656	5.879.051

Shareholders equity/Total equity and liabilities	64,10 %	78,62 %
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(data in EUR)

	2013 consolidated	2014 consolidated
Issued capital	€ 4.940.988	€ 8.688.748
* Issued capital after the capital increase		€ 13.337.991
Shareholders equity	€ 5.181.185	€ 10.030.014
* Shareholders equity after the capital increae		€ 14.679.256
Total equity and liabilities	€ 8.082.643	€ 18.670.174
Shareholders equity/Total equity and liabilities	64,10 %	78,62 %

(data in thousand HUF)

	<i>nonconsolidated 2013</i>	<i>nonconsolidated 2014</i>
<i>Issued capital</i>	<i>1.500.000</i>	<i>2.736.000</i>
<i>* Issued capital after the capital increase</i>		<i>4.200.000</i>
<i>Shareholders equity</i>	<i>1.611.568</i>	<i>3.132.072</i>
<i>* Shareholders equity after the capital increae</i>		<i>4.596.072</i>
<i>Total equity and liabilities</i>	<i>2.472.982</i>	<i>5.380.779</i>
<i>Shareholders equity/Total equity and liabilities</i>	<i>65,17 %</i>	<i>85,42 %</i>

(data in EUR)

	<i>nonconsolidated 2013</i>	<i>nonconsolidated 2014</i>
<i>Issued capital</i>	€ 5.052.376	€ 8.688.748
<i>* Issued capital after the capital increase</i>	€ .0	€ 13.337.991
<i>Shareholders equity</i>	€ 5.428.165	€ 9.946.559

* Shareholders equity after the capital increase	€ .0	€ 14.595.802
Total equity and liabilities	€ 8.329.624	€ 17.087.805
Shareholders equity/Total equity and liabilities	65,17 %	85,42 %

The last table shows the change in or own capital before and after the capital raise (registered 6th of January, 2015). The capital structure of our company, in accordance of the goal of the management improved. Our own capital doubled, counting the latest capital increase tripled. In our goals this year we plan to acquire foreign hotels, financed partly by our own capital, partly using bank resources.

Budapest, 03 May 2015

**TrophyResort Zrt.**  
 2038 Sósút, Petőfi Sándor t. 4.  
 Cg.: 13-10-041236  
 adószám: 23705373-2-13  
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 2.

Petronella Öregné Kocsis

Chairman of the Board of Directors of TrophyResort Nyrt.

**National Bank of Hungary exchange rates:**

**31.12.2014: 1 EUR = 314,89 HUF**

**31.12.2013: 1 EUR = 296,89 HUF**

### 3. Financial report of 2014

#### TrophyResort Nyrt. Consolidated notes - according to the IFRSs as adopted by the EU

The aim of preparing the consolidated financial statements is to disclose the summarized financial position of legally independent but economically closely connected entities as if the entities of the consolidation circle (the parent, the subsidiary) were a single independent entity.

##### Data of the company:

Type:	public limited company
Tax registration number:	23705373-3-13
Central Statistical Office registration number:	23705373-6021-114-13
Company registration number:	13-10-04128
Date of foundation:	30.08.2011
Predecessor of title:	HELPER SERVICE Kft.
Main scope of activity:	Real estate brokerage
Supplementary activities:	Hotel services
Center:	39 Párfaló Sándor Street, Székesfehérvár, H-1208
Address:	3 Károlyi St., Hegyháziújtelep, 0833 HU
Address:	18 József St., Zalaegerszeg, 8262 HU
Address:	0110259 Kollár St., Miskolc, 3202 HU
Address:	0110257 Kollár St., Miskolc, 3202 HU
The homepage of the company:	<a href="http://www.trophyresort.hu">www.trophyresort.hu</a>
The accounting software of the company:	Perceptron

##### Ownership structure:

##### TrophyResort Nyrt.

Description of owner	Center, address	Share of ownership %	Share of votes %	Other influence
ORF - [ ]				Attributed
(25%-50%)				Attributed
Ország Kereskedelmi	39 Párfaló Sándor Street, Székesfehérvár, H-1208	42.50%	42.50%	-
(20%-25%)				Attributed
(...-10%)				Other
Gazd. Társaság	8 Párfaló Street, Keszthely, H-8360	4.10%	4.10%	-
minor shareholders total	-	53.40%	53.40%	-
<b>Total</b>		<b>100.00%</b>	<b>100.00%</b>	

##### ORSEGO MEDICAL CENTER Kft.

Description of owner	Center, address	Share of ownership %	Share of votes %	Other influence
ORF - [ ]				Attributed
TrophyResort Nyrt.	39 Párfaló Sándor Street, Székesfehérvár, H-1208	100.00%	100.00%	Attributed
<b>Total</b>		<b>100.00%</b>	<b>100.00%</b>	

1/36

##### Share of ownership and highlighted data of the company:

##### TrophyResort Nyrt.

Description of investment:	Center	Share of ownership %	Share of votes %	Issued Capital	Other Reserve	Profit or Loss	Shareholders' Equity	Other influence
Data in THUF:								
(10%-... direct control)								subsidary company
Ország Medicalcenter Kft.	Sp. Kereszt. Sz. Hungarian Acc.	100%	100%	80 000	25 000	18 100	130 614	subsidary

##### Establishing the consolidation circle:

- the parent is such an entity that has one or more subsidiaries.
- the subsidiary is such an entity that is controlled by another entity (the parent).

##### Companies from the consolidation circle:

- Subsidiary companies total involvement

##### ORSEGO MEDICAL CENTER Kft.

##### Application of new and amended International Financial Reporting Standards (IFRSs)

##### Changes, new standards and interpretations accepted by the European Union, became effective on 1 January, 2014:

- IFRS 10 Consolidated Financial Statements - endorsed by the EU on 11 December, 2012 (effective for reporting periods starting on or after 1 January, 2014).
- IFRS 11 Joint Arrangements - endorsed by the EU on 11 December, 2012 (effective for reporting periods starting on or after 1 January, 2014).
- IFRS 12 Disclosure of Interests in Other Entities - endorsed by the EU on 11 December, 2012 (effective for reporting periods starting on or after 1 January, 2014).
- IAS 27 Separate Financial Statements - endorsed by the EU on 11 December, 2012 (effective for reporting periods starting on or after 1 January, 2014).
- IAS 28 Investment in Associates and Joint Ventures - endorsed by the EU on 11 December, 2012 (effective for reporting periods starting on or after 1 January, 2014).
- Amendments to IAS 32 Financial Instruments: Presentation - Reclassification of financial assets - endorsed by the EU on 13 December, 2012 (effective for reporting periods starting on or after 1 January, 2014).
- Investment entities (Amendments to International Financial Reporting Standards 10 Consolidated Financial Statements, IFRS 12 Disclosure of Interests in Other Entities, and IAS 27 Separate Financial Statements) - endorsed by the EU on 20 November 2013 (effective for reporting periods starting on or after 1 January, 2014).
- Consolidated Financial Statements, Joint Arrangements and Disclosure of Interests in Other Entities: Transition Guidance (Amendments to International Financial Reporting Standards 10, 11, and 12) - endorsed by the EU on 4 April, 2013 (effective for reporting periods starting on or after 1 January, 2014).
- Impairment of Assets (Amendments to IAS 36) - endorsed by the EU on 10 December, 2013 (effective for reporting periods starting on or after 1 January, 2014).
- Transition of Derivatives and Continuation of Hedge Accounting (Amendments to IAS 39) - endorsed by the EU on 10 December, 2013 (effective for reporting periods starting on or after 1 January, 2014).

These amendments, new standards and interpretations do not influence materially the Group financial statements.

##### New standards, interpretations and changes, accepted by the European Union becoming effective after the current reporting period:

- annual improvements to IFRS 2011-2013 Cycle, standards amended: IFRS 3 Business combinations; IFRS 13 Fair value measurement; IAS 40 Investment property - endorsed by the EU on December 18, 2014 (effective date is to be set later).
- annual improvements to IFRS 2010-2012 Cycle, standards amended: IFRS 2 Share-based payment; IFRS 3 Business combinations; IFRS 8 Operating segments; IAS 16 Property, plant and equipment; IAS 24 Related party disclosures; IAS 38 Intangible assets - endorsed by the EU on December 17, 2014 (effective for reporting periods starting on February 1, 2015 or later).
- defined Benefit Plans: Employee Contributions (amendments to IAS 19) - endorsed by the EU on December 17, 2014 (effective for reporting periods starting on February 1, 2015 or later).
- Interpretation 21 of the International Financial Reporting Interpretations Committee (IFRIC) Levies - endorsed by the EU on June 13, 2014 (effective for reporting periods starting on June 17, 2014 or later).

The Group has not chosen the early application of the above standards.

##### Declaration of compliance

2/36

The consolidated financial statements were prepared in accord with the International Financial Reporting Standards (IFRS) as endorsed by the EU.

#### Characteristics of the company

Authorized to sign the annual report:	Örgyész Károly Pótkamella	Address: AT 1121 Síkóce Trilweg 202
Authorized to sign the annual report:	Örgy Szabolcs	Address: 15 Jövölgy St., building A, Zsambék, 2012 HU
Authorized to sign the annual report:	Örgy Imre	Address: 15 Jövölgy St., building A, Zsambék, 2012 HU
Authorized to sign the annual report:	Csik Tamas	Address: 8 Pipacs St., Komand, 0800 HU
Authorized to sign the annual report:	Dr. Schimanyi Tamás	Address: 8 Bányász St., 1st floor 3rd flat, Budapest, 1164 HU
Board of Directors:	Örgyész Károly Pótkamella, Örgy Imre, Csik Tamas, Dr. Schimanyi Tamás	
Board of Supervisors:	Lebenk Nagy Ádám, Csomóth Imre, Veresvári Péter	
According to legal provisions it is compulsory for the company to have the annual report audited:		
Auditor:	Dr. Székely Imre	ny.sz.: 803287
Registered audit company:	AUDIT-SERVICE Kft.	ny.sz.: 801030
Legal representation:	Dr. László Árpád	
Person responsible for accounting:		
- name:	László László	
- address:	1944 Budapest, Frangepán u. 35	
- registration number:	198544	
Bank accounts:	- HUF: Műhelyi Takarékszövetkezet Zrt., MNB Bank Zrt.	

#### Accounting policy

The currency of book-keeping:	Forint (HUF)
The method of book-keeping:	double entry bookkeeping, IFRS as endorsed by the European Union
Closing date of the company:	31.12.2014
Balance sheet prep. date:	31st of January

Regulations characterizing the accounting principles:

- Departure from the accounting principles: none
- Departure from the laws in force, permitted by the auditor: none
- Departure from the adopted valuation concepts: none
- Constant exchange rate at the valuation of foreign exchange assets and liabilities: exchange rate of Hungarian National Bank
- In the course of their work the principle of prudence and, due and fair view, is enforced, it is applied together with the principle of going concern.

The statement on completeness guarantees the completeness of the processing.

Between the dates of annual closing and balance making there was no essential information modifying the situation of the company, thus the closing data of the company can be isolated as those of an operating undertaking.

The length of the reporting period differs from the previous reporting period (IAS 1.40): none

Form of financial statements:

The consolidated financial statements

The presentation currency is the same as the functional currency, HUF (IAS 21.53)

#### Operating segments

The activities of the Group can be divided to the following four segments:

3/36

- trade of used clothes,
- trade of pallet furniture,
- advisory services,
- tourism services.

The consolidated statement of financial position and the consolidated statement of profit or loss and other comprehensive income can be read separately (as a part of this financial statements).

When assigning the accounting balances to operating segments the Group followed the principles hereunder:

- the items that were individually assignable to a specific segment, were taken into consideration at that segment,
- the residual balances were divided to each segment on the base of the net sales revenue.

The breakdown of the net sales revenue among the operating segments in the current year is as follows:

Determination / THUF	Amount	Ratio
- trade of used clothes,	143 122	16,40%
- trade of pallet furniture,	67 856	7,89%
- advisory services,	641 083	75,52%
- tourism services,	58	0,61%
<b>Total</b>	<b>849 511</b>	<b>100,00%</b>

The breakdown of the net sales revenue among the operating segments in the previous year is as follows:

Determination / THUF	Amount	Ratio
- trade of used clothes,	73 090	8,30%
- trade of pallet furniture,	469 769	51,89%
- advisory services,	282 365	31,30%
- tourism services,	3 063	0,34%
<b>Total</b>	<b>846 265</b>	<b>100,00%</b>

#### Financial Instruments (Accounting policy)

A financial asset or financial liability at fair value through profit or loss

A financial asset or financial liability at fair value through profit or loss is a financial asset or financial liability that is classified as held for trading and any such financial asset or liability under (IAS 39), that is classified upon initial recognition by the entity as at fair value through profit or loss.

A financial asset or financial liability is classified as held for trading if:

- it is acquired or incurred principally for the purpose of selling or repurchasing it in the near term;
- on initial recognition it is part of a portfolio of identified financial instruments that are managed together and for which there is evidence of a recent actual pattern of short-term profit-taking; or
- it is a derivative (except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument).

The financial instruments of this group has to be measured at fair value through profit or loss.

The Company had no financial assets and financial liabilities measured at fair value through profit or loss in previous and in current reporting period.

#### Held-to-maturity investments

Held-to-maturity investments are non-derivative financial assets with fixed or determinable payments and fixed maturity that an entity has the positive intention and ability to hold to maturity.

Excluding:

- those that the entity upon initial recognition designates as at fair value through profit or loss;

4/36



- those that the entity designates as available for sale; and
- those that meet the definition of loans and receivables.

Hold-to-maturity investments are measured at amortised cost, for the calculation of which the effective interest method is applied. Revenues can be only accounted when they can be measured reliably and when the entity realises profit through the transaction.

The Company had no financial assets classified as hold-to-maturity investments in the previous and in the current reporting period.

#### Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market, other than:

- those that the entity intends to sell immediately or in the near term, which shall be classified as held for trading, and those that the entity upon initial recognition designates as at fair value through profit or loss,
- those that the entity upon initial recognition designates as available for sale, or
- those for which the holder may not recover substantially all of its initial investment, other than because of credit deterioration, which shall be classified as available for sale.

These instruments are measured at amortised cost. The amortised cost is the amount at which the item is measured at initial recognition minus principal repayments, plus or minus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount, and minus any reduction for impairment or uncollectibility.

Items classified by the Company into this category are as follows:

- Liquid assets: see reference No. 7,
- Receivables: see reference No. 5,
- Long-term receivables and loans: see reference No. 3 for details.

#### Available-for-sale financial assets

Available-for-sale financial assets are those non-derivative financial assets that are designated as available for sale or are not classified as (a) loans and receivables, (b) held-to-maturity investments or (c) financial assets at fair value through profit or loss.

They are measured at fair value, but the difference resulting from fair value measurement is presented in other comprehensive income accounted in own equity.

The Company had no financial assets classified as available-for-sale financial assets in the previous and in the current reporting period.

#### Other financial liabilities

Every financial liability, that is not classified as financial liabilities measured at fair value through profit or loss is classified into this category.

They are measured at amortised cost.

Items classified by the Company into this category are as follows:

- Current liabilities: for details please read reference No. 18,
- Long-term and subordinated liabilities: see reference No. 6.

The classification of financial instrument was done in the same way as in the previous reporting period.

#### Most significant events of 2014

Significant changes were caused in the balance sheet, profit and loss statement compared to the previous year:

see details after specific financial statement for later.

5/36

Effect of current year's mergers, transfers

no such event.

Central acquired over subsidiaries, other entities (IAS 7.46)

(31.01.2014 - 31.12.2014)

Discontinuation THURF	Osing Medicalcenter KH
Central acquired	100% voting rights
Discontinuation paid	
- cash	0
- cash equivalents	share worth 1246 M EUR (contribution in kind)
Acquired entity's	
- cash	2 237
- cash equivalents	0
- other assets, liabilities	
= Current assets (without provisions)	469 389
= Long term investment	0
= Tangible assets	419 923
= Intangible assets	0
= Short-term liabilities	585 710
= Long term / subordinated liabilities	165 263
= Own equity	157 369

The parent company acquired 100 per cent of the business participation of Osing MedicalCenter KH on March 17, 2014. The participation was acquired through issuing new shares (contribution in kind).

Acquiring control over subsidiaries and other entities (IAS 7.46)

(31.01.2013 - 31.12.2013)

The mother company has not obtained control over any other entities in the previous year.

The shares of the parent company were listed to the Cyprus Stock Exchange on September 28, 2014. Main details of the listing are:

- security code	TRO12
- security name	TROPHYRESORT NYRT
- name of market	Emerging Companies Cyprus
- type of shares	common stocks
- ISIN number	HL000113958
- face value	EUR 200 / EUR 0.85
- number of shares	12 980 080 pcs
- currency of trade	EUR

There were no deals made on the Cyprus Stock Exchange in 2014 concerning the parent's shares.

The parent company announced its intent to list its shares on the Warsaw Stock Exchange. The preparations of listing are in progress. However the listing has not taken place until the preparation date of the financial statements.

#### Intangible assets

Reference

Content:

- goodwill

6/36

Structure						
Description	01.01.2013	31.12.2013	31.12.2014	Variation		Contributions of year under review
THUF				THUF	%	%
Capital value of research and development	0	0	0	0	0,00%	0,00%
Concessions, licenses and similar	0	0	0	0	0,00%	0,00%
Intellectual property	0	0	0	0	0,00%	0,00%
Goodwill	0	0	1 070 684	1 070 684	0,00%	100,00%
Total	0	0	1 070 684	1 070 684	0,00%	100,00%

Change in stock (01.01.2014 - 31.12.2014)						
Dissemination / THUF	opening	increase	decrease	loss in value marked back	reclassification +	closing
Gross value	0	1 070 684	0		0	1 070 684
Capital value of research and development	0	0	0		0	0
Concessions, licenses and similar	0	0	0		0	0
Intellectual property	0	0	0		0	0
Goodwill	0	1 070 684	0		0	1 070 684
DEPRECIATION	0	0	0	0	0	0
Capital value of research and development	0	0	0	0	0	0
Concessions, licenses and similar	0	0	0	0	0	0
Intellectual property	0	0	0	0	0	0
Goodwill	0	0	0	0	0	0
Net value	0	1 070 684	0	0	0	1 070 684
Capital value of research and development	0	0	0	0	0	0
Concessions, licenses and similar	0	0	0	0	0	0
Intellectual property	0	0	0	0	0	0
Goodwill	0	1 070 684	0	0	0	1 070 684

Change in stock (01.01.2013 - 31.12.2013)  
The group had no intangible assets in the previous year.

Indicators			
Description	31.12.2013	31.12.2014	Variations %
Share of intangible goods	0,00%	32,39%	0,00%
Ratio of intangible goods	0,00%	18,25%	0,00%
Degree of ageing out	0,00%	100,00%	0,00%

Principle and method of fair valuation:

The establishment of the fair value of goodwill has been done on the basis of business plans. These plans bear risks. Because of this the person carrying out the valuation, Gjygo Oudrem independent auditor has provided for a 50 per cent risk coverage. The fair value was equal to the carrying value of goodwill. No impairment was necessary.

7/36

The business plans of subsidiaries, the plan for credit application and the plan attached to the capital raise brochure built the base of the business valuation.  
The valuation reports prepared for the date of purchasing the subsidiary and for the balance sheet date confirmed a fair value matching the book value of the goodwill.

Extraordinary events of the year:

The parent company acquired 100 per cent of the business share of Özyay Medical Center KÜ, on March 17, 2014. The goodwill shown in the statement of financial position was presented in connection with the consolidation of the subsidiary.

Changes following the year:

none.

Intangible and immaterial used in production	Reference
--	-----------

Categories:

- building,
- land,
- machinery,
- equipment,
- computer systems,
- vehicle.

Valuation accounting:

- The basis of registration is:
- Definition of residual value:
- Significant estimated residual value:
- Method of depreciation:

the purchase price.  
On the basis of the Accounting Policies.  
Its value is less than 25 % of the original cost value, and THUF 500 thousands,  
under the straight-line method, projected to the gross value,  
from the day of capitalization, based on individual estimation of the useful economic life.

Assets are controlled through stocktaking.

