MOTODYNAMICS S.A.

ANNUAL FINANCIAL REPORT
OF THE COMPANY & THE GROUP
FOR THE YEAR FROM 1 JANUARY TO 31 DECEMBER 2019
BASED ON ARTICLE 4 OF LAW 3556/2007

Société Anonyme
EMPORIKI EISAGOGIKI AFTOKINITON DITROHON kai MIHANON THALASSIS S.A.
under distinctive title "MOTODYNAMICS S.A."
General Commercial Register No. 122090707000
Aspropyrgos, Kyrillos location – 19300

ANNUAL FINANCIAL REPORT CONTENTS

Page

DIRECTORS' STATEMENTS *1*
ANNUAL REPORT *2*
OF THE BOARD OF DIRECTORS FOR THE YEAR 1/1—31/12/2019 ..... *2*
*A*UDIT REPORT OF INDEPENDENT CHARTERED AUDITOR ACCOUNTANT 19
ANNUAL COMPANY & CONSOLIDATED FINANCIAL STATEMENTS 25
NOTES ON THE ANNUAL FINANCIAL STATEMENTS *24*
TABLE OF REFERENCES TO THE INFORMATION OF ARTICLE 10 OF LAW 3401/2005 ..... *57*
AVAILABILITY OF FINANCIAL STATEMENTS *58*

DIRECTORS' STATEMENTS
(pursuant to Article 4(2)(c) of Law 3556/2007)

The undersigned below, Messrs:

1. Paris Kyriakopoulos, Chairman of the Board of Directors
2. Sotirios Hatzikos, Chief Executive Officer, and
3. Nikolaos Sokratis Labroukos, member of the Board of Directors, especially nominated for this purpose by the Board of Directors during today's meeting (20.03.2020)

STATE THAT

To the best of our knowledge:

1. The attached annual financial statements of the Company and the Group MOTODYNAMICS S.A. for the period 1/1/2019 and 31/12/2019, drawn up in accordance with the applicable International Financial Reporting Standards, as endorsed by the European Union, provide the true picture of the assets and liabilities, the net equity and the results of the Company, as well as of the companies included in the consolidation taken overall, pursuant to the provisions of Article 4 of Law 3556/2007.
2. The Board of Directors' annual report provides a true picture of the development, performance and position of the Company and of the companies included in the consolidation overall, including descriptions of the main risks and uncertainties they are confronted with.

Aspropyrgos, 20 March 2020

Kyriakopoulos Paris	Hatzikos Sotirios	Labroukos Nikolaos-Sokratis
BoD Chairman	Chief Executive Officer	BoD Member

ANNUAL REPORT
OF THE BOARD OF DIRECTORS FOR THE YEAR 1/1—31/12/2019

Dear Shareholders,
The Board of Directors' annual report regards the financial year 2019 (1 January to 31 December 2019) and has been drawn up in accordance with the relevant provisions of C.L 2190/1920, as replaced, from 01-01-2019, by Articles 150-154 of Law 4548/2018, of Law 3556/2007 (Government Gazette, Series I, No 91/30.4/2007) and the implementing decisions of the Capital Market Committee's and in particular the Decision under no. 7/448/11-10-2007 of the Board of Directors of the Capital Market Committee.

This report includes all significant individual thematic sections that are required, pursuant to the aforementioned legislative framework, and provides a true picture of all information required by the law, in order to provide substantial and well-documented information about activity during the period in question and the overall progress of "MOTODYNAMICS S.A." (hereinafter referred to as the Company) and the Group, in which the following companies are consolidated:

1. MOTODIKTYO S.A. having its registered office in Greece and a participating interest of 100%
2. MOTODYNAMICS SRL having its registered office in Romania and a participating interest of 100%
3. MOTODYNAMICS LTD having its registered office in Bulgaria and a participating interest of 100%
4. LION RENTAL S.A. having its registered office in Greece and a participating interest of 80.5%

The Report is included in its entirety, together with the Company and Group financial statements and other data and declarations of the Annual Financial Report as required by law, pertaining to the fiscal year 2019.

1) Overall course of the Company and the Group during 2019

2019 was the first year that Lion Rental S.A. (exclusive franchisee of Sixt GmbH for Greece) fully operated within the Group.

In the interests of easier and, in the opinion of the Management, more accurate comparison with the Group's figures for 2018, the following tables present the main income statement and 2019 balance sheet accounts separately, both before and after the consolidation of Lion Rental's results.

Income Statement:

		Group		**Lion Rental SA**		**Group - excl. Lion Rental**	
		01.01-31.12.2019	**01.01-31.12.2018**	**01.01-31.12.2019**	**01.12-31.12.2018**	**01.01-31.12.2019**	**01.01-31.12.2018**
Turnover		**94.388.869**	**60.462.515**	**30.987.414**	**2.318.631**	**63.401.455**	**58.143.884**
Gross Profit		21.510.295	10.922.836	9.046.915	-763.798	12.463.380	11.686.634
	% on the sales	*22,8%*	*18,1%*	*29,2%*	*-32,9%*	*19,7%*	*20,1%*
Earnings Before Interest, Taxes, Depreciation		11.022.517	1.932.241	6.445.096	-1.067.852	4.577.421	3.000.092
	% on the sales	*11,7%*	*3,2%*	*20,8%*	*-46,1%*	*7,2%*	*5,2%*
Operating profit / Losses		3.580.217	746.677	953.606	-1.222.652	2.626.611	1.969.330
	% on the sales	*3,8%*	*1,2%*	*3,1%*	*-52,7%*	*4,1%*	*3,4%*
Net financial expenses		*-1.832.273*	*-561.081*				
Profit before tax		**1.747.944**	**185.597**				
Profit after tax		**1.243.908**	**-35.484**				

	COMPANY	
	01.01-31.12.2019	**01.01-31.12.2018**
Turnover	**60.214.357**	**54.697.028**
Gross Profit	10.347.112	9.699.255
% on the sales	*17,2%*	*17,7%*
Earnings Before Interest, Taxes, Depreciation	4.253.095	2.593.796
% on the sales	*7,1%*	*4,7%*
Operating profits	2.778.393	1.723.024
% on the sales	*4,6%*	*3,2%*
Net financial expenses	*-855.642*	*-470.355*
Profit/Loss before taxes	**1.922.751**	**1.252.668**
Profit after tax	**1.286.448**	**899.526**

Turnover:

Following the consolidation of Lion Rental in 2019, the Group's gross profit stood at € 94,4 million, with an increase of 56,1% compared to 2018. For the Group (excluding Lion Rental), turnover stood at € 63,4 million in 2019, compared to € 58,1 million in 2018, an increase of 9%. The parent company's turnover for the same period increased by 10.1% and amounted to € 60,2 million, compared to € 54,7 million in 2018.

Gross profit:

Following the consolidation of Lion Rental, the Group's gross profit stood at € 21,5 million, with an increase of 96,9% compared to 2018. For the Group (excluding Lion Rental), gross profit amounted to € 12,5 million in 2019, compared to € 11,7 million in 2018, showing an increase of 6,6%, while the percentage rate on sales also improved. Accordingly, the parent company's gross profit in 2019 amounted to € 10,3 million, compared to € 9,7 million in 2018, showing an increase of 6,7%, with a slight decrease in the percentage rate on sales.

Earnings Before Interest, Taxes, Depreciation and Amortisation (EBITDA)

	GROUP					
	31 December 2019			**31 December 2018**		
	GROUP	**Lion Rental SA**	**EXCL. LION RENTAL**	**GROUP**	**Lion Rental SA**	**EXCL. LION RENTAL**
Profit after tax	1.243.908	290.139	953.769	-35.484	-1.052.194	1.016.710
Taxes	-504.036	177.326	-681.362	-221.081	221.653	-442.734
Interest	-1.832.273	-840.794	-991.480	-561.081	-51.195	-509.885
Depreciation	-7.442.300	-5.491.490	-1.950.811	-1.185.563	-154.801	-1.030.763
Earnings Before Interest, Taxes, Depreciation and Amortisation (EBITDA)	**11.022.517**	**6.445.096**	**4.577.421**	**1.932.241**	**-1.067.852**	**3.000.092**
% on sales	*11,7%*	*20,8%*	*7,2%*	*3,2%*	*-46,1%*	*5,2%*

	COMPANY	
	31 December 2019	**31 December 2018**
Profit after tax	1.286.448	899.526
Taxes	-636.302	-353.142
Interest	-855.642	-470.355
Depreciation	-1.474.702	-870.773
Earnings Before Interest, Taxes, Depreciation and Amortisation (EBITDA)	**4.253.095**	**2.593.796**
% on sales	*7,1%*	*4,7%*

With the consolidation of Lyon Rentals, the Group's pre-tax profits, interest and depreciation stood at € 11 million, an increase of 470,5% compared to 2018. For the Group (excluding Lion Rental), EBITDA amounted to € 4.6 million in 2019, compared to € 3 million in 2018, an increase of 52,6%, while their percentage rate on sales also improved. Accordingly, the parent company's EBITDA in 2019 amounted to € 4,3 million, compared to € 2,6 million in 2018, increasing by 64%, and also recording an improvement in the percentage rate on sales.

The Group and the company have adopted IFRS 16 'Leases' as of January 1, 2019. The comparable EBITDA for 2019 without the effect of IFRS 16 on the Group is € 9,6 million, on the Group (excluding Lyon Rentals) is € 3,7 million and € 3,6 million respectively.

Operating profits

With the consolidation of Lyon Rentals, the Group's operating results stood at € 3,58 million, an increase of 379,5% compared to 2018. For the Group (excluding Lion Rental), operating profits amounted to € 2,63 million in 2019, compared to € 1,97 million in 2018, increasing by 33,4%, while the percentage rate on sales was also improved. Accordingly, the parent company's operating profits in 2019 amounted to € 2,78 million, compared to € 1,72 million in 2018, an increase of 61,3%, and here also showed improvement of the percentage rate on sales.

The comparable operating profits for 2019, without taking into account the impact of adoption of IFRS 16 on the Group is € 3,43 million, on the Group (excluding Lyon Rentals) are € 2,50 million and € 2,68 million respectively.

Net financial expenses

Following consolidation of Lion Rental, the Group's operating results amounted to € 1,83 thousand compared to € 0,56 million in 2018. The comparable net financial expenses of the Group in 2019, not taking into account the adoption of IFRS16 are € 1,53 million.

Net profit before tax and after tax:

With the consolidation of Lion Rental, the pre-tax profits stood at € 1,75 million, compared to € 0,19 million in 2018, while the profits after tax of the Group amounted to € 1,24 million compared to € 35 thousand in 2018. The comparable profits before and after taxes of the Group in 2019 not taking into account the adoption of IFRS16 are € 1,92 million and € 1,42 million, respectively.

The profits before tax of the parent company in 2019 stood at € 1,92 million compared to € 1,25 million in 2018, an increase of 53,5%, while the profits after tax of the parent company in 2019 stood at € 1,29 million compared to € 900 thousand in 2018, an increase of 43%. The comparable profits before and after taxes of the company in 2019 not taking into account the adoption of IFRS16 are € 1,99 million and € 1,36 million, respectively.

Long-term assets:

	Group		Lion Rental SA		Group - excl. Lion Rental	
	31-Dec-19	**31 December 2018**	**31-Dec-19**	**31 December 2018**	**31-Dec-19**	**31 December 2018**
Intangible Assets	34.716.594	15.965.733	29.133.153	10.808.686	5.583.441	5.157.047
Intangible assets	530.453	582.448	85.057	31.493	445.395	550.956
Right-of-use assets (IFRS 16)	4.499.074		791.644		3.707.430	
Deferred tax assets	6.238.933	6.194.758	5.151.957	4.962.685	1.086.976	1.232.073
Other long-term assets	2.268.211	2.260.338	1.303.595	1.181.058	964.615	1.079.280
	48.253.264	**25.003.277**	**36.465.406**	**16.983.921**	**11.787.858**	**8.019.356**
Goodwill	2.766.409	2.544.251				
Total long-term assets	**51.019.673**	**27.547.528**	**36.465.406**	**16.983.921**	**11.787.858**	**8.019.356**

In 2019, with the consolidation of Lion Rental and excluding the impact of IFRS16 (€ 4,5 million), the long-term assets of the Group increased significantly mainly due to the acquired vehicle fleet. The Group's long-term assets (excluding Lion Rentals) and excluding the impact of IFRS16 (€ 3,7 million) were at the same level in 2018.

Working capital (excluding net borrowings):

	Group		Lion Rental SA		Group - excl. Lion Rental	
	31-Dec-19	**31 December 2018**	**31-Dec-19**	**31 December 2018**	**31-Dec-19**	**31 December 2018**
Inventories	12.533.289	11.360.957			12.533.289	11.360.957
Trade accounts receivable	7.968.579	8.103.486	4.789.777	5.136.372	3.178.802	2.967.114
Other receivables	3.140.921	4.518.595	2.233.027	3.912.350	907.894	606.245
	23.642.790	**23.983.038**	**7.022.804**	**9.048.722**	**16.619.986**	**14.934.316**
Trade payables	16.197.878	12.296.344	8.052.556	6.490.301	8.145.321	5.806.044
Other short-term payables	3.936.352	3.448.711	671.797	1.192.512	3.264.554	2.256.199
	20.134.229	**15.745.055**	**8.724.354**	**7.682.812**	**11.409.876**	**8.062.243**
Working capital	**3.508.560**	**8.237.984**	**-1.701.550**	**1.365.910**	**5.210.110**	**6.872.073**
% on the sales	*3,7%*	*13,6%*	*n/a*	*n/a*	*8,2%*	*11,8%*

In 2019, the Group's working capital (excluding net borrowings) was improved both as an absolute amount and as a percentage rate of the sales, confirming management's focus on creating cash flows. Lion Rental's working capital was negative, standing at € 1,7 million, mainly due to an increase in its commercial liabilities as part of the 2019 car fleet renewal.

Net borrowing:

	Group		Lion Rental SA		Group - excl. Lion Rental	
	31-Dec-19	**31 December 2018**	**31-Dec-19**	**31 December 2018**	**31-Dec-19**	**31 December 2018**
Long-term loans	19.420.789	18.000.000	19.420.789	18.000.000	-	-
Short-term loans	3.720.392	5.562.488	500.000		3.220.392	5.562.488
Cash and cash equivalents	-1.258.695	-15.144.739	-696.684	-14.867.980	-562.011	-276.760
	21.882.486	**8.417.749**	**19.224.105**	**3.132.021**	**2.658.381**	**5.285.728**
Borrowing for participation in Lion Rental	5.000.000	15.000.000				
Net borrowing	**26.882.486**	**23.417.749**	**19.224.105**	**3.132.021**	**2.658.381**	**5.285.728**
% on the capital employed	*55,3%*	*68,0%*	*57,7%*	*17,8%*	*21,2%*	*36,9%*

For the purposes of calculating net borrowing, only bank lending without the impact of IFRS 16 has been taken into account. With the consolidation of Lion Rental, the net borrowings of the Group stood at € 26,9 million the biggest part of which is due to the acquisition of vehicle fleet for Lion Rental. In the contrary, profitability and reduction in working capital resulted in a decrease in net borrowing for the Group (excluding Lion Rental) to € 2,7 million.

It should also be noted that in the first half of 2019, the share capital increase of the parent company amounted to € 9,8 million, as a result of the Company's Emergency General Meeting decision of 19 December 2018. The funds raised were used to reduce a portion of the short-term loans taken out to fund participation in Lion Rental.

Capital employed:

	Group		Lion Rental SA		Group - excl. Lion Rental SA	
	31-Dec-19	**31 December 2018**	**31-Dec-19**	**31 December 2018**	**31-Dec-19**	**31 December 2018**
Net borrowing	26.882.486	23.417.749	19.224.105	3.132.021	2.658.381	5.285.728
Equity	21.706.358	11.009.329	14.067.876	14.430.788	9.872.073	9.034.290
Total capital employed	**48.588.844**	**34.427.077**	**33.291.981**	**17.562.808**	**12.530.454**	**14.320.018**
*Return on equity (before tax)**	*8,1%*	*1,7%*	*0,0%*	*0,0%*	*0,0%*	*0,0%*
*Return on capital employed (before tax)**	*7,4%*	*2,2%*	*2,9%*	*-7,0%*	*21,0%*	*13,8%*

* Return on equity (before tax): profit before tax/equity
Return on capital employed (before tax): Operating profit/total capital employed

In 2019, the Group recorded a considerable increase both in the return on equity and in the total capital employed.

2) Report on significant events taking place during the fiscal year, as well as after its end up to the date of preparation hereof

On 24 May 2019, the Ordinary General Meeting of Shareholders of the company convened and approved the annual Financial Statements of the Company and the Group for the fiscal year 1 January - 31 December 2018, the Board of Directors' Management Report, the Statutory Auditor's Audit Report, the discharge of members of the Board of Directors and the auditors, the election of new auditors for the fiscal year 1 January - 31 December 2019, amendment of the company's Articles of Association in order to harmonise them with the new provisions of Law 4548/2018, approving the remuneration policy for the members of the Board of Directors in accordance with Articles 110 - 111 of Law 4548/2018, granting a license in accordance with Article 98 paragraph 1 of Law 4548/2018 and the granting of approval to the Board of Directors and/or directors of the company to participate in administrative meetings and/or the management of other companies, the non-distribution of dividends, approval for payment of fees to the members of the Board of Directors (pursuant to Article 24 paragraph 2 of L.2190/20) and the issue of new Bonded loans.

On 27 May 2019, the share capital increase of the company in the amount of € 9,8 million was completed, as a result of the company's Emergency General Meeting decision of 19 December 2018. The funds raised were used to reduce short-term loans taken out to fund participation in Lion Rental.

On 31 December 2019, the World Health Organisation (WHO) was informed on the identification of limited pneumonia cases, of unknown cause, in Wuhan, Hubei. In 7 January 2020, the Chinese authorities identified the cause as a new type of coronavirus (COVID-19). The first cases of COVID-19 were confirmed in Hong Kong on 23 January 2020. From 31 December 2019, the development and spread of COVID-19 has led to the emergence of many related events. In March 2020, WHO declared COVID-19 a pandemic.

As a responsible social partner and enterprise, Motodynamics expresses its concern for the situation, the rapid spread of the virus and its impact on economy and the wider society. In this current stage, however, our key priority is the safety of our employees.

In line with all the protocols of WHO and other competent authorities, it has already carried out and applied a plan to ensure its business continuity. It has established and it maintains clear internal and external protocols for regular as well as urgent communication with employees and other key stakeholders. No business trips take place, while most employees work from home and are fully interconnected and productive using remote work systems (telework). Furthermore, it has urged its staff members to inform the company if they feel unwell and report any potential infection or exposure to the virus or any concerns regarding other people with whom they may have been in contact in the workplace.

3) Expected course of the Group

During the first two months of 2020, the Group presented an increased improvement, compared to the respective period in 2019, in all its operations and numbers. But already from March this trend has been reversed due to the COVID-19 pandemic. This negative trend is expected to be continued for the next months. The total impact on the company's number shall depend on the extent of the spread and the duration of the pandemic, but also on the general economic situation created due to it.

4) Statement of corporate governance

Introduction

'Corporate Governance' is the regulatory framework that describes the manner in which companies are managed and controlled. In Greece in particular, the framework of corporate governance has been developed primarily through the adoption of mandatory rules such as Law 3016/2002, which requires the participation of non-executive and independent executive directors in the Boards of Directors of Greek companies whose shares are traded on a regulated market, as well as the establishment and operation of an internal audit unit and the adoption of an internal operating regulation. In addition, other more recent pieces of legislation have transposed EU company law directives into Greek law or applied European regulations, establishing new rules of corporate governance, such as Law 4449/2017 imposing, inter alia, the establishment and operation of a monitoring committee. Finally, the law on societe anonyme (former C.L. 2190/1920 from 01.01.2019 L. 4548/2018) including the key rules of corporate governance for societes anonymes.

The company has established and maintains high standards of corporate governance, in compliance with the requirements and provisions of the above legislative documents, to ensure transparency in financial management and operation, increase its reliability and business prestige and ultimately increase the value of its shares. At its meeting of 23/03/2011, the Board of Directors of MOTODYNAMICS SA approved the company's Code of Corporate Governance, which has been posted on the company's website www.motodynamics.gr since the date of its approval.

The Company hereby confirms that it applies strictly and faithfully the provisions of Greek law (Law 4548/2018, Law 3016/2002 and Law 4449/2017) which form the minimum requirements to be met by any corporate governance code applied by a Company the shares of which are traded on a regulated market.
As regards these additional practices and principles, there currently exist certain deviations (including non-application), which are summarised and the reasons justifying them are explained below.

A) The Board of Directors and its function

In compliance with the relevant legislation, Laws 3016/2002 and 4449/2017, the Board of Directors consists of seven (7) members: three (3) executive members, one (1) non-executive member and three (3) independent non-executive members. The Board members are elected by the General Meeting of shareholders for a three-year term of office which may be extended until the end of the period within which the immediately following Annual General Meeting must meet. The current Board of Directors was elected by the ordinary General Meeting of Shareholders of 24/05/2018 on expiry of the term of office of the previous Board. The term of office of the above elected Board of Directors was set at three years, but this may be extended automatically until the convening of the immediately following Ordinary General Meeting (after expiry of the three-year term).

The executive members are the Chairman and the Vice-Chairman of the Board of Directors and the Company's CEO.

The non-executive directors form the majority of the Board and are responsible for overseeing corporate activities. They are selected from among professionally acclaimed individuals in business and academic circles, with domestic and international experience, based on criteria of level of education and reputation. Accordingly, these members are presumed to be able to express unbiased and objective views on corporate affairs. There is no committee to nominate to the Board of Directors, since such a committee is currently not considered to be necessary, given the structure and operation of the company.

The Board of Directors meets at least six times per year, based on a timetable which is communicated to members at the beginning of the year. The role of secretary, who is responsible for keeping an accurate record of Board of Directors meetings, is undertaken by the current legal advisor of the company.

Information about the members of the Board:

<u>Paris Kyriakopoulos - Chairman of the Board of Directors</u>

He has B.A. degrees Cum Laude in Philosophy, Politics, Economics (PPE) from the University of Pennsylvania in Philadelphia, PA, USA and MBA with High Distinction in Business Management from the Harvard Business School in Cambridge, MA, USA. Between 2010 and 2015, he served as the General Manager of the FiberLean, Filtration & Performance Additives sector of IMERYS S.A., established in Paris. Since 2016 he has been serving as the CEO of the company FiberLean Technologies Ltd., with registered office in St. Austell, Cornwall, UK. Between 2005 and 2008 he was a business consultant with the Boston consulting Group in Vienna, Austria. He is a member of the BoD of the ALBA association since 2013.

<u>Ioannis Tavoularis, Vice-chairman, executive member of the Board of Directors</u>

He holds a Master in Political Sciences from Boston University. He also holds a BS in Economics from Bentley University. He is Member of the BoD of NEORION HOLDINGS S.A., Member of the Board of MOTODYNAMICS SA since 2007, Member of the SOCIAL AFFAIRS COMMITTEE (SAC) (EU) since 2005, and Member of the AEROSPACE & DEFENSE INDUSTRIES ASSOCIATION OF €OPE (ASD) since 2005. He has also served as Member of the Board of Hellenic Federation of Enterprises (SEV) between 2002 and 2008 (Treasurer from 2006 to 2008), and a Member of the Board of the EC PROFESSIONAL CHAMBER OF THE ENTERPRISE POLICY GROUP from 2003 to 2007.

Sotirios Hatzikos, CEO

He is the CEO of MOTODYNAMICS SA since January 2008. From 1994 to 2007 he worked in S&B INDUSTRIAL MINERALS SA (formerly Silver & Baryte Ores Mining Co. SA) where he was lately Chief Financial Officer of the Group. He has previously worked in England for the multinational group of industrial gases AIR PRODUCTS PLC as Manager, European Treasury Operations. He has also taught "Mergers & Acquisitions" in the Professional MBA of the Athens Laboratory of Business Administration (ALBA) for many years. He graduated from the Aristotle University of Thessaloniki with honors in Economics and Business Administration. He holds a Master of Business Administration (MBA) from the Manchester Business School.

Lefkothea Varangi, Independent non-executive member of the Board of Directors

She studied agricultural economics in England. She worked for VARANGIS AVEPE in the retail department and was responsible for the After Sales Service. For two years she was a member of the BoD. In 1985 she jumped into the apparel industry and established ENDYMATOPITIKI SA, a company that designed, manufactured and sold in retail THE BOSTONIANS brand. She has also served as member of the Board of SPORTSMAN, which took over the distribution of THE BOSTONIANS in Greece, and remained in the retail management for other brands of the company as well. She continued in NOTOS COM HOLDINGS developing the store network of branded collections that the Group represents in Romania, Skopje and Kosovo. Meanwhile, she was responsible for stores in Greece, especially those that operate within shopping centers. She is currently working for the creation of branded agricultural quality products and their distribution network.

