

**Dom Development S.A.** Interim condensed consolidated financial statements for the three-month period ended 31 March 2015

# **DOM DEVELOPMENT S.A.**

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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 on 31 March 2015, comprising:

- interim condensed consolidated balance sheet prepared as at 31 March 2015 with the balance of assets and liabilities in the amount of PLN 1 762 567 thousand;
- interim condensed consolidated income statement for the three-month period ended 31 March 2015 with a net loss of PLN 5 414 thousand;
- interim condensed consolidated statement of comprehensive income for the three month periods ended 31 March 2015 with a net comprehensive loss of PLN 5 414 thousand;
- interim condensed statement of changes in consolidated shareholders' equity in the three-month period from 1 January 2015 to 31 March 2015 with the PLN 852 872 thousand shareholders' equity as at 31 March 2015;
- interim condensed consolidated cash flow statement for the three-month period from 1 January 2015 to 31 March 2015 with the PLN 282 797 thousand net cash and cash equivalents as at 31 March 2015;
- additional notes to the interim condensed consolidated financial statements

were prepared and approved by the Management Board of the Company on 23 April 2015.

Jarosław Szanajca, President of the Management Board Janusz Zalewski Vice President of the Management Board



### 2. INTERIM CONDENSED CONSOLIDATED BALANCE SHEET

ASSETS	Note	<b>31.03.2015</b> (unaudited)	31.12.2014
Fixed assets			
Intangible assets		2 861	2 593
Tangible fixed assets		6 151	6 286
Long-term receivables		1 626	1 626
Other financial assets		2 682	2 645
Total fixed assets		13 320	13 150
Current assets			
Inventory	7.5	1 426 772	1 231 538
Trade and other receivables		21 866	5 541
Income tax receivables		81	-
Other current assets		3 271	3 224
Short-term financial assets	7.6	14 460	34 463
Cash and cash equivalents	7.7	282 797	318 341
Total current assets		1 749 247	1 593 107
Total assets		1 762 567	1 606 257

EQUITY AND LIABILITIES	Note	<b>31.03.2015</b> (unaudited)	31.12.2014
Shareholders' equity			
Share capital	7.8	24 771	24 770
Share premium		234 534	234 520
Other capital (supplementary capital)		517 379	517 379
Reserve capital from valuation of share options		25 126	25 126
Reserve capital from valuation of cash flow hedges		-	-
Reserve capital from reduction of share capital		510	510
Accumulated, unappropriated profit/(loss)		50 811	56 212
Equity attributable to the shareholders of parent company		853 131	858 517
Non-controlling interests		(259)	(246)
Total shareholders' equity		852 872	858 271
Liabilities			
Long-term liabilities			
Loans, long-term portion	7.9	98 000	98 000
Bonds, long-term portion	7.10	170 000	170 000
Deferred tax provision		5 965	9 673
Long-term provisions		11 914	12 303
Other long-term liabilities		24 898	27 672
Total long-term liabilities		310 777	317 648
Short-term liabilities			
Trade payables, tax and other liabilities		195 832	139 799
Loans, short-term portion	7.9	26 000	26 000
Bonds, short-term portion	7.10	100 000	100 000
Accrued interest on loans and bonds	7.11	2 412	3 745
Corporate income tax payables		-	164
Short-term provisions		8 843	9 054
Deferred income		265 831	151 576
Total short-term liabilities		598 918	430 338
Total liabilities		909 695	747 986
Total equity and liabilities		1 762 567	1 606 257



