



NBG FACTORS

# Annual Financial Report

## 31 December 2016

In accordance with the International Financial Reporting Standards

Athens, May 2017

# Table of Contents

Board of Directors' Annual report.....	3	NOTE 12: Software and other intangible assets.....	29
Independent Auditor's Report .....	8	NOTE 13: Property and equipment .....	30
Statement of Total Comprehensive Income.....	10	NOTE 14: Deferred tax assets and liabilities .....	31
Statement of Financial Position .....	11	NOTE 15: Other assets .....	32
Statement of Changes in Equity .....	12	NOTE 16: Due to banks (or financial institutions) .....	32
Cash Flow Statement .....	13	NOTE 17: Debt securities in issue .....	32
NOTE 1: General Information .....	14	NOTE 18: Due to customers .....	33
NOTE 2: Summary of significant accounting policies .....	14	NOTE 19: Retirement benefit obligations .....	33
2.1 Basis of Preparation .....	14	NOTE 20: Other liabilities .....	34
2.2 Going Concern .....	14	NOTE 21: Share capital and share premium .....	34
2.3 Adoption of International Financial Reporting Standards (IFRS) .....	16	NOTE 22: Reserves .....	35
2.4 Foreign currency transactions.....	21	NOTE 23: Retained earnings.....	35
2.5 Financial assets and liabilities .....	21	NOTE 24: Tax effects relating to other comprehensive income / (expense) for the period.....	35
2.6 Loans and advances to customers.....	21	NOTE 25: Fair value of financial instruments .....	35
2.7 Allowance for Impairment on loans and advances to customers ...	21	NOTE 26: Contingent liabilities and commitments .....	36
2.8 Derecognition .....	22	NOTE 27: Risk management .....	37
2.9 Offsetting.....	22	27.1 Credit risk .....	37
2.10 Interest income and expense .....	23	27.2 Market risk.....	39
2.11 Fees and commissions .....	23	27.2.1 Currency risk .....	39
2.12 Property and equipment.....	23	27.2.2 Interest rate risk .....	39
2.13 Software and other intangible assets .....	23	27.2.3 Pricing risk .....	40
2.14 Leases.....	23	27.3 Liquidity risk .....	40
2.15 Cash and cash equivalents .....	24	27.4 Operational risk.....	41
2.16 Provisions .....	24	27.5 Capital adequacy .....	41
2.17 Employee benefits .....	24	NOTE 28: Independent auditor's fees.....	41
2.18 Income taxes .....	24	NOTE 29: Related party transactions.....	42
2.19 Debt securities in issue and other borrowed funds .....	25	NOTE 30: Events after the reporting period .....	43
2.20 Share capital .....	25		
2.21 Related party transactions .....	25		
NOTE 3: Critical judgments and estimates .....	25		
NOTE 4: Net interest income .....	26		
NOTE 5: Net fee and commission income .....	26		
NOTE 6: Personnel expenses .....	26		
NOTE 7: General, administrative & other operating expenses .....	27		
NOTE 8: Credit provisions .....	27		
NOTE 9: Tax expense .....	27		
NOTE 10: Cash and balances with banks .....	28		
NOTE 11: Loans and advances to customers .....	29		

### Board of Directors Annual Report on the Financial Statements of Ethniki Factors S.A. for the financial year 2016

According to the provisions of Company's Act and Company's Articles of Association, the activities of the Company during its eighth financial year which covers the period from 1 January to 31 December 2016 are presented below.

#### Financial position and comprehensive income of the Company

The main activities of the Company for the period from 1 January to 31 December 2016 were oriented on maintaining and broadening its high quality portfolio clientele basis, the empowerment of synergies with Parent Bank "National Bank of Greece S.A." providing constantly a broad range of Factoring services despite the continued special conditions of the Greek economy.

On 31 December 2016 Company's loans and advances to customers, amounted to €291,340.2, whereas total Factoring volume amounted to €2,173,409.6 thousand against €2,480,670.7 thousand in 2015, due to reduction in cooperation with some large customers. Profit before tax for the period amounted to €16,182.0 thousand against €9,475.8 thousand in 2015 (increase 70.8%) and profit after tax improved to €11,485 against €6,577.2 thousand in 2015 (increase 74.6%), mainly due to the reversal of credit provisions.

Company's capital adequacy is being monitored by Bank of Greece which is responsible for collecting necessary reporting data, in accordance with the Bank of Greece Governor's Act 2640/18.01.2011 (as it has been replaced by Bank of Greece Governor's Act 2651/20.1.2012). The calculation of capital adequacy, from 1 January 2010, regarding Factoring Companies is carried out under the new monitoring framework of Basel II, and the Law 3601/2007 as in force with the Bank of Greece Governor's Act 2622/21.12.2009.

In 2016 the capital adequacy ratios of basic and total equity amounted to 19.45% against 11.22% in 2015.

The Company during its eighth financial year charged additional credit provisions of €40.0 thousand whereas reversed an amount of €3,908.1 thousand related to court decision which provides the opening of rehabilitation agreement and approved its content related to the business transfer agreement concluded between the "entity" and its creditors. Among its creditors is the Company, part of its assets and liabilities were transferred to a third newly established company, which undertook to repay Company's claims. For these claims, that are expected to be repaid by 30 June 2017, the Company had charged an increased provision in the previous years, due to the pending status of the trial. Total credit provisions charged in statement of financial position amounted to €2,366.9 thousand. Management believes that the accumulated allowance for loan losses clearly reflect the real situation at that particular time.

The Company's total income in 2016 amounted to €14,243.6 thousand (2015: €15,144.7 thousand) resulting in a decrease of 5.9%. Moreover, an amount of €9,647.8 thousand relates to net interest income (2015: €10,854.7 thousand decrease 11.1%) and an amount of €4,595.5 thousand relates to net commission income (2015: €4,289.3 thousand increase 7.1%). The decrease to net interest income is due to negative impact of the reduction for factoring volumes to some large customers. As stated above, in the financial year of 2016, the Company reversed an amount of €3,868.1 of credit provisions against charged credit provisions amounted to €3,764.1 for 2015. Total expenses, amounted to €1,929.8 thousand (increase 1.3%) of which €896.8 thousand (increase 5.8%) relate to personnel expenses and the remaining amount of €1,033.0 thousand (decrease 2.3%) relates to other administrative and operating expenses (office rentals, marketing expenses, third party expenses, depreciation of property & equipment, amortization of intangible assets etc). Thus the total expenses (excluding credit provisions) over the total income ratio stood at 13.5% compared with 12.6% for 2015.

#### Going Concern

The Company as a 100.0% subsidiary of the National Bank of Greece maintains significant synergies both with its parent Bank and also with the other companies of the NBG Group. Those synergies mainly relate to a) Company's funding for new factoring financing, b) business development and client credit assessment and c) various operational issues. As a result the Company highly correlates its operations to its parent Bank strategy.

Total Eurosystem funding to parent Bank was significantly reduced as of 31 March 2017 to €10.2 billion (31 December 2016: €12.3 billion), of which €4.6 billion from ECB (31 December 2016: €6.7 billion) and €5.6 billion from ELA (31 December 2016: €5.6 billion). Furthermore, as of 31 March 2017 the parent Bank had entered into new repurchase transactions with financial institutions of €5.2 billion, while the parent Bank's ELA liquidity buffer stood at €8.4 billion (cash value). As of 15 May 2017, Eurosystem funding to parent Bank increased to €10.8 billion, while ELA remained stable to €5.6 billion and the liquidity buffer amounted to €8.5 billion (cash value).

## Macroeconomic developments

The Greek economy stabilized in 2016 with real Gross Domestic Product (“GDP”) remaining flat on an annual basis (0.0% year-over-year (“y-o-y”)), over performing compared to official forecasts for an annual recession of –0.3%. This development followed a full year contraction of GDP of 0.3% in 2015, which has also been significantly milder than the gloomy forecasts published in the third quarter of 2015, following the imposition of capital controls and the three week bank holiday in July 2015. Similarly, deflation pressures receded with the GDP deflator increasing by 0.1%, y-o-y, in 2016 following an annual average decline of –1.5% in 2012-2015. The significant improvement in economic sentiment and the inflows of the Third Program funding contributed to the stabilization of the economy, which has been supported by the increase in private consumption of 1.4%, y-o-y and the stabilization in fixed capital investment in 2016. On the same note, economic activity is expected to gain further traction in 2017 with real GDP growth reaching +2.1%, y-o-y, on average, according to the latest estimates of the European Commission and the International Monetary Fund (the “IMF”).

On the fiscal front, Greece has over performed in comparison with the Third Program target in 2016, for a second consecutive year, following the achievement of a primary surplus of 0.5% of GDP in General Government budget in 2015 (excluding the net fiscal impact of banking system support), compared to a targeted deficit of 0.25%. Accordingly, the General Government Primary Surplus as well, reached 4.2% of GDP, according to program definition in 2016 over performing strongly compared to the upwardly revised Government budget target of 1.1% of GDP and a Program target of 0.5% of GDP for the same year. This over performance increases the credibility of the adjustment effort for 2017 when the respective Program target for the primary surplus is 1.75% of GDP.

It should be noted that the Eurogroup on 25 May, 2016 agreed on a contingency fiscal mechanism as a prerequisite for the successful completion of the first review of the Third Program and the Greek government legislated this mechanism in May 2016, with a view to enhance longer-term credibility by ensuring the sustainable achievement of future fiscal targets. This mechanism provides for automatic triggering of a set of corrective measures in the case of objective evidence that there is a failure to meet the annual primary surplus targets according to the Program. After the successful evaluation of Greece’s progress in implementing agreed actions and reforms under the first review of the Third Program—and the concomitant approval by the Eurogroup on 25 May, 2016 in liaison with the European Central Bank and the Board of Governors of the European Stability Mechanism (“ESM”)—Greece and the European Commission signed a Supplemental Memorandum of Understanding (on June 16, 2016), which updated the conditionality of the Memorandum of Understanding (“MoU”) of August 2015, as well as reviewed the progress in the implementation of the Third Program. The completion of the first review led to the disbursement of the second tranche that amounted to €10.3 billion in several instalments between June and October 2016. More specifically, €7.5 billion were disbursed in June 2016 for debt servicing needs and arrears clearance, whereas the remaining instalments of €1.1 billion and €1.7 billion were released in October 2016 following positive reporting by the European institutions for the clearance of net arrears and the successful completion of a number of milestones.

Furthermore, the Eurogroup of 25 May, 2016 committed to provide new conditional concessions with a view to ensure debt sustainability by agreeing on a package of debt measures which will be phased in progressively and subject to the pre-defined conditionality under the ESM Program. These measures include, inter alia, a smoothing of payment profiles and design of other debt-management and re-profiling measures in the short, medium and long-run aiming at extending further the effective maturities, lower medium-to-longer-term debt servicing costs and effectively reduce the net present value of the outstanding Greek debt.

In this context, the Eurogroup of 5 December, 2016 endorsed the implementation since early 2017 of the short-term debt relief measures which mainly include: i) a smoothing of future debt repayments profile through the lengthening of the repayment schedule of official loans from the European Financial Stability Facility (“EFSF”) to 32.5 years from the existing 28 years, ii) a reduction of interest rate risk through debt swaps by the ESM with a view to stabilize the ESM’s overall cost of funding and, thus, reduce the risk that Greece would have to pay higher interest rates on its loans in the future. iii) The ESM has decided to finance its future disbursements to Greece under the Third Program with the issuance of long-term notes that closely match the maturities of loans to Greece, stabilizing the related interest rate costs for Greece.

The delay in completing the second review of the Third Program may delay or weaken the anticipated recovery of the Greek economy, impede the NPE reduction trend and the return of deposits. Negotiations for the conclusion of the second review of the Third Program that started in October 2016 have not been completed by the date of this Annual Report, but the agreement in principle reached by the Eurogroup on 7 April, 2017 and the achievement of a supplementary agreement on 1 May, 2017 over the specific conditions that underlie the completion of the second review (including the legislation of additional fiscal consolidation measures), pave the way for the achievement of a staff level agreement.

Following the legislation of a comprehensive set of measures that underlie Greece’s medium term fiscal strategy, in the Eurogroup of 22 May, 2017, the euro finance ministers welcomed the substantial progress made towards the completion of the second review of the Third Program, which will ultimately lead to the approval of the next

disbursement before summer. However, the Eurogroup did not reach a deal on a detailed-enough debt relief plan for the IMF to be able to formally join the Program. According to the remarks of the Eurogroup President, Greece and its official lenders will try to come to a definite conclusion as regards the issue of debt sustainability and the potential provision of additional relief in the Hellenic Republic's debt servicing costs in the following Eurogroup meeting in 15 June, 2017.

Once there is a staff-level agreement, there is expected to be a political accord at a Eurogroup level that will approve the necessary financial support and, potentially, provide more information on the issue of the implementation of medium-term debt relief measures. The timely completion of the second review of the Third Program, which is expected to unlock additional funding resources of at least €6.1 billion in 2017 (of which about €1.0 billion will be used for arrears clearance), is expected to provide a considerable boost in activity and economic confidence and more than compensate for the drag from the new fiscal measures. A potential participation of Greek assets in the ECB's quantitative easing (Public Sector Purchase Programme) during 2017 would accelerate the improvement in liquidity conditions and support further economic confidence and activity.

### **Going concern conclusion**

Management of the parent Bank concluded that is a going concern after considering (a) the recent developments regarding the Greek economy and the latest estimates regarding macroeconomic indicators, (b) its current access to the Eurosystem facilities, (c) the parent Bank's and the Group's CET1 ratio of 31 March 2017 and (d) the expected positive impact from the remaining actions concerning the parent's Bank Restructuring Plan.

Due to the fact that the parent Bank prepares its financial statements with the going concern assumption, management of the Company believes that is well positioned to adequately support its business plan over the coming year (2017) and for this reason prepared its own financial statements on a going concern basis.

### **Management actions during 2016 and for the first five months of 2017**

During the eighth financial year the actions of the management were focused on maintaining and expanding Company's "high quality" client portfolio, offering a wide range of "Factoring" services and supporting its existing clients under the special conditions of the capital controls imposition.

The Company's course of business is mainly developed through Recourse Factoring services aiming to provide customers liquidity while maintaining credit risk in acceptable low levels. In addition, regarding the support of export companies, Company's turnover related to international factoring amounted to €229,546.7 thousand of which amount of €148,698.5 thousand relates to direct export factoring and €80,848.2 thousand relates to factoring was executed via the two-factor system. Finally, out of total Company's turnover, reverse factoring turnover has increased by 22.2%, amounted to €146,382.6 thousand against €119,745.4 thousand of 2015.

In first months of 2015, Company also applied a detailed pricing model for corporate customers while processing on further optimization.

During 2016 the NBG Group Internal Audit Division performed an internal audit concerning the procedures on Corporate Governance.

The reports of the aforementioned audits and the progress on findings' settlement are periodically communicated to Board of Directors.

