



Atende S.A.

**Opinion and Report  
of the Independent Auditor  
Financial Year ended  
31 December 2016**

*This document is a free translation of the Polish original. Terminology current in Anglo-Saxon countries has been used where practicable for the purposes of this translation in order to aid understanding. The binding Polish original should be referred to in matters of interpretation.*

## **OPINION OF THE INDEPENDENT AUDITOR**

*To the General Meeting of Atende S.A.*

### **Opinion on the Separate Financial Statements**

We have audited the accompanying separate financial statements of Atende S.A., with its registered office in Warsaw, ul. Ostrobramska 86 ("the Company"), which comprise the separate statement of financial position as at 31 December 2016, the separate statement of comprehensive income, the separate statement of cash flows and the separate statement of changes in equity for the year then ended and notes comprising a summary of significant accounting policies and other explanatory information.

#### *Management's and Supervisory Board's Responsibility for the Separate Financial Statements*

Management of the Company is responsible for the preparation, on the basis of properly maintained accounting records, of financial statements that give a true and fair view in accordance with International Financial Reporting Standards, as adopted by the European Union and with other applicable regulations. Management of the Company is also responsible for such internal control as management determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

According to the Accounting Act dated 29 September 1994 (Official Journal from 2016, item 1047 with amendments) ("the Accounting Act"), Management of the Company and members of the Supervisory Board are required to ensure that the financial statements are in compliance with the requirements set forth in the Accounting Act.

#### *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 section 7 of the Accounting Act and International Standards on Auditing as adopted by the resolution dated 10 February 2015 of the National Council of Certified Auditors as National Standards on Assurance. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our 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, we consider internal control relevant to the entity's preparation of financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management of the Company, 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 opinion.

#### *Opinion*

In our opinion, the accompanying separate financial statements of Atende S.A.:

- give a true and fair view of the unconsolidated financial position of the Company as at 31 December 2016 and of its unconsolidated financial performance and its unconsolidated cash flows for the year then ended, in accordance with International Financial Reporting Standards as adopted by the European Union;
- comply, in all material respects, with the applicable regulations and the provisions of the Company's separate articles of association that apply to the Company's financial statements; and
- have been prepared from accounting records, that, in all material respects, have been properly maintained.

#### *Other Matters*

The comparative figures, excluding the adjustments described in section 9 to the separate financial statements, have been derived from the financial statements of the Atende S.A. as at and for the year ended 31 December 2015, which were audited by another auditor who expressed an unmodified opinion on those financial statements dated 21 March 2016.

### **Specific Comments on Other Legal and Regulatory Requirements**

#### *Report on the Company's Activities*

Management of the Company is responsible for the report on the Company's activities.

Our opinion on the separate financial statements does not cover the report on the Company's activities.

As required by the Accounting Act and the Decree of the Ministry of Finance dated 19 February 2009 on current and periodic information provided by issuers of securities and the conditions for recognition as equivalent of information required by the laws of a non-member state (Official Journal from 2014, item 133 with amendments) (the "Decree") we report that the accompanying report on the Company's activities includes the information required by Art. 49 of the Accounting Act and the Decree and the information is consistent, in all material respects, with the separate financial statements. Furthermore, based on our knowledge about the Company and its environment obtained in the audit, we have not identified material misstatements in the report on the Company's activities.

As required by the Accounting Act and the Decree we report that the statement of corporate governance, which is a separate part of the report on the Company's activities, includes the information required by paragraph 91 subparagraph 5 point 4 letter a, b, g, j and k of the Decree. Furthermore we report that the information identified in paragraph 91 subparagraph 5 point 4 letter c, d, e, f, h and i of the Decree, included in the statement of corporate governance, in all material respects:

- has been prepared in accordance with the applicable regulations; and
- is consistent with the information contained in the separate financial statements.

On behalf of KPMG Audyt Spółka z ograniczoną odpowiedzialnością sp.k.  
Registration No. 3546  
ul. Inflancka 4A  
00-189 Warsaw

*Signed on the Polish original*

.....  
Zbigniew Libera  
Key Certified Auditor  
Registration No. 90047  
Limited Liability Partner with power of attorney

21 March 2017



Atende S.A.

**Report on the audit  
of the separate financial statements**

**Financial Year ended  
31 December 2016**



**Atende S.A.**

The report on the audit of the separate financial statements  
for the financial year ended 31 December 2016

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**Atende S.A.**

The report on the audit of the separate financial statements  
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## **1. General**

### **1.1. General information about the Company**

#### **1.1.1. Company name**

Atende S.A.