#### 3. INTERIM CONDENSED CONSOLIDATED INCOME STATEMENT

		Three-month period ended		
	Note	<b>31.03.2015</b> (unaudited)	<b>31.03.2014</b> (unaudited)	
Sales revenue	7.13	72 526	198 660	
Cost of sales	7.14	(54 231)	(166 085)	
Gross profit on sales		18 295	32 575	
Selling costs	7.14	(11 446)	(10 305)	
General administrative expenses	7.14	(12 080)	(10 610)	
Other operating income		534	1 477	
Other operating expenses		(998)	(4 276)	
Operating profit/(loss)		(5 695)	8 861	
Financial income		395	3 813	
Financial costs		(1 222)	(1 013)	
Profit/(loss) before tax		(6 522)	11 661	
Income tax	7.15	1 108	(2 419)	
Net profit/(loss)		(5 414)	9 242	
Net profit/(loss) attributable to:				
Shareholders of the parent company		(5 401)	9 253	
Non-controlling interests		(13)	(11)	
Earnings/(loss) per share:				
Basic, from the profit for the period, attributable to parent company's shareholders (PLN)	7.16	(0.22)	0.37	
Diluted, from the profit for the period, attributable to parent company's shareholders (PLN)	7.16	(0.22)	0.37	



## 4. INTERIM CONDENSED CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

	Three-month pe	riod ended
	<b>31.03.2015</b> (unaudited)	<b>31.03.2014</b> (unaudited)
Net profit/(loss)	(5 414)	9 242
Other comprehensive income		
Net change to cash flow hedges	-	-
Income tax	-	-
Other net comprehensive income	-	-
Total net comprehensive income/(loss)	(5 414)	9 242
Net comprehensive income/ (loss) attributable to:		
Shareholders of the parent company	(5 401)	9 253
Non-controlling interests	(13)	(11)



**Dom Development S.A.** Interim condensed consolidated cash flow statement for the three-month period ended 31 March 2015 (all amounts in thousands PLN unless stated otherwise)

#### INTERIM CONDENSED CONSOLIDATED CASH FLOW STATEMENT 5.

		Three-month per		
	Note	<b>31.03.2015</b> (unaudited)	<b>31.03.2014</b> (unaudited)	
Cash flow from operating activities				
Profit/(loss) before tax		(6 522)	11 661	
Adjustments:				
Depreciation		1 019	714	
Profit/loss on foreign exchange differences		70	(40)	
Profit/loss on investments		(40)	(48)	
Interest cost/income		1 989	4 385	
Cost of the management option programmes		-	6	
Changes in the operating capital:				
Changes in provisions		(600)	632	
Changes in inventory		(193 786)	23 316	
Changes in receivables		(16 325)	30 084	
Changes in short-term liabilities, excluding loans and bonds		43 104	(593)	
Changes in prepayments and deferred income		113 553	(43 696)	
Other adjustments		(70)	40	
Cash flow generated from operating activities		(57 608)	26 461	
Interest received		2 090	1 974	
Interest paid		(6 204)	(7 155)	
Income tax paid		(2 845)	(6 251)	
Net cash flow from operating activities		(64 567)	15 029	
Cash flow from investing activities				
Proceeds from the sale of intangible assets and tangible fixed assets		3	50	
Bank deposits with a maturity over three months (made and/or closed)	7.6	30 000	-	
Acquisition of intangible and tangible fixed assets		(980)	(878)	
Acquisition of financial assets		-	-	
Net cash flow from investing activities		29 023	(828)	
Cash flows from financing activities				
Proceeds from issue of shares (exercise of share options)		-	254	
Proceeds from contracted loans		-		
Commercial papers issued		-	-	
Repayment of loans and borrowings		-	(30 000)	
Redemption of commercial papers		-	(00 000)	
Dividends paid		-		
Net cash flow from financing activities		-	(29 746)	
Increase / (decrease) in net cash and cash equivalents		(35 544)	(15 545)	
Cash and cash equivalents – opening balance	7.7	318 341	322 250	
Cash and cash equivalents – closing balance	7.7	282 797	306 705	