Since November 2009 the Company is, an inaugural member of Hellenic Factors Association represented in its Board of Directors. Furthermore, the Company is a full member of international factoring association "Factors Chain International" "FCI", since 2009, which counts more than 400 members in 90 different countries.

### **Factoring market evolution**

According to Hellenic Factoring Association, during 2016 factoring turnover in Greece amounted to €12.8 billion against €12.9 billion of 2015 slightly decreased by 0.8%. Furthermore, according to "EU Federation for the Factoring and Commercial Finance Industry" "EUF" factoring turnover in Greece reached to 7.3% of GDP remaining at the same level as in 2015. The stabilization of factoring turnover reflects the strong demand for Factoring as financial instrument providing continuous liquidity and exploitation of total assets, both from corporate customers, and from Systemic Banks which operate in this market via their factoring subsidiaries. Lastly, for 2016 Ethniki's Factors market share stood to 17.1% (2015: 19.3%).

For 2016 the global market according to "FCI" managed a slightly decrease of 0.4% against 2015 in factoring turnover amounted to €2.4 trillion, whereas according to "EUF" European market reached to €1.5 trillion increased by 6.4% year-over-year ("y-o-y"). However, an important factor is the average penetration rate of Factoring turnover in European GDP that stands at 10.2%, reflecting the positive prospects for Greek factoring market.

# Board of Directors Annual Report

## Events after the reporting period

There are no significant events after the reporting period.

## Risk Management

The Company adopts the Risk Management Policies of the Group. National Bank of Greece Group operates in a fast growing and changing environment and acknowledges its exposure to banking risks as well as the need for effective risk management. Efficient risk management and control reflect NBG Group commitment to achieve high returns for its shareholders.

### Credit Risk

Credit risk arises from an obligor's (or group of obligors) failure to meet the terms of any contract established with the Company. Ethniki Factors faces a concentration of credit risk as far as cash and cash equivalents and loans and advances to customers arising from factoring contracts. This is the most important risk for the Company. Credit risk processes are conducted in cooperation with parent Bank under the framework of the contractual management of this risk. The credit risk procedures established for the Company are coordinated by the Group Risk Control & Architecture Division. The Group's credit granting processes include:

- Credit-granting criteria based on the particular target market, the borrower or counterparty, as well as the purpose and structure of the credit and its source of repayment.
- Credit limits that aggregate in a comparable and meaningful manner different types of exposure, at various levels.
- Clearly established procedures for approving new credits as well as the amendment, renewal and re-financing of existing credits.

The Group maintains on-going credit administration, measurement and monitoring processes, including in particular:

- Documented credit risk policies.
- Internal risk rating systems.
- Information systems and analytical techniques that enable measurement of credit risk inherent in all relevant activities.

The Group's internal controls that are implemented for the credit risk related processes include:

- Proper management of the credit-granting functions.
- Periodical and timely remedial actions on deteriorating credits.
- Independent, ongoing assessment of the credit risk management processes by Internal Audit, covering in particular the credit risk systems/models employed by the Group.

### Operational risk

Operational risk is defined as the current or future risk on the Company's earnings and capital arising from inadequate or ineffective internal procedures, from insufficient management of Human Resources or from external factors.

The Company, acknowledging the importance of operational risk, has established and maintained a firm wide and effective, high quality framework for its management.

The Company has outsourced to its parent Bank responsibilities related to operational risk management. Since 2010, the Company has developed an Operational Risk Management Framework (ORMF) considering qualitative and quantitative criteria of Standardised Approach.

During 2016 the annual cycle of ORMF was implemented using the OpVar application developed by Algorithmics company.

Especially, in the context of ORMF implementation conducted the following procedures:

- The identification, assessment and monitoring of operational risks (Risk Control Self-Assessment);
- The determination of Action Plans for their mitigation
- The collection of operational risk loss events

### Liquidity risk

Liquidity risk is defined as the current or prospective risk to earnings and capital arising from the institution's inability to meet its liabilities when they come due without incurring unacceptable losses.

It reflects the potential mismatch between incoming and outgoing payments, taking into account unexpected delays in repayments (term liquidity risk) or unexpectedly high outflows (withdrawal/call risk). Liquidity risk

## Board of Directors Annual Report

involves both the risk of unexpected increases in the cost of funding of the portfolio of assets at appropriate maturities and rates, and the risk of being unable to liquidate a position in a timely manner and on reasonable terms.

The Company's principal sources of liquidity are from subordinated bond loans agreements and overdraft accounts with its parent Bank and other affiliate companies of NBG Group. The parent Bank has stated its intention to meet the Company's liquidity needs for the fiscal year of 2017.

### 2017 Perspectives

The official projections for a strong economic recovery in 2017 and 2018 of 2.7% and 2.9% y-o-y respectively, on average (Sources: EU Commission Winter Forecast, February 2017 and IMF Country Report No. 17/40, February 2017) are expected to be primarily based on the improving conditions in specific segments of the business sector that survived the crisis, a sustainable increase in employment and a bottoming of hourly wages which will result into higher disposable income.

The recovery is estimated to be supported by: i) improving sentiment compared to the previous year; ii) positive tourism (as indicated by the positive trends in early bookings for 2017) and improving goods' export trends, iii) accelerating business and public investment activity supported by inflows of program funding and EU structural funds, iv) a further normalization in liquidity conditions (reflecting, inter alia, additional progress in the clearance of government arrears) and v) an expected further easing of capital controls.

The timely completion of the second review of the Third Program, which will unlock additional funding resources of at least €6.1 billion in 2017 (of which about €1.0 billion will be used for arrears clearance), is expected to provide a considerable boost in activity and economic confidence and more than compensate for the drag from the new fiscal measures. A potential participation of Greek assets in the ECB's quantitative easing (Public Sector Purchase Programme ("PSPP")) during 2017 would accelerate the improvement in liquidity conditions and support further economic confidence and activity.

In the belief that the required stability in the economic environment should improve in 2017, factoring activities is expected to recover positive sign. The gradual development of the Greek economy will also contribute positively to factoring expansion. Strategic planning for banking groups will continue for 2017 using Factoring as a financial instrument funding business clientele as a popular alternative liquidity solution. Domestic factoring market is expected to expand as a result of Systemic Banks credit expansion policy with highly secured collateralized assets. Therefore, according to our estimations for 2017, we predict that Greek Factoring market will be further increased to approximately 2.0% - 3.0%.

Among the strategic goals of the Company for the financial year 2017 are the following:

1. To enhance targeted clientele basis according to the parent's company, National Bank of Greece S.A. credit policies, operations and procedures.
2. To maintain limited non performing advances.
3. To further enhance market share and increase robust profitability.
4. To maintain an efficient cost to income ratio
5. To develop International and Reverse Factoring activities.
6. To focus on employees development and training
7. To improve financial risk management practices and minimize financial and operating risks.
8. To upgrade and modernize Company's Operations and Processes in order to improve supplied services to business clientele.

### Dividend Policy

The Management will propose to the Annual General Assembly of the shareholders to approve the appropriation of amount €574.5 thousand as a statutory reserve according to provisions of Company Law 2190/1920 and the distribution of dividend of €10,000 thousand from current and past year's profits. This decision is subject to the approval from the Annual General Assembly of the Shareholders.

Athens, 26 May 2017

The Chairman of the Board of Directors  
Theofanis Panagiotopoulos



## TRANSLATION

### Independent Auditor's Report

To the Shareholders of  
"ETHNIKI FACTORS S.A."

#### Report on the Financial Statements

We have audited the accompanying financial statements of "ETHNIKI FACTORS S.A." (the "Entity"), which comprise the Statement of Financial Position as of December 31, 2016, the Statements of Total Comprehensive Income, Changes in Equity and Cash Flows for the year then ended, as well as a summary of significant accounting policies and other explanatory notes.

#### Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards as endorsed by the European Union, and for such internal controls as management determines are necessary to enable the preparation of the 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 International Standards on Auditing that have been transposed into the Greek Law (Official Government Gazette/B'/2848/23.10.2012). Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance as to 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 controls relevant to the Entity's preparation and fair presentation of the 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 Entity's internal controls. 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 accompanying financial statements present fairly, in all material respects, the financial position of "ETHNIKI FACTORS S.A." as at December 31, 2016, its financial performance and cash flows for the year then ended in accordance with the International Financial Reporting Standards as endorsed by the European Union.



# Independent Auditor's Report

## Report on Other Legal and Regulatory Requirements

Taking into consideration, that management is responsible for the preparation of the Board of Directors' Report according to the provisions of paragraph 5 art. 2 of Law 4336/2016 (part B), we note the following:

- a) In our opinion, the Board of Directors' report has been prepared in accordance with the applicable legal requirements of articles 43a of the Greek Company Law 2190/1920 and its content is consistent with the accompanying financial statements for the year ended December 31, 2016.
- b) Based on the knowledge we obtained during our audit of "ETHNIKI FACTORS SA" and its environment, we have not identified any material inconsistencies in the Board of Directors' report.

Athens, May 26, 2017

Beate Randulf  
Reg. No. SOEL: 37541

**Deloitte** Certified Public Accountants S.A.  
3a Fragkoklissias & Granikou Str.  
GR-151 25 Maroussi, Athens, Greece  
Reg. No. SOEL: E. 120

# Statement of Total Comprehensive Income

For the period ended 31 December 2016

Amounts in €	Note	01.01.2016 - 31.12.2016	01.01.2015 - 31.12.2015
Interest and similar income	4	16.807.299	20.812.810
Interest expense and similar charges	4	(7.159.484)	(9.958.137)
<b>Net Interest Income</b>		<b>9.647.815</b>	<b>10.854.673</b>
Fee and commission income	5	6.839.968	6.969.281
Commission expense	5	(2.244.443)	(2.679.954)
<b>Net fee and commission income</b>		<b>4.595.525</b>	<b>4.289.327</b>
Net trading income		250	697
<b>Total Income</b>		<b>14.243.590</b>	<b>15.144.697</b>
Personnel expenses	6	(896.776)	(847.302)
General, administrative and other operating expenses	7	(976.387)	(1.016.298)
Amortization of intangible assets	12	(39.958)	(39.957)
Depreciation of property and equipment	13	(16.661)	(1.190)
Credit provisions	8	3.868.150	(3.764.126)
<b>Total gains / (expenses)</b>		<b>1.938.368</b>	<b>(5.668.873)</b>
<b>Profit before tax</b>		<b>16.181.958</b>	<b>9.475.824</b>
Tax expense	9	(4.696.960)	(2.898.650)
<b>Profit for the period</b>		<b>11.484.998</b>	<b>6.577.174</b>
<b>Other comprehensive income, net of tax :</b>			
<b>Items that will not be reclassified subsequently to profit or loss:</b>			
Employee benefits			
<b>Other comprehensive income for the period, net of tax :</b>		(15.020)	7.750
<b>Total comprehensive income for the period</b>		<b>(15.020)</b>	<b>7.750</b>
<b>Other comprehensive income, net of tax :</b>		<b>11.469.978</b>	<b>6.584.924</b>

Athens, 26 May 2017

THE CHAIRMAN

THE CHIEF EXECUTIVE  
OFFICER

THE HEAD OF  
FINANCIAL SERVICES

THEOFANIS PANAGIOTOPOULOS  
No of Passport ID AE3595802

ALEXANDROS KONTOPOULOS  
No of Pol. Identity X 549459

PANAGIOTIS MAVRAGANIS  
No of Pol. Identity X 010495

# Statement of Financial Position

as at 31 December 2016

Amounts in €	Note	31.12.2016	31.12.2015
<b>ASSETS</b>			
Cash and balances with banks	10	4.233.328	9.614.378
Loans and advances to customers	11	291.340.237	408.402.394
Software and other intangible assets	12	339.021	378.979
Property and equipment	13	4.162	4.962
Current income tax advance	9	124.412	-
Other assets	15	22.850	22.850
<b>Total assets</b>		<b>296.064.010</b>	<b>418.423.563</b>
<b>LIABILITIES</b>			
Due to banks	16	28.790.583	4.046.500
Debt securities in issue	17	185.017.472	335.010.174
Due to customers	18	4.788.234	6.615.411
Current income tax liabilities	9	-	144.499
Deferred tax liabilities	14	3.597.629	1.773.624
Retirement benefit obligations	19	96.095	64.366
Other liabilities	20	1.631.736	2.096.706
<b>Total liabilities</b>		<b>223.921.749</b>	<b>349.751.280</b>
<b>ΙΔΙΑ ΚΕΦΑΛΑΙΑ</b>			
Share capital	21	20.000.000	20.000.000
Share premium	21	30.000.000	30.000.000
Reserves	22	2.122.067	1.808.228
Retained earnings	23	20.020.194	16.864.055
<b>Total Shareholders' Equity</b>		<b>72.142.261</b>	<b>68.672.283</b>
<b>Total Liabilities and Equity</b>		<b>296.064.010</b>	<b>418.423.563</b>

Athens, 26 May 2017

THE CHAIRMAN

THE CHIEF EXECUTIVE  
OFFICER

THE HEAD OF  
FINANCIAL SERVICES

THEOFANIS PANAGIOTOPOULOS  
No of Passport ID AE3595802

ALEXANDROS KONTOPOULOS  
No of Pol. Identity X 549459

PANAGIOTIS MAVRAGANIS  
No of Pol. Identity X 010495

# Statement of Changes in Equity

For the period ended 31 December 2016

Amounts in €	Share Capital	Share Premium	Defined benefit plans	Statutory Reserve	Retained earnings	Total
<b>Balance at 1 January 2015</b>	<b>20.000.000</b>	<b>30.000.000</b>	<b>(14.599)</b>	<b>1.333.062</b>	<b>22.768.896</b>	<b>74.087.359</b>
Other comprehensive income	-	-	7.750	-	-	7.750
Profit for the period	-	-	-	-	6.577.174	6.577.174
Dividends paid	-	-	-	-	(12.000.000)	(12.000.000)
Statutory reserve	-	-	-	482.015	(482.015)	-
<b>Balance at 31 December 2015 &amp; at 1 January 2016</b>	<b>20.000.000</b>	<b>30.000.000</b>	<b>(6.849)</b>	<b>1.815.077</b>	<b>16.864.055</b>	<b>68.672.283</b>
Other comprehensive income	-	-	(15.020)	-	-	(15.020)
Profit for the period	-	-	-	-	11.484.998	11.484.998
Dividends paid	-	-	-	-	(8.000.000)	(8.000.000)
Statutory reserve	-	-	-	328.859	(328.859)	-
<b>Balance at 31 December 2016</b>	<b>20.000.000</b>	<b>30.000.000</b>	<b>(21.869)</b>	<b>2.143.936</b>	<b>20.020.194</b>	<b>72.142.261</b>