Depreciation rates in use:

Description	Average (%)
According to annual rate	
- building	2,00
- machinery	14,50
- equipment	14,50
- computer systems	33,00
- vehicle	20,00

Structure						
Description	01.01.2013	31.12.2013	31.12.2014	Variation		Contributions of year under review
THUF				THUF	%	%
Land and buildings and rights to immovable	685 223	875 818	1 136 279	280 441	132,62%	32,39%
- plot of land parcelization	49 080	49 080	141 410	91 750	204,77%	6,40%
- building, part of building	635 543	825 158	1 014 883	180 135	125,84%	45,90%
Plant, machinery, vehicles	138 382	115 432	183 921	-11 545	96,83%	4,19%
- machinery, equipment	138 382	115 432	183 921	-11 545	96,83%	4,19%
Tools of great value	0	0	0	0	0,00%	0,00%

8/36

Leased assets	3 389	2 349	0	-2 349	6,89%	9,99%
Biological assets, natural resources	0	0	0	0	6,89%	9,99%
Assets in course of construction	340 443	396 443	556 830	-45 613	35,42%	43,69%
<b>Total</b>	<b>1 375 438</b>	<b>1 989 033</b>	<b>2 211 836</b>	<b>221 683</b>	<b>111,11%</b>	<b>180,69%</b>

Change in stock (01.01.2014 - 31.12.2014)

Determination I THUF	opening	increase	decrease	loss in value marked back	reclassification +/-	closing
Gross value	2 673 889	562 113	386 967		0	2 829 035
Land and buildings and rights to imm.	683 187	303 182	0		0	1 208 269
Plant, machinery, vehicles	167 849	4 072	0		0	172 921
Tools of great value	0					0
Leased assets	6 580		6 580			0
Biological assets, natural resources	0	0			0	0
Assets in course of construction	686 443	254 849	380 482		0	960 810
<b>DEPRECIATION</b>	<b>83 886</b>	<b>43 687</b>	<b>8 839</b>	<b>0</b>	<b>0</b>	<b>119 614</b>
Land and buildings and rights to imm.	27 289	22 121	0	0	0	58 328
Plant, machinery, vehicles	57 417	20 070	4 689	0	0	68 564
Tools of great value						0
Leased assets	4 180		4 180			0
Biological assets, natural resources	0	0	0	0	0	0
Assets in course of construction	0	0	0	0	0	0
<b>Net value</b>	<b>1 989 033</b>	<b>519 186</b>	<b>390 183</b>	<b>0</b>	<b>0</b>	<b>2 211 836</b>
Land and buildings and rights to imm.	675 618	280 481	0	0	0	1 156 279
Plant, machinery, vehicles	115 432	-16 384	-4 689	0	0	103 927
Tools of great value	0	0	0	0	0	0
Leased assets	2 349	0	2 349	0	0	0
Biological assets, natural resources	0	0	0	0	0	0
Assets in course of construction	686 443	254 849	380 482	0	0	960 810

Change in stock (01.01.2013 - 31.12.2013)

Determination I THUF	opening	increase	decrease	loss in value marked back	reclassification +/-	closing
Gross value	1 432 135	647 989	0		13 784	2 073 368
Land and buildings and rights to imm.	680 058				14 259	903 108
Plant, machinery, vehicles	189 315				-468	187 849
Tools of great value						0
Leased assets	6 580					8 508
Biological assets, natural resources						0
Assets in course of construction	346 483	647 989				994 443
<b>DEPRECIATION</b>	<b>36 677</b>	<b>27 383</b>	<b>0</b>	<b>0</b>	<b>19 866</b>	<b>63 866</b>
Land and buildings and rights to imm.	3 634	3 082			14 563	27 289

0/36

Plant, machinery, vehicles	29 023	17 281			5 263	52 417
Tools of great value						0
Leased assets	3 120	1 040				4 160
Biological assets, natural resources						0
Assets in course of construction						0
<b>Net value</b>	<b>1 375 439</b>	<b>629 637</b>	<b>0</b>	<b>0</b>	<b>-8 162</b>	<b>1 968 934</b>
Land and buildings and rights to imm.	685 234	-9 082	0	0	-343	815 519
Plant, machinery, vehicles	135 382	-17 281	0	0	-5 759	115 432
Tools of great value	0	0	0	0	0	0
Leased assets	3 389	-1 040	0	0	0	2 349
Biological assets, natural resources	0	0	0	0	0	0
Assets in course of construction	346 483	647 989	0	0	0	994 443

Changes in stock according to IFRS (01.01.2014 - 31.12.2014)

Determination I THUF	opening	increase	decrease	loss in value marked back	closing
<b>CHANGE OF DEPRECIATION</b>	<b>83 886</b>	<b>39 431</b>	<b>4 123</b>	<b>0</b>	<b>119 614</b>
ORDINARY	83 886	39 431	4 123		119 614
- straight-line method	83 886	39 447	4 089		119 614
- lump-sum depreciation	0	24	34		0

Changes in stock according to IFRS (01.01.2013 - 31.12.2013)

Determination I THUF	opening	increase	decrease	corrections	closing
<b>CHANGE OF DEPRECIATION</b>	<b>36 677</b>	<b>27 383</b>	<b>0</b>	<b>19 886</b>	<b>63 866</b>
ORDINARY	36 677	27 383	0	19 886	63 866
- straight-line method	36 677	27 383		19 886	63 866

Changes in stock of depreciation according to the taxation rules (01.01.2014 - 31.12.2014)

Determination	Act on Corp.tac opening	increase	decrease	loss in value marked back	Act on Corp.tac closing
Land and buildings and rights to immovable	27 692	22 132	0	0	68 564
Technical machinery, equipment, vehicle	53 080	15 085	0	0	68 961
Other equipment, vehicle	6 682	834	24	0	7 772
Leasing stock	0	0	0	0	0
Assets in course of construction	0	0	0	0	0
<b>Total</b>	<b>87 869</b>	<b>39 431</b>	<b>24</b>	<b>0</b>	<b>127 347</b>

Changes in stock of depreciation according to the taxation rules (01.01.2013 - 31.12.2013)

Determination	Act on Corp.tac opening	increase	decrease	loss in value marked back	Act on Corp.tac closing
Land and buildings and rights to immovable	18 674	9 178	0	0	37 952
Technical machinery, equipment, vehicle	25 475	17 611	0	0	53 080

1/36

Other equipment, vehicle	5 587	5 585	0	0	8 962
Blending stock	0	0	0	0	0
Assets in course of construction	0	0	0	0	0
<b>Total</b>	<b>59 555</b>	<b>29 184</b>	<b>0</b>	<b>0</b>	<b>67 969</b>

## Changes in development reserve

Determination / THUF	01.01.2013	31.12.2013	31.12.2014
<b>DEVELOPMENT RESERVE</b>			
- opening	0	0	87 680
+ formation	0	67 689	180 291
- appropriation	0	0	82 623
- cancelled by self-revision in corporation tax return	0	0	0
<b>+ other appropriation obligation</b>	<b>0</b>	<b>67 689</b>	<b>135 642</b>
from which due in next year:			0

## Indicators

Description	31.12.2013	31.12.2014	Variation %
Share of assets:	68.96%	67.21%	67.21%
Ratio of assets:	62.92%	37.81%	45.26%
Degree of wearing out:	66.96%	64.81%	66.91%
Coverage of tangible assets:	77.36%	142.84%	184.28%
Effectiveness of tangible assets:	6.43	0.39	68.38%

## Content of assets in course of construction:

- land and buildings: 250 030 THUF

Impairment, returned from loans: none

Changes in connection with the valuation of significant tangible assets: none

Due to accounting, marking back of impairment: none

## Extraordinary events of the year:

The acquisition of the Öving MedicalCenter K&E increased significantly the balance of immovables and personalities used in production. The amount of these assets was THUF 280 000 at the time of becoming a subsidiary.

## Changes following the year:

The Company doesn't have any biological assets according to IAS 41.

## Long-term investments

Reference

1

## Content:

- other long-term loan:

## Valuation accounting:

- The basis of registration is: value at the time of disbursement.

## Structure

Description	01.01.2013	31.12.2013	31.12.2014	Variation	Assets of year under review
-------------	------------	------------	------------	-----------	-----------------------------

11/38

THUF				THUF	%	%
Held-to-maturity securities signifying a creditor relationship	0	0	0	0	0.00%	0.00%
Other securities signifying a creditor relationship or an owner relationship under 20 per cent	0	0	0	0	0.00%	0.00%
Investments concerning undertakings taken into consolidation	0	0	0	0	0.00%	0.00%
Investments into not consolidated (affiliated) undertakings	563 750	0	0	0	0.00%	0.00%
Investments into investment trusts	0	0	0	0	0.00%	0.00%
Long-term receivables and loans	176	176	176	0	100.00%	100.00%
Subordinated receivables	0	0	0	0	0.00%	0.00%
Investments as tangible assets	0	0	0	0	0.00%	0.00%
<b>Total:</b>	<b>563 926</b>	<b>176</b>	<b>176</b>	<b>0</b>	<b>100.00%</b>	<b>100.00%</b>

## Change in stock

31.01.2014 - 31.12.2014

Determination / THUF	opening	increase	decrease	impairment marked back	reclassification +/-	closing
<b>GROSS VALUE</b>	<b>176</b>	<b>0</b>	<b>0</b>		<b>0</b>	<b>176</b>
Long-term receivables and loans	176					176
<b>IMPAIRED</b>	<b>0</b>	<b>0</b>	<b>0</b>		<b>0</b>	<b>0</b>
Long-term receivables and loans	0					0
<b>NET VALUE</b>	<b>176</b>	<b>0</b>	<b>0</b>		<b>0</b>	<b>176</b>
Long-term receivables and loans	176					176

## Change in stock

31.01.2013 - 31.12.2013

Determination / THUF	opening	increase	decrease	impairment marked back	reclassification +/-	closing
<b>GROSS VALUE</b>	<b>563 926</b>	<b>0</b>	<b>563 750</b>		<b>0</b>	<b>176</b>
Investments into not consolidated (affiliated) undertakings	563 750		563 750			0
Long-term receivables and loans	176					176
<b>IMPAIRED</b>	<b>0</b>	<b>0</b>	<b>0</b>		<b>0</b>	<b>0</b>
Investments into not consolidated (affiliated) undertakings	0					0
Long-term receivables and loans	0					0
<b>NET VALUE</b>	<b>563 926</b>	<b>0</b>	<b>563 750</b>		<b>0</b>	<b>176</b>
Investments into not consolidated (affiliated) undertakings	563 750		563 750			0
Long-term receivables and loans	176					176

12/38

## Indicators

Description	31.12.2013	31.12.2014	Variations
			%
Share of assets:	8.01%	8.81%	68.04%
Ratio of assets:	8.01%	8.80%	43.82%

Stock not included in the books:

none.

Reclassifications into other items:

none.

Extraordinary events of the year:

none.

Changes following the year:

none.

Most significant events of the year 2013:

The SZABACS-RODA-KB, ownership share was sold during the year 2013, which resulted a profit of THUF 17 282 (see reference No. 14). The ownership share in J2 mutual s.o.o was used to settle a bill of exchange issued to settle a liability against suppliers, which transaction resulted in no profit or loss.

## Accounting

Reference

4

Content:

- goods for resale

Valuation accounting:

- The basis of registration is:

the purchase price.

- Less in value:

none.

Assets are controlled through stocktaking.

## Structure

Description	01.01.2013	31.12.2013	31.12.2014	Variation		Contributors of year under review
				THUF	%	%
Raw materials and consumables	11	8	0	8	6.89%	0.00%
Work in progress, intermediate and semi-finished products	0	8	0	8	6.89%	0.00%
Materials for breeding and fattening, other livestock	0	8	0	8	6.89%	0.00%
Finished products	0	8	0	8	6.89%	0.00%
Goods for resale	3	37 214	84 980	27 685	174.49%	180.69%
Total	14	37 214	84 980	27 685	174.49%	180.69%

## Indicators

Description	31.12.2013	31.12.2014	Variations
			%
Share of assets:	8.09%	8.81%	27.84%
Ratio of assets:	1.56%	1.90%	71.18%
Supplier's ratio of inventories:	3.17	6.80	465.69%
Rotation of inventories:	22.14	13.29	57.57%

13/38

Extraordinary events of the year:

none.

Changes following the year:

none.

## Receivables

Reference

5

Content:

- trade debtors

- non-current

Valuation accounting:

- The basis of registration is:

the book value.

- Less in value:

on the basis of the accounting policies.

Stock is supported by reconciliation, analytical registration.

Ratio of loss in value accounting used by items receivable

Description	Accounting %
Under liquidation	60.00
Under bankruptcy	50.00
Under settlement	individual
For a period exceeding 1 year	80.00
For a period exceeding 8 months	50.00
For a period exceeding 3 months	35.00
Overdue for 61-90 days	14.00
Overdue for 31-60 days	12.00
Overdue for 1-30 days	10.00

## Structure

Description	01.01.2013	31.12.2013	31.12.2014	Variation		Contributors of year under review
				THUF	%	%
Trade debtors:	164 980	12 329	184 130	1 07 680	250.41%	7.36%
- domestic	130 235	102 031	84 642	-11 080	82.85%	3.36%
- foreign	80 080	8	2 45 083	2 45 083	8.30%	0.81%
- loss in value of trade debtors	-21 725	-30 282	-195 297	-85 085	381.75%	-4.95%
Bills of exchange receivable (non-affiliated)	0	8	483 640	483 640	6.89%	19.21%
Non consolidated receivables from affiliated undertakings	0	8	0	8	6.89%	0.00%
Advances given for products and services	0	8	1 221 130	1 221 130	6.89%	48.69%
Deposits and cashiers	0	8	0	8	6.89%	0.00%
Other liabilities	185 378	288 486	678 130	326 670	291.44%	24.67%
Liquid assets lent, non-affiliated	2 580	52 880	111 620	34 620	128.76%	4.95%

14/38

Fair Sec. Security / confirm rec. due to interest	81 647	75 094	177 541	161 687	253.81%	3.88%
Factor offset (Debit) balance trade creditors	0	19 117	15 180	-457	16.85%	0.80%
Receivables from sale of timeshares	27 585	27 585	0	-27 585	8.30%	0.80%
Other receivables	33 620	32 510	288 889	270 299	848.85%	12.31%
Expectedly returning sum of deferred tax receivables	0	0	0	0	0.89%	0.00%
Positive balance of the expenses and increases of constructions under way	0	0	0	0	0.89%	0.00%
<b>Total</b>	<b>399 887</b>	<b>319 195</b>	<b>2 589 390</b>	<b>2 130 521</b>	<b>676.74%</b>	<b>186.69%</b>

The Group accepted bills of exchange from two partners in the current year to secure the receivables against them. Details are presented in the following tables.

Most significant items of other receivables are (as at 31.12.2014):

- advance payments for services (THUF 210 870).

Most significant items of other receivables are (as at 31.12.2013):

- THUF 32 510 advance payments to suppliers.

Receivables - impairment (01.01.2014 - 31.12.2014)

Description	opening	increase	decrease	impairment marked back	closing
THUF					
Trade debtors	39 282	85 085	0	0	115 267
<b>Total</b>	<b>39 282</b>	<b>85 085</b>	<b>0</b>	<b>0</b>	<b>115 267</b>

Receivables - impairment (01.01.2013 - 31.12.2013)

Description	opening	increase	decrease	impairment marked back	closing
THUF					
Trade debtors	21 120	39 282	0	21 120	39 282
<b>Total</b>	<b>21 120</b>	<b>39 282</b>	<b>0</b>	<b>21 120</b>	<b>39 282</b>

Description	Amount of rec. released	Netted value	Expiry date / term
THUF			
Andromeda Ltd.	261 583	261 589	2015.12.31
SCA-TA 2007 s.r.l.	121 647	121 647	2015.12.31
<b>Total</b>	<b>483 230</b>	<b>483 236</b>	

Description	31.12.2013	31.12.2014	Variation
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15/38

			%
Share of assets:	58.56%	58.81%	101.02%
Ratio of assets:	15.48%	42.83%	276.23%
Supplier's ratio of buyers:	6.34	2.27	967.58%
Ratio of trade debtors (days):	31.20	70.36	254.48%
Indicator of credit coverage:	56.36%	104.17%	186.07%

Reclassification:

- due to „credit“ balance trade debtors

19 089 THUF.

Extraordinary events of the year:

A significant amount of advances were accounted in the reporting period in connection with the assets in course of construction (a total of THUF 1 170 058 and an amount of THUF 41 487 from the opening balance of the subsidiary).

The acquisition of the Group Medical Center s.r.l. increased significantly the balance of Receivables. The amount of these assets was THUF 408 308 at the time of becoming a subsidiary.

Changes following the year:

Disclosures	Reference
The Company did not possess short-term investment, securities on the end of either the current, or the previous the reporting period.	<a href="#">1</a>

Liquid assets	Reference
	<a href="#">2</a>

Content:

- cash in hand,
- bank accounts.

Valuation - accounting:

- The basis of registration is:
- Less in value

the book value

Assets are verified by reconciliation, cash audit and verified by the owners.

Description	01.01.2013	31.12.2013	31.12.2014	Variation	Contributors of year under review
THUF				THUF	%
Liquid assets of free disposal	1 812	1 438	15 619	13 581	184.44%
Separated liquid assets	0	0	0	0	0.00%
Promptly realizable liquid securities	0	0	0	0	0.00%
<b>Total</b>	<b>1 812</b>	<b>1 438</b>	<b>15 619</b>	<b>13 581</b>	<b>184.44%</b>

Description	31.12.2013	31.12.2014	Variation
Share of assets:	8.20%	8.50%	165.18%
Ratio of assets:	8.06%	8.20%	425.31%
Rapid rate index:	6.80	0.01	250.25%

16/38



Extraordinary events of the year:

The acquisition of the Örség Medical Center Kft. increased significantly the balance of Liquid assets. The amount of these assets was THUF 2.237 at the time of becoming

#### Deferred expenses:

Reference:

1.

The Company did not possess deferred expenses at the end of either the current, or the previous (the reporting period).

#### Liabilities

##### Highlighted liabilities

(31.12.2014 - 31.12.2014)

Description and type	Actual value 31.12.2014	1 year	2 years	3 years	4 years	5 years	over 5 years	Rate %
<b>Financial institutions:</b>								
- Molsani Takasbank Zrt	187 927	28 121	12 580	12 580	12 580	12 908	111 806	1 month EURIBOR + margin
- Postava Credit Takasbank Zrt	121 449	121 449	0	0	0	0	0	6 changing base interest rate + 2 per cent margin
- overdraft	84	84	0	0	0	0	0	0
- investment credit	173 962	23 962	0	0	0	0	150 000	1 month EURIBOR + margin
- overdraft	29	29	0	0	0	0	0	0
<b>Other organizations:</b>								
- Örség Kórház Patonella	1 464 080	1 464 080	0	0	0	0	0	6 central bank rate + 5 per cent
- Mondo Líro	3 267	3 267	0	0	0	0	0	6 central bank rate + 5 per cent
- MYLLÉ	1 081	1 081	0	0	0	0	0	6 central bank rate + 5 per cent
- Zala Általános Egészségügyi Zrt.	35 270	35 270	0	0	0	0	0	6 15 per cent; central bank rate + 2 per cent
- Székely Project Kft.	82 364	82 364	0	0	0	0	0	6 central bank rate + 5 per cent
<b>Total</b>	<b>2 968 654</b>	<b>1 756 343</b>	<b>12 580</b>	<b>12 580</b>	<b>12 580</b>	<b>12 908</b>	<b>251 806</b>	

##### Highlighted liabilities

(31.12.2013 - 31.12.2013)

Description and type	Actual value 31.12.2013	1 year	2 years	3 years	4 years	5 years	over 5 years	Rate %
<b>Financial institutions:</b>								
- Molsani Takasbank Zrt	180 439	28 630	25 080	25 080	25 080	25 908	61 804	1 month EURIBOR + margin
- Székely Leasing Kft./Financzírozási Zrt	1 559	500	580	370	0	0	0	11,63%
- Postava Credit Takasbank Zrt	185 385	185 385	0	0	0	0	0	6 changing base interest rate + 2 per cent margin
<b>Other organizations:</b>								

17/38

- Zala Általános Egészségügyi Zrt.	32 670	32 670	0	0	0	0	0	6 15 per cent; central bank rate + 2 per cent
- MYLLÉ	1 087	0	0	0	0	0	0	1 807 central bank rate + 5 per cent
- Mondo Líro	3 282	0	0	0	0	0	0	3 262 central bank rate + 5 per cent
<b>Total</b>	<b>335 329</b>	<b>168 238</b>	<b>25 580</b>	<b>25 370</b>	<b>25 080</b>	<b>25 908</b>	<b>68 815</b>	

##### Highlighted liabilities

01.01.2013

Description and type	Actual value 01.01.2013	1 year	2 years	3 years	4 years	5 years	over 5 years	Rate %
<b>Financial institutions:</b>								
- Molsani Takasbank Zrt	185 179	117 488	25 080	25 080	25 080	8 318	0	6 1 month EURIBOR + margin
- Postava Credit Takasbank Zrt	72 630	72 630	0	0	0	0	0	6 changing base interest rate + 2 per cent margin
- Székely Leasing Kft./Financzírozási Zrt	2 485	500	580	580	580	138	0	11,63%
- Other overdrafts	35	35	0	0	0	0	0	6 changing
<b>Other organizations:</b>								
- Zala Általános Egészségügyi Zrt.	30 080	30 080	0	0	0	0	0	6 15 per cent; central bank rate + 2 per cent
<b>Total</b>	<b>383 877</b>	<b>229 641</b>	<b>25 580</b>	<b>25 580</b>	<b>25 580</b>	<b>8 646</b>	<b>0</b>	

#### Long-term liabilities

Reference:

1.

##### Content:

- loans
- credits
- other liabilities

##### Valuations - according:

- The basis of registration is:
- The stock is supported by revaluation.

the book value.

##### Long-term liabilities - interest liabilities

Description	Rate %
<b>Financial institutions:</b>	
- Molsani Takasbank Zrt	1 month EURIBOR + margin
- investment credit	1 month EURIBOR + margin

##### Structure

18/38

Description	01.01.2013	31.12.2013	31.12.2014	Variation		Contributors of year under review
THUF				THUF	%	%
Long-term credits and loans	81 259	199 426	211 886	121 380	162,74%	180,69%
Investment and development credits	81 210	199 426	211 886	121 380	162,74%	198,90%
Debts on issue of bonds, convertible bonds	0	0	0	0	0,00%	0,00%
Lease liabilities	1 596	1 599	0	-1 599	0,00%	0,00%
Non consolidated long-term payables to affiliated undertakings	0	0	0	0	0,00%	0,00%
Other long-term liabilities	0	0	0	0	0,00%	0,00%
Subordinated liabilities	0	0	0	0	0,00%	0,00%
Expected (future) liabilities	0	0	0	0	0,00%	0,00%
Total	83 255	199 585	211 886	119 821	162,41%	180,69%

Long-term liabilities - degree of credit coverage guarantee

Description	Type of credit	Amount of credit	Amount of coverage	Coverage guarantee
Moham Talaoui Bank Zrt	investment	101 808	-	properties + reserves
Investment credit	investment	150 000	-	-
Total		211 886	0	

Indicators

Description	31.12.2013	31.12.2014	Variation %
Share of liabilities	22,26%	11,40%	51,42%
Ratio of liabilities	8,96%	5,30%	68,29%
Indicator of liquidity	47,52%	98,71%	200,22%
Indicator of long-term liquidity	32,56%	14,70%	45,12%
Degree of indebtedness	56,00%	56,94%	103,62%
Net indebtedness	21,98%	6,89%	29,98%
Indebtedness projected to sales revenues	16,62%	318,46%	213,38%
Ratio of long-term liabilities/own resources	11,16%	8,97%	89,98%
Coverage ratio of loans	39,98%	48,94%	128,67%

Facilitations into short-term liabilities:

- due to investments of credit within a year:

12 680 THUF.

Stock not included in the books:

none.

Extraordinary events of the year:

none.

Changes following the year:

none.

