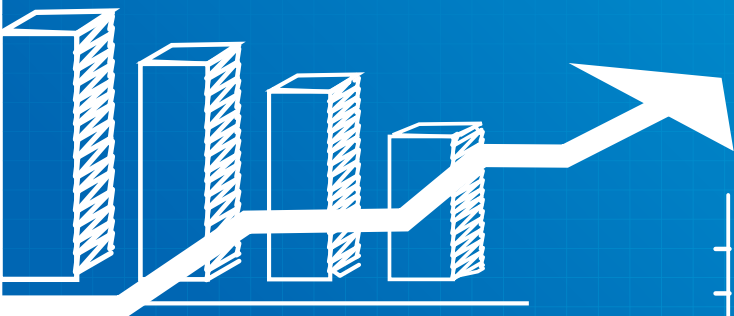
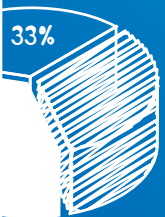


Financial Report 2011

Annual Financial Statements
for the year ended 31 December 2011





Independent Auditor's Report To the Shareholders of PUBLIC GAS COMPANY (DEPA) S.A.

Report on the Stand-alone and Consolidated Financial Statements

We have audited the accompanying stand-alone and consolidated financial statements of PUBLIC GAS COMPANY (DEPA) S.A. (the "Company") which comprise the stand-alone and consolidated statement of financial position as of 31 December 2011 and the stand-alone and consolidated statements of comprehensive income, changes in equity and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Stand-alone and Consolidated Financial Statements

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

Auditor's Responsibility

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



An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the stand-alone and consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the stand-alone and consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the stand-alone and consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company'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 stand-alone and consolidated financial statements.

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

Opinion

In our opinion, the accompanying stand-alone and consolidated financial statements give a true and fair view of the financial position of PUBLIC GAS COMPANY (DEPA) S.A. as of 31 December 2011 and of its financial performance and its cash flows for the year then ended, in accordance with International Financial Reporting Standards as adopted by the European Union.

Emphasis of Matter

We draw attention to Note 30 to the stand alone and consolidated financial statements which describes the uncertainty related to the outcome of an appeal to the arbitration decision filed by the Company concerning a dispute with a client for a term in the sales contract of natural gas. Our opinion is not qualified in respect of this matter.

Report on Other Legal and Regulatory Requirements

We verified that the contents of the Board of Directors' Report are consistent and correspond with the accompanying stand-alone and consolidated financial statements within the scope set by articles 37, 43a and 108 of C.L. 2190/1920.

Athens, 26 April 2012
KPMG Certified Auditors A.E.

Harry Sirounis, Certified Auditor Accountant
AM SOEL 19071



PUBLIC GAS CORPORATION OF GREECE (DEPA S.A.)

