

METKA - EGN LIMITED
FINANCIAL STATEMENTS
31 December 2022

METKA - EGN LIMITED

FINANCIAL STATEMENTS

Year ended 31 December 2022

CONTENTS

PAGE

Board of Directors and other officers	1
Management Report	2
Independent auditor's report	3 - 5
Statement of financial position	6
Statement of comprehensive income	7
Statement of changes in equity	8
Cash flow statement	9
Notes to the financial statements	10 - 42

METKA - EGN LIMITED

BOARD OF DIRECTORS AND OTHER OFFICERS

Board of Directors:	Ioannis Antonopoulos (appointed on 15/5/2023) Antis Kaplanis Nikolaos Papapetrou Christos Patsalides Stylianos Palikaras (resigned on 15/5/2023)
Company Secretary:	Maria Chronia
Independent Auditors:	Grant Thornton (Cyprus) Limited Certified Public Accountants and Registered Auditors
Registered office:	Dimitriou Karatasou 15 ANASTASIO MEGARO, Floor 6, Flat 602 2024, Strovolos, Nicosia Cyprus
Bankers:	Eurobank Cyprus Ltd Piraeus Bank A.E. UBCI Groupe BNP Paribas National Bank of Greece (ETE)
Registration number:	HE 343336

METKA - EGN LIMITED

MANAGEMENT REPORT

The Board of Directors presents its report and audited financial statements of the Company for the year ended 31 December 2022.

Principal activities and nature of operations of the Company

The principal activities of the Company, which are unchanged from last year, are the holding of investments and the provision of solar power products and services.

Review of current position, future developments and performance of the Company's business

The Company's development to date, financial results and position as presented in the financial statements are considered satisfactory.

Principal risks and uncertainties

The principal risks and uncertainties faced by the Company are disclosed in notes 6, 30 and 34 of the financial statements.

Existence of branches

The Company during the year operated additionally through a branch in Tunisia.

On 29 March 2021, the Board of Directors decided to terminate the Company's operations in Iran and to liquidate the Iranian Branch. The liquidation of the branch is still in process.

Share capital

There were no changes in the share capital of the Company during the year under review.

Board of Directors

The members of the Company's Board of Directors as at 31 December 2022 and at the date of this report are presented on page 1. With the exception of Mr. Ioannis Antonopoulos, all other Directors were members of the Board of Directors throughout the year ended 31 December 2022. On 15 May 2023, Mr. Stylianos Palikaras resigned from office, and Mr. Ioannis Antonopoulos was appointed as a Director on the same day.


In accordance with the Company's Articles of Association Mr. Ioannis Antonopoulos retires at the next Annual General Meeting and being eligible offers himself for re-election

There were no significant changes in the assignment of responsibilities and remuneration of the Board of Directors.

Independent Auditors

The Independent Auditors, Grant Thornton (Cyprus) Limited, have expressed their willingness to continue in office and a resolution giving authority to the Board of Directors to fix their remuneration will be proposed at the Annual General Meeting.

By order of the Board of Directors,



Nikolaos Papapetrou
Director

Nicosia, 28 February 2024

Independent Auditor's Report to the Members of Metka - EGN Limited

Grant Thornton (Cyprus) Limited
143 Spyrou Kyprianou Avenue
Chrysanthou Business Centre
3083, Limassol
P.O. Box 56513
3307, Limassol
Cyprus

T +357 25248000
F +357 25344425

[linkedin.com/company/grantthorntoncy](https://www.linkedin.com/company/grantthorntoncy)
[facebook.com/grantthorntoncyprus](https://www.facebook.com/grantthorntoncyprus)
twitter.com/grantthorntoncy

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of parent company Metka - EGN Limited (the "Company"), which are presented in pages 6 to 42 and comprise the statement of financial position as at 31 December 2022, and the statements of comprehensive income, changes in equity and cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of parent company Metka - EGN Limited as at 31 December 2022, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union and the requirements of the Cyprus Companies Law, Cap. 113.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the "Auditor's Responsibilities for the Audit of the Financial Statements" section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code) together with the ethical requirements that are relevant to our audit of the financial statements in Cyprus, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other information