Nikolaos-Sokratis Labroukos, Independent non-executive member of the Board of Directors

Nikolaos - Sokratis Labroukos is a Licensed Mechanical Engineer - Production Engineer (NTUA), and holder of a Masters in Business Administration (Manchester Business School), a doctorate (PhD) and postdoctoral diploma (London Business School).
He is a founding member, shareholder and chairman of BPM SA business consultants, a member of the Board of Quest Holdings SA, a Venture Partner in Odyssey Venture Partner Fund, and a founding member of startups, real estate development and educational service companies. He has served as Executive Director of the INTRACOM Holdings Group, CEO of INTRACOM IT Services Group, Chairman of Attica Telecommunications, INTRACOM IT Services Denmark, INTRACOM Jordan, Encode SA, and an executive member of the Boards of INTRACOM Telecom, Hellas on Line, Intrakat, etc. He has been Research Fellow at the London Business School, has taught at the Athens University of Economics and has published papers in international scientific journals. He is a member of the Board of Directors of the Foundation for Economic & Industrial Research and has been a member of the General Council of the Hellenic Federation of Enterprises and the Board of the Hellenic Association of Management Consulting Firms.

Christos Avramidis - Non Executive Member of the BoD

He has a PhD in Finance from the University of Reading (1995). He has a Master's in Business Economics, from the University of Reading (1990) and is a graduate of Deree College, with distinction in Economics (1989). He worked in Sigma Chrimatistiriaki from 1998-2000 as macroeconomic analysis manager and at ABN AMRO from 2000 to 2001, as finance analysis and investment strategy manager for Greece and the Balkans. From 2001 to 2012, he worked in the PROTON Bank Group, as Analysis Manager, Strategic Planner and Investment Relations Manager and Vice-chairman of the BoD and General Manager of PROTON Asset Management S.A. He has also served as Vice-Chairman of the BoD of Omega S.A. listed in ATHEX. Since March 2012 he has been working as a Consultant in ORYMIL S.A.

Theodoros Akiskalos - Independent Non-Executive Member of the BoD

Since 2010, he has worked for the multinational brewery group Carlsberg, where he is the CEO of Carlsberg Sverige since 2016. This is the largest company that produces/promotes beer products, soft drinks and bottled water in Sweden, headquartered in Stockholm. He was the CEO of the Company for the markets of Hongkong, Taiwan, and Macau, headquartered in Hong Kong, and Head of Strategic Planning of the Group based in Copenhagen. From 2004 to 2010, he worked at McKinsey & Company based in Boston and, over the last 2 years, he was an Associate Principal focused on the sectors of consumer products and private equity. He has also worked as a mechanical engineer at General Electric Aircraft Engines and Power Systems in the US. He holds a Bachelor's and a Master's degrees from the Department of Mechanical Engineering of Georgia Tech and MIT, respectively with distinctions, as well as an Executive MBA from INSEAD.

To ensure more efficient operation of the Board of Directors, but without affecting its consistency, the following Supervisory Committees have been set up and are in operation, which report to the Board of Directors as a collective body.

1. Control or Audit Committee:

It supports the work of the Board in fulfilling its supervisory responsibilities:

- Reviewing the financial statements (annual and interim) prior to final approval by the Board.
- Ensuring compliance of the company with current legislation.
- Monitoring and evaluating internal and external audits of the company to ensure the quality and independence of the audit work.

By virtue of Law 4449/2017, Article 44, para. 1 thereof provides for the establishment and maintenance of an Audit Committee for any "public interest entity", i.e. for any organization governed by the law of a Member State and has listed its transferable securities on a regulated market of any Member State.
The Company's Audit Committee consists of 3 to 5 members.
In compliance with Law 4449/2017, Article 44, para. 1) the Committee comprises at least two non-executive members and one independent non-executive member of the BoD.
The members of the Audit Committee must be appointed by the General Meeting (under Law 4449/2017).
The Committee meets at least four (4) times a year, on issue and before publication of the annual, bi-annual and quarterly financial statements. It may also meet on an extraordinary basis whenever the circumstances so require. The Committee meets at the invitation of its Chairman. An agenda is prepared for the meetings, which contains the necessary information so that the Committee members are prepared and informed. Members are required to attend all meetings. Participation by proxy is not permitted. Decisions are made by an absolute majority of attending

members. In case of a tie, the Chairman has the casting vote. Members of the Management, internal or external audit executives of the company or any other executives, as the Committee may consider appropriate, may be invited to and attend Committee meetings without the right to vote. The Chairman of the Committee communicates the minutes of the meetings to the Board. The members of the Audit Committee have knowledge and experience in finance, accounting or auditing and are also familiar with the business objectives of the Group. The Audit Committee has the same term of office as the Board of Directors, and may be entitled to special fees. The amount of such fees is determined by decisions of the General Meeting and the Board of Directors of the Company.

The main responsibilities of the committee are to:

- Monitor the financial reporting procedure (competence under Law 4449/2017).
- Monitor the implementation of the recommendations and suggestions of the internal and external auditors by the executive management;
- Follow up the statutory audit of the annual and consolidated financial statements (competence under Law 4449/2017).
- Review the accuracy, reliability and completeness of the annual and interim (semi-annual and quarterly) financial statements provided by the decisions of the HCMC and the applicable legislation, and propose their publication;
- Evaluate external auditors, ensure their independence, qualifications and audit quality, make relevant recommendations to the Board of Directors on continuation or termination of the company's cooperation with them;
- Monitor the effective operation of internal audit and risk management system (competence under Law 4449/2017).
- Evaluate the internal audit, obtain views of the executive management and the external auditors on the effectiveness of internal audit;
- Consider the findings of internal audit and report to the Board of Directors in accordance with Law 3016/2002.
- Examine any findings of any audit performed by national regulatory authorities;
- Ensure rotation of external auditors in accordance with the requirements of applicable laws;
- Ensure smooth operation of the company's internal audit, oversee operations, provide guidance, ensure that the internal audit program covers the main areas of business risks; Ensure coordination of internal audit with the external auditors;
- Update (regularly) the BoD on its activities;
- Review and identify any deficiencies in the audit systems and the related methodology of the company and the group, based on the findings of the internal audit Report;
- Review the Company's compliance with its legal obligations and the strict application of the principles and procedures of the Group's Corporate Governance system, and make recommendations to the BoD for any required modification;
- Review the company's policies and practices, identify, assess and manage risks; Inform the Management;
- Make proposals for the selection of external auditors, the determination of their fees and their discharge;
- Review and monitor issues related to the existence and maintenance of objectivity and independence of the statutory auditor or audit firm (competence under Law 4449/2017).

2. Remuneration Committee:

The object of this committee is to make proposals to the BoD on the remuneration system for retaining and attracting appropriate company staff. The committee consists of 3 to 5 executive, non-executive or independent non-executive members. It meets regularly once per year and on an extraordinary basis whenever the circumstances so require. It meets upon notice of its Chairman and the agenda is prepared, containing the necessary information so that its members are prepared and informed. Members are required to attend all meetings and may not participate by proxy. Decisions are made by an absolute majority of attending members, while in case of a tie, the Chairman has the casting vote.
The Chairman of the BoD, the CEO and other company executives, as the committee may consider appropriate, may be invited to and attend Committee meetings without the right to vote. The Chairman of the Committee communicates the minutes of the meetings to the Board. The committee has the same term of office as the Board of Directors.
Key competences and obligations:

- Make proposals to the Board of Directors about the remunerations of senior executives.
- Make proposals to the Board of Directors about the general remuneration policy in relation to the Group's staff.

The CEO, whose role is very specific, exercises the powers conferred by the Company's Board of Directors.
The CEO reports to the Board of Directors and he also serves as the General Manager.
The Directors, the individual Divisions and the Departments reporting to the Company's CEO - General Director are:

- Yamaha Division Manager
- Porsche Division Manager
- Retail Division & International Operations Manager
- CFO
- HR Manager
- IT Manager

B) The role of the CEO is described below:

The CEO reports to the Company's Board of Directors. He determines the Group's business and operational strategy and proposes it to the Board of Directors. He is responsible for the overall supervision and direction of the Group's activities and operations, and ensures the effective development and management of available financial and human resources. At the same time, he handles the Group's relations with shareholders, investors, partners and government agencies, ensuring the protection of the Group's interests and the improvement of its prestige.
The main responsibilities of the CEO can be summarised as follows:

- He designs and implements the long-term strategy of "MOTODYNAMICS" Company and Group to achieve the core mission, the interests of shareholders and to ensure profitable growth of the Group in the domestic and European markets;

- He presents the financial results to the Board of Directors; He presents new business opportunities to the competent bodies in order to achieve the Company's penetration into new markets and ensure the Group's profitable growth;
- He sees to the achievement of the Company's annual goals by directing its divisions, ensuring their effective and efficient operation and that their individual goals are in line with those of the "MOTODYNAMICS" Group;
- He assesses the Group's overall effectiveness, reviews the Effectiveness-Efficiency ratio of existing functions, he is responsible for reviewing and processing Organisational and Operational matters;
- He develops and manages relationships with stakeholders (suppliers, customers, partners - dealers, etc.) in order to promote the interests of the Group;
- He ensures the orderly operation of the Company, as well as the adherence to all policies and internal regulations of the "MOTODYNAMICS" Group;
- He assesses and evaluates the effectiveness of the Company's managers based on the strategic goals and results of the Company as a whole and of each unit in particular.

Directors' duties and behaviour:

a. Directors and any third person to whom the BoD has delegated any of its responsibilities, as well as the Managers, may not pursue own interests which contradict the interests of the Company.

b. Directors and any other third person to whom the BoD has delegated any of its responsibilities, as well as the managers must promptly disclose to the other Directors their own interests, as these may arise from Company transactions, which fall within their duties and any other conflict of interests with those of the Company or affiliated companies within the meaning of Article 32 of Law 4308/2014, arising during the performance of their tasks.

c. Directors, by means of a written notice to the Chairman, or by way of declaration to be recorded in the minutes of the Board of Directors meeting, must report to the Board of Directors all kinds of conflicts of interest with the interests of other companies, including the interests of the Group of companies to which it belongs, as well as the interests that may arise from significant Company transactions of which they are aware. Directors must notify the BoD of their intentions to conduct significant transactions and financial activities related to the Company, as well as to major customers or suppliers.

d. The Chairman of the BoD will be responsible for any further arrangements which may include abstention from the discussion and abstention from any voting procedure.

There is no requirement for regular meetings between the Chairman of the BoD and non-executive directors without the presence of executive directors in order to discuss the performance and remunerations of the latter, as all issues are discussed in the presence of all members.

No provisions have been made for the existence of introductory programs for new BoD members or the ongoing professional education and training for other members, considering that the persons proposed for election have sufficient experience and proven organisational and administrative skills.

C) Internal Audit and Risk Management System

The Board of Directors (the "Board") places particular emphasis on systems of internal audit and risk management, for which it is responsible, while such systems are monitored, among others, by receiving periodic reports on their operation.

The Board is responsible for the identification, assessment and monitoring of risks the Company faces and for the management thereof. In addition to the periodic audits related to risk management, the Board is informed by the executive members with respect to serious issues of audit, accidents or incidents, new or otherwise, which may have significant financial and business consequences.

The company has an internal audit department.

This department is supervised by the Control Committee (or Audit Committee) and is under the responsibility of a senior executive.

The head of the Internal Control service, according to Article 7 of Law 3016/2002 and Article 4 of decision no. 5/204/14.11.2000 of the Hellenic Capital Market Commission, the head of the internal control department is independent in the exercise of his duties and is designated by the Company's Board of Directors. The internal auditor may request information about any book of entries, document, file, bank account and portfolio of the Company, and have access to any Company department. The Directors must cooperate and provide information to the Internal Auditor and, in general, facilitate his work in any way. The Company's management must provide the internal auditor with all necessary tools to facilitate his work.

In accordance with Article 8 of Law 3016/2002, the internal auditor has the following responsibilities:

a. He monitors the implementation and ongoing maintenance of the Company's Internal Operation Regulation and its Articles of Association, as well as the laws, in general, that apply for the Company and particularly the laws on sociétés anonymes and the capital market and money market;

b. He reports to the Company's Board of Directors any conflicts of personal interests of Company Directors or managers with the interests of the Company, which he identifies in the exercise of his duties;

c. He informs the Board of Directors in writing at least once every quarter about the audits performed and attends the General Meetings of shareholders;

d. Provides, upon approval of the Company's Board, any information requested in writing by Supervising Authorities, cooperates with them and facilitates them in any way possible in their monitoring, audit and surveillance duties.

Also, in accordance with Article 4 of decision 5/204/2000 of the Hellenic Capital Market Commission, the internal auditors will also:

a. Verify compliance with the obligations laid down in decision 5/204/2000 of the Hellenic Capital Market Commission;

b. Verify compliance with the commitments contained in the Company's prospectuses and business plans regarding the use of funds raised from the stock exchange;

c. Check the legality of fees and all kinds of benefits to members of the management in relation to decisions made by the Company's competent bodies;

d. Monitor the relationships and transactions between the Company and its affiliates, within the meaning of Article 32(2) of L. 4308/2014, and the relationships between the Company and the companies in whose capital Company Board members or shareholders participate with at least 10%.

Management of Company and Group risks in connection with the preparation of financial statements (company and consolidated).

The Group has invested in the development and maintenance of advanced IT infrastructures which ensure accurate representation of financial figures through a series of security safeguards. At the same time, the analysis of results covers all aspects of the business activity, and comparisons are made between actual, historical and budgeted income and expense accounts, with detailed explanation of all significant deviations.
The Financial Statements (semi-annual & annual) are reviewed and audited by external auditors, respectively.
The budgeting & forecasting procedure is reviewed and approved by the Board of Directors. As part of its audit duties, the Audit Committee of the Board of Directors justifies any budget/forecast deviations, considers its forecasts and ensures liquidity. It also holds meetings at least twice a year with the external auditors in order to be updated.
The Group's operations are governed by a regulatory framework reflected in the existence of approved policies and procedures including, without limitation, regulation of procurement, staff recruitment and dismissal, sales policy, etc. The internal audit department carries out audits to ensure compliance with the above procedures.

D) Diversity policy in the composition of the management, administration and supervision bodies of the Company

The Company does not have any separate diversity policy in the composition of its management, administration and supervision bodies, as until now this policy has not been assessed as necessary. The Company has always ensured diversity in the composition of such bodies, fully respecting the principles of non-discriminatory treatment and equality. Its direct aim is the representation of this consistency in a separate policy in compliance with Article 152 of Law 4548/2018.

This statement of Corporate Governance is an integral and special part of the Annual Report of the Company's Board of Directors.

5) Main risks and uncertainties.

Financial Risk Management:

Interest Rate Risk:

Working capital needs are financed, among other sources, by bank debt. The Company and the Group are able to borrow at satisfactory terms and, if deemed appropriate, to apply hedging techniques to protect against interest rate increases, through Forward Rate Agreements (FRAs).

Foreign Exchange Risks:

The parent company and its domestic subsidiaries transact mostly in Euro, and are therefore not impacted by foreign exchange rate changes.

As regards foreign subsidiaries, the Bulgarian subsidiary maintains most of its liabilities in Euro, while the local currency maintains a fixed exchange rate vis-à-vis the Euro. For its subsidiary in Romania, the biggest part of its obligations is expressed in EUR and its obligations are paid off on a monthly basis.

Liquidity Risk:

The parent company and the Group have always been able to meet their obligations to suppliers and banks without problems, and, there is therefore no outstanding debt. Moreover, they possess sufficient creditworthiness, as shown by the available overall credit lines which, as of 31 December 2019, stood at € 18,5 million for the Company and € 50,0 million for the Group. As of 31/12/2019, the Company and the Group have used 44% and 54% of these amounts, respectively, taking into account cash and cash equivalents.

Capital management:

The Group preserves an optimum capital structure to ensure its capacity to continue as a going concern, secure growth and ultimately returns for shareholders. Capital structure management is based on Group needs and occasional economic developments. The capital adequacy of the Group is monitored on the basis of relevant financial indexes.

Credit risk:

The Group is exposed to credit risk coming mainly from the potential failure to collect customer balances. In order to control credit risk, Motodynamics applies consistently an explicit credit policy that is monitored and evaluated on a constant basis, so that the credits granted do not exceed the credit limit set per customer.

6) Non-financial information

BRIEF DESCRIPTION OF THE GROUP

The tradition of Motodynamics begins in 1992, when the company is introduced as "YAMAHA MOTOR HELLAS S.A." by the company "Iliopouloi Bros S.A.". However, its roots date back to 1969, when "Iliopouloi Bros S.A." acquires official importer rights from Yamaha Motor Co. for Greece.

During the 1990s, the company commenced operations, initially, in Bulgaria and subsequently in Romania, acquiring the official importer rights by Yamaha Motor Co. for both countries.

The Group currently holds exclusive distribution rights for Yamaha Motor Co. products in Greece, Romania, Bulgaria, Albania, and Moldova. Since 2011, the company is the exclusive distributor of the products of Porsche AG in Greece. It has also concluded from time to time numerous commercial agreements through which it currently has official importer rights in respect of a series of famous brands in the sector of boats and outboard motors (Selva), lubricants (Rock Oil), tires (Continental), and rider equipment - attire (Alpinestars, Shark, Richa).

In June 2015, the Company's shares were listed on the Athens Stock Exchange.

Since 30 November 2018, the Company has a holding in Lion Rental S.A., a car rental company that represents the German brand Sixt GmbH.

The Motodynamics Group includes the following subsidiaries:

- MOTODIKTYO S.A. (100%) - Retail sale of two-wheelers and related products in Attica
- MOTODYNAMICS SRL (100%) (exclusive distributor of YAMAHA products in Romania)
- MOTODYNAMICS LTD (100%) (exclusive distributor of YAMAHA products in Bulgaria)
- LION RENTAL SA (80,5%) – Car rental, exclusive franchisee of Sixt GmbH

The Group, in all the countries it is active and for all the products and services it provides, operates through extensive networks of partners, privately-owned retail stores, and privately-owned car rental stations.

The Group has relied, over time, on specific values and capacities:

- **Strong ties to the represented Firms**
  Appreciation, recognition, respect
- **Growth and maintenance of clientele with a focus on long-term strategy**
  Consolidated networks, honest relations with customers, focus on after-sales
- **Innovative promotional activities**
  Creativity, effective implementation
- **Strong and effective infrastructure**
  Optical IT systems, effective logistics
- **Working environment with high professionalism**
  Morals, integrity, transparency, transparency, respect, self-commitment, consistency
- **High adaptability**
  Decisive adaptation, effective integration, flexible communication
- **Value creation through the combination of knowledge and analysis**
  Knowledge, analysis, negotiation, persuasion

Environmental issues

The Group policy includes full compliance with all legislative requirements related to the protection of the environment through cooperation with the required recycling companies. The operation does not cause any impact on the environment.

Labor issues

The long business presence of the Motodynamics Group both in Greece and abroad relies indispensably on the high quality of its human resources.
That quality is the product of targeted actions to attract staff by use of modern digital means and methods for attracting prospective employees.

The company systematically invests in the development of its staff throughout their working lives, offering training programmes that have been planned according to the values of the organisation and the development of the necessary skills of the staff, as they arise from continuous evaluation. The customer-focused approach, the business excellence, the leadership, the teamwork, and the responsibility of our work are the values of the company, according to which training is provided to the staff.

Motodynamics benefits from the services of its well-qualified staff and the company staff enjoys a work environment that promotes meritocracy, respect for diversity, and professional progress. Within that context and wishing to further invest in its staff, the company has developed a considerable framework of work benefits that covers modern and demanding needs. An indicative reference is made to the company's healthcare and pension plans, which provide an employment framework of security and welfare both for the employees and their family members.

For 2019, the Group and the parent company paid in total € 8,7 million and € 4,2 million, respectively, for salaries, wages, employer's contributions, and other staff-related charges. The 91 employees of the parent company and the 264 employees of the Group as a whole provide the company with a solid basis from which to handle future challenges and conquer the next level.

7) Significant transactions between the issuer and its associates.

Transactions with subsidiaries

Transactions with subsidiaries (sales of merchandise and provision of services) are carried out within the Company's normal business operations. Outstanding balances at the end of the year are unsecured, interest free and settlement occurs in cash, within the time limits agreed between the said companies. As at 31 December 2019 there were no pending guarantees or any other commitments of Motodynamics towards and from its subsidiaries. The Company's Management does not deem that a provision is required for potential failure to collect its receivables from its subsidiaries and, therefore, no provision has been formed.

The breakdown of transactions (sales of merchandises and provision of services) of the Company with the above mentioned subsidiaries, in which it holds a participating interest, the balances thereof, as well as the breakdown of transactions among the subsidiaries are presented below.

	COMPANY	
	31 December 2019	**31 December 2018**
Sale of goods and services		
Motodiktyo S.A.	5.960.512,60	5.854.827,61
Lion Rental SA	1.199.605,54	-
Motodynamics Ltd.	870.022,16	787.585,03
Motodynamics Srl.	2.236.096,88	1.952.910,93
	10.266.237,18	**8.595.323.57**
Purchases of goods and services		
Motodiktyo S.A.	69.515,69	85.850,97
Lion Rental SA	273.507,07	-
Motodynamics Ltd.	970,71	7.612,67
Motodynamics Srl.	14.782,34	30.393,74
	358.775,81	**123.857,38**
Receivables		
Motodiktyo S.A.	2.835.988,29	2.296.813,57
Lion Rental SA	625.299,29	-
Motodynamics Ltd.	429,39	(7.124,56)
Motodynamics Srl.	19.383,02	46.770,30
	3.481.099,99	**2.336.459,31**
Liabilities		
Motodiktyo S.A.	-	1.500,00
Lion Rental SA	-	-
Motodynamics Srl.	26.228,08	11.845,74
	26.228,08	**13.345,74**

	Motodynamics Ltd.		Motodynamics Srl.	
	31 December 2019	31 December 2018	31 December 2019	31 December 2018
Sale of goods and services				
Motodynamics Srl	54.578,00	5.240,00	-	-
Motodynamics Ltd.	-	-	52.430,00	28.390,00
	54.578,00	**5.240,00**	**52.430,00**	**28.390,00**
Purchases of goods and services				
Motodynamics Srl	52.430,00	28.390,00	-	-
Motodynamics Ltd.	-	-	54.578,00	5.240,00
	52.430,00	**28.390,00**	**54.578,00**	**5.240,00**

Compensation of key management personnel of the Company and the Group:

Compensation of key management personnel of the Company and the Group for the year ended 31 December 2019 and 2018, were as follows:

	GROUP		COMPANY	
	31 December 2019	31 December 2018	31 December 2019	31 December 2018
Benefits to key management personnel of the Company and the Group				
Compensation of key management personnel	1.662.620,86	1.254.507,35	1.474.509,23	1.238.299,12
Key management personnel receivables	-	-	-	-
Liabilities to key management personnel	801.773,62	798.679,47	801.773,62	798.679,47

In 2019, the remunerations of the management of the company increased due to the changes in staffing for the provision of support services to the subsidiary Lion Rental. At the same time, the remunerations of the Management of the Group appear to be increased due to the full incorporation of such subsidiary.

EXPLANATORY REPORT OF THE BOARD OF DIRECTORS
(in accordance with art. 4, par. 7 and 8 of Law no. 3556/2007)

8) Structure of the company's share capital - rights and obligations attached to shares

1.1. Company's share capital structure: The company's share capital amounts to 10.530.000 Euro, divided into 29.250.000 shares, of a nominal value of 0,36 Euro each. All Company shares are ordinary shares with voting rights and are traded in Main Market of the Athens Stock Exchange.

1.2. Rights and obligations: Each shareholder has rights and obligations that are proportional to the value of the Company shares that the shareholder owns. More specifically:

1.2.1. Each share provides to the owner the right of participation in the Company's annual distributed (or upon liquidation) profits, in accordance with the law, the Articles of Association and the General Meeting of Shareholders decisions.

1.2.2. Each ordinary share entitles the owner to participate and to vote in the General Meeting of Shareholders of the company.

1.2.3. Each Shareholder has preemption rights in every Company share capital increase.

1.2.4. Each Shareholder has the right to receive copies of the Company's financial statements, Auditors' reports and the financial review of the Board of Directors.

1.2.5. The General Meeting of shareholders reserves all its rights during liquidation (Article 35, paragraph 5 of the Articles of Association).

1.2.6. The liability of the shareholders is limited to the nominal value of the shares they hold.

9) Limits on transfer of Company shares

The Company shares are transferred as provided for by law. No limits to the transfer of Company shares are provided for by its Articles of Association.

10) Significant direct or indirect holdings in the sense of Articles 9 to 11, Greek Law 3556/2007

On 31.12.2019 the following shareholders held more than 5% of the total voting rights of the Company

3.1. Mr. Odysseas Kyriakopoulos held 20,50%.

3.2. Ms. Flora-Maria Kyriakopoulou held 19,41%.

3.3. The company Avgi with a percentage of 13,76%

3.4. Ms. Aikaterini Kyriakopoulou held 7,92%.

11) Shares conferring special control rights

None of the Company shares carry any special rights of control.

12) Limitations on voting rights

The Articles of Association make no provision for any limitations on voting rights.

13) Company shareholder agreements

The Company is not aware of any agreements among shareholders entailing limitations on the transfer of shares or limitations on voting rights.

14) Rules governing the appointment and replacement of Directors and the amendment of the Articles of Association deviating from those provided for in Law 4548/2018.

The rules set out in the Articles of Association of the Company on the appointment and replacement of Directors and the amendment of the provisions of the Articles of Association do not differ from those envisaged in Law 4548/2018 repealing C.L. 2190/1920.

15) Authority of the Board of Directors or certain Directors to issue new shares or to purchase the own shares of the Company, pursuant to Article 49 of Law 4548/2018.

