

**Lakeside Network  
Investments Holding B.V.  
Amsterdam  
Annual Accounts  
December 31, 2013**

**Lakeside Network Investments Holding B.V.**  
**Amsterdam**  
**December 31, 2013**

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**Lakeside Network Investments Holding B.V.**  
**Amsterdam**  
**Balance Sheet as at December 31, 2013**  
**(before appropriation of results)**

	<i>Notes</i>	<i>12/31/2013</i>	<i>12/31/2012</i>
<b><i>ASSETS</i></b>			
<b>Fixed Assets</b>			
Financial fixed assets	4.1	2 014 500	592 777 500
<b>Current Assets</b>			
Receivables	4.2	346 295	61 367 617
Cash and cash equivalents		222 381	19 712
		<u>568 676</u>	<u>61 387 329</u>
<b>TOTAL ASSETS</b>		<u>2 583 176</u>	<u>654 164 829</u>
 <b><i>SHAREHOLDER'S EQUITY AND LIABILITIES</i></b>			
<b>Shareholder's Equity</b>			
Issued and fully paid share capital	4.3	18 000	18 000
Share Premium		1 984 000	1 984 000
Retained earnings		221 992	(19 831)
Net result for the year		245 765	241 823
		<u>2 469 757</u>	<u>2 223 992</u>
<b>Non-current liabilities</b>	4.4	-	590 893 000
<b>Current Liabilities</b>	4.5	113 419	61 047 837
<b>TOTAL SHAREHOLDER'S EQUITY AND LIABILITIES</b>		<u>2 583 176</u>	<u>654 164 829</u>

**Lakeside Network Investments Holding B.V.**  
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**Profit and Loss Account for the year ended December 31, 2013**

	<i>Notes</i>	<i>12/31/2013</i>	<i>12/31/2012</i>
<b><u>Operational Income/(Expense)</u></b>			
General and administrative expenses	5.1	<u>(71 256)</u>	<u>-101 278</u>
		(71 256)	(101 278)
<b><u>Financial Income/(Expense)</u></b>			
Loan interest income		56 255 989	61 356 034
Loan interest expense		-55 873 175	-60 941 627
Result of investment disposal		-500	-
Bank interest		247	19
Currency exchange result		<u>-</u>	<u>-1</u>
		382 561	414 425
Result before provision for corporate tax		<u>311 305</u>	<u>313 147</u>
Corporate income tax	5.2	(65 540)	(71 324)
<b>NET RESULT FOR THE YEAR</b>		<u><u>245 765</u></u>	<u><u>241 823</u></u>

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## **1 General**

The Company, incorporated on July 14, 2011, is a limited liability company with its statutory seat in Amsterdam, the Netherlands. On November 24, 2010, the name of the Company was changed from Maleta B.V. to Lakeside Network Investments Holding B.V.

The Company is wholly owned by Lakeside Network Investments S.à r.l.

The principal activity of the Company is the holding and financing of group companies.

### **Consolidation**

The Company applies the exemption for consolidation under Article 408, Book 2 of the Dutch Civil Code. A copy of the consolidated financial statements of the Company's parent, Lakeside Network Investments S.à r.l., will be filed with the Chamber of Commerce together with the standalone financials of the Company.

### **Use of estimates**

In applying the accounting policies and guidelines for preparing the financial statements, management makes a range of estimates and judgments that might be essential for the amounts disclosed in the financial statements. If necessary for the purposes of providing the view required under Section 362(1), Book 2, of the Dutch Civil Code, the nature of these estimates and judgments, including the related assumptions, is disclosed in the notes to the Financial Statement items in question. Actual amounts may differ from these estimates.

### **Comparison with previous year**

The accounting policies have been consistently applied to all the years presented.

## **2 Accounting policies for the balance sheets**

The accompanying Financial Statements have been prepared in accordance with the statutory provisions of Part 9, Book 2, of the Netherlands Civil Code and the firm pronouncements in the Guidelines for Annual Reporting in the Netherlands as issued by the Dutch Accounting Standards Board, taking into account the exemptions offered by the Dutch Accounting Standards Board.

