

Ericsson Nikola Tesla d.d.

**Financial Statements and
Auditor's report
31 December 2012**

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Company profile

History and incorporation

Ericsson Nikola Tesla d.d. (the Company) is a Croatian company with over sixty years of continuous operations. It is a leading supplier and exporter of specialized telecommunications equipment, software solutions and services in Central and Eastern Europe.

The Company was founded as a result of the privatisation of the enterprise Nikola Tesla - Poduzeće za proizvodnju telekomunikacijskih sistema i uređaja, po.

According to the ownership structure as at 31 December 2012, Telefonaktiebolaget LM Ericsson (Ericsson) holds 49.07% of the Company's share. Other shareholders own the remaining 50.67% of the Company's shares and 0.26% is held as treasury shares.

Principal activities

The principal activities of the Company are: the research and development of telecommunications software and services, design, testing and integration of total communications solutions, and supply and maintenance of communications solutions and systems primarily in the Republic of Croatia, Central and Eastern Europe as well as to companies within the Ericsson Group.

Ericsson Nikola Tesla d.d. is a joint stock company incorporated in Croatia. The headquarters of the Company are in Zagreb, Krapinska 45.

Company profile (continued)

Supervisory Board, Management Board and executive management

The Supervisory Board

The Supervisory Board members during 2012 and up to the release of these statements were:

Roland Nordgren	Reappointed on 05 June 2012	Chairman
Ignac Lovrek	Reappointed on 31 May 2011	Member; Vice-Chairman
Carita Jönsson	Reappointed on 05 June 2012	Member
Dubravko Radošević,	Appointed on 20 May 2010	Member
Zvonimir Jelić	Reappointed on 18 June 2010	Member and employees' representative

The Management Board

The Management Board has one member:

Gordana Kovačević	Reappointed on 1 January 2010	President
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Executive management

As at 31 December 2012, the Company's executive management comprised:

Gordana Kovačević	Company President
Branko Dronjić	Head, G-ITTE Engineering Services Croatia
Damir Bušić	Director, Commercial Management
Dario Runje	Head, CD RAN & Director, CC & Supply Croatia
Dragan Fratrić	Manager, General Services
Goran Ožbolt	Director, Sales and Marketing for Tele2 and Alternative Operators
Grga Mrkonjić	Director, Sales and Marketing for HT
Hrvoje Benčić	Director, Engagement Practices and ETK Customer Operations
Ivan Barać	Director, Sales & Marketing for CIS Market
Jagoda Barać	Director, Sales and Marketing for Neighboring Countries
Marijana Đuzel	Head, HR&O and Legal Affairs
Milan Živković	Director, Strategy and Business Development
Miroslav Kantolić	Director, Sales and Marketing for VIPnet
Patrick Gerard Martin	Director, Research and Development Center
Rafal Rybkowski	Director, Finance
Smiljan Pilipović	Director, Business Innovation and New Opportunities
Snježana Bahtijari	Director, Communication
Tihomir Šicel	Director, Sales & Marketing for Industry and Society

Responsibilities of the Management and Supervisory Boards for the preparation and approval of the annual financial statements

The Management Board is required to prepare financial statements for each financial year which give a true and fair view of the financial position of the Company and of the results of its operations and cash flows, in accordance with applicable accounting standards, and is responsible for maintaining proper accounting records to enable the preparation of such financial statements at any time. It has a general responsibility for taking such steps as are reasonably available to it to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

The Management Board is responsible for selecting suitable accounting policies to conform with applicable accounting standards and then apply them consistently; make judgements and estimates that are reasonable and prudent; and prepare the financial statements on a going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Management Board is responsible for the submission to the Supervisory Board of its annual report on the business situation of the Company together with the annual financial statements, following which the Supervisory Board is required to approve the annual financial statements which will be presented to the General Assembly of Shareholders.

The financial statements set out on pages 5 to 65 were authorised by the Management Board on 9 April 2013 for issue to the Supervisory Board and are signed below.

Gordana Kovačević
President
Ericsson Nikola Tesla d.d.
Krapinska 45
10000 Zagreb
Croatia

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Ericsson Nikola Tesla d.d.
Krapinska 45
HR-10 000 Zagreb
CROATIA  01



Independent Auditor's Report

To the Shareholders and Board of Directors of Ericsson Nikola Tesla d.d., Zagreb

We have audited the accompanying financial statements of Ericsson Nikola Tesla d.d. (the "Company"), which comprise the statement of financial position as at 31 December 2012 and the statements of comprehensive income, changes in equity and cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of 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 International Standards on Auditing. 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 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 control 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 control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the 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 financial statements present fairly, in all material respects, the financial position of the Company as at 31 December 2012, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards.

PricewaterhouseCoopers d.o.o.

PricewaterhouseCoopers d.o.o.
Zagreb, 9 April 2013

Our report has been prepared in Croatian and in English languages. In all matters of interpretation of information, views or opinions, the Croatian language version of our report takes precedence over the English language version.

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Statement of comprehensive income
for the year ended 31 December 2012

	<i>Notes</i>	2012	2011
		HRK '000	restated HRK '000
Sales revenue	3, 4	1,901,791	1,165,660
Cost of sales		<u>(1,692,397)</u>	<u>(1,031,911)</u>
Gross profit		209,394	133,749
Selling expenses		(60,714)	(62,350)
Administrative expenses		(35,273)	(29,019)
Other operating income		3,715	1,308
Other operating expenses	6	<u>(1,432)</u>	<u>(54,910)</u>
Operating profit/(loss)		<u>115,690</u>	<u>(11,222)</u>
Finance income	8	24,524	34,732
Finance expense	8	<u>(123)</u>	<u>(1,160)</u>
Finance income – net		<u>24,401</u>	<u>33,572</u>
Profit before tax		140,091	22,350
Income tax	9	<u>(13,992)</u>	<u>5,626</u>
Profit for the year		<u>126,099</u>	<u>27,976</u>
Other comprehensive income		<u>-</u>	<u>-</u>
Total comprehensive income for the year		<u>126,099</u>	<u>27,976</u>
Earnings per share (HRK)	10	<u>95.01</u>	<u>21.13</u>

The notes set out on pages 11 to 65 form an integral part of these financial statements.

Statement of financial position
as at 31 December 2012

	<i>Notes</i>	2012 HRK '000	2011 HRK '000
ASSETS			
Non-current assets			
Property, plant and equipment	11	116,997	134,114
Intangible assets	12	4,314	3,424
Loans and receivables	13	30,413	45,172
Investments in subsidiaries	14	53	53
Deferred tax assets	15	-	13,992
Total non-current assets		<u>151,777</u>	<u>196,755</u>
Current assets			
Inventories	16	28,581	22,705
Trade receivables	17	214,080	273,465
Receivables from related parties	29(c)	82,360	87,491
Other receivables	18	34,955	12,306
Financial assets at fair value through profit or loss	19	145,365	68,249
Prepayments and accrued income		3,655	4,808
Cash and cash equivalents	20	494,242	525,218
Total current assets		<u>1,003,238</u>	<u>994,242</u>
TOTAL ASSETS		<u>1,155,015</u>	<u>1,190,997</u>

The notes set out on pages 11 to 65 form an integral part of these financial statements.

Statement of financial position (continued)
as at 31 December 2012

	<i>Notes</i>	2012 HRK '000	2011 HRK '000
EQUITY AND LIABILITIES			
Equity			
Share capital	21(a)	133,165	133,165
Treasury shares		(6,928)	(8,443)
Legal reserves	21(c)	20,110	20,110
Retained earnings		607,758	706,074
Total equity		<u>754,105</u>	<u>850,906</u>
Non-current liabilities			
Interest-bearing borrowings	24	-	1,435
Employee benefits	25(a)	4,452	4,530
Total non-current liabilities		<u>4,452</u>	<u>5,965</u>
Current liabilities			
Payables to related parties	29(c)	102,537	50,737
Interest-bearing borrowings	24	1,710	2,047
Trade and other payables	26	123,039	88,269
Provisions	27	18,566	21,968
Accrued charges and deferred revenue	28	150,606	171,105
Total current liabilities		<u>396,458</u>	<u>334,126</u>
Total liabilities		<u>400,910</u>	<u>340,091</u>
TOTAL EQUITY AND LIABILITIES		<u>1,155,015</u>	<u>1,190,997</u>

The notes set out on pages 11 to 65 form an integral part of these financial statements.

Statement of changes in equity
for the year ended 31 December 2012

	Share capital HRK '000	Treasury shares HRK '000 Note 21 (b)	Legal reserves HRK '000	Retained earnings HRK '000	Total HRK '000
As at 1 January 2011	133,165	(16,251)	20,110	934,000	1,071,024
Changes in equity for 2011					
Total comprehensive income	-	-	-	27,976	27,976
Dividend distribution for 2010, Note 22	-	-	-	(251,289)	(251,289)
Share-based payments, Note 25 (b)	-	7,808	-	(7,808)	-
Equity-settled transactions, Note 25 (b)	-	-	-	3,994	3,994
Deferred tax related to equity increase, Note 9	-	-	-	(799)	(799)
Total contributions by and distributions to owners of the parent recognised directly in equity	-	7,808	-	(255,902)	(248,094)
As at 31 December 2011	133,165	(8,443)	20,110	706,074	850,906
As at 1 January 2012	133,165	(8,443)	20,110	706,074	850,906
Changes in equity for 2012					
Total comprehensive income	-	-	-	126,099	126,099
Dividend distribution for 2011, Note 22	-	-	-	(225,695)	(225,695)
Purchases of treasury shares, Note 20 (b)	-	(2,462)	-	-	(2,462)
Share-based payments, Note 25 (b)	-	3,977	-	(3,977)	-
Equity-settled transactions, Note 25 (b)	-	-	-	5,257	5,257
Total contributions by and distributions to owners of the parent recognised directly in equity	-	1,515	-	(224,415)	(222,900)
As at 31 December 2012	133,165	(6,928)	20,110	607,758	754,105

The notes set out on pages 11 to 65 form an integral part of these financial statements.

Statement of cash flows
for the year ended 31 December 2012

	<i>Notes</i>	2012	2011
		HRK '000	HRK '000
Cash flows from operating activities			
<i>Profit before tax</i>		<u>140,091</u>	<u>22,350</u>
Adjustments for:			
Depreciation and amortisation	11, 12	44,557	48,441
Impairment losses and reversals		1,738	68,275
Net increase of provisions		16,838	10,358
(Gain)/loss on sale of property, plant and equipment		(202)	1,638
Net gain on remeasurement of financial assets		(2,536)	(1,129)
Amortisation of discount		(3,021)	(3,545)
Interest income		(20,663)	(19,450)
Interest expense		123	178
Foreign exchange gains		(3,218)	(12,310)
Equity-settled transactions		5,257	3,994
		<u>178,964</u>	<u>118,800</u>
Decrease in receivables		57,811	22,584
(Increase)/decrease in inventories		(5,876)	12,722
Decrease/(increase) in payables		49,626	(21,984)
<i>Cash generated from operations</i>		<u>280,525</u>	<u>132,122</u>
Interest paid		(123)	(178)
Income taxes refunded		-	3,054
<i>Net cash from operating activities</i>		<u>280,402</u>	<u>134,998</u>
Cash flows from investing activities			
Interest received		22,298	18,644
Proceeds from sale of property, plant and equipment		4,919	89
Purchases of property, plant and equipment, and intangible assets	11, 12	(33,047)	(54,250)
Deposits collected/(placed) with financial institutions - net		594	(1,758)
Purchases of financial assets at fair value through profit and loss		(74,580)	(3,874)
<i>Net cash used in investing activities</i>		<u>(79,816)</u>	<u>(41,149)</u>

The notes set out on pages 11 to 65 form an integral part of these financial statements.

Statement of cash flows (continued)
for the year ended 31 December 2012

	<i>Notes</i>	2012	2011
		HRK '000	HRK '000
Cash flows from financing activities			
Repayment of interest-bearing borrowings		(1,710)	(1,316)
Purchase of treasury shares		(2,462)	-
Dividends paid	22	(225,695)	(251,289)
Net cash used in financing activities		<u>(229,867)</u>	<u>(252,605)</u>
Effects of exchange rate changes on cash and cash equivalents		(1,695)	10,048
Net decrease in cash and cash equivalents		(30,976)	(148,708)
Cash and cash equivalents at the beginning of the year		<u>525,218</u>	<u>673,926</u>
Cash and cash equivalents at the end of the year	<i>20</i>	<u>494,242</u>	<u>525,218</u>

The notes set out on pages 11 to 65 form an integral part of these financial statements.

Notes to the financial statements

1 Significant accounting policies

Reporting entity

Ericsson Nikola Tesla d.d. (the Company) is a joint stock company incorporated and domiciled in Croatia. The address of its registered office is Krapinska 45, 10000 Zagreb, the Republic of Croatia. The Company's shares are listed on the Public Joint Stock Company listing on the Zagreb Stock Exchange. These financial statements were authorised for issue by the Management Board on 9 April 2013 for approval by the Supervisory Board. A summary of the Company's principal accounting policies is set out below.