## Current liabilities

Reference

16

Content:

- trade creditors:

10/38

- credits:

- other liabilities:

- deferred income:

Valuation - accounting:

- The basis of registration is:

the book value.

The stock is supported by reclassification.

Current liabilities - interest liabilities

Description	Rate %
Financial institutions:	
Moham Talaoui Bank Zrt	1 month BUBOR + margin
Postbank Credit Talaoui coverment	changing base interest rate + 2 per cent margin
Other organizations:	
Sale Alkhalou Elptan Village Zrt	15 per cent - central bank rate + 2 per cent
Mondo Libra	central bank rate + 5 per cent
MYLL	central bank rate + 5 per cent
Chapka Kozzi Palanella	central bank rate + 5 per cent
Station Project K2	central bank rate + 5 per cent

Structure

Description	01.01.2013	31.12.2013	31.12.2014	Variation		Contributors of year under review
THUF				THUF	%	%
Advances received from customers	0	29 021	31	-28 690	6,11%	0,00%
Accounts payable (trade creditors)	312 272	212 122	81 385	-131 337	38,28%	5,38%
- domestic	312 272	212 122	84 772	-147 680	38,45%	2,89%
- foreign	0	0	16 613	16 613	8,30%	0,69%
Bills of exchange payable	0	0	0	0	0,00%	0,00%
Other short-term liabilities	37 386	15 549	187 500	111 961	248,29%	7,18%
- payments to employees	253	2 285	11 885	9 520	518,42%	0,40%
- payments to tax / ins. ins./ customs	35 029	60 580	140 670	74 080	211,30%	5,84%
- reclassified "credit" balance trade debtors	0	1 277	19 089	17 822	1406,81%	0,70%
- other reclassified receivables	0	5 080	0	-5 080	8,30%	0,80%
Other liabilities	2 024	467	15 030	15 520	3815,48%	0,66%

20/38



Short-term credits and loans	220 681	143 335	1 736 840	1 803 593	125,83%	22,93%
Short-term credits	180 640	0	46 280	46 280	0,30%	2,85%
Short-term bank loans	30 015	143 335	1 731 560	1 564 221	110,11%	70,89%
Non consolidated short-term payables to affiliated undertakings	0	0	0	0	0,00%	0,00%
Deferred revenues	162 427	209 152	385 120	113 320	102,02%	15,59%
Deferred tax liabilities	0	0	0	0	0,00%	0,00%
<b>Total</b>	<b>733 663</b>	<b>869 429</b>	<b>2 488 884</b>	<b>1 739 440</b>	<b>356,24%</b>	<b>180,89%</b>

## Current liabilities - degree of credit coverage guarantee

Description	Type of credit	Amount of credit	Amount of coverage	Coverage guarantee
- Mondo Liro	loan	3 367	-	-
- Fontana Credit Takahirovskozet	investment and working capital credit	121 449	-	property
- Zala Akadémia Építési Vállalkozó Zrt.	loan	35 219 30 000	-	financial securities realizable liabilities
- MYUJ Kft.	investment and working capital credit	1 082	-	-
- Mohácsi Takarékszövetkezet	investment	29 129	-	properties + securities
- Ózgoni Kereskedelmi és Szolgáltató Zrt.	loan	1 464 000	-	-
- overdraft	-	84	-	-
- Széchenyi Pénztár Kft.	loan	82 364	-	-
- investment credit	investment	23 062	-	-
- overdraft	overdraft	38	-	-
<b>Total</b>		<b>1 756 840</b>	<b>0</b>	

## Indicators

Description	31.12.2013	31.12.2014	Variation %
Share of liabilities	27,86%	48,81%	146,08%
Short-term liquidity	61,16%	907,49%	175,14%
Short-term liquidity I:	8,71%	1,23%	57,48%
Ratio of liquidity	6,95	1,04	188,07%
Turnover time of trade receivables (days)	151,39	70,70	58,68%
Dynamic liquidity	4,104%	18,81%	38,08%
Indicator of interest coverage	358,13%	707,86%	256,08%
Short-term solvability	18,92%	201,75%	265,08%

## Reclassification to other receivables:

- due to "stable" balance trade creditors:

15 180 THUF.

- due to "stable" balance other liabilities:

177 541 THUF.

21/38

## Extraordinary events of the year:

THUF 50 840 was received in current year in connection with the development subsidies shown under deferred revenues.

The acquisition of the Cséng Medical Center Kft. increased significantly the balance of Current liabilities. The amount of these liabilities was THUF 508 710 at the time of becoming a subsidiary.

## Changes following the year:

THUF 1 404 000 of the short term loans was given to the parent company on January 6, 2015 as contribution in kind as a part of a capital increase (see reference no. 11. Over equity).

## Shareholder's equity

Reference:

[11](#)

## Content:

- issued capital,

- reserves,

- repurchased own shares.

## Valuations - accounting:

- The basis of registration is:

the book value.

The stock is supported by reconciliations.

## Structure

Description	01.01.2013	31.12.2013	31.12.2014	Variation		Coefficients of year under review
THUF				THUF	%	%
Issued capital	1 482 280	1 484 000	2 136 080	1 589 000	108,51%	86,83%
(-) Ownership shares repurchased at book value	0	-13 336	0	73 336	0,30%	0,80%
Assets given in excess of shares	0	0	0	0	0,00%	0,00%
Accumulated profit reserve and current profit after tax	21 580	144 038	422 351	277 115	202,81%	13,37%
Differences resulting from market valuation	0	0	0	0	0,00%	0,00%
Participation of external entities	0	0	0	0	0,00%	0,00%
<b>Total</b>	<b>1 484 220</b>	<b>1 539 242</b>	<b>2 136 391</b>	<b>1 620 189</b>	<b>206,32%</b>	<b>180,89%</b>

## Indicators

Description	31.12.2013	31.12.2014	Variation %
Ratio of capital	64,16%	53,72%	63,81%
Share of capital	118,57%	118,89%	65,07%
Coverage of fixed assets	77,29%	98,90%	128,21%
Growth index of equity	1,85	1,15	110,08%
Revolution of equity	0,95	0,37	48,98%
Effectiveness of equity	7,98%	8,79%	110,28%

## Stock not included in the books:

- arranged capital raise

1 484 000 THUF.

22/38

Dividend payment: none.  
 Extraordinary events of the year:  
 - capital increase: 1 235 000 THUF.  
 Extraordinary events of the year:

Current year's capital increase of THUF 1 235 000 was registered on March 17, 2014. The capital increase prepared until the end of the reporting period - THUF 1 484 000 - was registered by the court on January 6, 2015.

Most significant events of previous year:

The Company has repurchased its own shares in the previous reporting period in multiple steps. Details on the transactions are presented at the earnings per share section (see reference No. 18).

#### Operating revenues Reference: 12

Content:

- domestic,
- export,
- other revenues.

Valuation - accounting

- The basis of registration is the book value.

The stock is supported by analytical registration.

Structure

Description	01.01.2013	31.12.2013	31.12.2014	Variation		Contributors of year under review
THUF				THUF	%	%
Domestic sales revenue	229 124	712 165	309 180	-403 460	-56.69%	33.26%
Export sales revenue	0	133 040	540 226	406 826	404.74%	58.19%
Other income and profit	217 004	13 184	80 320	-66 624	-306.16%	8.64%
Other income	217 004	13 184	80 320	-66 624	-306.16%	8.64%
Total		209 009	629 546	63 990	306.14%	100.00%

Details on net sales revenue (IAS 18.25 k):

Description / THUF	01.01.2013	31.12.2013	31.12.2014
Sale of goods	40 184	501 185	215 120
Rentality of services	189 530	344 481	634 587
Royalties	0	0	0
Other	0	0	0
Total	229 124	845 266	849 632

The details on interests or dividends as required by IAS 18.25 k) can be found under Income from financial transactions - see reference No. 14.

Structure

23/38

Description	01.01.2013	31.12.2013	31.12.2014	Variation		Contributors of year under review
THUF				THUF	%	%
Other sales revenues:						
revenues from sale of assets	210 609	0	62 682	62 682	8.90%	76.30%
revenues related to insurance settlements	877	0	0	0	0.00%	0.00%
- other non-assessed	219	13 184	17 446	3 182	127.46%	21.74%
Total	217 004	13 184	80 320	-66 624	-306.16%	100.00%

Indicators

Description	31.12.2013	31.12.2014	Variation
			%
Share of revenues:	31.08%	43.83%	133.15%
Gross production value (THUF)	846 356.80	840 630.80	-100.48%
Ratio of export	15.78%	63.80%	403.14%
Sales revenue proportionate profit	33.17%	47.89%	141.03%
Capital proportionate profit	18.25%	12.87%	-68.48%
Asset effectiveness:	11.10%	8.80%	-58.18%

Extraordinary events of the year:

none.

Changes following the year:

none.

#### Operating costs Reference: 13

Content:

- costs according to types of costs,
- other expenditures.

Valuation - accounting

- The basis of registration is the book value.

The stock is supported by analytical registration.

Structure

Description	01.01.2013	31.12.2013	31.12.2014	Variation		Contributors of year under review
THUF				THUF	%	%
Costs according to types of costs						
- material costs	177 387	465 713	372 183	-121 010	-25.40%	73.39%
- staff costs	27 255	44 514	50 848	8 334	114.23%	10.81%
- depreciation	17 178	27 383	26 044	-1 259	-95.36%	5.13%
- own performance capitalized	0	0	0	0	8.80%	0.00%
Other expenses and losses	284 719	124 632	58 385	-46 627	-46.71%	11.48%
Other expenditures	189 710	134 632	58 045	-46 181	-48.51%	11.43%
Extraordinary expenses	15 080	0	340	240	8.80%	0.00%

24/38

Total	627 119	699 082	587 980	-182 462	73,17%	100,00%
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## Structure

Description	01.01.2013	31.12.2013	31.12.2014	Variation		Coefficients of year under review
THUF				THUF	%	%
Cost of services:						
- transport loading, warehousing, packaging	19	228	171	549	348,70%	0,04%
- lease fees	-1 134	28 015	95	-39 881	8,14%	0,00%
- maintenance costs	531	161	0	-152	5,50%	0,01%
- post, telecommunications services	2 083	2 111	3 230	1 115	162,82%	3,48%
- education	-284	7 409	0	-7 439	8,80%	0,00%
- advertising, publicity and marketing	73 450	1 682	40 882	39 170	2415,31%	-44,80%
- business trips, foreign delegations		159	556	397	348,89%	0,00%
- membership fee	183	8	112	112	8,80%	0,12%
- services by appointed experts	942	1 580	0 080	848	86,33%	10,70%
- other	40 214	14 059	31 180	22 237	348,85%	-40,81%
Total	125 939	68 125	82 143	24 688	136,12%	100,00%

## Structure

Description	01.01.2013	31.12.2013	31.12.2014	Variation		Coefficients of year under review
THUF				THUF	%	%
Other services:						
- insurance costs	159	307	2 344	2 037	763,52%	34,80%
- bank costs	3 683	3 085	3 685	480	114,73%	51,80%
- administrative official fee	2 259	1 148	970	-238	18,21%	13,40%
Total	6 298	4 539	6 799	2 269	185,87%	100,00%

## Other operating charges - structure

Description	01.01.2013	31.12.2013	31.12.2014	Variation		Coefficients of year under review
THUF				THUF	%	%
Other operating charges:						
- rent on assets sold	181 642	8	0	9	8,80%	0,00%
- loans, credits without interest, credits and local business for or revenues	234	999	0	-999	8,80%	0,00%
- local business tax on revenues	3 682	8 032	13 280	4 378	548,43%	0,00%
- The Authority, Social tax, penalty, default interest	1 489	19 288	0	-19 288	8,80%	0,00%
- indemnities	21 433	8	0	9	8,80%	0,00%
- other non-charged	580	95 184	-44 845	-50 669	-48,95%	0,00%

25/38

Total	189 119	124 822	58 645	-46 187	-46,51%	0,00%
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## Indicators

Description	31.12.2013	31.12.2014	Variation
			%
Ratio of costs	68,82%	52,82%	78,18%
Operating profit level	140,04%	188,88%	135,28%
Production cost level	68,82%	52,82%	78,18%
Proportion of material	58,34%	43,81%	75,18%
Proportion of wage	5,76%	5,80%	112,78%
Proportion of depreciation	3,25%	3,87%	65,07%

## Extraordinary events of the year:

none

## Changes following the year:

none

## Financial transactions

Reference

14

## Content:

- income from financial transactions,
- expenses on financial transactions.

## Valuation - ascending:

- The basis of registration is:
- The stock is supported by analytical registration.

the book value.

## Structure

Description	01.01.2013	31.12.2013	31.12.2014	Variation		Coefficients of year under review
THUF				THUF	%	%
Income from financial transactions						
Dividends and profit sharing received	0	8	0	8	0,89%	0,00%
Capital gains on investments	0	17 282	0	-17 282	0,89%	0,00%
Interest and capital gains on finance, invents	0	8	0	8	0,89%	0,00%
Other interest and similar income	5 239	3 035	7 423	3 888	286,69%	85,71%
Other income from financial transactions	2 285	8	945	945	0,89%	11,29%
Total	7 688	28 137	8 368	-12 389	-88,25%	100,00%
Expenses on financial transactions						
Losses on financial investments	0	8	0	8	0,89%	0,00%

26/38

Interest payable and similar charges	21 693	53 047	43 693	-9 349	12,39%	34,63%
Losses on shares, securities and bank deposits	0	0	0	0	0,00%	0,00%
Other expenses on financial transactions	670	1 962	31 762	29 800	4361,29%	65,17%
<b>Total:</b>	<b>22 363</b>	<b>55 009</b>	<b>125 440</b>	<b>70 431</b>	<b>228,67%</b>	<b>186,89%</b>
<b>Balance</b>	<b>-54 780</b>	<b>-34 272</b>	<b>-117 692</b>	<b>-82 420</b>	<b>341,65%</b>	

The most significant item of the Other financial expenses is the losses accounted concerning the sale of own shares.

#### Indicators

Description	31.12.2013	31.12.2014	Variation %
Share of revenues	2,36%	8,89%	37,87%
Ratio of expenditures	7,38%	18,81%	258,47%
Financial profit level	57,70%	8,87%	17,68%

#### Profit accounts

Reference

15.

#### Content:

- operating profit
- other results
- profit and loss accounting

#### Profit accounts - change in stock

Description	01.01.2013	31.12.2013	31.12.2014	Variation
THUF				THUF
Profit before tax	15 039	125 335	304 083	225,34%
+ tax loss increasing items	185 283	87 584	450 295	515,86%
- tax loss decreasing items	179 680	88 082	482 680	502,52%
+ Tax loss	22 346	136 578	272 563	215,32%
- Calculated tax	5 225	12 658	27 255	215,32%
+ Profit after tax	12 683	122 678	277 113	228,38%
Profit or loss of the year	12 683	122 678	277 113	228,38%

#### Details on current year's tax expense (IAS 12.79, IAS 12.81)

Description / THUF	31.12.2013	31.12.2014
Current tax		
Current tax expense	12 658	27 255
<b>Total:</b>	<b>12 658</b>	<b>27 255</b>
Deferred tax		
Total:	0	0
<b>Total income tax expenses in connection with the continuing activities</b>	<b>12 658</b>	<b>27 255</b>

27/38

#### Relationship between tax expense (income) and accounting profit (IAS 12.81 c) and IAS 12.81 d)

Description / THUF	31.12.2013	31.12.2014
Profit before taxes of continuing activities	125 335	304 083
Income tax expense calculated with a tax rate of 10,00%	12 534	30 408
Effect of expenses that are not deductible when determining the tax base	2 670	3 089
Other	-3 855	-8 331
Effect of temporary differences (not taken into account as deferred tax asset)	-6 875	-14 040
Effect of lost debt provisions (temporary difference)	5 020	5 589
<b>Total</b>	<b>12 658</b>	<b>27 255</b>
Income tax expense accounted charged to profit or loss (in connection with continuing activities)	12 658	27 255

When preparing the calculations of 2013 and 2014 above, the tax rate of 10,00% was applied, which is in effect for companies on the basis of the Hungarian tax laws in Hungary. (IAS 12.81 c)

#### Income taxes accounted directly in own equity

The Company did not present any income taxes accounted directly in own equity either in its current or in last year's financial statements

#### Income taxes accounted in other comprehensive income (IAS 12.81 d)(6)

The Company did not present any income taxes accounted in the other comprehensive income either in its current or in last year's financial statements

#### Deferred tax balances

The Company did not present any deferred tax items either in its current or in last year's financial statements, because the amount of temporary differences was insignificant.

The deferred tax assets / liabilities in the statement of financial positions are as follows:

Description / THUF	01.01.2013	31.12.2013	31.12.2014
Deferred tax assets	0	0	0
Deferred tax liabilities	0	0	0
<b>Balance</b>	<b>0</b>	<b>0</b>	<b>0</b>

#### Introducing/terminating activities

The Group had no terminated activities in previous year as well as in current year

#### Profit accounts - deferred losses

There are no losses carried forward of any member of the Group.

#### Indicators

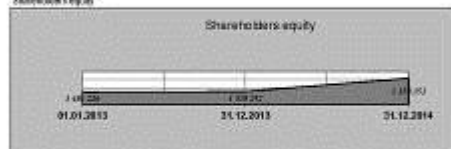
Description	31.12.2013	31.12.2014	Variation %
Ratio of profit	68,65%	91,89%	100,48%
Share of profit	12,92%	28,89%	212,47%
Profitability	12,92%	28,89%	212,47%
Ratio on assets	25,27%	14,45%	48,98%
Capital leverage	156,06%	168,14%	119,32%
Return on Equity (ROE)	7,98%	8,79%	110,25%
Return on Assets (ROA)	7,85%	5,83%	75,55%

28/38

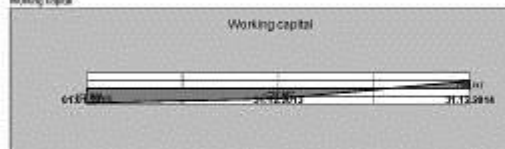
Earnings before interest and tax (EBIT)	189 583	349 080	185,08%
Earnings before depreciation, interest and taxes (EBDDIT)	215 080	314 110	133,12%

Important dates	01.01.2013	31.12.2013	31.12.2014
Shareholders' equity	1 484 220	1 539 242	3 158 391
Net sales revenue	229 124	846 289	849 632
Profit/loss for the year	12 683	132 619	277 713
Working capital	-271 040	-259 082	180 341
Liabilities/capital	55,04%	56,80%	88,14%
Total assets	2 381 182	2 390 669	5 670 651
Capital/equity	101,56%	104,89%	115,46%
Return on equity	8,86%	8,30%	18,15%

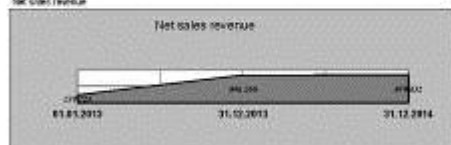
## Shareholders' equity



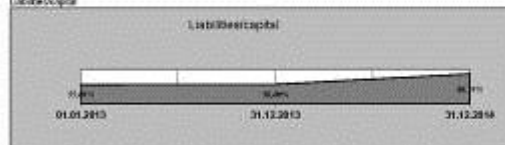
## Working capital



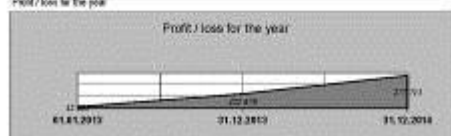
## Net sales revenue



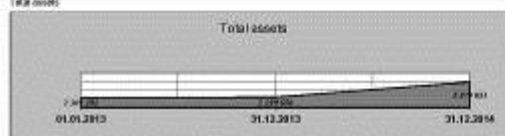
## Liabilities/capital



## Profit/loss for the year

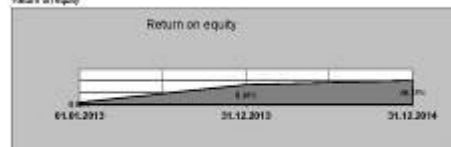


## Total assets

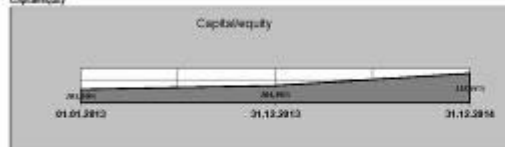


20/38

## Return on equity



## Capital/equity



## Earnings per share (EPS)

Shareholders' equity: 18

## Determining the basic EPS

## Determining the weighted average number of common shares (31.12.2013)

Description	2013.01.01	2013.02.14	2013.02.21	2013.02.29	2013.05.15	2013.07.02	2013.12.02	2013.12.19	2013.12.31
Number of issued common shares	7 580 080	7 580 080	7 580 080	7 580 080	7 580 080	7 580 080	7 580 080	7 580 080	7 580 080
Net paid / repurchased common shares	-189 182	-239 182	-473 182	-460 482	-189 182	-438 702	-421 200	-415 350	-672 852
Face value HUF / pc	200	200	200	200	200	200	200	200	200
Total face value HUF	1 580 080 000	1 580 080 000	1 580 080 000	1 580 080 000	1 580 080 000	1 580 080 000	1 580 080 000	1 580 080 000	1 580 080 000
Number of days	44	7	36	47	48	153	11	11	3

Description	2013.12.16	2013.12.21	2013.12.28	2013.12.31
Number of issued common shares	7 580 080	7 580 080	7 580 080	7 580 080
Net paid / repurchased common shares	-415 388	-1 488 083	-1 691 426	-531 084
Face value HUF / pc	200	200	200	200
Total face value HUF	1 580 080 000	1 580 080 000	1 580 080 000	1 580 080 000
Number of days	5	6	1	1