By virtue of the decision adopted by the Ordinary General Meeting of Shareholders on 09/05/2017, all previous decisions on the same issue were revoked and the Company may acquire its own shares, under the following conditions:

a. The maximum number of own shares that may be acquired is subject to an upper limit of 600.000, an amount corresponding to less than 1/10 of paid-up share capital.

b. The maximum acquisition price of the shares was set at two euro (€ 2), with the minimum price set at twenty cents (€ 0,20).

c. The timeframe within which the share acquisitions will be performed was designated as twenty-four (24) months, namely from 09/05/2017 to 09/05/2019.

d. It authorises the Board of Directors, on condition that it adopts a relevant decision, to implement the own shares acquisitions in accordance with the terms stipulated above and the conditions imposed by applicable legislation, designating the time periods and quantities of acquired shares.

Moreover, by virtue of its decision dated 6/10/08, the Board of Directors of the Company appointed the CEO as its special attorney-in-fact and process representative and, in the event of his impediment, the Chief Financial Officer, acting either jointly or individually, conferring them the power to undertake all requisite actions in view of the acquisition of own shares, in the name and on behalf of the Company, in accordance with the aforementioned terms that were approved by the Ordinary General Meeting of Shareholders of 09/05/2017.

e. By decision of the extraordinary General Meeting as of 26/10/2010, the Company's Board of Directors was authorised, pursuant to Article 24 of Law 4548/2018 (former Article 13 of C.L. 2190/1920), as in force, to determine the price of the new shares within such period as may be established by an Extraordinary General Meeting, and all those issues related to the permit from the Hellenic Capital

Market Commission, the preparation of the Prospectus, the listing of the shares on the Small and Mid-Cap Market of the Athens Exchange, the allocation of any undistributed shares and all related issues.

16) Significant agreements put in force, amended or terminated in the event of a change in the control of the Company, following a public offer.

The Company has concluded no such agreements.

17) Agreements between the Company and Directors

The Company has renewed the employment contract (as of 01.01.2017) with its CEO, Mr. Sotirios Hatzikos, which has been approved by the Ordinary General Meeting of 09/05/2017.

Aspropyrgos, 20.03.2020

On behalf of the Board of Directors
The CEO

Sotirios Hatzikos

Report of Independent Chartered Auditor Accountant

To the Shareholders of the Company **"EMPORIKI EISAGOGIKI AFTOKINITON DITROHON KAI MIHANON THALASSIS SOCIETE ANONYME" (dba MOTODYNAMICS S.A.)**

Audit Report on the Company and Consolidated Financial Statements

Opinion

We have audited the accompanying company and consolidated financial statements of the Company "EMPORIKI EISAGOGIKI DITROHON KAI MIHANON THALASSIS SOCIETE ANONYME" (the "Company"), which consist of the company and consolidated financial position statement as of 31 December 2019, the company and consolidated statements and other comprehensive income, statements of changes in equity and cash flow statements for the year then ended, as well as the summary of significant accounting policies and methods and other explanatory notes.

In our opinion, the accompanying company and consolidated financial statements present fairly, in all material respects, the financial position of the Company "EMPORIKI EISAGOGIKI AFTOKINITON DITROHON KAI MIHANON THALASSIS S.A." and its subsidiaries (the Group) as of 31 December 2019, and their financial performance and cash flows for the year then ended, in accordance with International Financial Reporting Standards, as the latter have been adopted by the European Union.

Basis of opinion

We have conducted our audit in accordance with International Auditing Standards (IAS), as transposed into Greek legislation. Our responsibilities, in accordance with these standards are further described in section "Auditor's responsibility for the audit of the company and consolidated financial statements" of our report. We are independent of the Company and its consolidated subsidiaries throughout the term of our appointment, in accordance with the Code of Ethics for Professional Accountants of the International Ethics Standards Board for Accountants, as it has been adopted in the Greek legislation and the conduct requirements related to the audit of company and consolidated financial statements in Greece, and we have met our conduct obligations in accordance with the requirements of applicable laws and the aforementioned Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Major audit issues

The major audit issues are those issues which, in our professional opinion, were of major importance in our audit of the company and consolidated financial statements of the year audited. These issues and the related risks of material inaccuracy were dealt with in the context of the audit of the company and consolidated financial statements as a whole, in order to form our opinion thereon and we do not express a separate opinion for these issues.

Major audit issues	How we dealt with the major audit issue in our audit
Recoverability of trade receivables	
On 31 December 2019 the trade receivables of the Group and the Company amounted to € 7.968.579,49 (€ 8.103.485,74 on 31.12.2018) and € 2.771.790,48 (€ 2.734.776,39 on 31.12.2018) respectively, whereas the accumulated impairment amounts to € 13.163.887,33 (€ 12.990.560,05 on	• Our audit procedures regarding the evaluation of the recoverability of the trade receivables included, among others: • The understanding and review of the credit control procedures of the Group, as well as the review of the basic safeguards regarding the granting of credits to customers. • The evaluation of the assumptions and the methodology employed by the management in order to determine the

31.12.2018) and € 1,112,751.93 (€ 1.145.754,68 on 31.12.2018) respectively, as mentioned in note 22 to the financial statements. In case of insolvency of these customers, the Company and the Group are exposed to increased credit risk when customers fail to meet their contractual obligations. The Group forms a special provision for doubtful receivables based on estimates of the administration regarding the possibility of collecting its receivables as at the end of the reporting period. The amount of the provision for doubtful receivables formed by the company and its subsidiaries at the end of each reporting period is determined on the basis of an estimate of the potential risk of failure to collect overdue accounts or receivables currently in litigation. The accumulated amount of the provision for doubtful receivables is reduced by the amount of receivables declared to be non-collectible. Given the significance of the issue, the magnitude of the crisis and the estimates required by the management when evaluating the client's capability to repay, we consider that this is one of the most significant audit issues. The disclosures of the Company and the Group regarding the nature of the aforementioned receivables and the estimates used for the evaluation of the recoverability thereof are included in notes 2.c, 3.i, 22 and 33.a to the financial statements.	recoverability of trade receivables or classification thereof as doubtful. • The review of the reply letters by the legal advisor regarding doubtful receivables handled during the year and the identification of any issue that indicates balances from trade receivables that are not recoverable in the future. • The review of the maturity of trade receivables balances at the end of the year, the identification of any debtors with financial difficulties and the recalculation of the impairment of trade receivables. • The review of the recoverability of the balances, comparing the amounts at the end of the year with subsequent collections/settlements. • In addition, we reviewed the adequacy of the relevant disclosures of the Company and the Group in the attached financial statements regarding the aforementioned issue.
Valuation of inventories	
On 31 December 2019 the Group and the Company held inventory amounting to € 12.533.289,15 (€ 11.360.957,22 on 31 December 2018) and € 10.652.972,38 (€ 9.483.535,30 on 31 December 2018) respectively. Inventories: Inventories are valued at the lower of acquisition cost and net realizable value. The acquisition cost includes their purchase price	We evaluation the reasonableness of the assumptions of the management that were used for the determination of the value of the inventories from: • The recording and evaluation of procedures and inventory management safeguards designed by the Group management regarding inventories. • The monitoring of the physical inventory in specific storage areas and the performance of sample counting.

plus any other costs necessary to bring them to the company's warehouses. The provision for impairment of inventory value is formed using management estimates based on each situation and the possibility of using the products if this becomes necessary, keeping in mind that the company is obligated to maintain a safety stock of spare parts for the totality of models in circulation. We consider that the evaluation of the valuation of the inventories of the Group is one of the most significant audit issues, on one hand because inventories constitute the largest asset and, on the other, because the significant estimates and judgments of the management for the determination of the net realizable value. The disclosures of the Company and the Group regarding the nature of the aforementioned inventories and the estimates used for the evaluation of the valuation thereof are included in notes 3.h and 21 to the financial statements.	• Estimation of the valuation was obtained by comparing the net realizable value of inventories on the reporting date with the acquisition cost of the inventories, the determination of which was checked by sampling. • The review of the stock balance to identify unused and slow-moving inventories. • In addition, we reviewed the adequacy of the relevant disclosures of the Company and the Group in the attached financial statements regarding the aforementioned issue.

Other information:

The management is responsible for the other information. Other information is included in the Board of Directors' Management Report, referred to in the "Report on Other Legal and Regulatory Requirements" and the Directors' Statements, but does not include the financial statements and the audit report.

Our opinion on the company and consolidated financial statements does not cover the other information and accordingly express no opinion or other form of assurance on them.

With regard to our audit of the company and consolidated financial statements, our responsibility is to read the other information and, in this manner, to review whether the other information is materially inconsistent with the company and consolidated financial statements or the knowledge we acquired during the audit or they appear to otherwise contain material misstatements. If, based on the work carried out, we reach the conclusion that such other information contains material misstatements, we are obliged to report this fact. We do not have anything to report on this issue.

Responsibilities of the management and the persons responsible for the governance on the company and consolidated financial statements

The Management of the Company is responsible for the preparation and fair presentation of these company and consolidated Financial Statements in accordance with the IFRS, as the latter have been adopted by the European Union. This responsibility extends to maintaining the internal audit safeguards deemed necessary by Management, to ensure the preparation of company and consolidated financial statements that are free from material misstatement, whether due to fraud or error.

During preparation of the company and consolidated financial statements, the management is responsible for evaluating the Company and the Group capability to continue their activities, disclosing any such possibility,

the matters related to the ongoing concern and the use of the accounting principle of the ongoing concern, unless the management either intends to liquidate the Company and the Group, or suspend their operations, or has no other realistic option other than taking this action.

The Audit Committee (Art. 44 of Law 4449/2017) of the Company is responsible for Monitoring the financial reporting procedure of the Company and the Group.

Auditors responsibility for the audit of the company and consolidated financial statements

Our aim is to obtain a reasonable assurance regarding whether the company and consolidated financial statements, in their entirety, are free from material misstatement, either due to fraud or error, and issue an auditor's report, which contains our opinion. The reasonable assurance constitutes a high-level assurance, however it is not a guarantee that the audit performed in accordance with the ISAs, as adopted in Greek legislation, can always identify any material misstatement, if any. Misstatements may be the result of fraud or error, and are considered material when, either individually or in the aggregate, it could be reasonably expected that they would affect the financial decisions of the users that are made based on these company and consolidated financial statements.

The audit's duty, in accordance with the ISA, as adopted in Greek legislation, is to exercise our professional judgement and always retain a professional skepticism throughout the duration of the audit. In addition:

- We identify and evaluate the risks of material misstatement in the company and consolidated financial statements, either due to fraud or error, by designing and performing audit procedures corresponding to these risks and obtain audit evidence that are sufficient and appropriate to provide a basis to our opinion. The risk of failing to detect a material error due to fraud is higher than that due to error, as fraud can involve collusion, forgery, deliberate omissions, false assertions or bypassing the internal audit safeguards.
- We understand the internal audit safeguards related to our audit, in order to design audit procedures appropriate to the circumstances, but not with a view to expressing any opinion on the efficiency of the internal audit safeguards of the Company and the Group.
- We evaluate the appropriateness of the accounting principles and methods used and the reasonableness of the accounting estimates and the relevant disclosures made by the management.
- We express an opinion on the appropriateness of the use by management of the accounting principle of the ongoing concern and, on the basis of the audit evidence obtained, on whether there is a material uncertainty regarding events or conditions that could indicate a material uncertainty regarding the Company's and the Group's ability to continue their operation. If we conclude that there is a material uncertainty, we are obliged in our auditor's report to draw attention to the relevant disclosures of the company and consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of the auditor's report. However, future events or conditions may have as a result the Company and the Group to cease to operate as an ongoing concern.
- We evaluate the overall presentation, structure and content of the company and consolidated financial statements, including the disclosures, as well as whether the company and consolidated financial statements present the underlying transactions and the events in a manner achieving reasonable presentation.
- We obtain sufficient and appropriate audit evidence regarding financial disclosures of the entities or business activities within the Group, in order to express an opinion on the company and consolidated financial statements. We are responsible for guiding, monitoring and performing the audit of the Company and its subsidiaries. We remain exclusively responsible for our audit opinion.

In addition to other issues, with notify the persons responsible for the governance, our planned breadth and schedule of the audit, as well as any significant audit finding, including any major shortcomings of the internal audit safeguards identified during our audit.

In addition, we declare to the persons responsible for the governance that we have met our relevant conduct obligations for independence and we notify them of all relations and other matters that may be considered as affecting our independence and the relevant safety measures, as the case may be.

Out of the issues notified to the persons responsible for the governance, we identify the issues with the most significance for the audit of the company and consolidated financial statements of the year audited which, thus, constitute the major audit issues.

Report on Other Legal and Regulatory Requirements

1. Directors' Management Report

Considering that the management is responsible for preparing the Directors' Management Report and the Corporate Governance Statement included therein, pursuant to the provisions of paragraph 5 of Article 2 of Law 4336/2015 (Part B), we would like to note that:

a) The Board of Directors' Management Report includes a corporate governance statement which provides the information laid down in Article 152 of Law 4548/2018.

(b) In our opinion, the Directors' Management Report has been prepared in accordance with applicable legal requirements under Articles 150 and 153, and paragraph 1 (cases (c) and (d)) of Article 152 of Law 4548/2018, and its contents correspond to the attached financial statements for the year ended on 31/12/2019.

c) On the basis of the knowledge acquired during our audit regarding the Company "EMPORIKI EISAGOGIKI AFTOKINITON DITROHON kai MIHANON THALASSIS SOCIETE ANONYME" and its environment, we have not identified any material misstatements in the Directors' Management Report.

2. Supplementary Report to the Audit Committee

Our opinion regarding the attached company and consolidated financial statements is consistent with our Supplementary Report to the Audit Committee of the Company, as provided for in Article 11 of Regulation (EU) No. 537/2014.

3. Provision of Services other than Auditing

We have not provided the Company and its subsidiaries any other services other than auditing that is prohibited under Article 5 of Regulation (EU) No 537/2014.

The permitted non-auditing services we provided to the Company and its subsidiaries during the year ended on 31 December 2019 are disclosed in Note 8 to the company and consolidated financial statements attached hereto.

4. Auditor's Appointment

We were appointed for the first time as Chartered Auditors Accountants of the Company by means of decision dated 26/06/2012 of the annual ordinary general meeting of the shareholders. Since then, our appointment has always been renewed for a total period of 8 years pursuant to decisions adopted annually by the ordinary general meeting of the shareholders.

Athens, 20 March 2020

The Chartered Auditor Accountant

Dimitrios Panterlis

Body of Statutory Auditors (SOEL)
Reg. No. 38651

Grant Thornton
An instinct for growth™

Ορκωτοί Ελεγκτές Σύμβουλοι Επιχειρήσεων
Ζεφύρου 56, 17564 Παλαιό Φάληρο
Α.Μ. ΣΟΕΛ 127

MOTODYNAMICS S.A.

ANNUAL COMPANY AND CONSOLIDATED FINANCIAL STATEMENTS AS AT 31 DECEMBER 2019 IN ACCORDANCE WITH THE INTERNATIONAL FINANCIAL REPORTING STANDARDS

as the latter have been adopted by the European Union

of the Societe Anonyme
EMPORIKI EISAGOGIKI AFTOKINITON DITROHON kai MIHANON THALASSIS SOCIETE ANONYME

under distinctive title "MOTODYNAMICS S.A."

CONTENTS **Page**

DIRECTORS' STATEMENTS *1*
ANNUAL REPORT *2*
OF THE BOARD OF DIRECTORS FOR THE YEAR 1/1—31/12/2019 ..... *2*
1) OVERALL COURSE OF THE COMPANY AND THE GROUP DURING 2019 ..... *2*
NOTES ON THE ANNUAL FINANCIAL STATEMENTS *24*
1. GENERAL INFORMATION *24*
2. BASIS FOR PRESENTATION OF CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS *25*
3. BASIC ACCOUNTING PRINCIPLES *28*
4. HOLDINGS IN SUBSIDIARIES *37*
5. TRANSACTIONS - BALANCES WITH SUBSIDIARIES *39*
6. SALES *41*
7. ADMINISTRATIVE EXPENSES *41*
8. SALES AND DISTRIBUTION EXPENSES *41*
9. OTHER INCOME *42*
10. OTHER EXPENSES *42*
11. FINANCIAL INCOME *42*
12. FINANCIAL EXPENSES *42*
13. INCOME TAX (CURRENT AND DEFERRED) *43*
14. PAYROLL COST *46*
15. DEPRECIATION *46*
16. EARNINGS PER SHARE *47*
17. TANGIBLE FIXED ASSETS *48*
18. GOODWILL *50*
19. RIGHT-TO-USE ASSETS *53*
20. INTANGIBLE ASSETS - RIGHTS *55*
21. INVENTORIES *56*
22. TRADE RECEIVABLES *56*
23. OTHER RECEIVABLES *57*
24. CASH & CASH EQUIVALENTS *58*
25. ALLOCATION OF BONUS SHARES TO DIRECTORS *58*
26. SHARE CAPITAL *58*
27. RESERVES *59*
28. DIVIDENDS *59*
29. PROVISION FOR STAFF RETIREMENT INDEMNITIES *60*
30. TRADE PAYABLES *61*
31. LOANS *62*
32. OTHER SHORT-TERM LIABILITIES *62*
33. FINANCIAL RISK MANAGEMENT *63*
34. COMMITMENTS AND CONTINGENCIES *65*
35. RECLASSIFICATION OF ITEMS *66*
36. OPERATING SEGMENT REPORTING *67*
37. EVENTS AFTER THE DATE OF THE STATEMENT OF FINANCIAL POSITION *68*
TABLE OF REFERENCES TO THE INFORMATION OF ARTICLE 10 OF LAW 3401/2005 ..... *69*
AVAILABILITY OF FINANCIAL STATEMENTS *70*

EMPORIKI EISAGOGIKI AFTOKINITON DITROHON kai MIHANON THALASSIS SOCIETE under the distinctive title "MOTODYNAMICS S.A."

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2019

(amounts in euros)

		GROUP		COMPANY	
	Notes	**1.1 - 31.12.2019**	**1.1 - 31.12.2018**	**1.1 - 31.12.2019**	**1.1 - 31.12.2018**
Sales	6	94.388.869,03	60.462.514,64	60.214.356,66	54.697.027,73
Cost of Sales		-72.878.573,98	-49.539.678,61	-49.867.244,40	-44.997.772,37
Gross Profit		**21.510.295,05**	**10.922.836,03**	**10.347.112,26**	**9.699.255,36**
Other income	9	660.522,24	274.196,92	818.770,62	222.801,42
Administrative expenses	7	-3.006.541,75	-2.028.372,82	-1.997.413,26	-1.870.087,62
Sales and distribution expenses	8	-15.346.781,32	-8.295.759,73	-6.309.944,29	-6.260.827,80
Other expenses	10	-237.277,16	-126.222,94	-80.132,37	-68.117,73
Operating profit / Loss		**3.580.217,06**	**746.677,46**	**2.778.392,96**	**1.723.023,63**
Financial income	11	27.077,67	9.110,16	1.189,51	1.105,13
Financial expenses	12	-1.859.350,86	-570.190,82	-856.831,95	-471.460,61
Profit / Loss before taxes		**1.747.943,87**	**185.596,80**	**1.922.750,52**	**1.252.668,15**
Income tax	13	-504.035,98	-221.080,73	-636.302,38	-353.141,84
Profit / Loss after tax		**1.243.907,89**	**-35.483,93**	**1.286.448,14**	**899.526,31**
Attributable to:					
Parent company owners		1.253.356,33	169.693,95	1.286.448,14	899.526,31
Minority interests		-9.448,44	-205.177,88	-	-
Profit / Loss after tax		**1.243.907,89**	**-35.483,93**	**1.286.448,14**	**899.526,31**
Other comprehensive income/expenses					
Net results for the year		**1.243.907,89**	**-35.483,93**	**1.286.448,14**	**899.526,31**
Items not subsequently classified in the income statement					
Actuarial gains/losses		-121.929,40	5.333,15	-29.484,96	5.857,53
Deferred tax		29.263,05	-1.464,28	7.076,39	-1.464,28
Items potentially classified in the income statement subsequently					
Cumulative consolidated exchange differences		-23.936,65	-1.130,06		
Other comprehensive income/loss after tax		**-116.603,00**	**2.738,81**	**-22.408,57**	**4.393,25**
Aggregate comprehensive income/loss after tax		**1.127.304,89**	**-32.745,12**	**1.264.039,57**	**903.919,56**
Attributable to:					
Parent company owners		1.136.753,33	172.432,76	1.264.039,57	903.919,56
Minority interests		-9.448,44	-205.177,88	-	-
		1.127.304,89	**172.432,76**	**1.264.039,57**	**903.919,56**
Earnings/loss per share - basic after tax (in Euro)	16	**0,0564**	**0,0145**		
Diluted earnings/loss per share (in Euro):	16	**0,0564**	**0,0145**		

EMPORIKI EISAGOGIKI AFTOKINITON DITROHON kai MIHANON THALASSIS
under the distinctive title "MOTODYNAMICS S.A."

FINANCIAL STATEMENT

as of 31 December 2019

(amounts in euros)

		GROUP		COMPANY	
	Notes	**31 December 2019**	**31 December 2018**	**31 December 2019**	**31 December 2018**
ASSETS					
Long-term assets					
Tangible assets	17	34.716.593,63	15.965.732,69	4.432.009,57	4.035.683,11
Goodwill	18	2.766.408,69	2.544.250,59	-	-
Intangible assets	20	530.452,57	582.448,47	393.479,07	531.137,71
Right-of-use assets		4.499.074,15	-	2.622.135,00	-
Deferred tax assets	13	6.238.933,35	6.194.757,93	841.089,88	1.002.577,06
Investments in subsidiaries		-	-	17.821.918,72	17.962.261,72
Other long-term assets	34	2.268.210,63	2.260.338,01	898.853,97	1.012.188,84
Total long-term assets		**51.019.673,02**	**27.547.527,69**	**27.009.486,21**	**24.543.848,44**
Short-term assets					
Inventories	21	12.533.289,15	11.360.957,22	10.652.972,38	9.483.535,30
Trade accounts receivable	22	7.968.579,49	8.103.485,74	2.771.790,48	2.734.776,39
Amounts due from subsidiaries		-	-	3.482.343,19	2.336.459,31
Other receivables	23	3.140.921,22	4.518.595,49	818.412,16	536.103,66
Cash and cash equivalents	24	1.258.694,85	15.144.739,19	31.687,58	11.062,43
Total short-term assets		**24.901.484,71**	**39.127.777,64**	**17.757.205,79**	**15.101.937,09**
Grand total of assets		**75.921.157,73**	**66.675.305,33**	**44.766.692,00**	**39.645.785,53**
EQUITY AND LIABILITIES					
Equity					
Share capital	26	10.530.000,00	4.212.000,00	10.530.000,00	4.212.000,00
Share premium		9.042.787,31	5.737.248,46	9.042.787,31	5.737.248,46
Reserves	27	1.058.205,51	1.060.225,88	1.083.740,14	1.030.302,01
Reserves for allocation of free shares to directors	25	160.727,43	160.727,43	160.727,43	160.727,43
Cumulative consolidation exchange differences		-322.821,39	-298.884,74	-	-
Results carried forward		-1.511.331,36	-2.674.041,71	972.332,81	-238.268,63
Total		**18.957.567,50**	**8.197.275,32**	**21.789.587,69**	**10.902.009,27**
Minority interest		2.748.790,21	2.812.053,34	0,00	0,00
Total Equity		**21.706.357,71**	**11.009.328,66**	**21.789.587,69**	**10.902.009,27**
Long-term Liabilities					
Long-term loans	31	19.420.788,80	18.000.000,00	-	-
Provision for staff retirement indemnity	29	942.352,58	872.905,15	529.676,53	465.050,25
Other long-term liabilities		340.883,11	485.528,65	6.300,00	5.200,00
Long-term lease liabilities		3.737.988,31	-	2.217.573,00	-
Total long-term liabilities		**24.442.012,80**	**19.358.433,80**	**2.753.549,53**	**470.250,25**
Current liabilities					
Trade payables	30	16.197.877,64	12.296.344,16	8.844.709,75	5.595.667,96
Short-term loans	31	8.720.391,99	20.562.487,94	8.219.824,67	20.562.400,43
Income tax payable		405.816,51	2.293,26	405.816,51	-
Short-term lease liabilities payable in the following fiscal year	32	918.165,86	-	476.270,00	-
Accrued and other short-term liabilities		3.530.535,22	3.446.417,51	2.276.933,85	2.115.457,62
Total short-term liabilities		**29.772.787,22**	**36.307.542,87**	**20.223.554,78**	**28.273.526,01**
Total liabilities		**54.214.800,02**	**55.665.976,67**	**22.977.104,31**	**28.743.776,26**
Total Equity and Liabilities		**75.921.157,73**	**66.675.305,33**	**44.766.692,00**	**39.645.785,53**

EMPORIKI EISAGOGIKI AFTOKINITON DITROHON kai MIHANON THALASSIS SOCIETE ANONYME
under the distinctive title "MOTODYNAMICS S.A."

