

FOTEX HOLDING

2009 8400 010
75, parc d'Activités
L-8308 Capellen

STATUTORY ANNUAL ACCOUNTS

From 01/01/2010 to 31/12/2010



FOTEX HOLDING S.E.
75, parc d'Activités
L-8308 CAPELLEN

N° Fiscal : 2009 8400 010

R.C.S. Luxembourg : B-146938

Report of the Board of Directors



HOLDING SE PUBLIC COMPANY LIMITED BY SHARES

75, parc d'Activités
L-8308 CAPELLEN
N° Fiscal : 2009 8400 010
R.C.S. Luxembourg : B-146938

Dear Sirs,

The Board of Directors is pleased to present the Annual Accounts for the financial year ended 31/12/2010.

The company's financial statements show a loss of EUR 2 975 954,93.

At this time, there is no information concerning items likely to affect the company's financial position.

Relevant events of the year 2010

As at 27th October 2010, the company executed a swap agreement with Downington Holding Sàrl where the company has exchanged all its participation held in the company Ajka Crystal Glassmaking Limited Liability Company with shares of the company Keringatlan Commercial Property Developing and Management Limited Liability Company valued at HUF 163 787 000,00, resulting in a loss of EUR 1 493 760,53.

Significant events after the reporting date

No major events have been noticed by the Board of Directors since the closing of the preceding accounting period.

Activities

The company will carry on its activities and development as it did during the last former years – no amendment is foreseen by the Board of Directors for the future.

Research & Development projects

The company did not undertake any Research & Development projects.

Own shares

During the year 2010, the company has acquired 52.770 own shares. At the reporting date, the company holds 15,24% of its own shares :

Direct own shares :

- 308.659 ordinary shares ;
- 450.000 dividend preference shares.

Indirect own shares :

- 10.323.890 ordinary shares.



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Suggestions for Dividends to be paid to Dividend Preference Shares

It is proposed to the Assembly to approve the Annual Accounts as presented and to distribute dividends for an amount of EUR 651 000,00 on the dividend preference shares equal to their face value in drawing on the additional paid-in capital.

Board Members

The members of the Board of Directors were appointed at the extraordinary general meeting of the Company held on 1st October 2009. The members were appointed for a period of 3 years until the 2012 Annual General Meeting of the Company.

Members :

1. Mr. Gábor Várszegi
2. Mr. Dávid Várszegi
3. Mr. Bob Dole
4. Mrs. Anna Rammer
5. Mr. Wiggert Karreman
6. Mr. Jan Thomas Ladenius
7. Seren Sàrl represented by Mr. Benoit de Bien

The shareholders, at the Extraordinary General Meeting held on 1st October 2009, appointed the following members for the audit committee:

1. Mr. Wiggert Karreman
2. Mr. Jan Thomas Ladenius
3. Seren Sàrl represented by Mr. Benoit de Bien

Others disclosures

The company did not set up any permanent establishment.

The Directors requests that the Assembly discharges them from his mandate for this year.

On 25/03/2011

For the Board of Directors,

M. Gabor VÁRSZEGI



FOTEX HOLDING S.E.
75, parc d'Activités
L-8308 CAPELLEN

N° Fiscal : 2009 8400 010

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Auditor's report

REPORT OF THE REVISEUR D'ENTREPRISES AGREE

To the shareholders of:

FOTEX HOLDING SE, 75 Parc d'Activités, L-8308 Capellen,

Report on the annual accounts

Following our appointment by the General Meeting of Shareholders we have audited the accompanying annual accounts of FOTEX Holding SE, which comprise the balance sheet as of December 31, 2010, and the profit and loss account for the year then ended, and a summary of significant accounting policies and other explanatory information.

Responsibility of the Board of directors for the annual accounts

The Board of Directors is responsible for the preparation and fair presentation of these annual accounts in accordance with the Luxembourg legal and regulatory requirements relating to the preparation of annual accounts and for such internal control as the Board of Directors determines is necessary to enable the preparation of annual accounts that are free from material misstatement, whether due to fraud or error.

Responsibility of the réviseur d'entreprises agréé

Our responsibility is to express an opinion on these annual accounts based on our audit. We conducted our audit in accordance with International Standards on Auditing as adopted for Luxembourg by the *Commission de Surveillance du Secteur Financier*. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the annual accounts are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the annual accounts. The procedures selected depend on the judgement of the réviseur d'entreprises agréé, including the assessment of the risks of material misstatement of the annual accounts, whether due to fraud or error. In making those risk assessments, the réviseur d'entreprises agréé considers internal control relevant to the entity's preparation and fair presentation of the annual accounts in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control.

An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the Board of Directors, as well as evaluating the overall presentation of the annual accounts.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the annual accounts give a true and fair view of the financial position of FOTEX Holding SE. as of 31.12.2010, and of the results of its operations and its operations for the year then ended in accordance with the Luxembourg legal and regulatory requirements relating to the preparation of the annual accounts.

Report on other legal and regulatory requirements

The management report, which is the responsibility of the Board of Directors, is consistent with the annual accounts.

