

CORINTHIA FINANCE P.L.C.

Annual Report and Financial Statements
31 December 2017

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Directors' report

The directors present their report of Corinthia Finance p.l.c. (the "Company"), for the year ended 31 December 2017.

Principal activities

The principal activity of the Company is to finance the ownership, development, operation and financing of hotels, resorts and leisure facilities, forming part of the Corinthia Group of Companies, of which it is a member.

The Company is essentially a special purpose vehicle set up for financing transactions of the Corinthia Group of Companies. It raised such finance mainly through the issue of bonds, which are quoted on the Malta Stock Exchange and guaranteed by Corinthia Palace Hotel Company Limited, to whom the proceeds from their issue have been advanced.

Review of the business

During the year under review, the Company registered a profit of €44,639. It also registered a reversal of gains in other comprehensive income of €11,484 for a total comprehensive income of €33,155. The Company's financial position as at 31 December 2017 is set out on page 21 of the Financial Statements.

Directors

The following have served as directors of the Company during the year under review:

Mr Joseph Fenech (Chairman)
Mr Frank Xerri de Caro
Dr Joseph J. Vella
Mr Anthony R. Curmi (resigned on 15 February 2017)
Mr Mario P. Galea (appointed on 15 February 2017)

In accordance with the Company's Articles of Association, the present directors remain in office.

Events after the end of the reporting period

No adjusting or significant non-adjusting events have occurred between the reporting date and the date of authorisation.

Future developments

The Company intends to continue acting as a finance company on behalf of its parent company, Corinthia Palace Hotel Company Ltd.

Directors' report - continued

Risk and uncertainties

The main risk of Corinthia Finance plc is that Corinthia Palace Hotel Company Limited (CPHCL), as borrower, does not repay its loans and interest. The Directors of Corinthia Finance are provided with oversight of CPHCL's cash flow forecasts on a regular basis enabling them to monitor the evolution of these cash flows.

Key performance indicators

The Company reduced its interest income from the loans made to the parent company, CPHCL. In parallel it also reduced its interest payable costs to bondholders. These reductions occurred in view of the early redemption of two bonds in 2016 which carried a coupon rate of 6.25% and replaced these bonds by a new bond for a ten year term carrying a coupon rate of 4.25% (see note 15). The full effect of the reductions in interest receivable and payable was expected to be reflected in 2017 and is expected to continue to be reflected in subsequent years.

Going concern

As required by Listing Rule 5.62 issued by the Listing Authority, upon due consideration of the Company's state-of-affairs, capital adequacy and solvency, the directors confirm the Company's ability to continue in operational existence for the foreseeable future. For this reason, in preparing the financial statements, they continue to adopt the going concern basis.

Disclosure of information to the auditor

At the date of making this report, the directors confirm the following:

- As far as each director is aware, there is no relevant information needed by the independent auditor in connection with preparing the audit report of which the independent auditor is unaware, and
- Each director has taken all steps that he ought to have taken as a director in order to make himself aware of any relevant information needed by the independent auditor in connection with preparing the audit report and to establish that the independent auditor is aware of that information.

Statement of directors' responsibilities

The Companies Act, Cap 386 requires the directors to prepare financial statements for each financial year which give a true and fair view of the state-of-affairs of the Company as at the end of the financial year and of the profit or loss of the Company for that year. In preparing these financial statements, the directors are required to:

- adopt the going concern basis unless it is inappropriate to presume that the Company will continue in business;
- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- account for income and charges relating to the accounting period on the accruals basis;
- value separately the components of asset and liability items; and
- report comparative figures corresponding to those of the preceding accounting period.

Directors' report - continued

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and to enable them to ensure that the financial statements have been properly prepared in accordance with the Companies Act, Cap 386. This responsibility includes designing, implementing and maintaining internal controls relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. They are also responsible for safeguarding the assets of the Company and for taking reasonable steps for the prevention and detection of fraud and other irregularities.


Auditor

A resolution proposing the appointment of the auditor of the Company will be submitted at the forthcoming Annual General Meeting.

On behalf of the board,



Mr Joseph Fenech
Chairman & CEO



Dr Joseph J. Vella
Director


Registered Office:
22, Europa Centre
John Lopez Street
Floriana FRN 1400
Malta

23 April 2018

Statement by the directors on the financial statements and other information included in the annual report

Pursuant to Listing Rule 5.68, we, the undersigned, declare that to the best of our knowledge, the financial statements included in the Annual Report, and prepared in accordance with the requirements of International Financial Reporting Standards as adopted by the EU, give a true and fair view of the assets, liabilities, financial position and profit of the Company, and that this report includes a fair review of the development and performance of the business and position of the Company, together with a description of the principal risks and uncertainties that it faces.

Signed on behalf of the board of directors on 23 April 2018 by:



Mr Joseph Fenech
Chairman



Dr Joseph J. Vella
Director

Directors' statement of compliance with the Code of Principles of Good Corporate Governance

Listed companies are subject to The Code of Principles of Good Corporate Governance (the "Code"). The adoption of the Code is not mandatory, but listed companies are required under the Listing Rules issued by the Listing Authority to include a Statement of Compliance with the Code in their Annual Report, accompanied by a report of the independent auditor.

The board of directors (the "directors" or the "board") of Corinthia Finance p.l.c. ("CF" or the "Company") restate their support for the Code and note that the adoption of the Code has resulted in positive effects to the Company.

The board considers that during the reporting period, the Company has been in compliance with the Code to the extent that was considered adequate with the size and operations of the Company. Instances of divergence from the Code are disclosed and explained below.

COMPLIANCE WITH THE CODE

Principles 1 and 4: The board

The board of directors is entrusted with the overall direction and management of the Company, including the establishment of strategies for future development, and the approval of any proposed acquisitions by the Company in pursuing its investment strategies.

Its responsibilities also involve the oversight of the Company's internal control procedures and financial performance, and the review of business risks facing the Company, ensuring that these are adequately identified, evaluated, managed and minimised. All the directors have access to independent professional advice at the expense of the Company, should they so require.

Further to the relevant section in Appendix 5.1 to the Listing Rules the board of directors acknowledge that they are stewards of the Company's assets and their behaviour is focused on working with management to enhance value to the shareholders.

The board is composed of persons who are fit and proper to direct the business of the Company with the shareholders as the owners of the Company.

All directors are required to:

- Exercise prudent and effective controls which enable risk to be assessed and managed to achieve continued prosperity to the company;
- Be accountable for all actions or non-actions arising from discussion and actions taken by them or their delegates;
- Determine the Company's strategic aims and the organizational structure;
- Regularly review management performance and ensure that the Company has the appropriate mix of financial and human resources to meet its objectives and improve the economic and commercial prosperity of the company;
- Acquire a broad knowledge of the business of the Company;
- Be aware of and be conversant with the statutory and regulatory requirements connected to the business of the Company;
- Allocate sufficient time to perform their responsibilities; and
- Regularly attend meetings of the board.