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

		Share premium	Other capital		Reserve capita	I.	Accumulated	Equity attributable to the	Non-	Total
	Share capital	less treasury shares	(suppleme- ntary capital)	from reduction of share capital	from valuation of cash flow hedges	from valuation of share options	unappropria- ted profit (loss)	sharehold- ers of parent company	control- ling interests	shareholders' equity
Balance as at 1 January 2015	24 770	234 520	517 379	510	-	25 126	56 212	858 517	(246)	858 271
Share capital increase by exercising share options (note 7.8)	1	14	-	-	-	-	-	15	-	15
Payment of dividends to shareholders	-	-	-	-	-	-	-	-	-	-
Net loss for the reporting period	-	-	-	-	-	-	(5 401)	(5 401)	(13)	(5 414)
Other net comprehensive income for the reporting period	-	-	-	-	-	-	-	-	-	-
Balance as at 31 March 2015 ( <i>unaudited</i> )	24 771	234 534	517 379	510	-	25 126	50 811	853 131	(259)	852 872

		Share premium	Other capital		Reserve capita	I	Accumulated	Equity attributable to the	Non-	Total
	Share capital	less (s treasury	(suppleme- ntary capital)	from reduction of share capital	from valuation of cash flow hedges	from valuation of share options	unappropria- ted profit (loss)	sharehold- ers of parent company	control- ling interests	shareholders' equity
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	17	237	-	-	-	-	-	254	-	254
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



#### 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 scope of activity of the companies operating within the Group 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 2015 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 2015 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 2015 the Group did not discontinue any of its activities.

In the three-month period ended 31 March 2015 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 consolidated statement of changes in 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 2014.

The Company has also prepared interim condensed financial statements for Dom Development S.A. for the three-month period ended 31 March 2015. These statements were approved by the Management Board of the Company on 23 April 2015.

#### 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 2014, except for the following amendments to existing standards and new interpretations that are effective for annual periods beginning on 1 January 2015:

- IFRIC 21 Levies (published on 20 May 2013) effective for annual periods beginning on or after 1 January 2014; in the EU effective latest for annual periods beginning on or after 17 June 2014,
- Improvements resulting from IFRS reviews 2011-2013 (published on 12 December 2013) effective for annual periods beginning on or after 1 July 2014; in the EU effective latest for annual periods beginning on or after 1 February 2015.

The introduced amendments were scrutinized by the Group and they do not materially affect the Group'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	<b>31.03.2015</b> (unaudited)	31.12.2014
Advances on deliveries, including	14 166	56 193
at purchase prices/production costs	14 335	56 362
write down to the net realisable value	(169)	(169)
Semi-finished goods and work in progress, including	1 288 372	1 000 418
at purchase prices/production costs	1 299 218	1 012 737
write down to the net realisable value	(10 846)	(12 319)
Finished goods, including	124 234	174 927
at purchase prices/production costs	126 729	178 138
write down to the net realisable value	(2 495)	(3 211)
Total	1 426 772	1 231 538

INVENTORY REVALUATION WRITE DOWNS	01.01 - 31.03.2015 (unaudited)	01.01 - 31.03.2014 <i>(unaudited)</i>
Opening balance	15 699	15 824
Increments	302	-
Decrease	(2 491)	(400)
Closing balance	13 510	15 424



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

CARRYING VALUE OF INVENTORY USED TO SECURE THE PAYMENT OF LIABILITIES AND VALUE OF THE MORTGAGES ESTABLISHED	<b>31.03.2015</b> (unaudited)	31.12.2014
Carrying value of inventory used to secure liabilities	264 155	168 889
Mortgages:		
Value of mortgages established to secure real estate purchase agreements	41 680	8 400
Value of mortgages established to secure loan agreements (maximum amount)	231 000	306 000

#### 7.6. Short-term financial assets

SHORT-TERM FINANCIAL ASSETS	<b>31.03.2015</b> (unaudited)	31.12.2014
Bank deposits with a maturity over three months	48	30 048
Cash in an escrow account	14 412	4 415
Total	14 460	34 463