Statement of compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs). These financial statements also comply with the Croatian Accounting Act in effect on the date of issue of these financial statements. These financial statements are a translation of the official statutory IFRS financial statements.

Basis of preparation

The financial statements are prepared on the historical cost basis, with the exception of financial instruments which are carried at fair value. These comprise derivative financial instruments and financial assets and liabilities at fair value through profit or loss. The accounting policies have been consistently applied to all periods presented in these financial statements and are consistent with those used in the previous year.

The preparation of financial statements in conformity with IFRSs requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of revision and future periods if the revision affects both current and future periods. Judgements made by management in the application of IFRSs that have significant effect on the financial statements and estimates are discussed in Note 2.

The Company has issued these separate financial statements in accordance with Croatian regulations. The Company has also prepared consolidated financial statements as at 31 December 2012 and for the year then ended in accordance with IFRS for the Company and its subsidiaries (the Group), which were approved by the Management Board on 9 April 2013. In the consolidated financial statements, subsidiary undertakings (listed in Note 14) and those companies in which the Group indirectly has an interest of more than half of the voting rights or otherwise has power to exercise control over the operations have been fully consolidated. Users of these non-consolidated financial statements should read them together with the Group's consolidated financial statements as at and for the year ended 31 December 2012 in order to obtain full information on the financial position, results of operations and changes in financial position of the Group as a whole.

Notes to the financial statements (continued)

1 Significant accounting policies (continued)

Going concern

The directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. The Company therefore continues to adopt the going concern basis in preparing its financial statements.

Changes in accounting policies and disclosures

(a) New and amended standards adopted by the Company

The Company has adopted the following new and amended IFRS and IFRIC interpretations during the year. When the adoption of the standard or interpretation is deemed to have an impact on the financial statements or performance of the Company, its impact is described below.

Amendments to IFRS 7 Financial Instruments: Disclosures on Derecognition (effective for annual periods beginning on or after 1 July 2011)

This amendment will promote transparency in the reporting of transfer transactions and improve users' understanding of the risk exposures relating to transfers of financial assets and the effect of those risks on an entity's financial position, particularly those involving securitisation of financial assets. The Company adopted this amendment that affects disclosure only and did not impact on the Company's financial position or performance.

Amendments to IFRS 1 First Time Adoption: Fixed Dates and Hyperinflation (effective for annual periods beginning on or after 1 July 2011)

These amendments include two changes to IFRS 1 First-time adoption of IFRS. The first replaces references to a fixed date of 1 January 2004 with 'the date of transition to IFRSs', thus eliminating the need for entities adopting IFRSs for the first time to restate derecognition transactions that occurred before the date of transition to IFRSs. The second amendment provides guidance on how an entity should resume presenting financial statements in accordance with IFRSs after a period when the entity was unable to comply with IFRSs because its functional currency was subject to severe hyperinflation. The amendments do not have any impact on the Company's financial position or performance because the Company is not first time adopter.

Amendments to IAS 12 Income Taxes – Deferred Taxes (effective for annual periods beginning on or after 1 January 2012)

IAS 12 Income taxes, currently requires an entity to measure the deferred tax relating to an asset depending on whether the entity expects to recover the carrying amount of the asset through use or sale. It can be difficult and subjective to assess whether recovery will be through use or through sale when the asset is measured using the fair value model in IAS 40 Investment property. This amendment therefore introduces an exception to the existing principle for the measurement of deferred tax assets or liabilities arising on investment property measured at fair value. As a result of the amendments, SIC 21 Income taxes - recovery of revalued non-depreciable assets, will no longer apply to investment properties carried at fair value. The amendments also incorporate into IAS 12 the remaining guidance previously contained in SIC 21, which is withdrawn. Amended IAS 12 does not have an impact on the financial statements of the Company as the Company currently does not have any investment property or non-depreciable asset which is measured using the revaluation model.

Notes to the financial statements (continued)

1 Significant accounting policies (continued)

Changes in accounting policies and disclosures (continued)

(b) Standards and interpretations issued but not yet effective

A number of new standards and amendments to standards and interpretations are effective for annual periods beginning after 1 January 2012, and have not been applied in preparing these financial statements.

None of these is expected to have an impact on the financial statements of the Company, except the following set out below:

Amendment to IAS 1 Financial Statement Presentation Regarding Other Comprehensive Income (effective for annual periods beginning on or after 1 July 2012)

The main change resulting from these amendments is a requirement for entities to group items presented in 'other comprehensive income' (OCI) on the basis of whether they are potentially reclassifiable to profit or loss subsequently (reclassification adjustments). The amendments do not address which items are presented in OCI. The amendment affects presentation only and therefore is not expected to have an impact on the Company's financial position or performance.

Amendment to IAS 19 Employee Benefits (effective for annual periods beginning on or after 1 January 2013)

These amendments eliminate the corridor approach and calculate finance costs on a net funding basis. The amendment is not expected to have a material impact on the Company's financial position or performance.

IFRS 10 Consolidated Financial Statements (effective for annual periods beginning on or after 1 January 2013)

The objective of IFRS 10 is to establish principles for the presentation and preparation of consolidated financial statements when an entity controls one or more other entities. It defines the principle of control, and establishes controls as the basis for consolidation. It sets out how to apply the principle of control to identify whether an investor controls an investee and therefore must consolidate the investee. It sets out the accounting requirements for the preparation of consolidated financial statements. The Company is currently assessing the impact that IFRS10 will have on financial statements. The Company plans to adopt this new standard on its effective date.

IFRS 11 Joint Arrangements (effective for annual periods beginning on or after 1 January 2013)

IFRS 11 is a more realistic reflection of joint arrangements by focusing on the rights and obligations of the arrangement rather than its legal form. There are two types of joint arrangement: joint operations and joint ventures. Joint operations arise where a joint operator has rights to the assets and obligations relating to the arrangement and hence accounts for its interest in assets, liabilities, revenue and expenses. Joint ventures arise where the joint operator has rights to the net assets of the arrangement and hence equity accounts for its interest. Proportional consolidation of joint ventures is no longer allowed. The Company expects IFRS 11 could have an impact on the financial statements and is currently assessing the impact. The Company plans to adopt this new standard on its effective date.

Notes to the financial statements (continued)

1 Significant accounting policies (continued)

Changes in accounting policies and disclosures (continued)

(b) Standards and interpretations issued but not yet effective (continued)

IFRS 12 Disclosures of Interests in Other Entities (effective for annual periods beginning on or after 1 January 2013)

IFRS 12 includes the disclosure requirements for all forms of interests in other entities, including joint arrangements, associates, special purpose vehicles and other off balance sheet vehicles. The Company is currently assessing the impact of IFRS 12 on financial statements. The Company plans to adopt this new standard on its effective date.

IFRS 13 Fair Value Measurement (effective for annual periods beginning on or after 1 January 2013)

IFRS 13 aims to improve consistency and reduce complexity by providing a precise definition of fair value and a single source of fair value measurement and disclosure requirements for use across IFRSs. The requirements do not extend the use of fair value accounting but provide guidance on how it should be applied where its use is already required or permitted by other standards within IFRSs or US GAAP. The Company is currently assessing the impact of IFRS 13 on financial statements. The Company plans to adopt this new standard on its effective date.

IAS 27 (revised 2011) Separate Financial Statements (effective for annual periods beginning on or after 1 January 2013)

IAS 27 (revised 2011) includes the provisions on separate financial statements that are left after the control provisions of IAS 27 have been included in the new IFRS 10. The Company is currently assessing the impact of IAS 27 on financial statements. The Company plans to adopt this new standard on its effective date.

IAS 28 (revised 2011) Associates and Joint Ventures (effective for annual periods beginning on or after 1 January 2013)

IAS 28 (revised 2011) includes the requirements for joint ventures, as well as associates, to be equity accounted following the issue of IFRS 11. The Company is currently assessing the impact of IAS 28 on financial statements. The Company plans to adopt this new standard on its effective date.

IFRIC 20, Stripping Costs in the Production Phase of a Surface Mine (issued in October 2011 and effective for annual periods beginning on or after 1 January 2013)

The interpretation clarifies that benefits from the stripping activity are accounted for in accordance with the principles of IAS 2, Inventories, to the extent that they are realised in the form of inventory produced. To the extent the benefits represent improved access to ore, the entity should recognise these costs as a 'stripping activity asset' within non-current assets, subject to certain criteria being met. This amendment is not relevant to the Company's operations.

Notes to the financial statements (continued)

1 Significant accounting policies (continued)

Changes in accounting policies and disclosures (continued)

(b) Standards and interpretations issued but not yet effective (continued)

Disclosures—Offsetting Financial Assets and Financial Liabilities - Amendments to IFRS 7 (issued in December 2011 and effective for annual periods beginning on or after 1 January 2013).

The amendment requires disclosures that will enable users of an entity's financial statements to evaluate the effect or potential effect of netting arrangements, including rights of set-off. The amendment will have an impact on disclosures but will have no effect on measurement and recognition of financial instruments. The Company is considering the implications of the amendment and the impact on the Company.

Amendment to IFRS 1 First time adoption on government loans (effective for annual periods beginning on or after 1 January 2013).

This amendment addresses how a first-time adopter would account for a government loan with a below-market rate of interest when transitioning to IFRS. It also adds an exception to the retrospective application of IFRS, which provides the same relief to first-time adopters granted to existing preparers of IFRS financial statements when the requirement was incorporated into IAS 20 in 2008. This amendment is not relevant to the Company's operations.

Amendment to IFRSs 10, 11 and 12 on transition guidance (effective for annual periods beginning on or after 1 January 2013).

These amendments provide additional transition relief to IFRSs 10, 11 and 12, limiting the requirement to provide adjusted comparative information to only the preceding comparative period. For disclosures related to unconsolidated structured entities, the amendments will remove the requirement to present comparative information for periods before IFRS 12 is first applied. The Company is considering the implications of the amendments and the impact on the Company.

Offsetting Financial Assets and Financial Liabilities - Amendments to IAS 32 (issued in December 2011 and effective for annual periods beginning on or after 1 January 2014)

The amendment added application guidance to IAS 32 to address inconsistencies identified in applying some of the offsetting criteria. This includes clarifying the meaning of 'currently has a legally enforceable right of set-off' and that some gross settlement systems may be considered equivalent to net settlement. The Company is considering the implications of the amendment and the impact on the Company.

Notes to the financial statements (continued)

1 Significant accounting policies (continued)

Changes in accounting policies and disclosures (continued)

(b) Standards and interpretations issued but not yet effective (continued)

IFRS 9 Financial Instruments (effective for annual periods beginning on or after 1 January 2015)

IFRS 9 is the first standard issued as part of a wider project to replace IAS 39 Financial Instruments: Recognition and Measurement. IFRS 9 retains but simplifies the mixed measurement model and establishes two primary measurement categories for financial assets: amortised cost and fair value. The basis of classification depends on the entity's business model and the contractual cash flow characteristics of the financial asset. The guidance in IAS 39 on impairment of financial assets and hedge accounting continues to apply. The Company does not expect IFRS 9 to have an impact on the financial statements. The Company plans to adopt this new standard on its effective date.

Amendments to IFRS 10, IFRS 12 and IAS 27 - Investment entities (issued on 31 October 2012 and effective for annual periods beginning 1 January 2014)

The amendment introduced a definition of an investment entity as an entity that (i) obtains funds from investors for the purpose of providing them with investment management services, (ii) commits to its investors that its business purpose is to invest funds solely for capital appreciation or investment income and (iii) measures and evaluates its investments on a fair value basis. An investment entity will be required to account for its subsidiaries at fair value through profit or loss, and to consolidate only those subsidiaries that provide services that are related to the entity's investment activities. IFRS 12 was amended to introduce new disclosures, including any significant judgements made in determining whether an entity is an investment entity and information about financial or other support to an unconsolidated subsidiary, whether intended or already provided to the subsidiary. The Company is currently assessing the impact of the amendments on its financial statements.

Annual improvements 2011 (effective for annual periods beginning on or after 1 January 2013)

These annual improvements, address six issues in the 2009-2011 reporting cycle. It includes changes to:

IFRS 1, 'First time adoption'

IAS 1, 'Financial statement presentation'

IAS 16, 'Property plant and equipment'

IAS 32, 'Financial instruments; Presentation'

IAS 34, 'Interim financial reporting'

The Company is considering the implications of the improvements.

There are no other IFRSs or IFRIC interpretations that are not yet effective that would be expected to have a material impact on the Company.