Annual Financial Statements for the year ended 31 December 2011

| STATEMENT OF COMPREHENSIVE INCOME | | | | | |
|---|------|--------------------|--------------------|--------------------|--------------------|
| | Note | GROUP | | COMPANY | |
| | | 1/1-31/12/2011 | 1/1-31/12/2010 | 1/1-31/12/2011 | 1/1-31/12/2010 |
| Revenue | 7 | 1,761,093,465 | 1,216,707,517 | 1,734,863,769 | 1,183,633,085 |
| Cost of sales | | (1,417,844,592) | (1,002,198,916) | (1,567,049,388) | (1,083,135,353) |
| Gross profit | | 343,248,873 | 214,508,601 | 167,814,381 | 100,497,732 |
| Administrative expenses | 8 | (37,194,265) | (34,269,279) | (15,437,577) | (14,540,817) |
| Distribution expenses | 9 | (23,006,195) | (16,180,517) | (14,564,558) | (8,751,618) |
| Other operating income/ (expenses),-net | 10 | (61,908,586) | (11,108,047) | (60,540,697) | (4,524,222) |
| Amortization of grants | 14 | 19,326,453 | 9,355,729 | 1,440,245 | 1,282,716 |
| Share of profit/(loss) from equity-accounted investees | 17 | (1,221,388) | (854,167) | - | - |
| Dividends | | - | - | 22,995,623 | 19,968,689 |
| Foreign currency translation differences (losses) / gains | 12 | (11,595,879) | (5,569,865) | (11,635,008) | (5,422,904) |
| Operating Profit | | 227,649,013 | 155,882,455 | 90,072,409 | 88,509,576 |
| Finance costs | 11 | (18,168,574) | (22,411,935) | (4,723,828) | (8,353,940) |
| Finance income | 11 | 35,250,720 | 18,845,844 | 26,968,297 | 13,581,888 |
| Profit before income tax | | 244,731,159 | 152,316,364 | 112,316,878 | 93,737,524 |
| Income tax | 13 | (53,808,682) | (61,522,176) | (17,682,256) | (35,161,107) |
| Profit for the year | | 190,922,477 | 90,794,188 | 94,634,622 | 58,576,417 |
| Other comprehensive income | | - | - | - | - |
| Total comprehensive income for the year | | 190,922,477 | 90,794,188 | 94,634,622 | 58,576,417 |
| Basic and diluted earnings per share (expressed in Euro per share) | | 16.96 | 8.06 | 8.41 | 5.20 |

All amounts are expressed in EUR unless otherwise stated

CASH FLOW STATEMENT

| | GROUP | | COMPANY | |
|---|----------------------|---------------------|----------------------|---------------------|
| | 1/1-31/12/2011 | 1/1-31/12/2010 | 1/1-31/12/2011 | 1/1-31/12/2010 |
| Cash Flows from operating activities: | | | | |
| Profit before income tax | 244.731.159 | 152.316.364 | 112.316.878 | 93.737.524 |
| Adjustments for: | | | | |
| Depreciation and amortisation expenses | 66.714.334 | 65.722.142 | 21.082.846 | 18.942.110 |
| Provisions | 121.906.632 | 93.365.412 | 113.644.012 | 90.001.676 |
| Share of profit/(loss) of equity accounted investees | 1.221.388 | 854.167 | - | - |
| Gains from merged entity for the period 01/04 - 23/12/2010 (before depreciation-amortisation, grants and the deferred tax effect) | - | - | - | (35.407.165) |
| Reversal of write-offs from disposal of fixed assets | 1.695.300 | - | - | - |
| Income from dividends | - | - | (22.995.623) | (19.968.689) |
| (Gains)/losses on sale of property, plant and equipment | (4.495) | 36.595 | 271 | (5.510) |
| Amortisation of grants | (19.326.453) | (9.355.729) | (1.440.245) | (1.282.716) |
| Foreign currency differences | 1.320.900 | (542.532) | 1.348.006 | (542.532) |
| Net finance costs | (17.082.146) | 3.566.091 | (22.244.469) | (5.227.948) |
| Other non-cash movements | 442.780 | | | |
| Amortization of rights of use | (16.489.216) | (11.820.802) | (33.651.495) | (24.124.085) |
| | 385.130.183 | 294.141.708 | 168.060.181 | 116.122.665 |
| Adjustments for changes in working capital or changes related to operating activities: | | | | |
| Decrease/(Increase) in inventories | (3.411.068) | (5.622.922) | (4.578.615) | (5.251.297) |
| Decrease/(Increase) in receivables | (328.086.521) | (58.608.376) | (297.433.733) | 55.467.365 |
| Decrease/(Increase) in long term receivable | (5.498) | 3.665.251 | (6.647) | - |
| (Decrease)/Increase in liabilities (excluding banks) | 9.369.333 | 33.244.124 | 16.716.618 | (67.512.221) |
| Cash generated from operating activities | 62.996.429 | 266.819.785 | (117.242.196) | 98.826.512 |
| Interest and other related expenses paid | (18.708.168) | (14.480.538) | (4.723.828) | (422.544) |
| Taxes paid | (64.027.204) | (95.379.509) | (35.218.693) | (68.170.295) |
| Net Cash from operating activities (a) | (19.738.943) | 156.959.738 | (157.184.717) | 30.233.673 |
| Cash Flows from investing activities: | | | | |
| Investments in subsidiaries, associates, joint ventures and other investments | (3.375.000) | (6.780.000) | (3.050.000) | (6.750.000) |
| Acquisition of property, plant, equipment and intangible assets | (78.954.628) | (100.954.576) | (8.994.963) | (8.432.601) |
| Proceeds from disposal of property, plant and equipment | 4.777 | - | - | 5.551 |
| Dividends received | - | - | 22.995.623 | 19.968.689 |
| Interest received | 29.267.706 | 18.845.844 | 20.985.284 | 13.581.888 |
| Grants received | 2.128.903 | 15.357.734 | 1.279.821 | 3.019.054 |
| Proceeds from return of investment in subsidiary | - | - | 35.700.000 | - |
| Net Cash from investing activities (b) | (50.928.242) | (73.530.998) | 68.915.765 | 21.392.581 |
| Cash Flows from financing activities: | | | | |
| Proceeds from borrowings | - | 34.325.900 | - | - |
| Repayment of borrowings | (40.768.396) | (30.817.259) | - | - |
| Dividends paid | (19.365.396) | (11.033.772) | (19.365.396) | (11.033.772) |
| Net Cash from financing activities (c) | (60.133.792) | (7.525.131) | (19.365.396) | (11.033.772) |
| Net increase / (decrease) in cash and cash equivalents of the year (a)+(b)+(c) | (130.800.977) | 75.903.609 | (107.634.348) | 40.592.482 |
| Cash and cash equivalents at 1 January | 394.120.429 | 318.216.820 | 261.800.519 | 201.139.764 |
| Cash and cash equivalents from the merged entity | - | - | - | 20.068.273 |
| Cash and cash equivalents at 31 December | 263.319.452 | 394.120.429 | 154.166.171 | 261.800.519 |