Athens, 26 May 2017

THE CHAIRMAN

THE CHIEF EXECUTIVE  
OFFICER

THE HEAD OF  
FINANCIAL SERVICES

THEOFANIS PANAGIOTOPOULOS  
No of Passport ID AE3595802

ALEXANDROS KONTOPOULOS  
No of Pol. Identity X 549459

PANAGIOTIS MAVRAGANIS  
No of Pol. Identity X 010495

The notes on pages 15 to 48 form an integral part of these financial statements

# Cash Flow Statement

For the period ended 31 December 2016

Amounts in €	Note	01.01.2016 - 31.12.2016	01.01.2015 - 31.12.2015
<b>Cash Flows from operating activities</b>			
<b>Profit before tax</b>		<b>16.181.958</b>	<b>9.475.824</b>
<b>Non cash items included in statement of total comprehensive income and other adjustments:</b>		<b>3.358.526</b>	<b>13.776.489</b>
Depreciation of property and equipment	13	16.661	1.190
Amortization of intangible assets	12	39.958	39.957
Credit provisions	8	(3.868.150)	3.764.126
Provision for employee benefits	19	10.573	13.079
Interest expense and similar charges	4	7.159.484	9.958.137
<b>Net (increase)/decrease in operating assets :</b>		<b>118.978.718</b>	<b>18.380.494</b>
Due from / to customers		119.103.130	18.395.794
Other assets		(124.412)	(15.300)
<b>Net increase/(decrease) in operating liabilities:</b>		<b>(3.476.289)</b>	<b>(4.097.013)</b>
Other Liabilities		(464.970)	(379.897)
Income tax paid		(3.011.319)	(3.717.116)
<b>Net Cash flows from / (for) operating activities</b>		<b>135.042.913</b>	<b>37.535.794</b>
<b>Cash flows from investing activities:</b>			
Purchase of software and other intangibles	12	-	-
Purchase of property and equipment	13	(15.861)	(3.110)
<b>Net Cash flows from / (for) investing activities</b>		<b>(15.861)</b>	<b>(3.110)</b>
<b>Cash flows from financing activities:</b>			
Proceeds from debt securities		210.000.000	665.000.000
Repayment of debt securities		(360.000.000)	(680.000.000)
Debt securities issue costs	17	-	(30.000)
Due to banks	16	24.744.083	2.227.180
Repayment of debt securities interest expenses		(7.057.073)	(9.795.446)
Interest paid		(95.112)	(154.270)
Dividends paid		(8.000.000)	(12.000.000)
<b>Net cash flows from / (for) financing activities</b>		<b>(140.408.102)</b>	<b>(34.752.536)</b>
<b>Net increase / (decrease) in cash and cash equivalents</b>		<b>(5.381.050)</b>	<b>2.780.148</b>
<b>Cash and balances with the banks at beginning of period</b>		<b>9.614.378</b>	<b>6.834.230</b>
<b>Cash and balances with the banks at end of period</b>		<b>4.233.328</b>	<b>9.614.378</b>

Athens, 26 May 2017

THE CHAIRMAN

THE CHIEF EXECUTIVE  
OFFICER

THE HEAD OF  
FINANCIAL SERVICES

THEOFANIS PANAGIOTOPOULOS  
No of Passport ID AE3595802

ALEXANDROS KONTOPOULOS  
No of Pol. Identity X 549459

PANAGIOTIS MAVRAGANIS  
No of Pol. Identity X 010495

The notes on pages 15 to 48 form an integral part of these financial statements

# Notes to the Financial Statements

## NOTE 1: General information

The Company was founded on 19 May 2009 and operates under the name “ETHNIKI FACTORS S.A.” (hereinafter the “Company”). The Company’s headquarters are located at 128-132 Athinon Av. & Ifigeneias Str. Athens, Greece, (Reg. 68123/01/B/09/166). Company’s duration has been set to be fifty (50) years and can be extended with resolution of its Shareholders’ General Assembly. Company’s purpose is to provide all types of factoring services according to the provisions of law 1905/1990.

The Company is a subsidiary of National Bank of Greece S.A., which owns 100% of the Company’s share capital. The Company’s financial statements are consolidated in the financial statements of National Bank of Greece S.A. under the full consolidation method.

The Board of Directors, whose term expires at 30 June 2019 and the assembly was held on 30 June 2016, consists of the following members:

Theofanis Th. Panagiotopoulos	The Non-Executive Chairman of the Board of Directors
Alexandros V. Kontopoulos	Chief Executive Officer and Executive Member
Eleni A. Tzakou	Non – Executive Member
Panagiotis – Ioannis A. Dasmanoglou	Non – Executive Member
Georgios P. Skotidas	Non – Executive Member
Georgios I. Aggelidis	Non – Executive Member
Foteini D. Ioannou	Non – Executive Member
Georgios G. Koutsoudakis	Non – Executive Member
Dimitrios G. Katsikavelis	Independent Member

These annual financial statements have been approved for issue by the Company’s Board of Directors on 26 May 2017.

The financial statements are subject to approval by the Company’s Annual General Assembly of the Shareholders.

## NOTE 2: Summary of significant accounting policies

### 2.1 Basis of Preparation

The financial statements of the Company for the year ended 31 December 2016 (the “financial statements”) have been prepared in accordance with the International Financial Reporting Standards (“IFRSs”) as endorsed by the E.U. The amounts are stated in rounded Euro rounded to the nearest thousand, (unless otherwise stated for ease presentation).

The financial statements have been prepared under the historical cost convention. The preparation of the financial statements in conformity with the IFRS requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reporting period. Use of the available information and application of judgment is inherent in the formation of estimates in the following areas: retirement benefits obligation, impairment of loans and receivables, liabilities from unaudited tax years and contingencies from litigation. Actual results in the future may differ from those reported.

The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 3.

### 2.2 Going Concern

The Company as a 100.0% subsidiary of the National Bank of Greece maintains significant synergies both with its parent Bank and also with other entities of the NBG Group. Those synergies mainly relate to a) Company’s funding for new factoring financing, b) business development and client credit assessment and c) various operational issues. As a result the Company highly correlates its operations to its parent Bank strategy.

Total Eurosystem funding of parent Bank was significantly reduced as of 31 March 2017 to €10.2 billion (31 December 2016: €12.3 billion), of which €4.6 billion from ECB (31 December 2016: €6.7 billion) and €5.6 billion from ELA (31 December 2016: €5.6 billion). Furthermore, as at 31 March 2017 the parent Bank had entered into new repurchase transactions with financial institutions of €5.2 billion, while the parent Bank’s ELA liquidity buffer

## Notes to the Financial Statements

stood at €8.4 billion (cash value). As of 15 May 2017, Eurosystem funding to parent Bank increased to €10.8 billion, while ELA remained stable to €5.6 billion and the liquidity buffer amounted to €8.5 billion (cash value).

### Macroeconomic developments

The Greek economy stabilized in 2016 with real Gross Domestic Product (“GDP”) remaining flat on an annual basis (0.0% year-over-year (“y-o-y”)), over performing compared to official forecasts for an annual recession of –0.3%. This development followed a full year contraction of GDP of 0.3% in 2015, which has also been significantly milder than the gloomy forecasts published in the third quarter of 2015, following the imposition of capital controls and the three week bank holiday in July 2015. Similarly, deflation pressures receded with the GDP deflator increasing by 0.1%, y-o-y, in 2016 following an annual average decline of –1.5% in 2012-2015. The significant improvement in economic sentiment and the inflows of the Third Program funding contributed to the stabilization of the economy, which has been supported by the increase in private consumption of 1.4%, y-o-y and the stabilization in fixed capital investment in 2016. On the same note, economic activity is expected to gain further traction in 2017 with real GDP growth reaching +2.1%, y-o-y, on average, according to the latest estimates of the European Commission and the International Monetary Fund (the “IMF”).

On the fiscal front, Greece has over performed in comparison with the Third Program target in 2016, for a second consecutive year, following the achievement of a primary surplus of 0.5% of GDP in General Government budget in 2015 (excluding the net fiscal impact of banking system support), compared to a targeted deficit of 0.25%. Accordingly, the General Government Primary Surplus as well, reached 4.2% of GDP, according to program definition in 2016 over performing strongly compared to the upwardly revised Government budget target of 1.1% of GDP and a Program target of 0.5% of GDP for the same year. This over performance increases the credibility of the adjustment effort for 2017 when the respective Program target for the primary surplus is 1.75% of GDP.

It should be noted that the Eurogroup on 25 May, 2016 agreed on a contingency fiscal mechanism as a prerequisite for the successful completion of the first review of the Third Program and the Greek government legislated this mechanism in May 2016, with a view to enhance longer-term credibility by ensuring the sustainable achievement of future fiscal targets. This mechanism provides for automatic triggering of a set of corrective measures in the case of objective evidence that there is a failure to meet the annual primary surplus targets according to the Program. After the successful evaluation of Greece’s progress in implementing agreed actions and reforms under the first review of the Third Program—and the concomitant approval by the Eurogroup on 25 May, 2016 in liaison with the European Central Bank and the Board of Governors of the European Stability Mechanism (“ESM”)—Greece and the European Commission signed a Supplemental Memorandum of Understanding (on June 16, 2016), which updated the conditionality of the Memorandum of Understanding (“MoU”) of August 2015, as well as reviewed the progress in the implementation of the Third Program. The completion of the first review led to the disbursement of the second tranche that amounted to €10.3 billion in several instalments between June and October 2016. More specifically, €7.5 billion were disbursed in June 2016 for debt servicing needs and arrears clearance, whereas the remaining instalments of €1.1 billion and €1.7 billion were released in October 2016 following positive reporting by the European institutions for the clearance of net arrears and the successful completion of a number of milestones.

Furthermore, the Eurogroup of 25 May, 2016 committed to provide new conditional concessions with a view to ensure debt sustainability by agreeing on a package of debt measures which will be phased in progressively and subject to the pre-defined conditionality under the ESM Program. These measures include, inter alia, a smoothing of payment profiles and design of other debt-management and re-profiling measures in the short, medium and long-run aiming at extending further the effective maturities, lower medium-to-longer-term debt servicing costs and effectively reduce the net present value of the outstanding Greek debt.

In this context, the Eurogroup of 5 December, 2016 endorsed the implementation since early 2017 of the short-term debt relief measures which mainly include: i) a smoothing of future debt repayments profile through the lengthening of the repayment schedule of official loans from the European Financial Stability Facility (“EFSF”) to 32.5 years from the existing 28 years, ii) a reduction of interest rate risk through debt swaps by the ESM with a view to stabilize the ESM’s overall cost of funding and, thus, reduce the risk that Greece would have to pay higher interest rates on its loans in the future. iii) The ESM has decided to finance its future disbursements to Greece under the Third Program with the issuance of long-term notes that closely match the maturities of loans to Greece, stabilizing the related interest rate costs for Greece.

The delay in completing the second review of the Third Program may delay or weaken the anticipated recovery of the Greek economy, impede the NPE reduction trend and the return of deposits. Negotiations for the conclusion of the second review of the Third Program that started in October 2016 have not been completed by the date of this Annual Report, but the agreement in principle reached by the Eurogroup on 7 April, 2017 and the achievement of a supplementary agreement on 1 May, 2017 over the specific conditions that underlie the completion of the second review (including the legislation of additional fiscal consolidation measures), pave the way for the achievement of a staff level agreement.



## Notes to the Financial Statements

Following the legislation of a comprehensive set of measures that underlie Greece's medium term fiscal strategy, in the Eurogroup of 22 May, 2017, the euro finance ministers welcomed the substantial progress made towards the completion of the second review of the Third Program, which will ultimately lead to the approval of the next disbursement before summer. However, the Eurogroup did not reach a deal on a detailed-enough debt relief plan for the IMF to be able to formally join the Program. According to the remarks of the Eurogroup President, Greece and its official lenders will try to come to a definite conclusion as regards the issue of debt sustainability and the potential provision of additional relief in the Hellenic Republic's debt servicing costs in the following Eurogroup meeting in 15 June, 2017.

Once there is a staff-level agreement, there is expected to be a political accord at a Eurogroup level that will approve the necessary financial support and, potentially, provide more information on the issue of the implementation of medium-term debt relief measures. The timely completion of the second review of the Third Program, which is expected to unlock additional funding resources of at least €6.1 billion in 2017 (of which about €1.0 billion will be used for arrears clearance), is expected to provide a considerable boost in activity and economic confidence and more than compensate for the drag from the new fiscal measures. A potential participation of Greek assets in the ECB's quantitative easing (Public Sector Purchase Programme) during 2017 would accelerate the improvement in liquidity conditions and support further economic confidence and activity.

### Going concern conclusion

Management of the parent Bank concluded that is a going concern after considering (a) the recent developments regarding the Greek economy and the latest estimates regarding macroeconomic indicators, (b) its current access to the Eurosystem facilities, (c) the parent Bank's and the Group's CET1 ratio of 31 March 2017 and (d) the expected positive impact from the remaining actions concerning the parent's Bank Restructuring Plan.

Due to the fact that the parent Bank prepares its financial statements with the going concern assumption, management of the Company believes that is well positioned to adequately support its business plan over the coming year (2017) and for this reason prepared its own financial statements on a going concern basis.

## 2.3 Adoption of International Financial Reporting Standards (IFRS)

### 2.3.1 New standards, amendments and interpretations to existing standards effective from 1 January 2016

#### Amendments

- **IFRS 11 (Amendments) Accounting for Acquisitions of Interests in Joint Operations** (effective for annual periods beginning on or after 1 January 2016). The amendments to IFRS 11 provide guidance on how to account for the acquisition of a joint operation that constitutes a business as defined in IFRS 3 *Business Combinations*. Specifically, the amendments state that the relevant principles on accounting for business combinations in IFRS 3 and other standards (e.g. IAS 36 *Impairment of Assets* regarding impairment testing of a cash-generating unit to which goodwill on acquisition of a joint operation has been allocated) should be applied. The same requirements should be applied to the formation of a joint operation if and only if an existing business is contributed to the joint operation by one of the parties that participate in the joint operation. A joint operator is also required to disclose the relevant information required by IFRS 3 and other standards for business combinations. The Company do not expect that this amendment will have an impact on the financial statements.

- **IAS 1 (Amendments) Disclosure initiative** (effective for annual periods beginning on or after 1 January 2016). The amendments to IAS 1 clarify that information should not be obscured by aggregating or by providing immaterial information, materiality considerations apply to all parts of the financial statements. An entity need not provide a specific disclosure provided by an IFRS if the information resulting from that disclosure is not material. In the statement of total comprehensive income, the amendments require separate disclosures for the share of other comprehensive income of associates and joint ventures accounted for using the equity method based on whether or not it will be reclassified subsequently to profit or loss. There was no impact from the amendment of IFRS 1 in the financial statements of the Company.

- **Annual Improvements to IFRSs 2010-2012 Cycle** (effective for annual periods beginning on or after 1 February 2015, as endorsed by the EU). The amendments impact the following standards:

**IFRS 2 Share-based Payment** - Amend the definitions of "vesting condition" and "market condition" and adds definitions for "performance condition" and "service condition" which were previously included within the definition of "vesting condition". Specifically,

- For "market condition", the amendment indicates that is a performance condition that relates to the market price or value of the entity's equity instruments or the equity instruments of another entity in the same group. A market condition requires the counterparty to complete a specified period of service.