Directors' statement of compliance with the Code of Principles of Good Corporate Governance - continued

Principles 1 and 4: The board - continued

In terms of Listing Rules 5.117 – 5.134 the board has established an Audit committee to monitor the Company's present and future operations, threats and risks in the external environment and current and future strengths and weaknesses. The Audit committee ensures that the Company has the appropriate policies and procedures in place to ensure that the Company and its employees maintain the highest standards of corporate conduct, including compliance with applicable laws, regulations, business and ethical standards. The Audit committee has a direct link to the board and is represented by the Chairman of the Audit committee in all board meetings.

Principle 2: Chairman and Chief Executive Officer

The roles of Chairman and Chief Executive Officer are both carried out by Mr Joseph Fenech. Although the Code recommends that the roles of Chairman and Chief Executive Officer are kept separate, the directors believe that, in view of the particular circumstances of the Company, Mr Fenech should occupy both positions.

In terms of Principle 3.1, which calls for the appointment of a senior independent director where the roles of Chairman and Chief Executive Officer are carried out by the same person, the board has appointed Dr Joseph J. Vella as the indicated senior independent director.

The Chairman is responsible to:

- Lead the Board and set its agenda;
- Ensure that the directors of the board receive precise, timely and objective information so that they can take sound decisions and effectively monitor the performance of the company;
- Ensure effective communication with shareholders; and
- Encourage active engagement by all members of the board for discussion of complex or contentious issues.

Principle 3: Composition of the board

The board of directors consists of one executive director who also acts as Chairman and three non-executive directors. The present mix of executive and non-executive directors is considered to create a healthy balance and serves to unite all shareholders' interests, whilst providing direction to the Company's management to help maintain a sustainable organisation.

The non-executive directors constitute a majority on the board and their main functions are to monitor the operations of the executive director and his performance as well as to analyse any investment opportunities that are proposed by the executive director. In addition, the non-executive directors have the role of acting as an important check on the possible conflicts of interest of the executive director, which may exist as a result of his dual role as executive director of the Company and his role as officer of CF's parent company, Corinthia Palace Hotel Company Limited ("CPHCL") and its other subsidiaries.

For the purpose of Listing Rules 5.118 and 5.119, the non-executive directors are deemed independent. The board believes that the independence of its directors is not compromised because of long service or the provision of any other service to the Corinthia Group. Each director is mindful of maintaining independence, professionalism and integrity in carrying out his duties, responsibilities and providing judgement as a director of the Company.

Directors' statement of compliance with the Code of Principles of Good Corporate Governance - continued

The board considers that Dr Joseph J. Vella, Mr Frank Xerri de Caro and Mr Mario P. Galea are the three independent Directors of the company and hereby reports that neither of them:

- a) are or have been employed in any capacity by the Company;
- b) have or have had, over the past three years, a significant business relationship with the Company;
- c) have received or receives significant additional remuneration from the Company in addition to its' director's fee;
- d) have close family ties with any of the Company's executive directors or senior employees;
- e) have been within the last three years an engagement partner or a member of the audit team or past external auditor of the Company

Each of the Directors hereby declares that he undertakes to:

- a) maintain in all circumstances his independence of analysis, decision and action;
- b) not to seek or accept any unreasonable advantages that could be considered as compromising his independence; and
- c) clearly express his opposition in the event that he finds that a decision of the Board may harm the Company.

The board also believes that the independence of its directors is not compromised because of long service or the provision of any other service to the Corinthia Group. Each director is mindful of maintaining independence, professionalism and integrity in carrying out his duties, responsibilities and providing judgement as a director of the Company.

The board is made up as follows:

<i>Executive director</i>	<i>Date of first appointment</i>
Mr Joseph Fenech	9 September 1999
<i>Non-executive directors</i>	<i>Date of first appointment</i>
Dr Joseph J. Vella	9 September 1999
Mr Frank Xerri de Caro	25 April 2005
Mr Anthony R. Curmi	6 August 2007 (resigned on 15 February 2017)
Mr Mario P. Galea	15 February 2017

Mr Eugenio Privitelli acts as secretary to the board of directors.

In accordance with the requirements of the Articles of Association, the term of office of the directors lapsed at the Annual General Meeting held on 23 April 2018, at which date they were re-appointed for a further term.

Principle 5: Board meetings

The board met three times during the period under review. The number of board meetings attended by directors for the year under review is as follows:

Mr Joseph Fenech	2
Dr Joseph J. Vella	3
Mr Frank Xerri de Caro	3
Mr Mario P. Galea	3

Directors' statement of compliance with the Code of Principles of Good Corporate Governance - continued

Principle 6: Information and professional development

The Company ensures that it provides directors with relevant information to enable them to effectively contribute to board decisions. The Company is committed to provide adequate and detailed induction training to directors who are newly appointed to the Board. The Company pledged to make available to the directors all training and advice as required.

Principle 8: Committees

Audit committee

The audit committee's primary objective is to assist the board in fulfilling its oversight responsibilities over the financial reporting processes, financial policies and internal control structure. The committee is made up of a majority of non-executive directors and reports directly to the board of directors. The committee oversees the conduct of the internal and external audits and acts to facilitate communication between the board, management and, upon the direct request of the audit committee, the internal audit team and the external auditor.

During the year under review, the committee met three times. The internal and external auditors were invited to attend these meetings.

Mr Frank Xerri de Caro, a non-executive director, acts as Chairman, whilst Mr Joseph Fenech, Dr Joseph J. Vella and Mr Mario P. Galea act as members. The Company Secretary, Mr Eugenio Privitelli acts as secretary to the committee.

The board of directors, in terms of Listing Rule 5.118, has indicated Mr Mario P. Galea as the independent non-executive member of the audit committee who is considered to be competent in accounting and/or auditing in view of his considerable experience at a senior level in the audit sector.

The Audit committee is also responsible for the overview of the internal audit function. The role of the internal auditor is to carry out systematic risk-based reviews and appraisals of the operations of the Company (as well as of the subsidiaries and associates of the Group) for the purpose of advising management and the board, through the Audit committee, on the efficiency and effectiveness of management policies, practices and internal controls. The function is expected to promote the application of best practices within the organisation.

The directors are fully aware that the close association of the Company with CPHCL and its other subsidiaries is central to the attainment by the Company of its investment objectives and implementation of its strategies. The Audit committee ensures that transactions entered into with related parties are carried out on an arm's length basis and are for the benefit of the Company, and that the Company and its subsidiaries accurately report all related party transactions in the notes to the financial statements.