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31st 2019

(amounts in euros)

	Share capital	Share premium	Reserves	Cumulative consolidated exchange differences	Reserves for allocation of free shares to directors	Results carried forward	Total	Minority interests	Total Equity
Total Equity at 1 January 2018	**4.680.000,00**	**5.756.695,00**	**1.050.722,66**	**-297.754,68**	**160.727,43**	**-2.756.066,93**	**8.594.323,48**	-	**8.594.323,48**
Effect of IFRS9 on equity	-	-	-	-	-	-82.034,38	-82.034,38	-	**-82.034,38**
Share capital increase expenses	-	-19.446,54	-	-	-	-	-19.446,54	-	**-19.446,54**
Minority interests at the acquisition of subsidiary	-	-	-	-	-	-	-	3.017.231,22	**3.017.231,22**
Results of financial year (1/1 – 31/12/2018)	-	-	9.503,22	-	-	160.190,73	169.693,95	-205.177,88	**-35.483,93**
Other total income/(losses)	-	-	-	-1.130,06	-	3.868,87	2.738,81	-	**2.738,81**
Total comprehensive income/(losses)	-	-	9.503,32	-1.130,06	-	164.059,60	172.432,76	-205.177,88	**-32.745,12**
Share Capital reduction	-468.000,00	-	-	-	-	-	-468.000,00	-	**-468.000,00**
Total Equity at 31 December 2018	**4.212.000,00**	**5.737.248,46**	**1.060.225,88**	**-298.884,74**	**160.727,43**	**-2.674.041,71**	**8.197.275,32**	**2.812.053,34**	**11.009.328,66**
Total Equity at 1 January 2019	**4.212.000,00**	**5.737.248,46**	**1.060.225,88**	**-298.884,74**	**160.727,43**	**-2.674.041,71**	**8.197.275,32**	**2.812.053,34**	**11.009.328,66**
Transfer to Reserves	-	-	90.645,98	-	-	-90.645,98	-	-	-
Share Capital Increase	6.318.000,00	3.305.538,85	-	-	-	-	9.623.538,85	-	**9.623.538,85**
Other changes	-	-	-	-	-	-	-	-53.814,69	**-53.814,69**
Transactions with parent company equity holders	**6.318.000,00**	**3.305.538,85**	**90.645,98**			**-90.645,98**	**9.623.538,85**	**-53.814,69**	**9.569.724,16**
Result for the year (1/1 – 31/12/2019)	-	-		-		1.253.356,33	1.253.356,33	-9.448,44	**1.243.907,89**
Other comprehensive income for the year after tax:									
Other total income/(losses)	-	-	-92.666,35	-23.936,65	-	-	-116.603,00	-	**-116.603,00**
Total comprehensive income/(losses)	-	-	**-92.666,35**	**-23.936,65**	-	**1.253.356,33**	**1.136.753,33**	**-9.448,44**	**1.127.304,89**
Total Equity at 31 December 2019	**10.530.000,00**	**9.042.787,31**	**1.058.205,51**	**-322.821,39**	**160.727,43**	**-1.511.331,36**	**17.704.211,17**	**2.748.790,21**	**21.706.357,71**

The accompanying notes are an integral part of these financial statements.

	10.530.000,00	**9.042.787,31**	**1.058.205,51**	**-322.821,39**	**160.727,43**	**-1.511.331,36**	**18.957.567,50**	**2.748.790,21**	**21.706.357,71**

EMPORIKI EISAGOGIKI AFTOKINITON DITROHON kai MIHANON THALASSIS
under the distinctive title "MOTODYNAMICS S.A."

SEPARATE STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31st 2019

(amounts in euros)

	Share capital	Share premium	Reserves	Reserves for allocation of free shares to directors	Results carried forward	Total Equity
Total Equity at 1 January 2018	**4.680.000,00**	**5.756.695,00**	**1.030.302,01**	**160.727,43**	**-1.061.618,08**	**10.566.106,36**
Effect of IFRS9 on equity	-	-	-	-	-82.034,39	**-82.034,39**
Share capital increase expenses	-	-19.446,54	-	-	-	**-19.446,54**
Results of financial year (1/1 – 31/12/2018)	-	-	-	-	899.526,31	**899.526,31**
Other comprehensive income/(losses)	-	-	-	-	5.857,53	**5.857,53**
Total comprehensive income/ (losses)	-	-	-	-	905.383,84	**905.383,84**
Share Capital reduction	-468.000,00	-	-	-	-	**-468.000,00**
Total Equity at 31 December 2018	**4.212.000,00**	**5.737.248,46**	**1.030.302,01**	**160.727,43**	**-238.268,63**	**10.902.009,27**
Total Equity at 1 January 2019	**4.212.000,00**	**5.737.248,46**	**1.030.302,01**	**160.727,43**	**-238.268,63**	**10.902.009,27**
Transfer to Reserves			75.846,70	-	-75.846,70	-
Share Capital Increase	6.318.000,00	3.305.538,85	-	-	-	9.623.538,85
Transactions with parent company equity holders	**6.318.000,00**	**3.305.538,85**	**75.846,70**	**-**	**-75.846,70**	**9.623.538,85**
Result for the year (1/1 – 31/12/2019)	-	-			1.286.448,14	**1.286.448,14**
Other comprehensive income for the year after tax:	-	-	-22.408,57	-	-	-22.408,57
Other comprehensive income/(losses)						
Total comprehensive income/ (losses)	**-**	**-**	**-22.408,57**	**-**	**1.286.448,14**	**1.264.039,57**
Total Equity at 31 December 2018	**10.530.000,00**	**9.042.787,31**	**1.083.740,14**	**160.727,43**	**972.332,81**	**21.789.587,69**

The accompanying notes are an integral part of these financial statements.

EMPORIKI EISAGOGIKI AFTOKINITON DITROHON kai MIHANON THALASSIS SOCIETE ANONYME under the distinctive title "MOTODYNAMICS S.A."

STATEMENT OF CASH FLOW

FOR THE PERIOD FROM 1JANUARY TO 31DECEMBER 2019

(amounts in euros)

Indirect Method		**GROUP**		**COMPANY**	
	Notes	**31 December 2019**	**31 December 2018**	**31 December 2019**	**31 December 2018**
Operating Results					
Profit/loss of period before taxes		**1.747.943,87**	**185.596,80**	**1.922.750,52**	**1.252.668,15**
Depreciation	15	7.442.300,33	1.185.563,18	1.474.701,60	870.772,52
Provision for staff retirement indemnity	29	263.301,27	61.071,38	38.174,65	35.162,73
Provision for doubtful receivables	22	173.327,28	40.505,06	-33.002,75	33.042,06
Provision for slow moving inventory	21	-23.942,00	9.737,00	-22.379,86	-339,00
Foreign exchange differences	11,12	7.430,74	5.662,61	1.741,14	2.144,82
Other adjustments		-	43.912,28	-	-
Profit or loss (income, expenses, profits and losses) of investing operations		-128.395,32	-17.557,77	-24.963,90	-29.075,72
Credit interest	11	-20.001,24	-413,25	-57,86	-27,93
Debit interest and related expenses	12	1.844.843,69	555.831,52	853.959,16	468.238,59
Plus/minus adjustments for changes in accounts of working capital or relevant to operating activities					
Decrease / (Increase) in:					
Inventories		-1.012.776,76	1.279.072,37	-1.100.142,08	1.126.484,11
Change in the fleet of vehicles		-24.069.726,79	720.785,41	-792.939,32	0,00
Long-term receivables		92.127,38	639.999,22	213.334,87	251.129,24
Trade accounts receivable		-38.763,39	-471.653,09	-1.149.895,22	-966.144,74
Other short-term receivables		1.378.016,63	-243.674,68	-282.308,50	-69.370,89
(Decrease) / Increase in (except banks):					
Long-term Liabilities		-144.645,54	-2.802,00	1.100,00	-
Trade payables		3.901.533,48	-440.177,89	3.249.041,79	-902.526,77
Other short term liabilities		35.498,92	-746.709,59	161.476,23	315.664,59
Less:					
Debit interest and relevant expenses paid	12	-1.844.843,69	-500.389,19	-853.959,16	-459.296,26
Taxes paid		-113.126,73	-167.512,03	-61.922,30	-
Realised foreign exchange differences	11,12	-7.430,74	-5.662,61	-1.741,14	-2.144,82
Realised depreciation of goods		-135.613,17	-	-46.915,14	-
Staff indemnity payment		-315.783,25	-37.825,00	-3.033,33	-8.525,00
Total cash inflow from operating activities (a)		**-10.968.725,03**	**2.093.359,73**	**3.543.019,40**	**1.917.855,68**
Investment Activities					
Acquisition of subsidiaries, affiliates, joint ventures and other investments		-100.000,00	-	-100.000,00	-15.000.000,00
Purchase/sale of subsidiaries (less cash of subsidiary)		-	739.051,97	-	-
Purchase of tangible and intangible fixed assets	17,20	-927.105,83	-2.783.380,44	-367.491,20	-1.859.523,95
Proceeds from the sale of tangible and intangible fixed assets		2.057,05	1.199.073,89	-	1.142.206,12
Interest received	12	20.001,24	413,47	57,86	27,93
Subsidiaries share capital increase/decrease		-	-	140.343,00	179.170,48
Total cash inflow from investing activities (b)		**-1.005.047,54**	**-844.841,11**	**-327.090,34**	**-15.538.119,42**
Financing Activities					
Proceeds from share capital increase		9.623.538,85	-	9.623.538,85	-
Receipts from issued/utilised loans		48.891.093,28	37.762.487,74	46.969.824,67	37.762.400,23
Loan repayments		-59.312.400,43	-23.664.462,43	-59.312.400,43	-23.664.462,43
Share capital increase expenses		-	-19.446,54	-	-19.446,54
Finance capital lease payments		-1.114.503,47	-	-476.267,00	-
Share capital decrease		-	-468.000,00	-	-468.000,00
-Total cash inflow / (outflow) from financing activities (c)		**-1.912.271,77**	**13.610.578,77**	**-3.195.303,91**	**13.610.491,26**
Net increase / (decrease) in cash and cash equivalents (a) + (b) + (c)		**-13.886.044,34**	**14.859.097,39**	**20.625,15**	**-9.772,48**
Cash and cash equivalents at opening of year		**15.144.739,19**	**285.641,80**	**11.062,43**	**20.834,91**
Cash and cash equivalents at end of the period		**1.258.694,85**	**15.144.739,19**	**31.687,58**	**11.062,43**

NOTES ON THE ANNUAL FINANCIAL STATEMENTS

1. GENERAL INFORMATION

Emporiki Eisagogiki Aftokiniton Ditrohon kai Mihanon Thalassis Group of Companies S.A., under the distinctive title Motodynamics S.A. ("the Group") is a Greek group of companies mainly engaged in the import, representation, distribution and trade in cars, motorcycles and marine products (outboard motors, inflatable boats and jet skis), spare parts and lubricants. The parent Company MOTODYNAMICS S.A. ("Motodynamics" or "parent company") was founded in Greece in 1992 with a 25-year term and, according to a Decision of its General Meeting of 5 June 2015, its term was extended to 2040.

The Group has the right of exclusive distribution of Yamaha Motor Co. products in Greece, Romania, Bulgaria, Albania and Moldova, as well as the products of its associates based on contracts concluded with Yamaha Motor Europe N.V. (subsidiary of Yamaha Motor Co., Japan). These contracts, for all countries, were renewed and now extend to 31 December 2021.

In April 2011 the company concluded the cooperation agreement and signed the relevant contracts for the exclusive distribution of Porsche AG products in Greece.

Since 30 November 2018, the Company has a holding in Lion Rental S.A., a car rental company that represents the German brand Sixt GmbH.

Since June 2005 the Company's shares have been traded on the Athens Stock Exchange. The Company is based in Aspropyrgos, at Kyrillos site, P.C. 19300. The Company has two branches: one in Attica and one in Thessaloniki (in leased property).

The accompanying consolidated financial statements include the annual financial statement of Motodynamics and its subsidiary companies, the activities of which are reported in note 4.

The number of employees at year end was 91 for the parent company and 264 for the Group and for the corresponding previous year they numbered 85 for the parent company and 260 for the Group, respectively.

2. BASIS FOR PRESENTATION OF CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

(a) Basis of Preparation of the Financial Statements: The accompanying consolidated and separate Financial Statements, (hereinafter "the financial statements") have been prepared on the basis of historical cost and according to International Financial Reporting Standards ("IFRS") adopted by the European Union. The financial statements are drawn up in accordance with Greek Law 4548/2018, as applicable. No standards were applied before their effective date.

(b) Approval of Financial Statements. The Financial Statements for the year ended 31 December 2018 were approved by the Company's Board of Directors in its meeting of 04 April 2019. Please note that the accompanying financial statements are subject to the approval of the Ordinary General Meeting of Shareholders.

(c) Use of estimates: The preparation of Financial Statements in accordance with IFRS requires that the management makes estimates, assumptions and adjustments which affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities as well as the revenues and expenditures presented for the reporting period. These estimates, assumptions and judgments are periodically reviewed so that they may reflect actual facts and will reflect the risks prevailing at the time; they are based on the previous experience of the management in relation to the size of related transactions or events. The actual results may differ from these estimates. The most significant estimates and judgments related to facts the evolution of which could affect the financial statements' items during the following 12 months are cited below:

- ***Provision for income tax***: The income tax provision according to IFRS 12 is calculated by estimate of the taxes to be paid to tax authorities and includes the current income tax for every use and provision for additional taxes that may occur during tax audits. The final settlement of income taxes may diverge from the relevant amounts recorded in the financial statements.

- ***Provision for doubtful receivables:*** The Group calculates a special provision for doubtful receivables based on estimates of the administration regarding the possibility of collecting its receivables, which is reassessed at the year end.

2. BASIS FOR PRESENTATION OF CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS (continued)

- ***Recovery of deferred tax assets:*** The recognition of deferred tax receivables entails estimates regarding their recoverability and, specifically, the recognition of deferred tax receivables on tax losses brought forward demands from Management the formulation of forecasts regarding the achievement of sufficient tax profits, which will allow their recovery, for every taxation system under which the Company and the subsidiaries of the Group operate.

- ***Provision for Staff Leaving Indemnities:*** The liabilities for staff leaving indemnities are calculated on the basis of actuarial methods, the implementation of which requires Management to evaluate specific parameters, such as the future rise in employee remuneration, the discount rate applied to said liabilities, the employee turnover rate etc. Management attempts, at each reference date on which the above provision is revised, to evaluate these parameters in the best possible manner.

- ***Contingent liabilities:*** The existence of contingent liabilities requires from Management the continuous formulation of assumptions and judgments pertaining to the likelihood of contingencies occurring or not occurring, as well as the impact that said contingent events may exert on the Group's activity.

2.1. MODIFICATIONS TO ACCOUNTING PRINCIPLES AND DISCLOSURES

New Standards, Interpretations, Revisions and Amendments to existing Standards which are in force and have been adopted by the European Union

The following new standards, interpretations and amendments to existing standards have been issued by the International Accounting Standards Board (IASB) or adopted by the EU and their application becomes mandatory on or after 1 January 2019.

- ***IFRS 16 "Leases" (effective for annual periods beginning on or after 01/01/2019).***

In January 2016 the IASB issued a new Standard, the IFRS 16. The work of IASB was aimed at developing a new standard on leases determining the principles applicable by the two parties in a contract, namely the customer ("lessee") and the supplier ("lessor") on the provision of information on the leases in a manner that reflects these transactions accurately. To attain that objective, the lessee must recognise the assets and liabilities deriving from the lease. The new standard has an impact on the consolidated financial statements.

- ***IFRIC 23 "Uncertainty over Income Tax Treatments" (effective for annual periods beginning on or after 01/01/2019)***

In June 2017, the IASB issued a new interpretation, IFRIC 23. IAS 12 "Income Taxes" specifies how to account for current and deferred tax, but not how to reflect the effects of uncertainty. IFRIC 23 provides requirements that add to the requirements in IAS 12 by specifying how to reflect the effects of uncertainty in accounting for income taxes. The new interpretation has no effect on the consolidated Financial Statements.

- ***Amendments to IFRS 9: "Prepayment Features with Negative Compensation" (effective for annual periods beginning on or after 01/01/2019)***

In October 2017, the IASB issued limited purpose amendments to IFRS 9. On the basis of the existing requirement of IFRS 9, a financial entity would measure a financial asset with negative compensation at its fair value through results, since the feature "negative compensation" could be considered as creating contingent cash flows, which do not comprise only payments of principal and interest. On the basis of the amendments, financial entities are allowed to measure specific, prepaid financial assets with negative compensation at the depreciated cost or at fair value through the other comprehensive income, subject to a specific condition. The amendments have no effect on consolidated Financial Statements.

2.1. MODIFICATIONS TO ACCOUNTING PRINCIPLES AND DISCLOSURES (continued)

- ***Amendments to IAS 28: "Long-term Interests in Associates and Joint Ventures (Amendments to IAS 28)" ... The amendments are effective for periods beginning on or after 1 January 2019)***

In October 2017, the IASB issued limited purpose amendments to IAS 28. The purpose of these amendments is to provide clarifications regarding the accounting handling of long-term interest in associates or joint ventures, which do not apply the net position method, on the basis of IFRS 9. The amendments do not have an impact on the company's consolidated financial statements.

- ***Annual Improvements to IFRS - 2015-2017 Cycle (for annual accounting periods beginning on or after 01/01/2019)***

In December 2017, the IASB issued the "Annual Improvements to IFRS - 2015-2017 Cycle" which comprises a number of changes to certain Standards and forms part of the annual improvements project. The amendments included in this cycle are: IFRS 3 - IFRS 11: Interests in a joint operation held previously by an entity obtaining control, IAS 12: Income tax discounts for financial instruments classified as equity, IAS 23: Borrowing costs eligible for capitalization. These amendments are applied to accounting periods beginning on or after 1 January 2019. The amendments have no effect on consolidated Financial Statements.

- ***Amendments to IAS 19: "Plan Amendment, Curtailment or Settlement" (effective for annual periods beginning on or after 01/01/2019)***

In February 2018, IASB issued limited purpose amendments to IAS 19, on the basis of which a financial entity is required to use updated actuarial estimates when determining the current service cost and the net interest for the period after the amendment, curtailment or settlement of a determined benefits plan. The purpose of the said amendments is to enhance understanding of financial statements and the provision of more useful information to the users thereof. The amendments have no effect on consolidated Financial Statements.

2.2. NEW STANDARDS AND INTERPRETATIONS

The following new Standards, Interpretations and Revisions of Standards, have been published by the IASB but are either not yet effective or have not been adopted by the European Union.

- ***Revised Conceptual Framework for Financial Reporting (effective for annual periods beginning on or after 01/01/2020)***

In March 2018, IASB revised the Conceptual Framework for Financial Reporting. The purpose of the revision was the inclusion of significant issues that were not covered, as well as the update and the provision of clarifications concerning specific guidance. The Revised Conceptual Framework for Financial Reporting includes a new chapter concerning measurement, which analyses the concept of measurement, including the factors that must be taken into account when selecting a basis for measurement, issues concerning the presentation and disclosures in the Financial Statements and guidance concerning the derecognition of assets and liabilities from the Financial Statements. Further, the Revised Conceptual Framework for Financial Reporting includes improved definitions of assets and liabilities, guidance supporting the implementation of the said definitions, update to the criteria for the recognition of assets and liabilities, as well as clarifications to significant sectors, such as the roles of management, conservatism and uncertainty during measurement in financial reporting. The Group will examine the impact of all the above on the Financial Statements, although no impact is expected to occur. The above have been adopted by the European Union and are effective from 01/01/2020.

2.2. NEW STANDARDS AND INTERPRETATIONS (continued)

- ***Amendments to References to the Conceptual Framework for Financial Reporting (effective for annual periods beginning on or after 01/01/2020)***

In March 2018, the IASB issued Amendments to References to the Conceptual Framework for Financial Reporting, in furtherance of the revision thereof. Certain standards contain explicit references to previous versions of the Conceptual Framework for Financial Reporting. The objective of these amendments is to update the aforementioned references and to support the transition to the revised Conceptual Framework for Financial Reporting. The Group will examine the impact of all the above on the Financial Statements, although no impact is expected to occur. The above have been adopted by the European Union and are effective from 01/01/2020.

- ***Amendments to IAS 1 and IAS 8: "Definition of material" (effective for annual periods beginning on or after 01/01/2020).***

In October 2018, the IASB issued amendments to the definition of material to make it easier for companies to make materiality judgements. The definition of material helps companies decide which information should be included in their financial statements. The new definition amends IAS 1 and IAS 8. The amendments clarify the definition of material and how it should be applied, including in the definition guidance that was provided to date in other standards. The Group will examine the impact of all the above on the Financial Statements, although no impact is expected to occur. The above have been adopted by the European Union and are effective from 01/01/2020.

- ***Amendments to IFRS 9, IAS 39 and IFRS 7: "Restatement of Reference Interest Rate" (effective for annual periods beginning on or after 01/01/2020).***

In September 2019, the IASB issued amendments to certain requirements of specific hedge accounting treatments, in order to address possible consequences that may arise from the uncertainty due to the restatement of reference interest rate. The amendments were designed so as to support the provision of useful financial information from companies during the uncertainty period, which arises from the gradual elimination of reference interest rates, such as bank interest rates. Furthermore, the companies need to provide additional information to investors regarding the hedging relationships directly affected by these uncertainty conditions. The Group will examine the impact of all the above on the Financial Statements, although no impact is expected to occur. The above have been adopted by the European Union and are effective from 01/01/2020.

- ***Amendments to IFRS 3: "Definition of a Business" (effective for annual periods beginning on or after 01/01/2020).***

In October 2018, the IASB issued limited-purpose amendments to IFRS 3 with a view to improving the definition of a business. The amendments will make it easier for companies to determine whether an acquisition is a business combination or acquisition of assets. The amended definition underlines that the output of a business is to provide goods and services to customers, while the previous definition focused on return in the form of dividends, lower costs or other economic benefits to investors or third parties. In addition to the amendment to the definition of a business, the IASB provides, through the said issuance, additional guidance. The Group will examine the impact of all the above on its Financial Statements, although no impact is expected to occur. The above have not been adopted yet by the European Union.

2.2. NEW STANDARDS AND INTERPRETATIONS (continued)

- ***IFRS 17 "Insurance Contracts" (effective for annual periods beginning on or after 01/01/2021).***

In May 2017, the IASB issued a new standard, IFRS 17, which replaces interim standard IFRS 4. The IASB's objective was to develop a common, principle-based standard for the accounting treatment of all insurance contracts, including the reinsurance contracts held by an entity. A single, principle-based standard should encourage better comparability of financial information across entities, jurisdictions and capital markets. IFRS 17 specifies the requirements that an entity should meet in financial disclosure for insurance contracts it issues and reinsurance contracts it holds. The Group will examine the impact of all the above on the Financial Statements, although no impact is expected to occur. The above have not yet been adopted by the European Union.

- ***Amendments to IAS 1: "Classification of Obligations as Short-term or Long-term" (effective for annual accounting period beginning on or after 01/01/2022)***

In January 2020, the IASB issued amendments of IAS 1 affecting the requirements for the presentation of obligations. In particular, the amendments clarify one of the criteria for classifying obligations as long-term, the requirement for an entity to be entitled to settle the obligation for at least 12 months after the reporting period. Amendments include: a) clarifying the fact that the right of an entity to postpone the settlement should exist at the reporting date; b) clarifying that the classification of the obligation shall not be affected by the intentions or expectations of the management regarding the right to postpone the settlement; c) explaining that the borrowing conditions affect classification; and d) clarifying requirements related to the classification of the obligations of an entity which is going to or may proceed to settlement through the issue of equity. The Group will examine the impact of all the above on the Financial Statements, although no impact is expected to occur. The above have not yet been adopted by the European Union.

3. BASIC ACCOUNTING PRINCIPLES

The accounting policies on the basis of which the financial statements are prepared are the following:

(a) Basis of consolidation: The accompanying consolidated financial statements include those of the parent company EMPORIKI EISAGOGIKI AFTOKINITON, DITROHON KAI MIHANON THALASSIS S.A. ("MOTODYNAMICS SA") and of its subsidiaries. All subsidiaries (entities in which Motodynamics has direct or indirect ownership of the majority of voting interest and/or has the power to control the Board) have been consolidated. Subsidiaries are consolidated from the date on which effective control is transferred to the group and cease to be consolidated on the date at which control is transferred out of the Group. All intercompany balances and transactions have been eliminated. Where necessary, accounting policies of the subsidiaries have been revised to ensure consistency with those of the parent. A full list of consolidated subsidiaries, along with the related effective ownership interests of Motodynamics in each, is provided in note 4. It is noted that all Group subsidiaries have the same Financial Statement closing date. The change in interests in a subsidiary without loss of control is considered to be a transaction within equity.

(b) Functional and Presentation Currency and Foreign Currency Translation: The functional and presentation currency of Motodynamics and its Greek subsidiaries is the Euro. Transactions involving other currencies are converted to Euro using the exchange rates which are in effect at the time of the transactions. Assets and liabilities in foreign currency are adjusted to reflect the exchange rates as at the balance sheet date. Profits and losses resulting from transactions in foreign currency as well as year-end valuation of monetary assets and liabilities in foreign currency are reported in the income statement, except for transactions that comply with cash flow hedging requirements that are reported in equity. The functional currency of the Company's foreign subsidiaries is the official currency of the country in which each subsidiary operates. Accordingly, at each reporting date all balance sheet accounts of the subsidiaries are translated into Euro using the exchange rate in effect at the balance sheet date. Revenues and expenses are translated at the weighted average rate of exchange prevailing during the reporting year/period. The accumulated difference resulting from such translation is recognised directly in consolidated equity until the disposal, write off or de-recognition of a subsidiary, when it is transferred to the consolidated income statement.