Weighted average number (31.12.2013): 7 380 543 pieces

## Determining the weighted average number of common shares (31.12.2014)

Description	2014.01.01	2014.01.02	2014.01.08	2014.02.19	2014.02.26	2014.02.27	2014.03.05	2014.03.06	2014.03.12
Number of issued common shares	7 580 080	7 580 080	7 580 080	7 580 080	7 580 080	7 580 080	7 580 080	7 580 080	7 580 080
Net paid / repurchased common shares	-585 334	-1 021 412	-896 412	-740 412	-748 412	-705 912	-605 912	-438 702	-438 702
Face value HUF / pc	200	200	200	200	200	200	200	200	200
Total face value HUF	1 580 080 000	1 580 080 000	1 580 080 000	1 580 080 000	2 738 080 000	2 738 080 000	2 738 080 000	2 738 080 000	2 738 080 000
Number of days	1	8	42	7	1	8	1	5	1

Description	2014.03.13	2014.03.24	2014.03.25	2014.03.31	2014.04.04	2014.04.07	2014.04.08	2014.04.10	2014.04.11
Number of issued common shares	13 680 080	13 680 080	13 680 080	13 680 080	13 680 080	13 680 080	13 680 080	13 680 080	13 680 080
Net paid / repurchased common shares	-485 221	-523 532	-521 532	-571 532	-647 361	-517 561	-528 561	-528 561	-828 531
Face value HUF / pc	200	200	200	200	200	200	200	200	200

30/38

Total face value HUF	2 136 080 800	2 136 080 080	2 136 080 800	2 136 080 080	2 136 080 080	2 136 080 080	2 136 080 080	2 136 080 080	2 136 080 800
Number of days	11	1	6	4	3	1	3	1	11

Description	2014.04.22	2014.04.23	2014.05.31	2014.07.08	2014.07.25	2014.07.31	2014.09.04	2014.09.15	2014.09.30
Number of issued common shares	13 680 080	13 680 080	13 680 080	13 680 080	13 680 080	13 680 080	13 680 080	13 680 080	13 680 080
Net paid / repurchased common shares	-670 587	-670 087	-630 587	-540 587	-561 582	-565 162	-758 512	-746 512	-817 812
Face value HUF / pc	280	200	280	200	200	200	200	200	280
Total face value HUF	2 136 080 800	2 136 080 080	2 136 080 800	2 136 080 080	2 136 080 080	2 136 080 080	2 136 080 080	2 136 080 080	2 136 080 800
Number of days	1	38	25	17	5	38	11	15	1

Description	2014.10.07	2014.10.17	2014.11.06	2014.11.07	2014.12.31
Number of issued common shares	13 680 080	13 680 080	13 680 080	13 680 080	13 680 080
Net paid / repurchased common shares	-1 087 912	-119 282	-124 512	-136 012	0
Face value HUF / pc	280	200	280	200	280
Total face value HUF	2 136 080 800	2 136 080 080	2 136 080 800	2 136 080 080	2 136 080 080
Number of days	10	28	1	64	1

Weighted average number (31.12.2014): 12 185 421 pieces

Calculation of profit / loss on common shares:

Description / THUF	31.12.2013	31.12.2014
Profit or loss after tax	122 638	277 113
After tax profit or loss on terminating activities	0	0
Profit / loss on common shares	122 638	277 113

Basic EPS

Description / THUF	31.12.2013	31.12.2014
Basic EPS	16 7982	22 8281

Determining the diluted EPS

Determining the weighted average number of issued common shares and potential common shares (31.12.2013)

Description	2013.01.01	2013.12.31
Number of common shares on market	7 580 080	7 580 080
Number of potential shares		
Face value HUF / pc	280	200
Total face value HUF	1 580 080 800	1 580 080 080
Number of days	286	1

Weighted average number (31.12.2013): 7 580 080 pieces

Determining the weighted average number of issued common shares and potential common shares (31.12.2014)

Description	2014.01.01	2014.02.26	2014.12.31
Number of common shares on market	7 580 080	13 680 080	13 680 080
Number of potential shares			
Face value HUF / pc	280	200	280

31/38

Total face value HUF	1 580 080 800	2 136 080 080	2 136 080 800
Number of days	50	308	1

Weighted average number (31.12.2014): 12 131 836 pieces

Calculation of net profit / loss on modified common shares:

Description / THUF	31.12.2013	31.12.2014
Profit or loss after tax	122 638	277 113
After tax profit or loss on terminating activities	0	0
Effect on profit / loss of potential shares becoming a common share		
Tax effect of previous		
Profit / loss on modified common shares	122 638	277 113

Diluted EPS

Description / THUF	31.12.2013	31.12.2014
Diluted EPS	16 3571	21 8125

Presentation concerns financial instruments

Presenting the carrying amount of financial instruments

The financial instruments were classified in the following items of the statement of financial position:

- Liquid assets
- Receivables
- Long-term investments
- Current liabilities
- Long-term and subordinated liabilities

Description	Carrying amount			Fair value		
	01.01.2013	31.12.2013	31.12.2014	01.01.2013	31.12.2013	31.12.2014
<b>Financial assets measured at fair value through profit and loss (FVTPL)</b>						
etc.						
Total	0	0	0	0	0	0
<b>Held-to-maturity investments</b>						
etc.						
Total	0	0	0	0	0	0
<b>Loans and receivables</b>						
Liquid assets:	1 812	1 438	15 919	1 812	1 438	15 919
Accounts receivable (trade debtors)	184 587	72 329	184 738	184 509	72 325	184 738
Bills of exchange receivables	0	0	483 940	0	0	483 940
Advances given for products and services	0	0	1 221 759	0	0	1 221 759
Other receivables	185 370	288 480	519 138	185 378	288 458	819 138
Long-term receivables and loans	170	178	178	178	170	170
Total	361 879	372 485	2 524 915	361 875	372 489	2 524 911
<b>Available-for-sale financial assets</b>						
Investments into non consolidated (affiliated) undertakings	583 150	Sold in 2013	Sold in 2013	583 150	Sold in 2013	Sold in 2013

32/38



Total	563 758	0	0	563 758	0	0
Financial liabilities measured at fair value through profit or loss (FVTPL)						
ids.						
Total	0	0	0	0	0	0
Other financial liabilities						
Accounts payable (Trade creditors)	315 272	212 722	81 365	313 272	212 722	81 365
Short-term credits and loans	220 681	143 335	1 758 948	228 851	143 335	1 758 948
Advances received	0	28 031	31	0	28 031	31
Deferred revenues	182 421	209 162	383 128	182 421	209 162	383 128
Other short-term liabilities	37 385	75 548	187 518	37 385	75 548	187 518
Long-term credits and loans	81 270	189 426	311 808	81 318	190 428	311 836
Lease liabilities	1 985	1 558	0	1 808	1 558	0
Total	896 032	961 414	2 259 769	816 652	961 414	2 259 769

## Presentation of net profits and losses in financial instrument categories

31.12.2014						
Description	Interest	Due to valuation		Decreciation	Other	Net profit (+) Net loss (-)
THUF		Fair valuation	Currency changes	Impairment		
Financial assets measured at fair value through profit and loss (FVTPL)						0
Hedge-investments						0
Loans and receivables	1 422		-357	-85 095		-78 030
Available-for-sale financial assets						0
Financial liabilities measured at fair value through profit or loss (FVTPL)						0
Other financial liabilities	-45 681		-143		-5 141	-48 974
Total	-36 259	0	-487	-85 095	0	-127 841

31.12.2013						
Description	Interest	Due to valuation		Decreciation	Other	Net profit (+) Net loss (-)
THUF		Fair valuation	Currency changes	Impairment		
Financial assets measured at fair value through profit and loss (FVTPL)						0
Hedge-investments						0
Loans and receivables	3 890			-8 478		-4 588
Available-for-sale financial assets					17 202	17 202
Financial liabilities measured at fair value through profit or loss (FVTPL)						0
Other financial liabilities	-53 641					-53 641
Total	-49 751	0	0	-8 478	17 202	-40 927

## Presentation of most significant items:

## Reference period 31.12.31.12.2014

The losses of THUF -36 259 shown under impairment is a result of the changes in bad debt provision of accounts receivable (reference no. 5).

The interest consist of the interest due in connection with long-term liabilities (reference no. 11) and short-term liabilities (reference no. 11) and of the interest receivable from loans accounted in other receivables (reference no. 3).

## Reference period 31.01.31.12.2013

The THUF 17 202 shown under decreciation is the profit resulting from the sale of ownership shares in S27ABCS-HOODA KR.

The losses of THUF -53 641 shown under impairment is a result of the changes in bad debt provision of accounts receivable.

The interest consist of the interest due in connection with long-term liabilities and short-term liabilities and of the interest receivable from loans accounted in other receivables.

33/38

## Aging of financial instruments due but not impaired

31.12.2014						
Description / THUF	0-3 months	3-6 months	6-12 months	over 1 year	net due	Total
Deposit (Loans and receivables)					178	178
Accounts receivable (Loans and receivables)					117 224	117 224
Bills of exchange receivables (Loans and receivables)					488 648	488 648
Advances given for products and services (Loans and receivables)					1 221 758	1 221 758
Other receivables (Loans and receivables)					618 138	618 138
Total	0	0	0	0	2 445 918	2 445 918

## Aging of financial instruments due but not impaired

31.12.2013						
Description / THUF	0-3 months	3-6 months	6-12 months	over 1 year	net due	Total
Deposit (Loans and receivables)	0	0	0	0	178	178
Accounts receivable (Loans and receivables)	0	0	0	0	31 115	31 115
Other receivables (Loans and receivables)	0	0	0	0	296 458	296 458
Total	0	0	0	0	328 751	328 751

## Presentation of individually impaired assets

The impairment of receivables was calculated in groups on the basis of the rates determined in the Accounting Policies. The current rates are presented at the section for Receivables (see reference No. 5).

## Presentation of liquidity risks

Liquidity risk means that the Company might be unable to meet its payment obligations on time.

Details on the payment liabilities of the Company, the presentation of maturities can be read at sections short-term and long-term liabilities (see references No. 9 and 10).

## Exchange rate risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign currency exchange rates.

Foreign exchange risk is connected to financial instruments that are not denominated in the functional currency.

Generally, all non-functional currency exchange rates move relevant risk factors, if the Company has financial instruments denominated in that specific foreign currency.

The Company had no significant financial instruments and transactions denominated in foreign currencies either in the current or the previous reporting period, so its exposure to exchange risks is negligible, so the sensitivity analysis is not presented.

## Interest rate risks

The Company is exposed to market risks due to changes in interest rates.

The significant items exposed to interest rate risks are presented in sections short-term liabilities and long-term liabilities (see references No. 9 and 10).

The Company had no interest rate swap transactions during the current and previous reporting periods.

## Supplementary data

## Development of the average statistical number of employees:

Description / pc	01.01.2013	31.12.2013	31.12.2014
------------------	------------	------------	------------

34/38

nominal workers	4	8	6
non-nominal workers	7	22	22
<b>Total staff</b>	<b>11</b>	<b>29</b>	<b>28</b>

Payouts in connection with the management:

THIRF / year	01.01.2013	31.12.2013	31.12.2014
Fees for the Board of Directors	0	8	2 980
Fees for the Board of Supervisors	0	8	2 780
Management fees	0	8	0

Valuation of share-based payments (FRS 2.44.46)

- short description of all share-based payment agreements:

none

- introducing the conditions of all share-based payments:

none

Information concerning credit persons as related parties (IAS 24.17)

Description	Role	Nature of connection	Amount THBF	Interest	Remark
Dinagra Kocak Patonella	member of board	loan given	111 620	central bank rate + 5 - per cent	
Dinagra Kocak Patonella	member of board	loan received	1 454 000	central bank rate + 5 boosted off during capital increase on January 6, 2015 per cent	

Pension liabilities in connection with the former members of the management, Board of Directors and Board of Supervisors

none

Characteristics of shares, convertible bonds

	31.12.2013	31.12.2014
Type of shares	common	common
Units	7 580 080	12 680 080
nominal value	200	200
- from which issued in financial year	0	1 235 080 080
Number of issued convertible bonds	-	-
Value of issued convertible bonds	-	-

Budgeted,  
20 813,2815

Dinagra Kocak Patonella  
38 Palos Sankari Street, Sankari 16, 2028  
TrophyResort Nyrt.

Attached

35/38

Short description of indicators used

36/38



## 4. Nonconsolidated financial report of 2014

TrophyResort Nyrt.						
INDIVIDUAL STATEMENT OF FINANCIAL POSITIONS (according to the provisions of IAS/IFRS)						
No.	Description / '000 HUF	Reference	01.01.2013	31.12.2013	31.12.2014	changes %
<b>1 A</b>	<b>Current assets</b>		<b>361 718</b>	<b>409 447</b>	<b>2 333 048</b>	<b>470%</b>
2 I.	Liquid assets	<a href="#">No. 1</a>	1 812	1 438	14 948	939%
3 1.	Liquid assets of free disposal		1 812	1 438	14 948	939%
4 2.	Separated liquid assets					
5 3.	Promptly realizable liquid securities					
6 II.	Short-term investments, securities	<a href="#">No. 6</a>				
7 1.	Held-to-maturity securities signifying a creditor relationship					
8 2.	Securities signifying a creditor or an owner relationship marked out for sale					
9 3.	Other securities signifying a creditor or an owner relationship					
10 III.	Receivables	<a href="#">No. 4</a>	359 887	370 795	2 253 200	508%
11 1.	Accounts receivable (trade debtors)		164 509	72 329	168 319	133%
12 2.	Bills of exchange receivables				361 963	
13 3.	Non consolidated receivables from affiliated undertakings				35 153	
14 4.	Advances given for products and services				1 179 056	
15 5.	Deposits and cautions					
16 6.	Other receivables		195 378	298 466	508 679	70%
17 7.	Expectedly returning sum of deferred tax receivables					
18 8.	Positive balance of the expenses and revenues of constructions under way					
19 IV.	Inventories	<a href="#">No. 4</a>	19	37 214	64 900	74%
20 1.	Finished products					
21 2.	Work in progress, intermediate and semi-finished products					
22 3.	Animals for breeding and fattening, other livestock					
23 4.	Raw materials and consumables		11			
24 5.	Goods for resale		8	37 214	64 900	74%
25 V.	Deferred expenses	<a href="#">No. 8</a>				
<b>26 B</b>	<b>Long-term investments</b>	<a href="#">No. 3</a>	<b>663 928</b>	<b>176</b>	<b>1 236 176</b>	<b>702273%</b>
27 I.	Long-term financial investments	<a href="#">No. 3</a>	563 750		1 236 000	
28 1.	Held-to-maturity securities signifying a creditor relationship					
29 2.	Other securities signifying a creditor relationship or an owner relationship under 20 per cent					
30 3.	Investments concerning undertakings taken into consolidation				1 236 000	
31 4.	Investments into not consolidated (affiliated) undertakings		563 750			
32 II.	Investments into investment trusts					
33 III.	Long-term receivables and loans		176	176	176	
34 IV.	Subordinated receivables					
35 V.	Investments on tangible assets					
<b>36 C</b>	<b>Immovables and personalities used in production</b>	<a href="#">No. 2</a>	<b>1 375 468</b>	<b>1 990 033</b>	<b>1 811 555</b>	<b>-9%</b>
37 I.	Land and buildings, rights to immovables		885 223	875 818	868 266	-1%
38 II.	Plant, machinery, vehicles		130 392	115 432	99 485	-14%
39 III.	Tools of great value					
40 IV.	Leased assets		3 380	2 340		-100%
41 V.	Biological assets, natural resources					
42 VI.	Assets in course of construction		349 463	996 443	843 804	-15%
<b>43 D</b>	<b>Intangible assets</b>	<a href="#">No. 1</a>				
44 I.	Capitalized value of research and development					
45 II.	Concessions, licenses and similar rights and assets (not connected to immovable)					
46 III.	Intellectual properties					
47 IV.	Goodwill					
<b>48</b>	<b>Total assets</b>		<b>2 301 102</b>	<b>2 399 656</b>	<b>5 380 779</b>	<b>124%</b>

Budapest, 28.03.2015

Öregné Kocsis Petronella

TrophyResort Nyrt.						
INDIVIDUAL STATEMENT OF FINANCIAL POSITIONS (according to the provisions of IAS/IFRS)						
No.	Description / '000 HUF	Reference	01.01.2013	31.12.2013	31.12.2014	changes %
<b>49 E</b>	<b>Current liabilities</b>	<a href="#">No. 10</a>	<b>733 666</b>	<b>669 429</b>	<b>2 086 901</b>	<b>212%</b>
50 1.	Accounts payable (trade creditors)		313 272	212 722	27 252	-67%
51 2.	Bills of exchange payable					
52 3.	Short-term credits and loans		220 661	143 336	1 661 372	1052%
53 4.	Advances received			28 031	31	-100%
54 5.	Non consolidated short-term payables to affiliated undertakings					
55 6.	Deferred revenues		162 427	209 792	257 202	23%
56 7.	Deferred tax liabilities					
57 8.	Other short-term liabilities		37 306	75 549	151 044	100%
<b>58 F</b>	<b>Long-term and subordinated liabilities</b>	<a href="#">No. 8</a>	<b>83 216</b>	<b>191 985</b>	<b>161 806</b>	<b>-16%</b>
59 1.	Long-term credits and loans		81 310	190 426	161 806	-15%
60 2.	Debts on issue of bonds, convertible bonds					
61 3.	Lease liabilities		1 906	1 559		-100%
62 4.	Non consolidated long-term payables to affiliated undertakings					
63 5.	Other long-term liabilities					
64 6.	Subordinated liabilities					
65 7.	Expected (future) liabilities					
<b>66 G</b>	<b>Shareholders' equity</b>	<a href="#">No. 11</a>	<b>1 484 220</b>	<b>1 638 242</b>	<b>3 132 072</b>	<b>104%</b>
67 I.	Issued capital		1 462 260	1 466 930	2 736 000	87%
68 II.	(-) Ownership shares repurchased at book value			-73 326		100%
69 III.	Assets given in excess of shares					
70 IV.	Accumulated profit reserve and current profit after tax		21 960	144 638	396 072	174%
71 V.	Differences resulting from market valuation					
72 VI.	Participation of external owners					
<b>73</b>	<b>Total equity and liabilities</b>		<b>2 301 102</b>	<b>2 399 656</b>	<b>5 380 779</b>	<b>124%</b>

Budapest, 28.03.2015

Öregné Kocsis Petronella

TrophyResort Nyrt.								
NONCONSOLIDATED STATEMENT OF CASH FLOWS								
No.	Description / THUF	31.12.2013 consolidated	Effect of revision	31.12.2014 consolidated	THUF	Change %	Composition %	Ref. to notes
1	Modified profit before tax	184 848		301 044	116 196	62,86%	2 228,31%	15
	From which:							
	+ Profit before tax of ordinary business activities	135 336		271 952	136 616	100,95%	2 012,97%	
	- Correction due to interests received	-3 535		-5 452	-1 917	-54,23%	-40,36%	
	+ Corrections due to paid interests	53 047		34 544	-18 503	-34,88%	255,69%	
2	Accounted depreciation	27 303		24 062	-3 241	-11,87%	178,11%	13
3	Accounted loss in value	8 476		32 621	24 145	284,86%	241,46%	13
4	Difference between formation and utilization of provisions							9
5	Fixed assets sold	-17 202		-51 457	-34 255	-199,13%	-380,88%	12, 14
6	Variation in accounts payable (trade creditors)	-100 550		-185 470	-84 920	-84,46%	-1 372,84%	10
	From which:							
	+ variations in accounts payable (trade creditors) in statement of financial positions	-100 550		-185 470	-84 920	-84,46%	-1 372,84%	
7	Variation in other short-term liabilities	66 274		47 495	-18 779	-28,34%	351,55%	10
	From which:							
	+ changes in other short term liabilities in statement of financial position	113 639		94 905	-18 734	-16,49%	702,48%	
	- correction due to non-repayable financial assets received	-47 365		-47 410	-45	-0,10%	-350,93%	
8	Variation in trade debtors	83 704		-129 611	-212 315	-253,65%	-951,97%	5
	From which:							
	- changes in trade debtors in statement of financial positions	92 180		-95 990	-188 170	-204,13%	-710,51%	
	+ corrections due to bad debt provisions	-8 476		-32 621	-24 145	-284,86%	-241,46%	
9	Variation in curr. assets (w/o trade debtors and liquid assets)	-140 283		-1 814 101	-1 673 818	-1193,17%	-13 427,84%	5, 4, 6
	From which:							
	- variation in curr. assets (w/o trade debtors and liquid assets) in the statement of financial positions	-140 283		-1 814 101	-1 673 818	-1193,17%	-13 427,84%	
10	Variation deferred expenses							8
11	Tax paid or payable (on profit)	-12 658		-20 518	-7 860	-62,10%	-151,87%	15
12	Dividends, shares paid or payable							15
13	Interests received	3 535		5 452	1 917	54,23%	40,36%	14
14	Interests paid	-53 047		-34 544	18 503	34,88%	-255,69%	14
	From which:							
	+ Interest booked as expenses	53 047		34 544	-18 503	-34,88%	255,69%	
	+ Interest booked as purchase value of assets							
I.	<b>OPERATION CASH-FLOW:</b>	<b>50 400</b>		<b>-1 824 027</b>	<b>-1 874 427</b>	<b>-3719,10%</b>	<b>-13 501,31%</b>	
15	Purchase of fixed assets	-647 990		-95 153	552 827	85,32%	-704,32%	1, 2, 3
	From which:							
	+ Purchase of fixed assets	-647 990		-95 153	552 827	85,32%	-704,32%	
	- Interest booked as purchase value of assets							
16	Sale of fixed assets	587 054		315 026	-272 028	-46,34%	2 331,60%	1, 2, 3
17	Dividend received							14
II.	<b>INVESTMENT CASH-FLOW:</b>	<b>-60 926</b>		<b>219 873</b>	<b>280 799</b>	<b>460,89%</b>	<b>1 627,48%</b>	
18	Receipts from shares issue (capital influx)	4 670		92 396	87 726	1878,50%	683,91%	11
19	Receipts from the issue of bonds and securities signifying a creditor relationship							10, 9
20	Borrowings	31 790		1 491 917	1 460 127	4593,04%	11 043,06%	10, 9
	From which:							
	Borrowings from statement of financial positions	31 790		1 491 917	1 460 127	4593,04%	11 043,06%	
	- removal of goodwill (consolidational effect)							
21	Redemption of long term loans / bank deposits							3
22	Non-repayable assets received	47 365		47 410	45	0,10%	350,93%	
23	Cancellation of shares, disinvestments (capital reduction)	-73 326			73 326	100,00%		11
24	Bond paid back							10, 9
25	Loan installment payments			-12 500	-12 500		-92,52%	10, 9
26	Long term loans granted, money deposited in bank							3
27	Non-repayable assets transferred							
28	Changes in liab. towards founders / other long term liabilities	-347		-1 559	-1 212	-349,28%	-11,54%	10, 9
III.	<b>FINANCIAL CASH-FLOW:</b>	<b>10 152</b>		<b>1 617 664</b>	<b>1 607 512</b>	<b>15834,44%</b>	<b>11 973,83%</b>	
IV.	<b>VARIATION OF FINANCIAL ASSETS:</b>	<b>-374</b>		<b>13 510</b>	<b>13 884</b>	<b>3712,30%</b>	<b>100,00%</b>	7
	Opening amount of liquid assets	1 812		1 438	-374	-20,64%		
	Closing balance of liquid assets	1 438		14 948	13 510	939,50%		

