



# LOULIS MILLS S.A.

Reg. No 5067544000

Reg. Address: Municipality of Sourpi, Prefecture of Magnesia (Loulis Port)  
FINANCIAL STATEMENTS AND INFORMATION FOR 2014

The following data and information aim at providing a general overview of the financial status and results of LOULIS MILLS S.A. and LOULIS GROUP OF COMPANIES. Readers, who require a complete picture of the Group's financial status and results, are advised to access the financial statements according to the International Accounting Standards, as well as the audit report by the certified auditor-accountant. In such case, readers may refer to the Company's website, www.loulismills.gr, where such information is posted.

(Amounts in €)

## STATEMENT OF FINANCIAL POSITION

	GROUP		COMPANY	
	31.12.2014	31.12.2013	31.12.2014	31.12.2013
<b>ASSETS</b>				
<b>NON CURRENT ASSETS</b>				
Tangible Fixed Assets	100.645.144	103.361.037	100.645.144	103.361.037
Investment Property	197.268	197.268	197.268	197.268
Other Intangible Assets	241.724	263.768	241.724	263.768
Investment in Subsidiaries	-	-	236.431	236.431
Other Non Current Assets	305.127	184.005	305.127	184.005
	<b>101.389.263</b>	<b>104.006.078</b>	<b>101.625.694</b>	<b>104.242.509</b>
<b>CURRENT ASSETS</b>				
Inventory	22.144.690	18.936.310	22.144.690	18.936.310
Financial Assets	-	-	-	-
Trade Receivables	31.949.837	26.921.866	31.949.837	26.921.866
Derivatives Financial Assets	161.560	-	161.560	-
Other Current Assets	6.414.123	5.935.154	3.879.260	3.109.034
Cash and Cash Equivalents	2.066.486	1.065.399	1.542.071	792.833
	<b>62.736.696</b>	<b>52.858.729</b>	<b>59.677.418</b>	<b>49.760.043</b>
<b>TOTAL ASSETS</b>	<b>164.125.959</b>	<b>156.864.807</b>	<b>161.303.112</b>	<b>154.002.552</b>
<b>EQUITY &amp; LIABILITIES</b>				
Share Capital	16.097.558	10.960.040	16.097.558	10.960.040
Share Premium	38.061.004	38.520.304	38.061.004	38.520.304
Other Reserves	36.142.031	37.418.728	31.818.595	32.952.360
	<b>90.300.593</b>	<b>86.899.072</b>	<b>85.977.157</b>	<b>82.432.704</b>
Non Controlling Interest	(8.249)	-	-	-
<b>Total Equity</b>	<b>90.292.344</b>	<b>86.899.072</b>	<b>85.977.157</b>	<b>82.432.704</b>
<b>LONG TERM LIABILITIES</b>				
Long-Term Loans	9.500.000	15.750.000	9.500.000	15.750.000
Deferred Tax Liabilities	12.393.876	12.368.997	12.393.876	12.368.997
Severance Provisions	637.418	786.610	637.418	786.610
Other Long-term Liabilities	4.261.306	5.502.329	5.944.306	7.185.329
	<b>26.792.600</b>	<b>34.407.936</b>	<b>28.475.600</b>	<b>36.090.936</b>
<b>CURRENT LIABILITIES</b>				
Trade Payables	8.748.910	11.487.556	8.748.910	11.479.377
Short Term Loans	25.777.381	13.901.505	25.777.381	13.901.505
Financial Liabilities	-	-	-	-
Tax Liabilities	2.253.624	3.229.881	2.191.111	3.161.608
Accrued and Other Current Liabilities	10.261.100	6.938.857	10.132.953	6.936.422
	<b>47.041.015</b>	<b>35.557.799</b>	<b>46.850.355</b>	<b>35.478.912</b>
<b>TOTAL EQUITY &amp; LIABILITIES</b>	<b>164.125.959</b>	<b>156.864.807</b>	<b>161.303.112</b>	<b>154.002.552</b>

