



Free English Language Translation  
From the Spanish Version

**Elektra Noreste, S.A.**

(A 51% owned subsidiary of Panama Distribution  
Group, S.A.)

Financial Statements for the year ended  
December 31, 2014 and Independent Auditors'  
Report of February 26, 2015

**Elektra Noreste, S.A.**

(A 51% owned subsidiary of Panama Distribution Group, S.A.)

**Independent Auditors' Report and Financial Statements for 2014.**

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FREE ENGLISH TRANSLATION FROM SPANISH VERSION

INDEPENDENT AUDITORS' REPORT

To the Board of Directors of  
**Elektra Noreste, S.A.**

We have audited the accompanying financial statements of **Elektra Noreste, S.A.** which comprise the statement of financial position as of December 31, 2014, and the statements of profit or loss, of comprehensive income, of change in shareholder's equity and of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory notes. The financial statements of the Company for the year ended December 31, 2012, were audited by other auditors whose report, dated March 8, 2013, expressed an unqualified opinion on those statements.

***Management's Responsibility for the Financial Statements***

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatements, whether due to fraud or error.

***Auditor's Responsibility***

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements 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 management, as well as evaluating the overall presentation of the financial statements.

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 accompanying financial statements present fairly, in all material respects, the financial position of **Elektra Noreste, S.A.**, as of December 31, 2014, and the results from its operations and its cash flows for the year then ended in accordance with International Financial Reporting Standards.

***Matter of emphasis***

As indicated in Note 2 Basis of presentation and first time adoption of IFRS, the financial statements as at December 31, 2013 were prepared in accordance with accounting principles generally accepted in the United States; however, as of January 1, 2013, the company's Management decided to adopt International Financial Reporting Standards (IFRS) as a new accounting basis, for which the financial statements presented and figures for the year ended December 31, 2013 were restated in accordance with the requirements of IFRS 1 First-time Adoption of International Financial Reporting Standards. The effects of the adoption are described in Note 29 of the financial statements.

*Deloitte signed*

February 26, 2015  
Panamá, Republic of Panamá

**Elektra Noreste, S.A.**

(A 51% owned subsidiary of Panama Distribution Group, S.A.)

**Statement of financial position**  
**December 31, 2014**

Assets	Notes	2014	2013	2012
<b>Current assets</b>				
Cash and cash equivalents	4	4,214,886	4,958,418	41,773,932
Trade and other receivables Net	5	112,231,314	88,085,194	68,785,650
Government subsidy	6	44,005,103	-	24,904,523
Regulatory assets	23	11,105,450	4,185,753	-
Inventories	7	18,084,905	16,038,747	15,678,678
Prepaid taxes		11,358,854	2,003,465	-
Other current assets	8	309,375	380,168	391,110
<b>Total current assets</b>		<u>201,309,887</u>	<u>115,651,745</u>	<u>151,533,893</u>
<b>Non-current assets</b>				
Deferred Income tax	16	2,265,839	1,746,252	7,593,069
Intangibles, net	9	15,930,605	7,659,647	8,271,441
Post-employment benefits plan assets	10	529,116	429,995	356,846
Investment properties	11	2,142,300	1,697,505	724,205
Other non-current assets	12	1,001,777	1,004,313	751,532
Property plant and equipment, net	13	<u>365,475,708</u>	<u>341,982,065</u>	<u>307,800,310</u>
<b>Total non-current assets</b>		<u>387,345,345</u>	<u>354,519,777</u>	<u>325,497,403</u>
<b>Total assets</b>		<u>588,655,232</u>	<u>470,171,522</u>	<u>477,031,296</u>

Liabilities and stockholders' equity	Notes	2014	2013	2012
<b>Current liabilities</b>				
Generation and transmission	14	122,213,150	77,147,180	64,344,564
Other accounts payable and accrued expenses	14	40,839,895	31,915,819	32,135,386
Government subsidy	6	-	4,069,994	-
Customers deposits	15	6,269,663	2,133,020	2,029,216
Regulatory liability	23	-	-	1,865,247
Income tax payable		-	-	17,630,522
Post-employment benefits liability	10	36,420	35,933	33,476
Short term debt	17	<u>12,000,000</u>	<u>-</u>	<u>-</u>
<b>Total current liabilities</b>		<u>181,359,128</u>	<u>115,301,946</u>	<u>118,038,411</u>
<b>Non-current liabilities</b>				
Deferred Income tax	16	19,168,810	4,341,896	8,585,427
Post-employment benefits liability	10	412,683	423,490	278,758
Customer deposits	15	3,937,505	4,565,510	4,483,249
Provision for contingencies	26	1,975,980	951,882	935,433
Deferred credits	18	3,230,283	3,456,181	3,276,982
Long term debt	17	<u>200,607,076</u>	<u>200,193,149</u>	<u>200,144,207</u>
<b>Total non-current liabilities</b>		<u>229,332,337</u>	<u>213,932,108</u>	<u>217,704,056</u>
Commitments and Contingencies	26			
<b>Stockholder's equity</b>				
Authorized and issue common stock: 50,000,000 shares without par value		106,642,962	106,642,962	106,642,962
Treasury stocks		(544,087)	(544,087)	(544,087)
Other accumulated comprehensive losses		(224,806)	(243,383)	(110,195)
Retained earnings	19	<u>72,089,698</u>	<u>35,081,976</u>	<u>35,300,149</u>
<b>Total stockholders' equity</b>		<u>177,963,767</u>	<u>140,937,468</u>	<u>141,288,829</u>
<b>Total liabilities and stockholders' equity</b>		<u>588,655,232</u>	<u>470,171,522</u>	<u>477,031,296</u>

The accompanying notes are an integral part of the financial statements.

**Elektra Noreste, S.A.**

(A 51% owned subsidiary of Panama Distribution Group, S.A.)

**Statements of profit or loss  
for the year ended December 31, 2014**

	<b>Notes</b>	<b>2014</b>	<b>2013</b>
Revenue			
Energy sales	20	664,466,628	535,861,550
Other income	21	<u>13,402,803</u>	<u>14,473,130</u>
Total revenue		677,869,431	550,334,680
 Purchase of energy and transmission charges, net	 20, 22, 23	 <u>543,769,204</u>	 <u>428,656,502</u>
 Gross distribution margin		 <u>134,100,227</u>	 <u>121,678,178</u>
 Operating expenses			
Salaries and other costs to personnel		11,028,055	9,525,460
Provision for doubtful accounts net		2,086,590	1,816,188
Repairs and maintenance		3,736,219	3,366,771
Professional services		17,313,165	15,965,876
Depreciation and amortization		20,325,546	19,472,344
General expenses		11,940,497	9,409,611
Loss on disposal of fixed assets		<u>1,073,399</u>	<u>582,235</u>
Total de operating expenses		<u>67,503,471</u>	<u>60,138,485</u>
 Operating income		 <u>66,596,756</u>	 <u>61,539,693</u>
 Interest income	24	 353,467	 434,646
Interest expense	24	<u>(12,378,895)</u>	<u>(11,213,130)</u>
 Income before income taxes		 <u>54,571,328</u>	 <u>50,761,209</u>
 Income taxes	16		
Current		1,995,318	13,358,182
Deferred		<u>14,318,317</u>	<u>1,603,285</u>
Total income taxes		<u>16,313,635</u>	<u>14,961,467</u>
 Net income		 <u><u>38,257,693</u></u>	 <u><u>35,799,742</u></u>

The accompanying notes are an integral part of the financial statements.

**Elektra Noreste, S.A.**

(A 51% owned subsidiary of Panama Distribution Group, S.A.)

**Statement of comprehensive income  
for the year ended December 31, 2014**

	<b>2014</b>	<b>2013</b>
Net profit	38,257,693	35,799,742
Other comprehensive income		
Items that will not be reclassified subsequently to profit or loss:		
Profit (Loss) on benefit plans for the employees net of income tax	<u>18,577</u>	<u>(133,188)</u>
Total of other comprehensive income (loss)	<u>18,577</u>	<u>(133,188)</u>
Total comprehensive income	<u>38,276,270</u>	<u>35,666,554</u>

The accompanying notes are an integral part of the financial statements.

**Elektra Noreste, S.A.**

(A 51% owned subsidiary of Panama Distribution Group, S.A.)

**Statement of changes in stockholders' equity  
for the year ended December 31, 2014**

	<b>Common stock</b>	<b>Treasury stock</b>	<b>Other comprehensive losses accumulated</b>	<b>Retained earnings</b>	<b>Total</b>
<b>Balance as of 1 January 2013 (as previously reported)</b>	106,642,962	(544,087)	-	35,276,880	141,375,755
Adjustment for adoption of the IFRS (See note 29)	-	-	(110,195)	23,269	(86,926)
<b>Balance as of 1 January 2013 (adjusted)</b>	106,642,962	(544,087)	(110,195)	35,300,149	141,288,829
Dividends paid	-	-	-	(35,276,880)	(35,276,880)
Remeasurement on post-employment benefits	-	-	(133,188)	-	(133,188)
Complementary dividend tax paid, net	-	-	-	(741,035)	(741,035)
Net income	-	-	-	<u>35,799,742</u>	<u>35,799,742</u>
<b>Balance at 31 December 2013</b>	106,642,962	(544,087)	(243,383)	35,081,976	140,937,468
Remeasurement on post-employment benefits	-	-	18,577	-	18,577
Complementary dividend tax paid, net	-	-	-	(1,249,971)	(1,249,971)
Net income	-	-	-	<u>38,257,693</u>	<u>38,257,693</u>
<b>Balance at 31 December 2014</b>	<u>106,642,962</u>	<u>(544,087)</u>	<u>(224,806)</u>	<u>72,089,698</u>	<u>177,963,767</u>

The accompanying notes are an integral part of the financial statements.



**Elektra Noreste, S.A.**

(A 51% owned subsidiary of Panama Distribution Group, S.A.)

**Statement of cash flows  
for the year ended December 31, 2014**

	<b>2014</b>	<b>2013</b>
<b>Cash flows from operating activities</b>		
Net Income	38,257,693	35,799,742
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	20,325,546	19,472,344
Loss on disposal of fixed asset	1,073,399	582,235
Provision for income tax	1,995,318	13,358,182
Interest expenses	12,378,895	11,213,130
Provision for doubtful accounts, net of recovery	2,086,590	1,816,188
Valuation of investment property	(45,600)	(748,300)
Amortization of debt issuance costs	385,487	82,836
Deferred income tax	14,318,317	1,603,285
Deferred regulatory accounts	(6,919,697)	(6,051,000)
Changes in operating assets and liabilities:		
Accounts receivable	(26,232,710)	(21,115,732)
Government subsidy	(48,075,097)	28,974,517
Inventory	(2,046,158)	(360,069)
Other assets	73,329	(241,839)
Trade accounts payable and other liabilities	58,521,839	13,287,966
Liability for benefits to employees	(90,864)	(59,148)
Income tax paid	(11,350,707)	(32,988,901)
Interest paid	(12,586,399)	(11,992,450)
Net cash provided by operating activities	<u>42,069,181</u>	<u>52,632,986</u>
<b>Cash flows from Investing activities</b>		
Proceeds from sales of fixed assets	93,440	94,181
Acquisition of fixed assets	(53,656,182)	(53,524,766)
Net cash used in investing activities	<u>(53,562,742)</u>	<u>(53,430,585)</u>
<b>Cash flows from financing activities</b>		
Short term debt	12,000,000	-
Dividends paid	-	(35,276,880)
Complementary dividend tax paid, net	(1,249,971)	(741,035)
Net cash provided (used) financing activities	<u>10,750,029</u>	<u>(36,017,915)</u>
Cash and cash equivalents:		
Net decrease in cash	(743,532)	(36,815,514)
Cash at beginning of the year	4,958,418	41,773,932
Cash at end of the year	<u>4,214,886</u>	<u>4,958,418</u>

The accompanying notes are an integral part of the financial statements.

## **Elektra Noreste, S.A.**

(A 51% subsidiary of Panama Distribution Group, S.A.)

### **Notes to financial statements for the year ended December 31, 2014**

#### **1. General information**

Elektra Noreste, S.A. (the "Company") is a corporation created as a result of the privatization of the Institute for Hydraulic Resources and Electricity ("IRHE"). The Company was incorporated by means of Public Deed No.143, dated January 19, 1998, and began operations in January 1998. The authorized share capital of the Company consists of fifty million common shares without par value. At present, Panama Distribution Group, S.A. ("PDG") owns 51% of authorized common shares issued and outstanding shares from the Company, while the Panamanian Government and former IRHE employees own 48.25% and 0.43%, respectively. The remaining stocks are held as treasury stocks.

The activities of the Company include the purchase of energy in blocks and its transportation to customers through the distribution network. In addition, the Company performs voltage transformation, the delivery of power to end consumers, and meter reading, invoicing and collections. The Company is also responsible for installing, operating, and maintaining public lighting in the concession area (as defined in the following paragraph), according to lighting levels and criteria established by the National Public Services Authority ("ASEP"). Additionally, the Company is authorized to engage in energy generation activities to a limit of 15% of the peak demand and energy in the concession area.

According to the concession contract described in Note 26.4 the Company has exclusive rights for the distribution and sale of electric power to customers located in the geographical areas of East Panama, Colon, the Bay of Panama, the Comarca Guna Yala and Darien. Exclusive rights in the distribution phase also includes "large customers" which are defined by Law 6 of February 3, 1997, as those customers with peak demand is over 100 KW per site, who also have the option to purchase energy directly from other agents of the electricity market.