Done at Strassen,
On April 4th, 2011



Van Cauter-Snauwaert & Co Sàrl
Erik Snauwaert



FOTEX HOLDING S.E.
75, parc d'Activités
L-8308 CAPELLEN

N° Fiscal : 2009 8400 010

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HOLDING SE PUBLIC COMPANY LIMITED BY SHARES

75, parc d'Activités
L-8308 CAPELLEN
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GENERAL INFORMATION

Company	Fotex Holding
Registered Office	CAPELLEN
Trade and Companies Register	B-146938

The registered office of the Company from Nagy Jeno u., 12, 1126 Budapest, Hungary has been transferred to the Grand Duchy of Luxembourg and more precisely to 75, Parc d'Activités, L-8308 Capellen further to the deed signed by the notary Anja HOLTZ, with residence in Wiltz, on 4th June 2009 and published in the Mémorial C - N° 1427 of 23rd July 2009.

1. Corporate object (as per the Memorandum & Articles)

The object of the company is to acquire participating interests in any form whatsoever in Luxembourg or foreign companies, to acquire any kind of transferable securities via purchases, subscriptions or any other means as well as to dispose thereof via sales, exchanges or any other means, to manage and develop its portfolio and to acquire, sell and develop patents and licences associated thereto.

The company may lend and borrow with or without collateral. It may take part in the creation and development of other companies and lend them its support.

In general, the Company may carry out any commercial or financial transaction or any transaction involving movable or immovable assets that is directly or indirectly linked to its corporate object or is likely to facilitate the expansion and development thereof.

2. Fiscal year

The fiscal year starts on 1st January and ends on 31st December of each year.

3. Consolidated accounts

The Company has to draw up consolidated accounts. These accounts are available at the Registered Office of the Company.

4. Employees

The number of salaried personnel in average during the year is:

One for the category of employee.

ACCOUNTING PRINCIPLES AND VALUATION RULES

The financial statements hereinafter presented are established in compliance with the legal and regulatory provisions applicable in Luxembourg and to the accounting principles. The following rules of evaluation have been decided by the Board of Directors and are applicable provided these entries appear on the balance sheet.

1. Currency conversion

Formation expenses, intangible, tangible and financial assets, current and long-term liabilities and receivables, other asset and liability items denominated in a currency other than the reporting currency are converted at the historical exchange rate.

By derogation, the cash at bank is converted at the exchange rate effective at the balance sheet date. Exchange losses and gains are recorded in the profit and loss account of the year.

Moreover, the interests on the loans are converted in using the average monthly exchange rate.

2. Formation expenses

Formation fees as defined under Article 53 LRC are directly charged to the profit and loss account during the incorporation and are mainly constituted by notary fees and advisory fees in relation with the incorporation of the company.

3. Intangible assets

Intangible assets other than formation expenses as defined in article 55 of the L.R.C. are recorded at their acquisition price, less cumulative value adjustments. Where applicable, amortisation is calculated on the basis of generally accepted rates according to the estimated useful life of these fixed assets.

	Rate of amortisation	Method of amortisation
Trade Mark	4,17%	Linear
IP rights and software	33%	Linear

4. Tangible assets

Tangible assets and other similar assets are recorded at their acquisition price, less cumulative value adjustments. Where applicable, amortisation is calculated on the basis of generally accepted rates according to the estimated useful life of these fixed assets.

The "Land & Buildings" item includes property rights and other related rights pursuant to article 40 LRC.

Depreciation is calculated on a straight-line basis over the estimated useful life of the asset as follows:

	Rate of amortisation	Method of amortisation
Real estate and related property rights	2%	Linear
Vehicles	20%	Linear (prorata temporis)
Hardware	33%	Linear

5. Financial assets

Shares in affiliated companies, participating interests and securities held as fixed assets are valued at their acquisition price, plus associated incidental expenses.

Where applicable, only long-lasting value adjustments are calculated and recorded separately in the financial statements at year-end. The adjustment ceases to exist at the same time as the reason justifying it.

Loans to affiliated companies and companies linked by participating interests as well as other long-term loans are recorded at their nominal value and subject to a value adjustment when the likelihood of recovery of such loans is less than their nominal value and is long-lasting.

6. Receivables

Receivables, receivables from affiliated companies, receivables from companies linked by participating interests and other receivables are recorded at their nominal value.

According to the information provided by the Directory Board, these receivables are subject to a depreciation recorded separately in the financial statements so that these items are valued at the lower market value.

Value adjustments made in previous financial years which are no longer necessary following the disappearance of the recovery risk shall be rectified.

7. Securities

Shares and units are valued at their acquisition price and are depreciated when the reduction in value is long-lasting. The adjustment ceases to exist at the same time as the reason justifying it.

Units held in collective investment funds are recorded at their historical value and are revalued at the end of the financial year at the latest net asset value issued by the undertaking for collective investment.

8. Cash at bank, cheques and cash in hand

Cash at bank, cheques and cash in hand are recorded at face value. Accounts held in foreign currency are revalued at the exchange rate prevailing on the last day of the financial year.

9. Accruals and deferrals

Income and expenses directly related to the financial year ended for which receivables or payables have not yet been recorded as well as income and expenses recorded in connection with part of the financial year ended are recorded at their historical cost in the different accounts of the asset and liability sides of these financial statements.

A breakdown of accruals and deferrals, if applicable, is appended to these financial statements.

10. Provisions for liabilities and charges

On the last day of the financial year, provisions within the meaning of article 44 LRC are formed to cover all known or foreseeable liabilities and charges.