## Notes to the Financial Statements

- For “performance condition”, the amendment specifies that the period over which the performance target is achieved should not extend beyond the service period and that it is defined by reference to the entity’s own operations or activities of another entity in the same group.

**IFRS 3 Business Combinations** — Require contingent consideration that is classified as an asset or a liability to be measured at fair value at each reporting date, irrespective of whether the contingent consideration is a financial instrument within the scope of IFRS 9 or IAS 39 or a non-financial asset or liability. Changes in fair value should be recognized in profit or loss.

**IFRS 8 Operating Segments** — Require disclosure of the judgments made by management in applying the aggregation criteria to operating segments, including a brief description of the operating segments aggregated and the economic indicators assessed in determining whether the operating segments have similar economic characteristics. Clarify that reconciliations of the total of the reportable segments’ assets to the entity’s assets are only required if the segments’ assets are regularly reported to the chief operating decision maker.

**IFRS 13 Fair Value Measurement** — Clarify that issuing IFRS 13 and amending IFRS 9 and IAS 39 did not remove the ability to measure certain short-term receivables and payables on an undiscounted basis, if the effect of discounting is not material (amends basis for conclusions only).

**IAS 24 Related Party Disclosures** — Clarify that a management entity providing key management personnel services to a reporting entity or to the parent of the reporting entity is a related party of the reporting entity. Consequently, the reporting entity should disclose as related party transactions the amounts incurred for the service paid or payable to the management entity for the provision of key management personnel services.

There was no impact from the Annual Improvements to IFRSs 2010-2012 Cycle in the Company’s financial statements.

**-IAS 27 (Amendment) Equity Method in Separate Financial Statements** (effective for annual periods beginning on or after 1 January 2016). The amendment allows entities to use the equity method to account for investments in subsidiaries, joint ventures and associates in their separate financial statements. The Company does not have the intention to apply this amendment.

**- Annual Improvements to IFRSs 2012-2014 Cycle** (effective for annual periods beginning on or after 1 January 2016). The amendments impact the following standards:

**IFRS 5 Non-current Assets Held for Sale and Discontinued Operations** - The amendment clarifies that, when an asset (or disposal group) is reclassified from “held for sale” to “held for distribution to owners”, or vice versa, this does not constitute a change to a plan of sale or distribution, and does not have to be accounted for as such. This means that the asset (or disposal group) does not need to be reinstated in the financial statements as if it had never been classified as “held for sale” or “held for distribution to owners” simply because the manner of disposal has changed. The amendment also rectifies an omission in the standard by explaining that the guidance on changes in a plan of sale should be applied to an asset (or disposal group) which ceases to be held for distribution but is not reclassified as ‘held for sale’.

**IFRS 7 Financial Instruments: Disclosures** - There are two amendments to IFRS 7.

### **Servicing contracts**

If an entity transfers a financial asset to a third party under conditions which allow the transferor to derecognise the asset, IFRS 7 requires disclosure of all types of continuing involvement that the entity might still have in the transferred assets. IFRS 7 provides guidance on what is meant by continuing involvement in this context. The amendment adds specific guidance to help management determine whether the terms of an arrangement to service a financial asset which has been transferred constitute continuing involvement. The amendment is prospective with an option to apply retrospectively.

**IAS 19 Employee Benefits** - The amendment clarifies that, when determining the discount rate for post-employment benefit obligations, it is the currency that the liabilities are denominated in that is important, and not the country where they arise. The assessment of whether there is a deep market in high-quality corporate bonds is based on corporate bonds in that currency, not corporate bonds in a particular country. Similarly, where there is no deep market in high-quality corporate bonds in that currency, government bonds in the relevant currency should be used. The amendment is retrospective but limited to the beginning of the earliest period presented.

There was no impact from the Annual Improvements to IFRSs 2010-2012 Cycle in the Company’s financial statements.

**- IAS 16 and IAS 38 (Amendments) Clarification of Acceptable Methods of Depreciation and Amortisation** (effective for annual periods beginning on or after 1 January 2016). The amendment clarifies that a depreciation method that is based on revenue that is generated by an activity that includes the use of an asset is not appropriate for property plant and equipment. The amendment introduce a rebuttable presumption that an amortisation

## Notes to the Financial Statements

method that is based on the revenue generated by an activity that includes the use of an intangible asset is inappropriate which can only be overcome in limited circumstances where the intangible asset is expressed as a measure of revenue or when it can be demonstrated that revenue and the consumption of the economic benefits of the intangible asset are highly correlated.

The Company has adopted the straight line depreciation method both for property plant and equipment and for intangible assets as it considers that this method adequately reflects the consumption of the economic benefits of the assets.

- **IAS 19 (Amendments) Defined Benefit Plans: Employee Contributions** (effective for annual periods beginning on or after 1 February 2015, as endorsed by the EU). Amends the requirements in IAS 19 (2011) "Employee Benefits" for contributions from employees or third parties that are linked to service. If the amount of the contributions is independent of the number of years of service, an entity is permitted to recognise such contributions as a reduction in the service cost in the period in which the related service is rendered, instead of attributing the contributions to the periods of service. If the amount of the contributions is dependent on the number of years of service, an entity is required to attribute those contributions to periods of service using the same attribution method required by paragraph 70 of IAS 19 for the gross benefit (i.e. either using the plan's contribution formula or on a straight-line basis). There was no impact from the amendment to IFRS 19 in the Company's financial statements

### New standards, amendments and interpretations to existing standards effective after 2016

#### New Standards

- **IFRS 9 "Financial Instruments"** effective for annual periods beginning on or after 1 January 2018, as issued by the IASB. IFRS 9, issued in November 2009, introduced new requirements for the classification and measurement of financial assets. IFRS 9 was subsequently amended (a) in October 2010 to include requirements for the classification and measurement of financial liabilities and (b) in November 2013 to include the new requirements for general hedge accounting. In July 2014, the final version of IFRS 9, which supersedes all previous versions, was issued mainly to include a) impairment requirements for financial assets and b) limited amendments to the classification and measurement requirements by introducing a "fair value through other comprehensive income" (FVTOCI) measurement category for certain simple debt instruments.

Key requirements of IFRS 9:

All recognised financial assets that are within the scope of IAS 39 "Financial Instruments: Recognition and Measurement" are required to be subsequently measured at amortised cost or fair value. Specifically, debt instruments that are held within a business model whose objective is to collect the contractual cash flows (rather than to sell the instrument prior to its contractual maturity to realise its fair value changes) and that have contractual cash flows that are solely payments of principal and interest on the principal outstanding are generally measured at amortised cost at the end of subsequent accounting periods. Debt instruments that are held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets, and that have contractual terms that give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding, are measured at FVTOCI, unless the asset is designated at "fair value through profit or loss (FVTPL) under the fair value option. All other debt instruments and equity investments are measured at their fair value at the end of subsequent accounting periods. In addition, under IFRS 9, entities may make an irrevocable election to present subsequent changes in the fair value of an equity investment (that is not held for trading) in other comprehensive income, with only dividend income generally recognised in profit or loss.

With regard to the measurement of financial liabilities designated as FVTPL, IFRS 9 requires that the amount of change in the fair value of the financial liability, that is attributable to changes in the credit risk of that liability, is presented in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss. Changes in fair value attributable to a financial liability's credit risk are not subsequently reclassified to profit or loss. Under IAS 39, the entire amount of the change in the fair value of the financial liability designated as FVTPL is presented in profit or loss.

In relation to the impairment of financial assets, IFRS 9 requires an expected credit loss model, as opposed to an incurred credit loss model under IAS 39. The expected credit loss model requires an entity to account for expected credit losses and changes in those expected credit losses at each reporting date to reflect changes in credit risk since initial recognition. In other words, it is no longer necessary for a credit event to have occurred before credit losses are recognised. With the exception of purchased or originated credit-impaired financial assets, expected credit losses are required to be measured through a loss allowance at an amount equal to:

the 12-month expected credit losses (expected credit losses that result from those default events on the financial instrument that are possible within 12 months after the reporting date); or

## Notes to the Financial Statements

full lifetime expected credit losses (expected credit losses that result from all possible default events over the life of the financial instrument).

A loss allowance for full lifetime expected credit losses is required for a financial instrument if the credit risk of that financial instrument has increased significantly since initial recognition, as well as to contract assets or trade receivables that do not constitute a financing transaction in accordance with IFRS 15. Purchased or originated credit-impaired financial assets are treated differently because the asset is credit-impaired at initial recognition. For these assets, an entity would recognise changes in lifetime expected losses since initial recognition as a loss allowance with any changes recognised in profit or loss. Under the requirements, any favourable changes for such assets are an impairment gain even if the resulting expected cash flows of a financial asset exceed the estimated cash flows on initial recognition.

The new general hedge accounting requirements retain the three types of hedge accounting mechanisms currently available in IAS 39. Under IFRS 9, greater flexibility has been introduced to the types of transactions eligible for hedge accounting, specifically broadening the types of instruments that qualify for hedging instruments and the types of risk components of non-financial items that are eligible for hedge accounting. In addition, the effectiveness test has been overhauled and replaced with the principle of an “economic relationship”. Retrospective assessment of hedge effectiveness is also no longer required. Enhanced disclosure requirements about an entity’s risk management activities have also been introduced.

The Company according to Group’s decision intends to apply the IFRS 9 for the annual period beginning on 1 January 2018. The parent Bank has established an IFRS 9 implementation program (“the Program”) to ensure a timely and high quality implementation, in accordance with the standard and additional regulatory guidance that has been issued. The Program involves departments across the Group (Finance, GRCAD, Management Information and IT Divisions) and is overseen by a Project Steering Committee. The Committee comprises of the Deputy CEO (Chair), Group CFO, Group CRO, Group COO, Group Treasurer, Chief Credit Officer and the General Managers of Retail, Corporate Banking, Corporate Special Assets and International Activities Divisions of the parent Bank. Parent Bank has been setup a full-time Project Management Office (PMO) and a Project Manager assigned. The Program is divided into workstreams, for each of which leading Divisions of parent Bank and workgroup teams have been assigned. Subject matter experts have also been appointed to assist in model development of IFRS 9 compliant credit risk parameters. The parent Bank’s Board Risk Committee, Audit Committee and Board of Directors are regularly updated by the PMO on the status of the Program.

Although the application of IFRS 9 may have a significant impact on amounts reported in respect of the Company’s financial assets and financial liabilities, it is not practicable to provide a reasonable estimate of the effect of IFRS 9 until further progress is made towards the completion of the Program.

- **IFRS 15 Revenue from Contracts with Customers** (effective for annual periods beginning on or after 1 January 2018 as issued by the IASB). IFRS 15 establishes a single comprehensive model for entities to use in accounting for revenue arising from contracts with customers. IFRS 15 will supersede the current revenue recognition guidance including IAS 18 *Revenue*, IAS 11 *Construction Contracts* and the related Interpretations when it becomes effective. The core principle of IFRS 15 is that an entity should recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Specifically, the Standard introduces a five-step approach to revenue recognition:

- Identify the contract with the customer
- Identify the performance obligations in the contract
- Determine the transaction price
- Allocate the transaction price to the performance obligations in the contracts
- Recognise revenue when (or as) the entity satisfies a performance obligation.

Under IFRS 15, an entity recognises revenue when (or as) a performance obligation is satisfied, i.e. when ‘control’ of the goods or services underlying the particular performance obligation is transferred to the customer. Far more prescriptive guidance has been added in IFRS 15 to deal with specific scenarios. Furthermore, extensive disclosures are required by IFRS 15.

The Company has not applied this standard and is currently evaluating the impact of IFRS 15 on the financial statements and the timing of its adoption. Although the application of IFRS 15 in the future may have a significant impact on amounts reported in respect of the Company’s financial assets and financial liabilities, it is not practicable to provide a reasonable estimate of the effect of IFRS 15 until a detailed review has been completed.

- **IFRS 16 Leases** (effective for annual periods beginning on or after 1 January 2019, as issued by the IASB). IFRS 16 establishes principles for the recognition, measurement, presentation and disclosure of leases, with the objective of ensuring that lessees and lessors provide relevant information that faithfully represents those transactions. The

## Notes to the Financial Statements

standard provides a single lessee accounting model, requiring lessees to recognise assets and liabilities for all leases unless the lease term is 12 months or less or the underlying asset has a low value. Lessors continue to classify leases as operating or finance, with IFRS 16's approach to lessor accounting substantially unchanged from its predecessor, IAS 17.

### Identifying a lease

A contract is, or contains, a lease if it conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

### Accounting by lessees

Upon lease commencement a lessee recognises a right-of-use asset and a lease liability. The right-of-use asset is initially measured at the amount of the lease liability plus any initial direct costs incurred by the lessee. After lease commencement, a lessee shall measure the right-of-use asset at cost less accumulated depreciation and accumulated impairment, except for certain cases for which fair value or the revaluation model applies.

The lease liability is initially measured at the present value of the lease payments payable over the lease term, discounted at the rate implicit in the lease if that can be readily determined. If that rate cannot be readily determined, the lessee shall use their incremental borrowing rate.

### Accounting by lessors

Lessors shall classify each lease as an operating lease or a finance lease. A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of an underlying asset. Otherwise a lease is classified as an operating lease.

Upon lease commencement, a lessor shall recognise assets held under a finance lease as a receivable at an amount equal to the net investment in the lease. A lessor recognises finance income over the lease term of a finance lease, based on a pattern reflecting a constant periodic rate of return on the net investment. A lessor recognises operating lease payments as income on a straight-line basis or, on another systematic basis if more representative of the pattern in which benefit from use of the underlying asset is diminished.

### Sale and leaseback transactions

To determine whether the transfer of an asset is accounted for as a sale an entity applies the requirements of IFRS 15 for determining when a performance obligation is satisfied. If an asset transfer satisfies IFRS 15's requirements to be accounted for as a sale the seller measures the right-of-use asset at the proportion of the previous carrying amount that relates to the right of use retained. Accordingly, the seller only recognises the amount of gain or loss that relates to the rights transferred to the buyer. If the fair value of the sale consideration does not equal the asset's fair value, or if the lease payments are not market rates, the sales proceeds are adjusted to fair value, either by accounting for prepayments or additional financing.

The Company has not applied this standard and is currently evaluating the impact of IFRS 16 on the financial statements and the timing of its adoption. Although the application of IFRS 16 in the future should not have a significant impact on amounts reported in respect of the Company's financial assets and financial liabilities.

**-IAS 12 (Amendments) Recognition of Deferred Tax Assets for Unrealised Losses** (effective for annual periods beginning on or after 1 January 2017, as issued by the IASB). This amendment clarifies the following aspects: Unrealised losses on debt instruments measured at fair value and measured at cost for tax purposes give rise to a deductible temporary difference regardless of whether the debt instrument's holder expects to recover the carrying amount of the debt instrument by sale or by use. The carrying amount of an asset does not limit the estimation of probable future taxable profits. Estimates for future taxable profits exclude tax deductions resulting from the reversal of deductible temporary differences. An entity assesses a deferred tax asset in combination with other deferred tax assets. Where tax law restricts the utilisation of tax losses, an entity would assess a deferred tax asset in combination with other deferred tax assets of the same type.