In general, assets and liabilities are stated at the amounts at which they were incurred or current value. If not specifically stated otherwise, they are recognized at the amounts at which they were acquired or incurred. The balance sheet and income statement include references to the notes.

### **Mergers and acquisitions**

Mergers and acquisitions are recognized in the financial statement according to carry-over accounting method. In the case of a transaction under common control, the carry-over accounting method is applied. This means that the transaction is stated at the carrying amount in the financial statements for the financial year, in line with the amount included in the financial statements of the parent, as if the merger had been effective as from the beginning of the financial year. The comparative figures are not restated.

### **Participations**

Participating interests over whose financial and operating activities the Company exercises significant influence are valued using the cost method taking into account permanent impairment losses.

The Company assesses at each balance sheet date whether a financial asset is impaired. If there is objective evidence of a permanent impairment, the amount of the impairment loss is determined and recognized in the income statement for financial assets carried at cost.

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If the value of the participating interest under the cost method has become nil, this method is no longer applied, with the participating interest being valued at nil, if the circumstances are unchanged. In connection with this, any long-term interests that, in substance, form part of the investor's net investment in the participating interest, are included. An accrual is recorded if and to the extent the Company stands surety for all or part of the debts of the participating interest or if it has a constructive obligation to enable the participating interest to repay its debts.

**Loans receivable**

Receivables disclosed under financial assets are recognized initially at fair value of the amount owed, which normally consists of its face value, net of any provisions considered necessary. These receivables are subsequently measured at amortised cost.

**Receivables**

Receivables are valued at face value less a provision for possible uncollectible accounts.

**Cash and cash equivalents**

Cash and cash equivalents include cash in hand, bank balances and deposits held at call with maturities of less than 12 months. Bank overdrafts, if any, are shown within borrowings in current liabilities on the balance sheet. Cash and cash equivalents are stated at face value. Cash is at the free and unrestricted disposal of the Company.

**Equity**

Direct changes in equity are recognised net of the relevant income tax effects.

**Non-current liabilities**

Borrowings are initially recognised at fair value, net of transaction costs incurred.

Any difference between the proceeds (net of transaction costs) and the redemption value is recognised as interest in the income statement over the period of the borrowings using the effective interest method.

**3 Accounting policies for the income statement**

**General**

Profit or loss is determined as the difference between the rental income from investment property and the costs and other charges for the year. Revenues on transactions are recognised in the year in which they are realised.

**Other expenses**

Other expenses comprise costs chargeable to the year that are not directly attributable to the cost of the goods sold.

**Financial income and expenses**

Interest paid and received is recognised on a time-weighted basis, taking account of the effective interest rate of the assets and liabilities concerned. When recognising interest paid, allowance is made for transaction costs on loans received as part of the calculation of effective interest.

**Taxation**

Income tax is calculated on the profit/loss before tax in the income statement, taking into account any losses carried forward from previous financial years (where not included in deferred income tax assets) and tax-exempt items, and plus non-deductible expenses. Account is also taken of changes in deferred income tax assets and liabilities owing to changes in the applicable tax rates.

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**4 Notes to the Balance Sheet**

<b>4.1 Financial fixed assets</b>	<i>12/31/2013</i>	<i>12/31/2012</i>
Participations	2 014 500	2 002 500
Loans receivable	-	590 775 000
	<u>2 014 500</u>	<u>592 777 500</u>

Participations

On November 22, 2013 the Company acquired Elenia Holdings S.à.r.l. and became the owner of 1,250,000 shares, representing 100% of the shares of the Elenia Holdings S.à.r.l. At balance sheet date the Company is the owner of 90% of the shares of Elenia Holdings S.à.r.l., following an issue shares by Elenia Holdings S.à.r.l. to another group entity.

