

Report from audit of financial statement for 2012

1. Information on the Company

Qumak S.A. (Company) was found on 4 December 1997 as a result of transformation of a company Sekom Sp. z o.o. The company was appointed for an indefinite period of time. Seat of the Company is in Warsaw, 94 Jerozolimskie Street.

Basic activities of the Company are:

- ▲ specialized construction works,
- ▲ activity related to software and advisory in the scope of IT, and related activity,
- ▲ telecommunication,
- ▲ activity in the scope of architecture and engineering; research and technical analysis.

On 13 June 2001 the Company was entered into the National Court Register, conducted by the Warsaw District Court in Warsaw, 12th Commercial Division of the National Court Register, under the number 0000019455.

Company has a Tax Identification Number (NIP) 5240107036 that was assigned on 3 December 1993 and a National Economy Register (REGON) 012877260 assigned on 13 January 1998.

The Company's initial capital on the finishing day of a financial year, that is 31 December 2012, was 10 375 thousand zloty. Owner's equity on that day was 94 558 thousand zloty.

According to a note 12a of additional information and explanations to financial statement on the day of 31 December 2012 structure of initial capital ownership of the Company was the following:

Shareholder	Number of shares	Number of votes	Face value of shares (in thousand zloty)	Share in initial capital
Aviva Investor Poland S.A.	711 096	711 096	711	6.85%
Legg Mason Zarządzanie Aktywami S.A.	973 914	973 914	974	9.39%
Including: Legg Mason Akcji FIO	843 008	843 008	843	8.13%
OFE PZU "Złota Jesień"	847 814	847 814	848	8.17%
ING Otwarty Fundusz Emerytalny	593 757	593 757	594	5.72%
Others	7 248 419	7 248 419	7 248	69.86%
In total	10 375 000	10 375 000	10 375	100.0%

In accordance with the state from shares book on the day of 19 April 2012 shareholding structure of the Company as the following:

Shareholder	Number of shares	Number of votes	Face value of shares (in thousand zloty)	Share in initial capital
Legg Mason Zarządzanie Aktywami S.A.	1 012 310	1 012 310	1 012	9.76%
Including: Legg Mason Akcji FIO	843 008	843 008	843	8.13%
OFE PZU "Złota Jesień"	847 814	847 814	848	8.17%
PTE Allianz Polska S.A.	588 753	588 753	589	5.67%
Others	7 926 123	7 926 123	7 926	76.40%
In total	10 375 000	10 375 000	10 375	100.0%

Changes in ownership of the Company shareholding structure were in consistence with appropriate regulations published in the form of current reports in the period from 1 January 2012 to 31 December 2012 and after the balance day, till the day of issuing this report.

Membership of the Management Board on the day of 19 April 2013 was as follows:

- ♣ Paweł Jaguś - President of the Board
- ♣ Aleksander Plata - Vice President of the Board
- ♣ Jacek Suchenek - Member of the Board

In the period from 1 January 2012 to 19 April 2013 membership of the Management Board changed in the following way:

- on 11 March 2013 the Supervisory Board recalled Mr. Jan Goliński from the office of Vice President of the Management Board of the Company, and Mr. Andrzej Swolkień from the office of Vice President of the Management Board of the Company,
- at the same time the Supervisory Board elected Mr. Jacek Suchenek for Memeber of the Management Board of the Company.

2. Financial statement for the previous year

Financial statement of the Company for the financial year that finished on 31 December 2011 (previous financial year) was audited by Grant Thornton Frąckowiak Sp. z o.o. on behalf of which acted the expert auditor Elżbieta Grześkowiak, registry no. 5041. The auditor expressed an opinion on the audited financial statement without objections.