Provisions are regularly reviewed and adjusted when the source of the liability or charge no longer exists.

11. Debts

Where the amount repayable on account is greater than the amount received, the difference is shown in the profit and loss account when the debt is issued.

12. Net turnover

The net turnover comprises the amounts derived from the sale of products and the provision of services falling within the Company's ordinary activities, after deductions of sales rebates and off value added tax and other taxes directly linked to the turnover.

13. Legal reserve

Pursuant to article 197 LSC, at least one twentieth of net profit is allocated to the legal reserve each year.

This allocation is no longer compulsory once the reserve has reached one tenth of the share capital, but becomes compulsory again once it falls below this amount.

14. Companies in charge of the accounts' audit

Company	VAN CAUTER - SNAUWAERT & CO S.à.R.L.
Registered Office	80, rue des Romains, L - 8041 Strassen
Function	Statutory auditor

Company	Ernst & Young Luxembourg
Registered Office	7, Parc d'activités Syrdall, L - 5365 Munsbach
Function	Auditor – Audit Consolidated Accounts

Net equity reconciliation

The total share capital amount is thirty million, five hundred and forty three thousand, nine hundred and thirty three euro (EUR 30,543,933,-), divided into seventy million, seven hundred and twenty three thousand, six hundred and fifty (70,723,650) ordinary shares and two million (2,000,000) preferential dividend bearing shares at a nominal value of forty two cents (EUR 0,42) each.

A priority dividend share entitles the shareholder to obtain a dividend; this dividend cannot exceed 50% of the average yearly stock price of the registered and traded Fotex shares. A priority share at the same time entitles the holder to receive a minimum dividend which is at least twice the interest rate prevalent at the Central Bank on the first of January of the given calendar year; this minimum dividend is to be calculated based on the nominal share value of EUR 0,42/pc multiplied by this interest rate. This dividend can only be declared and paid if the consolidated financial statements of the Fotex Group for the given year, prepared as per IFRS, are positive and if the company may pay this sums as per the prevalent Accountancy Laws.

The total sum of dividends alleged to the shares with the title of priority dividends, in conformity with IFRS, cannot exceed 30 % of the annual taxed result of the Fotex Group decreased by the consolidated minority shares of the given year of the statement.

The shareholder of priority dividend shares therefore has, no claims for dividends beyond what is payable to these shares by the General Meeting.

Priority dividend shares in themselves do not entitle the shareholders to vote at the General Meetings. Advance payment of dividends should be paid once per year for priority dividend shares, if and when the preconditions for such an action are met.

If the company does not pay dividends in a given year or does not fully pay out the minimum amount afforded to these preferential shares and then in the subsequent financial business year the company also omits to declare and pay such dividends then the priority dividend shares are afforded the right to vote at the next General Meeting with the same rights that any ordinary voting share enjoys. These voting rights will remain in effect, for such shares, until the company pays the priority dividend shares and their shareholders all arrears with regards to these dividend payments.

Fotex Holding SE shares (HU0000096409) are currently listed on the Budapest Stock Exchange (BSE) which is a regulated market within the MIFID framework. However, taking advantage of the *Societas Europaea* status, Fotex Holding SE is registered in 75, Parc d'activités L-8308 CAPELLEN where the Financial Statements and the Consolidated Financial Statements can be consulted.

State of the shareholder's Equity

	2009	Movements during the year	2010
ISSUED CAPITAL	30.543.933,00	0,00	30.543.933,00
ADDITIONAL PAID-IN CAPITAL	31.017.954,00	(161.815,40)	30.856.138,60
RETAINED EARNINGS	2.631.402,10	(2.631.402,10)	0
OTHER RESERVES – OWN SHARES	792.451,90	36.554,84	829.006,74
PROFIT PER BALANCE SHEET	(2.105.662,66)	(870.292,27)	(2.975.954,93)
SHAREHOLDERS' EQUITY	62.880.078,34	(3.626.954,93)	59.253.123,41

SHAREHOLDER'S EQUITY AS AT 31/12/2009	62.880.078,34
DIVIDENDS DISTRIBUTION AS AT 26/04/2010	(651.000,00)
RESULT OF ACCOUNTING YEAR 2010	(2.975.954,93)
SHAREHOLDER'S EQUITY AS AT 31/12/2010	59.253.123,41

ALLOCATION OF PROFIT & LOSS

The Shareholders allocated the profit and loss as follows;

Profit or loss brought forward	0,00 €
Profit or loss for the period	(2 975.954,93 €)
Profit or loss to be carried forward	(2.975.954,93 €)

DISTRIBUTION OF DIVIDENDS

The Shareholders distributed dividends for an amount of EUR 651 000,00 on the dividend preference shares equal to their face value in drawing on the additional paid-in capital.

Withdrawal on disposable reserve	651.000,00 €
Distributed dividends - preferential dividend bearing shares	(651.000,00 €)
Balance	0,00 €

This decision complies with the Directory Board's proposal.