On November 22, 2013 the Company contributed and transferred the ownership of 100 shares (100%) of Elenia Oy with an aggregate nominal value of EUR 2,002,000 to Elenia Holdings S.à.r.l. as a share premium contribution in kind.

Loans receivable

On November 28, 2013 in order to effect a restructuring of the intercompany financing within the group, the Company assigned and transferred its rights, including any interest receivable, on the shareholder loan A made available to Elenia Oy in the aggregate amount of EUR 310,852,560 (being principal amount of EUR 295,044,084 and accrued interest amount of EUR 15,808,476), to three different parties within the group in the following proportions:

to Kimi Finance B.V.: EUR 139,883,652  
to Tampere Finance B.V.: EUR 139,883,652  
to Pispala Finance B.V.: EUR 31,085,256

In addition, on November 28, 2013 as part of the restructuring of the intercompany financing within the group, the Company assigned and transferred its rights, including any interest receivable, on the shareholder loan B made available to Elenia Oy in the aggregate amount of EUR 327,532,134 (being principal amount of EUR 295,387,500 and accrued interest amount of EUR 32,144,634), to three different parties within the group in the following proportions:

to Kimi Finance B.V.: EUR 147,389,460  
to Tampere Finance B.V.: EUR 147,389,460  
to Pispala Finance B.V.: EUR 32,753,214

As consideration for the assignment of the shareholder loan A and shareholder loan B, each of Kimi Finance B.V., Tampere Finance B.V. and Pispala Finance B.V. issued and signed a Promissory Note A and a Promissory Note B in favour of the Company for amounts equal to the assigned amounts. These Promissory Notes are hereinafter referred to the New Loans A and the New Loans B.

The Company in turn assigned its rights and interest under the New Loans A and the New Loans B to Lakeside Network Investments S.à.r.l. to settle the Company's obligations under an existing shareholder loan A (EUR 299,000,000) and an existing shareholder loan B (EUR 299,000,000) granted to the Company by Lakeside Network Investments S.à.r.l. on December 19, 2011, including the interest accrued and outstanding on these loans at the time of the assignment.

Following the restructuring of the intercompany financing, at balance sheet date the Company's loans receivable consist of one loan to Elenia Oy in the amount of EUR 343,416. This remaining part of the shareholder loan A bears interest at a rate of 9% based on the actual number of days elapsed in a year. The remaining loan is expected to be repaid in the course of the next financial year. As a result, the loan is reclassified into short term assets.

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<b>4.2 Receivables</b>	<i>12/31/2013</i>	<i>12/31/2012</i>
Loan receivable	343 416	-
Loan interest receivable	2 879	61 367 617
	<u>346 295</u>	<u>61 367 617</u>

**4.3 Shareholders' equity**

The authorized share capital of the Company amounts to EUR 90,000 divided into shares A 6,300,000 and shares B 2,700,000 of EUR 0.01 each. At balance sheet date a total of 1,800,000 of shares A were issued and fully paid up.

Movements in the shareholder's equity accounts are as follows:

	<i>12/31/2012</i>	<i>Changes for the Year</i>	<i>12/31/2013</i>
Issued and fully paid share capital	18 000	-	18 000
Share Premium	1 984 000	-	1 984 000
Retained earnings	(19 831)	241 823	221 992
Net result prior year	241 823	(241 823)	-
Net result for the year	-	245 765	245 765
	<u>2 223 992</u>	<u>245 765</u>	<u>2 469 757</u>

**4.4 Non-current liabilities**

The Company assigned its rights and interest under the New Loans A and the New Loans B to Lakeside Network Investments S.à.r.l. to settle the Company's obligations under an existing shareholder loan A (EUR 299,000,000) and an existing shareholder loan B (EUR 299,000,000) granted to the Company by Lakeside Network Investments S.à.r.l. on December 19, 2011, including the interest accrued and outstanding on these loans at the time of the assignment.

