



DOM DEVELOPMENT S.A.

Interim condensed consolidated financial statements for the three-month period ended 31 March 2014



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**1. APPROVAL OF THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS BY
THE MANAGEMENT BOARD OF THE COMPANY**

These interim condensed consolidated financial statements for the three-month period ended 31 March 2014 were prepared and approved by the Management Board of Dom Development S.A. on 23 April 2014.

Jarosław Szanajca,
President of the Management Board

Janusz Zalewski,
Vice President of the Management Board



2. INTERIM CONDENSED CONSOLIDATED BALANCE SHEET

ASSETS	Note	31.03.2014 <i>(unaudited)</i>	31.12.2013
Fixed assets			
Intangible assets		1 372	1 189
Tangible fixed assets		4 908	4 690
Long-term receivables		1 601	1 601
Other financial assets		9	9
Total fixed assets		7 890	7 489
Current assets			
Inventory	7.5	1 322 918	1 346 599
Trade and other receivables		13 245	43 328
Other current assets		5 135	4 071
Short-term financial assets	7.6	10 314	5 157
Cash and cash equivalents	7.7	306 705	322 250
Total current assets		1 658 317	1 721 405
Total assets		1 666 207	1 728 894

EQUITY AND LIABILITIES	Note	31.03.2014 <i>(unaudited)</i>	31.12.2013
Shareholders' equity			
Share capital	7.8	24 770	24 753
Share premium		234 520	234 283
Other capital (supplementary capital)		517 521	517 521
Reserve capital from valuation of share options		25 119	25 113
Reserve capital from valuation of cash flow hedges		(22)	(22)
Reserve capital from reduction of share capital		510	510
Accumulated, unappropriated profit (loss)		64 149	54 896
Equity attributable to the shareholders of parent company		866 567	857 054
Non-controlling interests		(524)	(513)
Total shareholders' equity		866 043	856 541
Liabilities			
Long-term liabilities			
Loans, long-term portion	7.9	144 000	174 000
Bonds, long-term portion	7.10	270 000	270 000
Deferred tax provision		5 522	7 779
Long-term provisions		13 639	13 162
Other long-term liabilities		23 802	23 697
Total long-term liabilities		456 963	488 638
Short-term liabilities			
Trade payables, tax and other liabilities		145 059	140 361
Loans, short-term portion	7.9	-	-
Bonds, short-term portion	7.10	-	-
Accrued interest on loans and bonds	7.11	2 723	3 803
Corporate income tax payables		107	1 682
Short-term provisions		6 471	6 316
Deferred income		188 841	231 553
Total short-term liabilities		343 201	383 715
Total liabilities		800 164	872 353
Total equity and liabilities		1 666 207	1 728 894



3. INTERIM CONDENSED CONSOLIDATED INCOME STATEMENT

	Note	Three-month period ended	
		31.03.2014 (<i>unaudited</i>)	31.03.2013 (<i>unaudited</i>)
Sales revenue	7.13	198 660	220 313
Cost of sales	7.14	(166 085)	(164 313)
Gross profit on sales		32 575	56 000
Selling costs	7.14	(10 305)	(11 512)
General administrative expenses	7.14	(10 610)	(9 749)
Other operating income		1 477	313
Other operating expenses		(4 276)	(2 059)
Operating profit		8 861	32 993
Financial income		3 813	886
Financial costs		(1 013)	(1 325)
Profit before tax		11 661	32 554
Income tax	7.15	(2 419)	(6 244)
Net profit		9 242	26 310
Net profit attributable to:			
Shareholders of the parent company		9 253	26 323
Non-controlling interests		(11)	(13)
Earnings per share:			
Basic, from the profit for the period, attributable to parent company's shareholders (PLN)	7.16	0.37	1.06
Diluted, from the profit for the period, attributable to parent company's shareholders (PLN)	7.16	0.37	1.06



Dom Development S.A.

Interim condensed consolidated statement of comprehensive income
for the three-month period ended 31 March 2014
(all amounts in thousands PLN unless stated otherwise)

4. INTERIM CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	Three-month period ended	
	31.03.2014 <i>(unaudited)</i>	31.03.2013 <i>(unaudited)</i>
Net profit	9 242	26 310
Other comprehensive income		
Net change to cash flow hedges	-	-
Income tax	-	-
Other net comprehensive income	-	-
Total net comprehensive income	9 242	26 310
Net comprehensive income attributable to:		
Shareholders of the parent company	9 253	26 323
Non-controlling interests	(11)	(13)