(c) Intangible assets - Rights - Goodwill: Intangible assets consist mainly of software, the value of which represents acquisition cost increased by any type of outlay incurred during system implementation and reduced by accumulated depreciation and possible impairment. Significant subsequent expenditures are capitalised when they enhance software performance beyond initial specifications. The acquisition value and the accumulated depreciation of an asset are de-recognised after its disposal or when no further economic benefits are expected from its use. Any profit or loss resulting from the de-recognition of an asset is included in the income statement of the year in which the asset was de-recognised.

3. BASIC ACCOUNTING PRINCIPLES (continued)

Rights: The rights relate to rights acquired by the company for the concession of its trade name. They were initially recognised at the acquisition value and are subsequently measured at the acquisition cost less accumulated depreciation. Their useful life is assessed at 10 years and they are depreciated according to the straight-line method.

Goodwill: It is the difference between the acquisition cost and the fair value of the assets and the liabilities of a subsidiary / affiliate as on the acquisition date. The company recognises as on the purchase date the goodwill that resulted from the acquisition as an asset and discloses it at cost. That cost is equal to the amount by which the consolidation cost exceeds the share of the business in the assets, liabilities, and contingent liabilities of the company acquired. Following the initial recognition, goodwill is measured at cost less accumulated losses due to impairment. The goodwill is not depreciated, but it is annually tested for impairment, if there are events that might indicate a loss under IAS 36.

To make the performance of impairment testing easier, the goodwill amount is allocated to cash-flow generating units. A cash-flow unit is the smallest identifiable group of assets that generates independent cash flows and represents the level at which the Group collects and presents financial information for internal reporting purposes. The impairment of goodwill is measured by calculating the recoverable amount from the cash-flow units to which goodwill is related. Impairment losses related to goodwill may not be reversed in future periods. The Group performs the annual impairment testing at the end of the relevant annual reporting period. If the acquisition cost is lower than the company's share in the equity of the business acquired, the company recalculates the acquisition cost, assesses the assets, liabilities, and contingent liabilities of the business acquired, and directly recognises any residual difference following the recalculation in the income statement as a profit.

(d) ***Tangible Assets:*** Tangible Assets are stated at historical cost less accumulated depreciation, if applicable, and any accumulated impairment losses. Repairs and maintenance are charged to expenses as
incurred. Significant subsequent expenses are capitalised when increasing the fixed asset's useful life or its production capacity or when decreasing its operating cost. The acquisition value and the accumulated depreciation
of an asset are de-recognised after its disposal or when no further economic benefits are expected from its use. An item of property, plant and equipment is de-recognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Especially for the fixed transportation means of the Group, the results arising from their sales, are included in EBITDA.

(e) ***Depreciation:*** Depreciation is calculated on a straight-line basis over the average estimated useful economic life of the assets and is included in the income statement, with the exception of transportation means. It is noted that plots are not amortised. The useful lives used are as follows:

Class	**Years**
Buildings	15- 40
Building improvements	15-20
Machinery and equipment	5 - 10
Means of transportation	5- 10
Furniture and fixtures	3- 8
Software	3-10
Rights	10

Since 01/01/2017, for some categories of transportation means (racing motorcycles - test rides, etc.) applied the declining depreciation method, with rates between 15% and 30%, because it better reflects the useful life of the said fixed assets. The effect to the comparable financial statements was not deemed significant, taking into account IAS 1, para. 31.

(f) ***Impairment of Assets*** The carrying values of non-current assets are subject to impairment if events or changes in circumstance indicate that their carrying values are no longer recoverable. The loss from asset impairment is accounted for in the income statement for the year in which the net carrying value of the asset after depreciation exceeds its recoverable amount. Recoverable amount is determined as the greater of the net selling price and the value in use of the asset in question. Net selling price is the amount which can be obtained from the sale of an asset in an arm's length transaction in which both parties are willing and knowledgeable after the deduction of any incremental disposal costs, while value in use is the present value of expected future cash flows which will result from the continuing use of the asset and from its disposal at the end of its estimated useful life. For the purposes of assessing impairment, assets are grouped at the lowest level for which there exist separately identifiable cash flows.

(g) ***Investments in subsidiaries:*** Investments in subsidiaries are measured at cost less any accumulated impairment losses. In the company's financial statements, the participation of its subsidiaries evaluated at cost value reduced by their value depreciation, when necessary.

3. BASIC ACCOUNTING PRINCIPLES (continued)

(h) Inventories: Inventories are valued at the lower of acquisition cost and net realizable value. The acquisition cost includes their purchase price plus any other costs necessary
to bring them to the company's warehouses, and is determined for the main goods (cars, two-wheelers, marine motors, etc.) by the specific identification method, while for spare parts, accessories and other complementary products by the annual weighted average cost method. A provision for impairment of inventory value is formed using management estimates based on each situation and the possibility of using the products if this becomes necessary, keeping in mind that the company is obligated to maintain a safety stock of spare parts for the totality of models in circulation.

(i) Trade Accounts Receivable: Accounts receivable are presented at nominal value after provisions for doubtful balances. The level of the provision for doubtful receivables created by Motodynamics and its subsidiaries at the end of each reporting period is determined on the basis of an estimate of the potential risk of failure to collect overdue accounts or receivables currently in litigation. The accumulated amount of the provision for doubtful receivables is reduced by the amount of receivables declared to be non-collectible. It is the Group's and Company's policy not to write off any receivable debt until all possible forms of legal recourse for collection have been exhausted.

(j) Financial Assets and Liabilities: Financial assets and liabilities on the balance sheet include cash and equivalents, other receivables and short and long-term liabilities. The accounting principles applied to the recognition and valuation of these assets are mentioned in the respective accounting
principles presented in this note. Interest, dividends, profits and losses resulting from financial assets and liabilities are accounted for as revenues of expenditures respectively. The distribution of dividends is accounted for directly in the net equity position. Motodynamics and subsidiaries do not use derivative financial products, either for risk hedging or for profit-making purposes. The usual risks to which the company is theoretically subject to include market risks (market prices, interest rates, changes in foreign exchange rates), credit risk, and liquidity risk.

(k) Cash and Cash Equivalents: Fixed-term deposits and other highly liquid investments with a maturity less than three months are considered to be cash equivalent.

(l) Bank Loans: Bank loans and credits are initially recognised at cost, which reflects their actual value reduced by loan arrangement expenses. After initial recognition, loans are valued at their unamortised cost based on the effective interest rate method. Unamortised costs include any type of loan or other credit issuance expenses.

(m) Borrowing Costs: All borrowing costs directly attributable to the acquisition, construction or production of an asset fulfilling the requirements, shall be capitalised. An asset fulfilling the requirements is one necessarily requiring a significant period of preparation for the use for which it is intended or sale thereof.

3. BASIC ACCOUNTING PRINCIPLES (continued)

(n) Employee benefits:

Short-term benefits

Short-term benefits to the employees (except than post-employment benefits) in cash and in kind are recognised as a expense when accrued. Any outstanding amount is reported as a liability, while if the amount already paid exceeds the amount of the benefits, the company recognises the surplus as an asset (prepaid expenses) only to the extent that the prepayment will result in a decrease in future payments or refund.

Post-employment benefits

Staff retirement obligations are calculated at the discounted value of the future retirement benefits deemed to have accrued at year-end, based on the employees earning retirement benefit rights steadily throughout the working period. Retirement obligations are calculated on the basis of financial and actuarial assumptions detailed and are determined using the projected unit credit actuarial valuation method. Net pension costs for the period are included in payroll in the accompanying income statement and consist of the present value of benefits earned in the year, interest cost on the benefit obligation, past service cost, actuarial profits or losses recognised in the fiscal year and any additional pension changes. Past service costs are recognised on a straight-line basis over the average period until the benefits under the plan become vested. Unrecognised actuarial profits or losses are recognised in equal installments during the average remaining employment period of active staff, and are included in net departure costs due to retirement for the reporting year in cases where at the beginning of the reporting year the accumulated balance exceeds 10% of the expected future obligations for benefits. The retirement benefit obligations are not funded. No provision for employees in foreign subsidiaries is made, as there is no legal basis for such a right.

(o) Employee share scheme: The Group currently has a equity participation scheme where shares of parent Company are allocated to management executives. The fair value of the services provided by employees to whom free shares are granted is recorded as an expense. The total expense is recorded over the maturation period of such rights and is determined based on the fair value of the rights granted. On each balance sheet date, the Group re-examines its estimates on the number of options expected to be exercised and records the readjustment, if any, in the results with respective impact on equity.

(p) Income Tax (Current and Deferred): Current income tax in the consolidated financial statements is estimated on the basis of financial statements of every company included in the consolidation, according to the Greek tax laws currently in force or laws in force in countries where subsidiaries operate. In the separate financial statements current income tax is estimated on the basis of the parent financial statements according to the Greek tax laws currently in force. The expenditure for income tax consists of income tax calculated on the basis of annual results as these are modified in the Company's tax statements, additional income taxes determined by tax audits conducted by the tax authorities and deferred income taxes on the basis of tax rates currently in use. Deferred income taxes are computed on the basis of the liability method for any temporary difference which results from the difference between the tax base of asset or liability, and their accounting value as this is presented in the financial statements. No deferred tax claim is accounted for where the expected tax benefit will probably not be realised in the near future. For transactions recognised directly in the Company's net equity position, any tax consequence is recognised in the net equity position. The calculation of deferred taxes is carried out using either enacted or substantively enacted tax rates on the basis of which it is expected that tax claims or obligations will be settled.

Deferred tax liabilities are recognised for all taxable temporary differences unless:

- the deferred income tax liability arises from the initial recognition of goodwill or the initial recognition of an asset or liability in a transaction other than a business combination and at the moment of transaction does not affect the accounting profit or the taxable profit or loss, and
- there are taxable temporary differences in relation to investments in subsidiaries, associates and interests in joint ventures, where the timing of reversal of such temporary differences may be controlled and it is probable that temporary differences will not be reversed in the foreseeable future.

3. BASIC ACCOUNTING PRINCIPLES (continued)

Deferred tax assets are recognised for all deductible temporary differences and deferred tax assets and tax losses, to the extent that it is probable there will be available taxable profit which will be used against the deductible temporary differences and deferred unutilised tax assets and losses unless:

- deductible temporary differences arises from the initial recognition of an asset or liability in a transaction other than a business combination and at the moment of transaction does not affect the accounting profit or the taxable profit or loss, and
- deductible temporary differences relating to investments in subsidiaries, associates and interests in joint ventures are recognised only where it is probable that the temporary differences will be reversed in the foreseeable future and there will be taxable profit available to be used against such deductible temporary differences.

(q) Provisions and Contingent Assets and Liabilities: Provisions are recognised when the Company has present legal or constructive obligations as a result of past events, whose settlement involves an outflow of funds and where the exact amount of any eventual liability can be credibly estimated. Provisions are re-examined at the date of preparation of every balance sheet and are modified so as to reflect the present value of the expense expected to be incurred to settle the obligation. In cases where there is a substantial time delay from the recognition of a provision to the expected time of settlement, provisions are discounted using a pretax discount rate. Contingent liabilities are not recognised in the financial statements but are disclosed, unless the possibility of an outflow of resources embodying economic benefits is remote. Contingent assets are not recognised in the financial statements but are disclosed if the inflow of economic benefits is probable.

***(r) Earnings per Share**:* Basic earnings per share are computed by dividing net profits attributable to shareholders of the parent by the weighted average number of shares in circulation each year, subtracting the average number of shares repurchased as own shares. Diluted earnings per share are computed by dividing net profits attributable to shareholders of the parent restated by the impact of potential conversion on instruments convertible to shares, by the average number of shares mentioned above, restated by the impact of potential conversion of instruments convertible to shares.

***(s) Revenue Recognition**:* Revenues are recognised to the degree that it is probable that economic benefits will flow and where revenue can be reliably measured. Revenues from the sale of goods after the deduction of any discounts and commissions are recognised when the buyer assumes the significant risks and benefits deriving from ownership of the goods in question. Intercompany sales between Group companies are written off. Revenues from the provision of services are recognised on the basis of the stage of completion of the services provided at the date of financial statement preparation, compared to the total services to be provided. Revenues from interest are recognised as revenues in the period to which they refer and revenues from dividends are recognised when the right to receive them has been approved by the respective bodies of the companies declaring the dividends.

(t) Segment Reporting: The Group operates mainly in the automobile, wholesale and retail markets for motorised two-wheelers and marine products (outboards, inflatable crafts etc.) which it considers as operating segments and for which it discloses the required information. Uniform accounting principles are followed for each of these operating segments. Since sales, operating results and assets originating outside the territory of Greece do not represent a significant part of the Company total, the respective analyses by geographical are not disclosed.

(u) Share capital: Expenses incurred for the issue of shares are shown following subtraction of the relevant income tax, reducing the proceeds from the issue. Expenses related to issuance of shares for the acquisition of a business are included in the acquisition cost of the business acquired.

- **Own shares**

Own shares represent Company shares acquired and held by the Company. Own shares are presented at acquisition cost, as separate item, deducted from the equity. Any result occurring from the purchase, sale or cancellation of treasury shares is directly recognised in equity.

(v) Reclassification of items: Certain items of the balance sheet and the income statement of the previous year have been reclassified in order to become comparable to those of the closing year.

3. BASIC ACCOUNTING PRINCIPLES (continued)

(w) Leases:

The Group and the company have adopted IFRS 16 'Leases' as of 1 January 2019. IFRS 16 introduces a unified model for the recognition of leases in the financial statements. With the adoption of the standard, the Group as a lessee recognises rights to use assets and lease liabilities in the statement of financial position on the date that the leased assets become available for use. The accounting treatment of leases remains the same as indicated in IAS 17 as far as lessors are concerned.
The Group and the Company have applied IFRS 16 using the simplified transition method. According to this method, the standard is applied retroactively, the cumulative effect of its application being recognised on 1 January 2019. In accordance with the above, the comparative information for 2018 has not been restated and is presented in accordance with IAS 17. Changes in accounting policies with regard to leases are discussed below.

- ***Group as lessee***

The Group and the Company lease various assets such as land, buildings and vehicles.
As a lessee, under the previous accounting policy, the Group and the Company classified the leases as either operating or financial based on the evaluation of whether all the risks and rewards of ownership of an asset are transferrable, regardless of the ultimate transfer or not of title to this item. IFRS 16 recognises the right to use the assets and the lease obligations for most of the leases to which it is contracted as a lessee, apart from leases of small value, the payment of which were recorded by the straight line method in the income statement over the duration of the lease.
Recognised right-of-use assets pertain to the following categories of assets and are presented under the item 'Right-of-use assets':

	GROUP		COMPANY	
	31 December 2019	**1 January 2019**	**31 December 2019**	**1 January 2019**
Land and buildings with rights of use	4.400.577,68	5.682.864,43	2.286.933,09	2.768.391,52
Vehicles with rights of use	98.497,06	189.895,22	335.201,44	137.532,40
Right-of-use assets	**4.499.074,75**	**5.872.759,65**	**2.622.134,52**	**2.905.923,92**

The Group shows lease liabilities under the items 'Long-term Lease Liabilities' and 'Long-term Lease liabilities payable in the following financial year' in the Statement of Financial Position.

Important accounting policies
Leases are recognised in the Statement of Financial Position as a right-to-use asset and a lease obligation on the date that the leased asset becomes available for use. Each lease is divided between the lease liability and the interest, which is charged to the income statement over the full term of the lease, in order to obtain a fixed interest rate on the balance of the financial liability in each period. Right-to-use assets are initially measured at cost, and subsequently reduced by the amount of accumulated depreciation and any impairment. The right-to-use is amortised over the shorter of the useful life of the asset or its lease term, using the straight-line method.
The initial measurement of right-to-use assets consists of:
• the amount of the initial measurement of the lease liability,
• lease payments made on or before the commencement date, reduced by the amount of discounts or other incentives offered,
• initial expenses which are directly linked to the leased property,
• replacement costs.
Lastly, they are adjusted to specific recalculations of the corresponding lease liability.
Lease liabilities are initially measured at the present value of the leases, which were not paid at the beginning of the lease. They are discounted at the imputed lease rate or, if this rate cannot be determined by the contract, the incremental borrowing rate (IBR). The incremental borrowing rate is the cost that the lessee would have to pay to borrow the necessary capital to obtain an asset of similar value to the leased asset, in a similar economic environment and under similar terms and conditions.
Lease liabilities include the net present value of:
• fixed lease payments (including 'in-substance' fixed lease payments);
• variable rents depending on an index;
• residual value, expected to be paid;
• the price of exercising a right of purchase, if the lessor is almost certain to exercise the right;

3. BASIC ACCOUNTING PRINCIPLES (continued)

• penalties for termination of a lease if the lessor chooses to exercise this right.
Following their initial measurement, lease liabilities are increased by their financial cost and decreased by the payment of rents. Finally, they are revalued when there is a change in: (a) the lease payments due to a change in an index, (b) the estimate of the amount of residual value expected to be paid, or (c) the valuation of a purchase or extension option that is relatively certain to be exercised or a right to terminate the contract, where it is relatively certain that it will not be exercised.
During the transfer, the Group and the Company made use of the following practical facilities provided by IFRS 16 regarding leases classified as operating leases, in accordance with IAS 17.
• Use of prior evaluations made in applying IAS 17 and IFRIC 4 to determine whether a contract contains a lease, or whether a contract is a lease at the date of initial application.
• Use of accounting treatment for operating leases in the case of leases with a maturity date of less than 12 months as of 1 January 2019.
• Use of a single discount rate on a portfolio of leases with similar characteristics.
• Exclusion of initial direct costs in the measurement of rights of use for fixed assets at the date of the first application.

- **Group as lessor**

When tangible fixed assets are leased, the present value of the leases is recognised as a receivable. The difference between the gross amount of the receivable and the present value of the receivable is recorded as deferred financial income. Income from leases is recognised in the income statement over the duration of the lease using the net investment method, which represents a fixed periodic return. The Group and the Company are not party to contracts in the capacity of lessor.

- **Impact on the Financial Statements**

Effects of the adoption of IFRS 16 on the transfer:

	Group	**Company**
Operating lease commitments disclosed on 31 December 2018	6.421.271,93	3.646.392,50
(Minus): Leases not covered by IFRS 16	-	-
(Minus): Short-term leases	(58.189,04)	(5.161,60)
Plus / (minus): Other adjustments	-	-
TOTAL	**6.363.082,89**	**3.641.230,90**
Weighted average imputed interest rate on 1 January 2019	**5,37%**	**5,78%**
Valuation at present value using the lessor's imputed interest rate on 1 January 2019	**5.872.759,65**	**2.905.923,92**
Lease liabilities recognised on 1 January 2019	**5.872.759,65**	**2.905.923,92**
of which:		
Long-term lease liabilities	4.776.870,87	2.459.339,65
Short-term lease liabilities	1.095.888,78	446.584,27
Total lease liabilities recognised on 1 January 2019	**5.872.759,65**	**2.905.923,92**

Effects of the adoption of IFRS 16 on the period:

As a result of the first application of IFRS 16, and with regard to the leases previously classified as operating, on 31/12/2019 the Group recognised € 4,50 million in rights of use and € 4,66 million in lease liabilities, while the respective amounts for the company were € 2,62 million and € 2,69 million.

3. BASIC ACCOUNTING PRINCIPLES (continued)

In addition, in relation to the above leases, the Group has recognised depreciation and amortisation costs instead of lease expenses. For the annual period ended 31/12/2019, the Group recognised € 1,27 thousand in depreciation and € 314 thousand in financial expenses, while the Company recognised € 547 thousand and € 172 thousand, respectively.

The breakdown of the payment obligations for the following years, as well as the recognised rights of use of the assets per category of fixed assets:

(Amounts in thousand €)	up to 1 year	1 to 5 years	more than 5 years	Total
Lease liabilities	918.167	3.346.373	391.614	4.656.154
Financial cost	258.750	622.915	114.522	996.187
Net present value	**659.417**	**2.723.458**	**277.092**	**3.659.967**

As cited in note 1 (General Information), the Group is active both in the field of short-term rental (rent-a-car) and in the field of long-term rental. All cars that are classified into short-term rentals relate exclusively to operating leases of cars and are included in the tangible assets. Cars that are classified in long-term rentals relate exclusively to operating leases of cars and are included in the tangible assets. The Group has not made any car rentals which are characterised as finance leases and included in its receivables.
The cars purchased by the Group with an option of resale (to their suppliers) are also included in its fixed assets, as it is not certain at the time of purchase that the option will be exercised, on the one hand, and as the Group repays (at the time of purchase) the purchase value of these cars, on the other hand.
The Group policies relating to the operating and finance leases are broken down as follows:

A. Operating leases

A.1 Tangible assets
Leases where the lessor materially retains all the risks and rewards of ownership are classified as operating leases (short-term and long-term). The cars rented under operating leases are included in tangible assets (fleet) in the balance sheet.

Income from rental fees is recognised according to the straight-line method over the period of the lease. The cars rented under operating leases are measured at cost less accumulated depreciation and impairment. The depreciable value of leased cars is equal to the acquisition value less the relevant estimated residual value, and is depreciated using the straight-line method over the lease period, which is 2 to 7 years on average.

A.2 Vehicles with a resale option
The leased vehicles that the Group is entitled to sell or not sell to the supplier at the end of the lease period at fixed prices are recorded as fixed assets in its accounting books and in the balance sheet, their acquisition cost being their purchase price increased by the direct expenses incurred for them. The Group records these vehicles as fixed assets, as it does not know, at the time of their purchase, whether or not it will exercise the option to sell them and, also is also repaying them in full.

B. Finance leases
Finance leases, if any, will be originally recognised as receivables at the beginning of the lease period at the fair value of the vehicle or the present value of the minimum rental fees receivable, whichever is lower. The difference between the gross amount of the receivable and the present value of the receivable will be recognised as unaccrued financial income. The income from the lease will be recorded in the results of the fiscal year of the lease applying the method of net investment, which will represent a fixed periodical return.
Any receivables from finance leases will be long-term rentals that will be recorded in the balance sheet as 'Trade and other receivables'. These receivables will be valued at their undepreciated cost by use of the effective rate method, after subtracting the impairment losses. Impairment losses will be recognised when there is objective evidence that the Group is not in a position to collect all amounts due to it under the contractual terms. The provision for impairment losses will be based on historical knowledge of the Group and the inherent risks of its portfolio. Receivables will be valued based on the evaluation of the lessee's credit-worthiness and its relevant coverages (if any). The amount of the provision will be the difference between the book value of the receivables and the present value of estimated future cash flows, discounted at the effective interest rate. The amount of the provision will be recorded as an expense in the income statement.

3. BASIC ACCOUNTING PRINCIPLES (continued)

(x) De-recognition of Financial Assets and Liabilities:

(i) Financial assets: Financial assets (or, as the case may be, the part of a financial asset or the part of a financial asset group) are de-recognised when:

- The rights on the case resources' inflow have expired.
- The Company maintains the right on the inflow of cash resources from the specific asset but has also assumed a liability against third parties to fully reimburse them without unreasonable delay in the form of a transfer contract.

- The Company has transferred the right on the inflow of case resources from the specific asset, while, at the same time, it has either (a) transferred substantially all risks and benefits or (b) not transferred substantially all risks and benefits, but has transferred the control over the specific asset.

- In cases that the Company has transferred the rights on inflow of case resources from the specific asset but has not transferred substantially all risks and benefits from, or the control over, the specific asset, then such asset is recognised at the extent of the Company's continued participation in such asset. The continued participation that has the form of a guarantee on the asset transferred is assessed at the lower of the asset's initial balance and the maximum amount that the Company is called to pay. When the continued participation has the form of call and/or put option on the asset (including options settled by cash), the extent of the Company's continued involvement is the value of the asset transferred that the Company may repurchase, excluding the case of a put option on the asset that is assessed at fair value, where the continued participation of the Company is limited to the lower of the fair value of the asset transferred and the option exercise price.

(ii) Financial liabilities: Financial liabilities are de-recognised when the liability is cancelled or expires or no longer exists. If an existing liability is replaced by another of the same lender but under substantially different terms or if there are material changes in the terms of an existing liability, then the initial liability is de-recognised,
and a new liability is recognised and the difference that occurs in the balances is recognised in the results.

(y) Dividends: Dividends are accounted for as income, when the right to collect them is vested. The distribution of dividend is recognised as a liability when approved by the General Meeting of Shareholders.

- ***Determination of fair values***

Under the IFRS, the Group has the discretion to measure its assets or liabilities at their fair value. Fair value is a market-based measurement and does not relate to a specific entity. For certain assets and liabilities, there may be available observable market transactions or market information. For other assets and liabilities, there may not be available observable market transactions or market data or market information. The Group has no significant assets or liabilities measured at fair value.

4. HOLDINGS IN SUBSIDIARIES

The consolidated financial statements comprise the parent company's and the subsidiaries' financial statements, which are consolidated using the total consolidation method and are the following:

Subsidiary / Business	Year of establishment	%	Country
Motodiktyo S.A. Motorcycles, motorbikes, machinery, machines and any type of motor agency, import, trade, distribution, maintenance, repair and assembling.	2002	100%	Greece
Motodynamics Srl. Representation, exclusive distribution, re-export, logistics services and trading of Yamaha brand products in Romania	1994	100%	Romania
Motodynamics Ltd. Representation, exclusive distribution, re-export, logistics services and trading of Yamaha brand products in Bulgaria	1992	100%	Bulgaria
Lion Rental SA Services of car rental, short-term and long-term lease, as an exclusive franchisee of SIXT GmbH & Co	1998	80,5%	Greece

Up to 2011, the Company, jointly appraising international and local developments in conjunction with the accumulated losses of its subsidiaries Motodynamics Srl and Motodynamics Ltd, formed a provision amounting to € 1.820 thousand in total, by which it partially impaired its participating interest in the above subsidiaries, considering that the recovery of the corresponding amount is not forecasted to take place during ensuing years. Within December 2019, the Company reviewed the provision for the devaluation of its participating interests, but no significant differences occurred. The formed provision pertains to subsidiary Motodynamics Ltd (Bulgaria) by € 1.120.000 and Motodynamics Srl (Romania) by € 700.000.