The Board of Directors is responsible for the other information. The other information comprises the information included in the Management Report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Independent Auditor's Report to the Members of Metka - EGN Limited (continued)

Responsibilities of the Board of Directors for the Financial Statements

The Board of Directors is responsible for the preparation of financial statements that give a true and fair view in accordance with International Financial Reporting Standards as adopted by the European Union and the requirements of the Cyprus Companies Law, Cap. 113 and for such internal control as the Board of Directors determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

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

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

Independent Auditor's Report to the Members of Metka - EGN Limited (continued)

Report on Other Legal Requirements

Pursuant to the additional requirements of the Auditors Law of 2017, we report the following:

- In our opinion, the Management Report has been prepared in accordance with the requirements of the Cyprus Companies Law, Cap 113, and the information given is consistent with the financial statements.
- In our opinion, in the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Management Report.

Other Matter

This report, including the opinion, has been prepared for and only for the Company's members as a body in accordance with Section 69 of the Auditors Law of 2017 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whose knowledge this report may come to.



Polyvios Polyviou

Certified Public Accountant and Registered Auditor

for and on behalf of

Grant Thornton (Cyprus) Limited

Certified Public Accountants and Registered Auditors

Limassol, 28 February 2024

METKA - EGN LIMITED

STATEMENT OF FINANCIAL POSITION

31 December 2022

	Note	2022 €	2021 €
ASSETS			
Non-current assets			
Property, plant and equipment		46,225	46,378
Intangible assets		1,545	1,545
Investments in subsidiaries	8	4,215,165	3,076,014
Deferred tax assets	17	171,362	6,039
		<u>4,434,297</u>	<u>3,129,976</u>
Current assets			
Inventories and work in progress	12	25,215,224	23,048,239
Trade and other receivables	13	223,867,400	126,917,247
Loans receivable	11	68,920,790	35,686,804
Derivatives designated as hedging instruments	10	-	3,197,469
Refundable taxes	20	806,172	-
Cash at bank and in hand	14	33,005,447	11,737,567
		<u>341,615,033</u>	<u>200,567,316</u>
Total assets		<u>346,049,330</u>	<u>203,697,292</u>
EQUITY AND LIABILITIES			
Equity			
Share capital	15	2,000	2,000
Share premium		999,000	999,000
Other reserves		(4,113,188)	2,126,934
Retained earnings		<u>55,032,264</u>	<u>44,940,886</u>
Total equity		<u>51,920,066</u>	<u>49,068,820</u>
Non-current liabilities			
Deferred tax liabilities	17	<u>10,807</u>	<u>39,538</u>
		<u>10,807</u>	<u>39,538</u>
Current liabilities			
Trade and other payables	18	140,587,213	76,509,679
Contract liabilities	19	11,287,723	-
Borrowings	16	139,235,364	78,714,235
Derivative financial instruments	10	3,008,157	-
Current tax liabilities	20	-	365,020
		<u>294,118,457</u>	<u>155,588,934</u>
Total liabilities		<u>294,129,264</u>	<u>155,628,472</u>
Total equity and liabilities		<u>346,049,330</u>	<u>203,697,292</u>

On 28 February 2024 the Board of Directors of Metka - EGN Limited authorised these financial statements for issue.

Ioannis Anagnostopoulos
Director

Antis Kapetanidis
Director

Nikolaos Papapetrou
Director

Christos Patsalides
Director

The notes on pages 10 to 42 form an integral part of these financial statements.