5. INTERIM CONDENSED CONSOLIDATED CASH FLOW STATEMENT

	Note	Three-month period ended	
		31.03.2014 <i>(unaudited)</i>	31.03.2013 <i>(unaudited)</i>
Cash flow from operating activities			
Profit before tax		11 661	32 554
Adjustments:			
Depreciation		714	766
Profit/loss on foreign exchange differences		(40)	(41)
Profit/loss on investments		(48)	(1)
Interest cost/income		4 385	4 099
Cost of the management option programmes		6	6
Changes in the operating capital:			
Changes in provisions		632	(1 192)
Changes in inventory		23 316	78 100
Changes in receivables		30 084	169
Changes in short-term liabilities, excluding loans and bonds		(593)	(26 051)
Changes in prepayments and deferred income		(43 696)	(100 768)
Other adjustments		40	41
Cash flow generated from operating activities		26 461	(12 318)
Interest received		1 974	7 350
Interest paid		(7 155)	(7 484)
Income tax paid		(6 251)	(5 043)
Net cash flow from operating activities		15 029	(17 495)
Cash flow from investing activities			
Proceeds from the sale of intangible assets and tangible fixed assets		50	2
Bank deposits with a maturity over three months, made and/or closed	7.6	-	232 920
Acquisition of intangible and tangible fixed assets		(878)	(822)
Net cash flow from investing activities		(828)	232 100
Cash flows from financing activities			
Proceeds from issue of shares (exercise of share options)		254	387
Proceeds from contracted loans		-	-
Commercial papers issued		-	50 000
Repayment of loans and borrowings		(30 000)	-
Redemption of commercial papers		-	-
Dividends paid		-	-
Net cash flow from financing activities		(29 746)	50 387
Increase / (decrease) in net cash and cash equivalents		(15 545)	264 992
Cash and cash equivalents – opening balance	7.7	322 250	175 918
Cash and cash equivalents – closing balance	7.7	306 705	440 910



Dom Development S.A.

Interim condensed statement of changes in consolidated shareholders' equity
for the three-month period ended 31 March 2014
(all amounts in thousands PLN unless stated otherwise)

6. INTERIM CONDENSED STATEMENT OF CHANGES IN CONSOLIDATED SHAREHOLDERS' EQUITY

	Share capital	Share premium less treasury shares	Other capital (supplementary capital)	Reserve capital			Accumulated unappropriated profit (loss)	Equity attributable to the shareholders of parent company	Non-controlling interests	Total shareholders' equity
				from reduction of share capital	from valuation of cash flow hedges	from valuation of share options				
Balance as at 1 January 2014	24 753	234 283	517 521	510	(22)	25 113	54 896	857 054	(513)	856 541
Share capital increase by exercising share options (note 7.8)	17	237	-	-	-	-	-	254	-	254
Transfer of profit to supplementary capital	-	-	-	-	-	-	-	-	-	-
Payment of dividends to shareholders	-	-	-	-	-	-	-	-	-	-
Creation of reserve capital from the valuation of the share options	-	-	-	-	-	6	-	6	-	6
Net profit for the reporting period	-	-	-	-	-	-	9 253	9 253	(11)	9 242
Other net comprehensive income for the reporting period	-	-	-	-	-	-	-	-	-	-
Balance as at 31 March 2014 (unaudited)	24 770	234 520	517 521	510	(22)	25 119	64 149	866 567	(524)	866 043

	Share capital	Share premium less treasury shares	Other capital (supplementary capital)	Reserve capital			Accumulated unappropriated profit (loss)	Equity attributable to the shareholders of parent company	Non-controlling interests	Total shareholders' equity
				from reduction of share capital	from valuation of cash flow hedges	from valuation of share options				
Balance as at 1 January 2013	24 715	233 733	517 362	510	(58)	25 089	91 671	893 022	(621)	892 401
Share capital increase	26	361	-	-	-	-	-	387	-	387
Transfer of profit to supplementary capital	-	-	-	-	-	-	-	-	-	-
Payment of dividends to shareholders	-	-	-	-	-	-	-	-	-	-
Creation of reserve capital from the valuation of the share options	-	-	-	-	-	6	-	6	-	6
Net profit for the reporting period	-	-	-	-	-	-	26 323	26 323	(13)	26 310
Other net comprehensive income for the reporting period	-	-	-	-	-	-	-	-	-	-
Balance as at 31 March 2013 (unaudited)	24 741	234 094	517 362	510	(58)	25 095	117 994	919 738	(634)	919 104



7. ADDITIONAL NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

7.1. General information about Dom Development S.A. and the Dom Development S.A. Capital Group

General information about the parent company of the Dom Development S.A. Capital Group

The parent company of Dom Development S.A. Capital Group ("the Group") is the public limited company Dom Development S.A. ("the Company" / "the parent company") with its registered office in Warsaw (00-078 Warsaw, Plac Piłsudskiego 3) entered into the National Court Register under number 0000031483, maintained by the District Court for the capital city of Warsaw, 12th Commercial Division of the National Court Register.

According to the Polish Classification of Business Activity the Company's scope of activity is the development of building projects – PKD 4110Z (NACE F41.1). The Group conducts its activities mainly in Warsaw and its vicinity, and Wrocław.

The Company is a majority-owned subsidiary of Dom Development B.V. with its registered office in the Netherlands. As at 31 March 2014 the parent company Dom Development S.A. was controlled by Dom Development B.V. which held 59.45% of the Company's shares.

General information about the Group and joint ventures

The Group's structure and the parent company interest in the share capital of the entities comprising the Group as at 31 March 2014 is presented in the table below:

Entity	Country of registration	% of the share capital held by the parent company	% of the votes held by the parent company	Consolidation method
Subsidiaries				
Dom Development Morskie Oko sp. z o.o., under liquidation	Poland	100%	100%	full consolidation
Dom Development Grunty sp. z o.o.	Poland	46%	100%	full consolidation
The Group has been also engaged in the joint venture:				
Fort Mokotów sp. z o.o., under liquidation	Poland	49%	49%	equity method

The main area of activity of the Group is the construction and sale of residential real estate.