The initial concession area is delimited to 1000 meters around the corresponding geographical area for existing power lines of any voltage, which previously comprised up to 500 meters. From the third year, there is a gradual expansion every two years of 1.000 meters from the existing power lines of any voltage up to 5,000 meters. With this new condition the Company is required to incorporate a term of 10 years to all communities that are at least 5,000 meters from the existing network of the beginning term of the current concession contract.

#### **2. Basis of presentation and adoption of the International Financial Reporting Standards. (IFRS).**

The financial statements are expressed in Balboas the official monetary currency of the Republic of Panama. As of 31st December 2014 and until date the Balboa has maintained to be on par with the US Dollar and is in free circulation. The Republic of Panama does not emit paper money and utilizes the US Dollar of the United States of America as its legal currency.

##### ***2.1 New and/or revised standards and interpretations but not yet effective***

The Company has not adopted the following new and revised standards and interpretations that have been issued but are not yet effective:

*Amendments to IAS 32 - Offsetting financial assets and liabilities.*

## **Elektra Noreste, S.A.**

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### **Notes to financial statements for the year ended December 31, 2014**

#### **2.2 Standards and interpretations issued that are not yet in force**

##### IFRS 9 Financial Instruments

IFRS 9, issued in November 2009 introduces new requirements for classifying and measuring financial assets. IFRS 9 was amended in October 2010 to include the requirements for the classification and measurement of financial liabilities and their reduction.

Amendments to IFRS 9 and IFRS 7

*Mandatory Effective Date of IFRS 9 and Transition Disclosures*

##### Amendments to IFRS 10, IFRS 12 and IAS 27 Investment entities

Amendments to IFRS 10 define an investment entity and requires the Company to inform when it meets the definition of an investment entity and is not a of its subsidiaries, but instead measures its subsidiaries at fair value through the profit or loss statements in separate financial statements.

The management of the Company does not anticipate that the amendments to investment firms will have an effect on the financial statements of the Company, as the Company is not an investment entity.

##### Amendments to IAS 32 - Offsetting financial assets and liabilities

The amendments to IAS 32 clarify the requirements relating to the offset of financial assets and financial liabilities. Especially the amendments clarify the meaning of 'currently has a legally enforceable right of set off' and 'simultaneous realization and settlement'.

Key requirements of IFRS 9:

- All recognized financial assets that are within the scope of IAS 39 Financial instruments: Recognition and Measurement are required to be subsequently measured at amortized cost or fair value. Specifically debt investments that are held within a business model whose objective is to collect the contractual cash flows, and that have contractual cash flows that are solely payments of principal and interest on the principal outstanding are generally measured at amortized cost at the end of subsequent accounting periods. Debt instruments that are held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets and that have contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on principal amount outstanding, are measured at FVTOCI. All other debt investments and equity investments are measured at their fair value at the end of subsequent changes in the fair value at the end of subsequent accounting periods. In addition under IFRS 9, entities may make an irrevocable election to present subsequent changes in their fair value of an equity (that is not held for trading) in other comprehensive income, with only dividend income generally recognized in profit or loss.

## **Elektra Noreste, S.A.**

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### **Notes to financial statements for the year ended December 31, 2014**

- With regard to the measurement of financial liabilities designated as at fair value through profit or loss, IFRS 9 requires that the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is presented in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss. Changes in fair value attributable to a financial liability's credit risk are not subsequently reclassified to profit or loss. Under IAS 39, the entire amount of the change in the fair value of the financial liability designated as fair value through profit or loss is presented in profit or loss.

This will be mandatory effective for the reporting period that start in or after 1st of January 2018.

Management anticipates that all of the above standards and interpretations will be adopted in the financial statements of the Company for next accounting period. Management is also in the process of evaluating the impact of adoption on the financial statements of the Company for the period it's of initial application.

### **3. Significant accounting policies**

A summary of significant accounting policies used in preparing the accompanying financial statements are presented below:

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

All liquid investments with original maturity of three months or less are considered as cash equivalents.

#### **3.2 Accounts receivable**

Accounts Receivable are recorded at the invoiced amount and bear interest on past due amounts. Interest is recorded as income until the end date of the customer's account which occurs approximately 60 days after the suspension of power supply. It is Company policy to review receivable balances on a monthly basis and adjust the allowance for doubtful accounts as required.

The Company establishes a provision for losses if it is determined that the amounts could be uncollectible. The Company estimates a provision based on the aging of the account and other factors or conditions that affect their clients and historical experience. Account balances are written off after all collection efforts and the potential recovery of these balances are considered remote. The Company does not have any off-balance sheet credit exposure related to its customers.

#### **3.3 Inventories**

Inventories mainly include materials and supplies for domestic consumption and service provision. The tools and spare parts are considered part of the inventory. Inventories are valued using the weighted average method and the cost includes expenses directly related to the acquisition and those incurred to give them their present location and condition.

Subsequent valuation is based on cost or net realizable value, whichever is lower. For inventory purchased for service delivery and domestic consumption, the net realizable value is the replacement cost.

## **Elektra Noreste, S.A.**

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### **Notes to financial statements**

**for the year ended December 31, 2014**

#### **3.4 Property, plant and equipment**

Property, plant and equipment purchases and construction in progress are recorded at original cost, which includes: material, labor, transportation costs, overhead and financing costs. The Company reports the property, plant and equipment on the balance sheet, net of accumulated depreciation.

Costs associated with significant improvements made to the property, plant and equipment are capitalized as well as disbursements for major improvements. Costs associated with repairs and minor replacements are expensed as incurred. In addition, the Company also capitalizes interest during the construction period.

Property, plant and equipment and intangible assets with finite useful life are tested annually for impairment to determine whether there is any indication that the carrying amount may not be recoverable. For impairment testing, assets are associated to the smallest identifiable group that generates largely independent cash inflows (cash-generating unit). The impairment test comprises a comparison of the carrying value of a cash-generating unit with its recoverable amount. When the carrying amount of the cash-generating unit exceeds its recoverable amount, it is considered impaired and is written off to its recoverable amount. The reversal of previously recognized impairment losses is permitted, except for goodwill. The recoverable amount of an asset or group of assets is the higher of fair value less costs to sell and value in use. The use value is estimated based on future cash flows expected from an asset or cash-generating unit, discounted at a discount rate before tax. This rate is derived from the cost weighted average of the Company's capital. The key assumptions used for future cash flows are: volume and prices based on the most recent strategic plan of the Company; fuel cost curves, operating costs reflecting market conditions and necessary investments to carry out the projects in the distribution network. At December 31, 2014, no impairments were identified in long life assets.

Gains or losses on property, plant and equipment are recognized when the assets are retired or sold. The difference between the net book value of the asset and any income received for the asset is recorded as a gain or loss in the income statement.

Depreciation and amortization are calculated on a straight-line method over the estimated useful life of the assets. The estimated useful life used for each fixed asset category is shown below:

	<b>Estimated useful life (in years)</b>
Poles, towers, and accessories	30
Electric transformers	30
Underground conductors and ducts	30 - 35
Overhead conductors and accessories	12 - 30
Substation equipment	12 - 30
Consumer meters	15 - 20
Buildings and improvements	50
Public lighting equipments	25
Transformation equipment	8
Communication equipment	8 to 25
Office furniture and equipment	5 to 20

## **Elektra Noreste, S.A.**

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### **Notes to financial statements for the year ended December 31, 2014**

#### **3.5 Purchase of energy and transmission charge**

The Company is required by law to guarantee through contracts the coverage of 100% of the demand for its regulated customers for the next 24 months. The strategy of purchasing energy is based on holding medium and long term contracts to protect customers from strong fluctuations on the generation component of the energy rate. These contracts are considered executory in nature and do not transfer to the Company the right to use the related property, plant and equipment. These contracts for energy and capacity qualify under the exceptions for accounting of derivative instruments since they comply with the conditions for normal purchases and sales transactions. The company also engages in the purchase of short term hourly energy in the wholesale market, which is administered by the National Dispatch Center (Centro Nacional de Despacho "CND" in Spanish). The Company recognizes the current cost of energy purchase resulting from these contracts in the Statement of Profit and Loss.

In addition the Company pays a regulated rate to Empresa de Transmisión Eléctrica, S. A. ("ETESA"), a company fully-owned by the Panamanian State, for connecting to and for use of the transmission system. ETESA is responsible for expanding and upgrading the interconnecting transmission system to meet the requirements of the demand growth and system stability.

#### **3.6 Income Tax**

Income tax for the year includes both current and deferred tax. The current income tax refers to the estimated income tax payable over taxable income of the fiscal year using the applicable rate at the balance sheet date. Deferred income tax is recognized for the effects of all temporary differences between the book and tax basis of assets and liabilities.

Deferred tax assets and liabilities are recognized for the future tax consequences attributable to temporary differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax basis. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to the taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in the statement of profit or loss in the period in which the change is enacted. A valuation allowance is recorded to reduce the value of deferred tax assets, when it is not probable that fiscal benefits cannot be completely realized.

#### **3.7 Customer deposits**

The Company requires customers to provide cash deposits as a guarantee of payment for energy consumed, in accordance to the legislation set forth by the ASEP. The Company pays semiannual interests to customers that maintain deposits based on an average annual interest rate of the previous six months on local time deposits.

The ASEP issued resolution AN 411-Elec (Nov. 16, 2006) amended by Resolution AN 3473-Elec (May 7, 2010) which provides that in those cases where the customer has established a good payment record, defined as no more than three late payments in a twelve month period, the deposit shall be returned to the customer. The Company classifies deposits that do not meet the condition of a good payment record as non-current liabilities.

## **Elektra Noreste, S.A.**

(A 51% subsidiary of Panama Distribution Group, S.A.)

### **Notes to financial statements for the year ended December 31, 2014**

#### **3.8 Contingencies**

In the normal course of business, the Company is subject to various regulatory actions, proceedings, and lawsuits related to environment, tax or other legal matters. The Company establishes reserves for these potential contingencies when they are deemed probable and can be reasonably estimated. (See Note 26)

#### **3.9 Employee benefits**

The Company adopts the accounting standards for benefits to employees based on the International Financial Reporting Standards (IFRS). The liability recognized in the balance sheet related to employee benefits represents the present value of the obligation at the balance sheet date less the fair value of the assets plan, and any past service cost not yet recognized. The cost of providing this benefit is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. The employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the company using interest rates accordingly to current market yields in respect of services provided by employees up to the reporting date. Past service costs is recognized immediately in the profit or loss. Gains or losses arising from experience adjustments and changes in actuarial assumptions are recognized as other comprehensive income (loss) accumulated. The Company reveals its employee benefits in Note 10.

#### **3.10 Related parties**

As a result of the restructuring of the electricity sector in Panama, three distribution companies, four generating companies, and one transmission company were established. The Panamanian State retained approximately fifty-one percent (51%) interest in the hydraulic generating companies, a forty-nine percent (49%) interest in the thermal generating company and distribution companies, and one hundred percent (100%) interest in the transmission company. The Panamanian State has 48.25% of the Company's shares and 0.43% is owned by former IRHE employees.

In the normal course of business, the Company purchases electricity from the generating and other distribution companies, it then sells energy to governmental institutions and makes payments to the transmission company. The Company recognizes these activities as related party transactions.

#### **3.11 Deferred regulatory accounts**

The Company is subject to regulation by the ASEP. This agency regulates and makes the final determination regarding the rates the Company charges to its customers.

The Company maintains its accounts in accordance with the uniform system of accounts provided for electric utilities companies by the ASEP.

The Company is subject to the regulations established by ASEP for electric utilities, especially to the provisions of ASC 980, "Regulated Operations." The Regulatory assets represent probable future earnings associated with certain costs that are expected to be recovered from customers through the ratemaking process. Regulatory liabilities represent probable reductions in future earnings associated with amounts that are expected to be credited to customers through the ratemaking process. The regulatory system under which the Company operates, allows any excess or deficit between the estimated cost of energy considered in the rate, and the actual cost incurred by the Company can be included as a compensatory adjustment to be recovered from or refunded to customers in the next rate review.

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### **Notes to financial statements for the year ended December 31, 2014**

Any excess in energy costs charged to customers is accrued as a regulatory credit account balance deferred on the balance sheets of the Company and leads to a reduction in the next rate review to be applied to customers. Likewise, any deficit in energy costs charged to customers is accrued as a regulatory debit account balance deferred on the balance sheets of the Company and leads to an increase in the next tariff revision to be recovered from customers.

Regulatory deferred accounts with debit balances represent probable future revenues associated with certain costs that are expected to be recovered from customers through the ratemaking process. Regulatory deferred accounts with credit balances represent probable future reductions in revenues associated with amounts that are expected to be credited to customers through the ratemaking process.

#### ***3.12 Revenue recognition***

##### ***Energy sales***

The Company recognizes its earnings for energy sales when the service is delivered to and consumed by customers. The Company invoices customers based on meter readings that are performed on a systematic basis throughout the month. The applicable rates used to invoice customers include energy cost, and distribution components. The energy cost component works as a pass-through for the energy purchased, and transmission charges while the distribution components is set by the ASEP to allow distributors to recover costs related to maintenance, administration, marketing, depreciation, standard energy losses and also to obtain a fair return on their investment. The energy cost component is adjusted every six months to reflect fluctuations in energy costs and the distribution components are adjusted based on the consumer price index.