Notes to the financial statements (continued)

1 Significant accounting policies (continued)

Changes in accounting policies and disclosures (continued)

Functional and presentational currency

The Company's financial statements have been prepared in Croatian kuna (HRK), which is the currency of the primary economic environment in which the entity operates (the functional currency) and the presentation currency, and are rounded to the nearest thousand. The closing exchange rate as at 31 December 2012 was HRK 5.72679 per USD 1 (2011: HRK 5.81994) and HRK 7.54562 per EUR 1 (2011: HRK 7.53042).

Property, plant and equipment

Items of property, plant and equipment are shown at cost or deemed cost, less accumulated depreciation and impairment losses.

The Company recognises in the carrying amount of an item of property, plant and equipment the cost of replacing part of such an item when that cost is incurred if it is probable that the future economic benefits embodied with the item will flow to the Company and the cost of the item can be measured reliably. All other expenditure on repairs and maintenance is expensed as incurred. Where parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items of property, plant and equipment.

Land and assets under construction or development are not depreciated. Depreciation on other assets is provided on a straight-line basis to allocate their cost over the estimated economic useful life of the assets. The estimated useful lives are as follows:

	Useful lives
Buildings	5 - 30 years
Plant and equipment	2 - 10 years
Other	5 - 7 years

The depreciation method, useful lives and residual values are reviewed, and adjusted if appropriate, at each balance sheet date. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. Gains and losses on disposals are determined by comparing proceeds with carrying amount, and are included in the statement of comprehensive income.

Notes to the financial statements (continued)

1 Significant accounting policies (continued)

Intangible assets

Intangible assets are stated on initial recognition at cost and subsequently at cost less accumulated amortisation and impairment losses.

Amortisation is provided on a straight-line basis over the estimated useful lives of intangible assets. Intangible assets include acquired computer software, and are amortised on a straight-line basis over their useful life of 2-4 years. Cost associated with maintaining computer software is recognised as an expense as incurred.

Impairment of assets

Property, plant and equipment, intangible assets, financial instruments and receivables are reviewed for impairment at each balance sheet date or whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Whenever the carrying amount of an asset exceeds its estimated recoverable amount, an impairment loss is recognised in the statement of comprehensive income for items of property, plant and equipment, intangible assets, financial instruments and receivables.

The recoverable amount of property, plant and equipment and intangible assets is the higher of an asset's fair value less costs to sell or value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or cash-generating unit. Non-financial assets that suffered impairment are reviewed for possible reversal of the impairment at each reporting date. Impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount and to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation, if no impairment loss had been recognised.

The recoverable amount of receivables carried at amortised cost is calculated as the present value of expected future cash flows, discounted at the original effective interest rate inherent in the asset. The company assesses at the end of each reporting period whether there is objective evidence that a financial asset or group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

Evidence of impairment may include indications that the debtors or a group of debtors is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganisation, and where observable data indicate that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults.

Notes to the financial statements (continued)

1 Significant accounting policies (continued)

Impairment of assets (continued)

For loans and receivables category, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate. The carrying amount of the asset is reduced and the amount of the loss is recognised in the consolidated income statement. If a loan or held-to-maturity investment has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract. As a practical expedient, the company may measure impairment on the basis of an instrument's fair value using an observable market price.

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 reversal of the previously recognised impairment loss is recognised in the statement of comprehensive income.

Short-term receivables are not discounted. The recoverable amount of financial assets is the higher of the asset's net selling price and its value in use.

An impairment loss in respect of held-to-maturity investments and receivables is reversed if the subsequent increase in recoverable amount can be related objectively to an event occurring after the impairment loss was recognised.

Financial instruments

The Company classifies its financial instruments in the following categories: financial assets and financial liabilities at fair value through profit or loss, loans and receivables, available-for-sale financial assets or held-to-maturity investments. The classification depends on the purpose for which the financial instruments were acquired. Management determines the classification of its financial instruments at initial recognition and re-evaluates this at every reporting date.

Financial instruments at fair value through profit or loss category have two sub-categories: "financial instruments held for trading", and those designated by management at fair value through profit or loss at inception. Financial instruments acquired principally for the purpose of generating a short-term profit are classified as held for trading and included in current assets. These include derivative financial instruments, which do not qualify for hedge accounting. Financial instruments at fair value through profit or loss include debt and equity securities and investments in investment funds.

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market, other than those that the Company intends to sell immediately or in the near term, which are designated at fair value through profit or loss or as available for sale. These include non-current receivables and deposits with financial institutions.

Notes to the financial statements (continued)

1 Significant accounting policies (continued)

Financial instruments (continued)

Financial instruments with fixed or determinable payments and fixed maturity that the Company has positive intent and ability to hold to maturity are classified as held-to-maturity investments. All other financial instruments are classified as available for sale. Financial instruments at fair value through profit or loss, held-to-maturity investments and available-for-sale financial assets are recognised on the trade date, which is the date that the Company commits to purchase or sell the instrument. Loans and receivables and other financial liabilities are recognised on the day they are transferred to the Company.

Financial assets are initially measured at the fair value of the consideration given for them, including transaction costs for all financial assets not carried at fair value through profit or loss. Financial assets and financial liabilities at fair value through profit or loss are initially recognised at fair value and transaction costs are expensed in the statement of comprehensive income. All financial assets and financial liabilities at fair value through profit or loss and available-for-sale financial assets are subsequently carried at fair value without any deduction for transaction costs that the Company may incur on sale or other disposal. Available-for-sale financial assets for which fair value cannot be reliably measured are stated at cost, including transaction costs, less impairment losses.

The fair value of financial instruments at fair value through profit or loss or available for sale is based on their quoted market price at the balance sheet date, without any deduction for transaction costs. The fair value of derivatives that are not exchange-traded is estimated at the amount that the Company would receive or pay to terminate the contract at the balance sheet date. Realised and unrealised gains and losses arising from changes in the fair value of financial assets at fair value through profit or loss are recognised in the statement of comprehensive income in the period in which they arise.

Changes in the fair value of monetary securities denominated in a foreign currency and classified as available for sale are analysed between translation differences resulting from changes in amortised cost of the security and other changes in the carrying amount of the security. The translation differences are recognised in profit or loss, and other changes in carrying amount are recognised in equity. Changes in the fair value of other monetary securities classified as available for sale and non-monetary securities classified as available for sale are recognised in equity. When securities classified as available-for-sale are sold or impaired, the accumulated fair value adjustments recognised in equity are included in the statement of comprehensive income as 'realised gains and losses from available-for-sale securities'.

Interest on available-for-sale securities calculated using the effective interest method is recognised in the statement of comprehensive income. Dividends on available-for-sale equity instruments are recognised in the statement of comprehensive income when the Company's right to receive payments is established.

Notes to the financial statements (continued)

1 Significant accounting policies (continued)

Financial instruments (continued)

A financial asset is derecognised when the Company loses the contractual rights that comprise that asset. This occurs when the rights are realised, expire or are surrendered. A financial liability is derecognised when it is extinguished. Financial instruments at fair value through profit or loss, available-for-sale financial assets and held-to-maturity investments are derecognised and corresponding receivables from the buyer for the payment are recognised as of the date the Company commits to sell the assets. The Company uses the specific identification method to determine the gain or loss on derecognition. Loans and receivables are derecognised on the day they are transferred by the Company. Other financial liabilities are derecognised when the Company's contractual obligations are discharged, cancelled or expire.

The Company uses derivative financial instruments to hedge economically its exposure to foreign exchange risk arising from operational activities. Hedge accounting has not been applied and those derivative instruments are accounted for as financial instruments held for trading. Derivative instruments are measured initially at fair value and the related transaction costs are recognised in the statement of comprehensive income and subsequent to initial recognition, are stated at fair value. The gain or loss on remeasurement to fair value is recognised immediately in profit or loss. The fair value of a forward exchange contract is its quoted price at the balance sheet date, being the present value of the quoted forward price.

Trade and other receivables

Receivables are initially recognised at the fair value of consideration given and are carried at amortised cost, using the effective interest rate. Receivables are written down to their estimated realisable value through an impairment allowance.

Service contract work-in-progress is stated at cost plus profit recognised to date less a provision for foreseeable losses and less progress billings on long-term contracts. Cost includes all expenditure related directly to specific projects and an allocation of fixed and variable overheads incurred in the Company's contract activities based on budgeted capacity.

Cash and cash equivalents

Cash comprises cash held at banks and on hand. Cash equivalents include demand deposits and time deposits with maturities up to three months.

Trade and other payables

Trade and other payables are initially recognised at fair value and subsequently measured at amortised cost using the effective interest rate.

Notes to the financial statements (continued)

1 Significant accounting policies (continued)

Inventories

Inventories are stated at the lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses. The cost of other inventories is based on the First In First Out (FIFO) principle and includes expenditures incurred in acquiring the inventories and bringing them to their existing location and condition. In case of manufactured inventories the cost includes materials, labour and related overhead, and expenditure incurred in acquiring the inventories and bringing them to their existing location and condition. Slow-moving and obsolete inventories have been written down to their estimated realisable value.

Share capital

Share capital is stated in HRK at nominal value.

Incremental costs directly attributable to the issue of new ordinary shares or options are shown in equity as a deduction, net of tax, from the proceeds. Where the Company purchases its own equity share capital (treasury shares), the consideration paid, including any directly attributable incremental costs (net of income taxes) is deducted from equity attributable to the Company's equity holders until the shares are cancelled or reissued. Where such ordinary shares are subsequently reissued, any consideration received, net of any directly attributable incremental transaction costs and the related income tax effects, is included in equity attributable to the Company's equity holders.

Income tax

The tax expense for the period is based on taxable profit for the year and comprises current and deferred tax. Income tax is recognised in the statement of comprehensive income except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity. The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date in the countries where the company and its subsidiaries operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is recognised by using the balance sheet liability method on temporary differences arising between tax basis of assets and liabilities and their carrying amount in the financial statements. However, the deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred tax assets and liabilities are not discounted and are classified as non-current assets and/or liabilities in the balance sheet. Deferred tax assets are recognised when it is probable that sufficient taxable profits will be available against which the deferred tax assets can be utilised. At each balance sheet date, the Company reassesses unrecognised deferred tax assets and the carrying amount of deferred tax assets.

Notes to the financial statements (continued)

1 Significant accounting policies (continued)

Income tax (continued)

Deferred income taxes reflect the net tax effects of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for income tax purposes. Deferred tax assets and liabilities are measured by using the tax rates expected to apply to taxable profit in the years in which those temporary differences are expected to be recovered or settled based on tax rates enacted or substantially enacted at the balance sheet date.

The measurement of deferred tax liabilities and deferred tax assets reflects the tax consequences that would follow from the manner in which the enterprise expects, at the balance sheet date, to recover or settle the carrying amount of its assets and liabilities.

Foreign currencies

Transactions denominated in foreign currencies are translated into HRK at the rate prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currency at the balance sheet date have been translated to HRK at the foreign exchange rate ruling at that date. Foreign exchange differences arising from translation are included in the statement of comprehensive income. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are translated to HRK at foreign exchange rates ruling at the dates the values were determined. Non-monetary assets and items that are measured in terms of "historical cost of a foreign currency" are not retranslated.

Recognition of revenues

Sales revenue represents the value of goods and services supplied to customers during the period, excluding value added taxes, trade discounts and rebates. Revenue is recognized with reference to all significant contractual terms when the product or service has been delivered, when the revenue amount is fixed or determinable, and when collection is reasonably assured. Specific contractual performance and acceptance criteria may impact the timing and amounts of revenue recognized.

The Company uses 3 main contract types with end customers as follows:

- **Delivery-type contracts:** Contracts for delivery of a product or a combination of products to form a whole or a part of a network as well as delivery of stand-alone products. Medium-size and large delivery type contracts generally include multiple elements. Such elements are normally standardized types of equipment or software as well as services such as network rollout.
Revenue is recognized when risks and rewards have been transferred to the customer, normally stipulated in the contractual terms of trade. For delivery-type contracts that have multiple elements, revenue is allocated to each element based on relative fair values.
- **Construction-type contracts:** Contracts where the Company supplies to a customer a complete network, which to a large extent is based upon new technology or includes major components which are specifically designed for the customer.
Revenues from construction-type contracts are recognized according to the stage of completion, using either the milestone output method or cost incurred method. Long-term construction contracts are assessed on a contract by contract basis and reflected in the statement of comprehensive income by recording revenue and related costs in line with the contract activity.

Notes to the financial statements (continued)

1 Significant accounting policies (continued)

Recognition of revenues (continued)

- Service contracts: Contracts for various services such as: training, consulting, engineering, installation, and multi-year managed services.

Revenue is generally recognized when the services have been provided. Revenue for fixed price service contracts covering longer periods is recognized pro rata over the contract period.

The majority of the Company's products and services are sold under delivery-type contracts including multiple elements, such as base stations, base station controllers, mobile switching centers, routers, microwave transmission links, various software products and related installation and integration services. Such contract elements generally have individual item prices in agreed price lists per customer.