The main area of activity of Dom Development Grunty sp. z o.o., a subsidiary is purchase of real estate for development activities of the Group.

All companies operating within the Group conduct business activities in the territory of Poland under the Code of Commercial Companies and Partnerships and their term of operation is unlimited, except for Fort Mokotów sp. z o.o. and Dom Development Morskie Oko sp. z o.o., both under liquidation.

In the three-month period ended 31 March 2014 the Group did not discontinue any of its activities.

In the three-month period ended 31 March 2014 the Group did not make any material changes to its structure, including mergers, acquisitions or sale of the Group's entities, long-term investments, demergers, restructuring or discontinuation of activities.



7.2. Basis for the preparing of the interim condensed consolidated financial statements

The interim condensed consolidated financial statements have been prepared on a historical cost basis.

Certain information and disclosures, which in accordance with the International Financial Reporting Standards adopted by the European Union (EU) are normally included in annual consolidated financial statements, have been condensed or omitted pursuant to International Accounting Standard No. 34, "Interim Financial Reporting" (IAS 34).

The interim condensed consolidated financial statements have been prepared on the assumption that the companies operating within the Group will continue as a going concern in the foreseeable future.

The functional currency of the parent company and other companies incorporated in these condensed consolidated financial statements is Polish zloty (PLN). The condensed consolidated financial statements are stated in Polish zloty. Financial data included in the interim condensed consolidated financial statements are expressed in thousands of PLN unless stated otherwise.

The presented interim condensed consolidated balance sheet, interim condensed consolidated income statement, interim condensed consolidated statement of comprehensive income, interim condensed consolidated cash flow statement and interim condensed statement of changes in consolidated shareholders' equity are unaudited and they have not been the subject of review by an independent certified auditor. These unaudited interim condensed consolidated financial statements do not include all the information and disclosures that are required from annual consolidated financial statements and therefore should be read in conjunction with the audited consolidated financial statements of the Group and the notes thereto for the year ended 31 December 2013.

The Company also prepares interim condensed financial statements for Dom Development S.A. for the three-month period ended 31 March 2014. These statements were approved by the Management Board of the Company on 23 April 2014.

7.3. Accounting policies

Polish law requires the Group to prepare its interim condensed consolidated financial statements in accordance with IFRS, applicable to interim financial reporting as adopted by the European Union (EU) (IAS 34). At this particular time, due to the endorsement of IFRS by the EU and the activities of the Group, there are no differences in the IFRS policies applied by the Group and IFRS that have been endorsed by the EU.

The interim condensed consolidated financial statements have been prepared in accordance with IFRS applicable in the interim financial reporting (IAS 34) and all applicable IFRS that have been adopted by the EU.

These interim condensed consolidated financial statements are prepared based on the same accounting policies as for the consolidated financial statements of the Group for the year ended 31 December 2013, except for the following amendments to existing standards and new interpretations that are effective for annual periods beginning on 1 January 2014:

- Amendments to IAS 32 *Financial instruments: presentation: Offsetting of Financial Assets and Financial Liabilities* – effective for financial years beginning on or after 1 January 2014.
- Amendments to IFRS 10, IFRS 12 and IAS 27 *Investment Entities* (issued on 31 October 2012) – effective for financial years beginning on 1 January 2014.
- Amendments to IAS 36 *Recoverable Amount Disclosures for Non-financial Assets* (issued on 29 May 2013) – effective for financial years beginning on or after 1 January 2014.
- Amendments to IAS 39 *Novation of Derivatives and Continuation of Hedge Accounting* (issued on 27 June 2013) – effective for financial years beginning on or after 1 January 2014.

The introduced amendments were scrutinized by the Group and they do not materially affect the Company's financial position, operating results or the scope of information presented in these interim condensed consolidated financial statements.

The Group has not decided for earlier adoption of any standard, interpretation or improvement/amendment, which was published and has not yet come into force.



7.4. Key figures based on professional judgement and basis for estimates

In addition to the accounting estimations, when applying the accounting policies in relation to the issues described below, the most significant was the professional judgement and the assumptions made by the management.

Budgets of the construction projects

The decision to purchase real estate (land) is based upon analysis, where the so called "purchase budget" is the major component. This budget is prepared to assess the future profitability of projects. The budgets for these construction projects are updated based on management's best knowledge and experience from when the real estate is purchased. The budgets for all construction projects are verified and updated when necessary, at least once every three months. Updated project budgets are the basis for:

- verification of their profitability and any potential inventory impairment write down,
- preparation of financial forecasts, annual budgets and medium term plans.

Recognition of revenue from the sale of products

The revenue from the sale of real estate (housing units, commercial space, etc.) is recognised at the moment when control over the real estate is transferred to the buyer of said real estate together with the transfer of significant risks and rewards typical to the ownership rights. According to the Company's judgement this occurs at the moment of handover of the real estate to the buyer, which is based on a handover document signed by both parties and subject to the condition that the buyer has made 100% payment of the sale price for the real estate.

Seasonality

The operating activity of the Group is not subject to any major seasonality.

