

**HELLENIC PETROLEUM S.A.**  
**IFRS CONSOLIDATED FINANCIAL STATEMENTS**  
**31 DECEMBER 2004**



**HELLENIC**  
**PETROLEUM**

**HELLENIC PETROLEUM S.A.**  
IFRS CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2004

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## **ERNST & YOUNG**

### **Auditors' Report**

#### **To the Shareholders of Hellenic Petroleum S.A.**

We have audited the accompanying consolidated balance sheet of Hellenic Petroleum S.A. as at 31 December 2004 and the related consolidated statements of income, cash flows and changes in equity for the year then ended. These financial statements are the responsibility of Hellenic Petroleum S.A.'s management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with International Standards on Auditing. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the consolidated financial position of Hellenic Petroleum S.A. as at 31 December 2004, and of the consolidated results of its operations and its cash flows for the year then ended in accordance with International Financial Reporting Standards.

Ernst & Young

22 February 2005  
Athens, Greece

**HELLENIC PETROLEUM S.A.**  
IFRS CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2004

**Consolidated Balance Sheet**

| (Euro in thousands)                           | Notes | As at            |                  |
|---|-------|------------------|------------------|
|   |       | 31 December 2004 | 31 December 2003 |
| <b>ASSETS</b>                                 |       |                  |                  |
| <b>Non-current assets</b>                     |       |                  |                  |
| Intangible assets                             | 13    | 83.353           | 110.698          |
| Property, plant and equipment                 | 14    | 1.355.703        | 1.198.691        |
| Investments in associates                     | 16    | 287.484          | 289.873          |
| Other financial assets                        | 17    | 1.369            | 6.190            |
| Deferred income tax asset                     | 18    | 11.003           | 10.444           |
| Loans, advances and long term assets          | 19    | 30.874           | 27.827           |
|   |       | 1.769.786        | 1.643.723        |
| <b>Current assets</b>                         |       |                  |                  |
| Inventories                                   | 20    | 675.851          | 494.163          |
| Accounts receivable                           | 21    | 654.891          | 553.847          |
| Cash and cash equivalents                     | 22    | 181.178          | 304.129          |
|   |       | 1.511.920        | 1.352.139        |
| <b>TOTAL ASSETS</b>                           |       | 3.281.706        | 2.995.862        |
| <b>EQUITY AND LIABILITIES</b>                 |       |                  |                  |
| Share capital                                 | 23    | 666.019          | 665.911          |
| Share premium                                 |       | 353.138          | 352.924          |
| Reserves                                      |       | 834.942          | 770.720          |
| Total equity                                  |       | 1.854.099        | 1.789.555        |
| Minority interest                             |       | 95.395           | 94.256           |
| <b>Non-current liabilities</b>                |       |                  |                  |
| Long-term debt                                | 25    | 321.404          | 272.138          |
| Pension plans and other long-term liabilities | 26    | 187.556          | 172.126          |
| Deferred income tax liability                 | 18    | 21.294           | 11.389           |
|   |       | 530.254          | 455.653          |
| <b>Current liabilities</b>                    |       |                  |                  |
| Accounts payable and accrued liabilities      | 27    | 497.760          | 372.730          |
| Income tax payable                            | 28    | 56.720           | 30.008           |
| Current portion of long-term debt             | 25    | 17.047           | 18.440           |
| Short-term borrowings                         | 25    | 230.431          | 235.220          |
|   |       | 801.958          | 656.398          |
| <b>TOTAL EQUITY AND LIABILITIES</b>           |       | 3.281.706        | 2.995.862        |

Please see accompanying notes to the consolidated financial statements.

**HELLENIC PETROLEUM S.A.**  
**IFRS CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2004**

**Consolidated Income Statement**

| (Euro in thousands)  | Notes | For the year ended |                  |
|--|-------|--------------------|------------------|
|  |       | 31 December 2004   | 31 December 2003 |
| Sale proceeds  |       | 5.577.148          | 4.532.673        |
| Sales taxes, excise duties and similar levies                  |       | (669.870)          | (637.578)        |
| Net proceeds   |       | 4.907.278          | 3.895.095        |
| Cost of sales  |       | (4.330.634)        | (3.406.268)      |
| Gross profit   |       | 576.644            | 488.827          |
| Other operating income   | 4     | 28.063             | 105.399          |
| Selling, distribution and administrative expenses              | 5     | (352.837)          | (327.584)        |
| Research and development                                       |       | (13.115)           | (6.661)          |
| Impairment of investments                                      | 6     | (28.000)           | -                |
| Operating profit   |       | 210.755            | 259.981          |
| Finance income   | 8     | 13.182             | 12.063           |
| Finance expense  | 9     | (16.687)           | (17.828)         |
| Currency exchange gains, net                                   | 10    | 34.099             | 28.517           |
| Share of net result of associated companies                    | 11    | (1.695)            | 14.483           |
| Operating Income before income tax and minority interests      |       | 239.654            | 297.216          |
| Taxation – current   | 18    | (99.536)           | (82.470)         |
| Taxation – deferred  | 18    | (9.346)            | (5.792)          |
| Income after taxation  |       | 130.772            | 208.954          |
| Losses / (income) applicable to minority interest              |       | (2.554)            | 1.576            |
| Net income for the period                                      |       | 128.218            | 210.530          |
| Earnings per ordinary share (eurocents)                        |       | 0,42               | 0,77             |
| Net income attributable to ordinary shares (Euro in thousands) |       | 128.218            | 210.530          |
| Average number of ordinary shares outstanding                  |       | 305.465.290        | 272.473.587      |

Diluted earnings per ordinary share are not presented, as the effect of these would not be material.

Please see accompanying notes to the consolidated financial statements.

**HELLENIC PETROLEUM S.A.**  
IFRS CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2004

**Consolidated Statement of Changes in Equity**

| (Euro in thousands)   | Tax deferred reserve and<br>partially taxed reserves | Statutory<br>reserve | Retained<br>earnings | Total<br>Reserves | Share<br>capital | Share<br>premium | Total<br>Shareholders' Equity |
|---|--|----------------------|----------------------|-------------------|------------------|------------------|-------------------------------|
| <b>Balance at 1 January 2003</b>  | <b>176.391</b>                                       | <b>41.392</b>        | <b>386.548</b>       | <b>604.331</b>    | <b>470.149</b>   | <b>245.555</b>   | <b>1.320.035</b>              |
| Net income for the year   | -  | -                    | 210.530              | 210.530           | -                | -                | 210.530                       |
| Translation exchange differences  | -  | -                    | (1.983)              | (1.983)           | -                | -                | (1.983)                       |
| Transfers between reserves  | 3.120  | 4.433                | (7.553)              | -                 | -                | -                | -                             |
| Dividends   | -  | -                    | (39.179)             | (39.179)          | -                | -                | (39.179)                      |
| Transfer from reserves to share capital   | -  | -                    | (2.979)              | (2.979)           | 2.979            | -                | -                             |
| Share capital issued as consideration for the<br>acquisition of Petrola Hellas SA | -  | -                    | -                    | -                 | 192.783          | 107.369          | 300.152                       |
| <b>Balance at 31 December 2003</b>  | <b>179.511</b>                                       | <b>45.825</b>        | <b>545.384</b>       | <b>770.720</b>    | <b>665.911</b>   | <b>352.924</b>   | <b>1.789.555</b>              |
| Net income for the year   | -  | -                    | 128.218              | 128.218           | -                | -                | 128.218                       |
| Translation exchange differences  | -  | -                    | (3.351)              | (3.351)           | -                | -                | (3.351)                       |
| Transfers between reserves  | 91.465   | 12.222               | (103.687)            | -                 | -                | -                | -                             |
| Dividends   | -  | -                    | (61.093)             | (61.093)          | -                | -                | (61.093)                      |
| First time consolidation of HP Services Ltd                                       | -  | -                    | 448                  | 448               | -                | -                | 448                           |
| Share capital increase  | -  | -                    | -                    | -                 | 108              | 214              | 322                           |
| <b>Balance at 31 December 2004</b>  | <b>270.976</b>                                       | <b>58.047</b>        | <b>505.919</b>       | <b>834.942</b>    | <b>666.019</b>   | <b>353.138</b>   | <b>1.854.099</b>              |

Please see accompanying notes to the consolidated financial statements.

**HELLENIC PETROLEUM S.A.**  
IFRS CONSOLIDATED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2004

**Consolidated Cash Flow Statement**

| (Euro in thousands)  | Note | For the year ended |                  |
|--|------|--------------------|------------------|
|  |      | 31 December 2004   | 31 December 2003 |
| <b>Income before taxation</b>  |      | <b>239.654</b>     | <b>297.216</b>   |
| <i>Adjustments for:</i>  |      |                    |                  |
| Depreciation and amortisation  |      | 133.234            | 121.666          |
| Share of result of associates  |      | 1.695              | (14.483)         |
| Other provisions   |      | 34.000             | 3.940            |
| Gain from sale of DEPA option  |      | -                  | (80.000)         |
| Loss on sales of property, plant and equipment                                   |      | 14.449             | 5.302            |
| Increase in pension plan and other long term liabilities                         | 26   | 29.183             | 25.471           |
| Amortisation of grants   |      | (11.407)           | (8.700)          |
| Foreign exchange gain  |      | (34.099)           | (28.517)         |
| Interest and related income  |      | (13.182)           | (12.063)         |
| Interest expense   |      | 16.687             | 17.828           |
|  |      | <hr/>              | <hr/>            |
| <i>Operating profit before working capital changes</i>                           |      | 410.214            | 327.660          |
| Decrease / (increase) in inventories   |      | (183.688)          | 133.102          |
| Decrease/ (increase) in accounts receivable, loans advances and long term assets |      | (124.091)          | 21.218           |
| (Decrease)/ increase in payables and accrued liabilities                         |      | 132.651            | (124.767)        |
| Payments for pensions (including scheme closure)                                 | 26   | (13.753)           | (16.924)         |
|  |      | <hr/>              | <hr/>            |
| <i>Cash generated from operations</i>  |      | 221.333            | 340.289          |
| Realised net foreign exchange loss   |      | (889)              | (2.470)          |
| Interest paid  |      | (16.687)           | (17.376)         |
| Interest received  |      | 13.182             | 12.063           |
| Taxation paid  |      | (72.824)           | (46.353)         |
|  |      | <hr/>              | <hr/>            |
| <i>Net cash flows from operating activities</i>                                  |      | <b>144.115</b>     | <b>286.153</b>   |
| <b>Cash flows from investing activities</b>                                      |      |                    |                  |
| Payments to acquire property, plant and equipment and intangibles                |      | (296.837)          | (258.978)        |
| Acquisition of subsidiaries, net of cash acquired                                | 29   | -                  | 68.725           |
| Proceeds from disposal of fixed assets   |      | 1.292              | -                |
| Dividend received from associate   | 16   | 694                | 694              |
| Proceeds from sale of DEPA option  |      | 20.000             | 60.000           |
| Net cash movement in other financial assets                                      |      | 4.821              | 11.849           |
| Payments to acquire investments in associates                                    |      | -                  | (172)            |
| Grant received   |      | 3.786              | 19.739           |
|  |      | <hr/>              | <hr/>            |
| <i>Net cash flows used in investing activities</i>                               |      | <b>(266.244)</b>   | <b>(98.143)</b>  |

Please see accompanying notes to the consolidated financial statements.

**HELLENIC PETROLEUM S.A.**  
**IFRS CONSOLIDATED FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 DECEMBER 2004**

**Consolidated Cash Flow Statement** *(continued)*

| (Euro in thousands)   | Note | For the year ended |                  |
|---|------|--------------------|------------------|
|   |      | 31 December 2004   | 31 December 2003 |
| <b>Cash flows from financing activities</b>                                       |      |                    |                  |
| Net movement in long term debt  |      | 39.095             | 25.030           |
| Net movement in short term borrowings   |      | 2.924              | 23.673           |
| Payments for finance leases   |      | (534)              | (505)            |
| Proceeds from share capital increase  |      | 322                | -                |
| Equity dividends paid   |      | (61.093)           | (39.179)         |
|   |      | <hr/>              | <hr/>            |
| <i>Net cash flows (used in)/ from financing activities</i>                        |      | <b>(19.286)</b>    | <b>9.019</b>     |
|   |      | <hr/>              | <hr/>            |
| <b>Net (decrease)/ increase/ in cash and cash equivalents (net of overdrafts)</b> |      | <b>(141.415)</b>   | <b>197.029</b>   |
| Opening balance, cash and cash equivalents (net of overdrafts)                    |      | 237.332            | 40.303           |
|   |      | <hr/>              | <hr/>            |
| Closing balance, cash and cash equivalents (net of overdrafts)                    |      | 95.917             | 237.332          |
|   |      | <hr/> <hr/>        | <hr/> <hr/>      |
| <br>  |      |                    |                  |
| Cash and cash equivalents   | 22   | 181.178            | 304.129          |
| Overdrafts  | 25   | (85.261)           | (66.797)         |
|   |      | <hr/>              | <hr/>            |
|   |      | 95.917             | 237.332          |
|   |      | <hr/> <hr/>        | <hr/> <hr/>      |

Please see accompanying notes to the consolidated financial statements.