## STATEMENT OF COMPREHENSIVE INCOME

	GROUP		COMPANY	
	01.01 - 31.12.2014	01.01 - 31.12.2013	01.01 - 31.12.2014	01.01 - 31.12.2013
Sales	88.006.162	93.953.493	88.006.162	93.953.493
Cost of Sales	(68.520.479)	(75.413.829)	(68.520.479)	(75.413.829)
<b>Gross Profit</b>	<b>19.485.683</b>	<b>18.539.664</b>	<b>19.485.683</b>	<b>18.539.664</b>
Other Income	3.582.110	4.449.179	3.582.110	4.449.179
Distribution Expenses	(13.795.758)	(13.889.894)	(13.795.758)	(13.889.894)
Administration Expenses	(3.098.713)	(3.192.904)	(3.098.713)	(3.192.904)
Derivatives Financial Assets	108.710	-	108.710	-
Other Expenses	(728.422)	(965.538)	(728.422)	(965.538)
Interest Income	126.302	141.732	126.302	141.732
Interest Expenses	(2.116.069)	(2.447.503)	(2.116.069)	(2.447.503)
<b>Pre Tax Profit</b>	<b>3.563.843</b>	<b>2.634.736</b>	<b>3.563.843</b>	<b>2.634.736</b>
Income Tax	(213.090)	(6.270.230)	(213.090)	(6.270.230)
<b>Profit After Tax</b>	<b>3.350.753</b>	<b>(3.635.494)</b>	<b>3.350.753</b>	<b>(3.635.494)</b>
<b>Profit from Discontinued Operations</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total Profit for the Year</b>	<b>3.350.753</b>	<b>(3.635.494)</b>	<b>3.350.753</b>	<b>(3.635.494)</b>
Equity Shareholders	3.360.501	(3.635.494)	3.360.501	(3.635.494)
Non Controlling Interest	(9.748)	-	(9.748)	-
<b>Other Comprehensive Income</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Amounts that will not be reclassified to Profit & Loss	163.344	(60.958)	163.344	(60.958)
Remeasurement Gain/Losses	163.344	(60.958)	163.344	(60.958)
Amounts that will be reclassified to Profit & Loss	-	-	-	-
<b>Total Comprehensive Income</b>	<b>3.514.097</b>	<b>(3.696.452)</b>	<b>3.514.097</b>	<b>(3.696.452)</b>
<b>Profit for the Year Attributable to:</b>				
Equity Shareholders	3.523.845	(3.635.494)	3.523.845	(3.635.494)
Non Controlling Interest	(9.748)	-	(9.748)	-
<b>E.P.S.</b>				
Basic	<b>0,1962</b>	<b>(0,2346)</b>	<b>0,1962</b>	<b>(0,2346)</b>
<b>E.P.S. from Continuing Operations</b>				
Basic	<b>0,1962</b>	<b>(0,2346)</b>	<b>0,1962</b>	<b>(0,2346)</b>
<b>Depreciation</b>	<b>3.881.706</b>	<b>3.881.783</b>	<b>3.881.706</b>	<b>3.881.783</b>
<b>E.B.I.T.</b>	<b>5.444.900</b>	<b>4.940.507</b>	<b>5.444.900</b>	<b>4.940.507</b>
<b>E.B.I.T.D.A.</b>	<b>9.326.606</b>	<b>8.822.290</b>	<b>9.326.606</b>	<b>8.822.290</b>