7.5. Inventory

INVENTORY	31.03.2014	31.12.2013
	<i>(unaudited)</i>	
Advances on deliveries, including	46 955	20 895
at purchase prices/production costs	46 955	20 895
write down to the net realisable value	-	-
Semi-finished goods and work in progress, including	1 066 648	1 167 078
at purchase prices/production costs	1 078 222	1 178 652
write down to the net realisable value	(11 574)	(11 574)
Finished goods, including	209 315	158 626
at purchase prices/production costs	213 165	162 876
write down to the net realisable value	(3 850)	(4 250)
Total	1 322 918	1 346 599

INVENTORY REVALUATION WRITE DOWNS	01.01 - 31.03.2014	01.01 - 31.03.2013
	<i>(unaudited)</i>	<i>(unaudited)</i>
Opening balance	15 824	21 568
Increments	-	417
Decrements	(400)	(3 361)
Closing balance	15 424	18 624

Write down to the net realisable value have resulted from the impairment tests and analysis performed by the Group.



Dom Development S.A.

Additional notes to the interim condensed consolidated financial statements
for the three-month period ended 31 March 2014
(all amounts in thousands PLN unless stated otherwise)

CARRYING VALUE OF INVENTORY USED TO SECURE THE PAYMENT OF LIABILITIES AND VALUE OF THE MORTGAGES ESTABLISHED	31.03.2014 <i>(unaudited)</i>	31.12.2013
Carrying value of inventory used to secure liabilities	278 260	270 320
Mortgages:		
Value of mortgages established to secure real estate purchase agreements	10 000	21 000
Value of mortgages established to secure loan agreements (maximum amount)	366 000	291 000

7.6. Short-term financial assets

SHORT-TERM FINANCIAL ASSETS	31.03.2014 <i>(unaudited)</i>	31.12.2013
Bank deposits with a maturity over three months	47	47
Cash in an escrow account	10 267	5 110
Total	10 314	5 157

Bank deposits with a maturity over three months as of the date when they are made are presented in "Bank deposits with a maturity over three months".

The Company makes bank deposits with various maturity based on current analysis of cash needs and realizable rate of return on deposits offered by banks.

Cash received from the Group's customers as advances for the sale of products which is deposited in escrow accounts until the relevant requirements specified in the "Act on the Protection of Rights of a Dwelling Unit or House Buyer" are met, is presented in "Cash in an escrow account".

7.7. Cash and cash equivalents

Cash and cash equivalents are represented by cash at bank and cash in hand, including short-term bank deposits with up to three months maturity on the date when they are made. The book value of these assets corresponds to their fair value.

CASH AND CASH EQUIVALENTS	31.03.2014 <i>(unaudited)</i>	31.12.2013	31.03.2013 <i>(unaudited)</i>
Cash in hand and at bank	7 949	7 042	13 486
Bank deposits with a maturity of three months or less	298 706	315 176	427 381
Other	50	32	43
Total	306 705	322 250	440 910



Dom Development S.A.

Additional notes to the interim condensed consolidated financial statements
for the three-month period ended 31 March 2014
(all amounts in thousands PLN unless stated otherwise)

7.8. Share capital

SHARE CAPITAL (STRUCTURE) AS AT 31.03.2014								
Series/ issue	Type of share	Type of preference	Limitation of right to shares	Number of shares	Nominal value of series/issue (PLN)	Capital covered with	Registration date	Right to dividends (from)
A	Bearer	-	-	21 344 490	21 344 490	cash	12.09.2006	12.09.2006
F	Bearer	-	-	2 705 882	2 705 882	cash	31.10.2006	31.10.2006
H	Bearer	-	-	172 200	172 200	cash	14.02.2007	14.02.2007
I	Bearer	-	-	92 700	92 700	cash	14.02.2007	14.02.2007
J	Bearer	-	-	96 750	96 750	cash	14.02.2007	14.02.2007
L	Bearer	-	-	148 200	148 200	cash	14.02.2007	14.02.2007
Ł	Bearer	-	-	110 175	110 175	cash	12.03.2012	07.05.2012
M	Bearer	-	-	24 875	24 875	cash	03.10.2012	09.11.2012
N	Bearer	-	-	20 000	20 000	cash	03.10.2012	09.11.2012
O	Bearer	-	-	26 000	26 000	cash	05.03.2013	17.05.2013
P	Bearer	-	-	925	925	cash	31.10.2013	23.12.2013
R	Bearer	-	-	11 000	11 000	cash	31.10.2013	23.12.2013
S	Bearer	-	-	17 075	17 075	cash	20.03.2014	*)
Total number of shares				24 770 272				
Total share capital					24 770 272			
Nominal value per share = PLN 1								

*) Pursuant to resolution no. 404/14 dated 18.04.2014 by the Management Board of the National Depository for Securities (*Krajowy Depozyt Papierów Wartościowych S.A.*; KDPW), 17 075 S series ordinary bearer shares will be registered by the National Depository for Securities within three days following the date that the KDPW receives the documents certifying that the shares have been introduced into trading in the regulated market, however not earlier than on the date specified in the decision by the operator of such regulated market as the date that these shares have been introduced into trading in this regulated market. On 23.04.2014 the Company applied to have these shares introduced into trading on the Warsaw Stock Exchange (*Giełda Papierów Wartościowych w Warszawie S.A.*).