#### **1.1.2. Registered office**

ul. Ostrobramska 86  
04-163 Warsaw

#### **1.1.3. Registration in the register of entrepreneurs of the National Court Register**

Registration court:	District Court for the Capital City of Warsaw in Warsaw, XIII Commercial Department of the National Court Register
Date:	5 January 2009
Registration number:	KRS 0000320991
Share capital as at the end of the reporting period:	PLN 7,268,668.80

#### **1.1.4. Management of the Company**

The Management Board is responsible for management of the Company.

As at 31 December 2016, the Management Board of the Company was comprised of the following members:

- Roman Szwed – President of the Management Board,
- Iwona Bakula – Vice President of the Management Board,
- Jacek Forysiak – Vice President of the Management Board,
- Szymon Stępczak – Vice President of the Management Board,
- Jacek Szczepański – Vice President of the Management Board.

From 1 January 2016 to 31 December 2016 there were the following changes in the Management Board:

- According to the resolution of Supervisory Board dated 16 December 2015 Mr. Jacek Szczepański was appointed as Vice President of the Management Board from 11 January 2016.
- According to the resolution of Supervisory Board dated 4 April 2016 Mr. Andrzej Słodczyk was recalled from the position of Vice President of the Management Board and Mr. Jacek Forysiak was appointed to this position.

### **1.2. Key Certified Auditor and Audit Firm Information**

#### **1.2.1. Key Certified Auditor information**

Name and surname:	Zbigniew Libera
Registration number:	90047



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**1.2.2. Audit Firm information**

Name:	KPMG Audyt Spółka z ograniczoną odpowiedzialnością sp.k.
Address of registered office:	ul. Inflancka 4A, 00-189 Warsaw
Registration number:	KRS 0000339379
Registration court:	District Court for the Capital City of Warsaw in Warsaw, XII Commercial Department of the National Court Register
NIP number:	527-26-15-362

KPMG Audyt Spółka z ograniczoną odpowiedzialnością sp.k. is entered into the register of audit firms, maintained by the National Council of Certified Auditors, under number 3546.

**1.3. Prior period financial statements**

The separate financial statements as at and for the financial year ended 31 December 2015 were audited by PKF Consult Spółka z ograniczoną odpowiedzialnością Sp.k. and received an unmodified opinion.

The separate financial statements were approved at the General Meeting on 11 May 2016 where it was resolved to distribute the net profit for the prior financial year of PLN 9,888,675.67 as follows:

- PLN 6,541,801.92 to be paid as a dividend,
- PLN 3,346,873.75 to reserve capital.

The separate financial statements were submitted to the Registration Court on 6 June 2016.

**1.4. Audit scope and responsibilities**

The audited Company prepares its separate financial statements in accordance with International Financial Reporting Standards as adopted by the European Union on the basis of the decision of the Shareholders Meeting dated 2 January 2008.

The separate financial statements were audited in accordance with the contract dated 27 June 2016, concluded on the basis of the resolution of the Supervisory Board dated 11 May 2016 on the appointment of the auditor.

We conducted our audit in accordance with section 7 of the Accounting Act dated 29 September 1994 (Official Journal from 2016, item 1047 with amendments) ("the Accounting Act") and International Standards on Auditing as adopted by the resolution dated 10 February 2015 of the National Council of Certified Auditors as National Standards on Assurance.

We audited the separate financial statements at the Company during the period from 5 to 9 December 2016 and from 6 to 21 March 2017.

Management of the Company is responsible for the preparation, on the basis of properly maintained accounting records, of separate financial statements that give a true and fair view in accordance with International Financial Reporting Standards as adopted by the European Union and with other applicable regulations. Management of the Company is also responsible for the Report on the Company's activities.

Our responsibility is to express an opinion and to prepare a report on the audit of the separate financial statements based on our audit.

Management of the Company submitted a statement, dated as at the same date as this report, as to the preparation of the separate financial statements that give a true and fair view, which





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confirmed that there were no undisclosed matters which could significantly influence the information presented in the separate financial statements.

All required statements, explanations and information were provided to us by Management of the Company and all our requests for additional documents and information necessary for expressing our opinion and preparing the report have been fulfilled.

The scope of the work planned and performed has not been limited in any way. The method and scope of our audit is detailed in working papers prepared by us and retained in the offices of the Audit Firm.