All amounts are expressed in EUR unless otherwise stated

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

| | Note | GROUP | |
|--------------------------------------|------|----------------------|----------------------|
| | | 31/12/2011 | 31/12/2010 |
| Non-current assets | | | |
| Non-current assets | | | |
| Property, plant and equipment | 15 | 1,940,737,488 | 1,910,971,158 |
| Intangible assets | 16 | 20,806,247 | 20,340,869 |
| Investment in associates | 17 | 8,467,559 | 6,313,948 |
| Other long-term receivables | | 2,186,864 | 793,686 |
| Deferred tax assets | 18 | 58,646,914 | 69,132,234 |
| Total non-current assets | | 2,030,845,072 | 2,007,551,895 |
| Current assets | | | |
| Inventories | 19 | 44.100.056 | 40.667.538 |
| Trade and other receivables | 20 | 548.084.409 | 291.570.203 |
| Cash and cash equivalents | 21 | 263.319.452 | 394.120.429 |
| Total current assets | | 855.503.917 | 726.358.170 |
| TOTAL ASSETS | | 2.886.348.989 | 2.733.910.065 |
| EQUITY | | | |
| Share capital | | | |
| Reserves | 22 | 991.238.046 | 991.238.046 |
| Retained Earnings | 23 | 120.690.501 | 110.684.636 |
| Total Equity | | 391.461.526 | 229.910.310 |
| Σύνολο Ιδίων Κεφαλαίων | | 1.503.390.073 | 1.331.832.992 |
| LIABILITIES | | | |
| Non-current liabilities | | | |
| Loans and borrowings | 25 | 264.698.599 | 303.490.983 |
| Provisions and other liabilities | 28 | 22.539.566 | 19.520.831 |
| Government grants | 27 | 309.512.005 | 327.484.969 |
| Employee benefits | 26 | 22.316.613 | 22.572.404 |
| Other long-term liabilities | 29 | 316.732.711 | 308.646.146 |
| Total non-current liabilities | | 935.799.494 | 981.715.333 |
| Current liabilities | | | |
| Trade and other payables | 30 | 378.129.869 | 330.719.204 |
| Loans and borrowings | 25 | 32.697.264 | 34.673.276 |
| Short-term tax liabilities | | 36.332.289 | 54.969.260 |
| Total current liabilities | | 447.159.422 | 420.361.740 |
| TOTAL LIABILITIES | | 1.382.958.916 | 1.402.077.073 |
| TOTAL EQUITY AND LIABILITIES | | 2.886.348.989 | 2.733.910.065 |