On 25/03/2011

For the Board of Directors,

M. Gabor VÁRSZEGI

Annual accounts

Values EUR

	Note	2010 2010	2009 2009
ASSETS		60.835.181,34	63.601.621,23
A. Subscribed capital unpaid	AA		
I. Subscribed capital uncalled	AAI		
II. Subscribed capital called but still unpaid	AAII		
B. Formation expenses	AB		
C. Fixed assets	AC	58.449.145,80	61.697.485,76
I. Intangible assets	ACI	1.942.246,48	2.264.016,30
1. Costs of research and development	ACI1		
2. Concessions, patents, licences, trade marks and similar rights and assets if they were	ACI2	1.942.246,48	2.264.016,30
a) acquired for valuable consideration and need not be shown under C I-3	ACI2a	1.942.246,48	2.264.016,30
b) created by the undertaking itself	ACI2b		
3. Goodwill, to the extent that it was acquired for valuable consideration	ACI3		
4. Payments on account	ACI4		
II. Tangible assets	ACII	5.094.634,85	5.071.327,75
1. Land and buildings	ACII1	4.999.857,28	5.070.497,16
2. Plant and machinery	ACII2		
3. Other fixtures and fittings, tools and equipment	ACII3	94.777,57	830,59
4. Payments on account and tangible assets in course of construction	ACII4		
III. Financial assets	ACIII	51.412.264,47	54.362.141,71
1. Shares in affiliated undertakings	ACIII1	50.489.575,35	53.349.262,39
2. Loans to affiliated undertakings	ACIII2		
3. Participating interests	ACIII3		
4. Loans to undertakings with which the company is linked by virtue of participating interests	ACIII4		
5. Securities held as fixed assets	ACIII5		
6. Other loans	ACIII6	93.682,38	267.401,42
7. Own shares or own corporate units, with an indication of their nominal value or, in the absence	ACIII7	829.006,74	745.477,90
D. Current Assets	AD	2.383.465,72	1.904.012,47
I. Stocks	ADI		
1. Raw materials and consumables	ADI1		
2. Work in progress	ADI2		
3. Finished goods and goods for resale	ADI3		
4. Payments on account	ADI4		
II. Debtors	ADII	2.157.959,24	1.217.222,72
1. Claims resulting from sales and the provision of services/trade debtors	ADII1	520.713,84	463.749,92
a) amounts becoming due and payable within one year	ADII1a	520.713,84	463.749,92
b) amounts becoming due and payable after more than one year	ADII1b		
2. Amounts owed by affiliated undertakings	ADII2	1.549.209,50	694.862,94
a) amounts becoming due and payable within one year	ADII2a	998.708,38	144.361,82
b) amounts becoming due and payable after more than one year	ADII2b	550.501,12	550.501,12
3. Amounts owed by undertakings with which the company is linked by virtue of participating	ADII3		
a) amounts becoming due and payable within one year	ADII3a		
b) amounts becoming due and payable after more than one year	ADII3b		
4. Other debtors	ADII4	88.035,90	58.609,86
a) amounts becoming due and payable within one year	ADII4a	88.035,90	58.609,86
b) amounts becoming due and payable after more than one year	ADII4b		
III. Transferable Securities	ADIII		
1. Shares in affiliated undertakings	ADIII1		
2. Own shares or own corporate units	ADIII2		
3. Other transferable securities	ADIII3		
IV. Cash at bank, cash in postal cheque accounts, cheques and cash in hand	ADIV	225.506,48	686.789,75
E. Prepayments and accrued income	AE	2.569,82	123,00

Values EUR

	Note	2010 2010	2009 2009
LIABILITIES		60.835.181,34	63.601.621,23
A. Capital and reserves	PA	59.253.123,41	62.880.078,34
I.a. Issued capital	PAI	30.543.933,00	30.543.933,00
I.b. Additional paid-in capital	PAI	30.856.138,60	31.017.954,00
II. Share premium account	PAII		
III. Revaluation reserve	PAIII		
IV. Reserves	PAIV	829.006,74	792.451,90
1. Legal reserve	PAIV1		
2. Reserve for own shares or own corporate units	PAIV2		
3. Reserves provided for by the articles	PAIV3		
4. Other reserves	PAIV4	829.006,74	792.451,90
V. Profit or loss brought forward	PAV		2.631.402,10
VI. Profit or loss for the financial year	PAVI	(2.975.954,93)	(2.105.662,66)
VII. Investment grants	PAVII		
VIII. Exempt capital gain	PAVIII		
A.bis Subordinated debts	PAbis		
B. Provisions for liabilities and charges	PB	22.295,00	
1. Provisions for pensions and similar obligations	PB1		
2. Provisions for taxation	PB2	22.295,00	
3. Other provisions	PB3		
C. Creditors	PC	1.337.617,03	644.097,49
1. Debenture loans	PC1		
a) Convertible loans	PC1a		
a) amounts becoming due and payable within one year	PC1aa		
b) amounts becoming due and payable after more than one year	PC1ab		
b) Non convertible loans	PC1b		
a) amounts becoming due and payable within one year	PC1ba		
b) amounts becoming due and payable after more than one year	PC1bb		
2. Amounts owed to credit institutions	PC2		
a) amounts becoming due and payable within one year	PC2a		
b) amounts becoming due and payable after more than one year	PC2b		
3. Payments received on account of orders	PC3		
a) amounts becoming due and payable within one year	PC3a		
b) amounts becoming due and payable after more than one year	PC3b		
4. Debts on purchases and provisions of services/trade creditors	PC4	11.726,72	105.597,35
a) amounts becoming due and payable within one year	PC4a	11.726,72	105.597,35
b) amounts becoming due and payable after more than one year	PC4b		
5. Bills of exchange payable	PC5		
a) amounts becoming due and payable within one year	PC5a		
b) amounts becoming due and payable after more than one year	PC5b		
6. Amounts owed to affiliated undertakings	PC6	1.142.087,70	375.795,42
a) amounts becoming due and payable within one year	PC6a	1.142.087,70	375.795,42
b) amounts becoming due and payable after more than one year	PC6b		
7. Amounts owed to undertakings with which the company is linked by virtue of participating	PC7		
a) amounts becoming due and payable within one year	PC7a		
b) amounts becoming due and payable after more than one year	PC7b		
8. Tax and social security liabilities	PC8	26.056,32	4.765,72
a) amounts becoming due and payable within one year	PC8a	26.056,32	4.765,72
b) amounts becoming due and payable after more than one year	PC8b		
9. Other creditors	PC9	157.746,29	157.939,00
a) amounts becoming due and payable within one year	PC9a	157.746,29	157.939,00
b) amounts becoming due and payable after more than one year	PC9b		
D. Accruals and deferred income	PD	222.145,90	77.445,40