The Company recognizes as revenue the sale of energy that have not yet been invoiced, but that has already been consumed by customers. This revenue is recorded as unbilled revenue within the trade receivables on the balance sheet and is calculated based on actual average daily energy consumption and applicable rates to the customers of the Company.

##### ***Other income***

The Company recognizes connection and reconnection charges, pole rentals, and toll charges when the service is rendered. These charges are presented under Other Income in the statement of profit or loss.

#### ***3.13 Use of estimates***

The preparation of financial statements conforms to the International Financial Reporting Standards (IFRS) which requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, and disclosure of contingent assets and liabilities as of the date of the financial statements, and the reported amounts of revenue and expenses during the reporting period. The estimates and assumptions used are based upon management's evaluation of relevant facts and circumstances. Actual results could differ from those estimates. The most significant estimates include but are not limited to, the estimated useful life for depreciation and amortization, allowances for uncollectible accounts receivable, estimates of future cash flows associated with asset deterioration, contingency losses, collection or reimbursement of the fuel component adjustment account and estimated unbilled revenue.



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### **Notes to financial statements**

**for the year ended December 31, 2014**

#### ***3.14 Net intangibles***

The Company's intangibles consist of 1) Cost of development and licenses of applications obtained for internal use, which are amortized using the straight-line method based on a useful life up to 15 years ii) Compensations and indemnities paid to constitute establishment of easements required for the passage of its distribution grid. These established easements are constituted as permanent, so the Company classifies these assets as having an indefinite useful life and therefore not subject to amortization.

#### ***3.15 Concentration of credit risk***

The Company is solely dedicated to the distribution and marketing of electric energy to customers located in its concession area. The Company does not believe that significant risk of loss from a concentration of credit risk exists given the large number of customers that comprise its customer base and their geographical dispersion. In addition, the Company believes that its potential credit risk is adequately covered by the allowance for uncollectible accounts.

#### ***3.16 Provision for contingent assets and liabilities***

The Company recognizes as part of the costs of an its fixed assets in particular , an estimate of future costs expected to be incurred for dismantling, decommissioning or restoration whenever there is a legal or constructive obligation to dismantle or restore . Its counterpart is recognized as a provision for dismantling, decommissioning and restoration costs. The dismantling, decommissioning and restoration cost is depreciated over the estimated useful life of the asset.

The Company is subject to a broad range of environmental, health, and safety laws and regulations. In July 1998, the Panamanian Government enacted an environmental legislation creating an agency for the protection of the environment (Autoridad Nacional del Ambiente ("ANAM") in Spanish) and imposing new environmental standards which have an effect in the Company's operations. Failure to comply with the laws, rules and regulations, could account for the Company on having to make additional investments or may adversely affect the Company's financial results. The Company records a provision for dismantling and decommissioning all transformer where it is confirmed or is deemed to contain Poly Chlorinated Bi - Phenol ("PCB") either currently in use or out of service. The costs of dismantling and restoration is recognized at the present value of expected costs to settle the obligation using estimated cash flows. The cash flows are discounted at a rate before tax, which is the average rate of indebtedness of the Company. The estimated future dismantling, decommissioning or restoration costs are reviewed annually and are adjusted as required. Changes in estimated future costs, the estimated dates of disbursement or the discount rate applied are added to or deducted from the cost of the asset, not exceeding the carrying amount of the asset, any excess is recognized immediately in the statement of profit or loss. The change in the value of the provision associated with the passage of time is recognized as interest expense in the income statement. The costs for environmental protection are capitalized if they extend the useful life of the property, increase its capacity and mitigate or prevent contamination from future operations. The costs associated with treatment and cleanup of environmental contamination are charged to expenses.

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### **Notes to financial statements for the year ended December 31, 2014**

#### **3.17 Subsidies.**

Deferred credits consist of subsidies in cash, and assets that the Company has received from the Office of Rural Electrification in order to promote electrification in unprofitable and non-concession rural areas not served. The Company registers its subsidies as assets at fair value in the balance sheet within property, plant and equipment and recognizes revenue received in advance. Property, plant and equipment is depreciated on a straight line along its life, just as the income is amortized to the statement of profit or loss. For cash subsidies given, the income received in advance is amortized to the statement of profit or loss over the period in which such subsidies is intended to offset the costs incurred by the Company.

#### **3.18 Current and non-current classification**

In the statements of financial position, assets and liabilities expected to be recovered or settled within twelve months are presented as current, and those assets and liabilities expected to be recovered or settled in more than twelve months are presented as non-current.

#### **4. Cash and cash equivalents**

The amounts of cash and cash equivalents consist of cash on hand and bank deposits. The details are as follows:

	<b>2014</b>	<b>2013</b>
Cash	39,305	37,305
Banks	<u>4,175,581</u>	<u>4,921,113</u>
Total cash and cash equivalents	<u><u>4,214,886</u></u>	<u><u>4,958,418</u></u>

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**Notes to financial statements  
for the year ended December 31, 2014****5. Accounts receivable - customers and others, net**

At December 31, 2014 accounts receivable - customers and others, net are as follows:

	<b>2014</b>	<b>2013</b>
Customers	80,958,743	68,026,600
Government and municipal entities (Note 20)	<u>26,530,303</u>	<u>18,766,254</u>
	107,489,046	86,792,854
Unbilled revenue	12,333,030	9,872,600
Others	<u>6,157,830</u>	<u>3,047,181</u>
	125,979,906	99,712,635
Allowance for doubtful accounts	<u>(13,748,592)</u>	<u>(11,627,441)</u>
Total	<u>112,231,314</u>	<u>88,085,194</u>

At December 31, 2014, the Company charged against the allowance for doubtful accounts the sum of B/.110,425 (2013: B/.54,642) and recovered balances of accounts previously written off in the amount of B/.144,986 (2013: B/.349,945).

Following is the analysis of the receivables according to the aging by date of billing:

Days	Consumers - energy		Other services		Total	
	2014	2013	2014	2013	2014	2013
Current	55,386,714	41,879,862	2,131,159	2,251,931	57,517,873	44,131,793
30 days	17,634,586	16,569,400	608,811	364,068	18,243,397	16,933,468
60 days	8,850,501	6,739,710	177,796	87,898	9,028,297	6,827,608
90 days	5,077,043	5,248,561	306,050	176,952	5,383,093	5,425,513
More than 90 days	<u>32,873,232</u>	<u>26,227,921</u>	<u>2,934,014</u>	<u>166,332</u>	<u>35,807,246</u>	<u>26,394,253</u>
Totals	<u>119,822,076</u>	<u>96,665,454</u>	<u>6,157,830</u>	<u>3,047,181</u>	<u>125,979,906</u>	<u>99,712,635</u>

The reconciliation of the provision for doubtful accounts at December 31 is presented below:

	<b>2014</b>	<b>2013</b>
Beginning balance	11,627,441	9,515,951
Increase in the Provision for the year	2,231,576	2,166,132
Discarded Accounts	<u>(110,425)</u>	<u>(54,642)</u>
Ending balance	<u>13,748,592</u>	<u>11,627,441</u>

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### **Notes to financial statements for the year ended December 31, 2014**

#### **6. Government subsidies**

At December 31, 2014, the amount of subsidies from the government for B/.44,005,103 included balances owed by grants given by the government to the customers through the Rate Stabilization Fund (FET) for B/.2,557,518, the Compensation energy fund (FACE) for B/.61,248,519 and a balance payable product for variation of fuel costs for B/.19,800,934. The FET is given to customers who consume lower than 400 kWh per month (at 31 December 2013 this subsidy was also granted to customers who consumed up to 450KWh), and is also given when the government agrees to subsidize rate adjustments.

Energy Compensation Fund (FACE) was created through Cabinet Resolution No.174 of November 8, 2011, which approved the establishment of a Trust Agreement which aims to compensate the electricity distribution companies for amounts owed to them by updating electricity rates due to the commitment by the State to mitigate the transfer of the country imported inflation through increases in fuel prices. The Trust agreement provides that in the years in which the rates submitted by the electricity distribution companies, and verified by the ASEP result to be more than the standard rate applied to customers of the previous semester, the FACE will be used to offset these increases, in the opposite case, the difference will be refunded to compensate FACE disbursements during the previous rate adjustment periods.

At December 31, 2013, the amount of government subsidies payable for B/.4,069,994, and balances owed by grants from the government given to customers through the Rate Stabilization Fund (FET) for B/.4,031,006, and Fund Energy Compensation (FACE) for B/.193,000, which gave a net total of B/.8,294,000 credit balance, was presented as the differential credit monthly update which corresponds to the differential costs to be returned for the second half of 2013. The differential credit monthly update was canceled as indicated in the Resolution AN- 7066 Elec of January 30, 2014.

#### **7. Inventories**

The Company has a policy of taking out insurance to cover the risks subject to their material inventory from various elements, in a determined amount, assuring that the insurance will be sufficient to cover the risks to which they are exposed.

Inventory materials for internal consumption are presented as follows:

	<b>2014</b>	<b>2013</b>
Conductors	5,092,304	4,321,307
Fuses and connectors	1,477,773	1,366,885
Fittings and insulators	4,170,114	3,722,392
Public lighting equipment	509,832	740,342
Meters	3,075,699	2,367,224
Transformers	1,913,909	1,834,262
Other materials	204,630	579,550
Advanced on purchase	1,612,296	1,053,644
Inventory in transit	509,927	499,100
Provision for impaired material	(481,579)	(445,959)
Total inventory	<u>18,084,905</u>	<u>16,038,747</u>

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**Notes to financial statements  
for the year ended December 31, 2014****8. Other current assets**

At December 31, other current assets details are presented as follows:

	2014	2013
Prepaid Insurance	215,592	230,983
Prepaid expenses	72,816	107,389
Advances to suppliers	15,384	41,612
Other	5,583	184
	<u>309,375</u>	<u>380,168</u>
Total	<u>309,375</u>	<u>380,168</u>

**9. Net intangible assets**

Intangible assets held by the Company include intangibles assets with indefinite lives and finite lives the finite intangible assets are amortized over their estimated useful life. Details are presented as follows:

	Software and applications	Licenses	Easement	Total
<b>Intangible assets</b>				
Balance at 31st December 2013	6,711,008	6,384,141	1,037,573	14,132,722
Additions	8,547,314	1,640,419	85,198	10,272,931
<b>Balance at 31st December 2014</b>	<b>15,258,322</b>	<b>8,024,560</b>	<b>1,122,771</b>	<b>24,405,653</b>
<b>Accumulated amortization</b>				
Balance at 31st December 2013	1,971,591	4,501,484	-	6,473,075
Amortization for the period	1,077,976	758,864	-	1,836,840
Transfers (-/+)	165,133	-	-	165,133
<b>Balance at 31st December 2014</b>	<b>3,214,700</b>	<b>5,260,348</b>	<b>-</b>	<b>8,475,048</b>
<b>Net intangible assets</b>	<b>12,043,622</b>	<b>2,764,212</b>	<b>1,122,771</b>	<b>15,930,605</b>
	<b>Software and applications</b>	<b>Licenses</b>	<b>Easement</b>	<b>Total</b>
<b>Intangible assets</b>				
Balance at January 1st , 2013	6,207,844	6,054,689	1,047,369	13,309,902
Additions	503,805	338,779	-	842,584
Disposals	(641)	(9,327)	(9,796)	(19,764)
<b>Balance at 31st December 2014</b>	<b>6,711,008</b>	<b>6,384,141</b>	<b>1,037,573</b>	<b>14,132,722</b>
<b>Accumulated amortization</b>				
Balance at January 1st , 2013	1,196,185	3,842,276	-	5,038,461
Amortization for the period	776,047	668,317	-	1,444,364
Disposals	(641)	(9,109)	-	(9,750)
<b>Balance at 31st December 2014</b>	<b>1,971,591</b>	<b>4,501,484</b>	<b>-</b>	<b>6,473,075</b>
<b>Net Intangible Assets</b>	<b>4,739,417</b>	<b>1,882,657</b>	<b>1,037,573</b>	<b>7,659,647</b>

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### **Notes to financial statements for the year ended December 31, 2014**

#### **10. Employee benefits**

##### **Defined post-employment benefit plans**

The Company has three defined post-employment benefit plans:

- **Seniority premium and severance fund**

According to the Labor Code of the Republic of Panama, the termination of any contract of indefinite duration, whatever the cause, the employee is entitled to a seniority premium at the rate of one week's salary for each year of work, since the beginning of the employment relationship. Seniority premiums represent 1.92 % of the salaries paid.

The Labor Code, that was amended by Law No. 44 of August 12, 1995, specifies that employers must establish a severance fund to cover seniority premiums and compensation for unfair dismissals or justified resignations. The Company maintains a trust fund through an authorized entity called Progreso, S.A, who acts as the trustee to secure the severance fund liability.

- **Discount on energy sales to a group of retirees from IRHE**

The benefit grants 50 % discount on billing for electricity services to a closed group of former retirees from the old IRHE. This benefit was inherited since the operations started and is given regardless of the service provider that they use.

- **Retirement bonus**

The current employees of the Company are eligible for the benefit of a bonus of B/.2,000 if they choose the retirement by age granted by the Social Security Fund of Panama.