The Company's financial statement for the financial year that finished on 31 December 2011 was approved by General Meeting of Shareholders on 12 June 2012. Shareholders of the Company adopted a resolution expressing that net profit for the year 2011 in the amount of 13 268 thousand zloty shall be used for:

- ♣ reserve capital 10 375 thousand zloty
- ♣ supplementary capital 2 856 thousand zloty

Financial statement of the Company for the financial year that finished on 31 December 2011 (previous financial year) together with the opinion of the expert auditor, by resolutions of the

General Meeting of Shareholders concerning approval of financial statement and division of profit, as well as report on Company's activity were put forward on 15 June 2012 in the National Court Register.

Required elements of the financial statement for the financial year that finished on 31 December 2011 (previous financial year) with the expert auditor opinion, by resolutions of the General Meeting of Shareholders concerning approval of financial statement and division of profit on 4 September 2011 were submitted to be published in the Official Journal of the Republic of Poland (Monitor Polski) B, number 1936.

3. Information on entity authorized to audit and the auditing expert

Grant Thornton Frąckowiak Sp. z o.o. Sp. k. with seat in Poznań, 88E Ab. Antoni Baraniak Street, is an entity authorized to conduct audit of financial statements, registered in the National Chamber of Statutory Auditors list in Poland under the registration number 3654.

On behalf of Grant Thornton Frąckowiak Sp. z o.o. Sp. k. the audit of financial statement was managed by an expert auditor Elżbieta Grześkowiak, register no. 5014.

Grant Thornton Frąckowiak Sp. z o.o. Sp. k. was chosen on 10 May 2011 to conduct an audit of financial statement of the Company, for the financial year that finished on 31 December 2012, by the Supervisory Board. We have conducted audit of this financial statement on the grounds of agreement concluded on 15 July 2012 with the Management Board of the Company.

4. Scope and term of audit

Aim of our audit was to express written opinion together with a report, whether the financial statement for the financial year that finished on 31 December 2012, in all of its substantial aspects is correct, meaning consistent with applied regulations (policy) of accounting and reliably and clearly presents assets and financial situation, as well as financial result of the Company.

During audit of particular parts of financial statement and accounting books we used tests and attempts applicable to financial revision. On the basis of results of these tests we realized correctness of tested items. Audit restricted to chosen tests we applied also with regard to settlements and liabilities due to taxation, in connection to which there might appear differences among our results and results of possible controls of authorized treasury bodies.

Our subject of audit did not contain finding out and explaining events which might – if they occurred – become grounds for initiating legal proceedings by appointed for such purpose bodies. Subject of the audit was not also other issues that could occur outside the accounting system of the Company, but not influencing audited by us financial statement.

We have conducted the audit of financial statement for the financial year that finished on 31 December 2012, from 19 December 2012 to 19 April 2013, including in the Company's headquarter from 19 December 2012 to 21 December 2012, as well as from 18 March 2013 to 22 March 2013.

5. Independence declaration

Grant Thornton Frąckowiak Sp. z o.o. Sp. k., members of management of general partner, network to which the entity authorized to audit, expert auditor managing the audit, and other persons involved in the audit, meet conditions to express unbiased and independent opinion on audited financial statement of the Company, set in the article 56 from the act of 7 May 2009 on expert auditors and their management, entities authorized to audit financial statement and on public supervision (Dziennik Ustaw [Journal of Law] no. 77 item 649, with later amendments).

6. Availability of data and received statements

Management Board of the Company provided us with dated as of 19 April 2013 written statement on completeness, reliability and correctness of the audited financial statement, and that between the balance day and the day of audit no events occurred that could significantly influence the financial and assets situation of the Company and would require to consider in audited financial statement. The Management of the Company confirmed its responsibility for approved financial statement, and also made a statement that it provided us during the audit with all accounting books, financial data, information, and other required documentation, as well as provided all explanations essential to express opinion on audited financial statement.

We consider that received evidences delivered enough grounds for expressing opinion on financial statement, and there were no limitations to the scope of our audit.

7. Accounting system

Company's accounting books are maintained with the use of a computer system Symfonia Księgowość i Finanse of SAGE Symfonia Sp. z o.o. in the Company's seat. The Company holds current documentation mentioned in the art. 10 of Act on Accounting, including also policy (regulations) of accounting. In our opinion revealed in the introduction to the financial statement policy (regulations) of accounting of the Company is adjusted to specificity of its activity.