The profitability of individual contracts is periodically assessed, and provisions for any estimated losses are made immediately when losses are probable.

Employee benefits

a) Long-term service benefits

The Company provides employees with jubilee and one-off retirement awards. The obligation and costs of these benefits are determined by using the Projected Unit Credit Method. The Projected Unit Credit Method considers each period of service as giving rise to an additional unit of benefit entitlement and measures each unit separately to build up the final obligation. The obligation is measured at the present value of estimated future cash flows using a discount rate that is similar to the interest rate on government bonds where the currency and terms of the government bonds are consistent with the currency and estimated terms of the benefit obligation.

b) Share-based payments

The Company operates an equity-settled, share-based compensation plan allowing the Company's employees to receive shares. The fair value of the employee services received in exchange for the grant of the Company's shares is recognised as an expense with a corresponding increase in equity. The fair value is measured at grant date and spread over the period during which the employees become unconditionally entitled to the shares. The total amount to be expensed over the vesting period is determined by reference to the fair value of the shares granted. At each balance sheet date, the Company revises its estimates of the number of shares that are expected to become granted. It recognises the impact of the revision of original estimates, if any, in the statement of comprehensive income, with a corresponding adjustment to equity. When distributed upon vesting date, treasury shares are credited at average purchase cost and recorded against retained earnings.

Notes to the financial statements (continued)

1 Significant accounting policies (continued)

Provisions

A provision is recognised when the Company has a present obligation (legal or constructive) as a result of a past event and it is probable (i.e. more likely than not) that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. The most significant provisions in the financial statements are provisions for warranty claims, penalty claims and litigation. If the effect is material and if the obligation is expected to be settled in a period of over 12 months, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability. A provision for warranties is recognised when the underlying products or services are sold. The provision is based on historical warranty data and a weighting of all possible outcomes against their associated probabilities. The increase in the provision due to passage of time is recognised as interest expense.

Net financial income

Interest income is recognised using the effective interest method. When a loan and receivable is impaired, the company reduces the carrying amount to its recoverable amount, being the estimated future cash flow discounted at the original effective interest rate of the instrument, and continues unwinding the discount as interest income. Interest income on impaired loan and receivables is recognised using the original effective interest rate.

Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Management Board that makes strategic decisions.

Borrowings

Borrowings are initially recognized at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortized cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognized in the statement of comprehensive income over the period of the borrowings using the effective interest method.

Notes to the financial statements

1 Significant accounting policies (continued)

Leases

Leases on terms in which the Company assumes substantially all the risks and rewards of ownership are classified as finance leases. Upon initial recognition, the leased asset is measured at an amount equal to the lower of its fair value and the present value of the minimum lease payments. Subsequent to initial recognition, the asset is accounted for in accordance with the accounting policy applicable to that type of asset, although the depreciation period must not exceed the lease term.

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases, and the leased assets under such contracts are not recognized on the balance sheet. Payments made under operating leases (net of any incentives received from the lessor) are recognized in the statement of comprehensive income on a straight-line basis over the term of the lease.

Dividend distribution

Dividend distribution to the Company's shareholders is recognized as a liability in the Company's financial statements in the period in which the dividends are approved by the Company's shareholders.

Investments in subsidiaries

Investments in subsidiaries in which the Company has an interest of more than one half of the voting rights or otherwise has power to exercise control over the operations are recorded at cost less impairment losses, if any. Impairment is tested annually whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. Investments in subsidiaries for which an impairment loss has been recorded are tested at each reporting date for a potential reversal of impairment.

Dividend income is recognised when the right to receive payment is established.

Notes to the financial statements (continued)

1 Significant accounting policies (continued)

Comparatives

The Company has restated the accompanying annual statement of comprehensive income for the period ended 31 December 2011. The restatement reflects adjustments to align statement of comprehensive income with IFRS-based Ericsson Group directives. The term "IFRS" refers to the application of IAS and IFRS as well as interpretations of these standards as issued by IASB's Standards Interpretation Committee (SIC) and IFRS Interpretations Committee. The restatement did not have any effect on the profit for the year.

The impacts of the restatement adjustments on the Statement of Comprehensive Income for the period ended 31 December 2011, are presented below.

	For the period ended 31 December 2011		
	As previously reported HRK '000	Adjustments HRK '000	As restated HRK '000
Sales revenue	1,165,660	-	1,165,660
Cost of sales	(1,023,893)	(8,018)	(1,031,911)
Gross profit	141,767	(8,018)	133,749
Selling expenses	(62,282)	(68)	(62,350)
Administrative expenses	(29,363)	344	(29,019)
Other operating income	14,664	(13,356)	1,308
Other operating expenses	(76,738)	21,828	(54,910)
Operating profit/(loss)	(11,952)	730	(11,222)
Finance income	34,480	252	34,732
Finance expense	(178)	(982)	(1,160)
Finance income – net	34,302	(730)	33,572
Profit before tax	22,350	-	22,350
Income tax	5,626	-	5,626
Profit for the year	27,976	-	27,976
Other comprehensive income	-	-	-
Total comprehensive income for the year	27,976	-	27,976
Earnings per share (HRK)	21.13	-	21.13

Notes to the financial statements (continued)

2 Critical accounting estimates and judgements

Accounting estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

(a) Impairment losses on loans and receivables

The Company reviews its receivables to assess impairment on a monthly basis. In determining whether an impairment loss should be recorded in the statement of comprehensive income, the Company makes judgements as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows from a portfolio of loans and receivables before the decrease can be identified with an individual loan or receivable in that portfolio. This evidence may include observable data indicating that there has been an adverse change in the payment status of borrowers in a group, or national or local economic conditions that correlate with parameters relevant to assets in the group.

(b) Deferred income tax asset recognition

The net deferred tax asset represents income taxes recoverable through future deductions from taxable profits. Deferred income tax assets are recorded to the extent that realisation of the related tax benefit is probable. In determining future taxable profits and the amount of tax benefits that are probable in the future, management makes judgements and applies estimation based on previous years taxable profits and expectations of future income that are believed to be reasonable under the existing circumstances. Due to the fact that the company utilises research expenditure tax relief which is higher than taxable profits no deferred tax assets are recognised in the financial statements.

Judgements

The Company has entered into several service contracts combining features and elements of other contracts for which management has had to use judgement to determine appropriate accounting treatment. Certain service contracts under which the Company also provides financing to the contracts are separated into sales revenue and financial income. The financial income is recognised using the effective interest over the life of the contract.

Notes to the financial statements (continued)

3 Sales revenue

	2012	2011
	HRK '000	HRK '000
Sales revenue from products	1,119,599	425,581
Sales revenue from services	782,192	740,079
	<u>1,901,791</u>	<u>1,165,660</u>

4 Segment reporting

The Company has determined the operating segments based on the reports reviewed by the Management Board that are used to make strategic decisions. The Management Board assesses the performance of the operating segments based on a measure of adjusted Operating profit. The measurement basis excludes the effects of gains/losses on operating exchange rate differences and administration expenses.

When determining the operating segments, the Company has looked at which market and to what type of customers the Company's products are aimed, and through what distribution channels they are sold, as well as to commonality regarding technology, research and development. Segment results and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

The Company is organised into business units and has three primary reportable operating segments as follows:

- Networks include products and solutions for mobile and fixed broadband access, core networks, and transmission.
- Global Services include managed services, consulting and systems integration, customer support and network rollout services
- Multimedia provides enablers and applications for operators.

Segments are managed in Europe, the Middle East and Africa. Revenues determined based on the geographic location of customers are disclosed in this note. All the Company's assets are located in Croatia.

	2012	2011
	HRK '000	HRK '000
Sales revenue in domestic market	268,017	262,691
Sales revenue in Russia, Belarus, Kazakhstan, Georgia, Kyrgyzstan, Moldova, Uzbekistan and Armenia	876,890	133,675
Sales revenue to Ericsson, Note 29 (a)	551,998	484,381
Sales revenue in Bosnia and Herzegovina, Montenegro, Macedonia and Kosovo	193,490	269,631
Other export sales revenue	11,396	15,282
	<u>1,901,791</u>	<u>1,165,660</u>

Notes to the financial statements (continued)

4 Segment reporting (continued)

	Networks		Professional services		Multimedia		Unallocated		Total	
	2012	2011	2012	2011	2012	2011	2012	2011	2012	2011
	restated		restated		restated		restated		restated	
	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000
Sales revenue	1,236,899	618,207	518,502	507,505	146,390	39,948	-	-	1,901,791	1,165,660
Operating profit/(loss)	60,464	(17,407)	80,171	37,180	5,478	(1,785)	(30,423)	(29,210)	115,690	(11,222)
Finance income									24,524	34,732
Finance expense									(123)	(1,160)
Profit before tax									140,091	22,350
Income tax									(13,992)	5,626
Profit for the year									126,099	27,976
Other segment information:										
Segment liabilities	134,973	111,641	69,913	78,024	21,334	6,730	174,690	143,696	400,910	340,091
Segment assets	197,571	237,600	83,893	90,703	22,089	31,625	851,462	831,069	1,155,015	1,190,997

Revenues of approximately HRK 1,349,489 thousand (2011: HRK 736,897 thousand) are derived from external customers whose single revenues are 10 per cent or more of Company's sales revenues, and they are realised in all three segments.

Reportable segments' liabilities are reconciled to total liabilities as follows:

	2012	2011
	HRK '000	HRK '000
Segment liabilities	226,220	196,395
Unallocated:		
Non-current liabilities	4,452	5,965
Current liabilities:		
Interest-bearing borrowings	1,710	2,047
Accrued charges and deferred revenue	53,984	80,139
Trade and other payables	95,978	36,414
Provisions	18,566	19,131
Total liabilities per the statement of financial position	<u>400,910</u>	<u>340,091</u>

Notes to the financial statements (continued)

4 Segment reporting (continued)

Reportable segments' assets are reconciled to total assets as follows:

	2012	2011
	HRK '000	HRK '000
Segment assets	303,553	359,928
Unallocated:		
Non-current assets	151,777	196,755
Current assets:		
Trade receivables	21,468	23,733
Other receivables	34,955	12,306
Financial assets at fair value through profit or loss	145,365	68,249
Prepayments and accrued income	3,655	4,808
Cash and cash equivalents	494,242	525,218
Total assets per the statement of financial position	<u>1,155,015</u>	<u>1,190,997</u>

5 Expenses by nature

	2012	2011
	HRK '000	HRK '000
Changes in contract work in progress (Note 16)	(6,375)	10,147
Material and external services ^{(1) (2)}	1,290,875	637,460
Personnel expenses (Note 7)	471,684	419,490
Depreciation and amortisation (Notes 11,12)	44,557	48,441
	<u>1,800,741</u>	<u>1,115,538</u>

¹⁾Including audit fee expenses of HRK 420 thousand (2011: HRK 420 thousand)

²⁾Material and external services costs do not include the effect of reclassification, amounting to HRK 12.357 thousand (2011: HRK 7.742 thousand) disclosed in "Note 1 Comparatives"

6 Other operating expenses

	2012	2011
	HRK '000	restated HRK '000
Research expenses	2,844	2,954
Impairment (reversal)/loss on loans and receivables	(1,412)	50,334
Other expenses	-	1,622
	<u>1,432</u>	<u>54,910</u>

Notes to the financial statements (continued)

7 Personnel expenses

	2012	2011
	HRK '000	HRK '000
Net salaries	233,450	207,741
Taxes and contributions	207,913	189,238
Other payroll-related costs	25,064	18,517
Equity-settled transactions (Note 25 (b))	5,257	3,994
	<u>471,684</u>	<u>419,490</u>

Personnel expenses include HRK 68,721 thousand (2011: HRK 67,421 thousand) of defined pension contributions paid or payable into obligatory pension plans. Contributions are calculated as a percentage of employees' gross salaries (Gross II).

In addition, Personnel expenses include HRK 11,939 thousand (2011: HRK 3,534 thousand) in respect of voluntary redundancy costs. Movements in provision related to these costs are described in Note 27, Provisions.

As at 31 December 2012, total number of employees was 1,581 (2011: 1,636).

Notes to the financial statements (continued)

8 Finance income and expense

Finance income

	2012	2011
	HRK '000	restated HRK '000
Interest income (Note 8 (a))	20,662	19,574
Net gains from remeasurement of financial assets at fair value through profit or loss (Note 8 (c))	2,536	1,595
Amortization of discount (Note 8 (b))	3,021	3,483
Net foreign exchange (loss)/gain	(1,695)	10,080
	<u>24,524</u>	<u>34,732</u>

Finance expense

	2012	2011
	HRK '000	restated HRK '000
Interest expense	123	1,160
	<u>123</u>	<u>1,160</u>

8 (a)

	2012	2011
	HRK '000	restated HRK '000
Interest income		
- on loans to customers	2,806	3,871
- on debt securities	660	660
- on term deposits	15,215	14,436
- on other receivables	1,981	607
	<u>20,662</u>	<u>19,574</u>

8 (b)

The Company released HRK 3,021 thousand (2011: HRK 3,483 thousand) into finance income due to amortisation of discount related to receivables impairment provision.