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 Group 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	31.03.2015	31.12.2014	31.03.2014
	(unaudited)		(unaudited)
Cash in hand and at bank	10 647	8 431	7 949
Bank deposits with a maturity of three months or less	272 103	309 886	298 706
Other	47	24	50
Total	282 797	318 341	306 705



#### 7.8. Share capital

SHARE	SHARE CAPITAL (STRUCTURE) AS AT 31.03.2015							
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)
А	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
Н	Bearer	-	-	172 200	172 200	cash	14.02.2007	14.02.2007
Ι	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
Μ	Bearer	-	-	24 875	24 875	cash	03.10.2012	09.11.2012
Ν	Bearer	-	-	20 000	20 000	cash	03.10.2012	09.11.2012
0	Bearer	-	-	26 000	26 000	cash	05.03.2013	17.05.2013
Р	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	02.05.2014
Т	Bearer	-	-	1 000	1 000	cash	14.01.2015	27.03.2015
Total n	umber of shares			24 771 272				
Total s	hare capital				24 771 272			
Nomina	al value per shar	e = PLN 1						

SHARE	SHARE CAPITAL (STRUCTURE) AS AT 31.12.2014							
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)
Α	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
Н	Bearer	-	-	172 200	172 200	cash	14.02.2007	14.02.2007
Ι	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
М	Bearer	-	-	24 875	24 875	cash	03.10.2012	09.11.2012
Ν	Bearer	-	-	20 000	20 000	cash	03.10.2012	09.11.2012
0	Bearer	-	-	26 000	26 000	cash	05.03.2013	17.05.2013
Р	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	02.05.2014
Total nu	Total number of shares 24 770 272							
Total sh	are capital				24 770 272			
Nomina	l value per shar	e = PLN 1						

Description of changes to the share capital in the Company in the period from 1 January until 31 March 2015

On 14 January 2015 the share capital increase from the current amount of PLN 24 770 272.00 up to PLN 24 771 272.00, that is by PLN 1 000.00, made by the issue of 1 000 T series ordinary bearer shares was registered in the District Court for the capital city of Warsaw, 12th Commercial Division of the National Court Register. The T series shares were issued in a private placement addressed to a participant in Management Option Programme II pursuant to the resolution by the



Management Board of Dom Development S.A no. 04/11/14 dated 18 November 2015 to increase the share capital by issuing the T series shares as a part of the authorised capital and to fully deprive the current shareholders of their pre-emptive rights.

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.

		atus 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 30.09.2014
	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	-
Jarosław Szanajca	1 534 050	6.19	1 534 050	6.19	-
Aviva Powszechne Towarzystwo Emerytalne Aviva BZ WBK SA *)	1 313 383	5.30	1 313 383	5.30	no data
Grzegorz Kiełpsz	1 280 750	5.17	1 280 750	5.17	-

\*) Shareholding of Aviva Powszechne 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			publication financial sta three-mont	he period from of the interim tements for the h period ended 19.2014
	Shares	Share options	Total	Shares	Share options
The Management Board					
Jarosław Szanajca	1 534 050	-	1 534 050		
Janusz Zalewski	311 000	92 534	403 534		
Małgorzata Kolarska	6 500	-	6 500		- (7 000)
Janusz Stolarczyk	105 200	28 597	133 797		- (15 000)
Terry Roydon	58 500	11 767	70 267		
The Supervisory Board					
Grzegorz Kiełpsz	1 280 750	-	1 280 750		
Mark Spiteri	500	2 330	2 830		

The reduced the number of share options is a result of the expiry of outstanding options with exercise price of PLN 114.48 per share.

#### 7.9. Loans

Description of material changes in the three-month period ended 31 March 2015

A notice of termination for the loan agreement dated 18 September 2013 was served by the Company at Alior Bank S.A. on 15 December 2014. The 30 (thirty) day notice period has been lapsing from the date that the written notice of termination was served at Alior Bank S.A. The agreement as stated above expired on 14 January 2015.



