

# NIREUS AQUACULTURE SA

**Consolidated financial data and Information for the year from 1 January 2005 to 31 December 2005**  
(Published according to L. 2190, article 135 for enterprises that prepare annual financial statements according to International Financial Reporting Standards (IFRS))

The following data and Information aim at providing general knowledge of the financial statements and the results of operations of "NIREUS AQUACULTURE" SA. The reader who seeks to have an overview of the financial position and results of the company, before proceeding to any kind of investment decision or other transaction with the company, must visit the Company's web site at the internet address as well as the Companies Register No. 16399/06/88/18 where are posted the Annual Financial Statements prepared according to the International Financial Reporting Standards accompanied with the Auditors' Report of the Certified Public Accountant Auditor.

Address of Registered Office: Municipality of Kardamouli, N. CHIOS  
Companies Register No.: 16399/06/88/18  
Authorized Prefecture: Ministry of Development/General Secretariat of Commerce  
Date of Approval of Annual Financial Statements  
(from which this data has been extracted): 24 February 2006

Certified Public Accountant Auditor: M. Xenakis (SOEL Reg. No. 11541)  
Auditing Company: ASSOCIATED CERTIFIED PUBLIC ACCOUNTANTS "SOL S.A."  
Type of Auditors' Report: Unqualified - Emphasis of matter  
Internet address: www.nireus.gr

**Board of Directors:**  
President & CEO - Executive Member  
Vice President & CEO - Executive Member  
Deputy CEO - Executive Member  
Member & Executive Member  
Non - Executive Member  
Non - Executive Member  
Non - Executive Member  
Independent Non - Executive Member

Aristides Belles  
Nikolaos Chaviaras  
Antonios Chachialis  
Dimitrios Loumbouris  
Panayotis Lambrinou  
Ioanna Karahalou  
Epanomonda Lambadarios  
Nikolaos Voutsinos  
Constantinos Lambrinou

Emphasis of matter: According to the Auditors' Report of the Certified Public Accountant Auditor: Without expressing qualifications to the conclusions of the audit, we draw attention to the following matters: (1) the tax returns for the years 2001 - 2005 for the parent company and for years one to five for its subsidiaries have not been examined by the tax authorities as yet and, as a consequence, the possibility exists of additional taxes and penalties being assessed at the time when the returns will be examined and will be accepted as final. The outcome of these tax inspections cannot be predicted at present and, therefore, no provision has been made in these financial statements in respect of (2) Because for four consolidated subsidiary companies with full consolidation totalling percentage (before intercompany write offs) 6,75% of the consolidated total assets, their total equity becomes negative (for the three), or lower than half (1/2) of the Share Capital the application of the provisions of articles 47 and 48 of c.l. 2190/1920 become concurrent and the aforementioned companies are obliged to take the adequate measures so that are raised the conditions of the application of these articles. (3) In the debt balance of the account "Investments in subsidiaries" of the company we did not include the participation obligation in the company "SEAFARM IONIAN SA" of € 5.000.000 (percentage 15,48%) because it is subject to the condition of receiving an equal in amount Bank loan, according to the No. 4970/16.6.2005 decision of the Athens Court of Appeal. This loan until 31.12.2005 had not been granted.