Notes to the financial statements (continued)

8 Finance income and expense (continued)

8 (c)

	2012	2011
	HRK '000	restated HRK '000
Net gains/(losses) from remeasurement of financial assets at fair value through profit or loss		
- Equity securities	(224)	236
- Investment in investment funds	2,050	1,560
- Debt securities	710	(201)
	<u>2,536</u>	<u>1,595</u>

9 Income tax expense

Income tax has been calculated on the taxable income at statutory tax rate of 20% (2011: 20%).

Income tax expense recognised in the statement of comprehensive income comprises:

	2012	2011
	HRK '000	HRK '000
Current income tax expense	<u>-</u>	<u>-</u>
Total deferred tax (expense)/credit relating to the origination and reversal of temporary differences (Note 15)	(13,992)	5,626
Total income tax (expense)/credit	<u>(13,992)</u>	<u>5,626</u>

As disclosed in Note 2, Critical accounting estimates and judgements, due to the fact that the Company utilises research expenditure tax relief which is higher than taxable profits, in 2012 the Company released deferred tax asset of HRK 13,992 thousand. No deferred tax assets are recognised in the financial statements.

Deferred tax recognised directly as a debit to equity:

	2012	2011
	HRK '000	HRK '000
Relating to equity-settled transactions (Note 15)	<u>-</u>	<u>799</u>

Notes to the financial statements (continued)

9 Income tax expense (continued)

The reconciliation between tax expense and accounting profit is shown as follows:

	2012	2011
	HRK '000	HRK '000
Profit before tax	140,091	22,350
Income tax at 20% (2011: 20%)	28,018	4,470
Tax effects of:		
Expenses not deductible for tax purposes	2,627	8,990
Income not subject to tax	-	663
Tax incentives	(26,939)	(14,123)
Utilisation of tax losses	(3,706)	-
Tax charge	-	-
Effective tax rate	0.0%	0.0%

Tax incentives include only part of additional tax allowances for certain expenditure totalling HRK 26,939 thousand (2011: HRK 14,123 thousand) which meets research and development incentives definitions under Croatian tax legislation. The underlying research and development expenditure is included in cost of sales.

In accordance with local regulations, the Tax Authority may at any time inspect the Company's books and records within 3 years following the end of the year in which the tax liability is reported and may impose additional tax assessments and penalties. The Company's management is not aware of any circumstances, which may give rise to a potential material liability in this respect.

10 Earnings per share

	2012	2011
Profit for the year (HRK '000)	126,099	27,976
Weighted Average Number of Shares Outstanding at the year-end	1,327,157	1,323,780
Earnings per share (HRK)	95.01	21.13

Basic and fully diluted earnings per share are the same since the Company does not have any dilutive potential ordinary shares.

Notes to the financial statements (continued)

11 Property, plant and equipment

	Land and buildings HRK '000	Plant and equipment HRK '000	Other HRK '000	Total HRK '000
As at 1 January 2011				
Cost or valuation	155,455	293,754	328	449,537
Accumulated depreciation	(99,607)	(221,090)	(197)	(320,894)
Net book amount	<u>55,848</u>	<u>72,664</u>	<u>131</u>	<u>128,643</u>
Year ended 31 December 2011				
Opening net book amount	55,848	72,664	131	128,643
Additions	-	52,737	-	52,737
Disposals	-	(1,728)	-	(1,728)
Depreciation charge	(3,307)	(42,223)	(8)	(45,538)
Closing net book amount	<u>52,541</u>	<u>81,450</u>	<u>123</u>	<u>134,114</u>
As at 31 December 2011				
Cost or valuation	155,455	311,331	328	467,114
Accumulated depreciation	(102,914)	(229,881)	(205)	(333,000)
Net book amount	<u>52,541</u>	<u>81,450</u>	<u>123</u>	<u>134,114</u>
Year ended 31 December 2012				
Opening net book amount	52,541	81,450	123	134,114
Additions	-	30,328	-	30,328
Disposals	-	(4,717)	-	(4,717)
Depreciation charge	(3,298)	(39,422)	(8)	(42,728)
Closing net book amount	<u>49,243</u>	<u>67,639</u>	<u>115</u>	<u>116,997</u>
As at 31 December 2012				
Cost or valuation	155,455	304,667	328	460,450
Accumulated depreciation	(106,212)	(237,028)	(213)	(343,453)
Net book amount	<u>49,243</u>	<u>67,639</u>	<u>115</u>	<u>116,997</u>

Included in cost of property, plant and equipment is HRK 185,810 thousand (2011: HRK 165,348 thousand) of fully depreciated property, plant and equipment that is still used by the Company.

As at 31 December 2012, the Company had contracts totalling HRK 3,643 thousand (2011: HRK 2,158 thousand) related to future equipment purchases.

Depreciation expense of HRK 40,435 thousand (2011: HRK 41,834 thousand) has been charged in cost of sales, HRK 1,451 thousand (2011: HRK 2,528 thousand) in selling expenses and HRK 843 thousand (2011: HRK 1,176 thousand) in administrative expenses.

Notes to the financial statements (continued)

11 Property, plant and equipment (*continued*)

The Company acts as a lessor under operating leases, mainly land and buildings. Property leased to others with a carrying value of HRK 16,580 thousand (2011: HRK 17,490 thousand) is included within land and buildings. These assets are depreciated at the same depreciation rates as other buildings. HRK 16,029 thousand (2011: 18,351 thousand) of leased assets is leased for a non-cancellable period of five years which commenced in 2005. Subsequent renewals are negotiated with the lessee. No contingent rents are charged. Portions of the property which is held for rental could not be sold separately or leased out separately under finance lease. Consequently, the IAS 40 criteria for separate investment property recognition are not met.

Future minimum lease payments under non-cancellable operating leases in the aggregate and for each of the following periods are:

	2012	2011
	HRK '000	HRK '000
Less than one year	3,240	3,164
Between one and five years	1,620	1,582
	<u>4,860</u>	<u>4,746</u>

Notes to the financial statements (continued)

12 Intangible assets

The movement on intangible assets in the year ended 31 December 2012 may be analysed as follows:

	Application software HRK '000
As at 1 January 2011	
Cost or valuation	19,467
Accumulated amortization	(14,653)
Net book amount	<u>4,814</u>
Year ended 31 December 2011	
Opening net book amount	4,814
Additions	1,513
Amortization charge	(2,903)
Closing net book amount	<u>3,424</u>
As at 31 December 2011	
Cost or valuation	18,371
Accumulated amortization	(14,947)
Net book amount	<u>3,424</u>
Year ended 31 December 2012	
Opening net book amount	3,424
Additions	2,719
Amortization charge	(1,829)
Closing net book amount	<u>4,314</u>
As at 31 December 2012	
Cost or valuation	10,831
Accumulated amortization	(6,517)
Net book amount	<u>4,314</u>

Included in cost of intangible assets is HRK 3,226 thousand (2011: HRK 11,933 thousand) of fully amortised intangible assets that are still used by the Company.

Amortisation of HRK 1,731 thousand (2011: HRK 2,667 thousand) has been charged in cost of sales, HRK 62 thousand (2011: HRK 161 thousand) in selling expenses and HRK 36 thousand (2011: HRK 75 thousand) in administrative expenses.

Notes to the financial statements (continued)

13 Loans and receivables

	2012	2011
	HRK '000	HRK '000
Deposits with financial institutions, denominated in foreign currency	8,241	8,834
Non-current receivables from foreign customers, denominated in foreign currency	20,900	32,717
Non-current receivables from domestic customers, denominated in HRK	49	2,335
Receivables for sold apartments		
- denominated in foreign currency	5,529	5,517
- denominated in HRK	345	629
Total loans and receivables	35,064	50,032
Impairment allowance on loans and receivables	(4,651)	(4,860)
	<u>30,413</u>	<u>45,172</u>

Deposits with financial institutions of HRK 7,230 thousand (2011: 7,293 thousand) are placed as guarantee deposits for housing loans provided to the Company's employees, earning interest at fixed rate 0.37% per annum (2011: 0.37% per annum), and with a remaining maturity of over three years. The remaining amount of HRK 1,011 thousand (2011: 1,541) relates to guarantee deposit for customer financing, bearing interest at twelve-month USD LIBOR plus 0.50 pp per annum and maturing in 2014.

Receivables from customers are partially secured with bank guarantees and letters of credit. The current portion of the non-current receivables is classified under current assets.

Non-current portion of foreign and domestic loans and receivables

Due	2012	2011
	HRK '000	HRK '000
2013	-	18,224
2014	14,667	12,104
2015-2020	6,282	4,724
	<u>20,949</u>	<u>35,052</u>

Receivables for sold apartments are shown net of amounts due to the Croatian state. Housing loans to employees are linked to the counter value of euro, repayments are made by deduction from monthly salary and the loans are secured with charges on the house or apartment. Receivables for sold apartments and housing loans provided to a limited number of employees bear fixed interest rates of up to 5% per annum. A discount in the amount of HRK 2,209 thousand (2011: HRK 2,272 thousand) is recognised in respect of these loans and amortised through the statement of comprehensive income, using the effective interest rate method at a rate of 7% per annum (2011: 7% per annum).

Notes to the financial statements (continued)

14 Investments in subsidiaries

	Ownership	2012 HRK '000	2011 HRK '000
Libratel d.o.o	100%	5	5
ETK programska rješenja d.o.o.	100%	20	20
ETK poslovna rješenja d.o.o.	100%	20	20
Ericsson Nikola Tesla BH d.o.o	100%	8	8
		<u>53</u>	<u>53</u>

The subsidiaries ETK programska rješenja d.o.o. and ETK poslovna rješenja d.o.o. are inactive, while Libratel d.o.o. and Ericsson Nikola Tesla BH d.o.o. are active and fully consolidated in the consolidated financial statements.

15 Deferred tax assets

Recognised deferred tax assets and liabilities

Movements in temporary differences and components of deferred tax assets and liabilities are as follows:

	2012		Credited/ (charged) to statement of comprehensive income	Credited/ (charged) to equity	2011		Credited/ (charged) to statement of comprehensive income	Credited/ (charged) to equity
	Assets HRK '000	Liabilities HRK '000	2012 HRK '000	2012 HRK '000	Assets HRK '000	Liabilities HRK '000	2011 HRK '000	2011 HRK '000
Receivables	-	-	(8,890)	-	8,890	-	2,747	-
Inventories	-	-	(2,260)	-	2,260	-	1,809	-
Employee benefits	-	-	(826)	-	826	-	1	-
Non-current receivables for sold apartments	-	-	(454)	-	454	-	(13)	-
Negative fair value of financial instruments	-	-	(447)	-	447	-	-	-
Accrued charges	-	-	(1,115)	-	1,115	-	283	-
Increase in equity related to equity- settled transactions	-	-	(12,143)	12,143	12,143	(12,143)	799	(799)
	-	-	(26,135)	12,143	26,135	(12,143)	5,626	(799)
Set-off of tax	-	-	12,143	(12,143)	(12,143)	12,143	-	-
Deferred tax assets	-	-	(13,992)	-	13,992	-	5,626	(799)

As disclosed in Note 2, Critical accounting estimates and judgements, due to the fact that the Company utilises research expenditure tax relief which is higher than taxable profits, in 2012 the Company released deferred tax asset of HRK 13,992 thousand. No deferred tax assets are recognised in the financial statements.

Notes to the financial statements (continued)

15 Deferred tax assets (continued)

The Company reevaluates future tax position based on projections of future gross income as well as existing significant tax loss carry forward. Based on revaluation management decided to release all deferred tax asset from the Balance Sheet, which effected income for the year 2012 and not to recognize future deferred tax asset until tax position remain unchanged.

Deferred income tax assets are recognised for tax loss carry-forwards to the extent that the realisation of the related tax benefit through future taxable profits is probable. The Company did not recognise deferred income tax assets of HRK 53,378 thousand (2011: HRK 56,927 thousand) in respect of tax losses amounting to HRK 266,436 thousand (2011: HRK loss 284,633 thousand) that can be carried forward against future taxable income. A tax loss may be carried forward for five years subsequent to the year in which it was incurred. The availability of tax losses against future periods, subject to review by the Ministry of Finance, is as follows:

	HRK '000
Tax loss from 2009 – expires 31 December 2014	62,747
Tax loss from 2010 – expires 31 December 2015	151,208
Tax loss from 2011 – expires 31 December 2016	52,481
	<u>266,436</u>

16 Inventories

	2012	2011
	HRK '000	HRK '000
Raw materials	2,539	3,445
Contract work in progress	35,702	29,327
Total inventories	38,241	32,772
Impairment allowance	(9,660)	(10,067)
	<u>28,581</u>	<u>22,705</u>

Slow-moving or obsolete inventories have been written down to their estimated realisable value through an impairment allowance. The impairment allowance is included within other operating expenses in the statement of comprehensive income.