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### Notes to financial statements for the year ended December 31, 2014

Details of the asset or (liability) is presented as follows:

Description	Seniority Payment		Others	
	2014	2013	2014	2013
Present Value of the obligations of defined Benefits	(1,307,181)	(1,161,000)	(449,103)	(459,423)
Reasonable value of the assets for the Plan	<u>2,021,129</u>	<u>1,819,110</u>	<u>-</u>	<u>-</u>
Surplus or (deficit) for the defined benefits	713,948	658,110	(449,103)	(459,423)
Adjustment to the surplus for the Asset ceiling	<u>(184,832)</u>	<u>(228,115)</u>	<u>-</u>	<u>-</u>
<b>Net Assets or (Liabilities) for defined Benefits</b>	<b><u>529,116</u></b>	<b><u>429,995</u></b>	<b><u>(449,103)</u></b>	<b><u>(459,423)</u></b>
<b>Present value of the obligations as of 1 January</b>	(1,161,000)	(1,102,303)	(459,423)	(422,512)
Present Service Cost	(42,674)	(72,362)	(8,569)	(8,060)
Interest expenses	(66,427)	(35,049)	(14,580)	(8,669)
Profit or Loss	(194,855)	(37,994)	(35,697)	(62,494)
Payments made by the Plan	<u>148,374</u>	<u>86,708</u>	<u>69,166</u>	<u>42,312</u>
<b>Present value of Obligations at December 31st</b>	<b><u>(1,316,582)</u></b>	<b><u>(1,161,000)</u></b>	<b><u>(449,103)</u></b>	<b><u>(459,423)</u></b>
<b>Reasonable value of the assets of the Plan at 31st December</b>	1,819,110	1,616,570	-	-
Contributions to the plan by the Company	<u>202,019</u>	<u>202,540</u>	<u>-</u>	<u>-</u>
<b>Reasonable value of the assets of the Plan at 31st December</b>	<b><u>2,021,129</u></b>	<b><u>1,819,110</u></b>	<b><u>-</u></b>	<b><u>-</u></b>

The assets of the plan administered by Progreso S.A., are invested primarily in time deposits and bonds, as regulated by Executive Decree No. 106 of 1995. The maximum asset's fair value is the amount contributed, because the revenue changes based on the market values of the investments is being managed by the administrator of the fund.

The principal actuarial assumptions used to determine the obligation are:

Description	2014	2013
Discount rate (%)	3.93	4.33
Percentage rate of annual salary increase (%)	4	4
Survival tables	Mortality table of the urban population of the Republic of Panama 2010-2015	Mortality table of the urban population of the Republic of Panama 2010-2015

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### Notes to financial statements for the year ended December 31, 2014

#### 11. Investment properties

The movement of investment properties at December 31, 2014 is presented as follows:

	2014	2013
Balance at beginning of the year	1,697,505	724,205
Transfers from property, plant, and equipment	399,195	225,000
Net gain or loss from fair value adjustment	45,600	748,300
Provisions	-	-
Balance at end of the year	<u>2,142,300</u>	<u>1,697,505</u>

#### 12. Other Non-current Assets

The other non- current assets as of December 31, 2014 is presented as follow:

	2014	2013
Guarantee deposits	102,610	102,610
Severance funds (compensation and interests)	856,032	672,987
Others	<u>43,135</u>	<u>228,716</u>
Total other assets non current	<u>1,001,777</u>	<u>1,004,313</u>

#### 13. Net property plant and equipment

At December 31, 2014 property, plant and equipment are as follows:

	Networks, plant and equipment	Land and buildings	Other property, plant and equipment	Construction in progress	Total
<b>Property, plant, and equipment</b>					
Balance at December 31, 2013	425,413,589	23,035,460	19,443,098	48,992,802	516,884,949
Additions	39,809,232	4,465,258	2,808,187	53,656,182	100,738,859
Transfers	-	-	-	(56,994,494)	(56,994,494)
Provisions	(6,635,447)	(229,123)	(582,707)	-	(7,447,277)
<b>Balance at December 31, 2014</b>	<u><b>458,587,374</b></u>	<u><b>27,271,595</b></u>	<u><b>21,668,578</b></u>	<u><b>45,654,490</b></u>	<u><b>553,182,037</b></u>
<b>Accumulated depreciation</b>					
Balance at December 31, 2013	158,785,474	6,236,766	9,880,644	-	174,902,884
Depreciation for the period	16,516,352	649,853	1,322,501	-	18,488,706
Transfers	688,617	-	-	-	688,617
Provisions	(5,720,226)	(219,396)	(434,256)	-	(6,373,878)
<b>Balance at December 31, 2014</b>	<u><b>170,270,217</b></u>	<u><b>6,667,223</b></u>	<u><b>10,768,889</b></u>	<u><b>-</b></u>	<u><b>187,706,329</b></u>
<b>Property, plant, and equipment, net</b>	<u><b>288,317,157</b></u>	<u><b>20,604,372</b></u>	<u><b>10,899,689</b></u>	<u><b>45,654,490</b></u>	<u><b>365,475,708</b></u>



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	Networks, plant and equipment	Land and buildings	Other property, plant and equipment	Construction in progress	Total
<b>Property, plant, and equipment</b>					
Balance at January 1, 2013	387,492,458	20,709,416	20,324,175	46,224,270	474,750,319
Additions	45,754,893	2,338,527	1,920,004	53,524,765	103,538,189
Transfers	(800,481)	-	-	(50,756,233)	(51,556,714)
Provisions	(7,033,281)	(12,483)	(2,801,081)	-	(9,846,845)
<b>Balance at December 31, 2013</b>	<b>425,413,589</b>	<b>23,035,460</b>	<b>19,443,098</b>	<b>48,992,802</b>	<b>516,884,949</b>
<b>Accumulated depreciation</b>					
Balance at January 1, 2013	150,956,823	5,819,530	10,173,656	-	166,950,009
Depreciation for the period	15,220,818	417,236	2,389,926	-	18,027,980
Transfers	(800,481)	-	-	-	(800,481)
Provisions	(6,591,686)	-	(2,682,938)	-	(9,274,624)
<b>Balance at December 31, 2013</b>	<b>158,785,474</b>	<b>6,236,766</b>	<b>9,880,644</b>	<b>-</b>	<b>174,902,884</b>
<b>Property, plant, and equipment, net</b>	<b>266,628,115</b>	<b>16,798,694</b>	<b>9,562,454</b>	<b>48,992,802</b>	<b>341,982,065</b>

#### 14. Accounts payable

Generation and transmission - at December 31, 2014 accounts payable for generation and transmission companies are presented as follows:

	2014	2013
<b>Non-related Parties</b>		
Panam Generating Ltd.	9,114,307	14,848,554
Pedregal Power Company	3,036,494	1,350,759
Térmica del Caribe, S.A.	-	6,289,429
Sistema de Generación, S.A.	3,155,760	3,726,458
Generadora del Atlántico, S.A.	11,292,574	4,507,660
Alternegy, S.A.	11,451,775	2,501,464
Bontex, S.A.	1,302,758	541,608
Otros	17,684,138	4,528,543
	<u>57,037,806</u>	<u>38,294,475</u>
<b>Related Parties ( Note 20)</b>		
AES Panamá, S.A.	10,445,533	4,784,677
Autoridad del Canal de Panamá	4,259,041	2,786,460
Empresa de Distribución Eléctrica Metro Oeste, S.A.	-	151,498
Empresa de Distribución Eléctrica Chiriquí, S.A.	158	550
Empresa de Generación Eléctrica Bahía Las Minas Corp.	13,029,818	13,711,866
Empresa de Generación Eléctrica, S.A.	31,263	1,258,658
ENEL Fortuna, S.A.	33,654,339	13,387,332
Energía y Servicios de Panamá, S.A.	1,355,169	842,726
Empresa de Transmisión Eléctrica, S.A.	2,400,023	1,928,938
	<u>65,175,344</u>	<u>38,852,705</u>
<b>Total</b>	<b><u>122,213,150</u></b>	<b><u>77,147,180</u></b>

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***Other accounts payable and accrued expenses*** - at December 31, 2014 other payables and accrued expenses are as follows:

	2014	2013
Suppliers	17,625,656	14,164,399
Construction contracts	19,816,281	15,162,281
Accrued expenses	2,869,667	2,156,682
Employee's withholding taxes	<u>528,291</u>	<u>432,457</u>
Total	<u>40,839,895</u>	<u>31,915,819</u>

**15. Customer deposits**

The movement of the account customer deposits, are presented as follows:

	2014	2013
Beginning balance	6,698,530	6,512,464
Deposits received from customers	5,933,423	2,089,532
Accumulated interest	128,396	143,325
Deposits reimbursed to customers	(2,413,244)	(1,903,973)
Interest payable	<u>(139,937)</u>	<u>(142,818)</u>
Ending balance	10,207,168	6,698,530
Current portion	<u>6,269,663</u>	<u>2,133,020</u>
Long term portion	<u>3,937,505</u>	<u>4,565,510</u>

**16. Income tax**

The provision for income tax is determined based on book income before income taxes, adjusted for any non-taxable income and non-deductible expenses, if any. The statutory income rate tax is 30%.

The difference between the provision for income tax for the year ended December 31 and the income tax calculated using the enacted statutory corporate tax of 30% for income before the income tax reported on the financial statements is due to the following:

	2014	2013
<b>Income tax:</b>		
Calculated at the expected statutory rate	16,371,398	15,228,362
Decrease in income tax due to non taxable income	(84,711)	(288,134)
Adjustment to prior year income tax	(402)	18,033
Non deductible expenses	<u>27,350</u>	<u>3,206</u>
Total income tax expense	<u>16,313,635</u>	<u>14,961,467</u>

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Deferred income tax assets and liabilities recognized on temporary differences that will be reversed in future periods are as follows:

	2014	2013
<b>Deferred income tax assets:</b>		
Provision for uncollectible accounts	1,152,091	936,687
Inventory	65,207	85,950
Post-employment benefits liability	134,731	137,827
Compensation provision	346,934	239,854
Provision for contingencies	557,906	282,667
Other deferred assets	8,970	63,267
<b>Total deferred income tax assets</b>	<b>2,265,839</b>	<b>1,746,252</b>
<b>Deferred income tax - liability</b>		
Government subsidies	13,154,491	404,400
Regulatory assets	3,331,635	1,255,726
Assets for benefits to employees	158,735	221,944
Revaluation of investment properties	311,194	297,513
Other deferred liabilities	103,266	(83,914)
Accumulated depreciation applicable to future periods	2,109,489	2,246,227
<b>Total Deferred income tax - liability</b>	<b>19,168,810</b>	<b>4,341,896</b>

Changes in deferred taxes related to the creation or reversal of temporary differences recognized in the profit or loss are presented below:

	2014	2013
<b>Movements in deferred income tax - assets</b>		
Provision for uncollectable accounts	(215,404)	(287,538)
Inventory	20,743	(29,891)
Post-employment benefits liability	14,086	(44,157)
Reserve for bonus payments	(107,080)	(66,035)
Provision for contingencies	(275,239)	(212,512)
Other deferred assets	54,297	(42,615)
	<u>(508,597)</u>	<u>(682,748)</u>
<b>Movements in deferred income tax - liabilities</b>		
Accounts Receivable - FACE and CVC	12,750,091	404,400
Regulatory Assets	2,075,909	1,815,300
Post-employment benefits plan assets	29,736	32,293
Revaluation of investment properties	13,680	224,490
Other deferred liabilities	94,235	(53,713)
Accumulated depreciation applicable to future periods	(136,737)	(136,737)
	<u>14,826,914</u>	<u>2,286,033</u>
<b>Total deferred income tax</b>	<b>14,318,317</b>	<b>1,603,285</b>

In accordance with tax regulations, the last three years of companies' income tax returns in Panamá are subject to audit. Years starting as of 2012 are subject to an audit revision by the tax authorities, although no audit is currently scheduled or in process, prior to 2012 the years are considered to be closed for audit purposes.

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The Company periodically identifies and evaluates any potential uncertain tax positions and concludes that there are no uncertain tax positions requiring recognition in the financial statements. Management expects tax authorities to allow these positions when and if examined, and has a high level of confidence based on technical merits of these positions. At 31<sup>st</sup> December 2014 the company maintains provision on the amounts that should be paid to the tax authorities.

#### Investment tax credit

During 2001, the Company received an investment tax credit for B/.13,673,745, which was granted by the Panamanian Government under an incentive law that promoted investments in infrastructure to expand the energy distribution network.

The tax credit can be used as a reduction of up to 25% of the income tax incurred in any given year, until 100% of the fiscal credit is consumed in the coming years. The Company has made 100% use of this fiscal credit.

Due to the fiscal benefit already received, the Company will not be eligible to recognize as a deductible tax expense the depreciation that corresponds to the investment in infrastructure for B/.13,673,745, for which the total tax effect will be B/.4,102,123.

## 17. Debt

### 17.1 Short term debt

At December 31, the credit facilities obligations are presented as follows:

	2014	2013
Banco Nacional de Panamá	12,000,000	-

The Company maintains available revolving credit lines with The Bank of Nova Scotia, Banco General, S.A., Banistmo, S.A., Banco Panamá, S.A., Banco Panamá, S.A. Banco Nacional de Panamá and Banco Latinoamericano de Comercio Exterior which totalize to B/.172,000,000 at December 31st, 2014, (2013 B/.125,000,000), with annual interest rates based on LIBOR ranging between one (1) to three (3) or six (6) months, plus a margin between 2% to 2.5%. These unsecured credit facilities are available for a maximum period of one year. Floor rates for these revolving agreements are between 1.40% and 3.25%. The Company uses these credit facilities as needed for working capital or any other immediate needs. These credit lines have an order of priority "pari passu" as any other "senior" unsecured and unsubordinated obligations that the Company has. The credit lines include among other provisions a coverage debt indicator of the debt, which establishes that the debt limit that should not exceed 3.25 of its EBITDA.