# HELLENIC PETROLEUM S.A.

## NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

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### 1. ACCOUNTING POLICIES

Hellenic Petroleum S.A. and its subsidiaries (“Hellenic Petroleum” or “the Group”) operates predominantly in Greece and the Balkans in the energy sector. The group activities include exploration and production, refining and marketing of oil products, manufacture and marketing of petrochemical products, and the provision of marketing and promotion services in relation to the transmission and distribution of natural gas products. The Group also provides engineering services and is currently constructing an electricity power generation plant.

Hellenic Petroleum S.A. is incorporated in Greece (Registered Office: 54, Amalias Ave, Athens) and prepares consolidated financial statements under both Greek GAAP and International Financial Reporting Standards. These financial statements have been prepared in accordance with International Financial Reporting Standards. The Group believes that these accounting principles, which conform to current practice in the oil and gas industry, best reflect the economic substance of its business activities. A reconciliation of the Consolidated Greek financial results and shareholders’ equity position to the Consolidated IFRS financial results and equity position is disclosed on page 40.

The same accounting policies and recognition and measurement principles are followed in these consolidated financial statements as compared with the annual consolidated financial statements for the year ended 31 December 2003.

The Company’s measurement currency is the Euro. The financial information in these financial statements is expressed in thousands of Euro.

The consolidated financial statements of Hellenic Petroleum S.A. for the year ended 31 December 2004 were authorised for issue by the Board of Directors on 22 February 2005. The shareholders of the Company have the power to amend the financial statements after issue.

#### **Basis of preparation**

The consolidated financial statements are prepared using consolidation principles consistent with the prior reporting period.

The consolidated financial statements comprise the financial statements of Hellenic Petroleum and the significant entities in which Hellenic Petroleum has a participating interest of over 50% (subsidiaries) and over which Hellenic Petroleum has effective control, with the exception of those held for resale.

Subsidiaries are consolidated from the date on which control is transferred to the group and cease to be consolidated from the date on which control is transferred out of the group.

Minority interests represent the interests in certain subsidiaries that are not held by the Group.

#### **Investments in associates**

The Group’s investment in its associates is accounted for under the equity method of accounting. These are entities in which the Group has significant influence and which are neither subsidiaries nor joint ventures of the Group. The investments in associates are carried in the balance sheet at cost plus post-acquisition changes in the Group’s share of net assets of the associates, less any impairment in value. The income statement reflects the Group’s share of the results of operations of the associates. The Group’s investment in its associate DEPA includes negative goodwill (net of accumulated amortisation) on acquisition, which is treated in accordance with the accounting for goodwill stated below.

# HELLENIC PETROLEUM S.A.

## NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

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### 1. ACCOUNTING PRINCIPLES *(continued)*

#### **Interest in Joint Venture**

The Group's interest in its joint ventures is accounted for using equity accounting. Gains or losses on these investments are recognised in income.

#### **Investments**

All investments are initially recognised at cost, being the fair value of the consideration given and including acquisition charges associated with the investments.

After initial recognition, investments that are classified as held for trading and available-for-sale are measured at fair value. Gains or losses on these investments are recognised in income.

Other long-term investments that are intended to be held-to-maturity, such as bonds, are subsequently measured at amortised cost using the effective interest rate method. Amortised cost is calculated by taking into account any discount or premium on acquisition, over the period to maturity. For investments carried at amortised cost, gains and losses are recognised in income when the investments are derecognised or impaired, as well as through the amortisation process.

#### **Revenue recognition**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. Revenue on sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer. Interest revenue is recognised as the interest accrues unless collectibility is in doubt.

#### **Derivative Financial Instruments**

The Group uses derivative financial instruments such as foreign currency contracts and commodity contracts to hedge its risks associated with foreign currency and certain commodity prices fluctuations. Such derivative financial instruments are stated at fair value.

The fair value of forward commodity contracts is calculated by reference to current market values of forward commodity contracts with similar maturity profiles. The fair value of forward exchange contracts is calculated by reference to current forward exchange rates for contracts with similar maturity profiles.

For derivatives that do not qualify for 'special hedge accounting', any gains or losses arising from changes in fair value are taken directly to net profit or loss for the period.

#### **Accounting for foreign currency translation and transactions**

The Group's reporting currency is the Euro.

Transactions denominated in currencies other than each company's reporting currency are translated into the reporting currency using exchange rates at the date of the transaction. Monetary assets and liabilities denominated in other currencies are translated into Euro using period end exchange rates. The resulting exchange differences during the period and at balance sheet date are stated separately in the income statement for the period.

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are recorded at the exchange rate at the date of the transaction.

# HELLENIC PETROLEUM S.A.

## NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

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### 1. ACCOUNTING PRINCIPLES *(continued)*

#### **Intangible assets**

Intangible assets include goodwill arising on acquisition of subsidiaries and associates and capitalised exploration expenditure incurred before development phase as described under oil and gas accounting methods below. Goodwill is amortised on a straight-line basis not exceeding 20 years. Negative goodwill is amortised over the average remaining useful lives of non-current depreciable assets (10 years). Research and development expenditure is charged against income as incurred and capitalised only under the successful efforts basis in the event of commercially oil exploitable reserves being discovered.

Intangible assets also include costs of implementing a computer software (SAP) and license fees cost for the use of know-how relating to the new polypropylene plant, which has been capitalised in accordance with IAS 38, Intangible Assets and amortised over 15 years.

#### **Oil and gas accounting methods**

The Group's policies for accounting for oil and gas are in accordance with industry practice. The Group applies the successful efforts method of accounting for exploration and development costs, as described below:

#### **Exploration costs**

Geological costs are expensed in the year incurred.

Exploration expenditure is expensed in the year incurred. When proved reserves of oil and gas are determined and development is sanctioned, the relevant expenditure, from that point onwards, is capitalised to property, plant and equipment. Exploration leasehold acquisition costs are included in intangible assets. When exploration is determined to be unsuccessful the expenditure is charged against income at that time.

#### ***Oil and gas producing assets***

Interest relating to the financing of development projects is capitalised as part of property, plant and equipment until the date commercial production commences. Oil and gas producing assets are depreciated or depleted using the unit-of-production method, based on estimated proved reserves. Dismantlement, restoration and abandonment costs less estimated salvage values are expensed using the unit-of-production method based on proved developed reserves. Costs represent the estimated future undiscounted costs of abandonment based on existing regulations and techniques. Producing assets also include oil and gas leaseholds. Impairment of undeveloped leaseholds is recognised if no discovery of hydrocarbons is made or expected. If a field becomes productive, the related leaseholds are depleted using the unit-of-production method.

#### **Land and Buildings**

Land and buildings are carried at historical cost plus mandatory revaluations to 31 December 1992 as required by Greek tax regulations to reflect the inflationary environment in Greece in those years, except for acquired subsidiaries, for which they were adjusted to market values on the acquisition date in accordance with International Accounting Standard 22 and International Accounting Standard 16.

During 1996, 2000 and 2004 pursuant to Law 2065/92, Hellenic Petroleum's land and buildings were revalued based on certain coefficients as provided by the relevant ministerial decisions. The revaluations were not based on market value in accordance with International Accounting Standard 16 (as revised in 1998 and effective 1 July 1999) and have therefore been eliminated when preparing these financial statements.

#### **Other plant and equipment**

Plant and equipment other than land and buildings is stated at cost and includes the cost of financing until the date assets are placed in service. Maintenance and repairs are expensed as incurred except refinery refurbishment costs which are accounted for as described below. Assets are depreciated on a straight-line basis over their estimated useful lives as follows:

# HELLENIC PETROLEUM S.A.

## NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

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### 1. ACCOUNTING PRINCIPLES *(continued)*

- Buildings: 13-20 years,
- Specialised industrial installations: 7-15 years,
- Machinery, equipment and transportation equipment: 5-8 years,
- Computers – software and hardware: 3-5 years.
- Crude oil Pipeline: 40 years
- LPG carrier: 10 years
- White products carrier: 17 years

#### **Refinery refurbishment costs**

Refinery refurbishment costs are deferred and charged against income on a straight line basis over the scheduled refurbishment period.

#### **Capitalisation of borrowing costs**

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of the cost of that asset. Borrowing costs are capitalised to the extent that funds are borrowed specifically for the purpose of obtaining a qualifying asset. To the extent that funds are borrowed generally and used for the purpose of obtaining a qualifying asset, the amount of borrowing costs eligible for capitalisation is determined by applying a capitalisation rate to the expenditures on that asset.

#### **Impairment of long-term assets**

Long-term assets, identifiable intangible assets and goodwill, are written down when, as a result of events or changes in circumstances within the year, their recoverable value appears to be permanently less than their carrying value.

Impairment is determined for each group of autonomous assets (oil and gas fields or licenses, independent operating units or subsidiaries) by comparing their carrying value with the discounted cash flows they are expected to generate based upon management's expectations of future economic and operating conditions.

Should the above comparison indicate that an asset is impaired, the write-down recognised is equivalent to the difference between carrying value and either market value or the sum of future discounted cash flows (whichever is higher).

#### **Government grants**

Investment and development grants related to tangible fixed assets are initially recorded as deferred income. Subsequently they are credited to income over the useful lives of the related assets in direct relationship to the depreciation taken on such assets.

Other grants, which have been provided to the Group, which under certain conditions are repayable, are reflected as such until the likelihood of repayment is minimal. They are then disclosed as contingent liabilities until the possibility of loss becomes remote.

#### **Inventories**

Inventories are recorded at the lower of cost and net realisable value (NRV). NRV is the estimated selling price in the ordinary course of business less estimated costs of completion and estimated costs necessary to make the sale. For refinery stocks the Group uses the average actual prices prevailing after the period end to determine the estimated selling price in the ordinary course of business. Cost of inventories is determined using the average cost method.

# HELLENIC PETROLEUM S.A.

## NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

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### 1. ACCOUNTING PRINCIPLES *(continued)*

#### **Cash and cash equivalents**

Cash and cash equivalents consist of short-term, highly liquid investments including short-term marketable securities and time deposits generally having original maturities of three months or less.

#### **Taxes**

The Group provides for deferred income taxes on all temporary differences between financial and tax reporting, including revaluation of assets, tax losses and tax credits available for carry forward. The Group uses the liability method under which deferred taxes are calculated by applying taxes that are enacted or substantially enacted at the balance sheet date. Deferred tax assets are recognised only to the extent that taxable profit will be available against which the temporary difference can be utilised. Valuation allowances are recorded against deferred tax assets based on their probability of realisation.

#### **Post-retirement benefits and pension plans**

Reserves for staff retirement indemnities are provided for each defined- benefit plan using the projected unit credit actuarial valuation method. Actuarial gains and losses are recognised in income or expense when the cumulative unrecognised actuarial gains or losses for each individual plan exceeds 10% of the defined benefit obligation. These gains or losses are recognised over the expected average working lives of the employees.

The Group contributes to post-retirement benefit plans as prescribed by Greek law. Contributions, based on salaries, are made to the national organisations responsible for the payments of pensions. There is no additional liability for these plans.

Certain subsidiaries have supplemental pension plans and benefit plans. The plans are either defined contribution plans or defined benefit plans. The actuarial obligation on defined benefit plans is recorded as a liability and subsequent actuarial gains and losses resulting mainly from changes in plan assumptions are amortised using the straight-line method over the estimated remaining service lives of the plan participants using the projected unit actuarial valuation method, as discussed above. Upon the inception of such plans or their extension to new categories of personnel, the actuarial value of prior service costs is recognised at the date of inception or extension.