Notes to the financial statements (continued)

17 Trade receivables

	2012	2011
	HRK '000	HRK '000
Foreign trade receivables	155,281	164,964
Current portion of non-current foreign receivables	20,406	23,485
Total current foreign receivables	<u>175,687</u>	<u>188,449</u>
Domestic trade receivables	69,532	124,889
Current portion of non-current domestic receivables	3,370	6,622
Total current domestic receivables	<u>72,902</u>	<u>131,511</u>
Impairment allowance on receivables	<u>(34,509)</u>	<u>(46,495)</u>
	<u>214,080</u>	<u>273,465</u>

Included in trade receivables is HRK 2,497 thousand (2011: HRK 4,197 thousand) of contract work in progress.

Movements in impairment allowance on loans and receivables were as follows:

	2012	2011
	HRK '000	HRK '000
As at 1 January (Notes 13, 17)	51,355	33,626
Provision for receivables impaired during the year	7,262	80,227
Receivables written off during the year as uncollectible	(9,607)	(37,655)
Unused amounts reversed	(6,829)	(21,298)
Amortisation of discount	<u>(3,021)</u>	<u>(3,545)</u>
As at 31 December (Notes 13, 17)	<u>39,160</u>	<u>51,355</u>

Receivables are written down to their estimated realisable value through an impairment allowance.

Of the total HRK 39,160 thousand (2011: HRK 51,355 thousand) of impairment allowances as at 31 December 2012, HRK 36,950 thousand (2011: HRK 31,292 thousand) relates to Customer loans and receivables.

Notes to the financial statements (continued)

18 Other receivables

	2012	2011
	HRK '000	HRK '000
Net receivables for prepaid VAT	15,201	8,725
Receivables from employees	336	318
Accrued interest receivable	671	2,307
Loans receivable	17,828	-
Other receivables	919	956
	<u>34,955</u>	<u>12,306</u>

Loans receivable relates to loans granted in 2012 to a subsidiary company Ericsson Nikola Tesla BH d.o.o. in the amount of EUR 2.370 thousand (2011: nil), all due in 2013 and carry interest at 7%.

19 Financial assets at fair value through profit or loss

	2012	2011
	HRK '000	HRK '000
<i>Financial assets at fair value through profit or loss</i>		
- Debt securities, Ministry of Finance	14,195	13,480
- Equity securities	402	630
- Investment in open-ended investment funds	130,768	54,139
	<u>145,365</u>	<u>68,249</u>

20 Cash and cash equivalents

	2012	2011
	HRK '000	HRK '000
Cash and demand deposits	283,719	56,862
Term deposits originated by the Company, with original maturity up to 3 months	210,523	468,356
	<u>494,242</u>	<u>525,218</u>

Notes to the financial statements (continued)

21 Equity

(a) Share capital

As at 31 December 2012, the share capital of the Company is represented by 1,331,650 (2011: 1,331,650) of authorised, issued and fully paid ordinary shares, with a total registered value of HRK 133,165 thousand (2011: HRK 133,165 thousand). The nominal value of one share is HRK 100 (2011: HRK 100). The holders of the ordinary shares are entitled to receive dividends as declared at the General Assembly and are entitled to one vote per share at the General Assembly.

The Company's shareholders as at 31 December 2012 are:

	2012	2012	2011	2011
	Number of shares	% held	Number of shares	% held
Telefonaktiebolaget LM Ericsson	653,473	49.07	653,473	49.07
Small shareholders	674,769	50.67	670,844	50.38
Croatian Privatisation Fund	-	-	3,096	0.23
Treasury shares	3,408	0.26	4,237	0.32
	<u>1,331,650</u>	<u>100.00</u>	<u>1,331,650</u>	<u>100.00</u>

(b) Treasury shares

During 2007, the Company acquired 15,000 of its own shares. The amount paid was HRK 52,456 thousand out of 2006 net income as decided by the General Assembly held on 31 May 2007. During 2008, the Company acquired an additional 3,000 of its own shares. The amount paid was HRK 3,895 thousand out of 2006 net income, as decided by the General Assembly held on 31 May 2007. During 2009 and 2012, the Company acquired an additional 8,893 and 2,376 of its own shares, respectively. The amount paid in 2009 was HRK 11,380 thousand and HRK 2,462 thousand in 2012, both out of 2008 net income as decided by the General Assembly held on 26 May 2009. These shares are held initially as "treasury shares" and are regularly granted to key management and other employees as a part of the share-based program established during 2004, as described in Note 25 (b).

Movements in treasury shares are as follows:

	2012	2011
	Number of shares	Number of shares
As at 1 January (Note 21 (a))	4,237	9,288
Purchases during the year	2,376	-
Distributed during the year	(3,205)	(5,051)
As at 31 December (Note 21 (a))	<u>3,408</u>	<u>4,237</u>

(c) Legal reserves

A legal reserve in the amount of 5% of total share capital was formed during previous periods by appropriation of 5% of net profit per annum up to a cap of 5% of share capital. The legal reserve may be used to cover losses if the losses are not covered by current net profit or if other reserves are not available. The Company recorded the required level of legal reserves in the year 2000 and no further allocation to legal reserves is required. Legal reserves up to 5% of total share capital are not distributable.

Notes to the financial statements (continued)

22 Proposed dividends

Dividends payable are not accounted for until they have been ratified at the General Assembly of shareholders. On 5 June 2012, the General Assembly approved a regular dividend in respect of 2011 of HRK 20.00 per share, and additional extraordinary dividend of HRK 150.00 per share, totalling HRK 225.7 million. At a meeting held on 19 February 2013, the Management Board proposed a regular dividend in respect of 2012 in the amount of HRK 20.00 per share, and an additional extraordinary dividend of HRK 150.00 per share. The dividend will be paid from profit for 2003 plus a portion of retained earnings realized in 2004 after approval by the General Assembly, which will be held on 28 May 2013.

Cash dividends authorised and paid for previous years were as follows:

	2012	2011
	HRK '000	HRK '000
HRK 170.00 per share for 2011	225,695	-
HRK 190.00 per share for 2010	-	251,289
	<u> </u>	<u> </u>

23 Capital management

The Company's objectives when managing capital are:

- To safeguard the entity's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders;
- To provide adequate requirements for capital resources, as far as possible, by the retention of profit; and
- To maintain the balance sheet with a large component of cash and short-term assets, as well as equity and other investments.

The Company is generating sufficient cash from operations to fund liabilities as they become due, finance customers and budgeted investments, and pay dividends.

The Company monitors capital using the statutory minimum capital requirement. Shareholders' equity is disclosed in Note 21 to the financial statements.

Notes to the financial statements (continued)

24 Interest-bearing borrowings

During 2008, the Company borrowed HRK 8,085 thousand from HBOR and delivered information and communications equipment to a customer. The Ministry of Health and Social Welfare ("the Ministry") took over the obligations towards the Company on behalf of the customer and, based on the cession agreement between the Company, the customer and the Ministry, the Ministry is obliged to repay the due amounts in favour of the customer directly to HBOR. The Company's liability to HBOR decreases as the Ministry repays. The HBOR borrowing was granted over a 5-year period. The current portion of the borrowing amounts to HRK 1,710 thousand, while the remaining amount is repayable in semi-annual instalments until 2013, bearing an interest rate of six-month EURIBOR plus a margin of 2% per annum. There is no security or pledges in relation to these borrowings. There are no amounts bearing a fixed interest rate.

	2012	2011
	HRK '000	HRK '000
Non-current portion of borrowings	-	1,435
Current portion of borrowings	1,710	2,047
	<u>1,710</u>	<u>3,482</u>

25 Employee benefits

(a) Long-term service benefits

The Company does not operate any pension schemes or other retirement benefit schemes for the benefit of any of its employees or management. In respect of all of the Company's personnel, such social payments as required by the authorities are paid. These contributions form the basis of social benefits payable out of the Croatian Pension Insurance Institute to the Croatian employees upon their retirement. Additionally, during 2001 the Company signed an Annex to the Union Agreement based on which employees are entitled to a benefit upon early retirement.

However, the Company pays a one-time benefit amounting to HRK 8,000 for each employee who retires. Additionally, the Company pays jubilee awards in respect of each 5 years of service, of an employee, starting from the 10th year and ending in the 40th year. The principal actuarial assumptions used to determine retirement and jubilee obligations as at 31 December 2012 were a 6% discount rate (2011: 6%) and a 3,1% (2011: 2.75%) rate of average employment turnover.

Notes to the financial statements (continued)

25 Employee benefits (continued)

(a) Long-term service benefits (continued)

Movements in long-term service benefits were as follows:

	2012	2012	2012	2011	2011	2011
	Jubilee awards	Retirement	Total	Jubilee awards	Retirement	Total
	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000
As at 1 January	4,128	402	4,530	4,123	768	4,891
Obligation created during the year	300	56	356	507	71	578
Obligation fulfilled during the year	(300)	-	(300)	(447)	(8)	(455)
Obligation reversed during the year	(69)	(65)	(134)	(55)	(429)	(484)
As at 31 December	<u>4,059</u>	<u>393</u>	<u>4,452</u>	<u>4,128</u>	<u>402</u>	<u>4,530</u>

(b) Share-based payments

During 2004, the Company established its Loyalty program, a share-based scheme under which management and other employees are entitled to receive the Company's shares conditional on the employee completing certain years of service (the vesting period) from the grant date.

In addition, the Company also grants treasury shares to senior management and other employees as a bonus arrangement under its Award program.

The treasury shares are distributed to eligible employees upon ratification at the General Assembly.

Notes to the financial statements (continued)

25 Employee benefits (continued)

(b) Share-based payments (continued)

The terms and conditions of the grants are as follows:

Employees entitled/grant date	Number of granted shares	Vesting conditions
<i>Loyalty program</i>		
Share grant to key management in previous years (2004 – 2010)	1,140	Three to five years of service
Share grant to other employees in previous years (2004 – 2010)	14,945	Three to five years of service
Share grant to key management during 2011	550	Three to four years of service
Share grant to other employees during 2011	6,650	Three to four years of service
Share grant to key management during 2012	290	Up to four years of service
Share grant to other employees during 2012	80	Up to four years of service
	23,655	
<i>Award program</i>		
Share grant to key management in previous years (2004 – 2010)	8,592	Upon granting
Share grant to other employees in previous years (2004 – 2010)	8,746	Upon granting
Share grant to key management during 2011	333	Upon granting
Share grant to other employees during 2011	908	Upon granting
Share grant to key management during 2012	-	Upon granting
Share grant to other employees during 2012	70	Upon granting
	18,649	

The fair value of service received in return for shares granted is measured by reference to the observable market price of shares at the grant date.

	Number of granted shares	Weighted average fair value per share HRK
Shares granted in 2004	11,415	656.68
Shares granted in 2005	(125)	735.99
Shares granted in 2006	5,775	2,330.18
Shares granted in 2007	5,594	3,387.12
Shares granted in 2008	6,452	1,380.27
Shares granted in 2009	2,937	1,320.34
Shares granted in 2010	1,375	1,382.73
Shares granted in 2011	8,441	1,160.00
Shares granted in 2012	440	1,020.46

Notes to the financial statements (continued)

25 Employee benefits (continued)

During 2012, the Company recognised HRK 5,257 thousand (2011: HRK 3,994 thousand) of expenses in respect of share-based payments, which are included in personnel expenses as disclosed in Note 7. During 2012, there were new Loyalty programs. The Award program for 2012 included "the length of service with the Company component" and the shares granted under this program were distributed during 2012. Shares granted under previous programs to employees who left the Company before vesting date expired.

3,175 of shares granted under the Loyalty programs from previous years vested during 2012. The total weighted average cost of shares exercised during 2012 under the Award and Loyalty programs amounted to HRK 3,977 thousand (2011: HRK 7,808 thousand).