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#### **17.2 Long term Debt**

At December 31, 2014, the carrying amount and the fair value of long-term debt are presented as follows:

	2014		2013	
	Carrying value	Fair value	Carrying value	Fair value
Senior notes 2021	101,518,185	118,674,000	101,290,139	117,956,000
Corporate bonds 2018	20,173,412	18,434,437	20,055,899	18,062,836
Senior bonds 2027	78,915,479	79,974,000	78,847,111	72,370,400
Total long term debt	200,607,076	217,082,437	200,193,149	208,389,236

#### **17.3 Senior notes 2021**

The Company has notes payable under a senior debt agreement ("Senior Notes") totaling B/.100,000,000. The notes have a fixed interest rate of 7.6%, payable semi-annually, with a maturity date of July 12, 2021. Principal payment is due upon maturity. The notes are not guaranteed, and not subordinated. The Company may redeem the Senior Notes, in part or in whole, at any time prior to their maturity if they meet certain conditions including, payment of a premium. Obligations include among other provisions a debt coverage ratio indicator, which sets a debt limit not to exceed 3.25 times its EBITDA.

In the occurrence of an event of default under the terms and conditions of the Indenture, the Trustee, at the request of the bond holders keeping not less than 25% in the principal amount and if it is expected that such event of default remains, will immediately declare all bonds due, and payable.

#### **17.4 Corporate bonds 2018**

On October 20, 2008, in a public offering, the Company offered corporate "Bonds" with a face value of B/.40,000,000 unsecured and unsubordinated with a maturity date of October 20, 2018. On such date, B/.20,000,000 of these corporate bonds were signed and issued with Banco General, S.A. The bonds have a ranking of "pari passu" with other unsecured and not guaranteed obligations of the Company. The bonds will bear interest at LIBOR plus 2.375% per annum, payable on a quarterly basis. Principal is due upon maturity. The proceeds from the offering of the bonds were used to fund current and future capital expenditures and for general corporate purposes. The bonds are subject to additional terms and conditions which are customary for this transaction. The Company may redeem the bonds, in whole or in part, at the third anniversary from the date of the offer.

Failure to comply with the terms of the contract resulting from one or more grounds of early maturity and these would have not been corrected within the stipulated time, the Administrative Agent may, on behalf of the registered holders of the bond, issue a declaration of acceleration, which will be informed to the Company, and in whose date of issue, all bonds of the issuance will automatically become overdue obligations and the Company will be requested to contribute the necessary amount to cover the principal of the Bonds issued and outstanding and the interest earned on them, whether in arrears or ordinary, and all and any expenses, fees, or other amounts owed by the Issuer.

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#### ***17.5 Senior notes 2027***

On December 6, 2012, the Company entered into a Note Purchase Agreement with a group of investors which individually agreed to purchase from the Company a total of B/.80,000,000 in Corporate Notes or ("Senior Notes"). The notes were agreed at a fixed rate of 4.73% payable semi-annually, with a maturity date of December 13, 2027 and will be issued pursuant to the Indenture Agreement signed between the Company and The Bank of New York Mellon in its capacity as trustee, which is dated December 11, 2012.

With reference to the Note Purchase Agreement and the Indenture Agreement, the Company signed on December 13, 2012 a Bridge Loan Agreement where the Company agrees to issue unencumbered promissory notes ("Bridge Notes,") payable to each of the purchasers for a total of B/.80,000,000. In turn, each of the purchasers agrees to transfer funds corresponding to each of the Bridge Notes to the Company. The Agreement provides that the Bridge Notes will bear annual interest of 4.73% cumulative from the date the funds are transferred, with a maturity date of February 1, 2013 or on the date of termination of the Loan Agreement, whichever occurs first. The Loan Agreement may be terminated by mutual agreement of the parties or in case of not issuing the Corporate Notes or Senior Notes. The Loan Agreement requires the Company to maintain and ensure it has indebtedness capacity in funds available in its credit lines facilities along with its with cash equivalents for an amount in excess of the amount to be paid for the termination of this agreement.

The Notes Purchasing Agreement was signed on January 17, 2013, and the Corporate Notes or Corporate Senior Notes were delivered to the buyers. Therefore on this same date the Company and the buyers confirm that the conditions of the Note Purchase Agreement have been met and the Company is released of payment obligations under the Bridge Notes and the Financing Agreement. The payment price signed under the issuance of Corporate Notes or Senior Notes should be satisfied with the cancellation of the Bridge Notes and the payment obligations set in the Financing Agreement without any additional payment by the buyers to the Company.

During the time the Indenture Agreement remains outstanding, the Company shall comply with the terms of the agreement, some of which are indicated below:

- Prohibition of creating assuming, incurring or suffering any Lien on any of the properties or assets of the Company or its subsidiaries.
- Not allowing any Subsidiary, in one or a series of transactions, to consolidate or merge with any company or to assign or transfers, all or most of its property, assets or revenues to any company (other than a Subsidiary of the Company) or allow any company (other than a Subsidiary of the Company) to merge with or into it.
- Not allowing the ratio of Consolidated Total Indebtedness to Consolidated EBITDA for the then most recently ended four fiscal quarters to exceed 3.50x. The Consolidated Total Indebtedness to Consolidated EBITDA may exceed 3.50x during a period of eligible acquisition or capital investment, no more than twice during the term of the Notes, provided that during such the Consolidated Total Indebtedness to Consolidated EBITDA Ratio does not exceed 4.0x.

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If the Company fails to comply with the performance or observation of any of the clauses or terms described above, the Trustee shall, at the request of the Holders declare all Notes due and payable immediately. Upon the Notes becoming immediately due and payable, the Company shall pay the Trustee an amount equal to the sum of the principal amount of the Notes outstanding, all interest accrued thereon, any additional amounts, and the Make Whole Amount (the "Event of Default Redemption Amount"), as calculated by the Company and informed to the Trustee in writing. For the purposes of the Event of Default Redemption Amount, the "Make-Whole Amount" shall equal the difference between (i) the sum of (a) the present value of the expected future principal and interest cash flows from the Notes (minus any accrued interest), discounted at a per annum rate equal to the then-current Treasury Note Yield, closest to the remaining weighted average life on the Notes calculated at the time of payment of the Event of Default Redemption Amount and (b) 0.50% per annum and (ii) the principal amount of the outstanding Notes.

The Company defers costs associated with the issuance of long-term debt. These costs include commissions and other costs such as legal, registration and stamps. The debt issuance costs are amortized over the term of the debt instrument using the effective interest method and are presented net of long-term debt on the balance sheet of the Company.

#### 18. Deferred credits

Government grants related to income or to assets are presented as follows:

	2014	2013
<i>Grants related to income:</i>		
Initial balance	941,076	1,075,235
Amortizations	<u>(120,303)</u>	<u>(134,159)</u>
	<u>820,773</u>	<u>941,076</u>
<i>Grants related to assets:</i>		
Initial balance	2,515,105	2,201,746
Increase in subsidies	-	418,954
Amortizations	<u>(105,595)</u>	<u>(105,595)</u>
	<u>2,409,510</u>	<u>2,515,105</u>
<b>Total deferred credits</b>	<b><u>3,230,283</u></b>	<b><u>3,456,181</u></b>

#### 19. Stockholders' equity.

The Authorized Share capital of the Company at December 31, 2014, consists of 50,000,000 common shares authorized and issued without par value of which 160,031 shares are held in treasury.

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Retained earnings at December 31, are presented as follows:

	<b>2014</b>	<b>2013</b>
Initial retained earnings	35,081,976	353,000,149
Dividends paid	-	(35,276,880)
Complementary tax	(1,249,971)	(741,035)
Earnings for the year	<u>38,257,693</u>	<u>35,799,742</u>
Total equity	<u><u>72,089,698</u></u>	<u><u>35,081,976</u></u>

**Dividends tax and treasury shares**

During the year ended December 31, 2013, dividends were declared for B/.35,276,880.

**Dividends tax**

The shareholders pay a dividend tax of 10 percent (10 %), which is withheld from dividends they receive. If dividends are not distributed, or the total distribution is less than forty percent (40%) of taxable net income, an advance dividend tax of net four percent, must be paid when the time comes to declare dividends on these gains. This rate of four percent (4%) is called "Complementary Tax" and is considered an advance dividend tax. The Complementary tax paid is recorded and presented as a reduction of shareholders' equity or as an increase when it is established due to the filing of the dividend tax return. During the years ended December 31, 2014, the Company made additional dividend tax payments for the amount of B/.1,249,971 (2013: B/.741.035).

**Treasury shares**

In 1998, following the privatization of the power industry, former employees of " IRHE " entity owned by the state, had the option to purchase a portion of the common shares of the Company. In any event that employees who wish to sell their previously acquired stock, the Company is no longer required to repurchase these shares.

**20. Balances and transactions with related parties.**

In the normal course of business, the Company purchases electricity from the generating companies and other distribution companies that sell energy to the governmental institutions and makes payments to the transmission company. These transactions are made on terms and conditions of the power purchase agreements and transmission rates disclosed in Notes 3.5 and 26.



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A summary of the balances and transactions resulting from the purchase and sale of energy with related parties are presented as follows:

	<b>2014</b>	<b>2013</b>
<b>Balances</b>		
Accounts receivable (customers) - government (Note 5)	26,530,303	18,766,254
Accounts receivable (government subsidy) (Note 6)	44,005,103	-
Accounts payable (government subsidy) (Note 6)	-	4,069,994
Accounts payable (generation and transmission) (Note 14)	57,037,806	38,852,705
<b>Transactions</b>		
Sale of energy	163,950,487	58,518,197
Purchase of energy	188,115,909	198,629,505
Transmission costs	19,116,136	16,442,506

Remuneration to key personnel of the Company at December 31, 2014 are detailed below:

	<b>2014</b>	<b>2013</b>
Salaries	535,014	540,958
Representation expense	445,240	425,210
13th month bonus	81,214	80,850
Year end bonus	<u>385,103</u>	<u>412,653</u>
Total remunerations	<u>1,446,571</u>	<u>1,459,671</u>

**21. Other Income**

The Company recorded other income as presented below:

	<b>2014</b>	<b>2013</b>
Charges for connection/reconnection.	773,659	711,040
Pole rentals	3,949,758	3,698,018
Toll charges	6,473,086	6,897,624
Other income	<u>2,206,300</u>	<u>3,166,448</u>
Total of other income	<u>13,402,803</u>	<u>14,473,130</u>

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The Company recorded purchase of energy and transmission charges as detailed below:

	<b>2014</b>	<b>2013</b>
Purchase of energy	531,149,935	417,987,803
Transmission charges	19,538,965	16,719,699
Variances in regulatory liability	<u>(6,919,696)</u>	<u>(6,051,000)</u>
Total of purchase of energy and transmission charges - net	<u>543,769,204</u>	<u>428,656,502</u>

The Company presents its expenses in the statement of profit or loss according to their nature. The expenses classified by function are as follows:

	<b>2014</b>	<b>2013</b>
Operation and maintenance expenses	27,337,777	25,408,435
Marketing and service fees	21,538,783	19,492,206
Administrative expenses	17,553,512	14,655,609
Loss on disposals of fixed assets	<u>1,073,399</u>	<u>582,235</u>
Total operating expenses	<u>67,503,471</u>	<u>60,138,485</u>

General Operating expenses are presented as follows:

	<b>2014</b>	<b>2013</b>
Rents	1,792,093	1,819,551
Training	302,812	275,870
Fuel and lubricants	315,124	290,404
Compensation to customers	1,485,687	939,018
Donations and social responsibility	243,759	240,527
Bank charges	285,940	227,531
Security materials and other	273,745	217,280
Taxes	1,540,560	373,419
Publicity	368,082	318,392
Insurance	948,283	816,348
Utilities expense	1,611,137	1,367,132
Employee expenses	751,639	539,115
Office materials	257,525	157,748
Sundry expenses	623,460	716,977
Travel expenses	295,446	251,022
Regulatory fee	<u>845,205</u>	<u>859,277</u>
Total general expenses	<u>11,940,497</u>	<u>9,409,611</u>

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### **Notes to financial statements for the year ended December 31, 2014**

#### **23. Balance in deferred regulatory accounts.**

The regulated system under which the Company operates allows any excess or deficiency between the estimated cost of energy considered in the rate, and the current cost incurred by the Company can be included as a compensatory adjustment to be recovered or returned from the client in the next rate review.

Any excess in energy costs charged to customers is accrued as a deferred regulatory credit account balance on the balance sheet, and leads to a reduction in the next rate review to be applied to customers. Likewise, any shortfall in energy costs charged to customers is accrued as a deferred regulatory debit account balance on the balance sheet and leads to an increase in the next rate revision to be recovered from customers. The deferred debit (credit) regulatory account includes six months with actual fuel price information and six months with estimated fuel price information. Changes resulting from increased and / or decreased on the recovery of these energy costs are reflected in the line of energy purchases and transmission charges, net in the statement of profit or loss.