All amounts are expressed in EUR unless otherwise stated

STATEMENT OF FINANCIAL POSITION

| | Note | COMPANY | |
|--------------------------------------|------|----------------------|----------------------|
| | | 31/12/2011 | 31/12/2010 |
| Assets | | | |
| Non-current assets | | | |
| Property, plant and equipment | 15 | 701.965.918 | 670.145.847 |
| Intangible assets | 16 | 3.643.515 | 3.805.698 |
| Investment in subsidiaries | 17 | 955.070.187 | 990.770.186 |
| Investment in associates | 17 | 11.050.000 | 8.000.000 |
| Other long-term receivables | | 236.629 | 229.981 |
| Deferred tax assets | 18 | 49.362.276 | 57.216.570 |
| Total non-current assets | | 1.721.328.525 | 1.730.168.282 |
| Current assets | | | |
| Inventories | 19 | 18.557.903 | 13.979.288 |
| Trade and other receivables | 20 | 508.956.728 | 270.045.816 |
| Cash and cash equivalents | 21 | 154.166.171 | 261.800.519 |
| Total current assets | | 681.680.802 | 545.825.623 |
| TOTAL ASSETS | | 2.403.009.327 | 2.275.993.905 |
| EQUITY | | | |
| Share capital | 22 | 991,238,046 | 991,238,046 |
| Reserves | 23 | 106,589,468 | 101,855,809 |
| Retained Earnings | | 224,952,124 | 154,416,557 |
| Total equity | | 1,322,779,638 | 1,247,510,412 |
| LIABILITIES | | | |
| Non-current liabilities | | | |
| Provisions and other liabilities | 28 | 2,755,717 | 10,360,023 |
| Government grants | 27 | 37,486,297 | 38,424,443 |
| Employee benefits | 26 | 5,693,624 | 6,220,895 |
| Other long-term liabilities | 29 | 610,823,067 | 601,546,902 |
| Total non-current liabilities | | 656,758,705 | 656,552,263 |
| Current liabilities | | | |
| Trade and other payables | 30 | 414,516,663 | 337,974,301 |
| Short-term tax liabilities | | 8,954,321 | 33,956,929 |
| Total current liabilities | | 423,470,984 | 371,931,230 |
| Total liabilities | | 1,080,229,689 | 1,028,483,493 |
| TOTAL EQUITY AND LIABILITIES | | 2,403,009,327 | 2,275,993,905 |