	BALANCE SHEET amounts reported in €		COMPANY	
	31/12/2005	31/12/2004	31/12/2005	31/12/2004
<b>ASSETS</b>				
<b>Non-current Assets</b>				
Property, plant and equipment	49.991.367	46.829.664	37.304.506	24.705.770
Investment property	2.458.630	3.638.630	2.138.330	3.538.330
Goodwill	6.882.944	2.541.116	5.718.910	2.009.935
Intangible assets	645.537	977.288	511.475	749.153
Investments in subsidiaries	39.414	-	11.091.627	17.031.749
Investments in associates	852.084	151.770	518.959	483.554
Available-for-sale financial assets	2.384.016	2.378.016	2.384.016	2.378.016
Other long-term receivables	178.226	131.885	123.491	68.497
Biological assets	47.242.576	54.582.623	40.877.803	48.184.812
	<b>110.774.594</b>	<b>111.231.052</b>	<b>100.669.316</b>	<b>99.149.821</b>
<b>Current Assets</b>				
Inventories	12.585.913	14.579.425	7.118.793	2.223.724
Biological Asset	67.257.895	43.638.568	59.491.523	39.181.111
Trade and other receivables	25.657.176	45.931.289	56.723.250	25.407.713
Other receivables	13.845.082	13.400.685	20.388.432	15.383.033
Other current assets	1.543.114	854.795	1.312.246	583.397
Financial assets at fair value through profit or loss	595	329	595	329
Cash and cash equivalents	2.589.807	1.040.184	1.938.495	227.878
	<b>150.479.582</b>	<b>119.445.275</b>	<b>146.973.333</b>	<b>83.007.185</b>
<b>Total Assets</b>	<b>261.254.176</b>	<b>230.676.327</b>	<b>247.642.649</b>	<b>182.157.006</b>
<b>EQUITY &amp; LIABILITIES</b>				
<b>Equity</b>				
Share capital	50.460.643	47.723.123	50.460.643	46.989.187
Less: Treasury shares	-	(479.554)	-	(479.554)
Share premium account	37.152.013	36.223.490	37.152.013	36.223.490
Fair value reserves	11.424.075	10.937.319	8.691.297	7.667.186
Other reserves	11.391.293	5.581.164	8.069.038	2.630.089
Retained earnings	(2.088.957)	(4.980.877)	10.337.463	3.657.425
<b>Capital and reserves attributable and Company's equity holder</b>	<b>108.339.066</b>	<b>95.004.665</b>	<b>114.710.453</b>	<b>96.687.824</b>
<b>Minority Interest</b>	<b>110.234.440</b>	<b>102.793.818</b>	<b>114.710.453</b>	<b>96.687.824</b>
<b>Total Equity</b>	<b>218.573.506</b>	<b>197.798.483</b>	<b>229.420.906</b>	<b>193.375.648</b>
<b>Long Term Liabilities</b>				
Long Term Loans	61.071.987	16.176.941	55.411.896	14.203.099
Deferred income tax liabilities	3.601.570	5.046.747	4.516.611	4.975.810
Retirement benefit obligations	1.538.117	1.418.783	1.318.626	903.513
	<b>66.211.674</b>	<b>22.642.471</b>	<b>61.247.133</b>	<b>20.082.422</b>
<b>Government grants</b>	<b>5.806.629</b>	<b>6.926.759</b>	<b>4.654.290</b>	<b>3.186.915</b>
Other non-current liabilities	460.721	695.478	-	-
<b>Total Long Term Liabilities</b>	<b>72.479.024</b>	<b>30.264.707</b>	<b>65.901.423</b>	<b>23.269.337</b>
<b>Short Term Liabilities</b>				
Trade & other payables	45.409.458	41.573.590	43.589.359	38.764.495
Short Term Borrowings	19.037.394	42.960.144	15.888.935	12.012.342
Deferred payables	499.410	6.138.051	38.576	5.902.551
Other current liabilities	13.959.489	6.996.016	7.513.794	5.520.458
<b>Total Short Term Liabilities</b>	<b>78.905.751</b>	<b>97.677.802</b>	<b>67.000.574</b>	<b>62,199,845</b>
<b>Total Liabilities</b>	<b>151,019,736</b>	<b>127,882,509</b>	<b>132,931,996</b>	<b>85,469,182</b>
<b>Total Equity and Liabilities</b>	<b>261,254,176</b>	<b>230,676,327</b>	<b>247,642,649</b>	<b>182,157,006</b>