#### **Environmental liabilities**

Environmental expenditure that relates to current or future revenues is expensed or capitalised as appropriate. Expenditure that relates to an existing condition caused by past operations and that does not contribute to current or future earnings is expensed.

Liabilities for environmental remediation costs are recognised when environmental assessments or clean-ups are probable and the associated costs can be reasonably estimated. Generally, the timing of these provisions coincides with the commitment to a formal plan of action or, if earlier, on divestment or on closure of inactive sites.

#### **Trade and other payables**

Liabilities for trade and other amounts payable which are normally settled on 30-90 days terms are carried at cost which is the fair value of the consideration to be paid in the future for goods and services received.

#### **Trade and other receivables**

Trade receivables, which generally have 30-90 day terms, are recognised and carried at original invoice amount less an allowance for any uncollectible amounts. An estimate for doubtful debts is made when collection of the full amount is no longer probable. Bad debts are written off as incurred.

# HELLENIC PETROLEUM S.A.

## NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

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### 1. ACCOUNTING PRINCIPLES *(continued)*

Bills of exchange and promissory notes, which, are held to maturity, are measured at amortised cost using the effective interest rate method. Those that do not have a fixed maturity are carried at cost, being the fair value of the consideration given.

#### **Provisions**

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the obligation.

#### **Leases**

Finance Leases which transfer to the Group substantially, all the risks and benefits incidental to ownership of the leased asset, are capitalised at the present value of the minimum lease payments at the inception of the lease term. Lease payments are apportioned between the finance charges and reduction of the lease liability so as to achieve a constant rate of interest on the remaining liability. Finance charges are charged directly against income.

Capitalised leased assets are depreciated over the shorter of the estimated useful economic life of the asset or the lease term.

Leases where the lessor effectively retains substantially all the risks and rewards of ownership of the leased item are classified as operating leases. Operating lease payments are recognised as an expense in the income statement on a straight-line basis over the lease term.

## HELLENIC PETROLEUM S.A.

### NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

#### 2. ANALYSIS BY INDUSTRY SEGMENT AND GEOGRAPHIC ZONE

2a. Analysis by industry segment (*Year 2004*)

**Year ended 31 December 2004**

| (Euro in thousands)           | Refining         | Marketing        | Exploration<br>& production | Petrochemicals | Engineering    | Natural gas    | Other (3)      | Inter segment<br>adjustments (1) | Total            |
|-------------------------------|------------------|------------------|-----------------------------|----------------|----------------|----------------|----------------|----------------------------------|------------------|
| Sales – third party           | 3.127.879        | 1.525.579        | 1.100                       | 248.634        | 4.086          | -              | -              | -                                | 4.907.278        |
| Sales – inter – segment       | 1.401.981        | 144              | -                           | 20.969         | 13.243         | -              | -              | (1.436.337)                      | -                |
| <b>Net Proceeds</b>           | <b>4.529.860</b> | <b>1.525.723</b> | <b>1.100</b>                | <b>269.603</b> | <b>17.329</b>  | <b>-</b>       | <b>-</b>       | <b>(1.436.337)</b>               | <b>4.907.278</b> |
| Depreciation                  | 75.681           | 25.394           | 249                         | 17.157         | 561            | -              | -              | -                                | 119.042          |
| Depletion & Amortisation      | 5.427            | 7.440            | -                           | 1.204          | 121            | -              | -              | -                                | 14.192           |
| Other operating income        | 16.442           | 11.350           | 400                         | 2.879          | 22             | -              | -              | (3.030)                          | 28.063           |
| Operating profit/ (loss)      | 214.288          | 39.334           | (17.053)                    | 14.384         | (3.127)        | -              | (2.946)        | (34.133)                         | 210.755          |
| Share of result of associates | (25)             | 43               | -                           | 821            | -              | (2.534)        | -              | -                                | (1.695)          |
| <b>Net income / (loss)</b>    | <b>182.662</b>   | <b>17.561</b>    | <b>(18.842)</b>             | <b>6.857</b>   | <b>(3.311)</b> | <b>(2.534)</b> | <b>(2.603)</b> | <b>(51.572)</b>                  | <b>128.218</b>   |
| Equity accounted investments  | 2.877            | 493              | -                           | 8.446          | -              | 274.778        | 890            | -                                | 287.484          |
| Capital expenditure           | 137.335          | 68.547           | -                           | 4.169          | 70             | -              | 86.716         | -                                | 296.837          |
| Identifiable assets           | 2.274.788        | 705.140          | 19.046                      | 401.854        | 14.405         | 274.779        | 182.278        | (590.584)                        | 3.281.706        |

## HELLENIC PETROLEUM S.A.

### NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

#### 2. ANALYSIS BY INDUSTRY SEGMENT AND GEOGRAPHIC ZONE *(continued)*

2a. Analysis by industry segment *(Year 2003)*

**Year ended 31 December 2003**

| (Euro in thousands)                     | Refining         | Marketing        | Exploration<br>& production | Petrochemicals | Engineering    | Natural gas   | Other (3)      | Inter segment<br>adjustments (1) | Total            |
|---|------------------|------------------|-----------------------------|----------------|----------------|---------------|----------------|----------------------------------|------------------|
| Sales – third party                     | 2.285.647        | 1.367.098        | 1.265                       | 218.490        | 22.595         | -             | -              | -                                | 3.895.095        |
| <b>Sales – inter – segment</b>          | 1.120.724        | 8.877            | -                           | 22.259         | -              | -             | -              | (1.151.860)                      | -                |
| <b>Net Proceeds</b>                     | <b>3.406.371</b> | <b>1.375.975</b> | <b>1.265</b>                | <b>240.749</b> | <b>22.595</b>  | <b>-</b>      | <b>-</b>       | <b>(1.151.860)</b>               | <b>3.895.095</b> |
| Depreciation                            | 63.572           | 18.340           | 158                         | 15.734         | 544            | -             | -              | -                                | 98.348           |
| Depletion & amortisation                | 8.697            | 13.041           | -                           | 1.440          | 140            | -             | -              | -                                | 23.318           |
| Other operating income                  | 18.022           | 6.370            | -                           | 5.032          | 10             | 80.000        | -              | (4.035)                          | 105.399          |
| Operating profit/ (loss) (2)            | 153.683          | 30.094           | (11.264)                    | 10.060         | 976            | 80.000        | (5.393)        | 1.825                            | 259.981          |
| Share of result of associates<br>(loss) | -                | 11               | -                           | 266            | -              | 14.206        | -              | -                                | 14.483           |
| <b>Net income/(loss)</b>                | <b>122.147</b>   | <b>9.585</b>     | <b>(12.525)</b>             | <b>5.406</b>   | <b>(1.272)</b> | <b>94.206</b> | <b>(5.393)</b> | <b>(1.624)</b>                   | <b>210.530</b>   |
| Equity accounted investments            | 2.902            | 450              | -                           | 8.319          | -              | 277.314       | 888            | -                                | 289.873          |
| Capital expenditure                     | 73.508           | 98.186           | 13.839                      | 11.731         | 144            | -             | 68.967         | -                                | 266.375          |
| Identifiable assets                     | 1.918.693        | 527.694          | 16.479                      | 379.903        | 18.757         | 277.314       | 291.833        | (434.811)                        | 2.995.862        |

(1) The inter segment adjustments reflect transactions between the segments.

(2) The income of €80 million in the natural gas segment relates to the proceeds from the sale of the DEPA option, as explained in note 4.

(3) Relates mainly to the new electric power plant constructed by the Group in Thessaloniki (Energiaki Thessalonikis S.A.). (see note 3c below).

## HELLENIC PETROLEUM S.A.

### NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

#### 2. ANALYSIS BY INDUSTRY SEGMENT AND GEOGRAPHIC ZONE (continued)

##### 2b. Analysis by geographic zone (Net Proceeds)

| (Euro in thousands)          | Year ended       |                  |
|------------------------------|------------------|------------------|
|                              | 31 December 2004 | 31 December 2003 |
| Inland market sales (Greece) | 4.080.886        | 2.983.698        |
| International market sales   | 826.392          | 911.397          |
|                              | <hr/>            | <hr/>            |
|                              | 4.907.278        | 3.895.095        |
|                              | <hr/> <hr/>      | <hr/> <hr/>      |

#### 3. ACQUISITIONS AND INVESTMENTS

- a. In October 2002, Hellenic Petroleum International AG acquired 54,35% of Jugopetrol Kotor AD, a retail company incorporated in Montenegro for a consideration price of €65 million. Goodwill that arose on this acquisition amounted to €24 million. A valuation of the property, plant and equipment of the subsidiary acquired was completed in 2003 and the fair market value of property, plant & equipment increased by €4.162 thousand. Consequently, goodwill on acquisition of the above company decreased by €1.587 thousand.
- b. As of 31 December 2002, Hellenic Petroleum International AG acquired 100% of BP-Cyprus Ltd, a UK company with a retail branch in Cyprus, for a consideration price of €100.642 thousand, plus the amount of the profits of the acquired company for the year ended 31 December 2002 that were to be finalised following the audit of its financial statements for the year then ended. The acquired company subsequently changed its name to Hellenic Petroleum Cyprus Ltd. A preliminary calculation of Goodwill as of 31 December 2002 amounted to €71,2 million. The above was amended as of September 30, 2003 to take into account the additional consideration price for the results of the acquired Company for the year ended 31 December 2002, which amounted to CYP 6.374 thousands (€0,9 million). In addition the fair valuation of the net assets of the subsidiary as of the acquisition date was completed by June 30, 2003 and an amount of €3,5 million of the fair value of the consideration was assigned to property, plant and equipment, while the remaining net assets were reduced by €1,1 million. The net effect of the adjustment to the consideration and the change in the fair value of assets acquired was a decrease in goodwill of €1.573 thousands.
- c. During 2002, Hellenic Petroleum, Tractebel and Aegek entered into an agreement to cooperate for the development, financing, construction and operation of a combined cycle power generation plant, which will have an installed capacity of 390 MW and be located in Thessaloniki, Greece. In April 2003 the above agreement was terminated and a decision was taken by the Group to continue the project through the formation of a wholly-owned subsidiary "Energiaki Thessalonikis S.A." The new subsidiary was formed in May 2003 with an original share capital of €299 thousand. Within the third quarter of 2003 the company's share capital increased to €49.800 thousand. The results and net assets of the subsidiary have been consolidated in the Group as of the date of its establishment.

# HELLENIC PETROLEUM S.A.

## NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

### 3. ACQUISITIONS AND INVESTMENTS (continued)

- d. In March 2003, the Group formed a new subsidiary, EKO-Fisiko Aerio, whose activities will include the provision of marketing and promotion services in relation to the transmission and distribution of natural gas products. The results and net assets of the subsidiary have been consolidated in the Group as of the date of its establishment.
- e. In June 2003, the Group through its subsidiary Jugopetrol Kotor A.D. formed a wholly-owned subsidiary in Bosnia, whose activity is the purchase and sale of oil products in the Montenegro market. The company plans to acquire petrol stations in the future. As at 31 December 2004 it has purchased one petrol station in Bosnia.
- f. In April 2003 the Group formed a wholly owned subsidiary, Hellenic Petroleum - Apollon Shipping Company. The subsidiary invested €10,7 million (USD 12,5 million) in a vessel for the transportation of white petroleum products within the Group. The subsidiary has been consolidated in the Group as of its formation date.
- g. An Extraordinary General Meeting on September 18, 2003 approved the merger with Petrola Hellas S.A. ("Petrola"), another refinery company in Greece, by absorption of the latter in accordance with the provisions of Greek Law 2166. The merger was effected through a share-for-share exchange between the shareholders of the two companies and was accounted for as an acquisition, in accordance with IAS 22. The effective date of the acquisition is 30 September 2003, on which date Petrola ceased to exist as a separate entity and all of its operations were acquired by Hellenic Petroleum. Hellenic Petroleum issued new shares on 30 September 2003 to the old shareholders of Petrola. The consideration price was determined as the fair value of Hellenic Petroleum S.A. shares as at 30 September 2003 which were exchanged for Petrola shares. A negative goodwill of €17.464 thousand arose originally out of this transaction on the date of acquisition. As of 31 December 2003 a fair value exercise of the net assets of Petrola was performed in respect of land. As a result, the fair values of the net assets acquired and negative goodwill increased by €5.249 thousand, to €22.713 thousand.