Approved final account balance on 31 December 2011 was correctly entered into the accounting books as beginning balance on 1 January 2012.

Our audit did not reveal significant weaknesses, that could influence the financial data and information included in audited financial statement, concerning:

- ⤴ operational business documentation,
- ⤴ reliability, correctness and verifiability of the accounting books,
- ⤴ relations of books enters with accounting proofs and audited financial statement,
- ⤴ method of securing access to data and system of their processing with the use of computer,
- ⤴ protection of accounting documentation, accounting books and financial statements.

8. Balance

ASSETS (in thousand zloty)	31.12.2012	31.12.2011	31.12.2010
A. TANGIBLE ASSETS	13 914	14 935	14 923
1. Intangible assets	58	50	134

2. Tangible fixed assets	4 694	5 460	5 960
3. Long-term receivables	6 409	7 159	6 975
4. Long-term investments	-	-	-
5. Long-term prepayments	2 753	2 266	1 854
B. CURRENT ASSETS	269 701	203 290	156 570
1. Reserves	7 883	6 942	5 695
2. Short-term receivables	212 603	184 428	127 845
3. Short-term investments	46 416	11 123	21 706
4. Short-term prepayments	2 799	797	1 324
ASSETS IN TOTAL:	283 615	218 225	171 493

LIABILITIES (in thousand zloty)	31.12.2012	31.12.2011	31.12.2010
A. OWN CAPITAL (FUND)	94 558	84 170	81 277
B. LIABILITIES AND RESERVES FOR LIABILITIES	189 057	134 055	90 216
1. Reserves for liabilities	773	1 811	305
2. Long-term liabilities	6 895	4 809	3 694
3. Short-term liabilities	137 960	99 317	77 482
4. Prepayments	43 429	28 118	8 735
LIABILITIES IN TOTAL:	283 615	218 225	171 493

9. Profit and loss account

INCOME AND COSTS (in thousand zloty)	2012	2011	2010
1. Net income from sales	482 579	384 394	329 141
2. Operational costs from activity	468 354	367 249	312 768
3. Profit (loss) from sales	14 226	17 145	16 373
4. Remaining operational income	4 033	3 698	3 639
5. Remaining operational costs	6 516	4 056	5 174
6. Profit (loss) from operational activity	11 743	16 787	14 838
7. Financial income	1 648	416	1 832
8. Financial costs	232	538	94
9. Profit (loss) from business activity	13 159	16 665	16 576
10. Result of extraordinary events	-	-	-
11. Profit (loss) gross	13 159	16 665	16 576
12. Income tax	2 770	3 397	3 345
13. Other obligatory decrease of income (increase of loss)	-	-	-

14. Profit (loss) net	10 389	13 268	13 231
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10. Information on some items of financial statement

Structure of assets and liabilities of the Company's balance is presented in audited by us financial statement for the financial year that finished on 31 December 2012.

Inventory of the Company's assets, including fixed assets, materials, goods, settlements and cash means, was conducted in accordance with the Accounting Act. Differences between state of goods in accounting books and their state settled by the process of inventory were explained and settled in accounting books for 2012.

On 31 December 2012 the Company had unfulfilled contracts being long-term agreements. Incomes from these contracts were settled and counted in accordance with regulations of art. 34a-34d from Act on Accounting. Amount of income calculated according to mentioned regulations at the end of 2012 and counted in financial statement was 25 090 thousand zloty. During the audit we did not find inconsistencies in the way of calculation income from realization of long-term contracts.

Incomes and related costs were calculated in accounting books with regard to accrual basis and cause-and-effect principle.

11. Basic data and financial indicators

Below there are presented chosen data and financial indicators for years 2010, 2011 and 2012, characterizing financial situation in that period. We have calculated all indicators on the basis of data included in financial reports of the Company for years finished on 31 December 2012 and 31 December 2011.