**- IAS 7 (Amendments) Disclosure Initiative** (effective for annual periods beginning on or after 1 January 2017). The amendment requires that entities shall provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities.

**- IFRIC 22 Foreign Currency Transactions and Advance Consideration** (effective for annual periods beginning on or after 1 January 2018, as issued by the IASB). The Interpretation covers foreign currency transactions when an entity recognizes a non-monetary asset or non-monetary liability arising from the payment or receipt of advance consideration before the entity recognizes the related asset, expense or income. It does not apply when an entity measures the related asset, expense or income on initial recognition at fair value or at the fair value of the consideration received or paid at a date other than the date of initial recognition of the non-monetary asset or non-monetary liability. Also, the Interpretation need not be applied to income taxes, insurance contracts or reinsurance contracts.

## Notes to the Financial Statements

**Consensus:** The date of the transaction, for the purpose of determining the exchange rate, is the date of initial recognition of the non-monetary prepayment asset or deferred income liability. If there are multiple payments or receipts in advance, a date of transaction is established for each payment or receipt.

- **IFRS 15 (Amendment) Clarifications to IFRS 15 Revenue from Contracts with Customers** (effective for annual periods beginning on or after 1 January 2018, as issued by the IASB). The amendment clarifies three aspects of the standard (identifying performance obligations, principal versus agent considerations, and licensing) and provides some transition relief for modified contracts and completed contracts.

### Annual Improvements to IFRS Standards 2014–2016 Cycle.

The amendments impact the following standards:

**IFRS 12** - Clarifies the scope of the standard by specifying that the disclosure requirements in the standard, except for those in paragraphs B10–B16, apply to an entity's interests listed in paragraph 5 that are classified as held for sale, as held for distribution or as discontinued operations in accordance with IFRS 5 *Non-current Assets Held for Sale and Discontinued Operations* (effective for annual periods beginning on or after 1 January 2017, as issued by the IASB).

The Company have not applied this amendment, but it is not expected to have a material impact on the financial statements.

There are no other IFRSs or IFRIC interpretations which are not yet effective and would be expected to have a material impact on the financial statements.

### 2.4 Foreign currency transactions

Items included in the financial statements of the Company are measured and presented in Euro (€), which is the functional currency of the Company.

Foreign currency transactions are translated into the functional currency at the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of total comprehensive income.

When preparing the financial statements, monetary items are translated at the exchange rates prevailing at the reporting date. Foreign exchange gains and losses resulting from the translation of monetary items at the preparation of financial statements are recognised in the statement of total comprehensive income.

### 2.5 Financial assets and liabilities

This category includes cash and cash equivalents, customer receivables, other assets and liabilities and finally debt securities issued and other bank borrowings.

Financial instruments are presented as assets, liabilities or equity in accordance with the substance of the contractual arrangements from which they derive. Interests, dividends, gains or losses derive from financial instruments characterized as assets or liabilities are recognized as income or expenses respectively. Dividends' distribution is recognized directly in Equity. The Company does not enter into derivative financial instruments used for hedging and trading.

### 2.6 Loans and advances to customers

Loans and advances to customer include financing to customers. Loans and advances to customer are recognised when cash is advanced to customers. Loans and advances to customers are initially recorded at fair value, which is usually the net amount disbursed at inception including directly attributable origination costs and are subsequently measured at amortised cost using the effective interest rate method.

Interest income is recorded to interest and similar income on an accrual basis.

### 2.7 Allowance for Impairment on loans and advances to customers

An allowance for impairment on loans and advances to customers is established if there is objective evidence that the Company will be unable to collect all amounts due according to the original contractual terms. The term "receivables" includes discounting receivables from corporate customers and approved credit limits to customers.

The amount of impairment loss is deducted from "Loans and advances to Customers" in the statement of financial position. Provisions regarding off balance sheet items, such as a contractual obligation, are recorded as "Other liabilities". The Company assesses whether objective evidence of impairment exists individually for loans and advances to customers that are considered individually significant and collectively for receivables that are not considered individually significant.



## Notes to the Financial Statements

If there is objective evidence that an impairment loss on loans and advances to customers has been incurred, the amount of the loss is measured as the difference between the loans and advances to customers carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at a) the loans and advances to customers original effective interest rate, if the loans and advances to customers bears a fixed interest rate, or b) current effective interest rate, if the loans and advances to customers bears a variable interest rate.

For the purposes of a collective evaluation of impairment, loans and advances to customers are grouped on the basis of similar credit risk characteristics. Corporate loans are grouped based on days in arrears, product type, economic sector, size of business, collateral type and other relevant credit risk characteristics. Those characteristics are relevant to the estimation of future cash flows for pools of loans and advances to customers by being indicative of the customers' ability to pay all amounts due and together with historical loss experience for loans and advances to customers with credit risk characteristics similar to those in the pool form the foundation of the loss allowance computation. Historical loss experience is adjusted on the basis of current observable data to reflect the effects of current conditions that did not affect the period on which the historical loss experience is based and to remove the effects and conditions in the historical period that do not currently exist.

The Company reviews regularly the impaired loans and advances to customers and reassesses the existing estimations at least once a year. Any changes occurred to the expected future cash flows in relation to the previous estimations are considered for the evaluation of impairments on loans and advances to customers and debited or credited to account "Allowance for impairment on loans and advances to customers". The methodology and assumptions used in estimating future cash flows are reviewed regularly by the Company to reduce any differences between loss estimates and actual loss experience.

Loans and advances to customers which ~~is~~ are deemed to be uncollectible or forgiven, are written off against the related provision for customer receivables impairment. Subsequent recoveries are credited to "Credit provisions" in the statement total comprehensive income.

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised (such as an improvement in the debtor's credit rating), the previously recognised impairment loss is reversed by adjusting the allowance account. The amount of the reversal is recognised in the statement of total comprehensive income as part of impairment losses on loans and advances to customers.

### 2.8 Derecognition

#### 2.8.1 Financial assets

A financial asset (or, where applicable a part of a financial asset or part of a group of similar financial assets) is derecognised when:

- the rights to receive cash flows from the asset have expired;
- the Company retains the right to receive cash flows from the asset, but has assumed an obligation to pay them in full without material delay to a third party under a 'pass through' arrangement; or
- the Company has transferred its rights to receive cash flows from the asset and either (a) has transferred substantially all the risks and rewards of the asset, or (b) has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset

When the Company has transferred its rights to receive cash flows from an asset and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the asset is recognised to the extent of the Company's continuing involvement in the asset. Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Company could be required to repay.

#### 2.8.2 Financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expired. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in the statement of total comprehensive income.

### 2.9 Offsetting

Financial assets and liabilities are offset and the net amount is reported in the statement of financial position when, and only when there is a legally enforceable right to offset the recognized amounts and there is an intention to realize the asset and settle the liability simultaneously or on a net basis.



# Notes to the Financial Statements

## 2.10 Interest income and expense

Interest income and expense are recognised in the statement of total comprehensive income for all interest bearing instruments using the effective interest rate method. Interest income mainly includes interest earned from loans and advances to customers and secondly interests earned from banks.

Fees and direct costs relating to financing clients or to receivable commitments are deferred and amortised to interest income over the life of the instrument using the effective interest rate method.

Once a financial asset or a group of similar financial assets has been written down as a result of an impairment loss, interest income is recognised using the rate of interest used to discount the future cash flows for the purpose of measuring the impairment loss.

## 2.11 Fees and Commissions

Fees and commissions are generally recognised on an accrual basis over the period the factoring services are provided.

## 2.12 Property & Equipment

Property and equipment include mainly equipment, held by the Company for operating purposes. Property and equipment are initially recorded at cost, which includes all costs that are required to bring an asset into operating condition.

Subsequent to initial recognition, property and equipment are measured at cost less accumulated depreciation and accumulated impairment losses. Costs incurred subsequent to the acquisition of an asset, which is classified as property and equipment are capitalised, only when it is probable that they will result in future economic benefits to the Company beyond those originally anticipated for the asset, otherwise they are expensed as incurred.

Depreciation of an item of property and equipment begins when it is available for use and ceases only when the asset is derecognised. Therefore, the depreciation of an item of property and equipment that is retired from active use does not cease unless it is fully depreciated, but its useful life is reassessed. Property and equipment are depreciated on a straight-line basis over their estimated useful life (not exceeding a period of 10 years), however if the acquisition cost of the equipment is less than €600, fully depreciated within the financial year.

At each reporting date the Company assesses whether there is any indication that an item of property and equipment may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset. Where the carrying amount of an asset is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount. Gains and losses on disposal of property and equipment are determined by reference to their carrying amount and are taken into account in determining operating profit.

## 2.13 Software and other intangible assets

Software includes costs that are directly associated with identifiable and unique software products controlled by the Company that are anticipated to generate future economic benefits exceeding costs beyond one year. Expenditure, which enhances or extends the performance of computer software programs beyond their original specifications is recognized as a capital improvement and added to the original cost of the software. Software is amortized using the straight-line method over the useful life, not exceeding a period of 12 years.

Expenditure on starting up an operation or branch, training personnel, advertising and promotion is recognised as an expense when it is incurred.

## 2.14 Leases

The determination of whether an arrangement is or contains a lease is based on the substance of the arrangement. It requires an assessment of whether: (a) fulfilment of the arrangement is dependent on the use of a specific asset or assets (the asset); and (b) the arrangement conveys a right to use the asset.

### 2.14.1 The Company is the lessee

**Finance lease:** Leases where the Company has substantially all the risks and rewards of ownership of the asset are classified as finance leases. Finance leases are capitalised at the inception of the lease at the lower of the fair value of the leased property or the present value of the minimum lease payments. Each lease payment is allocated between the liability and finance charges so as to achieve a constant rate on the finance balance outstanding. The outstanding rental obligations, net of finance charges, are included in other liabilities. The interest element of the finance cost is charged to the statement of total comprehensive income over the lease period. All assets acquired under finance leases are depreciated over the shorter of the useful life of the asset or the lease term.

**Operating lease:** Leases where a significant portion of the risks and rewards of ownership of the asset are retained by the lessor, are classified as operating leases. The total payments made under operating leases (net of any incentives received from the lessor) are charged to the statement of total comprehensive income on a straight-

## Notes to the Financial Statements

line basis over the period of the lease. When an operating lease is terminated before the lease period has expired, any payment required to be made to the lessor by way of penalty is recognised as an expense in the period in which termination takes place.

### 2.15 Cash and cash equivalents

For the purposes of the cash flow statement, cash and cash equivalents include cash on hand, and amounts due from other banks with original maturities of less than three months from the date of acquisition, which are subject to insignificant risk of changes to fair value and are used by the Company in the management of its short-term commitments.

### 2.16 Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount of the obligation can be made.

### 2.17 Employee Benefits

A defined benefit plan is a post-employment benefit plan that defines an amount of benefit to be provided, determined using a number of financial and demographic assumptions. The most significant assumptions include age, years of service or compensation salary, life expectancy, the discount rate, expected salary increases and pension rates. For defined benefit plans, the liability is the present value of the defined benefit obligation as at the reporting date minus the fair value of the plan assets.

The defined benefit obligation and the related costs are calculated by independent actuaries on an annual basis at the end of each annual reporting period, using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of high quality corporate bonds or government bonds that are denominated in the currency in which the benefits will be paid and, which have terms to maturity approximating the terms of the related liability, or estimates of rates which take into account the risk and maturity of the related liabilities where a deep market in such bonds does not exist.

Net interest is calculated by applying the discount rate at the beginning of the period to the net defined liability/(asset). Service cost (current service cost, past service cost (including the effect of curtailments) and gains or losses on settlements) and net interest on the net defined benefit liability/(asset) are charged to Statement of total comprehensive income and are included in personnel expenses. The defined benefit obligation net of plan assets is recorded on the statement of financial position, with changes resulting from remeasurements (comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan asset (excluding interest)) recognized immediately in OCI, with no subsequent recycling to profit or loss, in order to fully reflect the full value of the plan deficit or surplus.

### 2.18 Income taxes

Income tax payable on profits, based on the applicable tax law, is recognised as an expense in the period in which profits arise.

Deferred tax is accounted for using the balance sheet liability method. The temporary differences arise between the carrying amounts of assets and liabilities in the statement of financial position and their amounts as measured for tax purposes.

Deferred tax assets relating to the unused tax losses carried forward are recognised to the extent that it is probable that sufficient taxable profits will be available in the future against which these losses can be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on laws that have been enacted or substantially enacted at the reporting date.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current income tax advances against current income tax liabilities and when they relate to income taxes levied by the same taxation authority and the management intends to settle its current tax assets and liabilities on a net basis.

Deferred income tax, related to fair value changes, which are charged or credited to other comprehensive income, is also credited or charged to other comprehensive income where applicable and is subsequently recognized in the statement of total comprehensive income together with the deferred gain or loss.

## Notes to the Financial Statements

### 2.19 Debt securities in issue and other borrowed funds

Debt securities issued and other borrowed funds are initially recognized at fair value net of transaction costs incurred. Subsequent measurement is at amortized cost and any difference between net proceeds and the redemption value of debt securities issued and other borrowed funds is recognized in the statement of total comprehensive income over the period of borrowings using the effective interest rate method. Interest expenses are recognized on an accrual basis.

The mid-long term borrowed funds of the Company consisted on bond loan issued according to law N.3156/2003.

### 2.20 Share capital

**Share issue costs:** Incremental external costs directly attributable to the issue of shares are deducted from equity net of any related income tax benefit.

**Dividends on ordinary shares:** Dividends on ordinary shares are recognised as a liability in the period in which they are approved by the Company's Shareholders at the Annual General Assembly.

### 2.21 Related party transactions

Related parties include entities of National Bank of Greece (NBG) Group. Furthermore, related parties include directors, their close relatives, companies owned or controlled by them and companies over which they can influence the financial and operating policies. All related party transactions are made on substantially the same terms, including interest rates and collateral, as with those prevailing at the same time for comparable transactions with non-related parties and do not involve inherent risk.

## NOTE 3: Critical judgments and estimates

The preparation of financial statements in accordance with IFRS requires management to make judgements, estimates and assumptions that affect the reported amount of assets, liabilities, income and expense in the Company's financial statements and accompanying notes. The Company believes that the judgments, estimates and assumptions used in the preparation of the financial statements are appropriate given the factual circumstances as of 31 December 2016.

The most significant areas, for which judgments, estimates and assumptions are required in applying the Company's accounting policies, are the following:

### Allowance for impairment on loans and advances to customers

The amount of the allowance set aside for losses on loans and advances to customers is based upon management's ongoing assessments of the probable estimated losses. Assessments are conducted by members of the management responsible for various types of customers financing employing a specific methodology and guidelines, which are continually monitored and improved.