## CASH FLOW STATEMENT

	GROUP		COMPANY	
	31.12.2014	31.12.2013	31.12.2014	31.12.2013
<b>Operating Activities</b>				
Pre tax Profit (Continuing Operations)	3.563.843	2.634.736	3.711.620	2.540.839
Pre tax Profit (Discontinued Operations)	-	-	-	-
Adjustment for:				
Depreciation	3.881.706	3.881.783	3.881.706	3.881.783
Provisions	2.578.057	(4.381.106)	2.342.777	(4.383.028)
Interest Payable	2.116.069	2.447.504	2.114.206	2.442.264
Interest Receivable	(126.302)	(141.732)	(10.218)	(13.561)
<b>Changes in Working Capital:</b>				
Decrease / ( Increase ) of Inventory	(3.208.379)	2.015.654	(3.208.379)	2.015.654
Decrease / ( Increase ) of Receivables	(5.627.504)	(576.819)	(5.919.319)	(434.123)
(Decrease) / Increase of Payables (except loans)	(1.872.161)	(4.541.831)	(1.869.685)	(2.856.293)
<b>Less:</b>				
Interest Paid	(2.115.821)	(2.253.331)	(2.114.206)	(2.248.091)
Tax Paid	(2.373.757)	(2.036.890)	(2.363.100)	(2.031.171)
<b>Total Cash Flow from Operating Activities</b>	<b>(3.184.249)</b>	<b>(2.952.032)</b>	<b>(3.434.598)</b>	<b>(1.085.727)</b>
<b>Investing Activities</b>				
Cash Inflow/(Outflow) from the Sale/Purchase of Financial Instruments	(165.106)	-	(165.106)	-
Purchase of Non Current Assets	(1.176.842)	(857.764)	(1.176.842)	(857.764)
Cash Inflow from the Sale of Non Current Assets	12.100	-	12.100	-
Interest Received	10.218	141.732	10.218	13.561
Dividend Received	-	-	-	-
<b>Total Cash Flow from Investment Activities</b>	<b>(1.319.630)</b>	<b>(716.032)</b>	<b>(1.319.630)</b>	<b>(844.203)</b>
<b>Financing Activities</b>				
Loans Received	11.875.876	-	11.875.876	-
Loans Redeemed	(6.250.000)	(6.559.689)	(6.250.000)	(6.559.689)
Dividend Paid	(122.410)	(15.916)	(122.410)	(15.916)
Cash Inflow/(Outflow) from the Increase/Decrease of the Share Capital	1.500	7.777.781	-	7.777.781
<b>Total Cash Flow from Financing Activities</b>	<b>5.504.966</b>	<b>1.202.176</b>	<b>5.504.466</b>	<b>1.202.176</b>
<b>Total Cash Flow</b>	<b>1.001.087</b>	<b>(2.465.888)</b>	<b>749.238</b>	<b>(727.754)</b>
<b>Cash &amp; Cash Equivalents at the Beginning of the Year</b>	<b>1.065.399</b>	<b>3.531.287</b>	<b>792.833</b>	<b>1.520.587</b>
<b>Cash &amp; Cash Equivalents at the End of the Year</b>	<b>2.066.486</b>	<b>1.065.399</b>	<b>1.542.071</b>	<b>792.833</b>

## ADDITIONAL ELEMENTS AND INFORMATION

1. The companies which have been consolidated in the above financial statements are presented in the following table with the corresponding ownership stakes

COMPANY NAME	DOMICILE - COUNTRY	PARTICIPATION PERCENTAGE	RELATIONSHIP WITH THE PARENT COMPANY	CONSOLIDATION METHOD	UNAUDITED TAX FISCAL YEARS
LOULIS MILLS S.A.	Sourpi Magnesia-Greece	Parent	Parent	-	1
LOULIS INTERNATIONAL FOODS ENTERPRISES BULGARIA Ltd.	Nicosia-Cyprus	100,00%	Direct	Full	7
LAFCO LEADER ASIAN FOOD COMPANY Ltd.	Nicosia-Cyprus	40,00%	Indirect	Full	1
GRINCO HOLDINGS Ltd.	Nicosia-Cyprus	24,00%	Indirect	Full	1

2. The company has applied the same basic accounting principles with the previous year 2014.

3. Tangible assets of Loulis Mills S.A., up to the amount of EUR 38 million, are used as collateral in order to secure bank loans, worth of EUR 14,5 million.

4. There are no under arbitration cases of administrative bodies, which may have a material impact on the financial status of the Company. There are pending judicial cases whose final outcome cannot be predicted at this stage.

Therefore, there is no relevant provision in this Year's financial statements.

5. The headcount as at 31/12/2014 for the Group and the Company is 220, contrary to 213 for the Group and the Company at 31/12/2013.