	CASH FLOW STATEMENT amounts reported in €		COMPANY	
	31/12/2005	31/12/2004	31/12/2005	31/12/2004
<b>Operating Activities</b>				
Profit before taxes	11.167.952	23.048.587	12.929.666	18.279.867
Plus/less adjustments for:				
Depreciation	5.157.292	4.753.789	4.298.671	1.897.514
Provisions	158.196	(2.158)	-	141.857
Government Grants	(1.780.501)	(1.485.323)	(976.476)	(696.668)
Retirement benefit obligations	109.334	299.011	201.253	177.859
Dividends	-	(2.031.170)	(533.839)	(2.022.280)
Interest income	(69.204)	(65.664)	(50.620)	(50.620)
Other non-cash items	(165.477)	(942.462)	(117.254)	(938.631)
Proceeds from sale of property, plant and equipment	64.942	(103.254)	181.834	(11.609)
	<b>14,642,446</b>	<b>23,471,344</b>	<b>15,916,475</b>	<b>16,777,272</b>
Debit interest and similar expenses	4,778,091	3,650,996	3,325,388	1,893,467
Plus/less adjustments of working capital	(12,749,563)	(25,676,308)	(14,654,747)	(26,184,955)
Decrease/(increase) in inventories	(6,168,055)	(10,772,699)	2,619,251	(6,981,394)
(Decrease)/increase in payable accounts (except banks)	3,431,779	9,306,850	(8,769,231)	9,479,912
(Less):	-	-	-	-
Interest paid and similar expenses	(4,778,091)	(3,650,996)	(3,325,388)	(1,893,467)
Taxes paid	(1,169,065)	(1,698,493)	(3,348,701)	(402,230)
<b>Net cash generated from operating activities (a)</b>	<b>(5,013,297)</b>	<b>(5,369,306)</b>	<b>(8,236,953)</b>	<b>(7,311,403)</b>
<b>Investing Activities</b>				
Acquisition of subsidiaries, associates, joint-ventures and other investments	(2,108,242)	(688,364)	(2,126,275)	(698,532)
Proceeds on disposal of subsidiaries, associates, joint-ventures and other invest.	225	10,181,614	225	9,392,448
Purchase of property, plant and equipment (PPE) and of intangible assets	(7,156,923)	(6,702,042)	(6,920,425)	(4,977,819)
Proceeds on disposal of PPE and intangible assets	2,021,144	547,558	1,482,133	16,989
Proceeds on Government Grant	660,460	361,266	552,468	546,148
Interest received	69,204	65,664	67,380	50,638
Dividends received	2,031,170	2,031,170	533,839	2,022,280
<b>Net cash generated from investing activities (b)</b>	<b>(6,514,130)</b>	<b>5,796,877</b>	<b>(6,410,654)</b>	<b>6,352,333</b>
<b>Financing Activities</b>				
Cash received from issue of share capital	-	471,937	-	-
Proceeds on issued/raised bank loans	15,326,627	(500,822)	18,247,089	413,812
Sale of treasury shares	292,000	-	292,000	-
Dividends paid	(2,631,949)	(2,027,866)	(2,532,899)	(2,112)
<b>Net cash generated from financing activities (c)</b>	<b>12,986,679</b>	<b>(2,056,751)</b>	<b>16,006,190</b>	<b>411,699</b>
<b>Net increase/(decrease) in cash and cash equivalents for period (a) + (b) + (c)</b>	<b>1,459,251</b>	<b>(1,629,180)</b>	<b>1,358,584</b>	<b>(547,371)</b>
<b>Cash and cash equivalents at beginning of the period</b>	<b>1,130,556</b>	<b>2,669,364</b>	<b>579,911</b>	<b>775,248</b>
<b>Cash and cash equivalents at end of the period</b>	<b>2,589,807</b>	<b>1,040,184</b>	<b>1,938,495</b>	<b>227,878</b>

	PROFIT AND LOSS ACCOUNT amounts reported in €			
	GROUP		COMPANY	
	1/1 - 31/12/2005	1/1 - 31/12/2004	1/1 - 31/12/2005	1/1 - 31/12/2004
Sales	138.116.896	115.097.703	132.044.195	74.016.847
Gross profit/(loss)	37.016.337	30.952.110	34.480.988	17.076.360
Earnings (less) from evaluation of Biological Assets (Biomass)	(467.595)	10.700.275	(1.060.122)	10.266.264
EBITDA	19.650.418	28.464.293	19.952.506	19.109.219
EBIT	14.992.125	23.710.604	15.653.835	17.211.705
Profit/(Loss) before taxes (EBT)	11.167.952	23.048.587	12.929.666	18.279.867
Less: Taxes	(3,435,541)	(6,968,768)	(3,077,673)	(4,352,612)
Profit/(Loss) after taxes	7,732,411	16,079,819	9,851,993	13,926,255
<b>Attributable to:</b>				
Equity holders of the Company	7,461,220	14,375,923	9,851,993	13,926,255
Minority interest	271,190	1,703,896	-	-
	7,732,411	16,079,819	9,851,993	13,926,255
Earnings (after taxes) per share in €	0,193	0,496	0,255	0,480
Dividend per share - in €	-	-	0,075	0,064

	STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD amounts reported in €			
	GROUP		COMPANY	
	31/12/2005	31/12/2004	31/12/2005	31/12/2004
Net equity of period Opening Balance (1/1/2005 and 1/1/2004 respectively)	102,793,818	85,712,764	96,687,824	76,658,454
Profit/(Loss) after taxes	7,732,411	16,079,819	9,851,993	13,926,255
	<b>110,526,229</b>	<b>101,792,583</b>	<b>106,539,816</b>	<b>90,584,709</b>
Increase/(decrease) in share capital	-	-	-	-
Other changes (mergers subsidiaries etc)	4,200,089	2,834,084	12,012,826	-
Dividend distributed (profits)	(4,783,878)	(1,832,850)	(4,134,189)	-
Net Income transferred in Net Equity	-	-	292,000	4,103,115
Purchases/(Sales) of own shares	292,000	-	292,000	-
Net equity of period Closing Balance (31.12.2005 and 31.12.2004 respectively)	<b>110,234,440</b>	<b>102,793,818</b>	<b>114,710,453</b>	<b>96,687,824</b>