The Key Certified Auditor and the Audit Firm are independent of the Company in accordance with the Code of Ethics for Professional Accountants of the International Ethics Standards Board for Accountants' as adopted by the resolution of National Council of Certified Auditors dated 13 June 2011 ("IESBA Code") and the impartiality and independence requirements as described in Art. 56 points 3 and 4 of the Act on Certified Auditors and their Self-Governance, Audit Firms authorized to Audit Financial Statements and Public Oversight dated 7 May 2009 (Official Journal from 2016, item 1000 with amendments) and have fulfilled other ethical responsibilities in accordance with these regulations and the IESBA Code.



**Atende S.A.**

The report on the audit of the separate financial statements  
for the financial year ended 31 December 2016  
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## 2. Financial analysis of the Company

### 2.1. Summary analysis of the separate financial statements

#### 2.1.1. Separate statement of financial position

<b>ASSETS</b>	<b>31.12.2016</b>	<b>% of total</b>	<b>31.12.2015</b>	<b>% of total</b>	<b>01.01.2015</b>	<b>% of total</b>
	<b>PLN '000</b>		<b>PLN '000 (*)</b>		<b>PLN '000 (*)</b>	
<b>Non-current assets</b>	<b>62 757</b>	<b>43,0</b>	<b>65 641</b>	<b>37,3</b>	<b>65 633</b>	<b>44,1</b>
Property, plant and equipment	18 645	12,8	20 287	11,5	22 637	15,2
Intangible assets	5 760	3,9	7 281	4,1	7 976	5,4
Investments in subsidiaries	21 735	14,9	21 185	12,1	19 091	12,8
Financial assets available for sale	80	-	80	-	80	-
Deferred tax assets	1 543	1,1	3 115	1,8	1 756	1,2
Contract assets	3 466	2,4	104	0,1	985	0,7
Other non-current assets	11 528	7,9	13 589	7,7	13 108	8,8
<b>Current assets</b>	<b>83 217</b>	<b>57,0</b>	<b>110 125</b>	<b>62,7</b>	<b>83 049</b>	<b>55,9</b>
Inventories	7 368	5,0	6 636	3,8	8 146	5,5
Contract assets	3 128	2,1	882	0,5	2 156	1,5
Trade receivables	53 086	36,4	44 153	25,1	60 192	40,5
Other receivables	513	0,4	136	0,1	510	0,3
Prepayments	9 212	6,3	9 904	5,6	2 916	2,0
Cash and cash equivalents	9 910	6,8	48 414	27,6	9 129	6,1
<b>TOTAL ASSETS</b>	<b>145 974</b>	<b>100,0</b>	<b>175 766</b>	<b>100,0</b>	<b>148 682</b>	<b>100,0</b>
<b>EQUITY AND LIABILITIES</b>	<b>31.12.2016</b>	<b>% of total</b>	<b>31.12.2015</b>	<b>% of total</b>	<b>01.01.2015</b>	<b>% of total</b>
	<b>PLN '000</b>		<b>PLN '000 (*)</b>		<b>PLN '000 (*)</b>	
<b>Equity</b>	<b>58 210</b>	<b>39,9</b>	<b>57 447</b>	<b>32,7</b>	<b>53 953</b>	<b>36,3</b>
Share capital	7 269	5,0	7 269	4,1	7 269	4,9
Share premium	14 753	10,1	14 753	8,4	14 753	9,9
Other reserve capital	30 517	20,9	27 170	15,5	22 738	15,3
Retained earnings	(1 632)	1,1	(695)	0,4	1 513	1,0
Financial result for the current period	7 303	5,0	8 950	5,1	7 680	5,2
<b>Non-current liabilities</b>	<b>21 179</b>	<b>14,5</b>	<b>20 355</b>	<b>11,6</b>	<b>21 588</b>	<b>14,5</b>
Interest-bearing loans and borrowings	6 030	4,1	2 824	1,6	3 546	2,4
Other financial liabilities	470	0,3	381	0,2	1 040	0,7
Retirement and similar benefits provision	612	0,4	612	0,4	612	0,4
Other long-term liabilities	5	-	27	-	42	-
Contract liabilities	14 062	9,7	16 511	9,4	16 348	11,0
<b>Current liabilities</b>	<b>66 585</b>	<b>45,6</b>	<b>97 964</b>	<b>55,7</b>	<b>73 141</b>	<b>49,2</b>
Interest-bearing loans and borrowings	4 209	2,9	706	0,4	1 466	1,0
Other financial liabilities	494	0,3	641	0,4	1 124	0,8
Contract liabilities	14 092	9,7	15 651	8,9	3 989	2,7
Trade payables	30 282	20,8	45 479	25,9	45 285	30,5
Retirement and similar benefits provision	50	-	50	-	50	-
Current income tax liability	298	0,2	3 351	1,9	212	0,1
Other liabilities	13 489	9,2	29 964	17,0	21 015	14,1
Deferred income	3 671	2,5	2 122	1,2	-	-
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>145 974</b>	<b>100,0</b>	<b>175 766</b>	<b>100,0</b>	<b>148 682</b>	<b>100,0</b>