In recent years, the debit (credit) deferred regulatory account has not been fully transferred to customers of the Company through by increasing the rate charged. The amount not billed to customers has been subsidized by the Panamanian State. At December 31, 2014 the government allowance account reflects a balance receivable of B/.44,005,103 (2013: government subsidy payable for B/.4,069,994, see Note 6).

At December 31, 2014 , the Company has recorded in books deferred purchase costs in the amount of B/.11,105,450 (2013: B/.4,185,753 ), which are presented as " regulatory assets or liabilities " on the balance sheet as the result of accumulated costs due to the electricity rate based on the actual cost of purchased energy variations. The regulatory asset includes a balance receivable of B/.12,800,749 , accumulated during the first half of 2014 to be recovered in customer billing rate adjustment in the first half of 2015 , and the balance payable B/.1,695,299 accumulated during the second half of 2014 to be returned to the customer billing rate adjustment in the second half of 2015.

By Resolution No. 3323 AN-Elec of March 10, 2010 and No. 3437 AN-Elec of April 20, 2010, the ASEP approved the Rules of Self-sufficiency for regulated customers of public electric utility companies, and the value of the compensation for self-sufficiency and established it would only be used where there is a ruling of alert declared by the National Dispatch Center (CND), and when the ASEP indicates when Rationing is necessary.

On April 26, 2013, the CND, through note No. ETE-DCND-GOP-409-2013 declared an alert for Energy Rationing which prompted the creation of Resolution No. 1417 of 6 May 2013, and No. 1423 of May 7, 2013, in which the National Secretariat of Energy proposed necessary measures for the implementation of operational strategies to ensure the efficient, continuous and uninterrupted provision of public services, for commercial offices, malls, stores and others until the effect of the rainy season ceases.

Additionally, Resolution No. 6138-Elec of May 7, 2013 was created in which the compensation value for self-sufficient rate was updated to fifty cents balboa (B/.0.50) per Kwh, among others. . At December 31, 2014 the Company has a receivable for the amount of B/.8,800,094 (2013: B/.3,534,287) for compensation to self-sufficient customers, which is included in "Trade and other, net" in the balance sheet of the Company (see Note 5).

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### **Notes to financial statements for the year ended December 31, 2014**

#### **24. Financial income and expenses**

Financial income and expenses at December 31 are as follows:

	<b>2014</b>	<b>2013</b>
Financial Income:		
Interest collected from suppliers	196,020	250,510
Interest from bank deposits	157,447	177,195
Other financial income	<u>-</u>	<u>6,941</u>
	<u>353,467</u>	<u>434,646</u>
Financial expense:		
Interest on bank loans net of interest capitalized	12,228,965	11,060,086
Other interests	<u>149,930</u>	<u>153,044</u>
	<u>12,378,895</u>	<u>11,213,130</u>

#### **25. Regulatory aspects**

The Regulatory and Institutional Framework for the provision of public service power distribution in the Republic of Panama is ruled by Law No. 6 of 3 February 1997. On July 30, 2008, the National Secretariat of Energy was created. The National Secretariat of Energy is based and governed by Law No. 52 which among its objectives, is to establish global policy and the strategic definition of the energy sector. The electricity sector is regulated by the National Authority of Public Services based on definitions provided under Law No. 6 of February 3, 1997.

#### **26. Commitments and contingencies**

##### **26.1 Commitments**

The rules of purchase for the contract market, established by Resolution No. 991 AN-Elec on July 11, 2007, which was amended, establishes the minimum obligations of contracts for medium and long term power and energy to the distribution companies. The power must be contracted to cover the maximum demand generation of the Company and energy must be contracted according to the associated energy required. ETESA must make calls to concurrency acts to meet the needs of power and energy to its final customers the electricity distribution companies and ensure that the calls being made will fulfill the minimum levels of recruitment for the distribution company's supply.

The Company routinely enters into purchase contracts with different number and length requirements, as part of their obligation to distribute and sell electricity to their regulated customers. The Company must recover the costs associated with these obligations in future rates from their customers. In addition, all energy supply contracts are executed by the Company to meet its obligations to deliver power to customers.

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In compliance with the Electricity Law of 1997, the Company negotiated the long-term power purchase agreements with generation companies. This contract covers most of the contribution of their regulated clients total peak demand for electricity customers and works towards limiting any associated energy costs. Historically, the Company annually contracts about 95% to 99% of its total energy requirements via purchase agreements on the contract market. For the period ended December 31, 2014, the Company purchased approximately 81%, of the energy required through the purchase of energy on the contract market. These purchase agreements include both a fixed charge based on energy capacity requirements and a variable charge based on the energy consumed.

The Electric Transmission Company (ETESA) is responsible for preparing the bid processes for energy purchase on behalf of the distribution companies. The bids are received, evaluated and awarded by ETESA and then assigned to each distribution company based on their requirements. Distribution companies are obligated to sign contracts based on the awarded bids.

The company has several unconditional long-term contractual obligations, related to the purchase of energy capacity. The amount of incremental payments required for such obligations, are presented as follows:

<b>Year</b>	<b>Payment obligations</b>
2015	154,066,430
2016	124,071,369
2017	156,660,423
2018	163,182,532
Hereafter	<u>1,948,989,003</u>
<b>Total</b>	<u><u>2,546,969,757</u></u>

As of December 31, 2014 the Company made expenditures for the amount of B/.122,671,731 (2013: B/.95,793,151 respectively, in long-term unconditional contracts, recorded under purchase of energy and transmission charges, net on the statement of profit or loss.

Every four years the Company and the workers' Union, negotiate a Collective Agreement.

The last agreement expired in 2012. In January 4, 2013, the Company finished the negotiations with the workers' Union, and a new agreement was signed. These agreements do not maintain or consider additional material obligations besides those written in Note 10.

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### **Notes to financial statements for the year ended December 31, 2014**

#### **26.2 Operating leases**

The Company has entered into a seven-year non-cancelable operative lease agreement, whose term began in May 2007, for the use of offices and operational facilities. In October 2013 an automatic extension was requested for 3 additional years to the operating lease leaving its expiry in April 2017. As of December 31<sup>st</sup>, 2014 the minimum rental payments required under this operating lease with initial or remaining non-cancellable lease terms in excess of one year are:

	<b>Payment Obligations</b>
2015	559,888
2016	576,684
2017	194,113
<b>Total</b>	<b>1,330,685</b>

At December 31, 2014, the total operating lease expenses was B/.1,792,093 (2013: B/.1,819,551).

#### **26.3 Guarantees**

The Company has provided limited guarantees to generation companies in order to provide credit assurance and performance of obligations under the power purchase agreements. These guarantees are not recognized on the balance sheets, because the Company believes that it will be able to perform under these contracts and that it is not probable that payments will be required. The guaranteed amounts are limited to a month's estimate of energy capacity and associated energy consumption, and are established for a twelve-month period with automatic renewals as long as the power purchase agreement is in place. The aggregate guarantee amount for the performance obligation is B/.57,071,130. The Company has also issued a guarantee in favor of the ASEP in the amount of B/.15,000,000 in compliance with Clause 53 of the Concession Contract.

The Company has several standby letters of credit for B/.3,565,322 in favor of ETESA, guaranteeing the payment of transmission costs and energy purchases in the energy exchange market. In the same manner it also maintains letters of credit in favor of the Ente Regulador Operator - El Salvador for B/.322.275 to secure payment of power purchase in the regional market and for Strategic Investments in Panama for B/.5,040,900 for the purchase of land for construction of its Corporate Building.

#### **26.4 Concession contract**

The Company has exclusive rights to install, own, and operate an energy distribution network, and to supply energy to end customers other than large customers, currently defined as those with peak demand on a site-by-site basis of over 100KW. Large customers can choose to buy energy directly from generation companies or from the spot market.

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The concession agreement was signed on October 22, 1998 for a 15-year term. On October 22, 2012, the regulator issued the notice of convocation for the competitive process of open participation for the sale of the majority of the shares of the company. The current owner, Panama Distribution Group, S.A. ("PDG") may participate in this process, and if its bid is equal or higher than the highest bid made by other competitors, it will then retain ownership of the majority of the shares. If on the contrary, another competitor offers a higher price, then the property will be awarded to such competitor and the offered price will be given to the current owner of the shares ("PDG"). In any case, a new 15-year concession will be granted, without any payment to the state. On October 15, 2012, the ASEP issued Resolution No.5655, establishing that the current owners of the majority package are prequalified due to their condition of current operators of the concession. According to the timetable established by the ASEP, the reception of prequalification document was held in June 2013. On August 9, 2013 the presentation of offers was verified, in which PDG won the award for 15 years more. This concession period began on October 22, 2013.

The concession contract establishes provisions related to the Concessionaire's obligation in the provision of service, the prohibition of the separation of the majority shares package, the obligation to deliver technical and financial information periodically to the ASEP, compliance with the technical quality standards (quality standards, measurement standards, and operation regulations of the CND), payment of a control fee, supervision and monitoring by the ASEP, which cannot be transferred to users through the tariff.

#### 26.5 Contingencies

As result of issues arising in the ordinary course of business, the Company is or may be involved in legal, tax and regulatory proceedings before various courts, regulatory commissions, and governmental agencies. The Company recognizes a provision when there it is likely that a liability has been incurred and the amount of the associated loss can be reasonably estimated. The Company is unable to predict the outcome of various legal proceedings, ultimate outcome of these proceedings, but after consideration of these provisions it is not expected that the final results of these process will have a material impact on the Company's financial position or on the result of operations.

As of December 31, 2014 the Company has recorded the sum of B/.1,975,980 (2013: B/.951,882), to cover potential losses that may occur as a result of third party claims. These reserves are reported in the balance sheet in "Provision for contingencies".

The provisions detailed are presented as follows:

	<b>Legal claims</b>	<b>Compensation to customers</b>	<b>Dismantlement</b>	<b>Total</b>
<b>Balance 1st January 2013</b>	78,609	686,979	169,844	935,432
Increases	51,031	583,350	2,714	637,095
Provision used	-	(620,645)	-	(620,645)
<b>Balance 31st December 2013</b>	<b>129,640</b>	<b>649,684</b>	<b>172,558</b>	<b>951,882</b>
<b>Balance 31st December 2013</b>	129,640	649,684	172,558	951,882
Increases	470,057	1,173,616	2,758	1,646,431
Provision used	(114,404)	(507,929)	-	(622,333)
<b>Balance 31st December 2014</b>	<b>485,293</b>	<b>1,315,371</b>	<b>175,316</b>	<b>1,975,980</b>

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#### **26.6 Litigations**

Following the most relevant case:

The ASEP through Resolution AN No.3473-Elec of May 7, 2010, modified Resolution JD-5863, dated February 17, 2006, which contains Title IV of the Distribution and Commercialization Regimen, which contains a provision on its article number 22, entitling the ASEP to review at the end of each rate period the maximum allowable income "IMP" approved versus actual revenue received to determine whether the variations are within a reasonable range. The variation in sales, in the amount and/or type of customer and/or the cost of supplies or labor will not be taken into consideration, in a way different to the one reflected by the IPC of the Comptroller General of the Republic.

Although the procedure for calculating and adjusting any unreasonable excess has yet to be defined and established by the ASEP, the position of the Company's management is that as of December 31<sup>st</sup>, 2014 there is no contingency loss to be recorded in the Financial Statements as a consequence of this particular provision under the above mentioned resolution. This conclusion is based on: i) the final outcome still in progress related to the appeal of this article filed in the Supreme Court by another power distribution company; ii) in case the regulatory entity approves a resolution to adjust any unreasonable excess, the Company has the right to file an appeal at the Supreme Court which is an independent body and the final instance that will decide on this particular matter; and iii) there is no written nor approved procedure to calculate and adjust what could be deemed by the regulatory body as an unreasonable excess, ergo, any calculation would be highly subjective. An unfavorable resolution to that effect could have a significant negative impact on the financial statements of the Company. In spite of the above, the Resolution AN-3574-Elec dated June 25, 2010, which approved the "Maximum Allowed Income" for the July 2010 - June 2014 and July 2014 to June 2018 rate period has no adjustment related to the previous rate period.

## **27. Financial Instruments**

### **27.1 Financial risk management**

The Company is exposed to financial risks that are part of the normal course of business. It has a policy focused at establishing, what are the financial risks that could negatively impact the business performance. The Company policy includes, among others the development of a risk matrix which establishes the parameters of measurement, impact and monitoring which allows them to take the necessary measures to prevent and control risky situations. The risks are reviewed regularly by management in order to update the status and thereof promptly cope with such an eventuality. Based on the above, the Company is exposed, from a financial point of view, to market risk (exchange rate and interest rate), credit risk, and liquidity risk.

### **27.2 Market Risk**

#### **27.2.1 Exchange rate risk**

At December 31, 2014 and 2013 the Company has not entered into transactions that generate monetary assets and liabilities denominated in currencies other than the US dollar which are subject to the risk of exchange rate fluctuations of the dollar against such foreign currencies.



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#### 27.2.2 Interest rate risk

The Company is exposed to interest rate risks because their debt contract has floating interest rates. The risk is managed by the Company maintaining an appropriate balance between fixed rate contracts and floating rate contracts. At December 31, 2014 the Company has a 10% (2013: 10%) of the debt contracted at a floating interest rate and 90% (2013: 90 %) at a fixed interest rate.