### ADDITIONAL DATA AND INFORMATION

1. The Group companies (Anonymos Eteria (AE)) which are included in the consolidated financial statements, with their respective addresses, participation percentages, method of consolidation and reference to un-audited tax years are the following:

COMPANY NAME	COUNTRY OF INCORPORATION	PARTICIPATION PERCENTAGE	CONSOLIDATION METHOD	UN-AUDITED YEARS
NIREUS AQUACULTURE SA	GREECE	100%	Full	2001-2005
AQUACOM LTD	GREECE	98,77%	Full	2001-2005
ALPINO SA	GREECE	95,13%	Full	2002-2005
EUROCATENERS SA	GREECE	98,53%	Full	2001-2005
FOKIDA FISH FARMING SA	GREECE	50%	Full	2005
PROTEUS CONSTRUCTION SA	GREECE	100%	Full	2003-2005
MYLOKOPI FISH FARMING SA	GREECE	96,49%	Full	2003-2005
INTERPESCA SA	GREECE	61,22%	Full	2003-2005
A-SEA SA	GREECE	34,26%	Full	---
ILKNAK SU URUNLERI SAN VE TIC A.S.	TURKEY	25%	Net Equity	2004-2005
BLUEFIN TUNA SA	GREECE	25%	Net Equity	2004-2005

In the consolidation of the current year 2005 are not included (a) the company "FEEDUS SA", which was included in the consolidation of the previous year 2004, because it was absorbed in the current year 2005 by the parent company. "THETIS SA", which was included in the consolidation of the previous year 2004 by the full consolidation method, because from 1.7.2005 it was put under liquidation and "PER MAKE RESEARCH SA", which was included in the consolidation of the previous year 2004 by the Net equity method, since in the year 2005 it was put under liquidation.

2. In the present year 2005 according to the dated 30 July 2005 decision of the Extraordinary General Meeting of shareholders of the parent company, was increased the Share Capital as follows: (a) by € 3.488.952,90 owing to absorption of the subsidiary company "FEEDUS SA" and (b) by € 62.602,59 by capitalization part of the "Share premium" for reasons of rounding out, with simultaneous decrease of the par value of the share from € 1,62 to € 1,25. The aforesaid absorption was approved by the Ref.No. K2-13094/11.11.2005 decision of the Ministry of Development.

3. In the fourth quarter of 2005 the parent company acquired a majority block of the subsidiary companies "INTERPESCA SA" and "A-SEA SA" as a result of which at 31.12.2005 to be consolidated by the full consolidation method, while in the previous years until also 30.9.2005 periods, they were consolidated by the net equity method. Moreover, in the aforesaid quarter was acquired a participation in the unlisted on the stock exchange foreign company "ILKNAK SU URUNLERI SAN VE TIC A.S.", which is consolidated for the first time by the full consolidation method. We note here that in the consolidated Income Statement year 2005, are included the corresponding items of the following direct and indirect participations in companies that were acquired in the year 2005 from their acquisition date or acquisition of the majority block until 31.12.2005: (a) of "INTERPESCA SA" from 1.12.31.12.2005 (b) of "A-SEA SA" from 1.12.31.12.2005 and (c) of "ILKNAK SU URUNLERI SAN VE TIC A.S." from 1.11.31.12.2005.

4. On the non-current assets of the parent company "NIREUS SA" there are registered mortgages of € 15.000.000,00 to secure a Debenture loan in favour of EUROBANK, the balance of which at 31 December 2005 amounted to € 50.000.000,00 and registered pre-notice of mortgage of € 1.220.000,00, to secure a long term loan of the National Bank of Greece, the balance of which at 31 December 2005 amounted to € 1.020.000,00. Moreover, on the property of a consolidated subsidiary unlisted on the Stock Exchange has been given a mortgage of € 4.225.000,00 to secure a Debenture loan in favour of ALPHA BANK, the balance of which at 31 December 2005 amounted to € 4.225.000,00.

5. The disputed or under arbitration cases of national or administrative courts may not have a material effect on the financial positions or operations of the consolidated companies.

6. The number of personnel employed by the Company amounted at 31 December 2005 to 719 and of the Group to 908 persons and at 31 December 2004 to 523 and of the Group to 827 persons.

7. The amounts of purchases and sales accumulated from the opening financial year and the receivables and payables balances of the Company that have arisen from its transactions with related parties at the closing of the current period (31 December 2005) have as follows:

	GROUP	COMPANY
	1/1-31/12/2005	1/1-31/12/2005
a) Purchases of goods and services	11.963.273	7.909.611
b) Sales of goods and services	11.963.273	3.843.916
c) Balances year end arising from sales-purchases goods/services	-	-
- Receivables from related parties	18.3	