Movements in shares under the Award and Loyalty programs are as follows:

	2012	2011
	Number of	Number of
	shares	shares
As at 1 January	9,220	5,900
Granted	440	8,441
Exercised	(3,205)	(5,051)
Expired	(385)	(70)
As at 31 December	<u>6,070</u>	<u>9,220</u>

26 Trade and other payables

	2012	2011
	HRK '000	HRK '000
Trade payables	34,063	36,996
Liabilities to employees	76,227	38,231
Other current liabilities	12,749	13,042
	<u>123,039</u>	<u>88,269</u>

Notes to the financial statements (continued)

27 Provisions

Movements in provisions were as follows:

	2012 Warranty reserve	2012 Penalty reserve	2012 Voluntary redundancy	2012 Total	2011 Warranty reserve	2011 Penalty reserve	2011 Voluntary redundancy	2011 Total
	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000
As at 1 January	8,131	11,000	2,837	21,968	10,356	6,347	394	17,097
additional provisions	4,431	940	11,939	17,310	3,861	6,793	3,534	14,188
unused amounts								
reversed	(251)	(221)	-	(472)	(1,608)	(2,140)	-	(3,748)
used during the year	(2,969)	(4,000)	(13,271)	(20,240)	(4,478)	-	(1,091)	(5,569)
As at 31 December	<u>9,342</u>	<u>7,719</u>	<u>1,505</u>	<u>18,566</u>	<u>8,131</u>	<u>11,000</u>	<u>2,837</u>	<u>21,968</u>

The warranty reserve is established to cover the expected warranty claims on products sold during the year. The penalty reserve is created to cover the expected claims from customers in respect of delays in deliveries of products and services having occurred during the year. Reversal of warranty reserves relates to expired warranties and reversal of penalty reserve relates to waived or expired obligations.

An agreement was reached with the local union representatives, which specifies the number of staff involved and the early retirement compensation package offered by the Company, as well as amounts payable to those having accepted the package, before the financial year-end. The estimated staff restructuring costs to be incurred in 2013 are HRK 1,505 thousand (2011: HRK 2,837 thousand).

28 Accrued charges and deferred revenue

	2012 HRK '000	2011 HRK '000
Advances from domestic customers	2,493	3,044
Advances from foreign customers	8,475	5,340
Deferred revenue	89,187	107,530
Accrued charges for unused holidays	10,945	10,701
Accrued charges for legal claims	971	951
Accrued charges in respect of service contracts	32,079	30,627
Other accrued charges	6,456	12,912
	<u>150,606</u>	<u>171,105</u>

Deferred revenue represents amounts due to customers under contracts for work not performed but invoices issued or cash received.

Accrued charges in respect of service contracts mainly represent costs incurred for which no invoice has been received at the balance sheet date.

Notes to the financial statements (continued)

29 Balances and transactions with related parties

For the purposes of these financial statements, parties are generally considered to be related if one party has the ability to control the other party, is under common control, or can exercise significant influence over the other party in making financial and operational decisions. In considering each possible related party relationship, attention is directed to the substance of the relationship, not merely the legal form.

The Company is a related party to the Ericsson Group via the 49.07% (2011: 49.07%) shareholding by Telefonaktiebolaget LM Ericsson, which is also the ultimate parent of the Ericsson Group.

The Company has related-party relationships with Telefonaktiebolaget LM Ericsson, Ericsson Group subsidiaries and associates, the Supervisory Board, the Management Board and other executive management.

(a) Key transactions with the related parties

Major transactions with the Ericsson Group companies may be summarised as follows:

	Telefonaktiebolaget LM Ericsson		Other Ericsson Group consolidated companies		Subsidiaries		Total	
	2012	2011	2012	2011 restated	2012	2011	2012	2011 restated
	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000
Sales of goods and services								
Sales revenue	74	-	551,924	484,381	4	-	552,002	484,381
Commission income	-	-	25	863	-	-	25	863
Other income	-	-	13,744	11,439	1,346	-	15,090	11,439
	<u>74</u>	<u>-</u>	<u>565,693</u>	<u>496,683</u>	<u>1,350</u>	<u>-</u>	<u>567,117</u>	<u>496,683</u>
Purchases of goods and services								
Licences	6,623	3,343	22,897	17,791	-	-	29,520	21,134
Technical cooperation fee	-	-	5,654	7,202	-	-	5,654	7,202
Cost of sales	-	452	1,039,087	363,100	5,793	4,521	1,044,880	368,073
Other expenses	-	-	-	-	1,302	-	1,302	-
	<u>6,623</u>	<u>3,795</u>	<u>1,067,638</u>	<u>388,093</u>	<u>7,095</u>	<u>4,521</u>	<u>1,081,356</u>	<u>396,409</u>

The sales of goods and services transactions have been directly negotiated between the involved parties and agreed on an individual basis. The Company pays licence fees on sales of wireline products, sales of services, corporate trade mark licences and technical cooperation fees. The licence fee is paid as a percentage of sales of wireline products and solutions, and sales of services, per product sold.

Notes to the financial statements (continued)

29 Balances and transactions with related parties (continued)

(b) Key management compensation

The Company's key management include the executive management listed on page 3, comprising the Management Board member and directors of the main organisational units.

	2012	2011
	HRK '000	HRK '000
Salaries and other short-term employee benefits	16,636	16,754
Other long-term benefits	14	14
Share-based payments	577	226
	<u>17,227</u>	<u>16,994</u>

The members of the executive management and the Supervisory Board held 4,024 ordinary shares at the year-end (2011: 4,421 shares).

In addition, the Company paid remuneration totalling HRK 321 thousand (2011: HRK 337 thousand) to the Supervisory Board during 2012.

(c) Year-end balances arising from sales and purchases of goods and services

Year-end balances arising from key transactions with Ericsson Group companies may be summarised as follows:

	Receivable		Payable	
	2012	2011	2012	2011
	HRK '000	HRK '000	HRK '000	HRK '000
Main shareholder				
Telefonaktiebolaget LM Ericsson (LME)	37	-	4,119	474
Ericsson Group consolidated companies				
Ericsson AB (EAB)	54,682	57,904	93,665	45,673
Ericsson GMBH Group (EDD)	4,874	6,578	583	-
Ericsson Austria GMBH (SEA)	1,184	2,452	-	-
Ericsson Japan K.K. (NRJ)	2,419	-	-	-
Ericsson Network Services B.V.(ENN)	2,068	232	-	-
LM Ericsson Ltd. (LMI)	1,537	374	1,035	262
Ericsson d.o.o. (EVN)	1,453	-	-	86
Ericsson SA/NV (EBR)	1,313	565	-	-
Ericsson SP Z.O.O. (EPO)	1,203	169	-	-
Ericsson Telecommunicatia B.V. (ETM)	1,429	1,462	1,120	1,290
Ericsson Ltd. Madrid, Spain (ETL)	2,461	1,414	-	-
Ericsson Corporation, Russia (ECR)	1,849	1,131	96	170
Other Ericsson Group companies	4,681	15,210	1,760	2,782
Subsidiaries:				
Ericsson Nikola Tesla BH d.o.o.	1,170	-	159	-
	<u>82,360</u>	<u>87,491</u>	<u>102,537</u>	<u>50,737</u>

Notes to the financial statements (continued)

30 Financial risk management

The Company's activities expose it to a variety of financial risks: market risk (including currency risk, interest rate risk, and price risk), credit risk and liquidity risk. Exposure to currency, interest rate and credit risk arises in the normal course of the Company's business. Risk management is carried out by a treasury department and its principal role is to actively manage investment of excess liquidity as well as financial assets and liabilities, and to manage and control financial risk exposures. The Company also has a customer finance function with the main objective to find suitable third-party financing solutions for customers and to minimize recourse to the Company. Risk management policies that relate to financial instruments can be summarised as follows:

(a) Currency risk

Currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. The Company is exposed to US dollars and to the euro, as a substantial proportion of receivables and foreign revenues are denominated in these currencies. Risk management relies on attempts to match, as much as possible, revenues in each currency with the same currency expenditure. The Company may enter into foreign currency forward contracts to hedge economically its exposure to currency risk arising on operating cash flows.

As at 31 December 2012, if the euro had weakened/strengthened by 1.56% (2011: 1.35%) against the Croatian kuna, and if the US dollar had weakened/strengthened by 2.23% (2011: 0.28%), with all other variables held constant, the net result after tax for the reporting period would have been HRK 10,502 thousand lower/higher (2011: HRK 8,440 thousand), mainly as a result of foreign exchange gains/losses on translation of significant cash, cash equivalents, deposits, customer receivables and customer financing denominated in euro.

Notes to the financial statements (continued)

30 Financial risk management (continued)

(a) Currency risk (continued)

The tables below present the currency analysis and resulting gap.

2012

	EUR	USD	Other currency	Total foreign currencies	HRK	Total
	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000
Loans and receivables	22,732	7,306	-	30,038	375	30,413
Trade and other receivables	214,131	11,081	354	225,566	105,829	331,395
Financial assets at fair value through profit or loss	-	-	-	-	145,365	145,365
Cash and cash equivalents	445,272	9,333	707	455,312	38,930	494,242
	682,135	27,720	1,061	710,916	290,499	1,001,415
Interest-bearing borrowings*	1,958	-	-	1,958	-	1,958
Trade and other payables	96,260	3,579	5,092	104,931	120,645	225,576
	98,218	3,579	5,092	106,889	120,645	227,534
Currency gap	583,917	24,141	(4,031)	604,027	169,854	773,881

* include interest payable of HRK 248 thousand

2011

	EUR	USD	Other currency	Total foreign currencies	HRK	Total
	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000
Loans and receivables	32,769	10,068	-	42,837	2,335	45,172
Trade and other receivables	211,972	20,731	23	232,726	140,536	373,262
Financial assets at fair value through profit or loss	-	-	-	-	68,249	68,249
Cash and cash equivalents	490,732	13,524	38	504,294	20,924	525,218
	735,473	44,323	61	779,857	232,044	1,011,901
Interest-bearing borrowings*	3,725	-	-	3,725	-	3,725
Trade and other payables	51,018	6,586	1,845	59,449	79,557	139,006
	54,743	6,586	1,845	63,174	79,557	142,731
Currency gap	680,730	37,737	(1,784)	716,683	152,487	869,170

* include interest payable of HRK 243 thousand

Notes to the financial statements (continued)

30 Financial risk management (continued)

(b) Interest rate risk

Interest rate risk is the risk that the value of a financial instrument will fluctuate due to changes in market interest rates. As the Company mainly has its customer financing at a fixed interest rate and only a small portion of customer financing is affected by possible changes in market interest rates, the risk of fluctuating market interest rates is considered low. The Company also has borrowings and deposits in financial institutions at a variable interest rate, as well as investments in money investment funds that are sensitive to market interest rate movements on short-term deposits and treasury bills.

As at 31 December 2012:

- if the effective EUR interest rate on EUR borrowings had increased/decreased by 0.73% (2011: 0.33%) on an annual level, the net result due to changes in EUR credits and borrowings after tax for the reporting period would have been HRK 10 thousand lower/higher (2011: HRK 20 thousand);
- if the effective EUR interest rate on EUR deposits had increased/decreased by 0.08% (2011: 0.48%) on an annual level, the net result due to changes in EUR deposits after tax for the reporting period would have been HRK 5 thousand higher/lower (2011: HRK 28 thousand);
- if the effective HRK interest rate on HRK deposits had increased/decreased by 0.36% (2011: 0.36%) on an annual level, the net result due to changes in investment funds after tax for the reporting period would have been HRK 374 thousand higher/lower (2011: HRK 157 thousand).

The following table presents the annual average interest rates exposure of financial assets and liabilities.

	2012	2011
	Average	Average
	interest rates	interest rates
	%	%
Loans and receivables	4.37	4.99
Trade and other receivables	0.50	0.59
Financial assets at fair value through profit or loss	0.46	0.93
Cash and cash equivalents	1.85	2.67
Interest-bearing borrowings	2.19	3.71

Notes to the financial statements (continued)

30 Financial risk management (continued)

(b) Interest rate risk (continued)

The tables below present the interest rate repricing analysis and resulting gap.

2012

	Non-interest-bearing	Up to 1 month	1 - 3 months	3 - 12 months	1 - 5 years	Over 5 years	Total	Fixed interest
	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000
Loans and receivables	-	-	-	383	21,429	8,601	30,413	30,043
Trade and other receivables	307,619	6,907	3,017	13,852	-	-	331,395	23,776
Financial assets at fair value through profit or loss	131,170	-	-	10,083	4,112	-	145,365	14,195
Cash and cash equivalents	-	283,719	210,523	-	-	-	494,242	210,523
	438,789	290,626	213,540	24,318	25,541	8,601	1,001,415	278,537
Interest-bearing borrowings*	-	-	-	1,958	-	-	1,958	1,958
Trade and other payables	225,576	-	-	-	-	-	225,576	-
	225,576	-	-	1,958	-	-	227,534	1,958
Interest rate gap	213,213	290,626	213,540	22,360	25,541	8,601	773,881	276,579

* include interest payable of HRK 248 thousand

2011

	Non-interest-bearing	Up to 1 month	1 - 3 months	3 - 12 months	1 - 5 years	Over 5 years	Total	Fixed interest
	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000
Loans and receivables	-	-	-	405	36,025	8,742	45,172	42,739
Trade and other receivables	343,154	2,476	6,436	21,196	-	-	373,262	30,107
Financial assets at fair value through profit or loss	54,768	-	-	-	13,481	-	68,249	13,481
Cash and cash equivalents	-	56,862	468,356	-	-	-	525,218	468,356
	397,922	59,338	474,792	21,601	49,506	8,742	1,011,901	554,683
Interest-bearing borrowings*	70	-	-	2,139	1,516	-	3,725	3,482
Trade and other payables	139,006	-	-	-	-	-	139,006	-
	139,076	-	-	2,139	1,516	-	142,731	3,482
Interest rate gap	258,846	59,338	474,792	19,462	47,990	8,742	869,170	551,201

* include interest payable of HRK 243 thousand

Notes to the financial statements (continued)

30 Financial risk management (continued)

(c) Price risk

The Company has some exposure to debt securities price risk in spite of low investments and all classified on the balance sheet at fair value through profit or loss (debt securities and investments funds). All the Company' securities are actively traded on the Zagreb Stock Exchange and movements of CROBEX and CROBIS indices may have an impact on operating results.