### 4. OTHER OPERATING INCOME

| (Euro in thousands)                        | Year ended       |                  |
|--|------------------|------------------|
|  | 31 December 2004 | 31 December 2003 |
| Income from grants (includes amortisation) | 11.407           | 18.164           |
| Services to third parties                  | 2.268            | 1.297            |
| Rental income                              | 4.312            | 3.320            |
| Income from sales of scrap                 | 2.301            | -                |
| Gain from sale of DEPA option              | -                | 80.000           |
| Other                                      | 7.775            | 2.618            |
|  | <u>28.063</u>    | <u>105.399</u>   |

During the year ended 31 December 2003, the Company sold its option to acquire further shares in DEPA to the Greek State for a consideration of €80 million pre tax on which income tax of €20 million was paid. An amount of €60 million was paid within the year ended 31 December 2003. The remaining €20 million was paid during 2004. According to the agreement signed and correspondence exchanged between the two parties the above sale is subject to corporation tax but not to VAT.

### 5. SELLING, DISTRIBUTION AND ADMINISTRATIVE EXPENSES

| (Euro in thousands)               | Year ended       |                  |
|-----------------------------------|------------------|------------------|
|                                   | 31 December 2004 | 31 December 2003 |
| Selling and distribution expenses | 197.841          | 176.677          |
| Administrative expenses           | 154.996          | 150.907          |
|                                   | <u>352.837</u>   | <u>327.584</u>   |

# HELLENIC PETROLEUM S.A.

## NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

### 6. IMPAIRMENT OF INVESTMENTS

Following a review of the results and the performance of its international operations, the Group has recorded a provision of €28 million against the carrying value of certain assets (including goodwill) in foreign subsidiaries in the marketing and refining segments. The impairment was calculated as the difference between carrying values and recoverable amount, which was determined based on value in use.

### 7. DEPRECIATION, DEPLETION AND AMORTISATION

Depreciation, depletion and amortisation are included within expense headings in the consolidated income statement as follows:

| (Euro in thousands)                              | Year ended       |                  |
|--|------------------|------------------|
|  | 31 December 2004 | 31 December 2003 |
| Cost of sales                                    | 79.687           | 74.916           |
| Selling distribution and administrative expenses | 53.542           | 46.739           |
| Research and development                         | 5                | 11               |
|  | <u>133.234</u>   | <u>121.666</u>   |

Goodwill amortisation of €0,2 million (2003 €4,0 million) is included in selling, distribution and administrative expenses.

### 8. FINANCE INCOME

| (Euro in thousands)             | Year ended       |                  |
|---------------------------------|------------------|------------------|
|                                 | 31 December 2004 | 31 December 2003 |
| Interest income                 | 5.647            | 4.615            |
| Interest from trade receivables | 7.259            | 7.359            |
| Other related income            | 276              | 89               |
|                                 | <u>13.182</u>    | <u>12.063</u>    |

### 9. FINANCE EXPENSE

| (Euro in thousands)        | Year ended       |                  |
|----------------------------|------------------|------------------|
|                            | 31 December 2004 | 31 December 2003 |
| Total interest incurred    | 20.292           | 18.199           |
| Less: Interest capitalised | (3.605)          | (371)            |
|                            | <u>16.687</u>    | <u>17.828</u>    |

### 10. CURRENCY EXCHANGE GAINS, NET

For the year ended 31 December 2004, positive net exchange gains of €34,1 million were recorded (2003: €28,5 million), mainly relating to the unrealised exchange gains on the Group's syndicated loan facility, which is denominated in US dollars, as a result of the appreciation of the Euro against the US dollar.

# HELLENIC PETROLEUM S.A.

## NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

### 11. SHARE OF NET RESULT OF ASSOCIATED COMPANIES

The amounts represent the net result from associated companies accounted for on an equity basis.

| (Euro in thousands)                             | Year ended       |                  |
|---|------------------|------------------|
|   | 31 December 2004 | 31 December 2003 |
| Volos Pet Industries A.E.                       | 821              | 266              |
| Public Natural Gas Corporation of Greece (DEPA) |                  |                  |
| - share of (loss)/ profit                       | (7.129)          | 9.611            |
| - amortization of negative goodwill             | 4.595            | 4.595            |
| Spata Aviation Fuel Company S.A.                | 43               | 11               |
| Spata Aviation Pipeline Company S.A.            | (25)             | -                |
|   | <u>(1.695)</u>   | <u>14.483</u>    |

### 12. EMPLOYEE EMOLUMENTS AND NUMBERS

| (a) Emoluments<br>(Euro in thousands) | Year ended       |                  |
|---------------------------------------|------------------|------------------|
|                                       | 31 December 2004 | 31 December 2003 |
| Remuneration                          | 182.259          | 149.952          |
| Social security contribution          | 36.020           | 31.205           |
| Pensions and similar obligations      | 8.831            | 20.632           |
| Other benefits                        | 25.916           | 22.345           |
| Total                                 | <u>253.026</u>   | <u>224.134</u>   |

Certain management executives have received options to acquire shares of the Company, exercisable within five years, at prices of €6,49, €13,06 and €9,68 each, which were determined based on the Company's performance and its share price. Options, which have been granted and not exercised as at 31 December 2004 relate to 11.137, 20.570 and 65.250 shares respectively.

| (b) Average numbers of employees | Year ended       |                  |
|----------------------------------|------------------|------------------|
|                                  | 31 December 2004 | 31 December 2003 |
| Refining                         | 3.423            | 3.418            |
| Marketing                        | 1.759            | 1.617            |
| Exploration and production       | 84               | 75               |
| Petrochemicals                   | 234              | 405              |
| Engineering                      | 190              | 181              |
| Total                            | <u>5.690</u>     | <u>5.696</u>     |

# HELLENIC PETROLEUM S.A.

## NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

### 13. INTANGIBLE ASSETS

Intangible assets are classified, consistent with oil and gas industry practice, according to operating activities. This classification, rather than according to type of asset, is given in order to permit a better comparison with other companies with similar activities.

#### 31 December 2004

| (Euro in thousands)                       | Refining               | Marketing            | Exploration<br>& Production | Petrochemicals       | Engineering      | Total                |
|---|------------------------|----------------------|-----------------------------|----------------------|------------------|----------------------|
| <b>Cost</b>                               |                        |                      |                             |                      |                  |                      |
| Balance at 1 January 2004                 | 24.868                 | 136.533              | 13.529                      | 18.971               | 57               | 193.958              |
| Capital expenditure                       | 2.356                  | 5.534                | -                           | -                    | 22               | 7.912                |
| Sales, retirements and other movements    | -                      | (1.579)              | -                           | -                    | -                | (1.579)              |
| Transfers, acquisitions & other movements | (1.055)                | (16.452)             | -                           | -                    | 938              | (16.569)             |
| Currency translation effects              | -                      | (4)                  | -                           | -                    | -                | (4)                  |
| Balance at 31 December 2004               | <u>26.169</u>          | <u>124.032</u>       | <u>13.529</u>               | <u>18.971</u>        | <u>1.017</u>     | <u>183.718</u>       |
| <b>Amortisation</b>                       |                        |                      |                             |                      |                  |                      |
| Balance at 1 January 2004                 | 33.404                 | 46.284               | -                           | 3.695                | (123)            | 83.260               |
| Charge for the year                       | 5.427                  | 7.440                | -                           | 1.204                | 121              | 14.192               |
| Sales, retirements and other movements    | -                      | (1.579)              | -                           | -                    | -                | (1.579)              |
| Impairment                                | -                      | 20.000               | -                           | -                    | -                | 20.000               |
| Transfers, acquisitions & other movements | -                      | (16.444)             | -                           | -                    | 938              | (15.506)             |
| Currency translation effects              | -                      | (2)                  | -                           | -                    | -                | (2)                  |
| Balance at 31 December 2004               | <u>38.831</u>          | <u>55.699</u>        | <u>-</u>                    | <u>4.899</u>         | <u>936</u>       | <u>100.365</u>       |
| <b>Net book value 31 December 2004</b>    | <b><u>(12.662)</u></b> | <b><u>68.333</u></b> | <b><u>13.529</u></b>        | <b><u>14.072</u></b> | <b><u>81</u></b> | <b><u>83.353</u></b> |

#### 31 December 2003

| (Euro in thousands)                      | Refining              | Marketing            | Exploration<br>& Production | Petrochemicals       | Engineering       | Total                 |
|--|-----------------------|----------------------|-----------------------------|----------------------|-------------------|-----------------------|
| <b>Cost</b>                              |                       |                      |                             |                      |                   |                       |
| Balance at 1 January 2003                | 37.807                | 143.014              | -                           | 18.971               | 468               | 200.260               |
| Capital expenditure                      | 6.143                 | 3.318                | 13.529                      | -                    | 36                | 23.026                |
| Goodwill movements (Notes 3a, 3b and 3j) | (22.713)              | (3.160)              | -                           | -                    | -                 | (25.873)              |
| Sales, retirements and other movements   | -                     | (6.639)              | -                           | -                    | (447)             | (7.086)               |
| Acquisition of Petrola                   | 3.631                 | -                    | -                           | -                    | -                 | 3.631                 |
| Balance at 31 December 2003              | <u>24.868</u>         | <u>136.533</u>       | <u>13.529</u>               | <u>18.971</u>        | <u>57</u>         | <u>193.958</u>        |
| <b>Amortisation</b>                      |                       |                      |                             |                      |                   |                       |
| Balance at 1 January 2003                | 22.863                | 39.397               | -                           | 2.255                | 184               | 64.699                |
| Charge for the year                      | 8.697                 | 13.041               | -                           | 1.440                | 140               | 23.318                |
| Sales, retirements and other movements   | -                     | (6.154)              | -                           | -                    | (447)             | (6.601)               |
| Transfers                                | 1.844                 | -                    | -                           | -                    | -                 | 1.844                 |
| Balance at 31 December 2003              | <u>33.404</u>         | <u>46.284</u>        | <u>-</u>                    | <u>3.695</u>         | <u>(123)</u>      | <u>83.260</u>         |
| <b>Net book value 31 December 2003</b>   | <b><u>(8.536)</u></b> | <b><u>90.249</u></b> | <b><u>13.529</u></b>        | <b><u>15.276</u></b> | <b><u>180</u></b> | <b><u>110.698</u></b> |

## **HELLENIC PETROLEUM S.A.**

### **NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004**

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Negative goodwill with a net book value of €18.874 thousand (arising on the acquisition of Petrola) is included in intangible assets in the refining sector as at 31 December 2004.

# HELLENIC PETROLEUM S.A.

## NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

### 14. PROPERTY, PLANT AND EQUIPMENT BY INDUSTRY SEGMENT

Tangible fixed assets are classified, consistent with oil and gas industry practice, according to operating activities. This classification, rather than according to type of asset, is given in order to permit a better comparison with other companies with similar activities.