In the year under review the Audit committee oversaw the implementation of the necessary measures to ensure compliance in terms of the Market Abuse Directive and Regulations which came into effect in 2016. The board of directors approved the new terms of reference of the Audit committee, bringing them in line with both the changes in the Listing Rules, as well as best international practice.

Pursuant to Articles 16 and 17 of Title III of the provisions of the Statutory Audit Regulations the Audit committee has been entrusted with overseeing the process of appointment of the statutory auditors or audit firms.

Directors' statement of compliance with the Code of Principles of Good Corporate Governance - continued

Principle 9: Relations with shareholders and with the market

The Company is highly committed to having an open and communicative relationship with its bondholders and investors. In this respect, over and above the statutory and regulatory requirements relating to the Annual General Meeting, the publication of interim and annual financial statements, the Company seeks to address the diverse information needs of its bondholders and investors by providing the market with regular, timely, accurate, comparable and comprehensive information.

Principle 10: Institutional shareholders

The Company ensures that it is constantly in close touch with its principal institutional investors. The Company is aware that institutional investors who are mainly bondholders have the knowledge and expertise to analyse market information and make their independent and objective conclusions of the information available.

Institutional investors are expected to give due weight to relevant factors drawn to their attention when evaluating the Company's governance arrangements in particular those relating to board structure and composition and departure from the Code of Corporate Governance.

Principle 11: Conflicts of interest

The directors are fully aware of their obligations regarding dealings in securities of the Company as required by the Listing Rules in force during the year. Moreover, they are notified of blackout periods, prior to the issue of the Company's interim and annual financial information, during which they may not trade in the Company's bonds.

None of the other Directors of the Company have any interest in the shares of the Company or the Company's subsidiaries or investees or any disclosable interest in any contracts or arrangements either subsisting at the end of the last financial year or entered into during this financial year.

Principle 12: Corporate social responsibility

The Company understands that it has an obligation towards society at large to put into practice sound principles of Corporate Social Responsibility (CSR). This responsibility is carried out by its parent company, CPHCL.

NON-COMPLIANCE WITH THE CODE

Principle 7: Evaluation of the board's performance

Under the present circumstances, the board does not consider it necessary to appoint a committee to carry out a performance evaluation of its role, as the board's performance is always under the scrutiny of the shareholders.

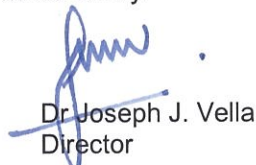
Principle 8: Committees

The Board has not considered it necessary to meet for more than three times during the financial year ending 31 December 2017 (pursuant to Listing Rule 5.131).

Approved by the board of directors on 23 April 2018 and signed on its behalf by:



Mr Frank Xerr de Caro
Director and Chairman of Audit Committee



Dr Joseph J. Vella
Director

Other disclosures in terms of listing rules

Statement by the directors pursuant to Listing Rule 5.70.1

Contracts of significance with parent company

The Company provided its parent company, Corinthia Palace Hotel Company Limited with loans, the funds of which were obtained through bonds issued on the Malta Stock Exchange.

Pursuant to Listing Rule 5.70.2

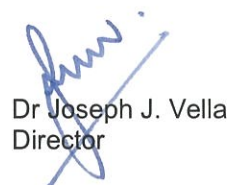
Company secretary and registered office

Eugenio Privitelli
22 Europa Centre, Floriana FRN 1400, Malta
Telephone (+356) 21 233 141

Signed on behalf of the board of directors on 23 April 2018 by:



Mr Joseph Fenech
Chairman & CEO



Dr Joseph J. Vella
Director

Remuneration statement

Due to the nature of the Company it has not been considered necessary to appoint a remuneration committee.

Directors' fees

The directors' fees for 2017, including those for membership of board committee, are:

	€
Mr Joseph Fenech	6,000
Dr Joseph J Vella	5,000
Mr Frank Xerri de Caro	5,000
Mr Anthony R Curmi	5,000
Mr Mario P. Galea	5,000

The foregoing amounts are all fixed remuneration. There are no variable remuneration elements nor share options.



Mr Joseph Fenech
Chairman



Dr Joseph J. Vella
Director

Report of the Custodian To the Malta Financial Services Authority

On compliance of Corinthia Finance p.l.c. (the "Issuer") with the requirements of the Sinking Fund for the year ended 31 December 2017

In accordance with section 5.18 of the Prospectus dated 27 February 2012 relating to €7.5 million 6% Corinthia Finance p.l.c. Bonds 2019-2022 (the "Prospectus"), the Issuer set up the Corinthia Finance p.l.c. Sinking Fund Reserve (the "Sinking Fund") in December 2014. Charts Investment Management Service Limited is the appointed Custodian to hold and administer the assets of the Sinking Fund (the "Custodian").

As at date of this report, we confirm that the Sinking Fund amounts to €1,061,717 and that such balance is in accordance with the table of Sinking Fund contributions included in the Prospectus. Such proceeds have been properly applied in accordance with the investment parameters described in the Prospectus and the policies of the Listing Authority.



Evan Mohnani (Head - Corporate Finance) for and on behalf of
Charts Investment Management Service Limited
as Custodian

3 January 2018

Charts Investment Management Service Ltd - The Centre, Tigné Point - Sliema TPO 0001 - Malta
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Charts Investment Management Service Ltd, company registration number C7944, is licensed by the Malta Financial Services Authority under the Investment Services Act (3994).



Independent auditor's report

To the Shareholders of Corinthia Finance p.l.c.

Report on the audit of the financial statements

Our opinion

In our opinion:

- Corinthia Finance p.l.c.'s financial statements give a true and fair view of the company's financial position as at 31 December 2017, and of the company's financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards ('IFRSs') as adopted by the EU; and
- The financial statements have been prepared in accordance with the requirements of the Maltese Companies Act (Cap. 386).

Our opinion is consistent with our additional report to the Audit Committee.

What we have audited

Corinthia Finance p.l.c.'s financial statements, set out on pages 20 to 40, comprise:

- the statement of total comprehensive income for the year ended 31 December 2017;
- the statement of financial position as at 31 December 2017; the statement of changes in equity for the year then ended;
- the statement of cash flows for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report.

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

Independence

We are independent of the company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) together with the ethical requirements of the Accountancy Profession (Code of Ethics for Warrant Holders) Directive issued in terms of the Accountancy Profession Act (Cap. 281) that are relevant to our audit of the financial statements in Malta. We have fulfilled our other ethical responsibilities in accordance with the IESBA Code.

To the best of our knowledge and belief, we declare that non-audit services that we have provided to the company are in accordance with the applicable law and regulations in Malta and that we have not provided non-audit services that are prohibited under Article 18A of the Accountancy Profession Act (Cap. 281).

Independent auditor's report - continued

To the Shareholders of Corinthia Finance p.l.c.

The non-audit services that we have provided to the company, in the period from 1 January 2017 to 31 December 2017, are disclosed in note 6 to the financial statements.