TrophyResort Nyrt.							
NONCONSOLIDATED STATEMENT OF CHANGES IN EQUITY (EIGENKAPITALVERÄNDERUNGSRECHNUNG*)							
Megnevezés	Issued capital	(-) Ownership shares repurchased at book value	Assets given in excess of shares	Accumulated profit reserve and current profit after tax	Differences resulting from market valuation	Participation of external owners	Total
				Owners of parent		Non controlling interests	
Opening balance at 01.01.2013	1 462 260			21 960			1 484 220
Transactions with owners / shareholders	4 670	-73 326					-68 656
- raise of issued capital / settling the issued, but not paid capital	4 670						4 670
- changes in the amount of repurchased own shares		-73 326					-73 326
Profit or loss				122 678			122 678
- profit or loss of current reporting period				122 678			122 678
- other comprehensive income							
Effects of retrospective application of standards							
Effects of retrospective restatements							
Other							
Closing balance at 31.12.2013	1 466 930	-73 326		144 638			1 538 242
Opening balance at 01.01.2014	1 466 930	-73 326		144 638			1 538 242
Transactions with owners / shareholders	1 269 070	73 326					1 342 396
- raise of issued capital / settling the issued, but not paid capital	1 269 070						1 269 070
- changes in the amount of repurchased own shares		73 326					73 326
Profit or loss				251 434			251 434
- profit or loss of current reporting period				251 434			251 434
- other comprehensive income							
Effects of retrospective application of standards							
Effects of retrospective restatements							
Other							
Closing balance at 31.12.2014	2 736 000			396 072			3 132 072

TrophyResort Nyrt.						
INDIVIDUAL STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME (according to the provisions of IAS/IFRS)						
No.	Description / '000 HUF		01.01.2013	31.12.2013	31.12.2014	changes %
1	+ Net sales revenue	No. 12	239 724	846 268	724 106	-14%
2	+/- Own performance capitalized	No. 13				
3	- Material costs	No. 13	177 367	493 713	294 676	-40%
4	- Staff costs	No. 13	27 255	44 514	37 103	-17%
5	- Depreciation	No. 13	17 778	27 303	24 062	-12%
6	= Operating profit or loss		17 324	280 736	368 265	31%
7	+ Income and profit from financial transactions	No. 14	7 668	20 737	6 397	-69%
8	+ Other income and profit	No. 12	217 924	13 704	64 854	373%
9	+ Expenses and losses from financial transactions	No. 14	22 368	55 009	116 303	111%
10	+ Other expenses and losses	No. 13	204 710	124 832	51 261	-59%
11	= Profit or loss before tax		15 838	135 336	271 952	101%
12	- Income tax		3 235	12 658	20 518	62%
13	= Profit or loss on ordinary activities	No. 15	12 603	122 678	251 434	105%
14	+/- Profit or loss on terminating activities					
15	- Income tax					
16	= After tax profit or loss on terminating activities	No. 15				
17	+/- Accumulated impact of changes in accounting policies					
18	- Income tax					
19	= After tax profit or loss from changes in accounting policies					
20	- Stakes of external owners					
21	= Profit or loss after tax		12 603	122 678	251 434	105%
22	Basic EPS (HUF/pieces)	No. 16	1,6804	16,7902	20,6679	23%
23	Diluted EPS (HUF/pieces)	No. 16	1,7238	16,3571	19,7484	21%

## 5. Report on the Issuer's activities in 2014

### 5.1. Company profile

TrophyResort, Nyrt. plans to build a chain of luxury hotels providing additional wellness, health and medical services to its customers. The company implements a timeshare concept to its activities. The first hotel with a medical center is located in Hegyhátszentjakab (Hungary). The Company plans several further Investments in the hotel business. Another business line is project management. The Company provides its clients undertaking investment projects with comprehensive advisory services consisting of project planning, preparing feasibility studies, financial planning, acquiring EU grants, machinery and equipment procurement, selection of contractors and coordination of works of all parties involved. The Company will continue to provide project management services in the next years to ensure liquidity for the main activity.

By reliance upon the complex wellness center and the planned chain of additional hotels to be purchased at a later point of time, the Company elaborated a system for the sales of timeshare. Buyers of the timeshares shall obtain a right of use in respect of the apartment/hotel room purchased. Reservations and exchanges shall be facilitated online in each case, through the website's reservation system. The owner of the timeshare shall be entitled to use all free-of-charge services of the hotel, and shall be entitled to discounts from services available for payment.

Due to reconstruction works the first hotel was out of service in 2013. The hotel has been closed since May 2012. All of the project will be completed by the end of 2015, the last investments relating to medical services will be finished in October of 2015. The complex wellness center will consist of a four-star superior hotel with a healthcare center and further facilities providing entertainment and leisure opportunities. Issuer expects first revenues from the project after completing all work associated with the reconstruction i.e., in October 2015.

Due to reconstruction works of the first hotel the project management branch was a main source of revenues in the last two years. Most of 2013 and 2014 sales revenues resulted from advisory services provided by the project management branch while almost a quarter of sales revenues resulted from foreign trade (mostly imported machinery and equipment for projects managed by the Company).

Share of each group of activities in total net sales revenue of the Issuer:

	2012		2013		2014	
000' HUF	Net Sales Revenue	Share	Net Sales Revenue	Share	Net Sales Revenue	Share
Basic activity (hotel, restaurant)	197,380	82.33%	-	-	-	-
Advisory Services	-	-	581 538	66.35%	453,196	34.05%
Foreign Trade	40,194	16.77%	206 091	23.51%	481,742	36.20%
Other	2,149	0.90%	88 839	10.14%	395,936	29.75%

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activities						
<b>Total</b>	<b>239,724</b>	<b>100%</b>	<b>876 468</b>	<b>100.00%</b>	<b>1,330,874</b>	<b>100.00%</b>

## 5.2. Mission, Vision and Strategic Objectives

### 5.2.1. Mission

The Company's mission is to offer premium medical specialist, health and hotel services, thus also contributing to a high-level lifestyle. Furthermore, the mission is to make high-quality services available to larger masses, thereby creating a real-life experience for every guest of TrophyResort, thus contributing to a better lifestyle niveau.

*„...because beauty begins with health...”*

### 5.2.2. Vision

During daily operation, beyond profitability indicators, the Company keeps in mind a lot higher aim: the Company intends to make Medical Center and TrophyResort Órség one of the leading medical and hotel chains of Hungary and Central-Eastern Europe in the following 5 years, and thus to create a new superbrand, by continuously enhancing the corporate value to our Partners', Guests' and Customers' entire satisfaction.

### 5.2.3. Strategic Objectives

While retaining some of the previous activities, the main activity of TrophyResort Nyrt. has become hotel operation from 2010. The corporation's strategy is focused on the development of the complex wellness centre consisting of four-star superior hotels, apartments, a healthcare centre and further facilities providing entertainment and leisure opportunities (adventure park, theme park, etc.).

The Board of Directors plans several further investments in the hotel business. The strategy is to purchase existing hotels, renovate and enhance them to provide additional wellness and medical services. The Board of Directors has already identified 2 additional hotels that the Company would like to include into the chain by the end of 2015.

TrophyResort Nyrt. intends to operate primarily in the Hungarian and international tourism and hotel market, combining the classic and luxurious hotel services with services and products that are still unique in the market and which will be cutting-edge ones in the future. Its mission is to create a Hungarian-founded network of hotels that is able to expand internationally and which is competitive also in the foreign markets - while maintaining an ethical and fair business operation - in order to ensure a long-term and profitable way of operation.

During the daily operation, apart from the economic indicators the Board of Directors have a much higher purpose, too: they would like to make TrophyResort Nyrt. one of the leading hotel chains of Hungary and Central and Eastern Europe during the next 5 years, by which they would create a new superbrand, by continuously increasing the goodwill, to the complete satisfaction of its partners, clients and investors.

Under the TrophyResort franchise, the Company intends to create a new brand that represents the luxury category. Its members would be the smaller accommodations operated as a club, to be purchased or built later on, respectively, those joining the franchise system.

In the strategic plans of the Company the sale of timeshares has a major significance. Once the system starts to operate, revenues related to the timeshares may account for 20% of all the planned revenues. In order to support the sales of Time-shares, development of an own exchange system is planned, as well.

### 5.3. Complex wellness center in Hegyhátszentjakab (Hungary)

Complex wellness center in Hegyhátszentjakab (Hungary) is the first investment of the Company in the hotel business. Hegyhátszentjakab is located at the border of Őrség in Vas county. In addition to domestic tourists, the triple border makes available also a wide range of foreign guests: the town is located for 30 km from Croatia, 20 km from Austria and 18 km from Slovenia.

The project has been divided into several stages. Each stage will be co-financed with donation acquired by the Company. Several stages has been successfully completed in 2014. Detailed information about the timing, expenditures and donations granted or expected to be granted of each stage is listed below:

Investment	Investor	Total capital expenditure (THUF)	Donation granted (THUF)	Donation expected to be granted (THUF)	Degree of advancement of construction works	Deadline	Payed invoice (THUF)
HOTEL expansion with a new hotel section	TrophyResort, Nyrt.	940 000	249 766	220 000	65%	Oktober 2015	<b>344 414</b>
HOTEL reconstruction and expansion of the existing building	ŐRSÉG MEDICAL CENTER, Kft.	287 500	0	69 289	60%	April 2015	<b>333 500</b>
Adventure park children's lines	TrophyResort, Nyrt.	4 500	2 250	0	100%	Completed	
Adventure park little child's lines	TrophyResort, Nyrt.	3 400	0	0	100%	Completed	
Adventure park adults' lines	TrophyResort, Nyrt.	9 000	4 500	0	100%	Completed	
Adventure park adults' lines	TrophyResort, Nyrt.	4 500	0	0	100%	Completed	
Adventure park extreme lines	TrophyResort, Nyrt.	2 800	0	0	100%	Completed	
Adventure park team building lines	TrophyResort, Nyrt.	4 200	0	0	100%	Completed	
Adventure park	TrophyResort,	3 600	0	0	100%	Completed	

sliding track	Nyrt.						
Adventure park building	TrophyResort, Nyrt.	7 000	3 500	0	0%	April 2015	
Fishing lake	ŐRSÉG MEDICAL CENTER, Kft.	6 847	3 423	0	100%	Completed	
Buildings from the era of the settlement of the Magyars	ŐRSÉG MEDICAL CENTER, Kft.	129 655	19 518	0	0%	Oktober 2015	<b>56 487</b>
Wall from the era of the settlement of the Magyars	ŐRSÉG MEDICAL CENTER, Kft.	19 500	9 750	0	50%	Oktober 2015	
Parking place from the era of the settlement of the Magyars	ŐRSÉG MEDICAL CENTER, Kft.	9 500	4 750	0	100%	Completed	
Medical Center dentist equipment	ŐRSÉG MEDICAL CENTER, Kft.	96	0	48	0%	Oktober 2015	
Medical Center plastic equipment	ŐRSÉG MEDICAL CENTER, Kft.	180 000	0	90 000	0%	Oktober 2015	
Medical Center ground floor	ŐRSÉG MEDICAL CENTER, Kft.	516 388	0	258 194	20%	Oktober 2015	<b>309 894</b>
Medical Center upper floor	ŐRSÉG MEDICAL CENTER, Kft.	227 664	113 832	0	30%	Oktober 2015	
Medical Center parking place	ŐRSÉG MEDICAL CENTER, Kft.	3 630	0	0	40%	March 2015	
Construction of a guest house (10 x 4* apartments)	ŐRSÉG MEDICAL CENTER, Kft.	143 972	81 600	0	0%	Oktober 2015	
Construction of a club house for reserving traditions at Vadása lake	TrophyResort, Nyrt.	39 500	18 942	0	70%	March 2015	
Playground	TrophyResort, Nyrt.	14 500	7 250	0	100%	Completed	
Touristic Development of the Vadása lake	Őrség Medicalcenter Kft	57 888	34 733	0	0%	March 2015	
Markaz Industry buildings	TrophyResort, Nyrt.	1 049 848	524 924	0	0%	July 2015	524 924



TOTAL without Industry		2 615 640	553 814	637 531			1 044 295
TOTAL with Industry		3 665 488	1 078 738	637 531			1 569 219

All required construction permits for every stage of the investment have been granted. The Company has started construction works for all stages.

Assuming that all expected donations will be granted, required own financial contribution amounts to HUF 1,472,033,862. The Company covers required own financial contribution with retained earnings, issue of new shares and bank loans.

## 5.4. Other investments

### 5.4.1. Industrial components production

The industrial components production factory plant is under planning and development. The location is in Heves County, Markaz, Hungary. The aim of the project is to build and develop modern Industrial (mainly automotive) components production factory. In that development 3658 m2 new building will be build and will be create the total infrastructure (as gas, water, telecommunications, electric current and the sidewalks, ways, lighting). Solar cell system, solar collector also will be implement for the sustainability.

The investment will be completed in October 2015. Total cost of the investment amounts to HUF 1,035,919,079. Donation in the amount of HUF 524,924,378 has been granted to the Company for this investment project. The missing own contribution was paid by Petronella Öregné Kocsis to the company carrying out the general construction work. Aside from the ones mentioned above, the company does not intend to use any external loans or resources to carry out the investment. Previously the loan provided by the FONTANA Credit Takarékszövetkezet was redeemed by Petronella Öregné Kocsis, therefore the real estate is unencumbered at the start of the investment that is planned for March 2015.

Construction permit has been granted. Construction works has not been started yet.

On 25 March 2015 TrophyResort Nyrt. (Seller) signed with the company Nero Trade Kft. (Buyer), a preliminary agreement for the sale of the property in Markaz. The transaction value is 700 million HUF. The final agreement will be concluded on 8 May 2015. Delivery date is 31 December 2015.

On 26 March 2015 TrophyResort Nyrt. (Seller) signed with the company AL-LI sro. (Buyer) a preliminary agreement for the sale of machinery and equipment in factory in Markaz. The transaction value is 450 million HUF. The final agreement will be concluded on 8 May 2015. **Delivery date is 31 December 2015.**

On the October the first, 2014 the Issuer has signed the agreement with general contractor of part of the investment. Execution of contract is planned for the 31st of October 2015. The value of the contract is HUF 1.05 bn.

### 5.4.2. Office building in Budapest

The project is the construction of an additional level to the office building under Budapest, Szabács utca 7 én district XIV (Szabács-Iroda Kft.), which project is already underway with a construction permit.

### 5.4.3. Further investments

In addition to the investments and developments in Hegyhátszentjakab, the company plans to acquire further hotels as well. The company primarily intends to fill the hotels abroad in its own timeshare system, thus they can allow the owners of the rights to reach several popular destinations without any exchanges. The business plan includes the purchasing of 1 hotel with approximately 60 rooms in each of the following countries: Greece, Spain, Italy and Croatia (seaside hotels); Austria (a hotel in a skiing centre), Paris and Berlin (city hotels). With the present reduced prices known, the above countries may offer advantageous purchase opportunities.

The Medical division would constitute a fundamental part of each hotel, and its services would be identical with those in the hotel in Hungary, and we would like to include the various leisure time activities in the offer of our foreign accommodations as well. We intend to unify everything so that each guest may enjoy the same expected service in each hotel unit, in the same conditions and with the same services provided.

## 5.5. Main factors affecting financial position and results in 2014

In the four quarters of 2014 the hotel was still closed due to an extensive renovation, while the project management branch performed much better than in the four quarters of 2013. Consolidated net sales revenue amounted up to HUF 818.8mn (EUR 2.60mn), EBITDA amounted up to HUF 435.4mn (EUR 1.38mn), while net profit amounted up to HUF 287.5mn (EUR 0.91mn). EBITDA and net profit increased by 41% and 134% respectively. EBITDA margin and net profit margin amounted up to 53% and 35%, respectively. Improvement of financial results was driven by the growth of project management branch.

TrophyResort Nyrt. has multiple contracted partners for providing further orders and clients in relation with project management advisory services. The fact stated above that the Hungarian state is expected to be granted approx. 12.000,- Bn HUF in the upcoming EU-budget period does mean the partnership the Company has built in the last recent years and the fulfilled clients' widespread business connections altogether are with grounds expected to new orders.

As stated before, all EU-Hungary tenders are open and accessible via net on a Hungarian Government home page. TrophyResort Nyrt. has filtered this database through call center calling and via email inquiries best complying to its business aims. This meant direct marketing strategy and actions but thanks to the former marketing actions, the partner database and the satisfied clients' references, now inquiries are coming to TrophyResort Nyrt. from potential partners. The latter become the most significant and dominant way of gaining new orders and partners.

On February 2014 an increase in share capital to HUF 2,736,000,000 has been registered.

In 2014 a donation in the amount of HUF 524,925,520 has been granted to the Company for the investment project.

In 2014 a donation in the amount of HUF 34,733,160 has been granted to the Company for aquapark development of Vadasa-lake.

On the October the first, 2014 the Issuer has signed the agreement with general contractor of part of the investment described in point 5.13.2.1. Execution of contract is planned for the 31st of October 2015. The value of the contract is HUF 1.05 bn.4.6. Main events after the balance sheet date

On February 2014 an increase in share capital to HUF 2,736,000,000 has been registered.

Several parts of the main investment (complex wellness center) has been completed in 2014. For more information see section 4.3.

In 2014 a donation in the amount of HUF 524,925,520 has been granted to the Company for the investment project described in section 4.4.1.

In 2014 a donation in the amount of HUF 33,000,000 has been granted to the Company for aquapark development of Vadasa-lake (part of the main investment).

## **5.6. Main risk factors**

### **5.6.1. Risk factors connected with the environment in which the Company runs its activity**

#### **Macroeconomic risks**

The operation and success of TrophyResort, Nyrt. is basically related to the situation of tourism in Hungary and at regional level. Now, as tourism oriented travels are characteristically paid for from disposable income, and they are based on business decisions, the performance of Hungarian and regional tourism is to a great extent influenced by international and domestic macroeconomic events, and as a result, by the change of demand: the trend of amounts available for travel, the frequency of travels, and the popularity of individual motivation factors.

Should there be negative changes occurring in respect of national and/or regional macroeconomic circumstances, should the pace of economic growth be decreased, and the external and internal balance positions be weakened, then the Company will not be able to render itself independent from the impact of any unfavourable processes potentially incurred.

#### **Regulatory risks**

In the last couple of years, unpredictable and unexpected changes to the regulatory environment or significant turns regarding governmental economic policy were not uncommon in Hungarian economy. The trends in economic policy, and through that of inflation, exchange rate policy and the interest rate environment, may have a significant impact on the return on the investment of shares. In addition thereto, the frequently and unpredictably changing national legal and taxation environment also represent a risk, and changes may have a significant impact on the Company's business activities and financial results.

Additionally, In the past couple of years, unpredictable and unexpected changes to the national regulatory environment have become even more frequent than in the past, also with special regard to certain industrial sectors, not only in respect of the entirety of the economy. It cannot be excluded that also the tourism and hotel sector, or individual participants thereof would also be affected in the future by regulatory changes of such nature that are of unpredictable timing, extent, and that fundamentally influence the results of the Company in a manner that cannot be estimated in advance.

#### **Political risks**

Although in general the national and regional political situation has only little influence on the operation and success of the Company, but the development of situations where operations and sales are made more difficult, or in an unfavourable situation even prevented, cannot be excluded.

#### **Risks connected with the tourism sector**

Hungary, as a touristic destination, does not dispose of a uniform and attractive image, or a strong and unique brand. Although in the past couple of years there is a shift to be perceived towards the

West, and Hungary is no more listed as an “Eastern” country in several surveys, and where the general opinion on Hungary among foreign tourists is favourable, the reputation of the country and the relative weakness of personal ties may have a negative effect on the occupancy and success of the accommodations operated by the Company.

In comparison with other European countries, the rate of domestic tourism is relatively low: whereas in the case of countries able to demonstrate favourable trends of tourism, the ratio of domestic travels is 60%, in Hungary this figure is 50%. Domestic tourism related activity is low, as just over 30% of the Hungarian population plan domestic travels of several days. The social acceptance rate of domestic tourism is relatively low, and that of travels abroad is higher than that of the domestic ones. It is a general opinion and hard to change that domestic tourism is expensive, and supply is poor as compared to other countries. It may be that this opinion will further be strengthened, and this could have a negative impact on the success of the Company.

The achievements of Hungary as regards tourism is below the European average, so there should be a pace of development achieved that exceeds the average in each segment in order to be able to catch up with others. Although holiday vouchers still available in the market, and the Erzsébet card in substitution thereof, as well as “long weekends” related to public holidays may counterbalance part of the unfavourable factors, the decrease of the pace of Hungarian economic development, the prolongation of the loan crisis, and, in parallel, the trend of domestic demand and of disposable income may potentially have a negative impact on the achievements in the tourism sector in the foreseeable future.

#### **Exchange rate risks**

The trends of turnover and revenues in the domestic tourism sector may be substantially influenced by the HUF exchange rate as compared to foreign currencies, with special regard to the EUR. The trend of the exchange rate may influence among guests the choice between domestic and foreign destinations, as well as the value realisable in HUF of prices fixed in foreign currency for the entire period of the season. A change of the exchange rate in a direction and to an extent that may decrease the revenues and profits of the entire industrial sector cannot be excluded.