This methodology has two primary components: specific allowances and collective allowances and is described in Note 2.7.

Applying this methodology requires management to make estimates regarding the present value of future cash flows. In estimating these cash flows, management makes estimates about the counterparty's financial condition and any received guarantees. Each impaired asset is assessed on its merits, and the workout strategy and estimate of cash flows considered recoverable are independently reviewed.

In assessing the need for collective impairment allowance for loans and advances to customers, management considers factors such as credit quality, portfolio size, concentrations, and other economic factors. In order to estimate the required allowance, assumptions are made both to define the way inherent losses are modelled and to determine the required input parameters, based on historical experience and current economic conditions. The accuracy of the allowances depends on model assumptions and parameters used in determining collective allowances. While this necessarily involves judgment, management believes that allowance for impairment on loans and advances to customers recognised, are reasonable and supportable.

### Pension benefits- Defined benefit obligation

The present value of defined benefit obligation is determined on an actuarial basis, using a number of assumptions such as discount rates, salary changes and benefits. These assumptions are ultimately determined based on the Company's salary increases each year.

## Notes to the Financial Statements

### NOTE 4: Net interest income

The net interest income is analyzed as follows:

Amounts in €	31.12.2016	31.12.2015
<b>Interest earned on</b>		
Amounts due from banks	2,839	9,211
Amounts due from customers	16,804,460	20,803,599
<b>Total</b>	<b>16,807,299</b>	<b>20,812,810</b>
<b>Interest payable on</b>		
Amounts due to banks	(174,151)	(209,571)
Debt securities in issue	(6,985,333)	(9,748,566)
<b>Total</b>	<b>(7,159,484)</b>	<b>(9,958,137)</b>
<b>Net interest income</b>	<b>9,647,815</b>	<b>10,854,673</b>

### NOTE 5: Net fee and commission income

Net fee and commission income is exclusively derived from factoring services.

Amounts in €	31.12.2016	31.12.2015
<b>Commission income</b>		
Due to customers	6,839,968	6,969,281
<b>Total</b>	<b>6,839,968</b>	<b>6,969,281</b>
<b>Commission expense</b>		
Due to banks	(213,658)	(298,287)
Other	(2,030,785)	(2,381,667)
<b>Total</b>	<b>(2,244,443)</b>	<b>(2,679,954)</b>
<b>Net fee and commission income</b>	<b>4,595,525</b>	<b>4,289,327</b>

Other commission expense of €2,030,785, includes a fee of €1,983,755 to the parent company National Bank of Greece S.A. for client recommendation services (2015: €2,338,548).

### NOTE 6: Personnel expenses

The personnel expenses are analyzed as follows:

Amounts in €	31.12.2016	31.12.2015
Salaries	(686,341)	(645,020)
Social security costs	(166,068)	(155,720)
Defined benefit plans (Note 19)	(10,573)	(13,079)
Other staff related benefits	(33,794)	(33,483)
<b>Total</b>	<b>(896,776)</b>	<b>(847,302)</b>

## Notes to the Financial Statements

### NOTE 7: General, administrative & other operating expenses

General, administrative and other operating expenses are analyzed as follows:

Amounts in €	31.12.2016	31.12.2015
Rentals & software expenses	(61,794)	(41,479)
Duties and taxes	(1,660)	(1,196)
Promotion & advertising expenses	(74,182)	(34,336)
Insurance costs	(42,188)	(86,681)
Third party fees	(640,583)	(727,707)
Legal expenses	(72,061)	(39,145)
Travel expenses	(36,412)	(31,926)
Other operating expenses	(47,507)	(53,828)
<b>Total</b>	<b>(976,387)</b>	<b>(1,016,298)</b>

### NOTE 8: Credit provisions

Amounts in €	31.12.2016	31.12.2015
From loans and advances to customers (Note 11)	3,868,150	(3,764,126)
<b>Total</b>	<b>3,868,150</b>	<b>(3,764,126)</b>

The Company proceeded to the reversal of provision amounted to €3,908,116, to cover the credit risk, mainly based on the court decision which provides the opening of the rehabilitation agreement and approves its content related to the business transfer agreement concluded between the "entity" and its creditors. Among its creditors is the Company part of its assets and liabilities were transferred to a third newly established company, which undertook to pay off Company's claims. For these claims, that are expected to be repaid by June 30 2017, the Company had charged an increased provision in the previous years, due to the pending status of the trial.

### NOTE 9: Tax expense

The tax expense is analyzed as follows:

Amounts in €	31.12.2016	31.12.2015
Current tax	2,865,820	2,990,232
Occupational tax	1,000	1,985
Adjustment in respect of income tax of previous years	-	12,177
Discount due to lump sum payment of income tax	-	(75,755)
Deferred taxes (Note 14)	1,830,140	(29,989)
<b>Total</b>	<b>4,696,960</b>	<b>2,898,650</b>

## Notes to the Financial Statements

The reconciliation between current and effective tax rate is as follows:

Amounts in €	31.12.2016	31.12.2015
<b>Profit before tax</b>	<b>16,181,958</b>	<b>9,475,824</b>
Tax calculated based on the current tax rate of 29%	4,692,768	2,747,989
<b>Increase/(Decrease) arising from:</b>		
Expenses not deductible for tax purposes	3,192	3,823
Occupational tax	1,000	1,985
Adjustment in respect of income tax of previous years	-	12,177
Effect of changes in tax rates	-	208,431
Discount due to lump sum payment of income tax	-	(75,755)
<b>Income tax expense</b>	<b>4,696,960</b>	<b>2,898,650</b>
<b>Effective tax rate for the period</b>	<b>29.0%</b>	<b>30.6%</b>

The current income tax liability as of 31 December 2016 and 2015 is analyzed as follows:

Amounts in €	31.12.2016	31.12.2015
Current income tax liability	2,865,820	2,990,232
<b>Increase/(Decrease) arising from:</b>		
Income tax prepayment for the year	(2,990,232)	(2,845,733)
<b>Total income tax liability</b>	<b>(124,412)</b>	<b>144,499</b>

The nominal corporation tax rate for the Company for 2016 and 2015 is 29% following law 4334/16.07.2015 effective from 1 January 2015 onwards. Furthermore, upon profit distribution to Board of Directors or personnel, a 10% withholding tax is imposed on distributed profits. Following the recent tax law 4387/2016, the withholding tax on dividends distributed to the same persons from 1 January 2017 onwards is increased from 10% to 15%. Profit distributions to parent company National Bank of Greece S.A. are not surcharged to additional withholding tax (article 82 of Law 4172/2013).

The unaudited tax years of the Company are 2010 and 2016. The year 2010 will be audited by the tax authorities, whereas the financial year 2016 is currently being audited by the audit firm that, also conducts the statutory audit of the Company's financial statements. The years 2011-2015 were audited by the statutory auditors of the Company, the Deloitte Certified Public Accountants S.A., in accordance with article 82 of Law 2238/1994 and with article 65<sup>A</sup> of Law 4174/2013. Therefore, the related tax audit certificates, were unqualified and issued on 19 July 2012, 24 September 2013, 8 July 2014, 25 September 2015 and 20 September 2016 respectively. Based on Ministerial Decision 1006/05.01.2016 there is no exception from tax audit by the tax authorities to those entities that have been tax audited by the independent auditor and its tax audit certificate was unqualified. Therefore, the tax authorities may re-audit the tax books of the Company for previous years for which a tax audit certificate has been issued by the independent auditor. Although, during the future tax audits from the tax authorities, additional tax liabilities may arise, but it is not expected that they will have material effect on the Company's financial statements.

### NOTE 10: Cash and balances with banks

Cash and balances with banks are analyzed as follows:

Amounts in €	31.12.2016	31.12.2015
Cash in hand	186	160
Sight deposits	4,233,142	9,614,218
<b>Total</b>	<b>4,233,328</b>	<b>9,614,378</b>

## Notes to the Financial Statements

### NOTE 11: Loans and advances to customers

Loans and advances to customers are analyzed as follows:

Amounts in €	31.12.2016	31.12.2015
Domestic Factoring with recourse	188,452,905	218,157,744
Domestic Factoring without recourse	75,687,053	153,926,570
Invoices discounting	22,634,465	15,303,163
International Factoring	6,932,724	27,249,977
<b>Total</b>	<b>293,707,147</b>	<b>414,637,454</b>
Less: Allowance for impairment on loans and advances to customers	(2,366,910)	(6,235,060)
<b>Total loans and advances to customers</b>	<b>291,340,237</b>	<b>408,402,394</b>

#### Movement in the allowance for impairment on loans and advances to customers credit risk

Amounts in €	2016	2015
<b>Balance at 1 January</b>	<b>6,235,060</b>	<b>2,470,934</b>
Provisions released during the year	(3,908,116)	-
Allowance for impairment on loans and advances to customers credit risk	39,966	3,764,126
Net allowance for impairment on loans and advances to customers credit risk	(3,868,150)	3,764,126
<b>Balance at 31 December</b>	<b>2,366,910</b>	<b>6,235,060</b>

### NOTE 12: Software and other intangible assets

Software and other intangible assets are analyzed as follows:

Amounts in €	Software	Total
<b>Cost at 01 January 2015</b>	<b>479,488</b>	<b>479,488</b>
Additions	-	-
<b>Cost at 31 December 2015</b>	<b>479,488</b>	<b>479,488</b>
Accumulated depreciation at 01 January 2015	(60,552)	(60,552)
Depreciation	(39,957)	(39,957)
<b>Accumulated depreciation at 31 December 2015</b>	<b>(100,509)</b>	<b>(100,509)</b>
<b>Net book amount at 31 December 2015</b>	<b>378,979</b>	<b>378,979</b>
<b>Cost at 01 January 2016</b>	<b>479,488</b>	<b>479,488</b>
Additions	-	-
<b>Cost at 31 December 2016</b>	<b>479,488</b>	<b>479,488</b>
Accumulated depreciation at 01 January 2016	(100,509)	(100,509)
Depreciation	(39,958)	(39,958)
<b>Accumulated depreciation at 31 December 2016</b>	<b>(140,467)</b>	<b>(140,467)</b>
<b>Net book amount at 31 December 2016</b>	<b>339,021</b>	<b>339,021</b>



## Notes to the Financial Statements

### NOTE 13: Property and equipment

Property and equipment is analyzed as follows:

Amounts in €	Equipment	Total
<b>Cost at 01 January 2015</b>	<b>38,850</b>	<b>38,850</b>
Additions	3,110	3,110
<b>Cost at 31 December 2015</b>	<b>41,960</b>	<b>41,960</b>
Accumulated depreciation at 01 January 2015	(35,808)	(35,808)
Depreciation	(1,190)	(1,190)
<b>Accumulated depreciation at 31 December 2015</b>	<b>(36,998)</b>	<b>(36,998)</b>
<b>Net book amount at 31 December 2015</b>	<b>4,962</b>	<b>4,962</b>
<b>Cost at 01 January 2016</b>	<b>41,960</b>	<b>41,960</b>
Additions	15,861	15,861
Write offs	(7,287)	(7,287)
<b>Cost at 31 December 2016</b>	<b>50,534</b>	<b>50,534</b>
Accumulated depreciation at 01 January 2016	(36,998)	(36,998)
Depreciation	(16,661)	(16,661)
Write offs	7,287	7,287
<b>Accumulated depreciation at December 2016</b>	<b>(46,372)</b>	<b>(46,372)</b>
<b>Net book amount at 31 December 2016</b>	<b>4,162</b>	<b>4,162</b>

The Company replaced IT equipment with cost of €15,861.

## Notes to the Financial Statements

### NOTE 14: Deferred tax assets and liabilities

Deferred tax assets and liabilities are analyzed as follows:

Amounts in €	Balance 31/12/2014	Recognition in Total Comprehensive Income	Recognition in Other Comprehensive Income	Balance 31/12/2015
<b>Deferred tax assets:</b>				
Share Capital issue costs	35,822	(4,785)	-	31,037
Retirement benefit obligations	15,955	5,043	(2,332)	18,666
<b>Total deferred tax assets</b>	<b>51,777</b>	<b>258</b>	<b>(2,332)</b>	<b>49,703</b>
<b>Deferred tax liabilities:</b>				
Loans and advances to customers	(1,826,836)	51,338	-	(1,775,498)
Long term amortization expenses	(25,949)	(19,693)	-	(45,642)
Debt securities issue costs	(273)	(1,914)	-	(2,187)
<b>Total deferred tax liabilities</b>	<b>(1,853,058)</b>	<b>29,731</b>	<b>-</b>	<b>(1,823,327)</b>
<b>Net deferred tax liability</b>	<b>(1,801,281)</b>	<b>29,989</b>	<b>(2,332)</b>	<b>(1,773,624)</b>

  

Amounts in €	Balance 31/12/2015	Recognition in Total Comprehensive Income	Recognition in Other Comprehensive Income	Balance 31/12/2016
<b>Deferred tax assets:</b>				
Share Capital issue costs	31,037	(4,785)	-	26,252
Retirement benefit obligations	18,666	3,067	6,135	27,868
<b>Total deferred tax assets</b>	<b>49,703</b>	<b>(1,718)</b>	<b>6,135</b>	<b>54,120</b>
<b>Deferred tax liabilities:</b>				
Loans and advances to customers	(1,775,498)	(1,820,738)	-	(3,596,236)
Long term amortization expenses	(45,642)	(13,774)	-	(59,416)
Debt securities issue costs	(2,187)	6,090	-	3,903
<b>Total deferred tax liabilities</b>	<b>(1,823,327)</b>	<b>(1,828,422)</b>	<b>-</b>	<b>(3,651,749)</b>
<b>Net deferred tax liability</b>	<b>(1,773,624)</b>	<b>(1,830,140)</b>	<b>6,135</b>	<b>(3,597,629)</b>

The Company has offset the deferred tax assets and deferred tax liabilities based on the legally enforceable right to set off current tax assets against current tax liabilities.

## Notes to the Financial Statements

### NOTE 15: Other assets

Other assets are analyzed as follows:

Amounts in €	31.12.2016	31.12.2015
Prepaid expenses	22,850	22,850
<b>Total</b>	<b>22,850</b>	<b>22,850</b>

Other assets consist of prepaid expenses for subscriptions and fees for IT services.

### NOTE 16: Due to banks (or financial institutions)

Due to banks are analyzed as follows:

Amounts in €	31.12.2016	31.12.2015
Due to banks	28,790,583	4,046,500
<b>Total</b>	<b>28,790,583</b>	<b>4,046,500</b>

Due to banks consists of a loan facility (overdraft account) between the Company and its Parent Company (National Bank of Greece S.A.),

### NOTE 17: Debt securities in issue

On 28 September 2015 the Company entered into a bond loan agreement with its parent company National Bank of Greece S.A. and its affiliate company NBG Bank Malta LTD, matured at 31 July 2016, with renewal right for one year. This bond loan agreement has been drawn in accordance with the provisions of Laws 3156/2003 and 2190/1920. Under this agreement the Company has the right to issue a bond loan amounting to €380,000,000 divided into 380 million bonds with nominal amount of €1 per bond,. Interest rate is calculated with the OVERNIGHT rate or the one-month, two-month, three-month or six month Euribor at the discretion of the issuer, plus margin.