Annual accounts

Values EUR

	Note	2010 2010	2009 2009
Profit and loss account		(2.975.954,93)	(2.105.662,66)
A. Charges	RA		
1. Reduction in stocks of finished goods and in work in progress	RA1		
2. a) Raw materials and consumables	RA2a		
b) Other external charges	RA2b	609.237,53	1.198.493,84
3. Staff costs	RA3	130.608,99	544.488,95
a) Wages and salaries	RA3a	117.246,90	422.377,00
b) Social security costs covering wages and salaries	RA3b	13.362,09	122.111,95
c) Additional pensions	RA3c		
d) Other social expenses	RA3d		
4. a) Value adjustments in respect of formation expenses and tangible and intangible fixed	RA4a	413.585,33	424.156,95
b) Value adjustments in respect of current assets	RA4b		
5. Other operating charges	RA5	455.632,61	447.006,81
6. Value adjustments in respect of financial assets and of transferable securities held as current	RA	2.362.423,35	2.337.882,00
7. Interest payable and similar charges	RA7	126.602,65	530.817,98
7. Interest payable and similar charges	RA7a	126.602,65	530.817,98
10. Extraordinary charges	RA10		932.967,00
11. Tax on profit or loss	RA11		
12. Other taxes not shown under the above items	RA12	22.645,00	32.880,77
13. Profit or loss for the financial year	RA13		

Annual accounts

Values EUR

	Note	2010 2010	2009 2009
B. Income	RB		
1. Net turnover	RB1	1.001.025,48	1.179.261,70
2. Increase in stocks of finished goods and in work in progress	RB2		
3. Work performed by the undertaking for its own purposes and capitalised	RB3		
4. Other operating income	RB4	2.419,91	451.561,00
5. Income from participating interests	RB5		1.484.665,00
a) in affiliated undertakings	RB5a		1.484.665,00
b) other income from participating interests	RB5b		
6. Income from other transferable securities and from loans forming part of the fixed assets	RB6		
a) in affiliated undertakings	RB6a		
b) other income from participating interests	RB6b		
7. Other interest receivable and similar income	RB7	141.335,14	538.333,94
a) from affiliated undertakings	RB7a	106.321,72	58.220,88
b) other interest receivable and similar income	RB7b	35.013,42	480.113,06
9. Extraordinary income	RB9		689.210,00
10. Profit or loss for the financial year	RB10	2.975.954,93	2.105.662,66

Notes on the accounts of Financial Statement on 31/12/2010

1. Intangible assets

DESCRIPTION			FIXED ASSET				DEPRECIATION				NET VALUE
Description	Acq. Date	%	1/01/2010	+	-	31/12/2010	1/01/2010	+	-	31/12/2010	
Trade Mark concessions " FOTEX"	-	4,17	7.744.648,00	-	-	7.744.648,00	5.480.631,70	322.951,82	-	5.803.583,52	1.941.064,48
Intellectual Property "www.fotex.hu"	-	33	1.889,00	-	-	1.889,00	1.889,00	-	-	1.889,00	-
Securities Registry Program	28/12/00	33	1.699,00	-	-	1.699,00	1.699,00	-	-	1.699,00	-
EU Trade Mark "FOTEX"	-	-	-	1.182,00	-	1.182,00	-	-	-	-	1.182,00
TOTAL			7.748.236,00	1.182,00	-	7.749.418,00	5.484.219,70	322.951,82	-	5.807.171,52	1.942.246,48