The Company plans to define and announce the rates of the hotels and other facilities basically in Hungarian Forints and the time-share prices would be set in this currency too. The vast majority of the raw materials and services used will be purchased also in the Hungarian market and this limits the effects of the changes in the exchange rates. However, the change in the exchange rates may reach an extent, where the effects directly or indirectly increase the costs, expenses of the Company and it has such an impact on the guests’ income situation, which can affect the revenues of the Company as well.

#### **Risks pertaining to the operation of the time-share system**

The system of time-share has been known for a long time, to a wide range of people, and opinions about it are in general favourable among users. However, there are also negative statements to be heard of or read about in respect of the system, by disappointed customers. The reason for those may be information provision that is not entirely correct and wide-ranged prior to purchase, in the absence thereof customers may view the payment of annual operating and maintenance charges as a negative aspect. The judgement of the system may also be less favourable due to the dissatisfaction of customers who are uncertain about whether they would be able to utilise their holiday units subject to due frequency. Although the Company specifically aims to employ, train, control (by management) on a continued basis, and supervise the work of a correct time share sales

staff by background materials and regulations, it is possible that an unfavourable assessment of the system of time share may have a negative impact on the results of the Company.

By the time of the signing of this Information Document, the Company has already elaborated in detail the methodology, management and process description of Time Share sales. These detailed pieces of documentation will serve as a basis for the sales of time share (which process is connected at many points to the provision of occupancy rates for the hotels).

In spite of the above, various risks that may put at hazard the efficient sales of time share may not be excluded. These risks may include if there are few guests attending the presentations advertised, or if in the event of a high participation rate the Company will only be able to achieve low sales rates. It may also be the case that services related to time share (exchange, bonus week, resale) do not work as expected, and thus the efficiency of sales will decrease. It may also be that some customers will become dissatisfied with their Time Share exchange partner.

Changes to the family status or financial circumstances of the owner of time share, their potential dissatisfaction or the execution of a will may cause the owner to decide to sell their time share. The resale of time share may cause problems for owners in certain cases, primarily due to the insufficient nature of objective comparable prices. In several cases this may entail dissatisfaction between owners willing to resell and interested parties intending to buy. In addition thereto, a problem may be the vast number of offers by the new facilities: newly built facilities must be sold as soon as possible, therefore it is not in the interest of the main contractor and the operator of many Time Share facilities to participate in the resale market. Due to potential problems of resale it is possible that the revenues of the Company and thus its result will decrease, also having an impact on the return of investment in shares.

#### **Risks related to the market competition**

There is an intense competition in the Hungarian tourism and hotel market. The price and the quality as well as the complexity of the services play equally important roles in this competition. Although the Hotel and entire complex center to be operated by the Company will face no competitor in its direct region, several 4\* hotels operate in the wider region in Hungary, Austria and Slovenia. Multiple facilities in the area offer similar services like the ones to be provided by the Company (Wellness, Spa, Adventure Park, health) although the complexity of their services is not at the same level.

The Time-share market is also very competition-driven in Hungary. Many companies offer Time-share type rights and also other forms of timeshared recreation.

Despite of the late market introduction, according to the plans the Company will be a recognized player in the tourism and hotel market of the region but in order to keep its position it will have to continuously fight for the clients' satisfaction both in terms of pricing and services. A possible further strengthening in the intensity of the competition may result in the reduction of the achievable recovery rate and profitability and it may also generate substantial investment requirements.

#### **Risk related to the changes in the consumption patterns**

The consumption patterns, the guests' expectations change slowly and gradually in the tourism and hotel market of the region. The regular satisfaction surveys and various market researches the Company plans to carry out will help tracing the changes and they can be used well during the elaboration of the investment and development plans. Tracing the tendencies and training the employees are part of the plans in the servicing industry. Even so, after a certain time the hotel or rooms design may not be satisfactory for a part of the clientele. By time, the hotel services (restaurant, wellness, parks, etc.) may also become inappropriate to meet the guests' demands. The

Company may be forced to offer special discounts, carry out unforeseen investments or pay unplanned costs, which may all reduce profitability.

### **5.6.2. Risks characteristics of the Company**

#### **Risk of the ongoing investments**

The investments launched by the Company are at advanced stages. The building investment of the complex center in Hegyhátszentjakab and the formation of the necessary organizations and procedures are underway. The investment is going on as planned. However, possible delay cannot be entirely excluded. Such delay may have negative effect on sales revenue and profitability of the Company.

Despite of the careful designing and selection of the contractors certain building defects may be revealed during the use only and this can induce even substantial extraordinary expenses, investments. Besides that, during the operation technical defects (broken pipe, power failure or heating failure) may occur at high frequency and the correcting activities may require time and resources causing even the decrease in the guests' satisfaction level.

#### **Risks connected with the implementation of necessary developments**

The Company has executed very considerable investments during the past months and the implementation of the further short and medium term plans will continue as well. The financing of these developments seems to be ensured partly from our own sources, partly from state and EU supports and in a smaller part from loans. Although it does not happen frequently in the hotel and tourism industry, but the sharp competition may force us to make further unforeseen developments. The Company may not be able to finance these further developments from its generating cash-flow and the sources available and this may have a negative impact on the medium term profitability.

#### **Risk of losing key managers**

The management has a key role in the business performance and success of the Company. Elaboration of strategy, implementation of investments, obtaining state subsidies, definition and supervision of operation processes, keeping clients and guests all highly depend on the skills and enthusiasm of these experienced professionals. The stipulation "Prohibition of management competition" in this form is not part of the managers' contract as according to previous experiences it can easily be evaded. The Company strives to keep these key professionals by cultivating the existing tight connections and offering them competitive job conditions. However, there is no guarantee against a bad scenario when the Company may lose one or more experienced professionals. To the best knowledge of the management staff, none of the key employees are involved in competitive activities.

#### **Risks connected with the pricing model**

The pricing process regarding the hotels and facilities intended to be operated by the Company was preceded by detailed analysis, but it is possible that the room prices advertised would prove to be too high or too low as compared to market demands and the concepts envisaged by the management of the Company. It may be that the Company will not be able to adequately address the targeted scope of customers, or that other than the scope of guests envisaged would be formed. It may also be that the occupancy rate of the hotels will remain below the expected levels despite the detailed and elaborated plans.

#### **Risks connected with the operating license**

The Company has started the investments based on detailed plans elaborated carefully for every area, in cooperation with the authorities. Still, during the implementation of the investments some

problem may occur or certain rules may change in a way that the authorities finally refuse to issue required permits.

**Risk related to the dependence on the hotel employees' work**

The Company does its best to follow the most careful procedure during the precisely regulated selection and the following training of the hotel employees and by applying proper motivation and incentive systems, organizing trainings and using the methods of competence management make the employees carry out outstanding performance. The already prepared code of ethics, code of attitude and code of behavior are all aimed at regulating the employees' work for this purpose. However, it cannot be reasonably excluded that certain employees may reduce the satisfaction level of certain clients during their work and this may have a negative impact on the profitability of the Company, which in turn strongly depends on the performance of these employees.

**Tax risk**

The tax authorities are authorized to inspect the tax-related affairs of the corporation, for a period of five years from the given tax year. In case of a future tax inspection it is possible that findings will be made at the corporation which will involve significant expenses.

In case of the business tax and the other local taxes, currently the corporation pays the maximum tax that can be imposed by the local governments. However, with regard to local taxation it is possible that due to the regulatory changes, the tax burden will be increased.

**Risk of delay in state aid payment**

Since 2010, the Company (and its legal predecessor) has concluded several grant contracts, by which it has obtained a source of financing its investments. Donation financing granted to the company amounts to HUF 1,046,346,058. Up to date HUF 327,399,710 of donation financing has been received by the Company. HUF 718,946,348 financing of granted normative donation is expected to be received by the Company in the next months. Additional support expected by the Company to be granted in 2015 amounts to HUF 582,070,000. The usually subsequent payment order is regulated in detail by the contracts and they bind it to the progress of the investment. It is possible that due to the delay of government bodies or due to an unfavourable development of the budgetary situation the payment of the due grant amounts becomes more or less delayed. In this case, the Company may become forced to seek financing from other sources or postpone other investments, thereby impairing its effectiveness.

**Risk of non-compliance with the terms and conditions of the state aid, risk of repayment**

The concluded grant contracts impose various obligations on the Corporation, the failure to comply with which may result in the withdrawal of the contract by the sponsor, furthermore, if the Corporation does not fulfil completely its obligations undertaken in the contract, it has to pay back the grant and the interest charged.

It cannot be excluded that the Corporation fails to meet certain future conditions or obligations, due to which it may become forced to seek for other forms of funding, reducing its effectiveness.

## 6. Auditor's consolidated report

**Report about the closing of the company**  
TrophyResort Nyrt.  
consolidation group  
business year:  
01.01.2014 – 31.12.2014



TrophyResort Nyrt.						
CONSOLIDATED STATEMENT OF FINANCIAL POSITIONS (according to the provisions of IAS/IFRS)						
No.	Description / '000 HUF	Reference	01.01.2013	31.12.2013	31.12.2014	changes %
1 A	Current assets		361 718	409 447	2 589 235	532%
2 I.	Liquid assets	No. 7	1 812	1 438	15 019	944%
3 1.	Liquid assets of free disposal		1 812	1 438	15 019	944%
4 2.	Separated liquid assets					
5 3.	Promptly realizable liquid securities					
6 II.	Short-term investments, securities	No. 6				
7 1.	Held-to-maturity securities signifying a creditor relationship					
8 2.	Securities signifying a creditor or an owner relationship marked out for sale					
9 3.	Other securities signifying a creditor or an owner relationship					
10 III.	Receivables	No. 5	359 887	370 795	2 009 316	577%
11 1.	Accounts receivable (trade debtors)		164 509	72 329	184 738	155%
12 2.	Bills of exchange receivables				483 640	
13 3.	Non consolidated receivables from affiliated undertakings					
14 4.	Advances given for products and services				1 221 796	
15 5.	Deposits and cautions					
16 6.	Other receivables		196 378	208 466	619 138	107%
17 7.	Expectedly returning sum of deferred tax receivables					
18 8.	Positive balance of the expenses and revenues of constructions under way					
19 IV.	Inventories	No. 4	19	37 214	64 900	74%
20 1.	Finished products					
21 2.	Work in progress, intermediate and semi-finished products					
22 3.	Animals for breeding and fattening, other livestock					
23 4.	Raw materials and consumables		11			
24 5.	Goods for resale		8	37 214	64 900	74%
25 V.	Deferred expenses	No. 8				
26 B	Long-term investments	No. 3	563 928	176	176	
27 I.	Long-term financial investments		563 750			
28 1.	Held-to-maturity securities signifying a creditor relationship					
29 2.	Other securities signifying a creditor relationship or an owner relationship under 20 per cent					
30 3.	Investments concerning undertakings taken into consolidation					
31 4.	Investments into not consolidated (affiliated) undertakings		563 750			
32 II.	Investments into investment trusts					
33 III.	Long-term receivables and loans		176	176	176	
34 IV.	Subordinated receivables					
35 V.	Investments on tangible assets					
36 C	Immovables and personalities used in production	No. 2	1 375 458	1 990 033	2 211 036	11%
37 I.	Land and buildings, rights to immovables		885 223	875 018	1 156 279	32%
38 II.	Plant, machinery, vehicles		138 282	115 432	103 927	-10%
39 III.	Tools of great value					
40 IV.	Leased assets		3 380	2 340		-100%
41 V.	Biological assets, natural resources					
42 VI.	Assets in course of construction		349 463	996 443	950 830	-5%
43 D	Intangible assets	No. 1			1 078 604	
44 I.	Capitalized value of research and development					
45 II.	Concessions, licenses and similar rights and assets (not connected to immovables)					
46 III.	Intellectual properties					
47 IV.	Goodwill				1 078 604	
48	Total assets		2 301 102	2 399 656	5 879 051	145%

Budapest, 28.03.2015

Öregné Kocsis Petronella

TrophyResort Nyrt.						
CONSOLIDATED STATEMENT OF FINANCIAL POSITIONS (according to the provisions of IAS/IFRS)						
No.	Description / '000 HUF		01.01.2013	31.12.2013	31.12.2014	changes %
49 E	Current liabilities	No. 11	733 666	669 429	2 408 894	260%
50 1.	Accounts payable (trade creditors)		313 272	212 722	81 385	-52%
51 2.	Bills of exchange payable					
52 3.	Short-term credits and loans		220 661	143 335	1 756 848	1126%
53 4.	Advances received			28 031	31	-100%
54 5.	Non consolidated short-term payables to affiliated undertakings					
55 6.	Deferred revenues		162 427	209 792	383 120	83%
56 7.	Deferred tax liabilities					
57 8.	Other short-term liabilities		37 305	75 549	187 510	148%
58 F	Long-term and subordinated liabilities	No. 8	83 216	191 885	311 806	62%
59 1.	Long-term credits and loans		81 310	190 426	311 006	64%
60 2.	Debts on issue of bonds, convertible bonds					
61 3.	Lease liabilities		1 906	1 559		-100%
62 4.	Non consolidated long-term payables to affiliated undertakings					
63 5.	Other long-term liabilities					
64 6.	Subordinated liabilities					
65 7.	Expected (future) liabilities					
66 G	Shareholders' equity	No. 11	1 484 220	1 538 242	3 158 351	105%
67 I.	Issued capital		1 462 260	1 466 930	2 736 000	87%
68 II.	(-) Ownership shares repurchased at book value				-73 326	100%
69 III.	Assets given in excess of shares					
70 IV.	Accumulated profit reserve and current profit after tax		21 960	144 638	422 351	192%
71 V.	Differences resulting from market valuation					
72 VI.	Participation of external owners					
73	Total equity and liabilities		2 301 102	2 399 656	5 879 051	145%

Budapest, 28.03.2015

Öregné Kocsis Petronella

TrophyResort Nyrt.						
STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME (according to the provisions of IAS/IFRS)						
No.	Description / '000 HUF		01.01.2013	31.12.2013	31.12.2014	changes %
1	+ Net sales revenue	No. 12	239 724	846 266	849 632	0%
2	+/- Own performance capitalized	No. 13				
3	- Material costs	No. 13	177 367	493 713	372 703	-25%
4	- Staff costs	No. 13	27 255	44 514	50 848	14%
5	- Depreciation	No. 13	17 778	27 303	26 044	-5%
6	= Operating profit or loss		17 324	280 736	400 037	42%
7	+ Income and profit from financial transactions	No. 14	7 668	20 737	8 368	-60%
8	+ Other income and profit	No. 12	217 924	13 704	80 328	488%
9	+ Expenses and losses from financial transactions	No. 14	22 368	55 009	125 460	128%
10	+ Other expenses and losses	No. 13	204 710	124 832	58 305	-53%
11	= Profit or loss before tax		15 838	135 336	304 968	125%
12	- Income tax		3 235	12 658	27 255	115%
13	= Profit or loss on ordinary activities	No. 15	12 603	122 678	277 713	126%
14	+/- Profit or loss on terminating activities					
15	- Income tax					
16	= After tax profit or loss on terminating activities	No. 15				
17	+/- Accumulated impact of changes in accounting policies					
18	- Income tax					
19	= After tax profit or loss from changes in accounting policies					
20	- Stakes of external owners					
21	= Profit or loss after tax		12 603	122 678	277 713	126%
22	Basic EPS (HUF/pieces)	No. 18	1,8804	16,7902	22,8281	36%
23	Diluted EPS (HUF/pieces)	No. 19	1,7238	16,3571	21,8125	33%

## Independent auditor's report

To the Owners / Shareholders of TrophyResort Nyrt.

### Report on the consolidated financial statements

We have audited the accompanying consolidated financial statements of TrophyResort Nyrt. (hereafter 'the Company') for the financial year 2014, which consolidated financial statements include the consolidated statement of financial positions as of 31. 12. 2014 - where the identical sum of assets and liabilities THUF 5 879 051, and the profit of the year THUF 277 713 is -, the consolidated statement of profit or loss and other comprehensive income concerning the period ending on the date mentioned before, the consolidated statement of changes in equity, the consolidated statement of cash flows and the consolidated notes containing the decisive elements of the accounting policies and other explanatory information.

### The management's responsibility for the consolidated financial statements

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

### Auditor's responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit.

We conducted our audit in accordance with the Hungarian National Standards on Auditing.

Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements.

The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error.

In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control.

An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

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

### Opinion

In our opinion, the consolidated financial statements give a true and fair view of the financial position of TrophyResort Nyrt. and its undertakings involved in the consolidation as of 31. 12. 2014, and of their financial performance and their cash flows for the year then ended in accordance with the regulations of the International Financial Reporting Standards (IFRS) as adopted by the European Union.

### Emphasis of Matter

Without qualifying our opinion, we would like to call your attention with connection to the remarks concerning Intangible assets (reference 1 of consolidated notes) to the followings.

The future operation of the Group is complex hotel service where the Group is in a construction phase.

Because of this there are several factors causing risks between the Group's business plans and their expected outcome.

The business plan and its risk evaluation is known and verified by independent third parties.

Due to uncertainties concerning the plan's fulfillment other effects differing from the calculated risks might be expressed, which effects the Group management has calculated with and also disclosed.

This effect means an emphasis of matter-like remark in our audit opinion.



**Other reporting liabilities: our report on the business report**

We have conducted the audit of the consolidated business report as of 31.12.2014 attached to the consolidated financial statements of the year 2014 of TrophyResort Nyrt.

Management is responsible for the preparation of the consolidated business report in accordance with the International Financial Reporting Standards (IFRS).

Our responsibility as well is to assess the consistency of the consolidated business report and the consolidated financial statements.

Our work with respect to the consolidated business report was limited to the assessment of the consistency of the consolidated business report and the consolidated financial statements, and did not include a review of any information other than that drawn from the audited accounting records of the Company.


The consolidated business report of TrophyResort Nyrt. for the year 2014 is in conformity with the data of the consolidated financial statements of TrophyResort Nyrt. for the year 2014.

Budapest, 28. 03. 2015

  
**AUDIT SERVICE KFT.**  
bejegyzett könyvvizsgáló cég  
ny.sz.: 001030

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dr. Serényi Iván  
AUDIT-SERVICE Kft.  
1022 Budapest, Bimbó út 3.  
ny.sz.: 001030

  
**Dr. Serényi Iván**  
kamatlanlag könyvvizsgáló  
s.sz.: 003687  
k.t.sz.: 003607

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dr. Serényi Iván  
Registered auditor  
ny.sz.: 003607

TrophyResort Nyrt.								
CONSOLIDATED STATEMENT OF CASH FLOWS								
No.	Description / THUF	31.12.2013 consolidated	Effect of revision	31.12.2014 consolidated	Change		Composition	Ref. to notes
				THUF	%	%		
1	Modified profit before tax	184 848		341 243	186 395	84,61%	2 512,65%	15.
	From which:							
	+ Profit before tax of ordinary business activities	155 336		304 966	169 632	125,14%	2 245,56%	
	- Correction due to interests received	-3 535		-7 423	-3 888	-108,99%	-54,66%	
	+ Corrections due to paid interests	53 047		43 698	-9 349	-17,82%	321,76%	
2	Accounted depreciation	27 163		26 844	-1 259	-4,61%	191,77%	13.
3	Accounted loss in value	8 478		65 095	76 619	903,95%	626,57%	13.
4	Difference between formation and utilization of provisions							9.
5	Fixed assets sold	-17 202		-62 862	-45 660	-265,43%	-462,87%	12, 14.
6	Variation in accounts payable (trade creditors)	-100 550		-244 649	-144 099	-143,31%	-1 601,41%	10.
	From which:							
	+ variations in accounts payable (trade creditors) in statement of financial positions	-100 550		-131 337	-30 787	-30,82%	-667,06%	
	- correcting the effects of additional entities in the consolidation circle			-113 312	-113 312		-834,34%	
7	Variation in other short-term liabilities	66 274		51 289	-14 985	-52,70%	230,38%	10.
	From which:							
	+ changes in other short-term liabilities in statement of financial position	113 639		257 289	143 650	126,41%	1 894,48%	
	- correction due to non-repayable financial assets received	-47 365		-58 648	-11 283	-23,82%	-431,84%	
	- correcting the effects of additional entities in the consolidation circle			-167 352	-167 352		-1 232,25%	
8	Variation in trade debtors	63 704		-163 934	-247 638	-295,91%	-1 207,45%	5.
	From which:							
	- changes in trade debtors in statement of financial positions	92 160		-112 409	-204 569	-221,95%	-827,89%	
	+ corrections due to bad debt provisions	-3 476		-85 066	-76 619	-903,65%	-606,57%	
	- correcting the effects of additional entities in the consolidation circle			33 520	33 520		246,82%	
9	Variation in cur. assets (w/o trade debtors and liquid assets)	-140 283		-1 597 410	-1 456 727	-1038,42%	-11 758,15%	5, 4, 6.
	From which:							
	- variation in cur. assets (w/o trade debtors and liquid assets) in the statement of financial positions	-140 283		-2 053 798	-1 913 515	-1364,04%	-15 122,58%	
	- correcting the effects of additional entities in the consolidation circle			456 788	456 788		3 363,43%	
10	Variation deferred expenses							8.
11	Tax paid or payable (on profit)	-12 658		-27 255	-14 597	-115,32%	-200,69%	15.
12	Dividends, shares paid or payable							15.
13	Interests received	3 535		7 423	3 888	109,99%	54,66%	14.
14	Interests paid	-53 047		-43 698	9 349	17,62%	-321,76%	14.
	From which:							
	+ Interest booked as expenses	53 047		43 698	-9 349	-17,62%	321,76%	
	+ Interest booked as purchase value of assets							
I.	OPERATION CASH-FLOW:	58 400		-1 648 384	-1 686 784	-3370,56%	-12 137,28%	
15	Purchase of fixed assets	-847 560		-128 327	519 233	80,20%	-844,90%	1, 2, 3.
	From which:							
	+ Purchase of fixed assets	-847 560		-1 823 754	-975 774	-150,59%	-11 958,07%	
	- Interest booked as purchase value of assets			416 823	416 823		3 089,16%	
	- correcting the effects of additional entities in the consolidation circle							
	- removal of goodwill (consolidational effect)			1 076 604	1 076 604		7 942,07%	
16	Sale of fixed assets	587 054		360 985	-226 069	-38,51%	2 657,67%	1, 2, 3.
17	Dividend received							14.
II.	INVESTMENT CASH-FLOW:	-60 928		232 638	293 566	481,84%	1 712,97%	
18	Receipts from shares issue (capital influx)	4 670		199 396	101 726	2178,29%	783,42%	11.
19	Receipts from the issue of bonds and securities signifying a creditor relationship							10, 9.
20	Borrowings	31 750		1 276 085	1 244 285	3914,11%	9 356,11%	10, 9.
	From which:							
	Borrowings from statement of financial positions	31 750		1 747 383	1 715 603	5386,68%	12 666,49%	
	- removal of goodwill (consolidational effect)			-471 308	-471 308		-3 470,26%	
21	Redemption of long-term loans / bank deposits							3.
22	Non-repayable assets received	47 365		58 648	11 283	23,82%	431,84%	
23	Cancellation of shares, disinvestments (capital reduction)	-73 326			73 326	100,00%		11.
24	Bond paid back							10, 9.
25	Loan installment payments			-12 500	-12 500		-92,94%	10, 9.
26	Long-term loans granted, money deposited in bank							3.
27	Non-repayable assets transferred							
28	Changes in tax: towards founders / other long-term liabilities	-347		-1 559	-1 212	-349,28%	-11,48%	10, 8.
III.	FINANCIAL CASH-FLOW:	10 152		1 427 678	1 416 918	13852,83%	10 597,84%	
IV.	VARIATION OF FINANCIAL ASSETS:	-374		11 344	11 718	3133,16%	83,53%	7.
29	Additions of liquid assets through additional entities in the consolidation circle			2 237				
V.	TOTAL VARIATION OF FINANCIAL ASSETS:	-374		53 581	53 955	3731,28%	119,72%	
	Opening amount of liquid assets	1 812		1 438	-374	-20,84%		
	Closing balance of liquid assets	1 438		15 019	13 581	944,44%		