The table below shows the impact of increases/decreases of the index on the Company's net profit. The analysis is based on the assumption that the CROBEX index had increased/decreased by 16,63% (2011: 5%) and the CROBIS index had increased/decreased by 1,64% (2011: 2%). The effect on profit after tax is as follows:

Index	Impact on post-tax profit	
	2012	2011
	HRK '000	HRK '000
CROBEX	67	23
CROBIS	233	171

Notes to the financial statements (continued)

30 Financial risk management (continued)

(d) Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. Significant risk is associated with a high level of customer finance receivables.

In 2011 the Company has written off receivables in respect of withholding tax to their estimated realisable value. Namely, the tax liability forecasts for the following years showed that the Company will again be in a position of no income tax liability due to other tax reliefs (existing R&D credits as well as considerable tax loss carried forward), and will not be able to use the already approved tax certificates from previous years for the income tax paid abroad.

The Company has taken further steps in partnership with banks and financial institutions to secure all future significant customer finance risk exposures are managed through these Financial institutions with a significantly reduced level of credit risk exposure.

New customers are only accepted on satisfactory completion of a detailed credit check of the customer and a review of the related country risk. Outstanding credit arrangements are monitored frequently. Impairment losses are calculated by discounting of receivables. Additionally, there is credit concentration risk as the Company has a significant portion of receivables outstanding from a small number of customers. As at 31 December 2012, the five largest customers represent 61% of total net trade receivables (2011: 54%). The Company considers that its maximum exposure to credit risk is reflected in the amount of trade receivables (Notes 13 and 17) and other receivables (Note 18), net of provision for doubtful receivables. Ageing analysis of these receivables is within the maturity analysis table shown further in this note.

Letters of credit are used as a method for securing payments from customers operating in certain markets, in particular in markets with unstable political and/or economic environments. By having banks confirming the letters of credit, the political and commercial credit risk exposures are mitigated.

Prior to the approval of new facilities reported as customer finance, an internal credit risk assessment is conducted in order to assess the credit rating (for political and commercial risk) of each transaction. A reassessment of the credit rating for each customer finance facility is made on a regular basis.

Provisions related to customer finance risk exposures are only made when they are reliably measurable and where, after the financing arrangement has become effective, certain events occur which are expected to have a significant adverse impact on the borrower's ability and/or willingness to service the outstanding debt. These events can be political (normally outside the control of the borrower) or commercial, e.g. the borrower's deteriorating creditworthiness.

Security arrangements for customer finance facilities normally include pledges of equipment and pledges of certain of the borrower's assets. If available, third-party risk coverage may also be arranged. "Third-party risk coverage" means that a financial payment guarantee covering the credit risk has been issued by a bank, an export credit agency or other financial institution. It may also be a credit risk transfer under a so called "sub-participation arrangement" with a bank, whereby the credit risk and the funding is taken care of by the bank for the part covered by the bank. A credit risk cover from a third party may also be issued by an insurance company.

As at 31 December 2012, total outstanding exposure related to customer finance was HRK 45 million (2011: HRK 65 million).

Notes to the financial statements (continued)

30 Financial risk management (continued)

(d) Credit risk (continued)

The following tables provide an ageing detail of current and overdue amounts in respect of all customer loans and receivables as at December 31, 2012.

	Due balance	Up to 3 months	3 months to 1 year	1 to 3 years	Total
	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000
2012					
Foreign receivables	56,880	92,368	26,439	20,900	196,587
Domestic receivables	5,906	63,879	3,117	49	72,951
Receivables from related parties	7,263	75,097	-	-	82,360
	70,049	231,344	29,556	20,949	351,898
2011					
Foreign receivables	42,153	87,900	58,396	32,716	221,165
Domestic receivables	5,293	117,895	8,323	2,335	133,846
Receivables from related parties	19,386	68,105	-	-	87,491
	66,832	273,900	66,719	35,051	442,502

	Up to 3 months	3 months to 1 year	1 to 3 years	Over 3 years	Total
	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000
2012					
Foreign receivables	32,740	1,165	2,636	20,340	56,880
Domestic receivables	4,756	1,150	-	-	5,906
Receivables from related parties	4,137	1,154	1,162	-	6,453
	41,633	3,469	3,797	20,340	70,049
2011					
Foreign receivables	5,648	13,088	23,367	50	42,153
Domestic receivables	3,726	221	572	774	5,293
Receivables from related parties	7,293	9,716	2,377	-	19,386
	16,667	23,025	26,316	824	66,832

Notes to the financial statements (continued)

30 Financial risk management (continued)

(d) Credit risk (continued)

Table 3

**Payment due date for total customer loans and receivables
(in respect of accounts with any portion falling due)**

	Due balance	Up to 3 months	3 months to 1 year	1 to 3 years	Total
	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000
2012					
Foreign receivables	56,880	75,061	15,522	12,724	160,187
Domestic receivables	5,906	27,337	701	-	33,944
Receivables from related parties	7,263	72,599	-	-	79,862
	70,049	174,997	16,223	12,724	273,993
2011					
Foreign receivables	42,139	66,770	42,344	31,759	183,012
Domestic receivables	5,293	53,261	25	-	58,579
Receivables from related parties	19,386	64,852	-	-	84,238
	66,818	184,883	42,369	31,759	325,829

Table 4

Past due but not impaired customer loans and receivables

	Up to 3 months	3 months to 1 year	1 to 3 years	Over 3 years	Total
	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000
2012					
Foreign receivables	25,137	1,144	-	-	26,281
Domestic receivables	4,756	1,150	-	-	5,906
Receivables from related parties	2,205	3,795	1,062	-	7,062
	32,098	6,089	1,062	-	39,249
2011					
Foreign receivables	4,566	1,815	-	13	6,394
Domestic receivables	3,664	50	209	-	3,923
Receivables from related parties	2,479	5,735	539	-	8,753
	10,709	7,600	748	13	19,070

Notes to the financial statements (continued)

30 Financial risk management (continued)

(d) Credit risk (continued)

As at 31 December 2012, total balance outstanding in respect of customer loans and receivables was HRK 352 million (2011: HRK 442 million), as disclosed in Table 1, of which HRK 331 million (2011: HRK 407 million) is due for payment within one year. As at 31 December 2012, the amount totalling HRK 70 million (2011: HRK 67 million) was overdue (Table 2), of which HRK 45 million (2011: HRK 40 million) was due within one year.

As at 31 December 2012, total balance outstanding in respect of customer overdue receivables as at 31 December 2012 was HRK 274 million (2011: HRK 326 million) as disclosed in Table 3. Of this total, HRK 261 million (2011: HRK 294 million) was already due or is due for payment within one year.

In the current economic climate, there is increased risk and uncertainty with regard to the ultimate collectability of some of these balances. As at 31 December 2012, impairment allowances totalling HRK 41 million (2011: HRK 49 million) were provided in respect of total customer loans and receivables. As disclosed in Table 4, amounts totalling HRK 39 million (2011: HRK 19 million), were past due but not impaired as at 31 December 2012.

Notes to the financial statements (continued)

30 Financial risk management (continued)

(e) Liquidity risk

Liquidity risk, also referred to as funding risk, is the risk that an enterprise will encounter difficulty in raising funds to meet commitments associated with financial instruments. As the Company has no commitments in financial instruments, the risk lies only in its daily operations. The Company has a strong focus on its cash flow with daily updates on actual development and monthly updated forecasts. The Company's maturity profile demonstrates the strong liquidity position of the Company and therefore the risk is considered low. The table below presents the maturity analysis and resulting gap.

2012	Up to 1	1 - 3	3 - 12 months	1 - 5 years	Over 5	Total
	month	months				
	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000
Loans and receivables	-	-	383	28,659	1,371	30,413
Trade and other receivables	215,000	89,017	27,377	1	-	331,395
Current financial assets	131,170	-	10,083	4,112	-	145,365
Cash and cash equivalents	283,719	210,523	-	-	-	494,242
	629,889	299,540	37,843	32,772	1,371	1,001,415
Interest-bearing borrowings*	-	-	1,958	-	-	1,958
Trade and other payables	141,702	83,859	15	-	-	225,576
	141,702	83,859	1,973	-	-	227,534
Maturity gap	488,187	215,681	35,870	32,772	1,371	773,881

* include interest payable of HRK 248 thousand

2011	Up to 1	1 - 3	3 - 12 months	1 - 5 years	Over 5	Total
	month	months				
	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000
Loans and receivables	-	-	405	43,318	1,449	45,172
Trade and other receivables	160,070	169,194	43,998	-	-	373,262
Current financial assets	54,769	-	-	13,480	-	68,249
Cash and cash equivalents	56,862	468,356	-	-	-	525,218
	271,701	637,550	44,403	56,798	1,449	1,011,901
Interest-bearing borrowings*	-	-	2,209	1,516	-	3,725
Trade and other payables	115,603	23,403	-	-	-	139,006
	115,603	23,403	2,209	1,516	-	142,731
Maturity gap	156,098	614,147	42,194	55,282	1,449	869,170

* include interest payable of HRK 243 thousand

Notes to the financial statements (continued)

30 Financial risk management (continued)

(f) Fair value estimation

The fair value of financial assets at fair value through profit or loss is estimated by reference to their quoted market price at the balance sheet date. The Company's principal financial instruments not carried at fair value are cash and cash equivalents, trade receivables, other receivables, non-current loans and receivables, trade and other payables and interest-bearing borrowings. The fair values of financial instruments together with carrying as amounts shown in the balance sheet are as follows:

	Carrying		Unrecognised	Carrying		Unrecognised
	amount	Fair value	gain/(loss)	amount	Fair value	gain/(loss)
	2012	2012	2012	2011	2011	2011
	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000	HRK '000
Loans and receivables	30,413	30,045	(368)	45,172	45,152	(20)
Trade and other receivables	331,395	331,165	(230)	373,262	373,208	(54)
Financial assets at fair value through profit or loss	145,365	145,365	-	68,249	68,249	-
Cash and cash equivalents	494,242	494,242	-	525,218	525,218	-
Interest-bearing borrowings	(1,710)	(1,652)	58	(3,482)	(3,420)	62
Trade and other payables	<u>(225,576)</u>	<u>(225,576)</u>	<u>-</u>	<u>(139,006)</u>	<u>(139,006)</u>	<u>-</u>
	<u>774,129</u>	<u>773,589</u>	<u>(540)</u>	<u>869,413</u>	<u>869,401</u>	<u>(12)</u>

The fair value of loans and receivables and the fair value of interest-bearing borrowings are calculated based on the Management's best estimate of discounted expected future principal and interest cash flows, using the market-related rate for a similar instrument at the balance sheet date as a discount rate. Fair values and carrying amounts are not significantly different as the loans and receivables were granted at market rates, which were not substantially different from market rates at the end of 2011. Current financial assets are stated at fair value that is based on quoted prices at the balance sheet date without any deduction for transaction costs.

The carrying amount of cash and cash equivalents and of bank deposits to reflect fair value due to the short-term maturity of these financial instruments. Similarly, the amortised cost carrying amounts of trade receivables and payables with remaining life of less than one year and which are all subject to normal trade credit terms reflect fair values. The following interest rates were used for determining fair values, which are based on available market rates for similar financial instruments:

	2012	2011
Loans and receivables	6.98%	6.28%
Interest-bearing borrowings	6.87%	6.06%

Notes to the financial statements (continued)

31 Contingent liabilities

In December 1999 the Company received notification of a lawsuit brought against it by a number of small shareholders. According to this lawsuit, the Zagreb Commercial Court was required to declare certain decisions of the General Assembly, held on 18 June 1998, null and void. The Company has submitted its response to the Court. In January 2004 the Zagreb Commercial Court published the first instance judgement in which the plaintiffs' requests have been refused. On 2 March 2004 the plaintiffs appealed and the Appeal Court (Croatian High Commercial Court) has still not made a decision on the appeal. The Company's Management Board is of the opinion that no material liabilities for the Company will result from this lawsuit. No developments have occurred since 2005 to the date of these statements.