Our audit approach

Overview



Overall materiality: €498,000, which represents 1% of total assets

Recoverability of balance with parent company

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the financial statements. In particular, we considered where the directors made subjective judgements; for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits, we also addressed the risk of management override of internal controls, including among other matters consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

We tailored the scope of our audit in order to perform sufficient work to enable us to provide an opinion on the financial statements as a whole, taking into account the structure of the company, the accounting processes and controls, and the industry in which the company operates.

Materiality

The scope of our audit was influenced by our application of materiality. An audit is designed to obtain reasonable assurance whether the financial statements are free from material misstatement. Misstatements may arise due to fraud or error. They are considered material if individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.



Independent auditor's report - continued

To the Shareholders of Corinthia Finance p.l.c.

Based on our professional judgement, we determined certain quantitative thresholds for materiality, including the overall materiality for the financial statements as a whole as set out in the table below. These, together with qualitative considerations, helped us to determine the scope of our audit and the nature, timing and extent of our audit procedures and to evaluate the effect of misstatements, both individually and in aggregate on the financial statements as a whole.

Overall materiality	€498,000 (2016: €500,000)
How we determined it	1% of total assets
Rationale for the materiality benchmark applied	We chose total assets as the benchmark because in our view, this benchmark is an appropriate measure for this type of entity. We chose 1% which is within the range of acceptable quantitative materiality thresholds in auditing standards.

We agreed with the Audit Committee that we would report to them misstatements identified during our audit above €49,800 as well as misstatements below that amount that, in our view, warranted reporting for qualitative reasons.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter	How our audit addressed the Key audit matter
<i>Recoverability of balance with parent company</i> Loans and receivables include loan balances with the parent company, Corinthia Palace Hotel Company Limited amounting to €46,460,000 as at 31 December 2017. As explained in accounting policy note 3.5, the recoverability of the loans is assessed at the end of each financial year. The loans represent the principal asset of the company, which is why we have given additional attention to this area.	We have agreed the terms surrounding the loans to supporting loan agreements and agreed outstanding balances as at year end with results of procedures carried out at a Group level. We have assessed the financial soundness of the parent company, Corinthia Palace Hotel Company Limited, which is also the guarantor of the company's bonds. In doing this, we made reference to the management accounts for the current year, the audit procedures carried out on the consolidated financial statements of the Group, cash flow projections, forecasts and other prospective information. Based on evidence and explanations obtained, we concur with management's view with respect to the recoverability of these loans.



Independent auditor's report - continued

To the Shareholders of Corinthia Finance p.l.c.

Other information

The directors are responsible for the other information. The other information comprises the Directors' report, Statement by the directors on the financial statements and other information included in the annual report, and Remuneration statement (but does not include the financial statements and our auditor's report thereon).

Our opinion on the financial statements does not cover the other information, including the directors' report.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

With respect to the directors' report, we also considered whether the directors' report includes the disclosures required by Article 177 of the Maltese Companies Act (Cap. 386).

Based on the work we have performed, in our opinion:

- The information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with the Maltese Companies Act (Cap. 386).

In addition, in light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we are required to report if we have identified material misstatements in the directors' report and other information that we obtained prior to the date of this auditor's report. We have nothing to report in this regard.

Responsibilities of the directors and those charged with governance for the financial statements

The directors are responsible for the preparation of financial statements that give a true and fair view in accordance with IFRSs as adopted by the EU and the requirements of the Maltese Companies Act (Cap. 386), and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the company's financial reporting process.



Independent auditor's report - continued

To the Shareholders of Corinthia Finance p.l.c.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit 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 company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.



Independent auditor's report - continued

To the Shareholders of Corinthia Finance p.l.c.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other legal and regulatory requirements

Report on the statement of compliance with the Principles of Good Corporate Governance

The Listing Rules issued by the Malta Listing Authority require the directors to prepare and include in their Annual Report a Statement of Compliance providing an explanation of the extent to which they have adopted the Code of Principles of Good Corporate Governance and the effective measures that they have taken to ensure compliance throughout the accounting period with those Principles.

The Listing Rules also require the auditor to include a report on the Statement of Compliance prepared by the directors.

We read the Statement of Compliance and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the financial statements included in the Annual Report. Our responsibilities do not extend to considering whether this statement is consistent with any other information included in the Annual Report.

We are not required to, and we do not, consider whether the Board's statements on internal control included in the Statement of Compliance cover all risks and controls, or form an opinion on the effectiveness of the company's corporate governance procedures or its risk and control procedures.

In our opinion, the Statement of Compliance set out on pages 5 to 9 has been properly prepared in accordance with the requirements of the Listing Rules issued by the Malta Listing Authority.



Independent auditor's report - continued

To the Shareholders of Corinthia Finance p.l.c.

Other matters on which we are required to report by exception

We also have responsibilities:

- under the Maltese Companies Act (Cap. 386) to report to you if, in our opinion:
 - Adequate accounting records have not been kept, or that returns adequate for our audit have not been received from branches not visited by us.
 - The financial statements are not in agreement with the accounting records and returns.
 - We have not received all the information and explanations we require for our audit.
 - Certain disclosures of directors' remuneration specified by law are not made in the financial statements, giving the required particulars in our report.
- under the Listing Rules to review the statement made by the Directors that the business is a going concern together with supporting assumptions or qualifications as necessary.

We have nothing to report to you in respect of these responsibilities.

Appointment

We were first appointed as auditors of the Company on 20 July 2015. Our appointment has been renewed annually by shareholder resolution representing a total period of uninterrupted engagement appointment of 3 years.

PricewaterhouseCoopers

78, Mill Street
Qormi
Malta

A handwritten signature in blue ink, appearing to read 'Simon Flynn'.

Simon Flynn
Partner

23 April 2018

Statement of total comprehensive income

		Year ended 31 December	
	Notes	2017 €	2016 €
Finance income	5	2,232,846	2,918,723
Finance costs	5	(2,150,000)	(2,849,022)
Net interest earned		82,846	69,701
Administrative expenses	6	(42,986)	(47,076)
Realised gains on disposal of investments		4,689	436,145
Profit before tax		44,549	458,770
Tax income / (expense)	7	90	(7,183)
Profit for the year		44,639	451,587
Other comprehensive income			
Items that may be reclassified subsequently to profit or loss			
Available-for-sale financial assets:			
- fair value (losses) / gains		(6,795)	171,369
- reclassification adjustments to profit and loss upon disposal		(4,689)	(436,145)
Other comprehensive income for the year		(11,484)	(264,776)
Total comprehensive income for the year		33,155	186,811

The notes on pages 24 to 40 are an integral part of these financial statements.