TrophyResort Nyrt.									
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY									
Megnevezés	Issued capital	(-) Ownership shares repurchased at book value	Assets given in excess of shares	Accumulated profit reserve and current profit after tax	Differences resulting from market valuation	Participation of external owners	Total		
Opening balance at 01.01.2013	1 482 260			21 960		Non controlling interests	1 484 220		
Transactions with owners / shareholders	4 670	-73 326					-68 656		
- raise of issued capital / settling the issued, but not paid capital	4 670						4 670		
- changes in the amount of repurchased own shares		-73 326					-73 326		
Profit or loss				122 678			122 678		
- profit or loss of current reporting period				122 678			122 678		
- other comprehensive income									
Effects of retrospective application of standards									
Effects of retrospective restatements									
Other									
Closing balance at 31.12.2013	1 486 930	-73 326		144 638			1 538 242		
Opening balance at 01.01.2014	1 486 930	-73 326		144 638			1 538 242		
Transactions with owners / shareholders	1 269 070	73 326					1 342 396		
- raise of issued capital / settling the issued, but not paid capital	1 269 070						1 269 070		
- changes in the amount of repurchased own shares		73 326					73 326		
Profit or loss				277 713			277 713		
- profit or loss of current reporting period				277 713			277 713		
- other comprehensive income									
Effects of retrospective application of standards									
Effects of retrospective restatements									
Other									
Closing balance at 31.12.2014	2 735 000			422 351			3 156 351		
Reference to the statement of financial positions	No. 67	No. 68	No. 69	No. 70	No. 71	No. 72			
Comparative values from statement of financial positions	2 735 000			422 351					

Connecting remarks:

- 1.) Analysis of other comprehensive income concerning all items of own equity:  
 2a.) Amounts accounted as dividend payments towards owners in reporting period:  
 2b.) Dividends per share:

n/a  
 THUF.  
 THUF.  
 13 680 000 (total number of shares)

Further information and explaining remarks can be found in the Own equity section of the Notes.



TrophyResort Nyrt.									
CONSOLIDATED STATEMENT OF FINANCIAL POSITIONS (according to the provisions of IAS/IFRS) - OPERATING SEGMENTS									
No.	Description / КОД КСР	31.12.2013				31.12.2014			
		Trade of used clothes	Furnace trade	Advisory services	Tourism	Trade of used clothes	Furnace trade	Advisory services	Tourism
1 A	Current assets	67 808	215 801	124 166	1 482	215 343	96 858	595 240	1 298 111
2 I	Liquid assets	719	834	430	5	2 477	1 290	11 343	
3 I	Liquid assets of free disposal	112	834	430	5	2 477	1 208	11 343	
4 I	Separated liquid assets								
5 I	Property realizable liquid securities								
6 I	Short-term investments, securities								
7 I	Held-to-maturity securities signifying a creditor relationship								
8 I	Securities signifying a creditor or an owner relationship marked out for sale								
9 I	Other securities signifying a creditor or an owner relationship								
10 I	Receivables	30 711	215 027	123 719	1 342	208 090	85 053	264 867	1 220 85
11 I	Accounts receivable (trade debtors)	5 981	81 944	24 132	262	28 806	7 476	151 122	13
12 I	Bills of exchange receivables					79 762	30 626	365 223	2
13 I	Non consolidated receivables from affiliated undertakings								
14 I	Advances given for products and services					229	107	1 835	1 220 48
15 I	Deposits and cashiers								
16 I	Other receivables	24 720	173 083	99 583	1 080	182 188	49 447	467 543	3
17 I	Expensively retaining sum of deferred tax receivables								
18 I	Positive balance of the expenses and revenues of consolidated under way								
19 IV	Inventory	37 819			535	64 775			12
20 I	Finished products								
21 I	Work in progress, intermediate and semi-finished products								
22 I	Animals for breeding and fattening, other livestock								
23 I	Raw materials and consumables								
24 I	Goods for resale	37 819			125	64 775			12
25 I	Deferred expenses								
26 I	Long-term investments	15	182	50	1	29	14	113	
27 I	Long-term financial investments								
28 I	Held-to-maturity securities signifying a creditor relationship								
29 I	Other securities signifying a creditor relationship or an owner relationship under 20 per cent								
30 I	Investments concerning undertakings taken into consolidation								
31 I	Investments into not consolidated (affiliated) undertakings								
32 I	Investments into investment trusts								
33 I	Long-term receivables and loans	15	182	50	1	29	14	113	
34 IV	Subordinated receivables								
35 I	Investments on tangible assets								
36 I	Intangible assets and personalities used in production				9 968 833				3 311 826
37 I	Land and buildings, rights to immovables				875 816				1 156 219
38 I	Plant, machinery, vehicles				115 432				532 827
39 I	Tools of great value								
40 I	Leased assets				2 343				
41 I	Biological assets, natural resources								
42 I	Assets in course of construction				595 643				950 533
43 I	Intangible assets					177 884	88 163	814 513	84
44 I	Capitalized value of research and development								
45 I	Concessions, licenses and similar rights and assets (not connected to immovables)								
46 I	Intellectual properties								
47 I	Goodwill					177 884	88 163	814 513	84
48	Total assets	67 824	215 983	124 254	1 981 516	453 296	183 015	1 819 086	3 431 891

TrophyResort Nyrt.									
CONSOLIDATED STATEMENT OF FINANCIAL POSITIONS (according to the provisions of IAS/IFRS) - OPERATING SEGMENTS									
No.	Description / КОД КСР	31.12.2013				31.12.2014			
		Trade of used clothes	Furnace trade	Advisory services	Tourism	Trade of used clothes	Furnace trade	Advisory services	Tourism
49 I	Current liabilities	38 864	269 547	153 358	211 455	331 639	152 482	1 458 867	474 475
50 I	Accounts payable (trade creditors)	17 918	123 359	20 974	770	14 722	1 279	12 065	53 388
51 I	Bills of exchange payable								
52 I	Short-term credits and loans	11 671	83 121	47 623	570	263 692	137 381	1 290 582	36 764
53 I	Advances received	2 202	16 235	9 352	931	5	3	24	
54 I	Non consolidated short-term payables to affiliated undertakings								
55 I	Deferred revenues				208 750				383 110
56 I	Deferred tax liabilities								
57 I	Other short-term liabilities	8 257	43 012	25 207	273	32 820	13 826	158 778	1 286
58 I	Long-term and subordinated liabilities	129	954	528	189 432				311 836
59 I	Long-term credits and loans				180 426				311 836
60 I	Debt on issue of bonds, convertible bonds								
61 I	Lease liabilities	129	954	520	6				
62 I	Non consolidated long-term payables to affiliated undertakings								
63 I	Other long-term liabilities								
64 I	Subordinated liabilities								
65 I	Expected (future) liabilities								
66 I	Shareholders' equity	29 727	-51 488	-29 822	1 569 528	122 217	70 528	358 959	2 645 696
67 I	Issued capital								
68 I	(-) Ownership shares repurchased at book value								
69 I	Assets given in excess of shares								
70 I	Accumulated profit reserve and current profit after tax								
71 I	Differences resulting from market valuation								
72 I	Participation of external owners								
73	Total equity and liabilities	67 824	215 983	124 254	1 981 516	453 296	183 015	1 819 086	3 431 891

Bukarest, 20.03.2015

Cristian Kocica Patronele



TrophyResort Nyrt.									
STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME (according to the provisions of IAS/IFRS) - OPERATING SEGMENTS									
No.	Description / VMD HUF	31.12.2013				31.12.2014			
		Trade of used clothes	Furniture trade	Advisory services	Tourism	Trade of used clothes	Furniture trade	Advisory services	Tourism
1	+ Net sales revenue								
2	+/- Own performance capitalized	20 080	499 799	282 255	3 083	149 122	67 850	841 063	2
3	- Material costs								
4	- Staff costs	85 147	289 170	30 283	497	129 288	70 675	168 680	2
5	- Depreciation	3 857	25 614	14 652	181	8 385	4 551	38 280	
6	- Operating profit or loss	2 251	19 839	9 710	30	4 285	2 680	79 687	
7	+ Income and profit from financial transactions	-21 905	78 341	228 999	2 308	453	-15 189	414 728	
8	+ Other income and profit	7 718	12 526	8 918	75	1 280	808	6 319	
9	+ Expenses and losses from financial transactions	7 125	7 947	4 573	50	12 240	6 415	60 659	
10	+ Other expenses and losses	4 559	21 800	18 354	799	16 840	8 158	77 126	23 32
11	= Profit or loss before tax	33 339	72 391	47 850	452	9 610	4 667	44 328	
12	- income tax	-23 647	-4 671	171 971	1 183	-15 261	-20 492	369 543	-23 36
13	= Profit or loss on ordinary activities	1 040	7 340	4 223	45	4 405	2 177	23 362	
14	+/- Profit or loss on terminating activities	-24 855	-12 313	187 354	1 721	-15 876	-23 099	329 561	-23 36
15	- Income tax								
16	= After tax profit or loss on terminating activities								
17	+/- Accumulated impact of changes in accounting policies								
18	- Income tax								
19	= After tax profit or loss from changes in accounting policies								
20	- Statutes of external account								
21	= Profit or loss after tax	-24 896	-12 317	187 354	1 727	-15 876	-23 089	329 561	-23 36
22	Basic EPS (HUF/share)	-4,6854	-1,6457	39,9047	0,2377	-1,3820	-1,8063	27,8448	-1,515
23	Diluted EPS (HUF/share)	-4,5468	-1,6423	39,1188	0,2315	-1,2478	-1,8119	26,7318	-1,630

Budapest, 28.03.2015

Dzsiglak Róbert Pétervezető

## 7. Nonconsolidated auditor's report of 2014

### **Audit report**

Trophy Resort Nyrt.

Closing period of the company:

01.01.2014 - 31.12.2014

Stat. Number: 23705373-6831-114-13  
 Registr. Number: 13-10-041236

Trophy Resort Nyrt.				
BALANCE SHEET – version „A”				
No.	Description / THUF	31.12.2013	Effect of revision	31.12.2014
1 A	<b>FIXED ASSETS</b>	1 990 209		4 226 787
2 I.	<b>INTANGIBLE ASSETS</b>			
3 I.1	Capitalized start-up and restructuring costs			
4 I.2	Capitalized value of research and development			
5 I.3	Concessions, licenses and similar rights and assets			
6 I.4	Intellectual property			
7 I.5	Goodwill			
8 I.6	Advances and prepayments on intangible assets			
9 I.7	Adjusted value of intangible assets			
10 II.	<b>TANGIBLE ASSETS</b>	1 990 033		2 990 611
11 II.1	Land and buildings, rights to immovable	875 818		868 266
12 II.2	Plant and machinery, vehicles	115 161		99 485
13 II.3	Other equipment, fixtures and fittings, vehicles	2 611		
14 II.4	Breeding stock			
15 II.5	Assets in course of construction	996 443		843 804
16 II.6	Payment on account			1 179 056
17 II.7	Adjusted value of tangible assets			
18 III.	<b>FINANCIAL INVESTMENTS</b>	176		1 236 176
19 III.1	Long-term participations in affiliated undertakings			1 236 000
20 III.2	Long-term loan to affiliated undertakings			
21 III.3	Other long-term participations			
22 III.4	Long-term loan to independent undertakings			
23 III.5	Other long-term loans	176		176
24 III.6	Securities signifying a long-term creditor relationship			
25 III.7	Adjusted value of financial investments			
26 III.8	Revaluation of financial investments			
27 B	<b>CURRENT ASSETS</b>	482 773		1 153 992
28 I	<b>INVENTORIES</b>	37 214		64 900
29 I.1	Raw materials and consumables			
30 I.2	Work in progress, intermediate and semi-finished products			
31 I.3	Animals for breeding and fattening, other livestock			
32 I.4	Finished products			
33 I.5	Goods for resale	37 214		64 900
34 I.6	Advances and prepayments on inventories			
35 II.	<b>RECEIVABLES</b>	370 795		1 074 144
36 II.1	Accounts receivable (trade debtors)	72 329		168 319
37 II.2	Receivables from affiliated undertakings			35 153
38 II.3	Receivables from independent undertakings			
39 II.4	Bills of exchange receivable			361 993
40 II.5	Other receivables	298 466		508 679
41 II.6	Revaluation of receivables			
42 II.7	Positive revaluation of derivatives			
43 III.	<b>SECURITIES</b>	73 326		
44 III.1	Participations in affiliated undertakings			
45 III.2	Other participations			
46 III.3	Own shares and own partnership shares	73 326		
47 III.4	Securities signifying a creditor relationship for trading purposes			
48 III.5	Revaluation of securities			
49 IV.	<b>LIQUID ASSETS</b>	1 438		14 948
50 IV.1	Cash in hand, checks	814		7 593
51 IV.2	Cash at bank	624		7 355
52 C	<b>PREPAYMENTS AND ACCRUED INCOME</b>			
53 C.1	Accrued income			
54 C.2	Deferred costs, expenses			
55 C.3	Other deferred expenses			
56	<b>TOTAL ASSETS</b>	<b>2 472 982</b>		<b>5 380 779</b>

28.03.2015

Trophy Resort Nyrt.  
 Öregné Kocsis Petronella

According to the audit report, I hereby confirm:

Dr. Serényi Iván  
 kamarai tag könyvvizsgáló  
 s.sz.: 003687  
 k.t.sz.: 003607

dr. Serényi Iván  
 ny.sz.: 003607

2/13

Stat. Number: 23705373-6831-114-13  
 Registr. Number: 13-10-041236

Trophy Resort Nyrt. BALANCE SHEET – version „A”				
No.	Description / THUF	31.12.2013	Effect of revision	31.12.2014
57 D.	SHAREHOLDERS' EQUITY	1 611 568		3 132 072
58 I.	ISSUED CAPITAL	1 500 000		2 736 000
59	including: ownership shares repurchased at face value			
60 II.	ISSUED CAPITAL UNPAID (-)	-33 070		
61 III.	CAPITAL RESERVE			
62 IV.	ACCUMULATED PROFIT RESERVE	-152 105		8 662
63 V.	TIED-UP RESERVE	174 065		135 976
64 VI.	REVALUATION RESERVE			
65 VI.1	Reserve from value adjustments			
66 VI.2	Revaluation Reserve from the fair value accounting			
67 VII.	PROFIT OR LOSS FOR THE YEAR	122 678		251 434
68 E.	PROVISIONS			
69 E.1	Provisions for expected liabilities			
70 E.2	Provisions for future expenses			
71 E.3	Other provisions			
72 F.	LIABILITIES	606 778		1 931 166
73 I.	SUBORDINATED LIABILITIES			
74 I.1	Subordinated liabilities to affiliated undertakings			
75 I.2	Subordinated liabilities to independent undertakings			
76 I.3	Subordinated liabilities to other economic entities			
77 II.	LONG-TERM LIABILITIES	188 365		161 806
78 II.1	Long-term loans			
79 II.2	Convertible bonds			
80 II.3	Debts on issue of bonds			
81 II.4	Investment and development credits	186 806		161 806
82 II.5	Other long-term credits			
83 II.6	Long-term liabilities to affiliated undertakings			
84 II.7	Long-term liabilities to independent undertakings			
85 II.8	Other long-term liabilities	1 559		
86 III.	CURRENT LIABILITIES	418 413		1 769 360
87 III.1	Short-term loans	114 269		1 578 449
88	including: convertible bonds			
89 III.2	Other short-term credits			12 584
90 III.3	Advances received from customers	28 031		31
91 III.4	Accounts payable (trade creditors)	200 564		27 252
92 III.5	Bills of exchange payable			
93 III.6	Short-term liabilities to affiliated undertakings			
94 III.7	Short-term liabilities to independent undertakings			
95 III.8	Other short-term liabilities	75 549		151 044
96 III.9	Revaluation of liabilities			
97 III.10	Negative revaluation of derivatives			
98 G.	ACCRUALS AND DEFERRED INCOME	254 636		317 541
99 G.1	Deferred income	2 670		
100 G.2	Accrued costs, expenses	42 174		60 339
101 G.3	Deferred revenues	209 792		257 202
102	TOTAL EQUITY AND LIABILITIES	2 472 982		5 380 779

28.03.2015

Trophy Resort Nyrt.  
 Öregné Kocsis Petronella

According to the audit report, I hereby confirm:

Dr. Serényi Iván  
 kamarai tag könyvvizsgáló  
 s.sz.: 003687  
 k.t.sz.: 003607

dr. Serényi Iván  
 ny.sz.: 003607



Stat. Number: 23705373-6831-114-13

Registr. Number: 13-10-041236

Trophy Resort Nyrt.				
PROFIT AND LOSS STATEMENT - EXPENSES SHOWN ACCORDING TO THEIR NATURE - version 'A'				
No.	Description / THUF	31.12.2013	Effect of revision	31.12.2014
1	1 Net domestic sales	742 968		341 927
2	2 Net external sales	133 500		414 800
3 I.	NET SALES REVENUE	876 468		756 727
4	3 Change in stocks of finished goods and work in progress			
5	4 Own work capitalized			
6 II.	OWN PERFORMANCE CAPITALIZED			
7 III.	OTHER INCOME	35 430		328 423
8	including: loss in value marked back	21 726		
9	5 Cost of raw materials and consumables	7 429		2 550
10	6 Cost of services	68 135		15 705
11	7 Cost of other service activities	4 510		6 331
12	8 Cost of goods sold	376 396		110 090
13	9 Cost of services sold (intermediated)	58 969		160 000
14 IV.	MATERIAL COSTS	515 439		294 676
15	10 Wages and salaries	35 386		28 617
16	11 Other employee benefits	399		362
17	12 Contributions on wages and salaries	8 729		8 124
18 V.	STAFF COSTS	44 514		37 103
19 VI.	DEPRECIATION	27 303		24 062
20 VII.	OTHER OPERATING CHARGES	155 034		347 211
21	including: loss in value	30 202		32 621
22 A	OPERATING (TRADING) PROFIT	169 608		382 098
23	13 Dividends and profit-sharing (received or due)			
24	including: from affiliated undertakings			
25	14 Capital gains on investments	17 202		
26	including: from affiliated undertakings			
27	15 Interest and capital gains on financial investments			
28	including: from affiliated undertakings			
29	16 Other interest and similar income (received or due)	3 535		5 452
30	including: from affiliated undertakings			1 960
31	17 Other income from financial transactions			945
32	including: revaluation			
33 VIII.	INCOME FROM FINANCIAL TRANSACTIONS	20 737		6 397
34	18 Losses on financial investments			
35	including: to affiliated undertakings			
36	19 Interest payable and similar charges	53 047		34 665
37	including: to affiliated undertakings			
38	20 Losses on shares, securities and bank deposits			
39	21 Other expenses on financial transactions	1 962		81 638
40	including: revaluation			
41 IX.	EXPENSES ON FINANCIAL TRANSACTIONS	55 009		116 303
42 B	PROFIT OR LOSS FROM FINANCIAL TRANSACTIONS	-34 272		-109 906
43 C	PROFIT OR LOSS ON ORDINARY ACTIVITIES	135 336		272 192
44 X.	EXTRAORDINARY INCOME			
45 XI.	EXTRAORDINARY EXPENSES			240
46 D	EXTRAORDINARY PROFIT OR LOSS			-240
47 E	PROFIT BEFORE TAX	135 336		271 952
48 XII.	TAX PAYABLE	12 658		20 518
49 F	PROFIT AFTER TAX	122 678		251 434
50	22 Profit reserves used for dividends and profit-sharing			
51	23 Dividends and profit-sharing paid (approved)			
52 G	PROFIT OR LOSS FOR THE YEAR	122 678		251 434

28.03.2015

Trophy Resort Nyrt.  
Öregné Kocsis PetronellaDr. Serényi Iván  
kamarai tag könyvvizsgáló  
s.sz.: 003687  
k.t.sz.: 003607

According to the audit report, I hereby confirm:

dr. Serényi Iván  
ny.sz.: 003607

4/13

## Independent auditor's report

To the Owners / Shareholders of Trophy Resort Nyrt.:

### Report on the financial statements

We have audited the accompanying financial statements of Trophy Resort Nyrt. (hereafter 'the Company') for the financial year 2014, which financial statements include the balance sheet as of 31.12.2014 - where the identical sum of assets and liabilities THUF 5 380 779, and the profit of the year THUF 251 434 is -, the profit and loss account concerning the period ending on the date mentioned before and the notes disclosure containing the decisive elements of the accounting policies and other explanatory information.