On 31 December 2016 the Company issued a bond loan amounted to €185,000,000 according to the referred agreement, The fair value of the aforementioned bond loan was calculated to €181,609,912, according to Level 2 valuation, based on a cash flow discounting model, with reference to market rates for financial instruments of a similar maturity.

On 28 September 2015 the Company received the approval to enter into a bond loan agreement with its parent company National Bank of Greece S.A. and its affiliate company NBG Bank Malta LTD, matured at 31 July 2016, with renewal right for one year. This bond loan agreement has been drawn in accordance with the provisions of laws 3156/2003 and 2190/1920. Under this agreement the Company has the right to issue a bond loan amounting to €50,000,000 and divided in 50 million bonds with a nominal amount of €1 per bond. Interest rate is calculated with the OVERNIGHT rate or the one-month, two-month, three-month or six month Euribor at the discretion of the issuer, plus margin.

On 31 December 2016, the Company has not issued any bonds loans under the aforementioned agreement.

The bond loans are fully payable at the maturity date (31 July 2017). The issuer has the right to redeem the bond loans during the contract period provided that will repay the capital and the respective accrued interests. The accrued interest at 31 December 2016 for the bond loan amounted to €17,472.

## Notes to the Financial Statements

### NOTE 18: Due to customers

Due to customers account balance consists of the credit amounts of current and other due from customer management accounts which have not been reimbursed to them at the reporting date. Due to customers account balances as of 31 December 2016 and 2015 are analyzed as follows:

Amounts in €	31.12.2016	31.12.2015
Overdraft accounts	1,446,247	2,173,093
Collection-only accounts	3,341,987	4,442,318
<b>Total</b>	<b>4,788,234</b>	<b>6,615,411</b>

### NOTE 19: Retirement benefit obligations

In accordance with Law 2112/1920 employees are entitled to a lump sum payment in case of redundancy or retirement. The lump sum benefit is based on each employee's final salary and the years of service upon the retirement date. If the employee remains to the company until the expected retirement date the retirement compensation is calculated at 40% of the total compensation if the employee was redundant at the same date. The Company recognizes the valuation of retirement benefit obligations in accordance with provisions of the revised IAS19. The specific retirement benefit of Company is an unfunded defined benefit plan.

#### Pension costs – defined benefit plans

	31.12.2016	31.12.2015
Service cost	9,060	11,852
Net interest expense on the net defined benefit liability/(asset)	1,513	1,227
<b>Regular charge in the Total Comprehensive Income</b>	<b>10,573</b>	<b>13,079</b>

#### Reconciliation of defined benefit obligation

	31.12.2016	31.12.2015
Defined benefit obligation at the beginning of the period	64,366	61,369
Service cost	9,060	11,852
Interest cost	1,513	1,227
- Loss/(Gain) - financial assumptions	14,855	(7,474)
- Loss/(Gain) – experience adjustments	6,301	(2,608)
<b>Defined benefit obligation at the end of the period</b>	<b>96,095</b>	<b>64,366</b>

#### Movement in net liability

	31.12.2016	31.12.2015
Net liability at the beginning of the period	64,366	61,369
Total expense recognized in the statement of total comprehensive income	10,573	13,079
Amount recognized in the OCI	21,156	(10,082)
<b>Net liability at the end of the period</b>	<b>96,095</b>	<b>64,366</b>

## Notes to the Financial Statements

### Remeasurements on the net liability

	31.12.2016	31.12.2015
Liability (gain)/loss due to changes in assumptions	(14,855)	7,474
Liability experience (gain)/loss arising during the year	(6,301)	2,608
<b>Total amount recognized in OCI</b>	<b>(21,156)</b>	<b>10,082</b>

The actuarial report was developed by the accredited company "AON Hewitt" after the year end of 2016. The key assumptions used for the calculation of the pension costs of the defined benefits plans for 2016 and 2015 are:

<b>Weighted average assumptions</b>	<b>2016</b>	<b>2015</b>
Discount rate	1.60%	2.35%
Price inflation	1.50%	1.50%
Rate of compensation increase	0.00% for years 2017-2018	0.00% for years 2016-2018
	0.50% for years 2019-2020	0.50% for years 2019-2020
	1.00% for years 2021-2022	1.00% for years 2021-2022
	1.50% from 2023	1.50% from 2023
Plan duration	22.86 years	23.49 years

No compensation costs are expected to occur in 2017.

### NOTE 20: Other liabilities

Other liabilities are analyzed as follows:

Amounts in €	31.12.2016	31.12.2015
Taxes payable – (other than income taxes)	265,460	266,714
Social security funds	40,444	36,628
Creditors	1,322,823	1,792,543
Payroll related accruals	2,988	800
Other Liabilities	21	21
<b>Σύνολο</b>	<b>1,631,736</b>	<b>2,096,706</b>

Creditors amounted €1,322,823, includes a liability of €975,760 (2015: €1,356,288) to the parent company National Bank of Greece S.A. for client recommendation services. This liability was fully repaid on 10 February 2017.

### NOTE 21: Share capital and share premium

The share capital of the Company as at 31 December 2016 amounted to €20,000,000 divided into 4,000,000 ordinary shares with a nominal value of €5,0 per share. The remaining amount of €30,000,000 was credited to share premium.

The Company did not hold any own shares.

## Notes to the Financial Statements

### NOTE 22: Reserves

#### Statutory reserve

Reserves include statutory reserve which is formed in accordance with article 5 of Company's Articles of Association and article 44 of Greek Law 2190/1920 under which the company is required to withhold from its profits 5% per year for statutory reserve. The aforementioned obligation ceases until this reserve equals to at least one-third of the Company's share capital. According to article 44 of Greek Law 2190/1920 this reserve is used exclusively to cover cumulative debit balance of account "Retained earnings" and cannot be distributed throughout the entire life of the Company.

At 30 June 2016 the annual General Assembly of Shareholders decided to form statutory reserve-of €328,859, derived from the-profits of financial year 2015.

The total statutory reserve for the period ended at 31 December 2016 amounted to €2,143,936.

### NOTE 23: Retained earnings

Retained earnings at 31 December 2016 and 2015 amounted to €20,020,194 και €16,864,055 respectively.

Retained earnings as of 31 December 2016 are analyzed as follows:

Amounts in €	
Retained earnings	20,184,094
Capital issue costs, net of tax	(163,900)
<b>Total</b>	<b>20,020,194</b>

The capital issue costs realized at fiscal year of 2009 and 2013 accordingly.

For the financial year ended at 31 December 2016 the Board of Directors will propose to the Annual General Assembly of Shareholders the formation of statutory reserve amounting to €574,250 and dividend distribution amounting to €10,000,000, derived from the retained earnings of the financial year of 2016 and prior years'.

### NOTE 24: Tax effects relating to other comprehensive income / (expense) for the period

Amounts in €	From 1.1 to 31.12.2016			From 1.1 to 31.12.2015		
	Gross	Tax	Net	Gross	Tax	Net
Items that will not be reclassified subsequently to profit or loss:						
Remeasurement of the net defined benefit liability/ asset	21,155	6,135	15,020	10,082	(2,332)	7,750
<b>Total of items that will not be reclassified subsequently to profit or loss</b>	<b>21,155</b>	<b>6,135</b>	<b>15,020</b>	<b>10,082</b>	<b>(2,332)</b>	<b>7,750</b>
<b>Other comprehensive income / (expense) for the period</b>	<b>21,155</b>	<b>6,135</b>	<b>15,020</b>	<b>10,082</b>	<b>(2,332)</b>	<b>7,750</b>

### NOTE 25: Fair value of financial instruments

According to IFRS the companies should disclose the fair value of their reported financial assets and financial liabilities.

Management considers that the carrying amount of financial assets and financial liabilities, as presented in the financial statements are not materially different from their fair values, as either their maturity is less than one year or they bear floating interest rate.

## Notes to the Financial Statements

### NOTE 26: Contingent liabilities and commitments

#### a) Legal proceedings

In the opinion of the management, after consultation with its legal consultant there are not pending litigations cases that are expected to have a material adverse effect on the financial position of the Company.

#### b) Pending Tax audits

The unaudited tax years of the Company are 2010 and 2016. The year 2010 will be audited by the tax authorities, whereas the financial year 2016 is currently being audited by the audit firm that, also conducts the statutory audit of the Company's financial statements. The years 2011-2015 were audited by the independent auditors of the Company, the Deloitte Certified Public Accountants S.A., in accordance with article 82 of Law 2238/1994 and with article 65<sup>A</sup> of Law 4174/2013. Therefore, the tax related audit certificates, were unqualified and issued on 19 July 2012, 24 September 2013, 8 July 2014, 25 September 2015 and 20 September 2016 respectively. Based on Ministerial Decision 1006/05.01.2016 there is no exception from tax audit by the tax authorities to those entities that have been tax audited by the independent auditor and its tax audit certificate was unqualified. Therefore, the tax authorities may re-audit the tax books of the Company for previous years for which a tax audit certificate has been issued by the independent auditor. Although, during the future audits from the tax authorities, additional tax liabilities may arise, but it is not expected that they will have material effect on the Company's financial statements.

#### c) Unutilized credit limits and credit coverage limits

Contingent liabilities of the Company from unutilized credit limits and credit coverage limits as at 31 December 2016 amounted to €751,101,919 (2015: €539,960,853).

#### d) Operating Lease commitments

The operating lease commitments of the Company relate to the operating lease rentals of buildings and vehicles.

The minimum future lease payments are as follows:

Amounts in €	31.12.2016	31.12.2015
No later than 1 year	56,556	35,916
Later than 1 year and no later than 5 years	201,319	168,480
Later than 5 years	284,586	182,520
<b>Total</b>	<b>542,461</b>	<b>386,916</b>

Lease of buildings has duration of 12 years starting from 2015 and will be renewed with new lease contract.

### NOTE 27: Risk management

Risk management is assigned to the specific risk management department of the Parent Company (National Bank of Greece S.A.), according to the relevant contract signed between the two parties.

#### **27.1 Credit risk**

Credit risk is defined as current or future risk to earnings and capital, relating to the failure of a borrower to honour its contractual factoring obligations with the Company.

According to the referred contractual agreement, the credit risk valuation for debtors and sellers is coordinated by the relevant departments and the related approval authorities of National Bank of Greece S.A. Furthermore, the management of customer receivables which are past due is in line with the principles of management of non-performing loans followed by the Parent Company National Bank of Greece S.A.

The segregation of offered factoring products (Domestic Factoring with recourse, Domestic Factoring without recourse, Invoices discounting, International Factoring) relates to the different credit risk exposure for each of them. The separation of factoring products by credit risk exposure mainly relates to Factoring with recourse, where the credit risk derives from debtors, and Factoring without recourse where credit risk derives from sellers. In each case the valuation models of credit risk are adjusted (debtor or seller) accordingly.



## Notes to the Financial Statements

The Company's credit policy adheres to the Credit Policy for Corporate Portfolio of National Bank of Greece S.A., as provided by the internal manuals, circulars and regulations.

The Company's customers credit risk rating system, which adheres to the corresponding system of the parent Company (National Bank of Greece S.A.), refers to methodologies, processes, controls, IT and database systems supporting the assessment of credit risk and obligors and classification of obligors and credit facilities in risk categories or in groups with similar risk characteristics, as well as the quantification of risk parameters, i.e., default and loss for each obligor and risk rating.

The following tables represent the scenario of Company's credit risk exposure as at 31 December 2016 and 2015, taking account the accumulated provisions for impairment losses on loans and advances to customers, before any collateral held or other credit enhancements attached. For on-balance sheet assets, the exposures set out below are based on net carrying amounts as reported in the statement of financial position:

### Maximum exposure to credit risk as at 31.12.2016 before collateral and other credit enhancements

Amounts in €	Portfolio Credit exposures (w/o impairments)	Impairments	Portfolio net Credit exposures
Cash and balances with banks	4,233,328	-	4,233,328
Loans and advances to customers	293,707,147	(2,366,910)	291,340,237
<b>Total</b>	<b>297,940,475</b>	<b>(2,366,910)</b>	<b>295,573,565</b>

### Maximum exposure to credit risk as at 31.12.2015 before collateral and other credit enhancements

Amounts in €	Portfolio Credit exposures (w/o impairments)	Impairments	Portfolio net Credit exposures
Cash and balances with banks	9,614,378	-	9,614,378
Loans and advances to customers	414,637,454	(6,235,060)	408,402,394
<b>Total</b>	<b>424,251,832</b>	<b>(6,235,060)</b>	<b>418,016,772</b>

### Credit quality of loans and advances to customers as at 31.12.2016

Amounts in €	Small business lending	Corporate lending	Total customer receivables
Performing nor impaired	5,146,150	275,480,787	280,626,937
Past due but not impaired	-	9,473,421	9,473,421
Impaired	88,983	3,517,806	3,606,789
<b>Total before allowance for impairment</b>	<b>5,235,133</b>	<b>288,472,014</b>	<b>293,707,147</b>
Allowance for impairment to customers credit risk	(88,899)	(2,278,011)	(2,366,910)
<b>Total</b>	<b>5,146,234</b>	<b>286,194,003</b>	<b>291,340,237</b>

### Credit quality of loans and advances to customers as at 31.12.2015

Amounts in €	Small business lending	Corporate lending	Total customer receivables
Performing nor impaired	5,882,610	402,837,970	408,720,580
Past due but not impaired	-	1,879,542	1,879,542
Impaired	76,249	3,961,083	4,037,332
<b>Total before allowance for impairment</b>	<b>5,958,859</b>	<b>408,678,595</b>	<b>414,637,454</b>
Allowance for impairment to customers credit risk	(88,599)	(6,146,461)	(6,235,060)
<b>Total</b>	<b>5,870,260</b>	<b>402,532,134</b>	<b>408,402,394</b>

# Notes to the Financial Statements

## Credit quality of loans and advances to customers at 31.12.2016

Amounts in €	Small business lending	Corporate lending	Total customer receivables
Satisfactory Risk	3,893,821	158,179,474	162,073,295
Watch list or substandard	1,252,413	128,014,529	129,266,942
<b>Total</b>	<b>5,146,234</b>	<b>286,194,003</b>	<b>291,340,237</b>

## Credit quality of loans and advances to customers at 31.12.2015

Amounts in €	Small business lending	Corporate lending	Total customer receivables
Satisfactory Risk	3,218,944	291,473,720	294,692,664
Watch list or substandard	2,651,316	111,058,414	113,709,730
<b>Total</b>	<b>5,870,260</b>	<b>402,532,134</b>	<b>408,402,394</b>

## Credit exposures analysis of loans and advances to customers per industry sector

Amounts in €	31.12.2016	31.12.2015
Industry & mining	31,507,068	107,018,283
Small scale industry	7,904,406	8,703,534
Trade and services (excl. tourism)	228,717,072	287,517,711
Construction and real estate development	20,458,216	7,549,054
Transportation and telecommunications (excl. shipping)	5,120,385	3,848,872
Less: Credit provisions and other impairment charges	(2,366,910)	(6,235,060)
<b>Total</b>	<b>291,340,237</b>	<b>408,402,394</b>

As at 31 December 2016 the collaterals secured the credit risk exposure of loans and advances to customers mainly consists of clients invoices and receivable cheques and secondarily of Greek State government bonds. The fair value of the above mentioned collaterals amounted to €371,279,222 (2015: €483,702,825). These collaterals are not included to customer receivables for factoring loans without recourse and credit balance as at 31 December 2016.