SHARE CAPITAL (STRUCTURE) AS AT 31.12.2013								
Series/ issue	Type of share	Type of preference	Limitation of right to shares	Number of shares	Nominal value of series/issue (PLN)	Capital covered with	Registration date	Right to dividends (from)
A	Bearer	-	-	21 344 490	21 344 490	cash	12.09.2006	12.09.2006
F	Bearer	-	-	2 705 882	2 705 882	cash	31.10.2006	31.10.2006
H	Bearer	-	-	172 200	172 200	cash	14.02.2007	14.02.2007
I	Bearer	-	-	92 700	92 700	cash	14.02.2007	14.02.2007
J	Bearer	-	-	96 750	96 750	cash	14.02.2007	14.02.2007
L	Bearer	-	-	148 200	148 200	cash	14.02.2007	14.02.2007
Ł	Bearer	-	-	110 175	110 175	cash	12.03.2012	07.05.2012
M	Bearer	-	-	24 875	24 875	cash	03.10.2012	09.11.2012
N	Bearer	-	-	20 000	20 000	cash	03.10.2012	09.11.2012
O	Bearer	-	-	26 000	26 000	cash	05.03.2013	17.05.2013
P	Bearer	-	-	925	925	cash	31.10.2013	23.12.2013
R	Bearer	-	-	11 000	11 000	cash	31.10.2013	23.12.2013
Total number of shares				24 753 197				
Total share capital					24 753 197			
Nominal value per share = PLN 1								



Dom Development S.A.

Additional notes to the interim condensed consolidated financial statements
for the three-month period ended 31 March 2014
(all amounts in thousands PLN unless stated otherwise)

Description of changes to the share capital in the Company in the period from 1 January until 31 March 2014

On 21 January 2014 the Management Board of Dom Development S.A. adopted a resolution to increase the share capital by issuing 17 075.00 S series ordinary bearer shares as a part of the authorised capital from the then current amount of PLN 24 753 197.00 up to PLN 24 770 272.00, that is by PLN 17 075.00. The increase of the Company's share capital by issuance of 17 075 S series ordinary bearer shares was registered by the District Court for the capital city of Warsaw, 12th Commercial Division of the National Court Register on 20 March 2014. The S series shares were issued in a private placement procedure addressed to participants in Management Share Option Programme II.

List of shareholders who hold, directly or indirectly through subsidiaries, at least 5% of the overall number of votes at the General Shareholders Meeting ("GSM") as at the date that these financial statements are prepared and approved by the Company's Management Board.

	Status as at the date of preparing of these financial statements				Change in the period from publication of the interim financial statements for the three-month period ended 30.09.2013
	Shares	% of capital	Number of votes at the GSM	% of votes at the GSM	Shares
Dom Development B.V.	14 726 172	59.45	14 726 172	59.45	(480 000)
Jarosław Szanajca	1 534 050	6.19	1 534 050	6.19	-
Aviva Powszechnie Towarzystwo Emerytalne Aviva BZ WBK SA *)	1 313 383	5.30	1 313 383	5.30	no data
Grzegorz Kielpsz	1 280 750	5.17	1 280 750	5.17	-

*) Shareholding of Aviva Powszechnie Towarzystwo Emerytalne AVIVA BZ WBK S.A. (*General Pension Society*) ("Society") has been presented as per the latest notice as of 11.07.2011 received by the Company from the Society.

The shares of Dom Development S.A. or rights thereto (options) owned by the persons performing management and supervisory functions at Dom Development S.A. as at the date that these financial statements are prepared and approved by the Company's Management Board.

	Status as at the date of preparing of these financial statements			Change in the period from publication of the interim financial statements for the three-month period ended 30.09.2013	
	Shares	Share options	Total	Shares	Share options*)
The Management Board					
Jarosław Szanajca	1 534 050	-	1 534 050	-	-
Zalewski Janusz	311 000	92 534	403 534	-	-
Jerzy Ślusarski	5 363	72 784	78 147	-	(5 850)
Janusz Stolarczyk	105 200	43 597	148 797	-	(5 850)
Terry Roydon	58 500	11 767	70 267	-	(50 000)
The Supervisory Board					
Grzegorz Kielpsz	1 280 750	-	1 280 750	-	-
Markham Dumas	-	-	-	-	-
Mark Spiteri	500	2 330	2 830	(211)	(10 000)

*) The reduced number of share options is a consequence of the expiry on 7 December 2013 of the subscription period for shares granted under Management Option Programme II (this relates to a tranche of options granted on 6 December 2009).



7.9. Loans

Description of material changes in the three-month period ended 31 March 2014

On 28 February 2014, the Company prematurely repaid an instalment of the loan at PKO Bank Polski S.A. in the amount of PLN 20 000 thousand.

On 5 February 2014 the Company and mBANK Spółka Akcyjna entered into an agreement for the loan facility in aggregate amount of PLN 50 000 thousand to be used to finance current business operations of the Company. The term of the Agreement is until 3 February 2017.