2. Tangible assets

DESCRIPTION			FIXED ASSET				DEPRECIATION				NET VALUE
Description	Acq. Date	%	1/01/2010	+	-	31/12/2010	1/01/2010	+	-	31/12/2010	
Real estate and related property rights			5.552.086,00	-	-	5.552.086,00	481.588,84	70.639,88	-	552.228,72	4.999.857,28
Budaörs Ground	1/08/91		1.437.899,00			1.437.899,00	-	-		-	1.437.899,00
Agard ground	6/10/00		556.689,00			556.689,00	-	-		-	556.689,00
Agard ground dressing room building	6/10/00		25.504,00			25.504,00	-	-		-	25.504,00
Building Agard		2	1.807.301,00			1.807.301,00	290.614,37	36.146,02		326.760,39	1.480.540,61
Playing-field Agard		2	683.590,00			683.590,00	50.235,42	13.671,80		63.907,22	619.682,78
Other buildings Budaörs		2	503.602,00			503.602,00	106.708,04	10.072,04		116.780,08	386.821,92
Other buildings Agard		2	198.458,00			198.458,00	30.351,50	3.969,16		34.320,66	164.137,34
related property rights Agard		2	3.253,00			3.253,00	321,61	65,06		386,67	2.866,33
Dressing room building in Gardony	10/10/09	2	335.790,00			335.790,00	3.357,90	6.715,80		10.073,70	325.716,30
Hardware			3.254,00	-	-	3.254,00	2.423,41	514,47	-	2.937,88	316,12
Car	23/02/10		-	113.940,61	-	113.940,61	-	19.479,16	-	19.479,16	94.461,45
TOTAL			5.555.340,00	113.940,61	-	5.669.280,61	484.012,25	90.633,51	-	574.645,76	5.094.634,85

3. Financial assets

DESCRIPTION		FIXED ASSET				DEPRECIATION				NET VALUE	
Description	%	1/01/2010	+	-	31/12/2010	1/01/2010	+	-	31/12/2010		
Shares in affiliated undertakings		66.022.833,39	620.293,17	8.769.943,39	57.873.183,17	12.673.571,00	811.331,82	6.101.295,00	7.383.607,82	50.489.575,35	
Ajka Kristály Kft	0	8.026.679,00	-	8.026.679,00	-	5.937.416,00	-	5.937.416,00	-	-	
Keravill Rt	100	3.507.962,00	-	-	3.507.962,00	3.507.962,00	-	-	3.507.962,00	-	
Primo Zrt	0	731.210,00		731.210,00	-	163.879,00	-	163.879,00	-	-	
Europrizma Ltd	100	223.621,00	-	-	223.621,00	84.051,00	-	-	84.051,00	139.570,00	
Fotexnet Kft	19,83	1.065.758,00	14.000,70		1.079.758,70	1.036.567,00	32.787,09		1.069.354,09	10.404,61	
Fotex Cosmetics Kft	100	832.055,00	-	-	832.055,00	139.121,00	265.155,62		404.276,62	427.778,38	
Hungaroton Music Zrt	99,21	1.943.550,00		-	1.943.550,00	1.430.958,00	-	-	1.430.958,00	512.592,00	
Hungaroton Records Kft	58,98	1.792.183,00		-	1.792.183,00	373.617,00	-	-	373.617,00	1.418.566,00	
Keringatlan Kft	95,41	27.184.471,00	595.502,47		27.779.973,47	-	-	-	-	27.779.973,47	
Sigma Kft	75,05	178.304,00	-	-	178.304,00	-	-	-	-	178.304,00	
Uppington Investments Sàrl	100	17.927.473,39	10.790,00	12.054,39	17.926.209,00	-	-	-	-	17.926.209,00	
Székhely kft	99,12	270.846,00	-	-	270.846,00	-	-	-	-	270.846,00	
Balaton Bútorgyár Kft.	100	2.338.721,00	-	-	2.338.721,00	-	513.389,11	-	513.389,11	1.825.331,89	
Others loans		279.347,42	14.991,38	189.067,42	105.271,38	11.946,00	-	357,00	11.589,00	93.682,38	
Loans others parties		13.592,00		714,00	12.878,00	11.946,00	-	357,00	11.589,00	1.289,00	
Loans to shareholders (preferential dividend bearing shares)		67.754,00	-	42.704,00	25.050,00	-	-	-	-	25.050,00	
Loans to the directors and shareholders (preferential dividend bearing shares)		198.001,42	14.991,38	145.649,42	67.343,38	-	-	-	-	67.343,38	
TOTAL		66.302.180,81	635.284,55	8.959.010,81	57.978.454,55	12.685.517,00	811.331,82	6.101.652,00	7.395.196,82	50.583.257,73	

4. State of Loans granted to the Directors

01/01/2010	198.001,42
Variation	(130.658,04)
31/12/2010	67.343,38

Conditions related to the loans granted to the Directors

Date of loan repayment	22/04/2013
Rate	Basic-rate of Central Bank +5%
Interests repayments	31 st May of each year

5. State of Own Shares

Directly own shares (ordinary shares and preferential dividend bearing shares)

Date	Quantity/pcs	%	Nominal value	Recorded value
01/01/2010	705.889,00	0,97	296.473,38	745.477,90
04/03/2010	52.770,00	0,07	22.163,40	83.528,84
31/12/2010	758.659,00	1,04	318.636,78	829.006,74

The Company purchased during the year 2010 own shares for an amount of 83.528,84 Eur included in the Financial Assets in the Balance Sheet.

In accordance with the article 49-5 LSC, the Company has created a non-distributable reserve included in the account "Allocated reserves" for an amount of 829.006,74 Eur.

The company holds 758.659 own shares split up as follows:

- 450.000,00 preferential dividend bearing shares ;
- 308.659,00 ordinary shares.