#### 31 December 2004

| (Euro in thousands)                    | Refining       | Marketing      | Exploration & Production | Petrochemicals | Engineering  | Power Generation | Total            |
|--|----------------|----------------|--------------------------|----------------|--------------|------------------|------------------|
| <b>Cost</b>                            |                |                |                          |                |              |                  |                  |
| Balance at 1 January 2004              | 1.350.058      | 410.099        | 13.755                   | 310.312        | 11.760       | 68.967           | 2.164.951        |
| Capital expenditure                    | 134.979        | 63.013         | -                        | 4.169          | 48           | 86.716           | 288.925          |
| Sales, retirements and other movements | (5.716)        | (13.925)       | -                        | (106)          | (49)         | -                | (19.796)         |
| Transfers                              | 1.055          | 724            | -                        | (454)          | -            | -                | 1.325            |
| Currency translation effects           | (758)          | 1.755          | -                        | -              | -            | -                | 997              |
| Balance at 31 December 2004            | 1.479.618      | 461.666        | 13.755                   | 313.921        | 11.759       | 155.683          | 2.436.402        |
| <b>Accumulated depreciation</b>        |                |                |                          |                |              |                  |                  |
| Balance at 1 January 2004              | 691.619        | 164.021        | 11.658                   | 94.535         | 4.427        | -                | 966.260          |
| Charge for the year                    | 75.681         | 25.394         | 249                      | 17.157         | 561          | -                | 119.042          |
| Sales, retirements and other movements | (666)          | (3.123)        | -                        | -              | (49)         | -                | (3.838)          |
| Transfers                              | -              | 124            | -                        | -              | -            | -                | 124              |
| Currency translation effects           | (1.207)        | 318            | -                        | -              | -            | -                | (889)            |
| Balance at 31 December 2004            | 765.427        | 186.734        | 11.907                   | 111.692        | 4.939        | -                | 1.080.699        |
| <b>Net book value 31 December 2004</b> | <b>714.191</b> | <b>274.932</b> | <b>1.848</b>             | <b>202.229</b> | <b>6.820</b> | <b>155.683</b>   | <b>1.355.703</b> |

#### 31 December 2003

| (Euro in thousands)  | Refining       | Marketing      | Exploration & Production | Petrochemicals | Engineering  | Power Generation | Total            |
|--|----------------|----------------|--------------------------|----------------|--------------|------------------|------------------|
| <b>Cost</b>  |                |                |                          |                |              |                  |                  |
| Balance at 1 January 2003  | 1.056.710      | 304.429        | 13.473                   | 293.578        | 11.771       | -                | 1.679.961        |
| Adjustment to fair values of subsidiaries at the date of acquisition (Notes 3 a & b) | -              | 17.712         | -                        | -              | -            | -                | 17.712           |
| Capital expenditure  | 67.365         | 94.868         | 310                      | 11.731         | 108          | 68.967           | 243.349          |
| Sales, retirements and other movements   | (2.113)        | (4.431)        | (28)                     | (445)          | (119)        | -                | (7.136)          |
| Transfers  | (1.691)        | -              | -                        | 5.448          | -            | -                | 3.757            |
| Acquisition of Petrola   | 229.931        | -              | -                        | -              | -            | -                | 229.931          |
| Currency translation effects   | (144)          | (2.479)        | -                        | -              | -            | -                | (2.623)          |
| Balance at 31 December 2003  | 1.350.058      | 410.099        | 13.755                   | 310.312        | 11.760       | 68.967           | 2.164.951        |
| <b>Accumulated depreciation</b>  |                |                |                          |                |              |                  |                  |
| Balance at 1 January 2003  | 558.108        | 145.702        | 11.500                   | 79.374         | 4.002        | -                | 798.686          |
| Charge for the year  | 61.520         | 20.392         | 158                      | 15.734         | 544          | -                | 98.348           |
| Sales, retirements and other movements   | (425)          | (1.697)        | -                        | (76)           | (119)        | -                | (2.317)          |
| Acquisition of Petrola   | 72.436         | -              | -                        | -              | -            | -                | 72.436           |
| Transfers  | -              | -              | -                        | (497)          | -            | -                | (497)            |
| Currency translation effects   | (20)           | (376)          | -                        | -              | -            | -                | (396)            |
| Balance at 31 December 2003  | 691.619        | 164.021        | 11.658                   | 94.535         | 4.427        | -                | 966.260          |
| <b>Net book value 31 December 2003</b>   | <b>658.439</b> | <b>246.078</b> | <b>2.097</b>             | <b>215.777</b> | <b>7.333</b> | <b>68.967</b>    | <b>1.198.691</b> |

# HELLENIC PETROLEUM S.A.

## NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

### 14. PROPERTY, PLANT AND EQUIPMENT BY INDUSTRY SEGMENT *(continued)*

- (1) The Group has entered into a contract with the Greek Government to create a sports facility on land owned by the Group amounting to €2,9 million.
- (2) Capital leases with net book value of €4,7 million are included within fixed assets as at 31 December 2004 (2003: €5,2 million).
- (3) Interest of €3.605 thousand was capitalised in fixed assets during the year ended 31 December 2004 relating to borrowings specifically obtained for the financing of construction of assets (December 2003: interest capitalised €371 thousand).

### 15. RELATED PARTY TRANSACTIONS

Included in the Consolidated Income Statement are proceeds, costs and expenses, and in the Consolidated Balance Sheet are receivables and payables, which arise from transactions between the Group and related parties. Such transactions mainly comprise of sales and purchases of goods and services in the ordinary course of business and in total amounted to:

| (Euro in thousands)                 | As at            |                  |
|-------------------------------------|------------------|------------------|
|                                     | 31 December 2004 | 31 December 2003 |
| Charges to related parties          | 459.831          | 442.641          |
| Charges from related parties        | 25.075           | 25.630           |
| Balances due from related parties   | 46.505           | 175.060          |
| Balances due to related parties     | 23.658           | 23.076           |
| Charges for directors' remuneration | 5.203            | 3.941            |

Transactions and balances with related parties are in respect of the following:

- a) Parties which are under common control with the Group due to the shareholding and control rights of the Hellenic State:
  - Public Power Corporation Hellas
  - Hellenic Armed Forces
- b) Financial institutions (including subsidiaries) which are under common control with the Group due to the shareholding and control rights of the Hellenic State:
  - National Bank of Greece
  - Agrotiki Bank
  - Commercial Bank of Greece
- c) Joint ventures with other third parties which are consolidated under the equity method (see note 16):
  - OMV Aktiengesellschaft
  - Sipetrol
  - Woodside – Repsol – Elpe
- d) Associates of the Group which are consolidated under the equity method (see note 16):
  - Athens Airport Fuel Pipeline Company S.A. (EAKAA)
  - Public Gas Corporation of Greece S.A. (DEPA)
  - Volos Pet Industries A.E.
  - Spata Aviation Fuel Company S.A. (SAFCO)
  - Superlube

## HELLENIC PETROLEUM S.A.

### NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

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#### 15. RELATED PARTY TRANSACTIONS *(continued)*

- e) Financial institutions (including subsidiaries) in which substantial interest is owned by parties which hold significant participation in the share capital of the Group.
  - EFG Eurobank
- f) Enterprises in which substantial interest is owned by parties which hold significant participation in the share capital of the Group.
  - Lamda Shipyards
  - Argonautis
- g) Directors' remuneration
  - Salaries and fees for the 93 members (December 2003: 53 members) of the Board of Directors of the Company and its subsidiaries for the year ended 31 December 2004.

During the year ended 31 December 2003, the Company sold its option to acquire further shares in DEPA to the Greek State for a consideration of €80 million. The outstanding receivable as of 31 December 2003 was €20 million.

# HELLENIC PETROLEUM S.A.

## NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

### 16. INVESTMENTS IN ASSOCIATES AND OTHER PARTICIPATING INTERESTS

| (Euro in thousands)                             | Method of Account | Ownership Percentage | As at            |                  |
|---|-------------------|----------------------|------------------|------------------|
|   |                   |                      | 31 December 2004 | 31 December 2003 |
| Public Natural Gas Corporation of Greece (DEPA) | Equity            | 35                   | 274.778          | 277.314          |
| EANT  | Cost              | 13                   | 18               | 18               |
| Volos Pet Industries A.E. (VPI)                 | Equity            | 35                   | 8.446            | 8.319            |
| Athens Airport Fuel Pipeline Company A.E.       | Equity            | 50                   | 2.877            | 2.902            |
| Spata Aviation Fuel Company S.A. (SAFCO)        | Equity            | 25                   | 493              | 450              |
| Other   | Equity            | -                    | 872              | 870              |
|   |                   |                      | <u>287.484</u>   | <u>289.873</u>   |

During the year ended 31 December 2004 a dividend of €694 thousand was received from VPI which was deducted from the value of investment.

#### Other Participating Interests

The Group also has participating interests in the following joint exploration arrangements:

| (Ownership Percentage)                             | As at            |                  |
|--|------------------|------------------|
|  | 31 December 2004 | 31 December 2003 |
| RAMCO / Medusa (Montenegro) – Blocks 1 and 2       | 60,00%           | 49,00%           |
| RAMCO / Medusa (Montenegro) – Block 3              | 60,00%           | 49,00%           |
| OMV (Albania)                                      | 49,00%           | 49,00%           |
| Sipetrol – Oil Search (Libya)                      | 37,50%           | 37,50%           |
| Woodside Energy- Repsol Exploration Murzoq (Libya) | 20,00%           | 20,00%           |

With respect to the participating interests in joint ventures with OMV (Albania) and Sipetrol- Oil Search (Libya), there was no initial cost of acquisition and the Group participates with its share of exploration costs, in accordance with its ownership as shown above. Such costs have been expensed in accordance with the Group's policy.

In Albania the first drilling was unsuccessfully completed in the area of Paleokastra. A second drilling started within 2004.

With respect to the participation in the Joint Venture with Woodside and Repsol in Libya, the Group incurred an initial cost of US \$ 16,8 million (€13,5 million) in order to obtain exploration rights in certain Libyan territories. The operator (Woodside) is currently dealing with preparatory works and data evaluation in order to proceed with the exploration within 2005. The initial cost has been capitalised under intangible assets.

# HELLENIC PETROLEUM S.A.

## NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

### 17. OTHER FINANCIAL ASSETS

| (Euro in thousands)   | As at             |                   |
|---|-------------------|-------------------|
|   | 31 December 2004  | 31 December 2003  |
| <b>Available for sale securities</b>                        |                   |                   |
| Shares –unlisted  | 1.369             | 1.370             |
|   | <u>          </u> | <u>          </u> |
| <b>Loans &amp; Receivables originated by the enterprise</b> |                   |                   |
| Government bonds  | -                 | 4.820             |
|   | <u>          </u> | <u>          </u> |
| <b>Total securities</b>                                     | <b>1.369</b>      | <b>6.190</b>      |
|   | <u>          </u> | <u>          </u> |

### 18. TAXATION

| (Euro in thousands)   | As at             |                   |
|---|-------------------|-------------------|
|   | 31 December 2004  | 31 December 2003  |
| <b>Deferred income tax asset / (liability)</b>                        |                   |                   |
| At beginning of year  | (945)             | 16.165            |
| Charge for the year   | (9.346)           | (5.792)           |
| Net deferred income tax liability of subsidiaries at acquisition      | -                 | (11.318)          |
|   | <u>          </u> | <u>          </u> |
| At year end   | (10.291)          | (945)             |
|   | <u>          </u> | <u>          </u> |
| Deferred tax relates to the following types of temporary differences: |                   |                   |
| Provision for bad debts   | 25.956            | 7.675             |
| Intangible and fixed assets   | (11.173)          | 315               |
| Other temporary differences   | 488               | 3.785             |
| Stock valuation   | (10.062)          | -                 |
| Environmental provision   | 382               | 382               |
| Unrealised exchange gains   | (18.396)          | (16.467)          |
| Losses available to offset against future taxable income              | 845               | 2.618             |
| Other provisions  | 1.669             | 747               |
|   | <u>          </u> | <u>          </u> |
|   | (10.291)          | (945)             |
|   | <u>          </u> | <u>          </u> |
| <b>Net deferred income tax liability</b>                              | <b>21.294</b>     | <b>11.389</b>     |
|   | <u>          </u> | <u>          </u> |
| <b>Net deferred income tax asset</b>                                  | <b>11.003</b>     | <b>10.444</b>     |
|   | <u>          </u> | <u>          </u> |

There are deductible temporary differences arising from the retirement benefits and pension provision, for which no deferred tax asset has been recognised, because this is not expected to reverse in the foreseeable future and it cannot be estimated whether there will be sufficient taxable profits to utilise this asset. These deductible temporary differences, for which no deferred tax has been calculated, would result in a deferred tax charge of €3.871 thousands for the year ended 31 December 2004 (31 December 2003: deferred tax credit €7.738 thousands,) with a related deferred tax asset of €31.968 thousands as at 31 December 2004 (31 December 2003: €35.839 thousands).

# HELLENIC PETROLEUM S.A.

## NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

### 18. TAXATION (continued)

The reconciliation between the Greek statutory tax charge and the provision for income taxes is summarised as follows:

| (Euro in thousands)  | Year ended       |                  |
|--|------------------|------------------|
|  | 31 December 2004 | 31 December 2003 |
| Profit before income taxes as reported in the accompanying           | 239.654          | 297.216          |
| Normalised income tax provision at corporate tax rate (30%; 25%)     | 71.896           | 74.304           |
| Net tax effect of non-taxable income and non tax deductible expenses | 17.376           | 15.195           |
| IFRS adjustments with no tax effect                                  | 18.329           | (17.659)         |
| Deferred tax effect due to change in rate                            | (424)            | (572)            |
| Carry forward tax losses   | 7.048            | 2.617            |
| Provision for income taxes before fiscal tax audit                   | 114.225          | 73.885           |
| Net tax effect on provision for doubtful debt (L. 3296/2004)         | (5.343)          | -                |
| Prior period taxes   | -                | 14.377           |
| Provision for income taxes at the effective tax rate                 | 108.882          | 88.262           |
| Current tax  | (99.536)         | (82.470)         |
| Deferred tax   | (9.346)          | (5.792)          |
| Total  | (108.882)        | (88.262)         |

Following the merger with Petrola and based on Greek law on mergers, an income tax rate of 25% was applicable for Hellenic Petroleum for the year ended 31 December 2003 and 30% is applicable for the year ended 31 December 2004 (while the normal income tax rate for listed companies is 35%).