### The management's responsibility for the financial statements

Management is responsible for the preparation and fair presentation of financial statements in accordance with the Act on Accounting, 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.

### Auditor's responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the Hungarian National Standards on Auditing.

Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements.

The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

In making those risk assessments, the auditor considers internal control relevant to the entity's preparation of financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control.

An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

### Opinion

In our opinion, the financial statements give a true and fair view of the financial position of Trophy Resort Nyrt. as of 31.12.2014, and of its financial performance and its cash flows for the year then ended in accordance with the regulations of the act on accounting.

### Other reporting liability: Report from the business report

We have conducted the audit of the attached business report of Trophy Resort Nyrt. as of 31.12.2014 in connection with the financial statements for the year 2014.

Management is responsible for the preparation of the business report in accordance with the Act on Accounting.

Our responsibility as well is to assess the consistency of the business report and the financial statements.

Our work with respect to the business report was limited to the assessment of the consistency of the business report and the financial statements, and did not include a review of any information other than that drawn from the audited accounting records of the entity.

The business report of Trophy Resort Nyrt. for the year 2014 is in conformity with the data of the financial statements of Trophy Resort Nyrt. for the year 2014.

Budapest,  
28.03.2015

AUDIT SERVICE KFT  
bejegyzett könyvvizsgáló cég  
ny.sz.: 001030

dr. Serényi Iván  
Audit Service Kft.  
Registered audit company  
1022 Budapest, Bimbó út 3.  
ny.sz.: 001030

Dr. Serényi Iván  
kamarai tag könyvvizsgáló  
s.sz.: 003687  
k.t.sz.: 003607

dr. Serényi Iván  
Registered auditor  
ny.sz.: 003607

This opinion is inseparable part of the financial statements of the company named above.

Any kind of manipulation of this opinion or any kind of abuse of this opinion with the help of false data will invalidate the opinion and could have a legal supervisory procedure as a consequence!



## Summarized Audit Annual Report

To the Shareholders of Trophy Resort Nyrt.

01.01.2014 - 31.12.2014

We have fulfilled our task for the financial year according to our contract with the validation of mutual rights and obligations.

If the owners of your company accept this Report identically with the propositions contained in it, we authorize you to present the documents to the authorities in compliance with regulations.

### **In the framework of our work:**

We have checked the practical application of the accounting principles and their correctness, examined their synchronization with the books, settled the differences.

Being supportive in the accounting system we examined the compilation of the reflection of accounts and accounting policy, expressed our opinion on the realization of its harmonization with regulatory circles concerned.

We examined the essential events of your main economic processes by random sample methods and were at your disposal in the settlement of your practical problems according to your request. Among these, we would like to state the followings:

The definition of major error corrupting true and fair view have been stated according to your decision. We could control the execution of your decisions with the help of random samples and data supplied by you.

We have examined the depreciation policy, the principles of calculating the residual value, the handling of the values marked back, through the forming of the regulations. The adoption of the methods prescribed is the Company's responsibility.

To ensure the accounting regulations being up-to-date is the task of the authorized representatives of the Company.

In the course of the financial year we have carried out personal consultations on topics related to taxation, accounting techniques, management and controlling, we have carried out our work with an ordinary carefulness.

For the sake of the preparation of the closing of the financial year we presented a separate methodological material, and in the framework of coordinatory tasks we assisted your preparation, provided our scheduling and participated in the performance.

In the course of the closing activities:

We participated personally in inventory-making at the closing.

In the case of the accounting of taxes, we examined their analytics, system-technical performance and their adaptation into the financial statements (our task did not include the complete control of analytics and the supervision of monthly taxation order).

Based on your information the determination of decrease in value, value adjustments, provision formation, depreciation, marked back values, as well as the creation of harmony among the analytics and the processing of the ledger were realized.

Your data supply served as a basis for our working documents and supplementary enclosure.

The statements that you supplied have been built into the result of our closing work, into the consideration of the seal of approval.

By all of our statements your letter of representation and also the issue, that the inevitable risk arising from the fact that random sample techniques do not provide the possibility to reveal externally all the mistakes and contradiction, must be taken into account.

At the supervision of the cash-flow statement we proceeded from the principles of importance and cost-benefit.

### **In the course of our work:**

We have carried out the examination of the management of the books for the financial year and certified the preparation of the financial statements of the company.

The financial statements are being shown in Hungary's official currency, in Hungarian Forint. Our report is originally completed in Hungarian and only the original document is signed with ink. In case of dispute the original Hungarian version prevails.

Based on the examination of the company's documents, of our survey on its books, of the analysis of the closing, self-revision items and economic activity, of the supervision of its taxation we verify and accept the balance sheet and the income statement.

Denomination HUF	31.12.2014	
	Closing of the company	Audited balance sheet
No.1 account class	3 047 732 281,00	3 047 732 281,00
No.2 account class	64 899 547,00	64 899 547,00
No.3 account class	2 268 147 595,00	2 268 147 595,00
No.4 account class	-5 129 345 267,00	-5 129 345 267,00
No.5 account class	85 750 438,24	85 750 438,24
No.8 account class	754 361 120,76	754 361 120,76
No.9 account class	-1 091 545 715,00	-1 091 545 715,00
Dividend Payment	0,00	0,00
Balance sheet profit	251 434 156,00	251 434 156,00
Balance sheet footing	5 380 779 423,00	5 380 779 423,00

Our report contains our observations, remarks and the confirmation of the result has been fulfilled in accordance with these findings. We are of the opinion that:

The economic activity of the company has been carried out in conformity with Hungarian regulations.

The conduct of affairs at the company has covered the economic events and contained the documentation of its accountancy.

The closing is done according to the going concern. According to the statements of the management there are no substantial:

- operational inherent losses,
- significant faults due to delay of payments,
- financial problems due to capital supply,
- loss of market; inner risks due to change in the strategy,
- significant off-the-book charges.

Our working relations, the processing of information received are reflected in our working documents, nevertheless we call your attention to the fact that the responsibility rests on you for keeping without any subsequent changes the original documents.

#### In connection with the business report:

Our work in connection with the business report has come down only to related data and does not include other information that is based on accounting records of the Company which have not been audited before.

#### In our conclusions:

Exceeding our task to prepare the financial statements but as an integral part of our job we call your kind attention to the followings:

#### Phenomena, significant off the book items:

Max. value of dividend payment:	260 096 THUF
- from which: approved dividend in current year:	0 THUF
Capital position, ratio of equity/issued capital :	114,48%

#### Risks:

The problems that we have disclosed and reported towards you should be settled by you. You should also consider the things written in our advisory letters.

There was no local control concerning the stock of accounts receivables/liabilities, and this is fraught with risk.

Of the year-end stock rotation time analysis has not been done, consequently possible frozen stocks were not revealed or devaluated.

Differences between marketable and audited value of investments/securities can carry hidden charges.

The stock of cash in hand is supported by reconciliation, certified by the management or owners.

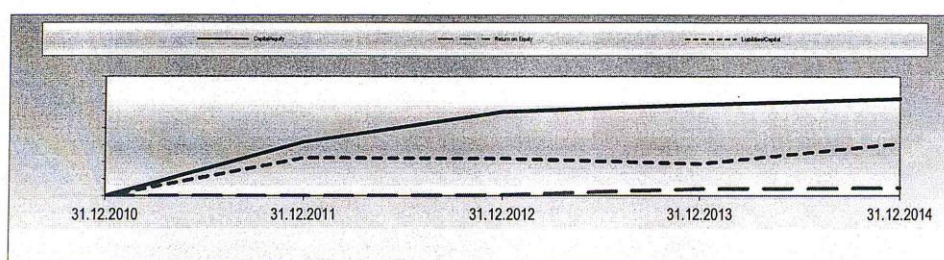
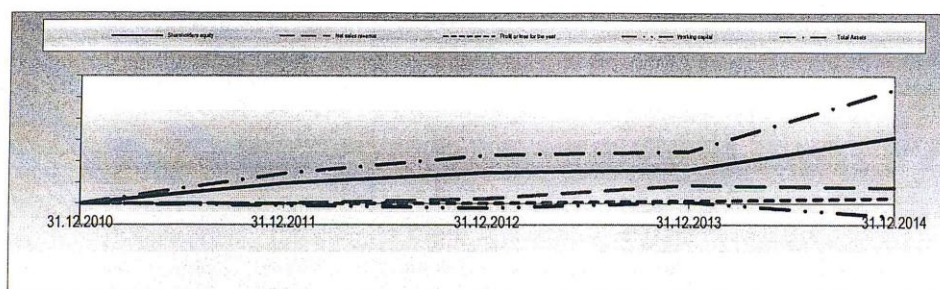
#### Proposals:

We kindly request you to make the necessary decisions concerning the phenomena disclosed and inform us on their execution. From our side we are at your disposal to contribute to the settlement of these questions.



## Important datas

Important datas	31.12.2010	31.12.2011	31.12.2012	31.12.2013	31.12.2014
Denomination / THUF	actual	actual	actual	actual	actual
Shareholders equity	0	953 673	1 484 220	1 611 568	3 132 072
Net sales revenue	0	0	239 724	876 468	756 727
Profit or loss for the year	0	0	12 603	122 678	251 434
Working capital	0	-86 004	-208 313	64 360	-615 368
Total Assets	0	1 430 540	2 301 102	2 472 982	5 380 779
Capital/equity	0,00%	63,58%	98,95%	107,44%	114,48%
Return on Equity	0,00%	0,00%	0,84%	8,18%	9,19%
Liabilities/Capital	0,00%	44,61%	44,01%	37,65%	61,66%



Budapest,  
28.03.2015

**AUDIT SERVICE KFT**  
bejegyzett könyvvizsgáló cég  
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Registered auditor  
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## Letter of Representation

Company name: Trophy Resort Nyrt.  
 Address: 2038 Sósút, Petőfi utca 39.  
 Date of completion: 28.03.2015

The present Letter of Representation of Trophy Resort Nyrt. (the Company) is issued in relation to the audit of the annual financial statements carried out by you (balance sheet - where the identical sum of assets and liabilities THUF 5 380 779, and the profit of the year THUF 251 434 is - profit and loss statement, supplement, jointly referred to as financial statement) of 31.12.2014. The goal of your audit is to express an opinion whether the financial statements give a true and fair view pursuant to Act No. 100 of the year 2000 (the Act on Accounting).

After carrying out all requests for information that were necessary for our statement, we confirm to the best of our knowledge and belief that:

1. We are aware that the audit was carried out with the basic assumption that management and those charged with governance have acknowledged and understand its responsibility in accordance with the applicable financial reporting framework for the preparation of the financial statements, including, where relevant their fair presentation.

2. We acknowledge our responsibility:

- a.) for the compilation of the annual financial statement from data registered and maintained according to the provisions of Act C. 2000 (the "Accounting Act"),
- b.) for the Company's accounting,
- c.) for the conformity of the annual financial statement with Act C. 2000 as well as the actual state of affairs,
- d.) and for the reliability of the financial statement's depiction of the Company's net assets and the veracity of the depiction of the Company's financial status.

3. We have disclosed to you fully, comprehensively and veraciously the summary of the audited year's

- a.) all transactions,
- b.) deals and
- c.) business occurrences
- d.) further informations with bearing on the Company's asset-financial-profit situation with separate explanatory notes.

4. We have provided you with all financial records and related data and have informed you about all transactions that may affect the financial statements, thus, especially:

- a.) decisions of the owners and the management, understandings and relationships between the owners,
- b.) the unique/extraordinary occurrences of the year-to-date,
- c.) extraordinary contractual agreements related to the exercise of claims and settlement of liabilities,
- d.) distinction between business and non-business occurrences and transactions,
- e.) limitations and constraints, rights and advantages in the financial statement,
- f.) market information, depreciations, plans regarding the continuation of the business,
- g.) out-of-Balance Sheet liabilities, rights, pending suits, disputed or doubtful affairs.

5. We have provided you with all information in respect of the transactions listed below:

- a.) debts and claims toward parties that are in affiliated relationship, including sales, acquisitions, transfers, loans, leasing and guarantee agreements;
- b.) preemptive stock purchase options or similar agreements, reserve of stocks for options, surety, transformation or to meet any other criteria;
- c.) agreements concluded with financial institutions, including limitations on the balance of financial assets, overdraft or other similar agreements;
- d.) agreements about the repurchase of previously sold assets.



6. We have separately provided you with information that:

- a.) we have exercised during, but not in respect of the year-to-date,
- b.) we have corrected after the end of the year-to-date during the course of auditing work,
- c.) that are not part of accounting, but impact the asset-financial-income situation,
- d.) that have a significant and decisive role in the explanation of the impact of undertaking of right and obligations during the year after the end of the year.

7. In respect of the compilation of the report we declare the following:

- a.) We have valued intangible and tangible assets according to the Accounting Act at purchase value, deducting the depreciation established on the basis of the useful life of such assets.
- b.) In keeping with the Accounting Act we have valued invested financial assets at purchase price. We are not aware of any facts that would necessitate the calculation of depreciation over invested financial assets.
- c.) In keeping with the Accounting Act we have valued purchased inventories at purchase price. The book value of purchased inventories is not in excess of the market value known on the balance-sheet date.  
In the case of purchased inventories whose book value was higher than their market value on the balance-sheet date, we have calculated depreciation.
- d.) In keeping with the Accounting Act we have valued own production at production cost. The book value of own production is not in excess of the market value known on the balance-sheet date and the expected sales price.  
In the case of own production where the book value was higher than their market value on the balance-sheet date and the expected sales price, we have calculated depreciation.
- e.) Claims towards buyers and other claims subsisting on the balance.-sheet date are claims made in good faith that have been established on or before the balance sheet date.
- f.) All cash and bank accounts, other properties and assets are represented in the accounting date report. The Company has lawful title on the assets in its property represented in the balance-sheet and supplement.
- g.) All liabilities of the Company are represented in the accounting date report. The Company has no unenforced claims or liabilities.
- h.) The balance-sheet report and the supplements contain:
  - all items that are required for the veracious depiction of the Company's assets situation and the results of its activity as provided for by the Accounting Act,
  - all items stipulated by other laws and regulations governing the Company, as well as
  - all off-balance-sheet liabilities (e.g. mortgage, leasing fee, bills of exchange issued to cover liabilities, guarantees extended) that have an impact on the assessment of the asset situation of the Company.
- i.) The Company has no other liabilities to be accrued or published or other profits/losses. The balance sheet report and the supplements appropriately contain the following:
  - Transactions of affiliated undertakings and the claims and liabilities in connection with them, including sales, purchases, loans, transfers, leasing.
  - The verbal or written guarantees extended by the Company, it's subsidiary, the director or officers of the Company.
  - Cession agreements with financial institutions agreements about the limitation of the cash or overdraft on the bank account or similar agreements.
  - Agreements about the repurchase of previously sold assets.
  - Agreements outside of the normal course of business.
- j.) We are not aware of any substantial debts or claims that would have a significal impact on our Company's financial situation.
- k.) We have assessed the list of uncorrected audit differences attached to this letter, if any. We confirm that effect of uncorrected misstatements in the financial statements is not significant, either individually or in total for the whole of the financial statements. The responsibility for reconciling and correcting of revealed but not significant taxation errors remaining in the accounts lies with the management.
- l.) Our significant assumptions used at the preparation of the accounting estimates - including those valued at fair value - are reasonable.

8. If we have used fair valuation, then we declare the following:

a.) The fair valuation of financial assets and liabilities have been depicted and published in conformance with the Accounting Act.

b.) The fair values of assets and liabilities published in the manner stipulated by the Accounting Act reflect our best estimates of fair value.

c.) The valuation methods and significant assumptions employed to establish fair value were used consistently and appropriately.

d.) The valuation methods and assumptions reflect our intentions and capabilities regarding the measures to be taken by the Company that are relevant to the definition and publication of fair value.

e.) We confirm that we have reviewed all financial assets and liabilities open on the balance sheet date and have classified them into one of the following groups as per Articles 59/A-59/F of the Accounting Act:

- trading financial assets and liabilities
- investments to be held until maturity
- loans and claims generated by the business company
- marketable financial assets
- other financial liabilities

and have recorded them at fair value, depreciated purchase or pur. value, as appropriate for the given category.

The classification of financial assets to be held until maturity reflects our intention and capacity to hold these securities until maturity.

f.) We have accounted derivatives and hedge transactions in conformance with the Accounting Act

- on the formal documentation of the hedge link,
- on the formal documentation the Company's risk management objectives and strategy related the hedge and,
- on the formal documentation to the initial and ongoing measurement of efficiency.

9. Our Company has appropriate legal title over all assets in our possessions; apart from the mortgage published these are not encumbered in any other way.

10. We are in compliance with all our contractual obligations whose non-performance could have a significant impact on financial statements.

11. We have carried out all the modifications of the financial statements that were necessary due to events occurred after balance sheet date.

12. We have understood, processed and provided all topics requested from us on the basis of the audit work program and the documentation and information list.

13. We confirm that pursuant to Section 46. § (3) of the Act on Accounting the Company has reconciled its accounting registrations with the real situation.

14. We declare that the definition of the qualifications "substantial" and "significant" was carried out at our discretion; the audit does not extend over the establishment of the entire sphere of market values.

15. We have made the Company's amortization policy and have implemented in practice the principles of the calculation of margins and the management of valuation write-backs. It is our responsibility to ensure the updated status of accounting regulation.

16. The method of establishment, magnitude and monitoring of warranty and expected liabilities are the results of our Company's calculations and empirical data.

17. We hereby declare that we agree with its contents and confirm that our plans and assessments are both formally and substantially identical to those laid down in the accounting report.

18. The market values in the financial statement were presented according to the generally accepted valuation principles.

11/13

.....  
signature of company's representative



19. The tax authority may examine the books and registries within the following six years after current year, and may determine extra taxes and penalties. The management of the Company has no knowledge of such conditions from which the Company could have material liabilities.

The tax authority is within its rights to oversee the Company's records. According to the Act on Accounting, the auditor's report does not guarantee that the Tax authority will accept it without correction or that it is free from all errors.

#### Statement concerning fraud and internal controls

20. We are responsible for the design and operation of internal control, which is defined as necessary by the management and by those charged with governance in order to allow the preparation of financial statements that are free from material misstatement resulting from fraud or error.

21. There has been:

- a.) no willful negligence on the part of the Company management or those employees who hold key positions in the Company's administrative processes,
- b.) no willful negligence on the part of those employees who could have a significant influence on financial data,
- c.) no feedback of significant impact from the regulatory authorities during reconciliations indicating the incompleteness or non-compliance of financial statements and reports.

22. We are not aware of:

- a.) any irregularities committed with the complicity of the management of employees of the Company with a key role in accounting or any other irregularities committed by other employees that could significantly influence the balance sheet report,

- b.) any breaches against the law or possible illegal actions or misdemeanors whose results:

- should be reflected in the balance sheet,
- should necessitate the making of provisions,
- or should be published in the supplement to ensure veracity.

We have not received any notifications from the authorities about any breaches against the statutory provisions of financial records or the incompleteness thereof that would have had a significant effect on the balance sheet report.

The Company has met all its contractual obligations whose omission would have had a significant effect on the balance sheet report.

23. The owners and management address through their control system the risk of fraud, forgery adequately.

24. We have corrected and rectified all problems uncovered by the internal controlling system and have separately certified and provided all unprocessed items.

#### Legal compliance statement

25. There have been no legal breaches or misdemeanors whose impact could be reflected in the financial reports prepared according to Act C., 2000, On Accounting.

26. We are familiar with the provisions of Act On Money Laundering, and know of its regulations and interpretation.

There are no transactions in the bookkeeping vouchers provided to us and their underlying economic content or in the Company's operation that would indicate the existence of things sourcing from criminal activities.

Including - among others:

- documents embodying property rights,
- dematerialized securities as well.

We declare, furthermore, that no such things which are a result of criminal acts have appeared or been used during our business activity.

27. We are aware of the legal restrictions concerning cash payments (especially provisions of the Act on the rules of Taxation, Act on money laundering ) and of any penalties against them.

**Declaration on litigations**

28. There exist no unenforced claims against the Company that could not have been enforceable according to the opinion of our attorney.

**IT declaration**

29. Accounting records forming the basis of financial information reflect the transactions of our Company and its affiliates (if any) exactly and reliably and in appropriate detail.

30. We confirm that our data processing system is a technologically closed system.

Company seal:

13/13

.....  
signature of company's representative

## 8. The Statement of the Board of Directors

The Board of Directors of TrophyResort Nyrt. ("Issuer") declares that, according to their best knowledge, the annual financial statement and comparative figures have been prepared in accordance with official regulations and the International financial standards.

Annual financial statement gives a true and fair view of Issuer's financial position and his financial performance including a description of the main threats and risks.

On behalf of the The Board of Directors

  
TrophyResort Zrt.  
2038 Sósút, Petőfi Sándor út  
Cg.: 13-10-041236  
adószám: 23705373-2-13  
WEB: www.trophyresort.eu  
2.

Petronella Öregné Kocsis  
Chairman of the Board of Directors TrophyResort Nyrt.

The Board of Directors of TrophyResort Nyrt. ("Issuer") declares that the authorized entity to audit financial statements, Audit Service Kft. which audited annual financial statements, was chosen in accordance with the law regulations and that the entity and the auditors, who audited the financial statements fulfilled the requirements to give impartial and independent opinion about report in accordance with applicable national law and regulations.

On behalf of the The Board of Directors

  
TrophyResort Zrt.  
2038 Sósút, Petőfi Sándor út  
Cg.: 13-10-041236  
adószám: 23705373-2-13  
WEB: www.trophyresort.eu  
2.

Petronella Öregné Kocsis  
Chairman of the Board of Directors TrophyResort Nyrt.