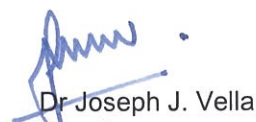
Statement of financial position

		As at 31 December	
	Notes	2017 €	2016 €
ASSETS			
Non-current			
Loans owed by parent company	9	46,460,000	46,880,000
Other non-current financial assets	10	1,061,717	637,874
Deferred tax asset	11	1,967	-
Total non-current assets		47,523,684	47,517,874
Current			
Receivables	12	2,250,490	2,573,951
Other financial assets		36,900	78,765
Cash and cash equivalents	13	10,650	6,495
Total current assets		2,298,040	2,659,211
Total assets		49,821,724	50,177,085
EQUITY			
Share capital	14	250,000	250,000
Investment revaluation reserve		-	11,484
Retained earnings		129,849	85,210
Total equity		379,849	346,694
Non-current liabilities			
Bonds in issue	15	47,500,000	47,500,000
Total non-current liabilities		47,500,000	47,500,000
Current liabilities			
Payables	16	1,941,875	2,330,391
Total liabilities		49,441,875	49,830,391
Total equity and liabilities		49,821,724	50,177,085

The notes on pages 24 to 40 are an integral part of these financial statements.

The financial statements on pages 20 to 40 were approved by the board of directors, authorised for issue on 23 April 2018 and signed on its behalf by:


Mr Joseph Fenech
Chairman & CEO


Dr Joseph J. Vella
Director

Statement of changes in equity

	Note	Share capital €	Investment revaluation reserve €	Retained earnings €	Total €
At 1 January 2016		250,000	276,260	33,623	559,883
Comprehensive income:					
Profit for the year		-	-	451,587	451,587
Other comprehensive income		-	(264,776)	-	(264,776)
Total comprehensive income for the year		250,000	11,484	485,210	746,694
Transactions with owners:					
Dividend	8	-	-	(400,000)	(400,000)
At 31 December 2016		250,000	11,484	85,210	346,694
At 1 January 2017		250,000	11,484	85,210	346,694
Comprehensive income:					
Profit for the year		-	-	44,639	44,639
Other comprehensive income		-	(11,484)	-	(11,484)
Total comprehensive income for the year		250,000	-	129,849	379,849
At 31 December 2017		250,000	-	129,849	379,849

The notes on pages 24 to 40 are an integral part of these financial statements.

Statement of cash flows

		Year ended 31 December	
	Notes	2017 €	2016 €
Cash flows from operating activities			
Cash used in operating activities	17	(63,663)	(579,491)
Tax paid		(1,877)	(11,124)
Net cash used in operating activities		(65,540)	(590,615)
Cash flows from investing activities			
Proceeds from repayment of loans owed by parent company		420,000	4,442,350
Loan advanced to parent		-	(6,152,350)
Interest received		2,219,695	2,430,353
Proceeds from liquidation of sinking fund		-	3,285,723
Deposits into bond redemption sinking fund		(420,000)	(1,185,000)
Net cash generated from investing activities		2,219,695	2,821,076
Cash flows from financing activities			
Proceeds from bond issue		-	6,587,100
Payments for the redemption of bonds		-	(6,514,700)
Interest paid		(2,150,000)	(2,305,290)
Net cash used in financing activities		(2,150,000)	(2,232,890)
Net change in cash and cash equivalents		4,155	(2,429)
Cash and cash equivalents at beginning of year		6,495	8,924
Cash and cash equivalents at end of year	13	10,650	6,495

The notes on pages 24 to 40 are an integral part of these financial statements.

Notes to the financial statements

1. Nature of operations

The principal activity of Corinthia Finance p.l.c. (the "Company") is to finance the ownership, development, operation and financing of hotels, resorts, resorts and leisure facilities, forming part of the Corinthia Group of Companies, of which it is a member.

2. Basis of preparation

The financial statements of the Company have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB) and adopted by the European Union, and in accordance with the Companies Act, Cap 386.

Corinthia Finance p.l.c. is a public company and is incorporated and domiciled in Malta. The address of the Company's registered office is 22, Europa Centre, Floriana FRN 1400, Malta. The parent company of Corinthia Finance p.l.c. is Corinthia Palace Hotel Company Limited of the same address.

The financial statements are presented in euro (€), which is also the functional currency of the Company.

Standards, interpretations and amendments to published standards effective in 2017

The company adopted new standards, amendments and interpretations to existing standards that are mandatory for the company's accounting period beginning on 1 January 2017. These adoptions to the requirements of IFRSs as adopted by the EU did not result in substantial changes to the company's accounting

Standards, interpretations and amendments to published to published standards that are not yet effective

Certain new standards, amendments and interpretations to existing standards have been published by the date of authorization for issue of these financial statements. The company has not early adopted these revisions to the requirements of IFRSs as adopted by the EU and the company's directors are of the opinion that there are no requirements that will have a possible significant impact on the company's financial statements in the period of initial application, except for IFRS 9 'Financial instruments'.

IFRS 9, 'Financial instruments', addresses the classification and measurement of financial assets, and replaces the multiple classification and measurement models in IAS 39 with a single model that has only three classification categories: amortised cost, fair value through Other Comprehensive Income ('OCI') and fair value through profit or loss. Classification under IFRS 9 is driven by the reporting entity's business model for managing the financial assets and the contractual characteristics of the financial assets. There is now a new expected credit losses model that replaces the incurred loss impairment model used in IAS 39. IFRS 9, 'Financial instruments', also addresses the classification and measurement of financial liabilities, and retains the majority of the requirements in IAS 39 in relation to financial liabilities. The standard is effective for accounting periods beginning on or after 1 January 2018.

2. Basis of preparation - continued

Management is in the process of assessing IFRS 9's impact on the company's financial instruments, namely comprising loans and advances, cash and cash equivalents and bonds issued. In terms of classification and measurement, management expects that the current measurement model, at amortised cost, will be retained for the company's financial instruments. This is because the company's business model for its loans is holding to collect contractual cash flows and all loans have features of solely payments of principal and interest. Accordingly, no material impact in terms of classification and measurement of its financial assets is expected due to IFRS 9's initial application. Additionally, there will be no impact on the company's accounting for financial liabilities, as the new requirements only affect the accounting for financial liabilities that are designated at fair value through profit or loss and the company does not have any such liabilities. The new impairment model requires the recognition of impairment provisions based on expected credit losses (ECL) rather than only incurred credit losses as is the case under IAS 39. It applies to financial assets classified at amortised cost, debt instruments measured at FVOCI, contract assets under IFRS 15 Revenue from Contracts with Customers, lease receivables, loan commitments and certain financial guarantee contracts.