In 2018, the Company's holding in Motodynamics Ltd (Bulgaria) was reduced by € 179.170,48 due to a share capital decrease by reimbursement of cash to the shareholders.

In 2019, the Company's holding in Motodynamics Ltd (Romania) was reduced by €140,343.00 due to a share capital decrease by reimbursement of cash to the shareholders.

Participation of the parent company in subsidiaries included in the consolidated financial statements has as follows:

	31 December 2019	31 December 2018
Motodiktyo S.A.	1.578.156,52	1.578.156,52
Motodynamics Srl.	1.743.584,84	1.883.927,84
Motodynamics Ltd.	1.320.177,36	1.320.177,36
Lion Rental SA	15.000.000,00	15.000.000,00
Provision for devaluation of participating interests	(1.820.000,00)	(1.820.000,00)
	17.821.918,72	**17.962.261,72**

4.1 Subsidiaries with significant minority interests

The Group has a subsidiary, Lion Rental S.A., which includes significant minority interests. The table below presents the minority interests in Group subsidiaries.

Subsidiary	% minority interests	Results attributable to minority interests	Minority interests
	31/12/2019	31/12/2019	31/12/2019
LION RENTAL SA	19,5%	(9.448,44)	2.748.790,21

The summary financial statements of the above Group subsidiary before writing off the value of intragroup transactions: amounts in Euro

Subsidiary	**LION RENTAL SA**
	31/12/2019
Brief Statement of Financial Position as at 31 December	
Non-current assets	36.465.406,19
Current assets	7.719.488,36
Assets	**44,184,894.55**
Long-term liabilities	20.582.365,83
Short-term liabilities	9.534.652,62
Total liabilities	**30.117.018,45**
Equity attributable to shareholders of the parent company	**14.067.876,10**
Attributable to:	
Shareholders of the company	**11.319.085,89**
Minority interests	**2.748.790,21**
Summary income statement and statement of comprehensive income	**01/01/2019 – 31/12/2019**
Sales	31.260.921,24
Profit/(loss) attributable to shareholders of the parent company	(39.053,39)
Minority interests	(9.448,44)
Profit/(loss) for the period after taxes	**(48.501,83)**
Other comprehensive income for the year after tax	(38.485,48)
Total comprehensive income attributable to:	
Shareholders of the parent company	(70.024,78)
Minority interests	(16.962,53)
Aggregate total income	**(86.987,31)**
Brief Cash Flow Statement	
Net cash flow from operating activities	(15.957.479,76)
Net cash flow from investment activities	(126.815,57)
Net cash flow from financing activities	1.913.000,00
Net (decrease) / increase in cash and cash equivalents	**(14.171.295,33)**

5. TRANSACTIONS - BALANCES WITH SUBSIDIARIES

Transactions with subsidiaries

Transactions with subsidiaries (sales of merchandise and provision of services) are carried out within the Company's normal business operations. Outstanding balances at the end of the period are unsecured, interest free and settlement is made in cash within the term agreed between the said companies. On 31 December 2019, there were no guarantees or any other company's commitments to its subsidiaries. The Company's Management does not deem that a provision is required for potential failure to collect its receivables from its subsidiaries and, therefore, no provision has been formed.

The breakdown of transactions (sales of merchandises and provision of services) of the Company with the above mentioned subsidiaries, in which it holds a participating interest, the balances thereof, as well as the breakdown of transactions among the subsidiaries are presented below.

	COMPANY	
	31 December 2019	**31 December 2018**
Sale of goods and services		
Motodiktyo S.A.	5.960.512,6	5.854.827,61
Lion Rental SA	1.199.605,54	-
Motodynamics Ltd.	870.022,16	787.585,03
Motodynamics Srl.	2.236.096,88	1.952.910,93
	10.266.237,18	**8.595.323.57**
Purchases of goods and services		
Motodiktyo S.A.	69.515,69	85.850,97
Lion Rental SA	273.507,07	-
Motodynamics Ltd.	970,71	7.612,67
Motodynamics Srl.	14.782,34	30.393,74
	358.775,81	**123.857,38**
Receivables		
Motodiktyo S.A.	2.835.988,29	2.296.813,57
Lion Rental SA	625.299,29	-
Motodynamics Ltd.	429,39	(7.124,56)
Motodynamics Srl.	19.383,02	46.770,30
	3.481.099,99	**2.336.459,31**
Liabilities		
Motodiktyo S.A.	-	1.500,00
Lion Rental SA	-	-
Motodynamics Srl.	26.228,08	11.845,74
	26.228,08	**13.345,74**

	Motodynamics Ltd.		Motodynamics Srl.	
	31 December 2019	**31 December 2018**	**31 December 2019**	**31 December 2018**
Sale of goods and services				
Motodynamics Srl	54.578,00	5.240,00	-	-
Motodynamics Ltd.	-	-	52.430,00	28.390,00
	54.578,00	**5.240,00**	**52.430,00**	**28.390,00**
Purchases of goods and services				
Motodynamics Srl	52.430,00	28.390,00	-	-
Motodynamics Ltd.	-	-	54.578,00	5.240,00
	52.430,00	**28.390,00**	**54.578,00**	**5.240,00**

Compensation of key management personnel of the Company and the Group:

Compensation of key management personnel of the Company and the Group for the year ended 31 December 2019 and 2018, were as follows:

	GROUP		COMPANY	
	31 December 2019	**31 December 2018**	**31 December 2018**	**31 December 2018**
Benefits to key management personnel of the Company and the Group				
Compensation of key management personnel	1.662.620,86	1.254.507,35	1.474.509,23	1.238.299,12
Key management personnel receivables	-	-	-	-
Liabilities to key management personnel	801.773,62	798.679,47	801.773,62	798.679,47

In 2019, the remunerations of the management of the company increased due to the changes in staffing for the provision of support services to the subsidiary Lion Rental. At the same time, the remunerations of the Management of the Group appear to be increased due to the full incorporation of such subsidiary.

6. SALES

Sales presented in the accompanying financial statements are broken down as follows:

	GROUP		COMPANY	
	31 December 2019	**31 December 2018**	**31 December 2019**	**31 December 2018**
Motorised two-wheelers and similar products	21.189.310,46	19.828.758,76	19.775.960,21	18.711.823,78
Rental - sale of cars	26.982.365,62	721.413,06	-	-
Marine motors and similar products	7.016.287,16	7.040.157,66	6.616.341,68	6.886.958,92
Cars	17.786.982,74	14.166.600,45	18.737.489,44	14.166.600,45
Spare parts - Accessories - Lubricants - Services	16.503.962,43	16.128.996,92	14.474.860,33	14.005.584,58
Sales of assets	4.909.960,62	2.576.587,79	609.705,00	926.060,00
Total Sales	**94.388.869,03**	**60.462.414,64**	**60.214.356,66**	**54.697.027,73**

Reclassification of items for the year 2018 (note 35).

7. ADMINISTRATIVE EXPENSES

Administrative expenses presented in the accompanying financial statements are analysed as follows:

	GROUP		COMPANY	
	31 December 2019	**31 December 2018**	**31 December 2019**	**31 December 2018**
Staff remunerations and expenses (note 14)	1.437.982,96	1.449.146,57	1.405.051,17	1.379.559,30
Third parties fees and benefits	1.335.356,81	473.282,88	418.083,98	403.700,30
Advertising and Promotion Expenses	37.004,30	20.249,60	37.004,30	20.249,60
Other	137.273,81	66.578,42	137.273,81	66.578,42
Depreciation of fixed assets (note 15)	58.923,87	19.115,35	-	-
Total administrative expenses	**3.006.541,75**	**2.028.372,82**	**1.997.413,26**	**1.870.087,62**

8. SALES AND DISTRIBUTION EXPENSES

Sales and distribution expenses in the accompanying financial statements are analysed as follows:

	GROUP		COMPANY	
	31 December 2019	**31 December 2018**	**31 December 2019**	**31 December 2018**
Staff remunerations and expenses (note 14)	7.215.241,70	3.986.211,17	2.840.323,60	2.871.565,09
Third parties fees and benefits	3.211.594,16	2.202.561,66	732.679,27	1.639.318,34
Advertising and Promotion Expenses	983.595,52	813.499,93	817.502,14	648.547,43
Other	1.593.945,47	341.901,31	444.737,68	230.624,42
Depreciation of fixed assets (note 15)	2.342.404,48	951.585,65	1.474.701,60	870.772,52
Total distribution expenses	**15.346.781,32**	**8.295.759,73**	**6.309.944,29**	**6.260.827,80**

For the year ended on 31 December 2019, the Group's administrative expenses include statutory auditor fees of € 5 thousand, paid for other services than the auditing of the financial statements.

9. OTHER INCOME

Other income presented in the attached financial statements is analysed as follows:

	GROUP		COMPANY	
	31 December 2019	31 December 2018	31 December 2019	31 December 2018
Income from guarantees	169.366,42	117.831,22	160.499,46	140.694,97
Income from commissions	83.141,96	10.960,23	240,00	1.927,43
Income from sales of assets	10.605,59	25.644,01	8.548,57	24.884,55
Income from insurance firms	14.883,69	33.500,12	9.883,69	20.527,23
Income from provisions for bad debts	-	4.348,84	-	-
Prior period income	228.358,90	1.025,55	219.702,63	936,24
Income from useful compensation of staff	-	9.248,73	-	-
Income from administrative services	-	-	414.845,83	-
Other	154.165,68	71.638,22	5.050,44	33.831,00
Total other income	**660.522,24**	**274.196,92**	**818.770,62**	**222.801,42**

The increase of the other income of the company in 2019 is mainly attributed to the administrative support income regarding to its subsidiaries.

10. OTHER EXPENSES

Other expenses presented in the financial statements are broken down as follows:

	GROUP		COMPANY	
	31 December 2019	31 December 2018	31 December 2019	31 December 2018
Fines and increments	49.684,86	25.376,21	2.188,84	4.007,71
Losses from sales of assets	15.068,35	66.669,11	8.568,35	32.982,59
Past years expenses	124.196,72	31.651,80	58.147,34	28.927,43
Other	48.327,23	2.525,82	11.227,84	2.200,00
Total other expenses	**237.277,16**	**126.222,94**	**80.132,37**	**68.117,73**

11. FINANCIAL INCOME

Financial income presented in the accompanying financial statements is analysed as follows:

	GROUP		COMPANY	
	31 December 2019	31 December 2018	31 December 2019	31 December 2018
Credit interest	20.001,24	413,46	57,86	27,93
Foreign exchange gain	7.076,43	8.696,70	1.131,65	1.077,20
	27.077,67	**9.110,16**	**1.189,51**	**1.105,13**

12. FINANCIAL EXPENSES

Financial expenses presented in the accompanying financial statements are analysed as follows:

	GROUP		COMPANY	
	31 December 2019	31 December 2018	31 December 2019	31 December 2018
Debit interest	1.285.544,36	470.443,90	640.689,60	422.223,57
Commissions and Bank expenses	244.563,42	84.575,41	41.698,56	45.202,82
Foreign exchange loses	14.507,17	15.171,51	2.872,79	4.034,22
Financial expenses from rights of use	314.725,91	-	171.571,00	-
	1.859.350,86	**570.190,82**	**856.831,95**	**471.460,61**

13. INCOME TAX (CURRENT AND DEFERRED)

Income tax in the income statement is analysed as follows:

	GROUP		COMPANY	
	31 December 2019	31 December 2018	31 December 2019	31 December 2018
Current income tax	457.233,06	40.269,89	405.816,51	-
Deferred income tax	(15.119,38)	180.810,84	168.563,57	353.141,84
Other income taxes	61.922,30	-	61.922,30	-
	504.035,98	**221.080,73**	**636.302,38**	**353.141,84**

The tax rate for societes anonymes in Greece for the period ending on 31 December 2019 is 24% (31 December 2018: 29) as amended by Article 22 of Law 4646/2019, according to which, the income from any business activity of legal persons, shall be taxed with a tax rate of 24% for income starting from the fiscal year 2019.

Tax returns are filed annually but tax profits or losses remain provisional until the company undergoes a tax audit and a final tax assessment is issued. Tax losses, to the extent they are accepted by the tax authorities, can be offset against future profits for a five-year period as of the year in which they arose.

The subsidiary Lion Rental S.A. has been tax audited for the fiscal years up to 2009 inclusive. The fiscal year 2010 has not been audited by tax authorities and has been statute-barred. For FY 2011, 2012, and 2013, the Company has been audited by certified auditors-accountants, as laid down in Article 82(5) of Law 2238/1994. For FY 2014 through 2018, the Company has been audited by certified auditors-accountants, as laid down in Article 65A of Law 4174/2013.

The tax audit for FY 2019 is already being carried out by the auditing firm CERTIFIED PUBLIC ACCOUNTANTS S.A. (SOL S.A.) The Company's Management is not expecting significant tax liabilities upon completion of the tax audit, other than those recorded and presented in the financial statements.
Taking into account the above relating to the Tax Compliance Report (where applicable), the table below presents the fiscal years for which the tax payables of the Company and its domestic subsidiaries have not been finalised yet:

Company	Unaudited Periods
Motodynamics S.A.	2014 up to 2019 inclusive
Motodiktyo S.A.	2014 up to 2019 inclusive
Motodynamics Ltd. (Bulgaria)	2008 up to 2019 inclusive
Motodynamics Srl. (Romania)	2010 up to 2019 inclusive
Lion Rental SA	2014 up to 2019 inclusive

A special tax audit has been carried out on the parent company, Motodynamics S.A., as well as on its subsidiary, Motodiktyo S.A., for the fiscal years 2012 up to 2016 and 2018 inclusive, pursuant to Article 82 of Law 2238/94 for the fiscal year 2012 and pursuant to Article 65A of Law 4174/2013 for the fiscal years 2013 up to 2016 and 2018 inclusive, and relevant tax certificates have been issued resulting in a conclusion with any reservations being expressed by the legal auditors.
Under Circular No 1006/2016, companies that have been subject to the above special tax audit are not exempted from statutory auditing by the competent tax authorities.
For the fiscal year 2019, the tax auditing by chartered auditors - accountants for the purpose of issuance of a Tax Compliance Report is in progress. The Management is not expecting significant tax liabilities upon completion of the tax audit, other than those recorded and presented in the financial statements.

For the unaudited tax periods it is not possible to make a reliable assessment of the additional taxes and penalties that maybe charged and that is because taxes and fines are depend on the significance of findings by the tax authorities. To that end, the company has made a provision of € 45.000,00 shown in Accrued and other current liabilities for additional taxes and penalties to account for unaudited tax years, on the basis of tax assessments of previous years. An analysis and reconciliation of the nominal tax amount derived from the application of the nominal rate to earnings before taxes with the actual tax that arose is shown below:

13. INCOME TAX (CURRENT AND DEFERRED) (continued)

	GROUP	
	31 December 2019	**31 December 2018**
Profit before tax	1.747.943,87	185.596,80
Tax rate	24%	29%
Income tax (based on applicable tax rate)	419.506,53	53.823,07
Readjustment of the estimate of prior year losses for which a tax asset is recognised	-	(71.491,67)
Subsidiary losses for which no deferred income tax was recognised	(98.119,64)	(111.054,04)
Difference from tax rate adjustment	(83.465,77)	80.171,70
Tax rate differences between parent and subsidiaries	(162.911,26)	(49.909,09)
Non-tax deductible Expenses		
- Accounting differences	193.299,16	144.319,20
- Other provisional differences of accounting - taxation basis	235.726,97	175.221,56
	504.035,98	221.080,73
Actual tax burden	**504.035,98**	**221.080,73**

	COMPANY	
	31 December 2019	**31 December 2018**
Profit before tax	1.922.750,52	1.252.668,15
Tax rate	24%	29%
Income tax (based on applicable tax rate)	461.460,12	363.273,76
Readjustment of the estimate of prior year losses for which a tax asset is recognised	-	(71.491,66)
Difference from tax rate adjustment	(83.465,77)	72.836,85
Non-tax deductible Expenses		
- Accounting differences	133.922,30	101.500,00
- Other provisional differences of accounting - taxation basis	124.385,73	(112.977,11)
	636.302,38	353.141,84
Actual tax burden	**636.302,38**	**353.141,84**

Deferred income taxes are calculated on the basis of all temporary tax differences based on the tax rates expected to be in force during the years in which an asset will be recovered or a liability will be settled and based on tax rates (and tax laws) that are applicable at the balance sheet date. The tax rate for societes anonymes in Greece for the period ending on 31 December 2019 is 24% (31 December 2018: 29) as amended by Article 22 of Law 4646/2019, according to which, the income from any business activity of legal persons, shall be taxed with a tax rate of 24% for income starting from the fiscal year 2019.

Movement in the deferred income tax account is as follows:

	GROUP		COMPANY	
	31 December 2019	**31 December 2018**	**31 December 2019**	**31 December 2018**
Beginning Balance	6.194.757,93	1.602.494,59	1.002.577,06	1.322.211,88
Balance from subsidiary acquisition	-	4.741.031,44	-	-
Direct charge on equity	29.056,04	32.042,74	7.076,39	33.507,02
Debit to income statement	15.119,38	(180.810,84)	(168.563,57)	(353.141,84)
Ending Balance	**6.238.933,35**	**6.194.757,93**	**841.089,88**	**1.002.577,06**

13. INCOME TAX (CURRENT AND DEFERRED) (continued)

Deferred income tax assets and liabilities are as follows :

	GROUP			
	Balance sheet		Income statement	
	31 December 2019	31 December 2018	31 December 2019	31 December 2018
Deferred tax assets				
- Write-off of intangibles	268.269,22	39.483,85	228.785,37	327.081,00
- Inventories	186.584,88	230.968,26	(44.383,38)	(3.438,84)
- Tax losses	3.523.946,71	2.458.371,59	1.044.641,24	(290.790,79)
- Provision for staff retirement indemnities	205.092,76	116.262,56	88.830,19	(9.982,48)
- Board of Directors' Fees	168.000,00	196.000,00	(28.000,00)	(7.000,00)
- Other provisions	1.506.487,06	2.752.016,50	(1.246.529,44)	(174.831,22)
- Provision for doubtful receivables	583.437,71	626.138,30	(49.358,46)	(44.240,23)
Gross Deferred Income Tax Assets	**6.441.818,34**	**6.420.241,06**	**(6.014,47)**	**(203.202,56)**
Deferred tax liabilities				
- Depreciation of tangible fixed assets	(52.139,17)	(57.570,33)	5.431,16	5.148,05
- Depreciation of intangible fixed assets	(150.745,81)	(167.912,78)	15.702,69	17.243,66
Gross Deferred Income Tax Liabilities	**(202.884,98)**	**(225.483,11)**	**21.133,85**	**22,391.72**
Net Deferred Income Tax Assets	**6.238.933,35**	**6.194.757,93**		
Credit/Debit to results			**15.119,38**	**(180.810,84)**

	COMPANY			
	Balance sheet		Income statement	
	31 December 2019	31 December 2018	31 December 2019	31 December 2018
Deferred tax assets				
- Write-off of intangibles	53.328,84	58.883,93	(5.555,09)	**(5.555,09)**
- Provision for:				
- slow moving inventories	83.950,32	111.058,32	(27.108,00)	**(10.575,51)**
- staff retirement indemnities	127.122,37	116.262,56	10.859,80	**(9.982,48)**
- Board of Directors' Fees	168.000,00	196.000,00	(28.000,00)	**(7.000,00)**
- Other provisions	96.242,40	134.029,00	(37.786,60)	**59.384,16**
- Tax losses	-	40.040,00	(40.040,00)	**(357.985,80)**
- Provision for doubtful receivables	515.330,93	571.786,36	(63.531,82)	**(42.354,56)**
Gross Deferred Income Tax Assets	**1.043.974,86**	**1.228.060,17**	**(191.161,70)**	**(374.069,27)**
Deferred tax liabilities				
- Depreciation of tangible fixed assets	(52.139,17)	(57.570,33)	5.431,16	5.148,05
- Depreciation of intangible fixed	(150.745,81)	(166.448,50)	15.702,69	17.243,66
- Other	-	(1.464,28)	1.464,28	(1.464,28)
Gross Deferred Income Tax Liabilities	**(202.884,98)**	**(225.483,11)**	**22.598,13**	**20.927,44**
Net Deferred Income Tax Assets	**841.089,88**	**1.002.577,06**		
Credit/Debit to results			**(168.563,57)**	**(353.141,84)**

The Group estimates that in the next fiscal years there will be taxable profits for its subsidiaries, which will offset part of the tax losses established to date.

14. PAYROLL COST

Payroll cost presented in the accompanying finances statements is analysed as follows :

	GROUP		COMPANY	
	31 December 2019	**31 December 2018**	**31 December 2019**	**31 December 2018**
Payroll cost included in :				
- Administrative expenses (note 7)	1.437.982,96	1.449.146,57	1.405.051,17	1.379.559,30
- Sales & Distribution expenses (note 8)	7.215.241,70	3.986.211,17	2.840.323,60	2.871.565,09
	8.653.224,66	**5.435.357,74**	**4.245.374,77**	**4.251.124,39**

All payroll costs incurred in 2019 and 2018 have been charged to income in these respective years.

15. DEPRECIATION

Depreciation presented in the accompanying financial statements is analysed as follows:

	GROUP		COMPANY	
	31 December 2019	**31 December 2018**	**31 December 2019**	**31 December 2018**
Depreciation included in :				
- Administrative expenses (note 7)	58.923,87	19.115,35	-	-
- Sales & Distribution expenses (note 8)	2.342.404,48	951.585,65	1.474.701,60	870.772,52
- Cost of Sales	5.040.971,98	214.862,19	-	-
	7.442.300,33	**1.185.563,19**	**1.474.701,60**	**870.772,52**

The above depreciation charges refer to the following asset categories:

	GROUP		COMPANY	
	31 December 2019	**31 December 2018**	**31 December 2019**	**31 December 2018**
Depreciation				
- of tangible assets (note 17)	7.255.401,09	1.014.858,19	1.300.734,41	703.249,02
- intangible assets (note 20)	186.899,24	170.705,00	173.967,19	167.523,50
	7.442.300,33	**1.185.563,19**	**1.474.701,60**	**870.772,52**

All depreciation charged in 2019 and 2018 has been included in the financial statements for the respective years.

16. EARNINGS PER SHARE

Basic earnings per share were calculated by dividing the net earnings attributable to the parent company's shareholders by the weighted average number of trading shares during the year, except for the average of ordinary shares acquired as treasury shares. Diluted earnings per share were calculated by dividing the net earnings/losses attributable to the parent company's shareholders by the weighted average number of trading shares as above, adapted to the effect of the possible allocation of free shares, except for the average of ordinary shares acquired as own shares.