LOANS DUE WITHIN	31.03.2014 <i>(unaudited)</i>	31.12.2013
Less than 1 year	-	-
More than 1 year and less than 2 years	46 000	66 000
More than 2 years and less than 5 years	98 000	108 000
Over 5 years	-	-
Total loans	144 000	174 000
including: long-term	144 000	174 000
short-term	-	-

BANK LOANS AS AT 31.03.2014					
Bank	Registered office	Loan amount and currency as per agreement		Outstanding loan amount (less accrued interest) and currency	Due date
PKO BP	Warsaw	210 000	PLN	PLN	31.12.2016
Alior Bank	Warsaw	50 000	PLN	PLN	18.09.2016
mBank	Warsaw	50 000	PLN	PLN	03.02.2017
Total bank loans				PLN	

As at 31 March 2014 and 31 December 2013 all the loans taken by the Group were expressed in Polish zloty.

Due to the fact that the interest on the loans is correlated to the WIBOR interest rate, the Company's Management Board estimates that the fair value of the loans taken by the Company approximately equals their book value, including accrued interest.

In the "Loans" item the Group states the nominal value of the loan liabilities, and the interest charged as at the balance sheet date are presented separately in the item "Accrued interest on loans and bonds".

7.10. Bonds

BONDS	31.03.2014	31.12.2013
Nominal value of the bonds issued, long-term portion	270 000	270 000
Nominal value of the bonds issued, short-term portion	-	-
Total nominal value of the bonds issued	270 000	270 000

In the "Bonds" item the Group states the nominal value of the bond liabilities, and the interest charged as at the balance sheet date are presented separately in the item "Accrued interest on loans and bonds".



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Due to the fact that the interest on the bonds is correlated to the WIBOR interest rate, the Company's Management Board estimates that the fair value of the bonds issued by the Company approximately equals their book value, including accrued interest.

Core details concerning the bonds issued

On 5 November 2007, the Company and Bank BPH S.A. (currently Pekao S.A.) signed a Bond Issue Programme Agreement, pursuant to which Dom Development S.A. is allowed to issue mid-term bonds (with a maturity over 1 year and under 7 years) with an aggregate value of no more than PLN 400 million, which is to be construed as the nominal value of all issued and unredeemed bonds on any day during the term of the Programme.

Description of material changes in the three-month period ended 31 March 2014

The total bond issue liabilities in the first quarter of 2014 and their maturity structure have not changed.

BONDS ISSUED AS AT 31.03.2014				
Series	Issue date	Amount	Currency	Contractual maturity date
II	30.06.2010	85 000	PLN	30.06.2015
II	15.07.2010	15 000	PLN	30.06.2015
III	02.02.2012	120 000	PLN	02.02.2017
IV	26.03.2013	50 000	PLN	26.03.2018
Total:		270 000	PLN	

7.11. Accrued interest on loans and bonds

ACCRUED INTEREST ON LOANS AND BONDS	31.03.2014 <i>(unaudited)</i>	31.12.2013
Accrued interest on bonds	2 723	3 803
Accrued interest on loans	-	-
Total accrued interest on loans and bonds	2 723	3 803

7.12. Segment reporting

The Group does not conduct segment reporting as its activities take place within a single segment.



7.13. Operating income

REVENUE BREAKDOWN	01.01 - 31.03.2014 <i>(unaudited)</i>	01.01 - 31.03.2013 <i>(unaudited)</i>
Sales of finished goods	194 351	217 609
Sales of services	4 158	2 704
Sales of land	151	-
Total	198 660	220 313

7.14. Operating costs

OPERATING COSTS	01.01 - 31.03.2014 <i>(unaudited)</i>	01.01 - 31.03.2013 <i>(unaudited)</i>
Cost of sales		
Cost of finished goods sold	(161 738)	(162 949)
Cost of services sold	(4 596)	(2 926)
Cost of land sold	(151)	-
Inventory write down to the net realisable value	400	1 562
Total cost of sales	(166 085)	(164 313)
Selling costs, and general administrative expenses		
Selling costs	(10 305)	(11 512)
General administrative expenses	(10 610)	(9 749)
Total selling costs, and general administrative expenses	(20 915)	(21 261)
Selling costs, and general administrative expenses by kind		
Depreciation	(714)	(766)
Cost of materials and energy	(3 185)	(3 144)
External services	(4 907)	(5 554)
Taxes and charges	(37)	(32)
Remuneration	(9 261)	(9 322)
Social security and other benefits	(1 755)	(1 718)
Management Option Programme	(6)	(6)
Other prime costs	(1 050)	(719)
Total selling costs, and general administrative expenses by kind	(20 915)	(21 261)

7.15. Income tax in the income statement

INCOME TAX	01.01 - 31.03.2014 <i>(unaudited)</i>	01.01 - 31.03.2013 <i>(unaudited)</i>
Current income tax	4 676	9 710
Deferred tax in the income statement	(2 257)	(3 466)
Total	2 419	6 244



7.16. Earnings per share

CALCULATION OF BASIC AND DILUTED EARNINGS PER SHARE	01.01 - 31.03.2014	01.01 - 31.03.2013
	<i>(unaudited)</i>	<i>(unaudited)</i>
Basic earnings per share		
Profit for calculation of the basic earnings per share	9 253	26 323
The weighted average number of ordinary shares of the Company for the calculation of basic earnings per share	24 755 281	24 722 783
Basic earnings per share (PLN)	0.37	1.06
Diluted earnings per share		
Profit for calculation of the diluted earnings per share	9 253	26 323
Potential diluting shares related to the Management Share Option Programmes	39 902	17 162
The weighted average number of ordinary shares of the Company for the calculation of diluted earnings per share	24 795 183	24 739 945
Diluted earnings per share (PLN)	0.37	1.06

As the Group has no discontinued operations, the earnings per share from the continued operations equal the earnings per share calculated above.