IFRS 9's impairment model, which applies to the Company's loans and balances held at banks, is a three-stage model ("the general model"). The first step of the general model is to determine which impairment 'stage' the loans sit within. At initial recognition, loans are generally within 'stage 1', which requires a 12-month expected credit loss to be calculated for each balance. The model then requires monitoring of the credit risk associated with the loan to consider if there has been a significant increase since initial recognition. If there has been a significant increase in credit risk (the loan is now in 'stage 2'), or the asset has become credit impaired (the loan is now in 'stage 3'), a lifetime expected credit loss must be recognised.

The directors are unable to quantify the impact of the new impairment model as at the date of issuance of these financial statements since the assessment is still in progress. The impact of the required loss allowance as at the date of initial application of the standard will result in a decrease in opening retained earnings.

3. Summary of accounting policies

3.1 Overall considerations

The significant accounting policies that have been used in the preparation of these financial statements are summarised below.

The financial statements have been prepared using the measurement bases specified by IFRS for each type of asset, liability, income and expense. The measurement bases are more fully described below.

The accounting policies have been consistently applied by the company and are consistent with those used in previous years.

3.2 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are net of returns, trade allowances, rebates and amounts collected on behalf of third parties.

3. Summary of accounting policies - continued

3.2 Revenue recognition - continued

The company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the company's activities as described below. The company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

3.2.1 Interest income

Interest income is recognised in profit or loss for all interest-bearing instruments as it accrues using the effective interest method.

3.3 Operating expenses

Operating expenses are recognised in profit or loss upon utilisation of the service or at the date of their origin.

Interest expense is reported on an accrual basis using the effective interest method.

3.4 Borrowings costs

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalised during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Borrowing costs are recognised for all interest-bearing instruments on an accrual basis using the effective interest method. Interest costs include the effect of amortising any difference between initial net proceeds and redemption value in respect of interest-bearing borrowings.

Other borrowing costs are expensed in the period in which they are incurred.

3.5 Financial assets

3.5.1 Classification

The company classifies its financial assets in the following categories:

- loans and receivables,
- available-for-sale financial assets

The classification depends on the purpose for which the assets were acquired. Management determines the classification of its assets at initial recognition.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They arise when the company provides money, goods or services directly to a debtor with no intention of trading the receivable. They are included in current assets, except for maturities greater than twelve months after the end of the reporting period. These are classified as non-current assets. The company's loans and receivables comprise loans and advances, trade and other receivables and cash and cash equivalents in the statement of financial position (refer to accounting policies 3.7 and 3.8).

3. Summary of accounting policies - continued

3.5 Financial assets - continued

3.5.1 Classification - continued

Available-for-sale financial assets

Available-for-sale financial assets are non-derivatives that are either designated in this category or not classified in any of the other categories. Investments intended to be held for an indefinite period of time, which may be sold in response to needs for liquidity or changes in interest rates, exchange rates or equity prices are classified as available-for-sale assets. They are included in non-current assets unless the asset matures or management intends to dispose of it within twelve months from the end of the reporting period.

3.5.2 Recognition and derecognition

The company recognises a financial asset in its statement of financial position when it becomes a party to the contractual provisions of the instrument. Regular way purchases and sales of financial assets are recognised on settlement date, which is the date on which an asset is delivered to or by the company. Any change in fair value for the asset to be received is recognised between the trade date and settlement date in respect of assets which are carried at fair value in accordance with the measurement rules applicable to the respective financial assets.

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the group has transferred substantially all the risks and rewards of ownership.

3.5.3 Measurement

At initial recognition, the group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Financial assets carried at fair value through profit or loss are initially recognised at fair value. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

Loans and receivables are subsequently carried at amortised cost using the effective interest method. Amortised cost is the initial measurement amount adjusted for the amortisation of any difference between the initial and maturity amounts using the effective interest method. The effective interest rate is the rate that exactly discounts estimate future cash receipts or payments through the expected life of the financial instrument or, where appropriate, a shorter period, to the net carrying amount of the financial assets or financial liability.

Available-for-sale financial are subsequently carried at fair value. Gains or losses arising from changes in the fair value are recognised as follows:

- translation differences related to changes in the amortised cost of the security are recognised in profit or loss and other changes in the carrying amount are recognised in other comprehensive income
- for other monetary and non-monetary securities classified as available-for-sale – in other comprehensive income.

3. Summary of accounting policies - continued

3.5 Financial assets - continued

3.5.3 Measurement - continued

The fair values of quoted investments are based on current bid prices. If the market for a financial asset is not active (and for unlisted securities), the company establishes fair value by using valuation techniques, in most cases by reference to the net asset backing of the investee.

Dividends on available-for-sale equity instruments are recognised in profit or loss when the company's right to receive payments is established.

When securities classified as available-for-sale are sold, the accumulated fair value adjustments recognised in other comprehensive income are reclassified to profit or loss as gains and losses from investment securities.

3.5.4 Impairment

The company assesses at the end of each reporting period whether there is objective evidence that a financial asset or group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated. The criteria that the company uses to determine that there is objective evidence of an impairment loss include:

- significant financial difficulty of the issuer or obligor;
- a breach of contract, such as a default or delinquency in interest or principal payments;
- it becomes probable that the borrower will enter bankruptcy or other financial reorganisation.

In the case of equity investments classified as available-for-sale, a significant or prolonged decline in the fair value of the security below its cost is considered an indicator that the assets are impaired.

3.6 Financial liabilities

The company recognises a financial liability in its statement of financial position when it becomes a party to the contractual provisions of the instrument. The company's financial liabilities, other than derivative financial instruments, are classified as financial liabilities which are not at fair value through profit or loss (classified as 'Other liabilities') under IAS 39. Financial liabilities not at fair value through profit or loss are recognised initially at fair value, being the fair value of consideration received, net of transaction costs that are directly attributable to the acquisition or the issue of the financial liability. These liabilities are subsequently measured at amortised cost. Financial liabilities at fair value through profit or loss would be initially recognised at fair value through profit or loss with transaction costs expenses in profit or loss and would be subsequently measured at fair value. The company derecognises a financial liability from its statement of financial position when the obligation specified in the contract or arrangement is discharged, is cancelled or expires.

3. Summary of accounting policies - continued

3.7 Income tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the company's subsidiaries and associates operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

The deferred tax liability in relation to investment property that is measured at fair value is determined assuming the property will be recovered entirely through sale.

Deferred tax liabilities and assets are not recognised for temporary differences between the carrying amount and tax bases of investments in foreign operations where the company is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Deferred tax assets are recognised only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

3.8 Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

3. Summary of accounting policies - continued

3.9 Trade receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for impairment of trade and other receivables is established when there is objective evidence that the company will not be able to collect all amounts due according to the original terms of receivables. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments are considered indicators that the receivable is impaired. The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. The carrying amount of the asset is reduced through the use of an allowance account and the amount of the loss is recognised in profit or loss. When a receivable is uncollectible, it is written off against the allowance account for trade and other receivables. Subsequent recoveries of amounts previously written off are credited to profit or loss.