	GROUP		COMPANY	
	1.1 – 31.12.2019	**1.1 – 31.12.2018**	**1.1 – 31.12.2019**	**1.1 – 31.12.2018**
Earnings used for the calculation of basic / diluted earnings per share	**1.253.356,33**	**169.693,95**	**1.286.448,14**	**899.526,31**
Shares' weighted average				
Total Shares	22.230.000	11.700.000	22.230.000	11.700.000
Less: Weighted average of own share purchase	-	-	-	-
Basic weighted average of shares	**22.230.000**	**11.700.000**	**22.230.000**	**11.700.000**
Total Shares	22.230.000	11.700.000	22.230.000	11.700.000
Less: Weighted average of own share purchase	-	-	-	-
Plus: Weighted average of reserves for allocation of free shares to directors	-	-	-	-
Diluted	**22.230.000**	**11.700.000**	**22.230.000**	**11.700.000**
Earnings per share (in Euro):				
Basic	0,0564	0,0145	0,0579	0,0769
Diluted	0,0564	0,0145	0,0579	0,0769

17. TANGIBLE FIXED ASSETS

The tangible fixed assets of the Group presented in the accompanying financial statements can be broken down as follows:

Value at Acquisition	**Land**	**Buildings**	**Machinery**	**Transport Equipment**	**Fleet Vehicles**	**Furniture & Fixtures**	**Total**
31 December 2017	**401.047,37**	**3.176.735,39**	**758.619,43**	**3.536.822,30**	**-**	**4.465.401,23**	**12.338.625,72**
Acquisition of subsidiary	124.611,65	-	5.124,86	-	11.494.753,94	130.983,24	**11.755.473,69**
Additions	-	477.404,48	44.697,87	1.814.709,22	876.432,38	296.445,67	**3.509.689,63**
Foreign exchange differences	-	-	(14,26)	(93,32)	-	(243,07)	**(350,65)**
Sales	(99.080,68)	(153.882,77)	-	(1.191.575,36)	(1.687.800,01)	(18.706,74)	**(3.151.045,56)**
Disposals-Items Written off	-	(5.630,32)	-	-	-	-	**(5.630,32)**
31 December 2018	**426.578,34**	**3.494.626,78**	**808.427,90**	**4.159.862,84**	**10.683.386,31**	**4.873.880,33**	**24.446.762,50**
Additions	-	98.432,51	23.989,32	1.680.006,77	27.249.543,58	447.622,56	**29.499.594,74**
Foreign exchange differences	-	-	(345,49)	(5.862,86)	-	(6.230,25)	**(12.438,60)**
Sales	-	(2.297,59)	(6.098,78)	(954.253,81)	4.679.730,91	(30.445,94)	**(5.672.827,03)**
Transfers	(124.611,65)	616.211,02	67.651,26	-	-	672.958,53	**1.232.209,16**
Disposals-Items Written off	-	(6.945,55)	(559,64)	(37.963,40)	(24.586,96)	-	**(70.055,55)**
31 December 2019	**301.966,69**	**4.200.027,17**	**893,064.57**	**4.841.789,53**	**33.228.612,02**	**5,957,785.23**	**49.423.245,21**
Accumulated Depreciation							
31 December 2017	**-**	**1.956.718,43**	**676.054,63**	**1.291.655,35**	**-**	**3.867.013,19**	**7.791.441,60**
Depreciation for the year (note 15)	13.739,68	187.895,83	37.553,73	477.524,07	135.685,25	162.459,63	**1.014.858,19**
Disposals-Items Written off	-	(4.982,70)	-	-	-	-	**(4.982,70)**
Foreign exchange differences	-	-	(13,16)	(92,04)	-	(275,79)	**(380,99)**
Sales	-	(52.897,27)	-	(247.034,87)	(17.719,19)	(2.254,96)	**(319.906,29)**
31 December 2018	**13.739,68**	**2.086.734,29**	**713.595,20**	**1.522.052,51**	**117.966,06**	**4.026.942,07**	**8.481.029,81**
Depreciation for the year (note 15)	-	245.127,12	29.647,34	555.388,12	4.922.141,85	229.260,89	**5.981.565,32**
Disposals-Items Written off	-	(6.596,93)	-	(3.413,11)	-	-	**(10.010,04)**
Transfers	(13.739,68)	505.339,05	67.651,26	-	-	672.958,63	**1.232.209,26**
Foreign exchange differences	-	(0,01)	(299,10)	(1.955,99)	-	(6.337,34)	**(8.592,44)**
Sales	-	(1.333,06)	(6.658,31)	(263.955,12)	(671.387,85)	(26.215,99)	**(969.550,33)**
31 December 2019	**-**	**2.829.270,46**	**803.936,39**	**1.808.116,41**	**4.638.720,06**	**4.896.608,26**	**14.706.651,68**
Net Book Value							
31 December 2017	**401.047,37**	**1.220.016,96**	**82.564,80**	**2.245.166,95**	**-**	**598.388,04**	**4.547.184,12**
31 December 2018	**301.966,69**	**1.407.892,49**	**94.832,70**	**2.637.810,33**	**10.565.420,25**	**846.938,26**	**15.965.732,69**
31 December 2019	**301.966,69**	**1.370.756,71**	**89.128,18**	**3.033.673,13**	**28.859.891,96**	**1.061.176,97**	**34.716.593,63**

17. TANGIBLE FIXED ASSETS (continued)

The tangible fixed assets of the Company presented in the accompanying financial statements can be broken down as follows:

	Land	Buildings	Machinery	Transport Equipment	Furniture & Fixtures	Total
Value at Acquisition						
31 December 2017	**401.047,37**	**2.662.321,35**	**672.244,63**	**2.982.867,43**	**3.491.860,07**	**10.210.340,85**
Additions	-	180.337,40	13.283,68	1.405.506,77	165.591,51	**1.764.719,36**
Sales	99.080,68	153.882,77	-	1.134.259,89	17.206,74	**1.404.430,08**
31 December 2018	**301.966,69**	**2.688.775,98**	**685.528,31**	**3.254.114,31**	**3.640.244,84**	**10.570.630,13**
Additions	-	57.662,28	16.792,44	1.408.644,32	256.727,93	**1.739.826,97**
Disposals-Items Written off				8.126,47		8.126,47
Sales	-	-	-	818.649,23	-	818.649,23
31 December 2019	**301.966,69**	**2.746.438,26**	**702.320,75**	**3.835.982,93**	**3.896.972,77**	**11.483.681,40**
Accumulated Depreciation						
31 December 2017	**-**	**1.469.530,63**	**592.733,75**	**1.138.728,94**	**2.922.004,36**	**6.122.997,68**
Depreciation for the year (note 15)	**-**	165.281,29	33.064,14	373.535,10	131.368,49	**703.249,02**
Sales	-	(52.897,27)	-	(236.240,78)	(2.161,63)	**(291.299,68)**
Disposals-Items Written off	-	-	-	-	-	**-**
31 December 2018	**-**	**1.581.914,65**	**625.797,89**	**1.276.023,26**	**3.051.211,22**	**6.534.947,02**
Depreciation for the year (note 15/Additions)	**-**	177.624,00	22.238,77	400.426,02	152.470,62	**752.759,41**
Sales	-	-	-	232.621,49	-	**232.621,49**
Disposals-Items Written off	-	-	-	3.413,11	-	**3.413,11**
31 December 2019	**-**	**1.759.538,65**	**648.036,66**	**1.440.414,68**	**3.203.681,84**	**7.051.671,83**
Net Book Value						
31 December 2017	**401.047,37**	**1.192.790,72**	**79.510,88**	**1.844.138,49**	**569.855,71**	**4.087.343,17**
31 December 2018	**301.966,69**	**1.106.861,33**	**59.730,42**	**1.978.091,05**	**589.033,62**	**4.035.683,11**
31 December 2019	**301.966,69**	**986.899,61**	**54.284,09**	**2.395.568,25**	**693.290,93**	**4.130.042,88**

No liens or other commitments burden the Group or Company's fixed assets.

18. GOODWILL

The goodwill arising from the consolidation of acquired businesses for the fiscal years 2019 and 2018 is broken down as follows:

(amounts in euros)	**Goodwill**
Net book value as at 1/1/2018	**-**
Gross book value	2.544.250,59
Impairment	-
Net book value as at 31/12/2018	**2.544.250,59**

	Goodwill
Net book value as at 1/1/2019	**2.544.250,59**
Additions	222.158,10
Sales - Disposals	-
Impairment	**-**
Takeover of subsidiary	**-**
Net book value as at 31/12/2019	**2.766.408,69**

The goodwill shown in the financial statements is the final goodwill generated from the acquisition of LION RENTAL S.A. in 2018.

The fair value of the total assets acquired and of the obligations undertaken by the Group, as well as of the resulting goodwill as at 31/12/2019 has been finalised in accordance with IFRS 3. With regard to the provisional goodwill, which had been calculated on 31/12/2018 at € 2.544.250,59, as at 31/12/2019 following the finalisation of the valuation of the fleet and the requirements of the company sold, the goodwill was increased by € 222.158,10 million. The minority interests as on 31/12/2019 were measured based on the proportional share of the current ownership rights in the recognised amounts of the net assets of the company acquired.

The final value of the assets acquired, as well as the obligations assumed by the Group at acquisition date are presented below:

18. GOODWILL (continued)

	LION RENTAL SA Fair values as at 3/12/2018
Assets	
Non-current assets	
Owner-occupied tangible assets - Fleet	11.494.753,94
Other tangible assets	260.719,75
Intangible assets	33.029,24
Other long-term receivables	1.594.666,10
Deferred tax assets	4.741.031,44
Total non-current assets	**18.124.200,47**
Current assets	
Trade receivables	4.752.379,37
Other receivables	3.771.070,20
Cash and cash equivalents	15.739.051,97
Total current assets	**24.262.501,54**
TOTAL ASSETS	**42.386.702,01**
Long-term liabilities	
Post-employment benefits	305.194,62
Non-current loan liabilities	18.000.000,00
Other long-term liabilities	484.630,65
Total	**18.789.825,25**
Short-term liabilities	
Trade and other liabilities	6.100.890,31
Other short-term liabilities	2.298.978,61
Total	**8.399.868,92**
Total liabilities	**27.189.694,17**
Net assets acquired	**15.197.007,82**
Acquisition rate	**80,5%**

Goodwill	**Amounts**
Total price	15.000.000,00
Minority interests (15.197.007,82 * 19,5%)	2.963.416,52
Total	**17.963.416,52**
(-) Assets acquired	15.197.007,82
Goodwill	**2.766.408,70**

- **Goodwill impairment review**

The Group reviewed goodwill for potential impairment. The recoverable amount of goodwill was assessed based on value in use, which was calculated using the discounted cash flow method. In determining value in use, the management uses assumptions that are considered reasonable and based on the consensus of estimates made by international rating agencies and analysts, as well as on the best possible information available to it, which is valid as of the reporting date of the financial statements. The impairment review undertaken revealed no need for derecognition of goodwill.

18. GOODWILL (continued)

- **Assumptions used to determine value in use**

To determine the recoverable value of cash-generating units, the Group relied on business plans prepared by management, which include the necessary revisions to indicate the current economic climate and reflect past experience, sector study forecasts, and other available information from external sources. The key assumptions used by the Group to determine the estimated future cash flows are as follows:

- **Weighted Average Cost of Capital (WACC)**

The WACC method reflects the discount rate of future cash flows, at which the cost of equity and the cost of long-term borrowing are weighted, in order to calculate the cost of total capital. Given that the denomination of all cash flows in the business plans is in euros, the performance of the ten-year German Bond was used to reflect risk-free return. Estimates from independent sources were taken into account in calculating the risk premium. The sensitivity of beta coefficients is assessed annually according to published market data, on the basis of similar companies listed on Greek and foreign stock exchanges. The Company's WACC was estimated at 9%. Apart from the above estimates relating to the assessment of the value in use of cash-generating units, Management is not aware of any changes in conditions that could affect its other assumptions. The Group analysed the sensitivity of the recoverable amounts in relation to a 0,5% change in the basic assumption of the discount rate. No impairment amount is expected to arise according to the relevant analyses.

- **Preparation of business plans**

Business plans are prepared for a maximum 5-year period and are based on recently drawn up budgets and estimates.

The anticipated growth in turnover for the next five years was based on sector analysis, past data, as well as management's estimates of the outcome of specific strategic actions (product differentiation, promotion, pricing policy, etc.).
The evolution of cost data was based on the envisaged network of rental stations and their staffing, as well as the maintenance needs of the vehicle fleet, using reasonable assumptions.
The investment plan took into account the purchase of a sizable fleet of vehicles within the framework of the Group's financial resources in order to carry out the above actions, as well as the policy regarding the maximum time they should remain in service.
Cash flows beyond the 5-year period are extrapolated using estimated growth rates. The growth rate was assessed at 2% in perpetuity.

19. RIGHT-TO-USE ASSETS

(amounts in euros)	GROUP		
	Land & Buildings	**Transport Equipment**	**Total**
Balance at 1 January 2019 (1st application of IFRS 16)	**5.682.864**	**189.895**	**5.872.759**
Additions	57.520	-	**57.520**
Depreciation	(1.182.437)	(91.398)	**(1.273.835)**
Derecognition of Rights to Use	(157.370)	-	**(157.370)**
31 December 2019	**4.400.577**	**98.497**	**4.499.074**

(amounts in euros)	PARENT COMPANY		
	Land & Buildings	**Transport Equipment**	**Total**
Balance at 1 January 2019 (1st application of IFRS 16)	**2.768.392**	**137.532**	**2.905.924**
Additions	-	264.187	**264.187**
Depreciation	(481.458)	(66.517)	**(547.976)**
Derecognition of Rights to Use	-	-	-
31 December 2019	**2.286.933**	**335.201**	**2.622.135**

19. RIGHT-TO-USE ASSETS (continued)

	GROUP		COMPANY	
	31 December 2019	**1 January 2019**	**31 December 2019**	**1 January 2019**
Land and buildings with rights of use	4.400.577	5.682.864	2.286.934	2.768.391
Vehicles with rights of use	98.497	189.895	335.201	137.532
Right-of-use assets	**4.499.074**	**5.572.759**	**2.622.135**	**2.905.923**

20. INTANGIBLE ASSETS - RIGHTS

Intangible assets include the software programmes and rights presented in the accompanying financial statements, and which are analysed in detail as follows:

	GROUP			COMPANY		
	Software	**Rights**	**Total**	**Software**	**Rights**	**Total**
Value at Acquisition						
31 December 2017	**1.586.483,60**	**830.000,00**	**2.416.483,60**	**1.450.176,21**	**830.000,00**	**2.280.176,21**
Acquisition of subsidiary	33.029,24	-	33.029,24	-	-	**-**
Additions	111.893,34	-	111.893,34	94.804,59	-	**94.804,59**
Foreign exchange differences	(28,73)	-	(28,73)	-	-	**-**
31 December 2018	**1.731.377,45**	**830.000,00**	**2.561.377,45**	**1.544.980,80**	**830.000,00**	**2.374.980,80**
Additions	134.903,34	-	134.903,34	36.308,55	-	**36.308,55**
Disposals-Items Written off	715,00	-	715,00	-	-	**-**
Transfers	451.357,36	-	451.357,36	-	-	**-**
Foreign exchange differences	(668,93)	-	(668,93)	-	-	**-**
31 December 2019	**2.316.254,22**	**830.000,00**	**3.146.254,22**	**1.581.289,35**	**830.000,00**	**2.411.289,35**
Accumulated Depreciation						
31 December 2017	**1.256.257,83**	**551.994,88**	**1.808.252,71**	**1.124.324,71**	**551.994,88**	**1.676.319,59**
Depreciation for the year (note 15)	87.705,20	82.999,80	**170.705,00**	84.523,70	82.999,80	**167.523,50**
Foreign exchange differences	(28,73)	-	**(28,73)**	-	-	**-**
31 December 2018	**1.343.934,30**	**634.994,68**	**1.978.928,98**	**1.208.848,41**	**634.994,68**	**1.843.843,09**
Depreciation for the year (note 15)						
Additions	103.899,44	82.999,80	186.899,24	90.967,39	82.999,80	**173.967,19**
Disposals-Items Written off	715,00	-	715,00	-	-	**-**
Transfers	451.357,36	-	451.357,36	-	-	**-**
Foreign exchange differences	(668,93)	-	(668,93)	-	-	**-**
31 December 2019	**1.897.807,17**	**717.994,48**	**2.615.801,65**	**1.299.815,8**	**717.994,48**	**2.017.810,28**
Net Book Value						
31 December 2017	**330.225,77**	**278.005,12**	**608.230,89**	**325.851,50**	**278.005,12**	**603.856,62**
31 December 2018	**387.443,15**	**195.005,32**	**582.448,47**	**336.132,39**	**195.005,32**	**531.137,71**
31 December 2019	**418.447,55**	**112.005,52**	**530.452,57**	**281.473,55**	**112.005,52**	**393.479,07**

21. INVENTORIES

The inventory presented in the attached financial statements is analysed in detail as follows:

	GROUP		COMPANY	
	31 December 2019	31 December 2018	31 December 2019	31 December 2018
Motorised two-wheelers and similar products	2.751.549,95	3.332.691,48	1.883.832,63	2.367.490,31
Marine motors and similar products	1.299.871,56	1.125.827,01	1.195.390,51	923.701,37
Cars	1.004.550,03	790.111,49	1.004.550,03	790.111,49
Spare parts - Accessories - Lubricants	2.258.804,51	2.439.983,92	1.329.969,87	1.541.683,81
Total	**7.314.776,05**	**7.688.613,90**	**5.413.743,04**	**5.622.986,98**
Provision for slow moving inventory	(447.737,83)	(607.293,00)	(349.793,00)	(419.088,00)
	6.867.038,22	**7.081.320,90**	**5.063.950,04**	**5.203.898,98**
Non custom clearance inventories	4.028.784,71	3.829.590,20	4.019.337,32	3.829.590,20
Goods in transit	1.637.466,22	450.046,12	1.569.685,02	450.046,12
Total Inventories	**12.533.289,15**	**11.360.957,22**	**10.652.972,38**	**9.483.535,30**

No liens exist on Group or Company inventories.

The provision for impairment of inventory value concerns mostly to spare parts and is formed whenever management considers it appropriate, taking into consideration safety stock for spare parts which the company is obliged to maintain for all models in circulation. The provision's movement is as follows:

	GROUP		COMPANY	
	31 December 2019	31 December 2018	31 December 2019	31 December 2018
Beginning Balance	**(607.293,00)**	**(597.556,00)**	**(419.088,00)**	**(419.427,00)**
Additional provision	(39.425,00)	(10.076,00)	-	-
Inventories write – offs	135.613,17	-	46.915,14	-
Reversal of non-used provision	63.367,00	339,00	22.379,86	339,00
Ending Balance	**(447.737,83)**	**(607.293,00)**	**(349.793,00)**	**(419.088,00)**

22. TRADE RECEIVABLES

Trade receivables presented in the accompanying financial statements are analysed in detail as follows:

	GROUP		COMPANY	
	31 December 2019	31 December 2018	31 December 2019	31 December 2018
Open accounts	17.599.326,54	17.064.410,22	2.985.771,94	2.710.838,48
Cheques receivable	2.858.557,81	3.359.322,71	445.861,54	713.179,57
Notes receivable	661.312,86	670.312,86	452.542,41	456.513,02
Doubtful and contested clients and debtors	13.360,52	-	-	-
	21.132.466,82	**21.094.045,79**	**3.884.542,41**	**3.880.531,07**
Less provisions for doubtful accounts	(13.163.887,33)	(12.990.560,05)	(1.112.751,93)	(1.145.754,68)
Trade balance	**7.968.579,49**	**8.103.485,74**	**2.771.790,48**	**2.734.776,39**

22. TRADE RECEIVABLES (continued)

The provision for customer bad debts is formed for specific outstanding balances whose collection is considered doubtful by management, as well as provision for credit loss accruing with the maturity of balances due, on the basis of historical data. The credit policy for collecting receivables ranges between 60 and 115 days, based on which the following table of balances reaching maturity has been drawn up. There are no liens on receivables. This provision presented the following movement during the year:

	GROUP		COMPANY	
	31 December 2019	**31 December 2018**	**31 December 2019**	**31 December 2018**
Beginning Balance	**(12.990.560,05)**	**(1.237.163,39)**	**(1.145.754,68)**	**(997.171,21)**
Balance from subsidiary acquisition	-	(11.597.350,19)	-	-
Additional as per IFRS 9	(9.054,28)	(115.541,41)	62.446,39	(115.541,41)
Additional provision	(218.552,48)	(40.519,77)	(29.443,64)	(33.042,06)
Change of exchange rate	342,36	14,71	-	-
Reversal of non-used provision	53.937,12	-	-	-
Ending Balance	**(13.163.887,33)**	**(12.990.560,05)**	**(1.112.751,93)**	**(1.145.754,68)**

The maturity of overdue receivables is as follows:

	GROUP		COMPANY	
	31 December 2019	**31 December 2018**	**31 December 2019**	**31 December 2018**
Current receivables	6.409.465,50	4.513.879,01	1.970.917,36	1.806.618,63
Overdue :				
up to 30 days	446.777,46	465.740,30	341.143,54	444.085,51
31 – 90 days	184.283,54	1.454.141,04	107.824,40	133.005,77
91 – 180 days	382.178,67	637.744,99	46.205,23	54.260,44
more than 180 days	13.709.761,65	14.022.540,44	1.418.451,88	1.442.560,72
Total	**21.132.466,82**	**21.094.045,79**	**3.884.542,41**	**3.880.531,07**
Provision for doubtful customer accounts	**(13.163.887,33)**	**(12.990.560,05)**	**(1.112.751,93)**	**(1.145.754,68)**
Total trade receivables	**7.968.579,49**	**8.103.485,74**	**2.771.790,48**	**2.734.776,39**

It is noted that the maturity of trade receivables is analysed in Credit Risk Management, note 33.

23. OTHER RECEIVABLES

Other receivables presented in the accompanying financial statements are analysed as follows:

	GROUP		COMPANY	
	31 December 2019	**31 December 2018**	**31 December 2019**	**31 December 2018**
Advances and credits	335.580,04	375.541,70	49.868.84	15.131,42
Advances to suppliers	95.090,89	63.182,89	95.090,89	63.182,89
The Greek State	1.853.107,51	66.033,70	296.458,24	49.342,18
The Greek State - Disputed receivables	-	3.204.506,92	-	-
Employee loans	21.514,00	14.371,00	16.591,00	14.371,00
Sundry debtors	44.971,59	78.731,44	44.971,59	67.364,78
Prepaid expenses	494.349,17	563.462,63	159.123,58	173.946,18
Accrued income	143.541,81	-	3.541,81	-
Long-term liabilities receivable in the following fiscal year (note 34)	152.766,21	152.765,21	152.766,21	152.765,21
Total other receivables	**3.140.921,22**	**4.518.595,49**	**818.412,16**	**536.103,66**

24. CASH & CASH EQUIVALENTS

Cash and cash equivalents presented in the accompanying financial statements are analysed as follows:

	GROUP		COMPANY	
	31 December 2019	31 December 2018	31 December 2019	31 December 2018
Cash	33.412,58	118.118,88	1.862,53	2.688,47
Sight Deposits	1.225.282,27	15.026.620,31	29.825,05	8.373,96
Total	**1.258.694,85**	**15.144.739,19**	**31.687,58**	**11.062,43**

The interest rates of the aforementioned deposits range between 0.4% and 0.9% (floating rate). The following table analyses cash and cash equivalents by currency (denominated in Euro):

	GROUP		COMPANY	
	31 December 2019	31 December 2018	31 December 2019	31 December 2018
Cash & cash equivalents in:				
- Euro	818.194,16	14.944.891,18	31.687,58	11.062,43
- Bulgarian Leva (BNG)	171.656,93	59.722,63	-	-
- Romanian Leu (RON)	268.843,76	140.125,38	-	-
Total	**1.258.694,85**	**15.144.739,19**	**31.687,58**	**11.062,43**

25. ALLOCATION OF BONUS SHARES TO DIRECTORS

That reserve relates to Directors' rights to receive shares for free, under a services agreement approved by the General Meeting in a previous fiscal year. Even though the vesting date of such rights may have elapsed without their having been exercised, that reserve may not be reversed.

26. SHARE CAPITAL

As at 1 January 2019, the company's share capital amounted to € 4.212.000, consisting of 11.700.000 ordinary shares, with a nominal value of € 0,36 each.

By resolution of the Extraordinary General Meeting of the Shareholders of 19 December 2018, it was decided to increase the share capital of the company by six million three hundred and eighteen thousand euros (€ 6.318.000,00) in order to reduce the short-term borrowings of the Company, with the issue of 17.550.000 new shares, with a nominal value of 0.36 euros. The share capital increase was completed on 27 May 2019.

Subsequent to this increase, the share capital stands today at € 10.530.000 and is divided into 29.250.000 shares with a nominal value of 0.36 euros each.

27. RESERVES

The reserves presented in the accompanying financial statements are analysed as follows:

	GROUP		COMPANY	
	31 December 2019	31 December 2018	31 December 2019	31 December 2018
Ordinary Reserve	1.157.964,34	1.041.217,40	1.087.140,23	1.011.293,53
Special Reserve	15.568,80	15.568,80	15.568,80	15.568,80
Tax free reserves under special law	3.439,68	3.439,68	3.439,68	3.439,68
Reserve Actuarial Gains/Losses	(118.767,31)	-	(22.408,57)	-
Reserves for allocation of free shares to directors (note 25)	160.727,43	160.727,43	160.727,43	160.727,43
	1.218.932,94	**1.220.953,31**	**1.244.467,57**	**1.191.029,44**

According to Greek commercial law, companies are obliged to set up a legal reserve for 5% of their annual net profits until this reserve reaches one third of their paid-in capital. Any distribution from the ordinary reserve is prohibited during the Company's life. For the year ended 31 December 2019, the parent has formed an additional ordinary reserve amounting to €75.846,70.

Tax-free reserves under special laws refer to profits which exempted from taxation on the basis of special laws (on the assumption that sufficient profits for their formation exists). These reserves relate to investments and are not subject to distribution. In case of their distribution, income tax is paid for the distributed amounts based on the tax rates being in force. As provided for in IAS 12 «Income Taxes», no deferred tax liability has been recognised for the above reserves.

The special reserve of € 15.568,80 formed in the year 2009 corresponds to dividend on treasury shares held by the company on the date of the ordinary General Meeting which was not distributed due to technical problems.

28. DIVIDENDS

Pursuant to Greek law provisions, the companies are obliged to annually allocate dividends corresponding to at least 35% of profits after taxes, after having formed the statutory reserve pursuant to law. The non-distribution of dividends is subject to the approval of at least 70% of the shareholders in an ordinary General Meeting.

In foreign subsidiaries, any profits are distributed according to the laws in force in each country.

On the recommendation of the Board of Directors, the Ordinary General Meeting of 24 May 2019 resolved not to distribute dividends for the fiscal year 2018.

The parent company's Board of Directors decided, upon approval of the accompanying financial statements of 20 March 2020, to not distribute dividend for the year 2019, a decision subject to the approval of the ordinary General Meeting.

29. PROVISION FOR STAFF RETIREMENT INDEMNITIES

As of 31 December 2019 and 2018, the established provision for staff retirement indemnities relates to parent company as well as its Greek subsidiaries. In accordance with the Greek law, employees are entitled to indemnities for dismissal or for retirement, the amount of which varies according to salary, years of service and the manner of the employee's departure
(retirement or dismissal). Employees who resign or are dismissed with proper justification are not entitled to an indemnity. Indemnity payable in case of retirement amounts to 40% of the indemnity payable
in case of dismissal without proper justification. Usually in Greece, according to the effective local practice, the staff compensation programs are not financed. These programmes are treated as defined benefit plans under IAS 19. The Group and the Company charges the accrued benefits in each period with a corresponding increase of the provision for the future liability due to retirement. Payments of retirement benefits for each period reduce the accumulated provision. We note that on 31 December 2019 there was no respective liability for subsidiaries abroad.