Indicator	Calculation formula	Value of indicator		
		2012	2011	2010
Income from sales (in thousand zloty)		482 579	384 394	329 141
Net financial result (in thousand zloty)		10 389	13 268	13 231
Own capital (in thousand zloty)		94 558	84 170	81 277
Sum of assets (in thousand zloty)		283 615	218 225	171 493
Return on assets (ROA) (%)	Net financial result/ assets sum at the end of period	3.7%	6.1%	7.7%
Return on equity (ROE) (%)	Net financial result/ own capital at the end of period	12.3%	16.3%	16.87%
Return on sales (%)	Result from sales/ income from sale of goods and products	2.9%	4.5%	5.0%

Payment indicator I	Current assets in total* / short-term liabilities*	2.0	2.0	2.0
Payment indicator III	Cash means / short-term liabilities*	0.3	0.1	0.3
Speed of Average Collection Period (in days)	Receivables due to deliveries and services** x 365 days / income from sales of goods and materials	156	169	135
Period of liabilities payment (in days)	Liabilities due to deliveries and services x 365 days / (value of sold goods and materials + cost of creation of sold products)	90	85	76
Speed of inventory trade (in days)	Reserves x 365 days / (value of sold goods and materials + cost of creation of sold products)	7	8	8
Permanence of financial structure	(own capital + long-term reserves + long-term liabilities + long-term passive prepayments) / sum of liabilities	36.0%	41.6%	49.7%
Charges with liabilities on assets (%)	(liabilities in total – own capital) / liabilities in total	66.7%	61.4%	52.6%
Indicator of inflation				
Middle of the year (%)		3.7	4.3	2.6
From December to December (%)		2.4	4.6	3.1

*without receivables/ liabilities due to deliveries and services over 12 months

**before decreasing by updating extracts

12. Continuation of business activity

In a note IV.3 in introduction to an audited financial statement of the Company for the financial year that finished on 31 December 2012, the Management Board has informed that mentioned financial statement was prepared on the basis of intention of continuing business activity of the Company for the period not shorter than 12 months from the day of 31 December 2012, and there are no circumstances indicating a threat to continuation of the activity by the Company.

During our audit we did not note existence of any circumstances that could make us convinced that the Company is not able to continue business activity through at least 12 months from balance day, i.e., from 31 December 2012, as effect of intended or compulsory abandonment or significant limitation of its conducted activity.

13. Additional information

Additional information consisting of introduction and additional information and explanations to the financial statement for the financial year that finished on 31 December 2012, was prepared in all substantial aspects in accordance with Act on Accounting, as well as in accordance with the Regulation of the Minister of Finance of 19 February 2009 on current and periodic information transferred by issuers of securities and conditions to consider as equivalent information required by regulations of law of a non-member country (Dziennik Ustaw [Journal of Laws] of 2009 no. 33 item 259, with later amendments).

14. Report on the Company's activity

We have got familiar with report of the Management Board on the Company's activity for the financial year that finished on 31 December 2012. Information included in that report on activity deriving from audited by us financial statement for the financial year that finished on 31 December 2012 are consistent with it. The report on Company's activity is in accordance with resolutions of art. 49 item 2 of the Regulation of the Minister of Finance of 19 February 2009 on current and periodic information transferred by issuers of securities and conditions to consider as equivalent information required by regulations of law of a non-member country.

15. Consistence with regulations of law

In the received written statement the Management Board has confirmed that according to its best knowledge the Company applies to all law regulations, the breach of which could in a significant way influence the audited financial statement.

This report includes 8 pages.

Elżbieta Grześkowiak

Expert Auditor no. 5014

Key expert auditor conducting the review on behalf of

Grant Thornton Frąckowiak Sp. z o.o. Sp.k.,

Poznań, 88E Ab. Antoni Baraniak Street, entity entitled to review financial statements,
registration number 3654

Poznań, 19 April 2013