(\*) restated - refer to section 9 of the accompanying separate financial statements



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**2.1.2. Separate statement of comprehensive income**

	1.01.2016 - 31.12.2016	% of total sales	1.01.2015 - 31.12.2015	% of total sales
	PLN '000		PLN '000 (*)	
Revenue	172.460	100,0	226.061	100,0
Cost of sales	(128.635)	74,6	(184.373)	81,6
<b>Gross profit on sales</b>	<b>43.825</b>	<b>25,4</b>	<b>41.688</b>	<b>18,4</b>
Other operating income	2.152	1,3	3.022	1,3
General and administrative expenses	(34.853)	20,2	(33.250)	14,7
Other operating expenses	(791)	0,5	(857)	0,3
<b>Profit from operating activities</b>	<b>10.333</b>	<b>6,0</b>	<b>10.603</b>	<b>4,7</b>
Finance income	631	0,3	1.721	0,7
Finance costs	(1.791)	1,0	(1.386)	0,6
<b>Profit before tax</b>	<b>9.173</b>	<b>5,3</b>	<b>10.938</b>	<b>4,8</b>
Income tax expense	(1.870)	1,1	(1.988)	0,9
<b>Profit from continuing operations</b>	<b>7.303</b>	<b>4,2</b>	<b>8.950</b>	<b>3,9</b>
<b>Net profit</b>	<b>7.303</b>	<b>4,2</b>	<b>8.950</b>	<b>3,9</b>
<b>Earnings per share (PLN)</b>				
Basic earnings per share	0,20		0,25	
Diluted earnings per share	0,20		0,25	
<b>Continuing operations (PLN)</b>				
Basic earnings per share	0,20		0,25	
Diluted earnings per share	0,20		0,25	
<b>Net profit</b>	<b>7.303</b>	<b>4,2</b>	<b>8.950</b>	<b>3,9</b>
<b>Total comprehensive income</b>	<b>7.303</b>	<b>4,2</b>	<b>8.950</b>	<b>3,9</b>

(\*) restated - refer to section 9 of the accompanying separate financial statements



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## 2.2. Selected financial ratios

	2016	2015 (*)
<b>1. Return on sales</b>		
<u>profit for the period x 100%</u> revenue	4,2%	4,0%
<b>2. Return on equity</b>		
<u>profit for the period x 100%</u> equity - profit for the period	14,3%	18,5%
<b>3. Debtors' days</b>		
<u>average trade receivables (gross) x 365 days</u> revenue	105 days	86 days
<b>4. Debt ratio</b>		
<u>liabilities x 100%</u> equity and liabilities	60,1%	67,3%
<b>5. Current ratio</b>		
<u>current assets</u> current liabilities	1,2	1,1

(\*) restated - refer to section 9 of the accompanying separate financial statements

- Revenue includes revenue from sales of finished products, merchandise and raw materials.
- Average trade receivables represent the average of trade receivables at the beginning and at the end of the period, with no deduction made for allowances.



**Atende S.A.**

The report on the audit of the separate financial statements  
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### **3. Detailed report**

#### **3.1. Accounting system**

The Company maintains current documentation describing the applied accounting principles adopted by the Management Board to the extent required by Art. 10 of the Accounting Act.

On the basis of the work performed, we have not identified any material irregularities in the accounting system which have not been corrected and that could have a material effect on the separate financial statements. Our audit was not conducted for the purpose of expressing a comprehensive opinion on the operation of the accounting system.

On behalf of KPMG Audyt Spółka z ograniczoną odpowiedzialnością sp.k.  
Registration No. 3546  
ul. Inflancka 4A  
00-189 Warsaw

*Signed on the Polish original*

.....  
Zbigniew Libera  
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21 March 2017