6. Cumulative sales and purchases from the beginning of the fiscal year and the balances of receivables and liabilities of the Group and the parent company at the end of the current Year that have resulted from the transactions with the related parties, as defined by IAS 24 are as follows:

	GROUP	COMPANY
a) Sales of products and services	0	0
b) Purchases of products and services	0	0
c) Receivables	0	0
d) Liabilities	0	1.683.000
e) Transactions and salaries of managing officers and members of managing boards	591.866	591.866
f) Receivables from managing officers and members of managing boards	1.418	1.418
g) Liabilities to managing officers and members of managing boards	0	0

7. Investments on tangible fixed assets in 2014 reached the amount of EUR 1.177 thousand for the Group and the Company.

8. Since July 2014 the Group company LOULIS INTERNATIONAL FOODS ENTERPRISES BULGARIA Ltd. participates with 40% in the share capital of the Company LAFCO LEADER ASIAN FOOD COMPANY Ltd which in turn holds 60% in the share capital of the Company GRINCO HOLDINGS Ltd. The purpose of the Company GRINCO HOLDINGS Ltd. is to explore, at first, investment opportunities for the Group in India and secondly the construction of a plant in India. The Group fully consolidates both Companies as it has full control over the management decisions.

9. The Extraordinary General Meeting of Shareholders on December 1st, 2014 resolved to increase the share capital by EUR 5.137.518,60 by capitalizing a) formed by n. 2238/1994 tax-free reserves in accordance with Article 72 of Law. 4172 / 2013 of EUR 4.678.218,10 and b) part of the reserve "Difference from issuance of shares above par", the amount of EUR 459.300,50 by increasing the nominal value of each share by EUR 0,30 from EUR 0,64 ie in EUR 0,94. The share capital of the Company amounts to 16.097.558,28 divided into 17.125.062 shares with a nominal value of EUR 0,94 each.

10. The Extraordinary General Meeting held on January 8th, 2015 decided for the share buyback program -in accordance with Article 16 of Law 2190/1920, as amended and in force, Law 3604/2007 which amended the relevant provisions of L.2190 / 20, Regulation 2273/2003 of the European Communities and the Decision 1/503 / 13.3.2009 of the Commission Capital- of up to 10% of the total shares (1.712.506 shares). The purchase price range is determined by one (1) euro up to five (5) euros. The duration of the share buyback program, which will not exceed the 24 month period, has launched on January 8th, 2015, which is the date that the program was approved by the Extraordinary General Meeting of Shareholders, and maturity date on January 7th, 2017. At least 90% of own shares to be purchased (ie 9% of outstanding shares) will be canceled whereas the remaining 10% may be distributed to the staff by a decision of the Board of Directors of the Company.

11. The Extraordinary General Meeting held on January 8th, 2015 decided: a) to increase the share capital by EUR 1.541.255,58 by increasing the nominal value of each share by 0,09 euros -from 0,94 EUR 1,03 euros-by capitalization of reserves "Difference from issuance of shares above par", b) simultaneous equivalent reduction of the share capital by EUR 1.541.255,58 by reducing the nominal value of each share by 0,09 euros -from 1,03 euros- to 0,94 euros- in order to return capital in cash to shareholders and the amendment of Article 5 of the Company Statute. Following the above resolutions of the General Meeting, the Company's share capital amounts to EUR 16.097.558,28, divided into 17.125.062 shares with a nominal value of EUR 0,94 each.

12. On January 27th, 2015 a subsidiary named NutriBakeS SA was established with 100% participation of the company LOULIS MILLS SA and founding capital of EUR 170.000. The purpose of this acquisition is to enter the market of mixtures and raw materials for bakery and confectionery.

13. The Company participated in the share capital increase of the 100% subsidiary «NutriBakeS SA» by 1.071.918 euro, according to the decision of the Extraordinary General Meeting of the subsidiary of February 18th, 2015.

14. On March 17th, 2015 the Company issued a common bond loan of EUR 6 million in order to refinance existing short-term bank loans. The loan's duration is two years and was issued in cooperation with ALPHA BANK SA.

15. The Board of Directors proposes not to distribute dividends from the profits of the year 2014 due to the uncertain economic environment, as well as for reasons of liquidity of the Company. Therefore the distribution of dividend is subject to approval of the Annual General Meeting of Shareholders.

Sourpi Magnesia, March 30th 2015

Chairman of the Board  
Nikolaos Loulis

Vice President & CEO  
Nikolaos Fotopoulos

Chief Accountant  
Ioannis Louloudakis