LOANS DUE WITHIN	<b>31.03.2015</b> (unaudited)	31.12.2014
Less than 1 year	26 000	26 000
More than 1 year and less than 2 years	98 000	78 000
More than 2 years and less than 5 years	-	20 000
Over 5 years	-	-
Total loans	124 000	124 000
including: long-term	98 000	98 000
short-term	26 000	26 000

BANK LOANS AS AT 31.03.2015								
Bank	Registered office	Loan amount a as per agre	-	Outstanding loar accrued interest		Due date		
PKO BP SA	Warsaw	210 000	PLN	104 000	PLN	31.12.2016		
mBank	Warsaw	*) 50 000	PLN	20 000	PLN	03.02.2017		
Total bank loans				124 000	PLN			

\*) revolving loan in the credit facility account

As at 31 March 2015 and 31 December 2014 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 Group 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	<b>31.03.2015</b> (unaudited)	31.12.2014
Nominal value of the bonds issued, long-term portion	170 000	170 000
Nominal value of the bonds issued, short-term portion	100 000	100 000
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".

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.

On 5 November 2014, the Company and Pekao S.A. signed an Annex to the Bond Issue Programme Agreement dated 5 November 2007, pursuant to which the bond issue period has been extended by 7 years (until 5 November 2021).

Description of material changes in the three-month period ended 31 March 2015

The total bond issue liabilities in the three-month period ended 31 March 2015 and their maturity structure have not changed.

BONDS ISS	UED AS AT 31.03.2015			
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	<b>31.03.2015</b> (unaudited)	31.12.2014
Accrued interest on bonds	2 412	3 745
Accrued interest on loans	-	-
Total accrued interest on loans and bonds	2 412	3 745

#### 7.12. Segment reporting

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

#### 7.13. Operating income

REVENUE BREAKDOWN	01.01 - 31.03.2015	01.01 - 31.03.2014
	(unaudited)	(unaudited)
Sales of finished goods	69 917	194 351
Sales of services	2 609	4 158
Sales of land	-	151
Total	72 526	198 660



#### 7.14. Operating costs

OPERATING COSTS	01.01 - 31.03.2015	01.01 - 31.03.2014
	(unaudited)	(unaudited)
Cost of sales		
Cost of finished goods sold	(53 554)	(161 738)
Cost of services sold	(2 866)	(4 596)
Cost of land sold	-	(151)
Inventory write down to the net realisable value	2 189	400
Total cost of sales	(54 231)	(166 085)
Selling costs, and general administrative expenses Selling costs	(11 446)	(10 305)
General administrative expenses	(12 080)	(10 610)
Total selling costs, and general administrative expenses	(23 526)	(20 915)
Selling costs, and general administrative expenses by kind		
Depreciation	(1 019)	(714)
Cost of materials and energy	(3 695)	(3 185)
External services	(5 911)	(4 907)
Taxes and charges	(50)	(37)
Remuneration	(9 926)	(9 261)
Social security and other benefits	(1 996)	(1 755)
Management Option Programme	-	(6)
Other prime costs	(929)	(1 050)
Total selling costs, and general administrative expenses by kind	(23 526)	(20 915)

#### 7.15. Income tax in the income statement

INCOME TAX	01.01 - 31.03.2015	01.01 - 31.03.2014
	(unaudited)	(unaudited)
Current income tax	2 600	4 676
Deferred tax in the income statement	(3 708)	(2 257)
Total	(1 108)	2 419