3.10 Other assets

These represent balances held with a local bank, relating to the residual sinking fund withheld by the bank subject to *causa mortis*

3.11 Trade and other payables

These amounts represent liabilities for goods and services provided to the group prior to the end of financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

3.12 Dividends

Provision is made for the amount of any dividend declared, being appropriately authorised and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

4. Critical accounting estimates and judgements

The preparation of financial statements requires the use of accounting estimates which, by definition, will seldom equal the actual results. Management also needs to exercise judgement in applying the Company's accounting policies.

Estimates and judgements are continually evaluated and based on historical experience and other factors including expectations of future events that are believed to be reasonable under the circumstances.

In the opinion of the directors, the accounting estimates and judgements made in the course of preparing these financial statements are not difficult, subjective or complex to a degree which would warrant their description as critical in terms of the requirements of IAS 1.

5. Finance income and finance costs

Finance income and finance costs for the reporting periods consist of the following:

	2017 €	2016 €
Interest charged on loan owed by parent company	2,220,320	2,863,105
Others	12,526	55,618
Finance income	2,232,846	2,918,723
Interest on bonds	2,150,000	2,849,022
Finance costs	2,150,000	2,849,022

6. Expenses by nature

	2017 €	2016 €
Directors' remuneration	26,000	21,000
Other expenses	16,986	26,076
	42,986	47,076

6. Expenses by nature - continued

Auditor's fees

Fees charged by the auditor for services rendered during the financial year ended 31 December 2017 relate to the following:

	2017 €	2016 €
Annual statutory audit	9,000	6,725
Tax compliance services	500	790
	9,500	7,515

7. Tax expense

The relationship between the expected tax expense based on the effective tax rate of the Company at 35% (2015: 35%) and the tax expense actually recognised in the statement of total comprehensive income can be reconciled as follows:

	2017 €	2016 €
Profit before tax	44,549	458,770
Tax on profit at 35%	(15,592)	(160,570)
Tax effect of:		
Income subject to a different rate of tax	2,505	14,832
Gain from disposal of investments	1,641	152,651
Other differences	(14)	(14,096)
Under provision of deferred tax in previous years	11,550	-
Actual tax income / (expense)	90	(7,183)
Comprising:		
Current tax	(1,877)	(7,183)
Deferred tax (Note 11)	1,967	-
	90	(7,183)

8. Dividends

	2017 €	2016 €
Final dividends paid on ordinary shares:		
Gross	-	615,385
Tax at source	-	(215,385)
Net	-	400,000
Dividends per share	-	1.6

9. Loans owed by parent company

	Security	Interest rate	Repayable by	2017 €	2016 €
Loan V	None	6.40%	14 March 2022	6,460,000	6,880,000
Loan VI	None	4.45%	5 April 2026	40,000,000	40,000,000
				46,460,000	46,880,000

Loan V is to be fully repaid by 14 March 2022, however it is subject to earlier pre-payment, if the early redemption option of the Bond is exercised between 30 March 2019 and 29 March 2022. Loan VI is to be fully repaid by 5 April 2026.

These loans rank pari passu, without any priority or preference within all other present and future unsecured and unsubordinated obligations of the parent company, to which the loans have been advanced.

Based on the current market prices of the issued bonds, the fair value of Loan V is €7,001,000 and the fair value of Loan VI is €41,610,000. This fair value estimate is categorised within Level 2 of the fair value hierarchy accordingly.

10. Other non-current financial assets

Other non-current financial assets comprise interest-bearing bank accounts and Malta Government Stocks held by custodians for bond redemption sinking fund purposes.

The Company had undertaken to build up a sinking fund for the bonds that matured in 2016 and for the bonds maturing in 2019-2022. The total contribution to the sinking fund by the latest redemption date will be equivalent to 50% of the original value of the issued bonds.

In 2016, the sinking fund relating to the 6.25% bonds which early matured in 2016 was liquidated except for a balance equivalent to 50% of the capital withheld subject to causa mortis. This is classified as current, under other assets.

The funds allocated to the sinking funds have been invested as follows:

	2017 €	2016 €
Loans and receivables:		
- Interest-bearing bank accounts	1,061,717	520,190
Available-for-sale financial assets		
- Malta Government Stocks	-	117,684
	1,061,717	637,874

The Malta Government Stocks are publicly traded on the Malta Stock Exchange. Fair values of these stocks have been estimated by reference to quoted bid prices at the reporting date and are categorised within Level 1 of the fair value hierarchy.

On 31 December 2017, the company transferred €420,000 into the €7.5m 6% Sinking Fund.

11. Deferred tax asset

The deferred tax asset as at 31 December 2017, arising from temporary differences attributable to unutilised tax credits in the form of unabsorbed tax losses, amounts to €1,967.

12. Receivables

	2017 €	2016 €
Current		
Amounts owed by parent company	590,403	927,016
Accrued interest income	1,660,087	1,646,935
Receivables	<u>2,250,490</u>	<u>2,573,951</u>

The carrying value of financial assets is considered a reasonable approximation of fair value.

The amounts owed by parent company are unsecured, interest free and repayable on demand.

13. Cash and cash equivalents

Cash and cash equivalents in the statement of financial position and statement of cash flows include the following component:

	2017 €	2016 €
Cash at bank	<u>10,650</u>	<u>6,495</u>

14. Share capital

The share capital of Corinthia Finance p.l.c. consists of fully paid ordinary shares with a par value of €1 each. All shares are equally eligible to receive dividends and the repayment of capital and represent one vote at the shareholders' meeting of Corinthia Finance p.l.c.

	2017 €	2016 €
Shares issued and fully paid at 31 December		
250,000 ordinary shares of € 1 each	<u>250,000</u>	<u>250,000</u>
Shares authorised at 31 December		
2,500,000 ordinary shares of € 1 each	<u>2,500,000</u>	<u>2,500,000</u>

15. Bonds in issue

	Interest rate	Repayable by	2017 €	2016 €
Bond IV	6.00%	29 March 2022	7,500,000	7,500,000
Bond V	4.25%	12 April 2026	40,000,000	40,000,000
			47,500,000	47,500,000

The prospectus for Bond issue IV allows the Company to redeem the bonds or any part thereof at any time prior to the stated maturity date during the redemption option period. The early redemption option period for Bond IV is between 30 March 2019 and 29 March 2022. The bond issue costs on the bonds have been borne by the parent company.

The payment of the bonds and interest thereon are guaranteed by the parent company which has bound itself jointly and severally with the Company.

The quoted market price as at 31 December 2017 for Bond IV was €103.5 (2016: €106) and Bond V was €104 (2016: €105). This represents a reasonable approximation of the fair values of the bonds in issue, categorised within Level 1 of the fair value hierarchy.