A revised tax law has been adopted within 2004, based on which income tax rates for the fiscal years 2005, 2006 and 2007 onwards will decrease from 35% to 32%, 29% and 25% respectively. These changes were considered in deferred tax calculations.

During 2003, Hellenic Petroleum S.A. was audited by the Greek tax authorities for the years ended 31 December 1997 to 2001. Additional taxes plus fines amounting to €11,9 million were assessed and recorded by the Company in the financial statements for the year ended 31 December 2003. In addition, during 2003 tax audits were completed for Asprofos and OKTA Refinery, resulting in additional taxes of €1,3 million and €1,2 million, respectively.

### 19. LOANS, ADVANCES AND LONG TERM ASSETS

| (Euro in thousands)    | As at            |                  |
|------------------------|------------------|------------------|
|                        | 31 December 2004 | 31 December 2003 |
| Loans and advances     | 16.420           | 15.294           |
| Other long-term assets | 14.454           | 12.533           |
|                        | 30.874           | 27.827           |

Loans and advances represent merchandise credit granted to third parties. These amounts are non-interest bearing. They are originally stated at the fair value of the consideration receivable, which is annually adjusted to reflect their present value at each balance sheet date.

# HELLENIC PETROLEUM S.A.

## NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

### 20. INVENTORIES

| (Euro in thousands)                         | As at            |                  |
|---|------------------|------------------|
|   | 31 December 2004 | 31 December 2003 |
| Crude oil                                   | 211.868          | 102.176          |
| Refined products and semi-finished products | 373.130          | 290.847          |
| Petro-chemicals                             | 28.321           | 20.020           |
| Consumable materials and other              | 62.532           | 81.120           |
|   | <u>675.851</u>   | <u>494.163</u>   |

### 21. ACCOUNTS RECEIVABLE

| (Euro in thousands)              | As at            |                  |
|----------------------------------|------------------|------------------|
|                                  | 31 December 2004 | 31 December 2003 |
| Trade receivables                | 537.066          | 444.416          |
| Other receivables                | 102.052          | 99.293           |
| Deferred charges and prepayments | 15.773           | 10.138           |
|                                  | <u>654.891</u>   | <u>553.847</u>   |

Trade receivables are stated net of a provision for bad and doubtful debts of €92 million (2003: €95 million).

### 22. CASH AND CASH EQUIVALENTS

| (Euro in thousands)      | A at             |                  |
|--------------------------|------------------|------------------|
|                          | 31 December 2004 | 31 December 2003 |
| Cash at bank and in hand | 119.119          | 235.494          |
| Cash equivalents         | 62.059           | 68.635           |
|                          | <u>181.178</u>   | <u>304.129</u>   |

Cash equivalents comprise of short-term deposits (made for varying periods, of less than three months) and investments in REPOS. Such deposits depend on the immediate cash requirements of the Group.

# HELLENIC PETROLEUM S.A.

## NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

### 23. SHARE CAPITAL

| (Euro in thousands)                             | As at            |                  |
|---|------------------|------------------|
|   | 31 December 2004 | 31 December 2003 |
| Number of ordinary shares authorised            | 305.513.425      | 305.463.934      |
| Number of ordinary shares issued and fully paid | 305.513.425      | 305.463.934      |
| Nominal value (Euro in thousands)               | 666.019          | 665.911          |

On September 30, 2003, the Company issued 44.270.135 new shares that were given as consideration for the acquisition of Petrola Hellas S.A. In addition, through capitalisation of retained earnings, share capital increased by € 2.979 thousand. Following the above, the nominal value of each share increased in 2003 from €1,80 to €2,18.

Hellenic Petroleum S.A. offers a share option scheme to management executives. The exercise price is determined based on the Company's share performance compared to the market and the options are exercisable within five years from the date of grant.

On December 21, 2004 a number of management executives exercised their share option rights and acquired 49.491 shares at a price of €6,49 per share.

As of 31 December 2004, management had share option rights to acquire 11.137 shares at a price of €6,49, 20.570 shares at a price of €13,06 and 65.250 shares at a price of €9,68 within the next five years.

The Company does not make any adjustments in the books for share option plans until the time these are exercised.

### 24. RESERVES

#### *Tax deferred reserves*

Tax deferred reserves are retained earnings which have not been taxed as allowed by Greek law under various statutes. Certain of these retained earnings will become liable to tax at the rate prevailing at the time of distribution to shareholders or conversion to share capital. A deferred tax liability has not been provided as future distributions to shareholders and conversions to share capital are not normally anticipated to be made through these reserves.

#### *Partially taxed reserves*

Partially taxed reserves are retained earnings, which have been taxed at a rate less than the corporate tax rate as allowed by Greek law. Certain of these retained earnings will be subject to the remaining tax up to the corporate tax rate prevailing at the time of distribution to shareholders or conversion to share capital. A deferred tax liability has not been provided as future distributions to shareholders and conversions to share capital through these reserves are not anticipated.

#### *Statutory reserves*

Under Greek law, corporations are required to transfer a minimum of 5% of their annual net profit as reflected in their statutory books to a statutory reserve until such reserve equals one third of outstanding share capital. This reserve cannot be distributed during the existence of the corporation, but can be used to offset accumulated losses.

# HELLENIC PETROLEUM S.A.

## NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

### 25. DEBT

#### Short-term debt

|  | As at               |                  |
|--|---------------------|------------------|
|  | 31 December 2004    | 31 December 2003 |
|  | (Euro in thousands) |                  |
| Overdrafts                               | 85.261              | 66.797           |
| Syndicated loan facility                 | 132.149             | 158.352          |
| Other short-term loan                    | 12.463              | 9.539            |
|  | <u>229.873</u>      | <u>234.688</u>   |
| Capitalised lease obligations            | 558                 | 532              |
|  | <u>230.431</u>      | <u>235.220</u>   |
| <i>Short-term borrowings</i>             |                     |                  |
|  | <u>230.431</u>      | <u>235.220</u>   |
| <i>Current portion of long term debt</i> | 17.047              | 18.440           |
|  | <u>247.478</u>      | <u>253.660</u>   |
| <i>Total short term debt</i>             | <u>247.478</u>      | <u>253.660</u>   |

#### Overdrafts

|           |                  |   | As at               |                  |
|-----------|------------------|---|---------------------|------------------|
|           |                  |   | 31 December 2004    | 31 December 2003 |
|           |                  |   | (Euro in thousands) |                  |
| Currency  | Variable / Fixed | Interest Rate                                       |                     |                  |
| Euro      | Variable         | Euro money market rate + spread of $\leq 0,50\%$    | 81.420              | 55.911           |
| Euro      | Variable         | Euro money market rate + spread between 0,50%-1,00% | 273                 | 2.240            |
| Euro      | Variable         | Euro money market rate + spread $>1,00\%$           | -                   | 848              |
| US dollar | Variable         | US\$ money market rate + spread $\leq 0,50\%$       | 3.568               | 4.999            |
| US dollar | Variable         | US\$ money market rate + spread between 0,50%-1,00% | -                   | 2.799            |
|           |                  |   | <u>85.261</u>       | <u>66.797</u>    |
| Total     |                  |   | <u>85.261</u>       | <u>66.797</u>    |

# HELLENIC PETROLEUM S.A.

## NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

### 25. DEBT (continued)

#### Syndicated Loan facility

| Currency            | Variable / Fixed | Interest Rate                                 | Maturity     | As at            |                  |
|---------------------|------------------|---|--------------|------------------|------------------|
|                     |                  |   |              | 31 December 2004 | 31 December 2003 |
| (Euro in thousands) |                  |   |              |                  |                  |
| US Dollar           | Variable         | US\$ money market rate + spread $\leq 0,50\%$ | January 2004 |                  | 158.352          |
| US Dollar           | Variable         | US\$ money market rate + spread $\leq 0,50\%$ | January 2005 | 132.149          | -                |
| Total               |                  |   |              | 132.149          | 158.352          |

#### Other short term loan

| Currency            | Variable / Fixed | Interest Rate   | Maturity    | As at            |                  |
|---------------------|------------------|---|-------------|------------------|------------------|
|                     |                  |   |             | 31 December 2004 | 31 December 2003 |
| (Euro in thousands) |                  |   |             |                  |                  |
| US Dollar           | Variable         | US\$ money market rate + spread $\leq 0,50\%$         | L/C         | 6.072            | 2.998            |
| Euro                | Variable         | Euro money market rate + spread between 0,50% - 1,00% | Within 2005 | 5.131            | -                |
| US Dollar           | Variable         | US\$ money market rate + spread $\leq 0,50\%$         | On demand   |                  | 6.541            |
| Euro                | Fixed            | 3,218%  | Within 2005 | 260              |                  |
| Euro                | Fixed            | 3,078% + 20% tax                                      | Within 2005 | 1.000            | -                |
| Total               |                  |   |             | 12.463           | 9.539            |

#### Long-term debt

|                               | As at            |                  |
|-------------------------------|------------------|------------------|
|                               | 31 December 2004 | 31 December 2003 |
| (Euro in thousands)           |                  |                  |
| Bank loans                    | 317.288          | 267.455          |
| Other loans                   | -                | 7                |
| Subtotal                      | 317.288          | 267.462          |
| Capitalised lease obligations | 4.116            | 4.676            |
| Subtotal                      | 321.404          | 272.138          |
| Due within one year           | 17.047           | 18.440           |
| <i>Total long-term debt</i>   | 338.451          | 290.578          |

## HELLENIC PETROLEUM S.A.

### NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

#### 25. DEBT (continued)

The aggregate maturities of long-term debt are:

| (Euro in thousands)            | As at            |                  |
|--------------------------------|------------------|------------------|
|                                | 31 December 2004 | 31 December 2003 |
| Due after more than five years | 156.049          | 64.200           |
| Due between one and five years | 161.239          | 203.262          |
|                                | 317.288          | 267.462          |
| Long-term portion              | 17.047           | 18.440           |
| Due within one year            | 334.335          | 285.902          |
|                                | 334.335          | 285.902          |

#### *Syndicated facility loan*

As of 31 December 2002, the syndicated loan facility was drawn down under a committed revolving facility of US \$ 200 million and an uncommitted tender panel facility of US \$ 200 million. On March 23, 2003, the Company agreed to a new two-tranche term loan of US \$ 150 million (included in long-term loans) and a revolving credit facility of US \$ 100 million.

As of 31 December 2004, US\$25 million were drawn from the US\$200 million Committed Revolving facility leaving a sum of unutilised credit of US\$175 million. From the US\$200 million uncommitted tender panel facility, US\$155 million were drawn with expiry on 18 January 2005. The two trench term loan of US\$150 million, signed on March 23 2003 was fully drawn and the revolving credit facility trench of US\$100 million was unutilised.