#### 7.16. Earnings per share

CALCULATION OF BASIC AND DILUTED EARNINGS PER SHARE	01.01 - 31.03.2015 (unaudited)	01.01 - 31.03.2014 <i>(unaudited)</i>
Basic earnings/(loss) per share		
Profit/(loss) for calculation of the basic earnings per share	(5 401)	9 253
The weighted average number of ordinary shares of the Company for the calculation of basic earnings per share	24 771 116	24 755 281
Basic earnings/(loss) per share (PLN)	(0.22)	0.37
<b>Diluted earnings/(loss) per share</b> Profit/(loss) for calculation of the diluted earnings per share	(5 401)	9 253
Potential diluting shares related to the Management Share Option Programmes	20 520	39 902
The weighted average number of ordinary shares of the Company for the calculation of diluted earnings per share	24 791 636	24 795 183
Diluted earnings/(loss) per share (PLN)	(0.22)	0.37

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

#### 7.17. Transactions with related entities

In the three-month periods ended 31 March 2015 and 2014, 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 - 31.03.2015 (unaudited)	01.01 - 31.03.2014 <i>(unaudited)</i>	
Woodsford Consulting Limited	Consulting services as per the agreement dated 27 June 2007	446	353	
Hansom Property Company Limited	Consulting services as per the agreement dated 2 January 2001	68	63	
Hansom Property Company Limited	Other	262	190	
M&M Usługi Doradcze M. Kolarski	Consulting services	75	99	
Kirkley Advisory Limited	Consulting services as per the agreement dated 1 March 2012	23	14	
Kirkley Advisory Limited	Other	125	91	

DOM DEVELOPMENT S.A. AS A SERVICE PROVIDER (SELLER)				
Counterparty	Transaction description	01.01 - 31.03.2015 (unaudited)	01.01 - 31.03.2014 <i>(unaudited)</i>	
Fort Mokotów sp. z o.o., under liquidation	Repair services as per the agreement dated 22 July 2005	24	38	
Fort Mokotów sp. z o.o., under liquidation	Other	-	25	
Dom Development Grunty sp. z o.o.	Other	1	1	
Dom Development Morskie Oko sp. z o.o., under liquidation	Other	1	1	



DOM DEVELOPMENT S.A. AS A LENDE	R		
Counterparty	Transaction description	01.01 - 31.03.2015	01.01 - 31.03.2014
		(unaudited)	(unaudited)
Dom Development Grunty sp. z o.o.	Interest accrued on the borrowing	9	15

DOM DEVELOPMENT S.A. AS A PAYER OF PREPAYMENT UNDER THE AGENCY AGREEMENT				
Counterparty	01.01 - 31.03.2015	01.01 - 31.03.2014		
		(unaudited)	(unaudited)	
Dom Development Grunty sp. z o.o.	(Net) prepayment transferred for the purchase of land under the contract of mandate	-	12 886	

BALANCES WITH RELATED ENTITIES – balances as in the books of the Company					
	Receivables from r	Liabilities to relat	Liabilities to related entities		
Entity	31.03.2015	31.12.2014	31.03.2015	31.12.2014	
	(unaudited)		(unaudited)		
Total balance	2 751	2 752	3 701	7 310	
Subsidiaries	2 741	2 732	3 674	7 160	
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.	1 594	1 585	3 674	7 160	
Joint-ventures	10	20	-	-	
Fort Mokotów sp. z o.o., under liquidation	10	20	-	-	
Other entities	-	-	27	150	
M&M Usługi Doradcze M. Kolarski	-	-	27	48	
Woodsford Consulting Limited	-	-		102	

DOM DEVELOPMENT S.A. AS A SELLER (PLN)					
Transactions with Members of the Management Board	Transaction description	Transaction date	Transaction amount		
Janusz Stolarczyk and a person closely related	Agreement for the sale of residential unit with an area of 84.65 sq.m., and a parking place in the Willa na Harfowej project	26.01.2015	736 744.80		
Janusz Stolarczyk and a person closely related	Fitout Contract	26.01.2015	35 756.00		

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

Counterparty	01.01 - 31.03.2015	01.01 - 31.03.2014
	(unaudited)	(unaudited)
The Management Board	3 108	2 953
The Supervisory Board	294	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

Programme	Grant date	Exercise start date	Maturity date	Number of options	Exercise price per option (PLN)
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	1 000	44.16
Programme III	13.12.2010	13.06.2014	13.12.2015	96 466*)	1.00
Total				259 651	

Structure of share options granted and not exercised as at 31 March 2015:

\*) 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.