#### 27.2.3 Sensitivity analysis of Interest rates

Sensitivity analysis for interest rate determined that that has been outlined below is based on the exposure to interest rates on financial debt instruments, considering that the cost of financing should have a reduced percentage of variation. The position of management regarding its financing structure has been to contract most of its debt at a fixed rate within a range of above 85% and the variable rate in 15%. A parameter of 50 basis point (increase or decrease) is used internally by management to assess the reasonableness of a possible effect of change in interest rates.

	2014		2013	
	<u>Variation in the interest rate</u>		<u>Variation in the interest rate</u>	
	+ .50%	- .50%	+ .50%	- .50%
Impact on net profit (loss) before taxes	272,857	-272,857	253,806	-253,806

#### 27.2.4 Credit risk

Financial instruments of the Company that are potentially subject to credit risk are mainly cash and cash equivalents, accounts receivable, accounts receivable from related parties and other financial assets.

Financial institutions in which the Company maintains its cash and cash equivalents are recognized institutions and have the appropriate credit ratings. Management does not consider that these financial institutions are exposed to any credit risk.

#### 27.2.5 Concentration of credit risk

The Company is dedicated exclusively to the distribution and sale of electricity to its customers located in its concession area. The Company does not believe that there is a significant risk of loss as a result of the concentration of credit, since a lot of customers in the portfolio are geographically dispersed. In addition, the Company believes that its potential credit risk is adequately covered by the allowance for doubtful accounts.

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#### 27.2.6 Liquidity risk

Management maintains conservative levels of liquidity. Additionally it maintains short-term financing facilities that provide the flexibility to meet its obligations if necessary.

Following is an analysis of the financial liabilities of the Company by due date. This analysis is shown according to the contractual maturity date and are cash flows undiscounted to its present value.

	<b>Less than 1 year</b>	<b>From 1 to 5 years</b>	<b>More than 5 years</b>
<b>2014</b>			
Accounts payable for purchase of energy	122,213,150	-	-
Short term debt	12,000,000	-	-
Long term debt	-	20,000,000	180,000,000
Totals	<u>134,213,150</u>	<u>20,000,000</u>	<u>180,000,000</u>
<b>2013</b>			
Accounts payable for purchase of energy	77,147,180	-	-
Short term debt	-	-	-
Long term debt	-	20,000,000	180,000,000
Totals	<u>77,147,180</u>	<u>20,000,000</u>	<u>180,000,000</u>

#### 27.2.7 Capital risk management

The Company manages its capital to ensure that it can continue as a going concern, while maximizing the return to shareholders through the optimization of debt and equity. The company strategy has not changed since 1998.

The capital structure of the Company consists of net debt (loans and the issuing of Net cash and cash equivalents bonds disclosed in Note 17) and assets (consisting of equity capital, treasury shares, other comprehensive income and retained earnings). The Company reviews the capital structure on a quarterly basis. As part of this review, management considers the cost of capital and the risks associated with each class of capital. The Company has a level of net debt at December 2014 of 117 % (139 % in 2013), determined as the ratio of net debt relative to its equity.

At December 31, 2014 the net debt ratio is presented as follow:

	<b>2014</b>	<b>2013</b>
Debt (short term loans)	12,000,000	-
Issuance of bonds (long term debt)	200,607,076	200,193,149
Cash and cash equivalents	<u>(4,214,886)</u>	<u>(4,958,418)</u>
Total debt - net	<u>208,392,190</u>	<u>195,234,731</u>
Equity	<u>177,963,767</u>	<u>140,937,467</u>
Debt ratio	<u>117%</u>	<u>139%</u>

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### Notes to financial statements for the year ended December 31, 2014

#### 28. Fair value measurement

The methodology set out in IFRS 13 Fair Value measurement specifies a hierarchy of valuation techniques based on whether the variables used in determining the fair value are observable or not. The Company determines the fair value on a recurring and non-recurring basis, as well as for disclosure purposes:

- Based on quoted prices in active markets for identical assets or liabilities that the Company can access at the measurement date (level 1).
- Based on valuation techniques commonly used by market participants using variables other than quoted prices that are observed for the asset or liability, either directly or indirectly (level 2).
- Based on internal valuation techniques discounted cash flows or other valuation models estimated using variable estimates by the company on non-observable assets or liabilities, in the absence of observed variables in the (level 3) market.

Valuation techniques and variables used by the Company in measuring the fair value recognition and disclosure:

Investment property measured at fair value, for purposes of recognition: the price quoted on a specific appraisal of the property is used; these items are classified in Level 1 of the fair value hierarchy.

Customer accounts receivable, accounts payable, short-term debt and deposit customers: the carrying amount approximates fair value because of the short maturity of these instruments.

Long-term debt, for disclosure purposes: Fair value for long-term debt including fixed rate senior notes emissions for B/.100,000,000 and B/.80,000,000 has been determined with level 1 input using quoted prices in active markets for identical liabilities that the Company can access prices at the measurement date. The fair value of long-term debt with variable interest rate for the issuance of corporate bonds by B/.20,000,000 has been determined with level 3 input, using a methodology of discounted cash flows based on the information available in the market. These estimates are subjective in nature and involve uncertainties; consequently, actual results may differ from these estimates.

The value in books and the estimated fair value of the liabilities of the Company that are not recognized at fair value in a separate statement of financial position, but require disclosure at fair value at December 31, 2014 are :

	2014					2013			
	Value in books	Fair Value estimated				Fair Value estimated			
		Level 1	Level 2	Level 3	Total	Level 1	Level 2	Level 3	Total
<b>Liabilities</b>									
Bonds that expire in 2021	101,518	118,674	-	-	118,674	117,956	-	-	117,956
Bonds that expire in 2018	20,173	-	-	18,434	18,434	-	-	18,063	18,063
Bonds that expire in 2017	78,916	79,974	-	-	79,974	72,370	-	-	72,370
<b>Total</b>	<b>200,607</b>	<b>198,648</b>	<b>-</b>	<b>18,434</b>	<b>217,082</b>	<b>190,326</b>	<b>-</b>	<b>18,063</b>	<b>208,389</b>

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#### **29. First-time Adoption of International Financial Reporting Standards (IFRS )**

The Company evaluated all events and transactions that took place between the balance sheet date and the date the financial statements were issued and determined that no additional disclosures are required.

ENSA prepared and presented its financial statements until December 31, 2013 in conformity with accounting principles generally accepted in the United States of America ( hereinafter ,previous GAAP). The financial statements at December 31, 2014 are the first financial statements prepared in accordance with the IFRS.

ENSA has prepared its financial statements that complies with IFRS applicable or allowing early application for the year ended on December 31, 2014 and comparative to December 31st, 2013 financial information, as described in accounting policies section. In preparing these financial statements, the statement of financial position has been prepared dated January 1, 2013, which is the date of the transition to IFRSs adopted by ENSA.

This note explains the significant adjustments made by ENSA in the restatement of financial statements prepared under the previous GAAP prior to the adoption of the IFRS.

The IFRS 1 allows first-time adopters of IFRS to use certain exemptions from a retrospective application of the IFRS adoption. The exemptions applied by ENSA in preparing the statement of financial position under IFRS opening are:

##### **Deemed cost exemption for property, plant and equipment**

ENSA is subject to operating regulations of ASEP. This entity is responsible for regulating and establishing final rates that the company charges its customers. The rates that this regulator approves are designed to recover among other things, operating expenses incurred in providing the service and to obtain a reasonable rate of return on net operating assets based on the accounting records valued at historical cost plus the most efficient investments budgeted during the rate period. ENSA has chosen to use the net book value based on its previous GAAP as cost attributed for property, plant and equipment at the transition date. ENSA has kept its records under accounting principles generally accepted in the United States of America ("US GAAP") until the date of the IFRS adoption.

Under these principles property, plant and equipment are recorded in books on a historical cost basis, some of the accounting policies applied to property, plant and equipment in accordance with previous GAAP require that procurement and construction in progress are recognized at their original cost which includes materials, labor, transportation costs, indirect costs and financial. Costs associated with significant improvements made to property, plant and equipment are capitalized and also major renewal expenditures. The costs associated with repairs and minor replacements are recorded to expense as incurred. The Company also capitalized interest incurred during the construction period. The assets that had have long life, were reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of the asset may not be recoverable through operations. Depreciation and amortization are calculated using the straight-line method based on the estimated useful lives. Given that ENSA kept its books under previous GAAP, accounting principles that bear a close relationship to the requirements of IFRS, no significant adjustments were identified on the property, plant and equipment for the opening statement of financial position under IFRS.

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### **Notes to financial statements**

**for the year ended December 31, 2014**

#### **Deemed cost exemption for intangible assets**

ENSA decided to use the net book value based on previous GAAP, as the deemed cost for intangible assets, based on the exemption applied to property, plant and equipment at the transition date as described in the previous paragraph.

#### **Exemption of transfer of assets originating customers**

ENSA decided to use the option of prospective application. Management took this decision because it is the option that does not represent any operational burden and involves no cost. The retrospective application requires historical information, and given that the typical ages of the assets involved, are probably no longer available, and would be difficult to estimate, so it would have valuations of assets received from third parties on the date of transfer, which it is a difficult requirement. Therefore, ENSA concluded that retrospective application can be impractical, however, could afford the retroactive application provided the valuations and other information, which is required to apply the Interpretation to past transfers, can be obtained reliably with reference to the time when such transfers took place.

#### **Exemption from the determination of whether an agreement contains a lease**

ENSA decided to use the analysis option to the transition date, since this is the option that represents the lowest operating burden and reduces the cost and effort required. This, considering that ENSA under its previous GAAP did not require an analysis to identify whether an agreement contains a lease under all requirements of IFRIC 4 "Determining whether an agreement contains a Lease'. Furthermore, the analysis from the start date of agreement or modification could be impracticable, given the difficulty of assessing agreements initiated several years ago, considering the volume of agreements has ENSA to January 1, 2013, additionally, could be obtained a different conclusion could be obtained about whether the arrangements contains leases based on the facts and circumstances at the date of initiation or modification.

#### **Exemption of decommissioned liabilities included in the cost of property, plant and equipment**

ENSA decided to use the option of taking the value under previous GAAP, because this is the option that represents the lowest operating burden and significantly reduces the cost and effort required to restate an item of property, plant and equipment that have a component removal. This, considering that to retrospectively apply the requirements of IFRIC 1 'Changes in Existing Decommissioning, Restoration and Similar liabilities', would determine changes in the decommissioning liability from the time the obligation arose, recognize the value of change in the liability as a higher or lower value of the asset to which it relates and depreciate the cost of the asset adjusted since then prospectively. Retrospective applications requires historical information, given the typical age of the assets involved, are probably no longer available and would be difficult to estimate and adjust the cost of the asset and the related depreciation arises whenever a change in the liability until the date of transition to IFRS may be impracticable.

#### **Exemption of embedded derivatives**

ENSA performed an analysis to identify the existence of embedded derivatives requiring separation of existing agreements as of December 31, 2012. These contracts were evaluated considering the economic characteristics and risks of the contract types, in order to identify embedded derivatives referred to in agreements and the derivative relationship with the main contract to determine the need for independent separation and measurement. The exchange rate prevailing on the date contracts were classified as executory nature contracts, leases, financing agreements and power purchase contracts. From the analysis, no derivative instruments in debt contracts, leases and executory nature were identified. In the case of contracts for the purchase of thermal energy that indexes the value of the contract by a price formula, we conclude that the associated variable is closely related to the product quoted, so it is not required to the separate the underlying variable from the contract, therefore no exemption is applied.

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### **Notes to financial statements for the year ended December 31, 2014**

#### **Exemption of compound financial instruments**

ENSA determined in accordance with IFRS 1 'First-time Adoption of International Financial Reporting Standards', and considering that January 1, 2013 it does not have any compound financial instruments, nor did it have previously, so it not required to separate any component of a financial instrument.

#### **Exemption from designation of previously recognized financial instruments**

Under previous GAAP the long term financial liabilities were recognized at the amortized cost. ENSA decided to keep the method used under previous GAAP as it is in compliance with the requirements of IFRS for this procedure for which this exemption does not apply.

#### **Exemption of derecognition of financial assets and financial liabilities**

ENSA opted to apply the derecognition requirements of IFRS 9 - Financial Instruments prospectively for transactions occurring after the date of transition.

The following tables explain the material adjustments made by ENSA in the restatement of financial statements prepared under the previous GAAP to IFRS.

The accounting estimates made by ENSA on January 1, 2013 , reflect conditions at the transition date and comparative period , and are consistent with estimates made for the same date under previous GAAP ( after making the necessary adjustments to reflect any difference in accounting policies).