16. Payables

Payables recognised in the statement of financial position can be analysed as follows:

	2017 €	2016 €
Current		
Accrued interest on bonds in issue	1,564,306	1,564,306
Other accruals	13,765	15,221
Other payables	363,804	750,864
Financial liabilities	1,941,875	2,330,391

The carrying value of financial liabilities is considered a reasonable approximation of fair value.

17. Cash flow adjustments and changes in working capital

The following non-cash flow adjustments and adjustments for changes in working capital have been deducted to Operating Profit to arrive at the operating cash flows:

	2017 €	2016 €
Operating profit	44,549	458,770
Adjustments:		
Interest income	(2,232,846)	(2,918,723)
Interest expense	2,150,000	2,849,022
Other adjustments	26,537	(475,519)
Changes in working capital:		
Change in receivables	336,613	(536,638)
Change in payables	(388,516)	43,597
Cash used in operations	(63,663)	(579,491)

18. Related party transactions

The Company's related parties include its parent company, fellow subsidiaries, key management and all other parties forming part of the Corinthia Group of Companies.

Unless otherwise stated, none of the transactions incorporates special terms and conditions and no guarantees were given or received. Outstanding balances are usually settled in cash.

18.1 Transactions with key management personnel

Other than the remuneration paid to the directors included in note 6, there were no other transactions with key management personnel.

18.2 Transactions with parent company

Transactions with parent company are included in note 5 whilst balances are shown separately in notes 9 and 11.

18.3 The individual Directors' holdings in the bonds were as follows:

As at 31 December 2017, Mr Frank Xerri De Caro held 11,700 units in the EUR 40 million bond and 10,000 units in the EUR 7.5 million bond.

As at 31 December 2017, Mr Joseph J. Vella held 28,000 units in the EUR 40 million bond.

As at 31 December 2017, Mr Joseph Fenech held 73,400 units in the EUR 40 million bond and 24,000 units in the EUR 7.5 million bond.

19. Financial instruments risk

Risk management objectives and policies

The Company is exposed to various risks in relation to financial instruments. The Company's financial assets and liabilities by category are summarised in note 18.4. The main types of risks are credit risk and liquidity risk.

The Company's risk management is co-ordinated at its head office, in close co-operation with the board of directors.

The Company does not actively engage in the trading of financial assets for speculative purposes. The most significant financial risks to which the Company is exposed are described below.

19.1 Credit risk

The Company's exposure to credit risk is limited to the carrying amount of financial assets recognised at the end of the reporting period, based on latest redemption dates as summarised below:

	Notes	2017 €	2016 €
Classes of financial assets – carrying amounts			
Loans owed by parent company	9	46,460,000	46,880,000
Other long-term financial assets	10	1,061,717	637,874
Receivables	11	2,287,390	2,652,716
Cash and cash equivalents	12	10,650	6,495
		49,819,757	50,177,085

Management considers that all the above financial assets are not impaired for each of the reporting dates under review and are of good credit quality.

The Company does not have significant exposure with respect to loans and receivables since the major debtor is the parent company.

The other long-term financial assets are held under custodianship with a reputable local institution with high quality external credit rating and a licensed investment service company which is regulated by the Malta Financial Services Authority (MFSA). The sinking funds are composed of interest-earning bank accounts. As at 31 December 2016, the sinking fund also included Malta Government Stocks, whose credit risk was considered to be negligible in light of the stable local environment. Malta Government Stocks held a credit rating of BBB+/A-2.

The credit risk for liquid funds is considered negligible since the counterparty is a reputable bank with high quality external credit rating.

None of the Company's assets are secured by collateral or other credit enhancements.

19. Financial instruments risk – continued

19.2 Liquidity risk

In view of the nature of activities, the company manages the timing and extent of inflows from its key financial asset, the loans to the parent, to match demands for liquidity in respect of its bond obligations.

Management manages the Company's liquidity needs by carefully monitoring cash flows on a regular basis. Long-term liquidity needs for 6 monthly and yearly periods are identified on a monthly basis.

The Company maintains cash to meet its liquidity requirements for the short-term. Funding for long-term liquidity needs is secured by the parent company.

As at 31 December 2017, the Company's liabilities have contractual maturities (including interest payments where applicable) based on latest redemption dates, as summarised below:

	Current		Non-current	
	within 6 months	6 to 12 months	1 to 5 years	later than 5 years
	€	€	€	€
31 December 2017				
Bonds in issue	-	-	7,500,000	40,000,000
Interest on bonds in issue	2,150,000	-	8,600,000	6,800,000
Payables	387,138	-	-	-
	2,537,138	-	16,100,000	46,800,000
	Current		Non-current	
	within 6 months	6 to 12 months	1 to 5 years	later than 5 years
	€	€	€	€
31 December 2016				
Bonds in issue	-	-	-	47,500,000
Interest on bonds in issue	2,150,000	-	8,600,000	8,950,000
Payables	766,085	-	-	-
	2,916,085	-	8,600,000	56,450,000

The above amounts reflect the contractual undiscounted cash flows, which may differ from the carrying values of the liabilities at the reporting date.

19. Financial instruments risk - continued

19.3 Market risk

Foreign currency risk

The Company's transactions are carried out in euro and all financial assets and liabilities are denominated in euro. Therefore the company is not exposed to foreign currency risk.

Interest rate risk

The Company is not significantly exposed to interest rate risk since its interest-bearing financial assets and liabilities are at fixed rates of interest. The company secured a spread between its fixed interest income of loans to the parent and fixed interest expense on bonds issued to the public.

19.4 Categories of financial assets and liabilities

The carrying amounts presented in the statement of financial position relate to the following categories of financial assets and liabilities:

	Notes	2017 €	2016 €
Financial assets			
Available-for-sale financial assets:			
- Malta Government Stocks	10	-	117,684
Loans and receivables:			
Non-current			
- Loans owed by parent company	9	46,460,000	46,880,000
- Interest-bearing bank accounts	10	1,061,717	520,190
Current			
- Receivables	12	2,287,390	2,652,716
- Cash and cash equivalents	13	10,650	6,495
		49,819,757	50,177,085
Financial liabilities			
Liabilities measured at amortised cost:			
Non-current			
- Bonds in issue	15	47,500,000	47,500,000
Current			
- Payables	16	1,951,444	2,330,391
		49,451,444	49,830,391

See note 3.5 for a description of the accounting policies for each category of financial instruments. The fair values are presented in the related notes. A description of the Company's risk management objectives and policies for financial instruments is given in note 19.

20. Capital management policies and procedures

The board's objective is to raise funds through the issue of bonds to the general public, as may be required by the parent company from time to time.

The Company is not subject to externally imposed capital requirements.

21. Events after the end of the reporting period

No adjusting or significant non-adjusting events have occurred between the reporting date and the date of authorisation for issue of these financial statements.