7.17. Transactions with related entities

In the three-month periods ended 31 March 2014 and 2013, the Company was a party to transactions with related entities, as listed below. Descriptions of the transactions have been presented in the tables. In exceptional cases, descriptions of particular agreements or explanations have also been provided.

DOM DEVELOPMENT S.A. AS A BUYER OF GOODS OR SERVICES			
Counterparty	Transaction description	01.01- 31.03.2014	01.01- 31.03.2013
		<i>(unaudited)</i>	<i>(unaudited)</i>
Woodsford Consulting Limited	Consulting services as per the agreement dated 27 June 2007	353	339
Hansom Property Company Limited	Consulting services as per the agreement dated 31 March 1999	63	60
Hansom Property Company Limited	Other	190	117
Kirkley Advisory Limited	Consulting services as per the agreement dated 01 March 2012	14	11
Kirkley Advisory Limited	Other	91	56

DOM DEVELOPMENT S.A. AS A SERVICE PROVIDER (SELLER)			
Counterparty	Transaction description	01.01- 31.03.2014	01.01- 31.03.2013
		<i>(unaudited)</i>	<i>(unaudited)</i>
Fort Mokotów sp. z o.o., under liquidation	Repair services as per the agreement dated 22 July 2005	38	42
Fort Mokotów sp. z o.o., under liquidation	Other	25	16
Dom Development Grunty sp. z o.o.	Other	1	1
Dom Development Morskie Oko sp. z o.o., under liquidation	Other	1	1



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DOM DEVELOPMENT S.A. AS A PAYER OF PREPAYMENT UNDER THE AGENCY AGREEMENT

Counterparty	Transaction description	01.01- 31.03.2014	01.01- 31.03.2013
		(<i>unaudited</i>)	(<i>unaudited</i>)
Dom Development Grunty sp. z o.o.	(net) prepayment transferred for the purchase of land under the contract of mandate	12 886	-

DOM DEVELOPMENT S.A. AS A LENDER

Counterparty	Transaction description	01.01- 31.03.2014	01.01- 31.03.2013
		(<i>unaudited</i>)	(<i>unaudited</i>)
Dom Development Grunty sp. z o.o.	Interest accrued on the borrowing	15	19

BALANCES WITH RELATED ENTITIES – balances as in the books of the Company

Entity	Receivables from related entities		Liabilities to related entities	
	31.03.2014 (<i>unaudited</i>)	31.12.2013	31.03.2014 (<i>unaudited</i>)	31.12.2013
Total balance	2 229	2 184	-	123
Subsidiaries	2 162	2 147	-	-
Dom Development Morskie Oko sp. z o.o., under liquidation additional contributions to the capital	1 147	1 147	-	-
Dom Development Grunty sp. z o.o.	1 015	1 000	-	-
Joint-ventures	67	37	-	-
Fort Mokotów sp. z o.o., under liquidation	67	37	-	-
Other entities	-	-	-	123
Woodsford Consulting Limited	-	-	-	123
Holland Park Advisory Limited	-	-	-	-

REMUNERATION AND FEES OF THE MANAGEMENT BOARD AND SUPERVISORY BOARD MEMBERS OF DOM DEVELOPMENT S.A.

Counterparty	01.01- 31.03.2014	01.01- 31.03.2013
	(<i>unaudited</i>)	(<i>unaudited</i>)
The Management Board	2 953	2 387
The Supervisory Board	258	258

Except for as stated above, the Company did not enter into any other transactions with the Management Board or Supervisory Board members.

The transactions with the related entities are based on the arm's length principle.

The transactions stated above also include transactions with subsidiaries that has been eliminated in these consolidated financial statements.



7.18. Incentive Plan – Management Option Programmes

Structure of share options granted and not exercised as at 31 March 2014:

Programme	Grant date	Exercise start date	Maturity date	Number of options	Exercise price per option (PLN)
Programme II	7.12.2007	7.12.2010	7.12.2014	134 275	114.48
Programme II	8.12.2008	8.12.2011	8.12.2015	1 000	14.91
Programme II	10.12.2009	10.12.2012	10.12.2016	162 185	40.64
Programme II	12.07.2011	12.07.2014	12.07.2017	6 000	44.16
Programme III	13.12.2010	13.06.2014	13.12.2015	96 466*)	1.00
Total				399 926	

*) The above table includes the options (96 466 share options) granted under Programme III that have not yet expired. As significant entitlement condition has not been met for the exercise of these options, the options under Programme III will not be able to be exercised.

Exercise of the share options

The 17 075 shares in the Company were subscribed in the first quarter of 2014 in a private placement procedure addressed to participants in Management Share Option Programme II. The shares were registered on 20 March 2014 (see note 7.8).

Grant of new share options

In the three-month period ended 31 March 2014 the Company did not grant any new share options.

Changes to the Management Option Programmes

In the three-month period ended 31 March 2014 no changes were made to the Management Option Programme.