#### Expiry of share options

In the three-month period ended 31 March 2015 the number of share options eligible to participate in Management Option Programme II has not changed.

#### **Exercise of the share options**

On 18 November 2014 the Management Board of Dom Development S.A. adopted a resolution to increase the share capital by issuing 1 000 T series ordinary bearer shares. The shares were issued in a private placement addressed to a participant in Management Options Programme II. The increase of the Company's share capital by the issue of 1 000 T series ordinary bearer shares was registered on 14 January 2015 (see note 7.8).

#### Grant of new share options

In the three-month period ended 31 March 2015 the Company did not grant any new share options.

**Changes to the Management Option Programmes** 

In the three-month period ended 31 March 2015 no changes were made to the Management Option Programme.

#### 7.19. Contingent liabilities

CONTINGENT LIABILITIES	<b>31.03.2015</b> (unaudited)	31.12.2014
Guarantees	141	141
Sureties	352	367
Total	493	508



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

COLLATERALS FOR LIABILITIES	<b>31.03.2015</b> (unaudited)	31.12.2014
Promissory notes, including:		
<ul> <li>promissory notes as an additional guarantee for the PKO BP SA bank in respect of claims arising from the granted loan</li> </ul>	210 000	210 000
Total	210 000	210 000

In the three-month period ended 31 March 2015 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 2015 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 2015 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 2015, the Company was a party to proceedings concerning liabilities and receivables, the total value of which was approx. PLN 23 814 thousand, including the total value of proceedings concerning liabilities at approx. PLN 22 473 thousand and the total value of proceedings concerning receivables at approx. PLN 1 341 thousand.

The proceedings involving the Company or any of its subsidiaries have no significant impact on the Group's activity.

#### 7.21. Additional information on the operating activity of the Group

In the three-month period from 1 January to 31 March 2015 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 2015 until 31 March 2015:

Project	Standard	Number of apartments	Number of commercial units
Saska Apartamenty nad Jeziorem, phase 3	Popular	236	none
Dom Pod Zegarem	Popular	226	9
Wille Lazurowa	Popular	164	2

In the period from 1 January until 31 March 2015 no projects were completed by the Group.



#### 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 14 April 2015, 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 requested that a part of the Company's net profit for 2014 in the amount of PLN 55 735 362.00, i.e. PLN 2.25 per share, be appropriated for the payment of a dividend to shareholders in Dom Development S.A., and a part of the net profit for 2014 in the amount of PLN 86 610.22 be allocated for the increase of supplementary capital of Dom Development S.A.

The Management Board of the Company proposed that the date of record be 18 June 2015 and the dividend payment date be 3 July 2015.

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 2014 and the fixing of the date of record and the dividend payment date as proposed by the Management Board.

#### 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	<b>31.03.2015</b> (unaudited)	31.12.2014
	thousand Euro	thousand Euro
Total current assets	427 793	373 767
Total assets	431 051	376 852
Total shareholders' equity	208 577	201 363
Long-term liabilities	76 003	74 525
Short-term liabilities	146 471	100 964
Total liabilities	222 474	175 489
PLN/EURO exchange rate as at the balance sheet date	4.0890	4.2623



SELECTED DATA FROM THE INCOME STATEMENT	01.01 - 31.03.2015 <i>(unaudited)</i> thousand Euro	01.01 - 31.03.2014 <i>(unaudited)</i> thousand Euro
Sales revenue	17 481	47 420
Gross profit on sales	4 410	7 776
Operating profit/(loss)	(1 373)	2 115
Profit/(loss) before tax	(1 572)	2 783
Net profit/(loss)	(1 305)	2 206
Average PLN/EURO exchange rate for the reporting period	4.1489	4.1894