The analysis of long-term loans is as follows:

|           |                  |   |          | As at               |                  |
|-----------|------------------|---|----------|---------------------|------------------|
|           |                  |   |          | 31 December 2004    | 31 December 2003 |
| Currency  | Variable / Fixed | Interest Rate                           | Maturity | (Euro in thousands) |                  |
| US Dollar | Variable         | US\$ money market rate + spread >1,00%  | 2008     | 334                 | 317              |
| Euro      | Variable         | Euro money market rate + spread ≤ 0,50% | 2004     | -                   | 1115             |
| Euro      | Fixed            | 5,27% until 15 March 2005               | 2010     | 19.765              | 23.058           |
| Euro      | Variable         | Euro money market rate + spread ≤ 0,50% | 2011     | 36.580              | 42.208           |
| US Dollar | Variable         | US\$ money market rate + spread ≤ 0,50% | 2006     | 110.124             | 118.765          |
| US Dollar | Variable         | US\$ money market rate + spread ≤ 1,00% | 2009     | 26.220              | 33.951           |
| Euro      | Variable         | Euro money market rate + spread ≤ 1,00% | 2008     | -                   | 5.388            |
| Euro      | Variable         | Euro money market rate + spread ≤ 1,00% | 2009     | 7.313               | 2.262            |
| Euro      | Variable         | Euro money market rate + spread > 1.00% | 2009     | 2.097               | -                |
| Euro      | Variable         | Euro money market rate + spread ≤ 1,00% | 2006     | 8.633               | -                |
| Euro      | Variable         | Euro money market rate + spread > 1,00% | 2004     | -                   | 30               |
| Euro      | Variable         | Euro money market rate + spread ≤ 0,50% | 2009     | 12.191              | 14.900           |
| Euro      | Variable         | Euro money market rate + spread ≤ 1,00% | 2004     | 11.477              | 7.085            |
| Euro      | Fixed            | 4,25%                                   | 2017     | 99.601              | 36.823           |
|           |                  |   |          | 334.335             | 285.902          |
| Total     |                  |   |          | 334.335             | 285.902          |

#### 25. DEBT (continued)

# HELLENIC PETROLEUM S.A.

## NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

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| Capitalised lease obligations<br>(Euro in thousands) | As at            |                  |
|--|------------------|------------------|
|  | 31 December 2004 | 31 December 2003 |
| Due after more than five years                       | -                | 2.406            |
| Due between one and five years                       | 4.921            | 3.117            |
| Due within one year                                  | 667              | 703              |
|  | <hr/>            | <hr/>            |
| Total minimum lease payments                         | 5.588            | 6.226            |
| Less interest  | (914)            | (1.018)          |
|  | <hr/>            | <hr/>            |
| Capitalised lease obligations                        | 4.674            | 5.208            |
|  | <hr/> <hr/>      | <hr/> <hr/>      |

### 26. RETIREMENT BENEFITS, PENSION PLANS AND OTHER LONG TERM LIABILITIES

| (Euro in thousands)                                   | As at            |                  |
|---|------------------|------------------|
|   | 31 December 2004 | 31 December 2003 |
| Retirement benefits, pensions and similar obligations | 119.037          | 108.524          |
| Government advances                                   | 25.614           | 25.614           |
| Environmental costs                                   | 1.092            | 1.092            |
| Other long term liabilities                           | 41.813           | 36.896           |
|   | <hr/>            | <hr/>            |
|   | 187.556          | 172.126          |
|   | <hr/> <hr/>      | <hr/> <hr/>      |

#### Retirement benefits and similar obligations

Greek legislation requires the payment of retirement indemnities based on the number of years of service and the final remuneration. The Group grants retirement indemnities exceeding the legal requirements. Certain subsidiaries of the Group also grant additional retirement benefits in the form of defined contribution plans and defined benefit plans.

The retirement indemnities are not funded. An international firm of independent actuaries evaluates the liabilities arising from the obligation to pay retirement indemnities.

The principal assumptions used in calculating the charges were a discount rate of 5,0% (2003: 5,5%) per year and future salary increases of 4,5% (2003: 4,0%) per year.

#### Defined contribution pension plans

Effective 31 December 2000 the Group established a new defined contribution scheme. This plan has a contribution rate of 5,5% in 2001 and 6,5% from 2002 onwards which is contributed by the Group. Employees make contributions that range from 1,5% to 5%. Employees are entitled to benefits after 10 years of service.

#### Defined benefit pension plans

During 2003, a subsidiary of the Group made a decision for the payment of additional indemnities to employees fulfilling certain criteria, including service of at least twenty years. This liability is unfunded. Within the payments of €63 thousand were made to personnel that left the subsidiary, and the liability as at 31 December 2004 was €1.112 (2003: €1.230).

# HELLENIC PETROLEUM S.A.

## NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

### 26. RETIREMENT BENEFITS, PENSION PLANS AND OTHER LONG TERM LIABILITIES *(continued)*

#### Multi-employer plan

A further multi-employer plan exists; this is not accounted for as a defined benefit plan. The Group is not aware of any significant surplus or deficit relating to the plan.

The amounts charged to income relating to post retirement benefits and pension are as follows:

| (Euro in thousands)                | Year ended       |                  |
|------------------------------------|------------------|------------------|
|                                    | 31 December 2004 | 31 December 2003 |
| Defined contribution pension plans | 6.271            | 5.077            |
| Defined benefit pension plans      | -                | 1.230            |
| Post retirement benefits           | 24.266           | 19.402           |
|                                    | <u>30.537</u>    | <u>25.709</u>    |

#### Defined Benefit Pension Plans

| (Euro in thousands)                                    | As at            |                  |
|--|------------------|------------------|
|  | 31 December 2004 | 31 December 2003 |
| Movement of liability in year:                         |                  |                  |
| Net liability at 1 January                             | 6.126            | 11.558           |
| Net expense recognised in profit and loss for the year | -                | 1.230            |
| Acquisitions   | -                | 1.696            |
| Payments due to curtailment/settlement                 | (5.014)          | (8.358)          |
| Net liability at 31 December                           | <u>1.112</u>     | <u>6.126</u>     |

# HELLENIC PETROLEUM S.A.

## NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

### 26. RETIREMENT BENEFITS, PENSION PLANS AND OTHER LONG TERM LIABILITIES *(continued)*

| Post Retirement benefits<br>(Euro in thousands)         | As at            |                  |
|---|------------------|------------------|
|   | 31 December 2004 | 31 December 2003 |
| Present value of unfunded obligation at 31 December     | 162.566          | 131.913          |
| Unrecognised past service cost                          | (2.409)          |                  |
| Unrecognised actuarial loss                             | (42.232)         | (40.098)         |
| Net liability   | 117.925          | 91.815           |
| Acquisition of subsidiary                               | -                | 10.583           |
| Net liability in the balance sheet at 31 December       | 117.925          | 102.398          |
| Movement of liability in year:                          |                  |                  |
| Net liability at 1 January                              | 102.398          | 80.288           |
| Acquisition of subsidiary                               | -                | 11.312           |
| Net expense recognised in profit and loss for the year  | 23.597           | 14.311           |
| Benefits paid   | (8.739)          | (8.604)          |
| Extra termination benefits                              | 669              | 2.976            |
| Correction due to change in estimation                  | -                | 2.115            |
| Net liability at 31 December                            | 117.925          | 102.398          |
| Service costs   | 14.520           | 7.207            |
| Interest cost   | 6.792            | 5.941            |
| Amortisation of net actuarial loss from earlier periods | 2.285            | 1.163            |
| Regular income statement charge                         | 23.597           | 14.311           |
| Extra termination benefits                              | 669              | 2.976            |
| Correction due to change in estimation                  | -                | 2.115            |
| Net expense recognised in income statement for the year | 24.266           | 19.402           |

Extra termination benefits relate to additional benefits offered by the Company during the year as an incentive for early retirement.

#### Government advances

The € 25.614 thousands advanced by the Greek Government to the Group for the purposes of research and exploration amounting to € 25.614 thousands has been recorded as a liability since such an amount may become payable if income is generated from activity in the relevant areas. The terms of repayment will be determined by the Ministry of Development and Industry, if applicable. This amount has been accrued.

#### Environmental costs

A provision of € 1.092 thousands has been established for the estimated cost of rectifying environmental damage, as required by regulatory authorities, at various group facilities.

# HELLENIC PETROLEUM S.A.

## NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

### 26. RETIREMENT BENEFITS, PENSION PLANS AND OTHER LONG TERM LIABILITIES *(continued)*

| Other long-term liabilities<br>(Euro in thousands) | Acquisition of | As at 31 December 2004 |               |
|--|----------------|------------------------|---------------|
|  |                | Other                  | Total         |
| Balance at the beginning of year                   | 9.696          | 27.200                 | 36.896        |
| Increase in liability                              | -              | 4.917                  | 4.917         |
| Balance at the end of year                         | <u>9.696</u>   | <u>32.117</u>          | <u>41.813</u> |

The balance of €9.696 thousands relates to the liability arising from capital investment made on behalf of the FYROM government in relation to the acquisition of OKTA.

### 27. ACCOUNTS PAYABLE AND ACCRUED LIABILITIES

| (Euro in thousands)          | As at            |                  |
|------------------------------|------------------|------------------|
|                              | 31 December 2004 | 31 December 2003 |
| Trade payables               | 139.917          | 108.152          |
| Other payables               | 87.707           | 56.742           |
| Accruals and deferred income | 270.136          | 207.836          |
|                              | <u>497.760</u>   | <u>372.730</u>   |

### 28. TAX PAYABLE

| (Euro in thousands) | As at            |                  |
|---------------------|------------------|------------------|
|                     | 31 December 2004 | 31 December 2003 |
| Income taxes        | 56.720           | 30.008           |
|                     | <u>56.720</u>    | <u>30.008</u>    |

## HELLENIC PETROLEUM S.A.

### NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

#### 29. NET ASSETS OF COMPANY ACQUIRED

The fair value of the identifiable assets and liabilities of PETROLA HELLAS S.A. acquired, as explained in note 3 of these consolidated financial statements, is:

| (Euro in thousands)  | As at<br>30 September 2003 |
|--|----------------------------|
| Property, plant and equipment and identifiable intangibles   | 159.280                    |
| Investments in associates                                    | 926                        |
| Inventories  | 139.911                    |
| Accounts receivables   | 81.631                     |
| Cash and cash equivalents                                    | 3.514                      |
| Restricted cash  | 138.192                    |
|  | <hr/>                      |
|  | 523.454                    |
| Accounts payable   | (95.666)                   |
| Income tax payable   | (1.000)                    |
| Overdrafts   | (72.981)                   |
| Deferred income tax liability                                | (10.754)                   |
| Pension plans and other long term liabilities                | (20.188)                   |
|  | <hr/>                      |
| Fair value of net assets                                     | 322.865                    |
| Negative goodwill arising on acquisition                     | (22.713)                   |
|  | <hr/>                      |
| Total consideration  | 300.152                    |
|  | <hr/> <hr/>                |
| Cash paid for the acquisition of the subsidiaries            | -                          |
| Net cash acquired with subsidiaries (net of bank overdrafts) | 68.725                     |
|  | <hr/>                      |
|  | 68.725                     |
|  | <hr/> <hr/>                |

#### 30. FINANCIAL INSTRUMENTS

##### *Interest rate risk*

The Group's exposure to market risk for changes in interest rates relates primarily to the Group's short-term investments and short and long term debt obligations. The Group does not hedge its investments or loans. Investments consist mainly of government bonds and Repos to ensure liquidity.

##### *Foreign currency risk*

The Group operates and sells mainly in Greece. The Group is exposed to foreign currency risk in purchases and sales and on its short and long-term debts. The Group purchases crude oil in US dollars and sells refined products mainly in US dollar denominated prices. The Group uses short-term lines of credit denominated in US dollars to purchase crude oil. The Group's retail sector purchases mainly in US dollar denominated prices and sells in both US dollars and euros. The Group's chemical sector purchases raw materials mainly in US dollars and sells mainly in euros.

##### *Commodity price risk*

The Group has significant exposure on the commodity prices of oil. The Group largely offsets this exposure by passing on price increase to customers.

# HELLENIC PETROLEUM S.A.

## NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

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### 30. FINANCIAL INSTRUMENTS *(continued)*

#### *Credit risk exposures*

The Group's maximum exposure to credit risk (not taking into account the value of any collateral or other security held) in the event the counterparties fail to perform their obligations as of 31 December 2004 in relation to each class of recognized financial assets, other than derivatives, is the carrying amount of those assets as indicated in the balance sheet less any mortgages or guaranties required from customers.

#### *Significant concentrations of credit risk*

Concentrations of credit risk exist when changes in economic, industry or geographic factors similarly affects groups of counterparties whose aggregate credit exposure is significant in relation to the Group's total credit exposure. The Group's portfolio of financial instruments is broadly diversified within the industry, along product and geographic lines, and transactions are entered into with diverse creditworthy counterparties, thereby mitigating any significant concentration of credit risk.

#### *Fair Values*

Financial assets and financial liabilities of the Group are carried at fair values in the balance sheet, unless otherwise disclosed in the financial statements.

### 31. CAPITAL COMMITMENTS AND OTHER OBLIGATIONS

#### *Purchase obligations*

The Group entered into agreements for the purchase of 11.100 thousand metric tons maximum of crude oil. One term contract covering 1,500 thousand metric tons has been concluded on an evergreen basis. The purchase prices are based on Bwave (IPE) and respective OSPs, and Platt's quotations of URALS (MED or RCMB) or BRENT (DTD).