All amounts are expressed in EUR unless otherwise stated

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

| | Share Capital | Statutory Reserve | Properties & other fixed assets acquired free of charge | Reserve due to share capital translation in EUR | Special Reserves | Tax free reserves | Retained Earnings | Total |
|---|--------------------|-------------------|---|---|-------------------|-------------------|--------------------|----------------------|
| Balance at 1 January 2010 | 991,238,046 | 19,760,782 | 448,858 | 12,211 | 81,739,502 | 2,547,601 | 156,325,576 | 1,252,072,576 |
| Profit for the year | - | - | - | - | - | - | 90,794,188 | 90,794,188 |
| Other comprehensive income | - | - | - | - | - | - | - | - |
| Total comprehensive income for the year | - | - | - | - | - | - | 90,794,188 | 90,794,188 |
| Transactions with owners of the Company, recognised directly in equity: | | | | | | | | |
| Transfer to reserves | - | 6,175,682 | - | - | - | - | (6,175,682) | - |
| Dividends for 2009 | - | - | - | - | - | - | (11,033,772) | (11,033,772) |
| Total contribution by and distributions to owners of the Company | - | 6,175,682 | - | - | - | - | (17,209,454) | (11,033,772) |
| Balance at 31 December 2010 | 991,238,046 | 25,936,464 | 448,858 | 12,211 | 81,739,502 | 2,547,601 | 229,910,310 | 1,331,832,992 |
| Balance at 1 January 2011 | 991,238,046 | 25,936,464 | 448,858 | 12,211 | 81,739,502 | 2,547,601 | 229,910,310 | 1,331,832,992 |
| Profit for the year | - | - | - | - | - | - | 190,922,477 | 190,922,477 |
| Other comprehensive income | - | - | - | - | - | - | - | - |
| Total comprehensive income for the year | - | - | - | - | - | - | 190,922,477 | 190,922,477 |
| Transactions with owners of the Company, recognised directly in equity: | | | | | | | | |
| Transfer to reserves | - | 9,772,206 | - | 17 | - | 233,642 | (10,005,865) | - |
| Dividends for 2010 | - | - | - | - | - | - | (19,365,396) | (19,365,396) |
| Total contribution by and distributions to owners of the Company | - | 9,772,206 | - | 17 | - | 233,642 | (29,371,261) | (19,365,396) |
| Balance at 31 December 2011 | 991,238,046 | 35,708,670 | 448,858 | 12,228 | 81,739,502 | 2,781,243 | 391,461,526 | 1,503,390,073 |

All amounts are expressed in EUR unless otherwise stated

COMPANY'S STATEMENT OF CHANGES IN EQUITY

| | Share Capital | Statutory Reserve | Reserve due to share capital translation in EUR | Special Reserves | Tax free reserves | Retained Earnings | Total |
|---|--------------------|-------------------|---|-------------------|-------------------|--------------------|----------------------|
| Balance at 1 January 2010 | 991,238,046 | 13,835,252 | 12,211 | 81,590,629 | 2,272,407 | 46,544,394 | 1,135,492,939 |
| Profit for the year | - | - | - | - | - | 58,576,417 | 58,576,417 |
| Other comprehensive income | - | - | - | - | - | - | - |
| Total comprehensive income for the year | - | - | - | - | - | 58,576,417 | 58,576,417 |
| Transactions with owners of the Company, recognised directly in equity: | | | | | | | |
| Transfer to reserves | - | 3,565,000 | - | - | - | (3,565,000) | - |
| Dividends for 2009 | - | - | - | - | - | (11,033,772) | (11,033,772) |
| Merger with EDA | - | 112,232 | - | 148,664 | 319,314 | 63,894,519 | 64,474,829 |
| Total contribution by and distributions to owners of the Company | - | 3,677,332 | - | 148,664 | 319,314 | 49,295,747 | 53,441,057 |
| Balance at 31 December 2010 | 991,238,046 | 17,512,584 | 12,211 | 81,739,293 | 2,591,721 | 154,416,557 | 1,247,510,412 |
| Balance at 1 January 2011 | 991,238,046 | 17,512,584 | 12,211 | 81,739,293 | 2,591,721 | 154,416,557 | 1,247,510,412 |
| Profit for the year | - | - | - | - | - | 94,634,622 | 94,634,622 |
| Other comprehensive income | - | - | - | - | - | - | - |
| Total comprehensive income for the year | - | - | - | - | - | 94,634,622 | 94,634,622 |
| Transactions with owners of the Company, recognised directly in equity: | | | | | | | |
| Transfer to reserves | - | 4,500,000 | 17 | - | 233,642 | (4,733,659) | - |
| Dividends for 2010 | - | - | - | - | - | (19,365,396) | (19,365,396) |
| Total contribution by and distributions to owners of the Company | - | 4,500,000 | 17 | - | 233,642 | (24,099,055) | (19,365,396) |
| Balance at 31 December 2011 | 991,238,046 | 22,012,584 | 12,228 | 81,739,293 | 2,825,363 | 224,952,124 | 1,322,779,638 |

All amounts are expressed in EUR unless otherwise stated