Movement in the net liability for staff indemnities for the parent company and the Group is as follows:

	GROUP		COMPANY	
	31 December 2019	**31 December 2018**	**31 December 2019**	**31 December 2018**
Net Liability at the beginning of the year	**872.905,15**	**540.854,99**	**465.050,25**	**435.327,72**
- Acquisition of subsidiary	-	305.194,60	-	-
- Benefits paid	(315.783,25)	(37.825,00)	(3.033,33)	(8.525,00)
- Expense recognised in the income statement	263.301,27	70.013,71	38.174,65	44.105,06
- Expense to be posted in the comprehensive income statement (actuarial profit/losses)	121.929,41	(5.333,15)	29.484,96	(5.857,53)
Net Liability at the end of the year	**942.352,58**	**872.905,15**	**529.676,53**	**465.050,25**

The parent company's liability to pay retirement indemnities was based on an actuarial study prepared by an independent company of internationally renowned actuaries. Respective actuarial studies were performed for the subsidiaries Motodiktyo S.A. and Lion Rental S.A.

The details and principal assumptions of the actuarial study as at 31 December 2019 and 2018 are provided below:

	GROUP		COMPANY	
	31 December 2019	**31 December 2018**	**31 December 2019**	**31 December 2018**
Present value of liability as at 31 December	942.352,58	872.905,15	529.676,53	465.050,25
Net balance sheet liability as at 31 December	**942.352,58**	**872.905,15**	**529.676,53**	**465.050,25**
Income statement:				
Cost of current service	58.402,94	31.753,74	26.673,70	28.005,38
Interest costs	17.840,42	11.051,35	9.244,41	8.942,33
Cost of prior service losses/(profit) cutbacks and settlements	187.057,91	27.208,62	2.256,54	7.157,36
Total cost for entry in the income statement	**263.301,27**	**70.013,71**	**38.174,65**	**44.105,06**
Changes to present value of liability				
Present value of liability at beginning of year	872..905,15	540.854,99	465.050,25	435.327,72
Acquisition of subsidiary	-	305.194,60	-	-
Cost of current service	58.402,94	31.753,74	26.673,70	28.005,38
Interest costs	17.840,42	11.051,35	9.244,41	8.942,33
Benefits paid during the current year	(315.783,25)	(37.825,00)	(3.033,33)	(8.525,00)
	121.929,41	(5.333,15)	29.484,96	(5.857,53)

Actuarial loss/(gain) on liability				
Prior Service Cost	187.057,91	27.208,62	2.256,54	7.157,36
Present value of liability at year end	**942.352,58**	**872.905,15**	**529,686.53**	**465.050,25**
Basic Assumptions:				
Discount rate	1,01%	1,88%	1,01%	1,88%
Rate of compensation increase	1,00%	1,00%	1,00%	1,00%
Average expected working life	20,80	21,10	20,30	20,90

The added cost of extra benefits refers to benefits paid to employees who were made redundant. Most of these benefits were not expected within the terms of this program and were therefore treated as an added retirement charge in the income statement.

Employers contribution to Defined Benefits Programs

The Group of Companies contributions to state social security funds for the period ending on 31 December 2019 and 2018 amounted to € 1.535.649,86 and € 834.448,98 respectively and are included in the payroll cost in the accompanying income statements. The increase in the Group in 2019 is due to the incorporation of the LION RENTAL S.A. subsidiary on an annual basis.

The parent Company's contributions to state social security funds for the period ending on 31 December 2019 and 2018 amounted to € 670.699,59 and € 625.981,10, respectively and are included in the payroll cost in the accompanying income statement.

30. TRADE PAYABLES

Trade payables in the accompanying financial statements are analysed as follows:

	GROUP		COMPANY	
	31 December 2019	**31 December 2018**	**31 December 2019**	**31 December 2018**
Suppliers	14.210.443,31	10.051.584,21	7.848.709,33	5.327.854,36
Notes payable	620.751,33	1.838.813,65	-	-
Post-dated cheques payable	-	21.904,80	-	-
Client advances	1.366.683,00	384.041,50	996.000,42	267.813,60
	16.197.877,64	**12.296.344,16**	**8.844.709,75**	**5.595.667,96**

31. LOANS

The loans presented in the attached financial statements are analysed as follows:

	GROUP		COMPANY	
	31 December 2019	31 December 2018	31 December 2019	31 December 2018
Long-term bank loans				
Long-term bonded loan	19.420.788,8	18.000.000,00	-	-
Short term bank loans				
Short term bank loans	7.700.000,00	19.650.000,00	7.700.000,00	19.650.000,00
Lines of credit	1.020.391,99	912.487,94	519.824,67	912.400,43
Total Short-term bank loans	**8.720.391,99**	**20.562.487,94**	**8.219.824,67**	**20.562.400,43**
Total loans	**28.141.180,79**	**38.562.487,94**	**8.219.824,67**	**20.562.400,43**

On December 31, 2019 Motodynamics S.A. and its subsidiaries contracted bonded loan agreements for short term loans and lines of credit intended to finance working capital, and the renewal of Lion Rental S.A. vehicle fleet. The average borrowing cost for the Group in 2019 was 3,8% compared to 5,4% in 2018. At the same time, the average borrowing cost for the Company in 2019 was 4,8% compared to 6,0% in 2018. The average balance of borrowings for the Group in 2019 was EUR 33.914.649 compared to EUR 8.632.405 in 2018. At the same time, the average borrowing cost for the Company in 2019 was EUR 13.363.142 compared to EUR 7.054.323 in 2018.

It is noted that no liens on assets of the Company or the Group were created for granting such short-term loans. Pursuant to the decision of the Board of Directors as of 6 December 2011, MOTODYNAMICS SA has deposited the amount of € 500.000 with a bank as corporate security for its 100% subsidiary MOTODIKTYO SA. The fair value of the loans is the value presented in the books on 31/12/2019, given that short-term loans are working capital which are continuously renewed. All loans are denominated in euros.

On 19/06/2019 Lion Rental SA concluded with the credit banks a jointly guaranteed loan of up to EUR 28.000.000 for a ten-year term in accordance with the resolution of the General Meeting of Shareholders on 18/06/2019 and the Board of Directors decision of 18/06/2019 in accordance with the provisions of Law no. 4548/2018 and Law 3156/2003.

The borrowing limit available and the unused amount are as follows:

	GROUP		COMPANY	
	31 December 2019	31 December 2018	31 December 2019	31 December 2018
Credit lines available	50.000.000,00	52.400.000,00	18.500.000,00	23.900.000,00
Unused amount	21.858.819,21	(13.837.512,06)	10.280.175,33	(3.337.599,57)
Used amount	**28.141.180,79**	**38.562.487,94**	**8.219.824,67**	**20.562.400,43**

32. OTHER SHORT-TERM LIABILITIES

	GROUP		COMPANY	
	31 December 2019	31 December 2018	31 December 2019	31 December 2018
Taxes and duties payable	769.167,64	751.817,18	671.476,66	545.955,74
Social security organisations	342.480,58	348.821,99	177.818,69	159.847,85
Board of Directors' Fees	700.000,00	700.000,00	700.000,00	700.000,00
Lease Obligations (IFRS16)	918.165,86	-	476.270,00	-
Accrued period expenses	998.810,34	638.417,64	111.897,07	135.169,10
Sundry creditors	235.055,67	546.013,50	235.055,67	169.992,12
Other	485.020,99	461.347,20	380.685,76	404.492,81
Total	**4.448.701,08**	**3.446.417,51**	**2.753.203,85**	**2.115.457,62**

33. FINANCIAL RISK MANAGEMENT

(a) Credit Risk Concentration: There is no significant concentration of credit risk with any single counterparty. The maximum exposure to credit risk is represented by the carrying amount of each asset. Motodynamics and its subsidiaries have settled criteria for customers who wish to trade on credit terms. These criteria are mainly based on client's activity "size" with parallel evaluation of client relevant economical information. The Group and Parent company cover their credit risk with securities (mortgage etc.) or bank letters of guarantee and up to the amount which is considered as necessary.

The Group is exposed to credit risk coming mainly from the potential failure to collect customer balances.

The maturity of trade receivables is broken down as follows:

GROUP

	Overdue and not impaired					Not yet due and not impaired	Total
	Up to 30 days	31 to 90 days	91 to 180 days	181 to 360 days	Over 360 days		
Maturity of Trade Receivables							
2019	442.607,22	147.798,71	329.847,01	148.780,39	498.254,64	6.401.291,51	**7.968.579,49**
2018	439.585,47	1.425.665,65	619.584,43	410.246,37	703.245,60	4.505.158,22	**8.103.485,74**

PARENT COMPANY

	Overdue and not impaired					Not yet due and not impaired	Total
	Up to 30 days	31 to 90 days	91 to 180 days	181 to 360 days	Over 360 days		
Maturity of Trade Receivables							
2019	337.862,96	106.433,68	42.111,12	21.383,90	301.090,19	1.962.908,63	**2.771.790,48**
2018	439.585,47	131.159,25	49.607,86	13.643,07	302.882,90	1.797.897,84	**2.734.776,39**

(b) Fair value: The amounts shown in the balance sheets for cash and cash equivalents, receivables, and current liabilities approximate their respective fair values due to the relatively short-term maturity of these financial instruments.

(c) Foreign Exchange Risk: The majority of transactions and balances are in euros. As a result, the management currently estimates that there are no significant risks arising from exchange rate fluctuations.

(d) Interest Rate Risk: On 31 December 2019, the total borrowings of the Group stood at € 19,420,788.80 in long-term loans and € 8,720,391.99 in short-term loans. Of this sum of short-term borrowings of the Group, an amount of € 7.700.000,00 pertains to three-month interbank loans where the loan interest rate is fixed and unchanged for the specific maturities, an amount of € 500.000,00 which pertains to the payment of two installments of the bond loan and an amount of € 520.391,99 which pertains to bank overdrafts with floating interest rates. For the Company, the total borrowings stood at € 8.219.824,67 in short-term loans. Of this amount, the sum of € 7.700.000,00 represented interbank loans with 3-month maturity dates, where the rate was fixed and unchanged, and € 519.824,67 which pertain to bank overdrafts with floating interest rates. It is noted that Group cash and cash equivalents as of 31 December 2019 stood at € 1.258.694,85.

33. FINANCIAL RISK MANAGEMENT (continued)

(e) ***Changes in interest rates:*** The financing of working capital is through bank loans. The Company and the Group may borrow at satisfactory terms.
The following table presents the impact on pre-tax profits of a potential change in floating rates (*ceteris paribus*) on current loans as at 31 December 2019. The impact on net equity is small.

Interest rate increase/ decrease (in base units)	Effect on Profits before Taxes (in thousand €)
50	-169,6
75	-254,4
100	-339,1
-50	169,6
-75	254,4
-100	339,1

(f) ***Liquidity Risk:*** Prudent liquidity risk management implies sufficient cash balances, the ability to raise capital through an adequate level of committed credit facilities, and the ability to close open market positions. Due to the dynamic nature of the business, the Group Management aims at preserving flexibility in funding by maintaining adequate cash and open credit lines.

The Company's liquidity is monitored by the Group Management on a regular basis.

Below follows a breakdown of maturities of liabilities:

	31 December 2019	**31 December 2018**
LONG – TERM LIABILITIES		
Other non-current liabilities		
1 - 2 years	840.883,11	485.528,65
2 - 5 years	2.920.788,80	3.500.000,00
More than 5 years	16.000.000,00	14.500.000,00
Total	**19.761.671.,91**	**18.485.528,65**
SHORT – TERM LIABILITIES		
Total short-term liabilities		
0 - 180 days	28.127.759,68	35.607.542,87
181 - 360 days	700.000,00	700.000,00
Total	**28.827.759,68**	**36.307.542,87**

Total short-term liabilities are as follows:

Commercial liabilities		
0 - 90 days	15.577.126,31	12.296.344,16
91 - 180 days	-	-
Total	**15.577.126,31**	**12.296.344,16**
Short-term loans		
0 - 180 days	8.220.391,99	20.562.487,94
181 - 360 days	500.000,000	-
Total	**8.720.391,99**	**20.562.487,94**
Other payables		
0 - 180 days	2.748.710,77	2.748.710,77
181 - 360 days	700.000,00	700.000,00
Total	**4.530.241,38**	**3.448.710,77**

33. FINANCIAL RISK MANAGEMENT (continued)

(g) Capital Risk Management: During the capital management the Group aims to maintain the ability of moving on its business in order to reassure the returns for its shareholders and to maintain an optimum capital structure. The Group manages capital structure and proceeds in necessary reactions according to its needs and to occasional economic evolutions. Capital sufficiency is being monitored with appropriate financial indexes. The table below analyses index movements for annual periods 2019 and 2018:

	GROUP		COMPANY	
	31 December 2019	**31 December 2018**	**31 December 2019**	**31 December 2018**
Net average return on equity	6,40	1,48	7,43	8,43
Debt / Equity	2,50	5,06	1,05	2,64

The Net average return on equity index is equal to the net profits for the year divided by the average Equity of the last two (2) years.

34. COMMITMENTS AND CONTINGENCIES

In the past, and up until 31 December 2019, the Group and the Company had concluded various leasing agreements, mainly related to the lease of buildings, which expire on various dates up to 2027.

The only contingent future liability arises from possible early voluntary withdrawal and termination of these lease agreements, which according to applicable civil law, requires payment of one rental payment at the time of withdrawal.

The company has paid a deposit of €1.480.000,00 as guarantee and advance payment of rents to secure future rent of the building. Already, under the agreement of 3 August 2012 amending the rental contract, the sum of €980.000 related to advance payment of rent and guarantees, will be returned in 16 six-month installments of €61.250 each (€ 122.500 annually) starting on 1 March 2013, or will otherwise be offset against rent payable. The amount relating to annual refund of the advance payment of rent on 31/12/2019 stands at € 122.500,00 and appears under Other Receivables, while the balance of guarantees and deposits appears under other long-term assets of the company.

The company also has issued letters of guarantee of € 331.783.30 to clients and suppliers.

The company has granted a loan of € 1.900.000,00 for working capital to a vehicle distribution representative. It is an interest-bearing loan, and the interest rate is set at a percentage equal to the six-month Euribor rate plus 6% per annum. In the previous fiscal years, the Group and the parent company proceeded to revalue the amount and timing of the loan's impairment, resulting in the recognition of impairment losses of € 1.293 thousand. The loan balance as at 31 December 2019 stood at the amount of € 160.000,00.

Other non-current assets are broken down as follows:

	GROUP		COMPANY	
	31 December 2019	**31 December 2018**	**31 December 2019**	**31 December 2018**
Guarantee for future building lease charges	500.000,00	622.500,00	500.000,00	622.500,00
Granted Loan	160.000,00	278.000,00	160.000,00	278.000,00
Other guarantees granted	1.508.210,63	1.359.838,01	138.853,97	111.688,84
Other long-term receivables	100.000,00	-	100.000,00	-
Other non-current assets	**2.268.210,63**	**2.260.338,01**	**898.853,97**	**1.012.188,84**

35. RECLASSIFICATION OF ITEMS

During 2018, the Company reallocated its sales, cost of sales and other income relating to the proceeds from the sale of fixed assets that are now reflected in operating activities.

This effect on the financial statements of 2018 is as follows:

	RECLASSIFICATION	PRE-RECLASSIFICATION	RECLASSIFICATION	PRE-RECLASSIFICATION
	GROUP		COMPANY	
Comprehensive Income Statement				
Sales	60.462.514,64	59.481.086,88	54.697.027,73	53.770.967,73
Cost of Sales	49.539.678,61	48.606.472,64	44.997.772,37	44.111.091,55
Other income	274.196,92	324.390,53	222.801,42	262.180,60

36. OPERATING SEGMENT REPORTING

Due to acquisition of new business activity, the Group has revised its business segments as follows: wholesale and retail markets for motorised two-wheelers and marine products (outboards, inflatable craft etc.), the car market, as well as car hire, which it treats as operating segments and for which it discloses the required information. Uniform accounting principles are followed for each of these business segments. Due to the fact that sales and assets outside Greece do not represent a significant proportion of the Group's total, the respective analysis is not reported per geographical area. (Certain items relating to operating segments of the previous year have been reclassified for the purposes of comparability with the closing year)

(amounts in euros)	MOTOR BIKES, MARINE MACHINES & RELATED		CARS		CAR LEASES		Total	
GROUP	**31 December 2019**	**31 December 2018**	**31 December 2019**	**31 December 2018**	**31 December 2019**	**31 December 2018**	**31 December 2019**	**31 December 2018**
Sales	41.086.151,07	40.203.214,72	22.041.796,72	17.940.669,07	31.260.921,24	2.318.630,85	94.388.869,03	60.462.514,64
Cost of sales	31.601.946,01	31.492.996,56	19.141.102,39	14.964.253,30	22.135.525,58	3.082.428,75	72.878.573,98	49.539.678,61
	9.484.205,06	**8.710.218,16**	**2.900.694,33**	**2.976.415,77**	**9.125.395,66**	**-763.797,90**	**21.510.295,05**	**10.922.836,03**
Other income							660.522,24	274.196,92
Administrative expenses							-3.006.541,75	-2.028.372,82
Sales and distribution expenses							-15.346.781,32	-8.295.759,73
Other expenses							-237.277,16	-126.222,94
Finance income							27.077,67	9.110,16
Finance expenses							-1.859.350,86	-570.190,82
Profit / Loss before taxes							**1.747.943,87**	**185.596,80**
Income tax							-504.035,98	-221.080,73
Net profit / loss							**1.243.907,89**	**-35.483,93**
Depreciation							7.442.300,33	1.030.762,58
Inventories	9.486.050,48	9.005.087,22	3.047.238,67	2.355.870,00			**12.533.289,15**	**11.360.957,22**
Other assets							63.387.868,58	55.314.348,11
							75.921.157,73	**66.675.305,33**
Commercial liabilities	6.704.274,23	5.539.735,33	820.295,64	266.308,17	8.673.307,77	6.490.300,66	**16.197.877,64**	**12.296.344,16**
Other payables							38.016.922,38	43.369.632,51
Equity							21.706.357,71	11.009.328,66
							75.921.157,73	**66.675.305,33**
Capital expenditure							927.105,83	2.783.380,44

37. EVENTS AFTER THE DATE OF THE STATEMENT OF FINANCIAL POSITION

On 31 December 2019, the World Health Organisation (WHO) was informed on the identification of limited pneumonia cases, of unknown cause, in Wuhan, Hubei. In 7 January 2020, the Chinese authorities identified the cause as a new type of coronavirus (COVID-19). The first cases of COVID-19 were confirmed in Hong Kong on 23 January 2020. From 31 December 2019, the development and spread of COVID-19 has led to the emergence of many related events. In March 2020, WHO declared COVID-19 a pandemic.

As a responsible social partner and enterprise, Motodynamics expresses its concern for the situation, the rapid spread of the virus and its impact on economy and the wider society. In this current stage, however, our key priority is the safety of our employees.

In line with all the protocols of WHO and other competent authorities, it has already carried out and applied a plan to ensure its business continuity. It has established and it maintains clear internal and external protocols for regular as well as urgent communication with employees and other key stakeholders. No business trips take place, while most employees work from home and are fully interconnected and productive using remote work systems (telework). Furthermore, it has urged its staff members to inform the company if they feel unwell and report any potential infection or exposure to the virus or any concerns regarding other people with whom they may have been in contact in the workplace.

Responsible for the preparation of the company's and the group's annual financial statements for the period ended on 31 December 2019 and approved by the Board of Directors on 20 March 2020 are the following:

Aspropyrgos, 20 March 2020

The Chairman of the Board of Directors	The CEO	The Financial Director
Paris O. Kyriakopoulos ID Card No: AK 638168	Sotirios D. Hatzikos ID Card No: AK 026457	Dimitrios Bozas License No. 0048740 Class A

TABLE OF REFERENCES TO THE INFORMATION OF ARTICLE 10 OF LAW 3401/2005

Date	Communication	Email address	Remarks
Annual Financial Results 2018			
2019	Annual Financial Report of the Company & Group for the year from 1 January to 31 December 2018	http://www.motodynamics.gr/category/annual-financial-statements/	
H1 2019 Financial Results			
2019	Semi-Annual Financial Report of the Company & Group for the period from 1 January to 30 June 2019	http://www.motodynamics.gr/category/periodic-financial-statements/	
Own Share Purchase Announcements			
2019	Own Share Purchase Announcements	http://www.motodynamics.gr/category/oikonomikes-anakoinoseis/	
General Meetings			
04.02.2019	Correction - Decisions of the Extraordinary General Meeting of 19 December 2018	http://www.motodynamics.gr/category/genikes-sinelefsis/	
03.05.2019	Notice to Ordinary General Meeting of Shareholders	http://www.motodynamics.gr/category/genikes-sinelefsis/	
03.05.2019	Minority interest	http://www.motodynamics.gr/category/genikes-sinelefsis/	
03.05.2019	Power of Proxy form	http://www.motodynamics.gr/category/genikes-sinelefsis/	
03.05.2019	Total Number of Shares and Voting Rights	http://www.motodynamics.gr/category/genikes-sinelefsis/	
03.05.2019	Draft Statutory General Meeting Decisions on each Agenda Item	http://www.motodynamics.gr/category/genikes-sinelefsis/	
03.05.2019	Draft of Articles of Association 4548/2018	http://www.motodynamics.gr/category/genikes-sinelefsis/	
24.05.2019	Decisions of the Ordinary General Meeting of the Company "MOTODYNAMICS SA" of 24.5.2019 - Table of Detailed Voting Results	http://www.motodynamics.gr/category/genikes-sinelefsis/	
24.05.2019	Articles of Association of the Ordinary General Meeting 24 May 2019	http://www.motodynamics.gr/category/genikes-sinelefsis/	
27.05.2019	Remuneration Policy	http://www.motodynamics.gr/category/genikes-sinelefsis/	

General Communications			
Date	**Communication**	**Email address**	**Remarks**
01.02.2019	Change in Management Executives	http://www.motodynamics.gr/category/genikes-anakoinwseis/	
01.02.2019	Correction - Decisions of the Extraordinary General Meeting of 19 December 2018	http://www.motodynamics.gr/category/genikes-anakoinwseis/	
19.03.2019	Correction - New date of publication of the annual financial results for the year 2018	http://www.motodynamics.gr/category/genikes-anakoinwseis/	
04.04.2019	Correction of 2019 economic calendar	http://www.motodynamics.gr/category/genikes-anakoinwseis/	
08.04.2019	Comments on Annual Financial Results 2018	http://www.motodynamics.gr/category/genikes-anakoinwseis/	
18.04.2019	Communication on the distribution price within the context of share capital increase by cash and pre-emptive subscription right over old shares.	http://www.motodynamics.gr/category/genikes-anakoinwseis	
23.04.2019	Communication of Descriptive Sheet Distribution	http://www.motodynamics.gr/category/genikes-anakoinwseis	
23.04.2019	Communication of Descriptive Sheet	http://www.motodynamics.gr/category/genikes-anakoinwseis	
23.04.2019	Communication of Ex-Right	http://www.motodynamics.gr/category/genikes-anakoinwseis	
03.05.2019	Notice to Ordinary General Meeting of Shareholders	http://www.motodynamics.gr/category/genikes-anakoinwseis	
21.05.2019	Communication on the full coverage of the share capital increase with cash payment and with pre-emptive subscriprion right over old shares	http://www.motodynamics.gr/category/genikes-anakoinwseis	
21.05.2019	Participation in share capital increase of Motodynamics Societe Anonyme	http://www.motodynamics.gr/category/genikes-anakoinwseis	
22.05.2019	Participation in share capital increase of Motodynamics Societe Anonyme	http://www.motodynamics.gr/category/genikes-anakoinwseis	
23.05.2019	Communication on the introduction of shares of "Emporiki Eisagogiki Afrokiniton Ditrohon kai Mihanon Thalassis S.A." by share capital increase with cash payment and issue of new shares with pre-emptive rights over old shares	http://www.motodynamics.gr/category/genikes-anakoinwseis/	
24.05.2019	Ordinary General Meeting Decisions	http://www.motodynamics.gr/category/genikes-anakoinwseis/	
27.05.2019	Communication for the Total Number of Voting Shares and the Amount of Capital Share	http://www.motodynamics.gr/category/genikes-anakoinwseis/	
27.05.2019	Remuneration Policy	http://www.motodynamics.gr/category/genikes-anakoinwseis/	
23.09.2019	Communication on Commentary on Six-month Financial Results 2019	http://www.motodynamics.gr/category/genikes-anakoinwseis/	
21.10.2019	Communication on Commentary of Summary of Financial Results of 9 months in 2019	http://www.motodynamics.gr/category/genikes-anakoinwseis/	
04.11.2019	Announcement of Tax Audit results	http://www.motodynamics.gr/category/genikes-anakoinwseis/	

Notes: *The announcements of the table of references are also posted on the Athens Exchange website: http://www.athexgroup.gr/el/*

AVAILABILITY OF FINANCIAL STATEMENTS

The annual financial statements, the certificates of the statutory auditors and the reports of the Boards of Directors of the companies incorporated in the Company's consolidated financial statements are posted on the Company's website www.motodynamics.gr where they will be available to investors for a minimum period of five (5) years from the date of preparation and publication.·