## 27.2 Market risk

### 27.2.1 Currency risk

The majority of transactions undertaken by the Company are made in Euro. Hence, as at 31 December 2016, there were no exposures to exchange rate fluctuations.

### 27.2.2 Interest rate risk

The Company monitors the gap in maturities between assets and liabilities (Gap Analysis). Assets and liabilities are classified in time buckets based on next re-pricing date. For floating rate financial instruments, next re-pricing date is the date of the preparation of financial statements while for fixed rate financial instruments is the maturity date. In order to provide a hedge for the interest rate risk, the Company determines, in a monthly basis, the rates of financial assets and liabilities (excluding their spreads). According to the aforementioned hedge any possible change of rates risk will not have an impact on the Company's statement of total comprehensive income.

## Notes to the Financial Statements

The Company's interest rate risk relating to assets and liabilities based on next re-pricing date is summarized as follows:

### Interest rate risk (Gap Analysis) as at 31.12.2016

Amounts in €	Up to 1 month	1 to 3 months	3 to 12 months	Non Interest bearing	Total
<b>ASSETS</b>					
Cash & balances with banks	-	-	4,154,820	78,508	4,233,328
Loans and advances to customers	291,340,237	-	-	-	291,340,237
Other assets	-	-	-	22,850	22,850
<b>Total assets</b>	<b>291,340,237</b>	<b>-</b>	<b>4,154,820</b>	<b>101,358</b>	<b>295,596,415</b>
<b>LIABILITIES</b>					
Debt securities in issue	(185,000,000)	-	-	(17,472)	(185,017,472)
Due to customers	-	-	-	(4,788,234)	(4,788,234)
Other liabilities	-	-	-	(1,322,823)	(1,322,823)
Due to banks	-	-	(28,790,583)	-	(28,790,583)
<b>Total Liabilities</b>	<b>(185,000,000)</b>	<b>-</b>	<b>(28,790,583)</b>	<b>(6,128,529)</b>	<b>(219,919,112)</b>
<b>Total interest gap of assets &amp; liabilities</b>	<b>106,340,237</b>	<b>-</b>	<b>(24,635,763)</b>	<b>(6,027,171)</b>	<b>75,677,303</b>

### Interest rate risk (Gap Analysis) as at 31.12.2015

Amounts in €	Up to 1 month	1 to 3 months	3 to 12 months	Non Interest bearing	Total
<b>ASSETS</b>					
Cash & balances with banks	-	-	9,422,791	191,587	9,614,378
Loans and advances to customers	408,402,394	-	-	-	408,402,394
Other assets	-	-	-	22,850	22,850
<b>Total assets</b>	<b>408,402,394</b>	<b>-</b>	<b>9,422,791</b>	<b>214,437</b>	<b>418,039,622</b>
<b>LIABILITIES</b>					
Debt securities in issue	(334,979,000)	-	-	(31,174)	(335,010,174)
Due to customers	-	-	-	(6,615,411)	(6,615,411)
Other liabilities	-	-	-	(1,792,543)	(1,792,543)
Due to banks	-	-	(4,046,500)	-	(4,046,500)
<b>Total Liabilities</b>	<b>334,979,000</b>	<b>-</b>	<b>(4,046,500)</b>	<b>(8,439,128)</b>	<b>(347,464,628)</b>
<b>Total interest gap of assets &amp; liabilities</b>	<b>73,423,394</b>	<b>-</b>	<b>5,376,291</b>	<b>(8,224,691)</b>	<b>70,574,994</b>

#### 27.2.3 Pricing risk

Due to the subject of its business the Company is not exposed to pricing risk. The Company does not hold financial assets traded in stock markets.

#### 27.3 Liquidity risk

The monitoring of Liquidity risk is focused in the Company's ability to retain sufficient liquidity to meet its liabilities with the support of parent Bank. In order to cover its liquidity needs the Company performs Liquidity Gap Analysis.

The management assesses the cash flows arising from all assets and liabilities and classifies them in time buckets, based on their expected maturities. In the following table is presented the liquidity gap analysis.

## Notes to the Financial Statements

The following tables represent the contractual non discounted cash flows from financial liabilities, through which the Company monitors liquidity risk. Since the amount of contractual non discounted cash flows is highly related to floating rate rather than fixed rate, the amount presented is determined by reference to the conditions prevailing at the reporting date, ie the determination of non discounted cash flows using the actual interest rates that were in effect at 31 December 2016 and 2015, respectively.

**Contractual non discounted cash flows from financial liabilities are analyzed as follows:**

Amounts in €	Up to 1 month	1 to 3 months	3 to 12 months	1 to 5 years	Total
<b>31.12.2016</b>					
Debt securities in issue	279,556	515,431	186,074,542	-	186,869,529
Due to customers	4,788,234	-	-	-	4,788,234
Other liabilities	1,322,823	-	-	-	1,322,823
Due to banks	28,790,583	-	-	-	28,790,583
<b>Total</b>	<b>35,181,196</b>	<b>515,431</b>	<b>186,074,542</b>	<b>-</b>	<b>221,771,169</b>

<b>31.12.2015</b>					
Debt securities in issue	904,035	1,067,347	347,692,799	-	349,664,181
Due to customers	6,615,411	-	-	-	6,615,411
Other liabilities	1,792,543	-	-	-	1,792,543
Due to banks	4,046,500	-	-	-	4,046,500
<b>Total</b>	<b>13,358,489</b>	<b>1,067,347</b>	<b>347,692,799</b>	<b>-</b>	<b>362,118,635</b>

**Liquidity risk analysis as at 31.12.2016**

Amounts in €	Up to 1 month	1 to 3 months	3 to 12 months	1 to 5 years	Total
<b>ASSETS</b>					
Cash & balances with banks	4,233,328	-	-	-	4,233,328
Loans and advances to customers	133,027,222	85,742,956	71,759,965	810,094	291,340,237
Other assets	-	22,850	-	-	22,850
<b>Total</b>	<b>137,260,550</b>	<b>85,765,806</b>	<b>71,759,965</b>	<b>810,094</b>	<b>295,596,415</b>
<b>LIABILITIES</b>					
Debt securities in issue	-	-	(185,017,472)	-	(185,017,472)
Due to customers	(4,788,234)	-	-	-	(4,788,234)
Other liabilities	(1,322,823)	-	-	-	(1,322,823)
Due to banks	(28,790,583)	-	-	-	(28,790,583)
<b>Total</b>	<b>(34,901,640)</b>	<b>-</b>	<b>(185,017,472)</b>	<b>-</b>	<b>(219,919,112)</b>
<b>Liquidity gap</b>	<b>102,358,910</b>	<b>85,765,806</b>	<b>(113,257,507)</b>	<b>810,094</b>	<b>75,677,303</b>

# Notes to the Financial Statements

## Liquidity risk analysis as at 31.12.2015

Amounts in €	Up to 1 month	1 to 3 months	3 to 12 months	1 to 5 years	Total
<b>ASSETS</b>					
Cash & balances with banks	9,614,378	-	-	-	9,614,378
Loans and advances to customers	218,388,601	128,476,473	60,867,133	670,187	408,402,394
Other assets	-	22,850	-	-	22,850
<b>Total</b>	<b>228,002,979</b>	<b>128,499,323</b>	<b>60,867,133</b>	<b>670,187</b>	<b>418,039,622</b>
<b>LIABILITIES</b>					
Debt securities in issue	-	-	(335,010,174)	-	(335,010,174)
Due to customers	(6,615,411)	-	-	-	(6,615,411)
Other liabilities	(1,792,543)	-	-	-	(1,792,543)
Due to banks	(4,046,500)	-	-	-	(4,046,500)
<b>Total</b>	<b>(12,454,454)</b>	<b>-</b>	<b>(335,010,174)</b>	<b>-</b>	<b>(347,464,628)</b>
<b>Liquidity gap</b>	<b>215,548,525</b>	<b>128,499,323</b>	<b>(274,143,041)</b>	<b>670,187</b>	<b>70,574,994</b>

Debt securities in issue are presented above based on the agreed contractual terms. However, the Company retains the right to redeem them (partially or totally) during the contract period on condition that will repay the capital and the respective accrued interests.

### 27.4 Operational Risk

Operational risk is defined as the current or future risk on the Company's earnings and capital arising from inadequate or failed internal processes, from insufficient management of Human Resources or from external events.

The Company, acknowledging the importance of operational risk, has established and maintained a firm wide and effective, high quality framework for its management.

The Company has outsourced to its parent Bank responsibilities related to operational risk management. Since 2010, the Company has developed an Operational Risk Management Framework (ORMF) considering qualitative and quantitative criteria of Standardised Approach.

During 2016, the annual cycle of ORMF was implemented using the OpVar application developed by Algorithmics company. Especially, in the context of ORMF implementation, the following procedures were concluded:

- The identification, assessment and monitoring of operational risks (Risk Control Self-Assessment)
- The determination of Action Plans for their mitigation
- The collection of operational risk loss events

### 27.5 Capital adequacy

The Company manages actively its capital base, in cooperation with its parent Company National Bank of Greece S.A., with the objective to maintain its capital adequacy ratios well above the minimum regulatory levels and at the same time to improve the weighted average cost of capital. In this framework, both the calculation of the capital requirements and the dynamic management of the capital base are embedded in the business plan and the annual budgeting processes, in accordance with the capital adequacy targets that have been set in the Group's Risk Strategy

Capital adequacy at 31 December 2016 and 2015 was calculated as follows:

Amounts in € '000	31.12.2016	31.12.2015
Basic and total regulatory capital	47,595	47,449
Total risk weighted assets	244,747	423,069
<b>Total ratio</b>	<b>19.45%</b>	<b>11.22%</b>

## Notes to the Financial Statements

### NOTE 28: Independent auditor's fees

Deloitte Certified Public Accountants S.A., has served as our principal independent public accountant for the years ended 31 December 2016 and 2015. The following table presents the aggregate fees for professional audit and audit-related services rendered by the Company's principal accounting firm Deloitte Certified Public Accountants S.A.:

Amounts in €	31.12.2016	31.12.2015
Audit fees	19,000	20,500
Audit-related fees	21,000	21,000
<b>Total</b>	<b>40,000</b>	<b>41,500</b>

### NOTE 29: Related party transactions

The Company, as a subsidiary of the NBG Group, entered into significant transactions with National Bank of Greece and other companies of NBG Group, at arm's length.

The terms of cooperation do not substantially differ from the usual terms of course of business, at market rates. These transactions are approved by the appropriate level of management.

A. The outstanding balances of transactions with members of the Board of Directors and management are as follows:

Amounts in €	31.12.2016	31.12.2015
Expenses	202,088	100,376
<b>Board of Directors and management fees</b>	<b>202,088</b>	<b>100,376</b>

B. The outstanding balances with National Bank of Greece S.A. and other companies of NBG Group are as follows:

Amounts in €	31 December 2016	31 December 2015
<b>ASSETS</b>		
a) Balances with banks		
National Bank of Greece S.A.	4,232,965	9,570,209
b) Loans to customers		
National Bank of Greece S.A.	11,577,534	4,545,397
ASTIR Palace Vouliagmenis S.A.*	-	397,439
c) Property & Equipment		
National Bank of Greece S.A.	15,861	-
<b>Total</b>	<b>15,826,360</b>	<b>14,513,045</b>
<b>LIABILITIES</b>		
a) Due to banks		
National Bank of Greece S.A.	28,790,583	4,046,500
b) Debt securities in issue		
National Bank of Greece S.A.	175,766,598	318,279,615
NBG Bank Malta Ltd	9,250,874	16,751,559
c) Other Liabilities		
National Bank of Greece S.A.	1,124,478	1,608,557
Ethniki Leasing S.A.	253	718
Ethniki Hellenic General Insurance S.A.	-	1,658
<b>Total</b>	<b>214,932,786</b>	<b>340,688,607</b>

\* On 27 October 2016, the parent Bank disposed of its stake in Astir Palace Vouliagmenis S.A. to Apollo Investment Hold Co SARL. As a result, at 31.12.2016 the aforementioned entity does not consist a related party and is included in the note solely for presentation purposes of the financial year of 2015.

## Notes to the Financial Statements

Amounts in €	31 December 2016	31 December 2015
<b>STATEMENT OF TOTAL COMPREHENSIVE INCOME</b>		
<b>INCOME</b>		
a) Interest income		
National Bank of Greece S.A.	2,839	9,211
<b>Total</b>	<b>2,839</b>	<b>9,211</b>
<b>EXPENSES</b>		
a) Fee & commission expenses		
National Bank of Greece S.A.	6,811,2687	7,972,157
National Bank of Greece S.A. (Cyprus) LTD	-	1,266,650
National Bank Malta Ltd	348,217	719,329
b) Commission expense		
National Bank of Greece S.A.	2,030,785	2,411,667
c) Personnel expenses		
National Bank of Greece S.A.	330,781	354,396
d) General, administrative and other operating expenses		
National Bank of Greece S.A.	132,777	151,626
Ethniki Hellenic General Insurance S.A.,	31,577	28,760
NBG Pangaea REIC,	-	13,563
Ethniki Leasing S.A.	11,110	8,174
<b>Total</b>	<b>9,696,5154</b>	<b>12,926,322</b>
<b>OFF BALANCE SHEET ACCOUNTS</b>		
a) Received guarantees		
National Bank of Greece S.A.	160,000,000	160,000,000
b) Operating lease commitments		
National Bank of Greece S.A.	536,235	384,696
Ethniki Leasing S.A.	6,226	2,220
c) Approved unused credit limits		
National Bank of Greece S.A.	266,209,417	140,953,500
<b>Total</b>	<b>426,751,878</b>	<b>301,340,416</b>

### NOTE 30: Events after the reporting period

No significant events have occurred since 31 December 2016 up to the date of approval of these financial statements.

Athens, 26 May 2017

THE  
CHAIRMAN

THE CHIEF EXECUTIVE  
OFFICER

THE HEAD OF  
FINANCIAL SERVICES

THEOFANIS PANAGIOTOPOULOS  
No of Passport ID AE3595802

ALEXANDROS KONTOPOULOS  
No of Pol. Identity X 549459

PANAGIOTIS MAVRAGANIS  
No of Pol. Identity X 010495