7.19. Contingent liabilities

CONTINGENT LIABILITIES	31.03.2014 (unaudited)	31.12.2013
Guarantees	141	141
Sureties	359	357
Total	500	498

Additionally, some of the Company's liabilities are secured with promissory notes:

COLLATERALS FOR LIABILITIES	31.03.2014 (unaudited)	31.12.2013
Promissory notes, including:		
– promissory notes as an additional guarantee for PKO BP bank in respect of claims arising from the granted loan	210 000	210 000
Total	210 000	210 000

In the three-month period ended 31 March 2014 the companies operating within the Group did not provide any guarantees for loans or borrowings, nor any other guarantees – jointly to one entity or its subsidiary, the value of which would be material for the Group or would amount to at least 10% of the Company's shareholders' equity.



7.20. Material court cases

As of 31 March 2014 there was no individual proceeding before any court, authority competent for arbitration or public administration body, concerning the liabilities or receivables of the Company or its subsidiary, the value of which would be at least 10% of the Company's shareholders' equity.

As of 31 March 2014 there were not two or more proceedings before any court, authority competent for arbitration or public administration body, concerning the liabilities or receivables, the value of which would be at least 10% of the Company's shareholders' equity.

As of 31 March 2014, the Company was a party to proceedings concerning liabilities and receivables, the total value of which was approx. PLN 17 275 thousand, including the total value of proceedings concerning liabilities at approx. PLN 15 200 thousand and the total value of proceedings concerning receivables at approx. PLN 2 075 thousand.

The proceedings involving the Company have no significant impact on the Company's activity.

7.21. Additional information on the operating activity of the Group

In the period from 1 January to 31 March 2014 the following material changes in the portfolio of the Group's real estate development projects under construction took place:

Projects where the construction commenced in the period from 1 January 2014 until 31 March 2014:

Project	Standard	Number of apartments
Żoliborz Artystyczny, phase 3	Popular	228
Aura, phase 1b	Popular	69

Projects where the construction was completed in the period from 1 January 2014 until 31 March 2014:

Project	Standard	Number of apartments
Derby 14, phase 3	Popular	189
Młyny Królewskie	Popular	294
Klasyków I, phase 2	Popular	236

7.22. The factors that will impact the results achieved by the Group for at least the next three months

The most important factors that may impact the financial situation of the Group in at least the next three months are:

- The economic trend in the residential market, where the Group operates,
- The impact of the worldwide financial situation on the Polish economy and banking system,
- The availability of mortgages, and in particular their convenient terms for potential clients,
- Achieving the planned sales volume in terms of quantity and value,
- The timely delivery of the construction works in line with the schedules by the construction companies completing individual investments of the Group in the general contractor system,
- Availability of external financing (loans, bonds) for real estate developers,
- No sudden changes in the legal and tax regulations that may influence market demand for products offered by the Group in an uncontrolled manner,
- Maintaining the stable political situation and creating a positive economic climate by the government and local authorities.



7.23. Material post-balance sheet events

On 8 April 2014, the Supervisory Board of the Company approved the petition of the Management Board for the distribution of the Company's net profit for the financial year 2014. The Management Board petitioned that the aggregate amount of PLN 54 494 598.40 be appropriated for the payment of a dividend to the Shareholders in Dom Development S.A.. The aggregate amount includes:

- PLN 54 352 343.33 net profit of Dom Development S.A. for the year ended 31 December 2013,
- PLN 142 255.07 that is a portion of the Dom Development S.A. supplementary capital derived from the profit carried forward

that is PLN 2.20 per each share. The Management Board of the Company proposed that the date of record be 12 June 2014 and the dividend payment date be 27 June 2014.

The Supervisory Board of the Company recommended to the General Shareholders' Meeting that the above petition be approved and resolution be adopted in respect of the distribution of profit for 2013, the portion of supplementary capital being appropriated for the payment of dividend and the fixing of the date of record and the dividend payment date as proposed above.

7.24. Forecasts

The Management Board of Dom Development S.A. does not publish any financial forecasts concerning the Group.

7.25. Selected financial data translated into EURO

The following financial data of the Group have been translated into euro:

SELECTED DATA FROM THE BALANCE SHEET	31.03.2014	31.12.2013
	<i>(unaudited)</i>	
	thousand Euro	thousand Euro
Total current assets	397 554	415 076
Total assets	399 445	416 882
Total shareholders' equity	207 619	206 535
Long-term liabilities	109 549	117 823
Short-term liabilities	82 277	92 524
Total liabilities	191 826	210 347
<i>PLN/EURO exchange rate as at the balance sheet date</i>	<i>4.1713</i>	<i>4.1472</i>

SELECTED DATA FROM THE INCOME STATEMENT	01.01 - 31.03.2014	01.01 - 31.03.2013
	<i>(unaudited)</i>	
	thousand Euro	thousand Euro
Sales revenue	47 420	52 785
Gross profit on sales	7 776	13 417
Operating profit/(loss)	2 115	7 905
Profit/(loss) before tax	2 783	7 800
Net profit/(loss)	2 206	6 304
<i>Average PLN/EURO exchange rate for the reporting period</i>	<i>4.1894</i>	<i>4.1738</i>