<b>4.5 Current liabilities</b>	<i>12/31/2013</i>	<i>12/31/2012</i>
Loan interest payable	-	60 953 116
CIT payables	67 951	64 714
Accounts payable	19 468	4 857
Accrued expenses	13 500	25 150
Intercompany payable to GS Lux Management Services S.à.r.l.	12 500	-
	<u>113 419</u>	<u>61 047 837</u>

**4.6 Commitments and contingencies**

All current and future assets of the Company such as intercompany receivables from Elenia Oy and bank account held in Nordea Bank Finland Plc have been pledged as per the security agreement, dated December 17, 2013.

According to the security agreement, dated December 17, 2013, the shares of Elenia Holdings S.à.r.l. have been pledged to Citicorp Trustee Company Limited.

According to the security agreement, dated December 17, 2013, the shares of the Company's indirect subsidiary Elenia Oy have been pledged to Citicorp Trustee Company Limited.



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**5 Notes to the Profit and Loss Account**

**5.1 General and administrative expenses**

	<i>12/31/2013</i>	<i>12/31/2012</i>
Management and accounting fees	27,212	42,521
Tax advisory fees	32,071	15,354
Audit fees	10,726	18,150
Legal fees	1,131	24,876
Bank charges	116	235
General expenses	-	142
	<u>71,256</u>	<u>101,278</u>

**5.2 Corporate income tax**

	<i>12/31/2013</i>	<i>12/31/2012</i>
Corporate income tax expense	(67,951)	(71,324)
Corporate income tax refund for 2012	2,411	-
	<u>(65,540)</u>	<u>(71,324)</u>

**6 Directors and employees**

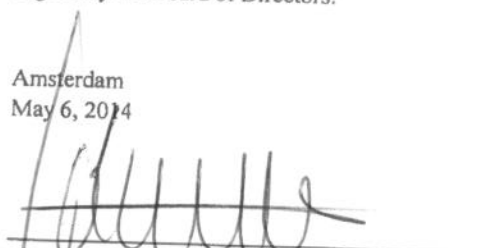
The Company has no employees.


The Company has three directors. No loans or advances have been given to or received from the director.

The Company has no supervisory directors.

Signed by the Board of Directors:

Amsterdam  
 May 6, 2014

  
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 V. P. D. Menard

  
 \_\_\_\_\_  
 D. C. Kulk

  
 \_\_\_\_\_  
 Trust International Management (T.I.M.) B.V.

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**1 Proposed Appropriation of Results**

Subject to the provision under Dutch law no dividends can be declared until all losses have been recovered. Profits are at the disposal of the Annual General Meeting of Shareholders in accordance with the Company's Articles of Incorporation.

**2 Post Balance Sheet Events**

No other matters or circumstances of importance have arisen since the end of the financial year that have significantly affected or may significantly affect the operations of the Company, the results of those operations or the state of affairs of the Company in subsequent financial periods.

**3 Independent Auditors' Report**

Reference is made to the independent auditors' report as included hereinafter.

## Independent auditor's report

To: general meeting of shareholders of Lakeside Network Investments B.V.

We have audited the accompanying financial statements 2013 of Lakeside Network Investments B.V., Amsterdam, which comprise the balance sheet as at 31 December 2013, the profit and loss account for the year then ended and the notes, comprising a summary of the accounting policies and other explanatory information.

### *Management's responsibility*

Management is responsible for the preparation and fair presentation of these financial statements in accordance with Part 9 of Book 2 of the Dutch Civil Code. Furthermore management is responsible for such internal control as it determines is necessary to enable the preparation of the financial statements that are free from material misstatement, 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 Dutch law, including the Dutch Standards on Auditing. This requires 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 with respect to the financial statements*

In our opinion, the financial statements give a true and fair view of the financial position of Lakeside Network Investments B.V. as at 31 December 2013 and of its result for the year then ended in accordance with Part 9 of Book 2 of the Dutch Civil Code.

Zwolle, 28 April 2014

Ernst & Young Accountants LLP



M. Rooks