Indirectly own shares (ordinary shares)

The company Upington Investments Sàrl holds 9,25% of Fotex Holding S.E.' shares ;

The company Downington Holding Sàrl holds 3,19% of Fotex Holding S.E.' shares ;

The company Keringatlan Kft holds 0,07% of Fotex Holding S.E.' shares ;

The company Primo Zrt holds 1,69% of Fotex Holding S.E.' shares.

Date	Quantity/pcs	%	Nominal value
01/01/2010	10.323.890,00	14,20	4.336.033,80
-	-	-	-
31/12/2010	10.323.890,00	14,20	4.336.033,80

Directly and indirectly own shares

Date	Quantity/pcs	%	Nominal value
01/01/2010	11.029.779,00	15,17	4.632.507,18
04/03/2010	52.770,00	0,07	22.163,40
31/12/2010	11.082.549,00	15,24	4.654.670,58

6. Amounts receivable

	Within one year	After one year and within 5 years	After more than 5 years
Claims resulting from sales and the provision of services	520.713,84		
Amounts owed by affiliated undertakings	998.708,38	550.501,12	
Other receivables	88.035,90		

The opening balance of other receivables increased by 2.847,99 Eur from 55.761,87 Eur to 58.609,86 Eur compared to the audited financial statements of Fotex Holding SE in 2009. The reason for this is the reclassification of personal income tax and self-monitoring complement.

7. Accruals

	Amount
ASSETS	
<i>Deferred Charge</i>	2.569,82
LIABILITIES	
<i>Accrued Charge</i>	221.527,08
<i>Deferred Income</i>	618,82
TOTAL	222.145,90

8. Tax

The company is submitted to a corporate tax on its net profit whose rate is set to 30,84%.

Since 4th June 2009, the company has accumulated some fiscal loss and that has been increased during the year 2010. Therefore will the company will not be subject to corporate tax and municipal tax business tax for the fiscal year 2010.

It is also charged a tax of 0,5% of the unit value such as better defined in the Wealth Tax Law.

	2010	2009
Wealth tax provision	22.295,00	-

The company has entered in a tax consolidation regime as per the article 164 bis LIR as of 01/01/2010.

9. Amounts payable

	Within one year	After one year and within 5 years	After more than 5 years
Debts on purchases and provision services	11.726,72		
Amounts owed to affiliated undertakings	1.142.087,70		
Tax and social security debts	26.056,32		
Other liabilities	157.746,29		

The opening balance of other liabilities by 2.847,99 Eur from 155.091,01 Eur to 157.939,00 Eur compared to the audited financial statements of Fotex Holding SE in 2009. The reason for this is the reclassification of personal income tax and self-monitoring complement.

10. Directors fees

Director fees (Jetons de présence)	436.973,26
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11. Out of balance rights and engagements

The company concluded a guarantee's contract in which the company vouches for the loans made by the companies Upington Investments Sàrl and Downington Holding Sàrl to the company Ajka Kristaly Uvegipari Kft for the following amounts :

Upington Investments Sàrl :

- 640.000,00 EUR (contract of guarantee as at 05/07/2008)
- 1.357.115,16 EUR (contract of guarantee as at 10/03/2008)

Downington Holding Sàrl :

- 2.696.332,20 USD (contract of guarantee as at 10/03/2006, completed as at 01/04/2006 and modified regarding the assignment as at 16/08/2006, and corrected regarding the amount as at 18/08/2006)
- 1.115.269,22 EUR (contract of guarantee as at 10/03/2006, completed as at 01/04/2006 and modified regarding the assignment as at 16/08/2006, and corrected regarding the amount as at 18/08/2006)

The company Ajka Kristaly Uvegipari Kft is having liquidity difficulties and is actually under legal protection against its creditors. Fotex Holding SE management estimates that refund to the group companies will be possible as from 2013 and, as a consequence, did not book any provision as per 31.12.2010.

12. Information on subsidiaries



HOLDING SE PUBLIC COMPANY LIMITED BY SHARES

75, parc d'Activités
L-8308 CAPELLEN
N° Fiscal : 2009 8400 010
R.C.S. Luxembourg : B-146938

Name of the subsidiary	N° ordre	Address	Country
Fotex Cosmetics Kft	1	Nagy Jeno u.12 1126 Budapest	Hungary
Currency:			HUF
Capital			230 550 000
Equity			118 615 000
Turnover			223 966 000
Result 2010			-52 593 000
Average of Employees			15
Percentage of Shareholding			100



HOLDING SE PUBLIC COMPANY LIMITED BY SHARES

75, parc d'Activités
L-8308 CAPELLEN
N° Fiscal : 2009 8400 010
R.C.S. Luxembourg : B-146938

Name of the subsidiary	N° ordre	Address	Country
Europrizma Ltd.	2	Nagy Jeno u.12	Hungary
		1126 Budapest	
Currency:			HUF
Capital			9 500 000
Equity			45 078 000
Turnover			38 486 000
Result 2010			165 000
Average of Employees			5
Percentage of Shareholding			100



HOLDING SE PUBLIC COMPANY LIMITED BY SHARES

75, parc d'Activités
L-8308 CAPELLEN
N° Fiscal : 2009 8400 010
R.C.S. Luxembourg : B-146938