#### *Capital Commitments*

The Group has obligation to make environmental investments of €8 million and capital investments in property, plant and equipment of €46 million at the Aspropyrgos refinery in the course of one to five years. Respectively, for Thessaloniki refinery it has obligation to make environmental investments of €2,7 million and capital investments in property, plant and equipment of €17,1 million in the course of one to five years

The Group is under contractual obligation to make capital investments in property, plant and equipment at the Thessaloniki petrochemical facility totalling €2,4 million in a period of one to five years.

In relation to the exploration activities, the Group has as of 31 December 2004 capital commitments of around €5 million for the Albanian program, and around €8 million for the new Libyan exploration agreement. These commitments change depending on the progress of work.

The Group has committed, through the share purchase agreement with Jugopetrol AD Kotor, to a five-year Guaranteed Investment Programme of €35 million over the next five years. In addition it has committed to a social program of €4 million over the next four years, involving training of personnel and local community support.

EL.P.ET, a subsidiary of the Group, was committed through the purchase of OKTA refinery to an investment plan of approximately US\$60 million of which US\$40 million was intended for the modernisation of the refineries and US\$20 million for the expansion of the retail stations. The obligation for the modernisation of the refineries as derived from this contractual commitment has now been finished at an actual cost of US\$40 million. The obligation of US\$20 million relating to the expansion and modernisation of retail stations is still outstanding.

#### *Operating Leases*

The group has commitments under operating leases of €2,5 million within one year (2003, €2,1 million), €5,1 million between one and five years (2003, €4,5 million), and €4,2 million over five years (2003, €4,5 million). Operating leases, which are tied to increases in inflation, have been included at their current value.

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# HELLENIC PETROLEUM S.A.

## NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

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### 31. CONTINGENCIES AND LITIGATION

- (i) The Government has advanced the Group €43.434 thousands to undertake research and exploration, as determined by Law 367/1976. A portion of the amount received, € 25.614 thousand, may become repayable once the Group generates income from the discoveries resulting from its expenditure and therefore is included as part of the long-term liabilities. The remaining € 17.902 thousand has been written off as it is considered highly unlikely because of the nature of the expenditure that it will ever become repayable. The terms of repayment will be determined by the Ministry of Development, if applicable. The expenditure incurred with the funding of advance has been written off.
- (ii) The Group is involved in a number of legal proceedings and has various unresolved claims pending arising in the ordinary course of business with a total potential liability of approximately €48,3 million. Of those €5,1 relate to contingent liabilities of Petrola. Legal proceedings tend to be unpredictable and costly. Based on currently available information, management believes the outcome will not have a significant effect on the Group's operating results or financial position. In instances where the outcome is probable and the amount can be estimated, a provision has been made in the consolidated financial statements and the amount is excluded from the amounts disclosed above.
- (iii) The Group has entered into a contract with the Hellenic State for the construction of sports facilities at the Thessaloniki refinery premises for the use by the general public and the employees of the Group until the year 2017. Management is not in a position to determine whether the terms of the contract will be extended indefinitely or whether the land will be repossessed by the Hellenic State.
- (iv) During 2004, Hellenic Petroleum S.A. was audited by the Greek tax authorities for the years ended 31 December 1997 to 2001. An amount of €1,9 million of additional taxes, plus fines was assessed and recorded in the financial statements for the year ended 31 December 2004. The Company has not undergone a tax audit for the years ended 31 December 2002 and 31 December 2004 and most of its subsidiaries since the year ended 31 December 1997 and onwards. The Group has not made a provision for any additional taxes for the fiscal years that remain unaudited, as the amount cannot be estimated with any degree of certainty.
- (v) The Group has given letters of comfort and guarantees of € 209 million to banks for loans undertaken by subsidiaries and associates of the Group, the outstanding amount of which as of December 31, 2004 was € 147 million (€134 million of which is included in the consolidated financial statements). The Group has also issued letters of credit and guarantees in favour of third parties amounting to €232 million mainly for the completion of contracts entered into by the Group.
- (vi) In October 2002, the Company guaranteed, through a Performance Bond issued by the National Bank of Greece of €45 million, its performance of the Investment Programme committed under the share purchase agreement for the acquisition of Jugopetrol AD Kotor.
- (vii) The Group's subsidiary, Hellenic Petroleum Cyprus Limited has a potential contingent liability relating to a claim by Petrolina (Holdings) Ltd relating to refunds on the under-recoveries of oil margins in the industry. The maximum amount of the claim can reach € 1,8 million of which maximum € 0,3 million may be recovered by the seller. Management believes that it is not probable that the claim will crystallize and thus no provision has been made.
- (viii) The Group is being sued by a small trading company alleging breach of trademark over the Hellenic Petroleum name. It is also being alleged that Hellenic Petroleum does not have the right to use its corporate name. Regarding the trademark, the case was initially decided for the Group, but the other party has appealed and the outcome is still pending.

## HELLENIC PETROLEUM S.A.

### NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

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#### 31. CONTINGENCIES AND LITIGATION *(continued)*

- (ix) A claim had been filed against OKTA refinery by its former suppliers for breach of contract following the acquisition by the Group of the company. The High Court of London had partly accepted the claim by awarding to the claimants an amount of \$9,5 million for the period up to March 2002 plus interest and damages (to be determined) for the remaining period, i.e. up to March 2003. On 17th July 2003, the Court of Appeal in London rejected the appeal filed by OKTA against the decision of the High Court of London. OKTA thereafter applied to the House of Lords for leave of appeal. This was rejected in January 2004. The case has been closed during the year with an out of court settlement out of which the claimant has received US\$ 8,75 million in full and final settlement of all claims. These amounts have been claimed for recovery from the Government of FYROM in accordance with the terms of the contract of buying out the shares of OKTA by ELPET. The procedure has already been initiated inter alia through International Arbitration by ICC.
- (xi) In relation to the above case, ELPE, ELPET and a director of ELPET have been sued in the Greek courts by the former contractors of OKTA for US\$ 4 million and € 5,1 million, in connection with an agreement for the transportation and storage of crude oil between OKTA and such contractors. On 17th April 2004 the Court rejected the plaintiffs' action. The decision has been appealed and the hearing has not been held to date.
- (xii) Following an accident involving the motor tanker KRITI-GOLD on November 1998, at the Company's mooring installation in Thessaloniki, four seamen died. Claims have been lodged in connection with this accident against the ship owner and the Group. The Group believes, based on information currently available, that the ultimate resolution would not likely have a material adverse effect on the results of its operations, as the insurers both for the Company and for the motor tanker have agreed to cover any claims against the Group.

#### 32. SUBSEQUENT EVENTS

In February 2005, the Company announced the issuance of a five year US \$ 350.000.000 Bond Loan launched by the Mandated Lead Arrangers The Bank of Tokyo – Mitsubishi Ltd, Citigroup Global Markets Ltd., EFG Telesis Finance S.A. and National Bank of Greece S.A. The Loan was signed with the participation of a total of sixteen financial institutions and is part of the Company's refinancing arrangement of existing credit lines.

On 22 February 2005 the Board of Directors proposed for formal approval at the Annual General Meeting a final dividend relating to the operating results for the year ended 31 December 2004 of €79.433 thousand.

# HELLENIC PETROLEUM S.A.

## NOTES TO THE IFRS CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2004

### 33. LIST OF PRINCIPAL CONSOLIDATED SUBSIDIARIES

|  | Percentage of interest | Country of Incorporation        |
|--|------------------------|---------------------------------|
| Asprofos Engineering S.A.                            | 100%                   | Greece                          |
| EKO-ELDA Industrial and Commercial Petroleum Company | 100%                   | Greece                          |
| EKO Georgia Ltd.                                     | 98,3%                  | Republic of Georgia             |
| EKO TAKO S.A.  | 49%                    | Greece                          |
| EkoElda Bulgaria EAD                                 | 100%                   | Bulgaria                        |
| Eko YU AD – Beograd                                  | 100%                   | Serbia & Montenegro             |
| EKO- Fisiko Aerio                                    | 100%                   | Greece                          |
| DIAXON A.B.E.E. (formerly EKO Film A.B.E.E)          | 100%                   | Greece                          |
| E.L.PET Balkan                                       | 63%                    | Greece                          |
| ELEP S.A.  | 99,99%                 | Greece                          |
| Okta Refinery  | 81,5%                  | FYROM                           |
| OKTA Trade Company – Prishtina                       | 69,5%                  | Serbia & Montenegro<br>(Kosovo) |
| Global S.A.  | 99,9%                  | Albania                         |
| Elda ShPK  | 99,9%                  | Albania                         |
| Hellenic Petroleum AG Austria                        | 100%                   | Austria                         |
| Hellenic Petroleum-Poseidon Shipping Company         | 100%                   | Greece                          |
| ELPE Services Ltd                                    | 100%                   | Cyprus                          |
| Hellenic Petroleum Cyprus Limited                    | 100%                   | United Kingdom                  |
| Jugopetrol Kotor AD                                  | 54,35%                 | Serbia & Montenegro             |
| Hellenic Petroleum-Apollon Shipping Company          | 100%                   | Greece                          |
| Energeiaki Thessalonikis                             | 100%                   | Greece                          |

**HELLENIC PETROLEUM S.A.**  
PARENT COMPANY IFRS FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2004

**Reconciliation of the Consolidated Greek Financial Statements to the Consolidated IFRS Financial Statements**

| (Euro in thousands)   | 31 December 2004 | As at<br>31 December 2004 | As at<br>31 December 2003 |
|---|------------------|---------------------------|---------------------------|
|   | Net Income       | Shareholders Equity       | Shareholders Equity       |
| <b>Balance as per Greek Consolidated Financial Statements</b>   | <b>91.283</b>    | <b>1.869.893</b>          | <b>1.869.094</b>          |
| 1 Difference between the provision for staff leaving indemnity (per Greek legislation) and defined benefit plan with the provision as calculated by the actuarial valuation | 1.262            | 37.055                    | 35.793                    |
| 2 Provision for deferred tax  | (9.346)          | (10.291)                  | (945)                     |
| 3 Reversal of the revaluation of fixed assets and the effect of depreciation taken  | 186              | (60.088)                  | (56.819)                  |
| 4 Write off of capitalised costs with no future benefit   | 5.036            | (14.844)                  | (19.880)                  |
| 5 Write off of capitalised research and development costs and reversal of related depreciation  | (1.082)          | (33.749)                  | (32.667)                  |
| 6 Adjustment of depreciation to conform with the group policy   | 23.009           | 87.119                    | 64.110                    |
| 7 Provision for environmental restorations  | -                | (1.092)                   | (1.092)                   |
| 8 Reversal of the unrealised inter-company profit in the ending inventory and fixed assets  | (146)            | (2.227)                   | (2.081)                   |
| 9 Equity accounting (Differences from conversion to IAS of associates' accounts)  | (8.643)          | 6.798                     | 15.441                    |
| 10 Other provisions / adjustments   | (14.013)         | (18.677)                  | (4.664)                   |
| 11 Reclassification of grant from equity to deferred income or liabilities  | 1.285            | (76.646)                  | (88.647)                  |
| 12 Income tax for the period  | (3.244)          | (4.500)                   | (4.500)                   |
| 13 Minority interest  | (1.875)          | (95.395)                  | (94.256)                  |
| 14 IPO costs to share premium account and reversal of related amortisation  | 185              | (5.192)                   | (5.377)                   |
| 15 Goodwill and depreciation of goodwill  | 4.602            | (34.437)                  | (39.039)                  |
| 16 Fair value assigned to fixed assets of subsidiary acquired (BPC) and related extra depreciation  | (813)            | 49.404                    | 50.217                    |
| 17 Exchange gains (timing differences)  | 9.808            | 57.486                    | 47.678                    |
| 18 Different method of stock valuation  | 31.446           | 31.446                    | -                         |
| 19 Effect of IAS 39   | (106)            | (5.128)                   | (5.022)                   |
| 20 Dividends payable  | -                | 79.433                    | 60.623                    |
| 21 Other  | (616)            | (2.269)                   | 1.588                     |
| <b>Balance as per IFRS Consolidated Financial Statements</b>  | <b>128.218</b>   | <b>1.854.099</b>          | <b>1.789.555</b>          |