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## Notes to financial statements for the year ended December 31, 2014

Following is a reconciliation between the balance sheet that was presented according to the previous GAAP and IFRS statement of financial position at the date of transition and at the end of the last period included in the most recent annual financial statements submitted by ENSA prepared under previous GAAP:

	Notes	Previous GAAP	Effect of adjustment for transition to IFRS	IFRS at 1st January 2013
<b>Assets</b>				
<b>Current assets</b>				
Cash and cash equivalents		41,773,932	-	41,773,932
Accounts receivable clients and others net	G	68,933,528	(147,878)	68,785,650
Government subsidy		24,904,523	-	24,904,523
Inventory	B	15,409,286	269,392	15,678,678
Other current assets		391,110	-	391,110
<b>Total current assets</b>		<b>151,412,379</b>	<b>121,514</b>	<b>151,533,893</b>
<b>Non-current assets</b>				
Assets for deferred income taxes	I	7,545,843	47,226	7,593,069
Intangibles net		8,271,441	-	8,271,441
Assets for benefits to employees		514,268	(157,422)	356,846
Investment property	A	480,793	243,412	724,205
Other non current assets	D	713,180	38,352	751,532
Property, plant and equipment net	C	307,798,566	1,744	307,800,310
<b>Total non-current assets</b>		<b>325,324,091</b>	<b>173,312</b>	<b>325,497,403</b>
<b>Total assets</b>		<b>476,736,470</b>	<b>294,826</b>	<b>477,031,296</b>
<b>Liabilities and shareholders equity</b>				
<b>Current liabilities</b>				
Generation and transmission		64,344,564	-	64,344,564
Other accounts payable and accrued expenses		32,135,386	-	32,135,386
Customer deposits		2,029,216	-	2,029,216
Regulatory liabilities		1,865,247	-	1,865,247
Income tax payable		17,630,522	-	17,630,522
Liabilities for benefits to employees		33,476	-	33,476
<b>Total current liabilities</b>		<b>118,038,411</b>	<b>-</b>	<b>118,038,411</b>
<b>Non-current liabilities</b>				
Liability for deferred income tax	I	8,575,453	9,974	8,585,427
Liabilities for benefits to employees	E	123,946	154,812	278,758
Customer deposits		4,483,249	-	4,483,249
Provision for contingencies	F	765,589	169,844	935,433
Deferred credits		3,276,982	-	3,276,982
Long term debt	H	200,097,085	47,122	200,144,207
<b>Total non-current liabilities</b>		<b>217,322,304</b>	<b>381,752</b>	<b>217,704,056</b>
<b>Shareholders' equity:</b>				
Common shares		106,098,875	-	106,098,875
Other comprehensive losses accumulated		-	(110,195)	(110,195)
Retained earnings		35,276,880	23,269	35,300,149
<b>Total Shareholders' Equity</b>		<b>141,375,755</b>	<b>(86,926)</b>	<b>141,288,829</b>
<b>Total liabilities and shareholders' equity</b>		<b>476,736,470</b>	<b>294,826</b>	<b>477,031,296</b>

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## Notes to financial statements for the year ended December 31, 2014

		Effect of	IFRS at 31st
	Notes	adjustment for	December 2013
Assets		transition to IFRS	
Cash and cash equivalents			
Accounts receivable clients and others Net		-	4,958,418
Government subsidy		(292,834)	88,085,194
Activo regulatorio			4,185,753
Inventory		(62,395)	16,038,747
Prepaid tax		-	2,003,465
Other current assets		-	380,168
<b>Total current assets</b>		<b>(355,229)</b>	<b>115,651,745</b>
Assets for deferred income taxes			
Intangibles net	I	47,226	1,746,252
Assets for benefits to employees		-	7,659,647
Investment property	E	(157,422)	429,995
Other non current assets		991,712	1,697,505
Property, plant and equipment net		38,352	1,004,313
<b>Total non-current assets</b>		<b>(96,295)</b>	<b>341,982,065</b>
		<b>823,573</b>	<b>354,519,777</b>
<b>Total assets</b>		<b>468,344</b>	<b>470,171,522</b>

		Effects of	IFRS at 31st
	Notes	adjustment for	December 2013
Liabilities and shareholders equity		transition to IFRS	
<b>Current liabilities</b>			
Generation and transmission		-	77,147,180
Other accounts payable and accrued expenses		(63,554)	31,915,819
Customer deposits		-	4,069,994
Liabilities for benefits to employees		-	2,133,020
		-	35,933
<b>Total current liabilities</b>		<b>(63,554)</b>	<b>115,301,946</b>
<b>Non-current liabilities</b>			
Liability for deferred income tax	I	15,757	4,341,896
Liabilities for benefits to employees	E	226,303	423,490
Customer deposits		-	4,565,510
Provision for contingencies	F	174,791	951,882
Deferred credits		-	3,456,181
Long term debt	H	197,999	200,193,149
<b>Total non-current liabilities</b>		<b>614,850</b>	<b>213,932,108</b>
<b>Shareholders' equity:</b>			
Common shares		-	106,098,875
Other comprehensive losses accumulated		(243,383)	(243,383)
Retained earnings		160,431	35,081,976
<b>Total Shareholders' Equity</b>		<b>(82,952)</b>	<b>140,937,468</b>
<b>Total liabilities and shareholders' equity</b>		<b>468,344</b>	<b>470,171,522</b>



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**Notes to financial statements  
for the year ended December 31, 2014**

Following is reconciliation between the profit or loss according to previous GAAP and the profit or loss under IFRS at the end of the latest period in the most recent annual financial statements submitted by ENSA prepared under the previous GAAP:

	<b>Previous PCGA</b>	<b>Effect of IFRS transition adjustments</b>	<b>IFRS at December 31, 2013</b>
Income:			
Energy sales	535,846,311	15,239	535,861,550
Other income	<u>13,724,830</u>	<u>748,300</u>	<u>14,473,130</u>
Total income	549,571,141	763,539	550,334,680
Purchase of energy and transmission charges, net	<u>428,656,502</u>	<u>-</u>	<u>428,656,502</u>
Gross margin in distribution	<u>120,914,639</u>	<u>763,539</u>	<u>121,678,178</u>
Operating Expenses:			
Salaries and related personnel costs	9,525,460	-	9,525,460
Provision for doubtful accounts	1,816,188	-	1,816,188
Repair and maintenance	3,366,771	-	3,366,771
Professional services	16,029,430	(63,554)	15,965,876
Depreciation and amortization	19,369,358	102,986	19,472,344
Administrative and other	9,037,914	371,697	9,409,611
Loss on disposal of fixed assets	<u>582,235</u>	<u>-</u>	<u>582,235</u>
Total operating expenses	<u>59,727,356</u>	<u>411,129</u>	<u>60,138,485</u>
Gains in operations	<u>61,187,283</u>	<u>352,410</u>	<u>61,539,693</u>
Financial income	563,927	(129,281)	434,646
Financial expenses	<u>(11,062,254)</u>	<u>(150,876)</u>	<u>(11,213,130)</u>
Profit before income tax	<u>50,688,956</u>	<u>72,253</u>	<u>50,761,209</u>
Income tax			
Current	13,358,182	-	13,358,182
Deferred (benefit)	<u>1,597,502</u>	<u>5,783</u>	<u>1,603,285</u>
Total income tax	<u>14,955,684</u>	<u>5,783</u>	<u>14,961,467</u>
Net income	<u>35,733,272</u>	<u>66,470</u>	<u>35,799,742</u>

## Elektra Noreste, S.A.

(A 51% subsidiary of Panama Distribution Group, S.A.)

### Notes to financial statements for the year ended December 31, 2014

Following is reconciliation between equity under previous GAAP and equity under IFRS at the date of transition included in the annual financial statements submitted by ENSA prepared under the previous GAAP:

<b>At January 1, 2013</b>		
<b>Total shareholders' equity under previous GAAP</b>	<b>Notes</b>	<b>141,375,755</b>
Investment properties	A	243,412
Inventories	B	269,392
Property, plant, and equipment	C	1,744
Leases	D	38,352
Employee benefits	E	(312,234)
Provision for decommissioning and other provisions	F	(169,844)
Trade and other receivables	G	(147,878)
Long-term debt	H	(47,122)
Net deferred tax liabilities	I	37,252
<b>Total adjustments against shareholders' equity</b>		<b>(86,926)</b>
<b>Total shareholders' equity under IFRS</b>		<b>141,288,829</b>

#### Note A. Investment Property

Consistent with the accounting policy of ENSA, investment property measured at fair value in the opening statement of financial position. Under previous GAAP these properties are measured at cost and are presented as items of property, plant and equipment.

	<b>Amounts expressed in US dollars January 1, 2013</b>
<b>Statement of financial position</b>	
Adjustment to fair value of investment properties	243,412
<b>Adjustment to retained earnings</b>	<b>243,412</b>

#### Note B. Inventory

ENSA under its previous GAAP maintained a reserve for slow moving inventory. This account was written off by the adoption of IFRS as shown below:

	<b>Amounts expressed in US dollars January 1, 2013</b>
<b>Statement of financial position</b>	
Amounts expressed in U.S. dollars	269,392
<b>Adjustment to retained earnings</b>	<b>269,392</b>

#### Note C. Property plant and equipment

Under Local GAAP measures ENSA's property, plant and equipment at cost. On the date of the statement of financial position ENSA has opted to choose the optional exemption to measure items of property, plant and equipment taking the net carrying amount under its previous GAAP.

## Elektra Noreste, S.A.

(A 51% subsidiary of Panama Distribution Group, S.A.)

### Notes to financial statements for the year ended December 31, 2014

The impact caused by the application of the deemed cost exemption is:

	<b>Amounts expressed in US dollars January 1, 2013</b>
<b>Statement of financial position</b>	
Net assets from decommissioning and/or restoration (see Note F)	14,607
Depreciation of warehouse chattels	12,863
<b>Adjustment to retained earnings</b>	<b>1,744</b>

#### Note D. Leases

Under previous GAAP, certain leases where ENSA is the lessee, they were recognized as operating leases regardless of the transfer of risks and benefits. Under IFRS these leases are classified as financial leases, recognizing the corresponding asset and liability associated in the opening statement of financial position. This recognition generated an effect in the line of property, plant and equipment, as well as obligations.

The impact caused by these leases is:

	<b>Amounts expressed in US dollars January 1, 2013</b>
<b>Statement of financial position</b>	
Property, plant and equipment, net	94,819
Balance of the financial obligation	(56,467)
<b>Adjustment to retained earnings</b>	<b>38,352</b>

#### Note E. Employee benefits

ENSA measured under IFRS defined employee benefit plan obligations and other long-term benefits, under the method of the projected unit credit method, using an actuarial calculation. The effect of this recognition is shown as follows:

	<b>Amounts expressed in US dollars January 1, 2013</b>
<b>Statement of financial position</b>	
Plans for post-employment benefits	
Energy discount actuarial calculation - retirees	312,234
<b>Adjustment to retained earnings</b>	<b>312,234</b>

#### Nota F. Provision for dismantling and other provisions.

ENSA under its prior accounting policy was recognizing the dismantling cost of an item of property, plant and equipment in profit or loss at the time when it incurred. Under IFRS, the present value of dismantling costs should be recognized as a provision at the time when the legal or constructive obligation arises or the decision to dismantle is implicit.

**Elektra Noreste, S.A.**

(A 51% subsidiary of Panama Distribution Group, S.A.)

**Notes to financial statements  
for the year ended December 31, 2014**

The impact caused by the provision for dismantling is:

	<b>Amounts expressed in US dollars January 1, 2013</b>
<b>Statement of financial position</b>	
Net assets from decommissioning and/or restoration (see note C)	14,607
Provision for decommissioning and/or restoration of property, plant and equipment	<u>169,844</u>
<b>Adjustment to retained earnings</b>	<b><u>(155,237)</u></b>

**Note G. Accounts receivable clients and other accounts receivable.**

ENSA valued its long term receivables at amortized cost using current market rates when granting the loans. The rate used are as follows:

<b>Type of rate</b>	<b>Using IFRS</b>	<b>Source</b>
Consumer lending rate	Amortized cost massive portfolio	Superintendency of Banks of Panama

The impact originating from the line of Trade and other accounts receivable are as follows:

	<b>Amounts expressed in US dollars January 1, 2013</b>
<b>Statement of financial position</b>	
Trade and other receivables	
Amortized cost of receivables massive portfolio	(8,856)
Interest on arrears	<u>(139,022)</u>
<b>Adjustment to retained earnings</b>	<b><u>(147,878)</u></b>

**Note H. Long term debt**

The impact on credit that corresponds to valuation adjustment to the amortized cost for non-current debt, using the effective interest rate was as follows:

	<b>Amounts expressed in US dollars January 1, 2013</b>
<b>Statement of financial position</b>	
Amortized cost of financial liabilities	<u>47,122</u>
<b>Adjustment to retained earnings</b>	<b><u>(47,122)</u></b>

## **Elektra Noreste, S.A.**

(A 51% subsidiary of Panama Distribution Group, S.A.)

### **Notes to financial statements**

**for the year ended December 31, 2014**

#### **Note I. Net liabilities for deferred taxes**

Under previous GAAP, ENSA determined that deferred taxes are based on the balance sheet method, which involves calculating the deferred tax asset and liability items of the statement of financial position to present temporary differences regarding fiscal balances which is the same methodology applied under IFRS. Under both standards, the excess and losses are recognized as a deferred tax asset when it is probably recoverable.

The following items of tax deferred product adjustments under the IFRS adoption were determined based on a tax rate of 30%.

	<b>At January 1, 2013</b>
Property, plant, and equipment	3,859
Investment properties	(73,024)
Inventory	(80,817)
Financial leasing	(11,506)
Trade and other receivables	44,363
Credits, loans and other liabilities	14,137
Employee benefits	46,443
Provisions	46,571
Tax effect on other comprehensive income	<u>47,226</u>
<b>Net decrease of deferred tax liability</b>	<b><u><u>37,252</u></u></b>

#### **30. Subsequent events**

The Company evaluated all the events and transactions that took place between the dates on the balance sheet and the date on which the financial statements were issued and determined that no additional disclosures are required.

#### **31. Approval of the financial statements**

The financial statements were approved by the Board of Directors and authorized to be issued on February 26, 2015.

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