Name of the subsidiary	N° ordre	Address	Country
Hungaroton Music Zrt	3	Reitter F. u. 39-49	Hungary
		1135 Budapest	
Currency:			HUF
Capital			127.200.000.-
Equity			149.303.000.-
Turnover			26.315.000.-
Result 2010			- 726.000.-
Average of Employees			2 fő
Percentage of Shareholding *			99,21 %

* Ownership structure:

Fotex Holding S.E 126.200.000.- 99,21 %

MNV /Magyar állam/ 1.000.000.- 0,79 %



HOLDING SE PUBLIC COMPANY LIMITED BY SHARES

75, parc d'Activités
L-8308 CAPELLEN
N° Fiscal : 2009 8400 010
R.C.S. Luxembourg : B-146938

Name of the subsidiary	N° ordre	Address	Country
Hungaroton Records	4	Rottenbiller u. 47	Hungary
		1071 Budapest	
Currency:			HUF
Capital			452.000.000.-
Equity			668.696.000.-
Turnover			794.506.000.-
Result 2010			-25.153.000.-
Average of Employees			20 fő
Percentage of Shareholding *			58,98 %

* Ownership structure:

	e ft	
Fotex Holding S.E	266.600	58,98 %
Hungaroton Music Zrt	103.420	22,88 %
Keringatlan Kft	71.580	15,84 %
Primó Zrt	10.400	2,30 %
<hr/>		
	452.000	100 %



HOLDING SE PUBLIC COMPANY LIMITED BY SHARES

75, parc d'Activités
L-8308 CAPELLEN
N° Fiscal : 2009 8400 010
R.C.S. Luxembourg : B-146938

Name of the subsidiary	N° ordre	Address	Country
Keringatlan Kft	5	Nagy Jeno Utca 12	Hungary
		1126 Budapest	
Currency:			HUF
Capital			5.474.900.000
Equity			20.656.181.493
Turnover			5.412.661.942
Result 2010			1.708.049.498
Average of Employees			61 persons
Percentage of Shareholding *			
Long Term Debts Amount (> 5 years)			605.322.105

* Ownership structure:

Fotex Holding SE 95,408 %

Downington 4,566 %

Proprietary 0,010 %

Polgári Ingatlan 0,010 %

Individual 0,006 %

Name of the subsidiary	N° ordre	Address	Country
Fotexnet Kft	6	Nagy Jenő U.12	Hungary
		1126 Budapest	
Currency:			HUF
Capital			3 010 000
Equity			10 572 000
Turnover			529 193 000
Result 2010			2 368 000
Average of Employees			23
Percentage of Shareholding *			19.93 %
Long Term Debts Amount (> 5 years)			14 969 000

* Ownership structure:

Owner	Adress	%	Shares
Fotex Holding SE	75.Parc d'activités Capellen,Luxemburg	19,93	600
Prímó Zrt.	1135.Bp.Reitter F.u.39-49	39,20	1180
Keringatlan Kft	1126.Bp.Nagy Jenő u.12	40,87	1230



HOLDING SE PUBLIC COMPANY LIMITED BY SHARES

75, parc d'Activités
L-8308 CAPELLEN
N° Fiscal : 2009 8400 010
R.C.S. Luxembourg : B-146938

Name of the subsidiary	N° ordre	Address	Country
Sigma Kft	7	Nagy Jeno u. 12	Hungary
		1126 Budapest	
Currency:			HUF
Capital			26.650.000
Equity			60.629.000
Turnover			73.366.342
Result 2010			0
Average of Employees			6
Percentage of Shareholding *			75,05%

* Ownership structure:

Fotex Holding SE. 75,05%

Györfy Csabáné 24,95%



HOLDING SE PUBLIC COMPANY LIMITED BY SHARES

75, parc d'Activités
L-8308 CAPELLEN
N° Fiscal : 2009 8400 010
R.C.S. Luxembourg : B-146938

Name of the subsidiary	N° ordre	Address	Country
Uppington Investments Sàrl	8	75, Parc d'activités 8308 Capellen	Luxembourg
Currency:			EUR
Capital			12.500,00
Equity			35.264.488,23
Turnover			11.460,82
Result 2010			(857.269,69)
Average of Employees			
Percentage of Shareholding			100%



HOLDING SE PUBLIC COMPANY LIMITED BY SHARES

75, parc d'Activités
L-8308 CAPELLEN
N° Fiscal : 2009 8400 010
R.C.S. Luxembourg : B-146938

Name of the subsidiary	N° ordre	Address	Country
Székhely Kft	9	Czuczor G. u. 21	Hungary
		9022 Győr	
Currency:			HUF
Capital			22.800.000
Equity			88.941.755
Turnover			185.041.676
Result 2010			47.989.376
Average of Employees			0 person
Percentage of Shareholding *			*

* Ownership structure:

Fotex Holding SE 99,12 %

Individual 0,88 %



HOLDING SE PUBLIC COMPANY LIMITED BY SHARES

75, parc d'Activités
L-8308 CAPELLEN
N° Fiscal : 2009 8400 010
R.C.S. Luxembourg : B-146938

Name of the subsidiary	N° ordre	Address	Country
Balaton Bútor Kft	10	Hazgyari U.4	Hungary
		8200 Veszprém	
Currency:			HUF
Capital			350.860.000,-
Equity			506.190.395,-
Turnover			722.819.382,-
Result 2010			-80.648.430,-
Average of Employees			106,84 fő
Percentage of Shareholding *			100%