METKA - EGN LIMITED**STATEMENT OF COMPREHENSIVE INCOME**

Year ended 31 December 2022

	Note	2022 €	2021 €
Revenue	21	141,441,987	180,876,969
Cost of sales	22	<u>(139,664,673)</u>	<u>(167,030,630)</u>
Gross profit		1,777,314	13,846,339
Other operating income	23	2,258,220	10,645,073
Selling and distribution expenses	24	-	(70,000)
Administration expenses	25	(7,043,160)	(3,695,491)
Other expenses	26	<u>(247,271)</u>	<u>(418,740)</u>
Operating (loss)/profit		(3,254,897)	20,307,181
Finance income	28	18,165,447	1,396,598
Finance costs	28	<u>(5,212,545)</u>	<u>(3,382,318)</u>
Profit before tax		9,698,005	18,321,461
Tax	29	<u>393,363</u>	<u>(1,132,469)</u>
Net profit for the year		<u>10,091,368</u>	<u>17,188,992</u>
Other comprehensive income			
Exchange difference arising on the translation of foreign branches		(34,506)	33,294
Net value (losses)/gains/losses on financial assets		(6,205,616)	8,337,942
Actual gain		-	6,770
Deferred tax on actuarial (gain)/loss		<u>-</u>	<u>(4,438)</u>
Other comprehensive income for the year		<u>(6,240,122)</u>	<u>8,373,568</u>
Total comprehensive income for the year		<u>3,851,246</u>	<u>25,562,560</u>

The notes on pages 10 to 42 form an integral part of these financial statements.

STATEMENT OF CHANGES IN EQUITY

Year ended 31 December 2022

	Share capital €	Share premium €	Other reserve €	Translation reserve €	Retained earnings €	Total €
Balance at 1 January 2021	<u>2.000</u>	<u>999.000</u>	<u>(5.142.815)</u>	<u>(1.103.819)</u>	<u>27.751.894</u>	<u>22.506.260</u>
Comprehensive income						
Net profit for the year	-	-	-	-	17.188.992	17.188.992
Exchange difference arising on the translation of foreign branches	-	-	-	33.294	-	33.294
Net value losses on financial assets	-	-	8.337.942	-	-	8.337.942
Actuarial loss	-	-	6.770	-	-	6.770
Deferred tax on actuarial loss	-	-	(4.438)	-	-	(4.438)
Total comprehensive income for the year	<u>-</u>	<u>-</u>	<u>8.340.274</u>	<u>33.294</u>	<u>17.188.992</u>	<u>25.562.560</u>
Balance at 31 December 2021/ 1 January 2022	<u>2.000</u>	<u>999.000</u>	<u>3.197.459</u>	<u>(1.070.525)</u>	<u>44.940.886</u>	<u>48.068.820</u>
Comprehensive income						
Net profit for the year	-	-	-	-	10.091.368	10.091.368
Exchange difference arising on the retranslation of foreign branches	-	-	-	(34.506)	-	(34.506)
Net value losses on financial assets	-	-	(6.205.616)	-	-	(6.205.616)
Total comprehensive income for the year	<u>-</u>	<u>-</u>	<u>(6.205.616)</u>	<u>(34.506)</u>	<u>10.091.368</u>	<u>3.851.246</u>
Balance at 31 December 2022	<u>2.000</u>	<u>999.000</u>	<u>(3.008.157)</u>	<u>(1.105.031)</u>	<u>55.032.254</u>	<u>51.920.066</u>

Companies, which do not distribute 70% of their profits after tax, as defined by the Special Contribution for the Defence of the Republic Law, within two years after the end of the relevant tax year, will be deemed to have distributed this amount as dividend on the 31 of December of the second year. The amount of the deemed dividend distribution is reduced by any actual dividend already distributed by 31 December of the second year for the year the profits relate. The Company pays special defence contribution on behalf of the shareholders over the amount of the deemed dividend distribution at a rate of 17% (applicable since 2014) when the entitled shareholders are natural persons tax residents of Cyprus and have their domicile in Cyprus. In addition, the Company pays on behalf of the shareholders General Healthcare System (GHS) contribution at a rate of 2,65%, when the entitled shareholders are natural persons tax residents of Cyprus, regardless of their domicile.

CASH FLOW STATEMENT

Year ended 31 December 2022

	Note	2022 €	2021 €
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before tax		9,698,005	18,321,461
Adjustments for:			
Depreciation of property, plant and equipment		-	55,017
Depreciation of right-of-use assets	7	-	139,564
Exchange difference arising on the translation and consolidation of foreign branches		(74,199)	35,626
Amortisation of computer software		-	3,777
Profit from the sale of investments in subsidiaries		-	(10,642,012)
Interest income	28	(817,343)	(1,140,823)
Interest expense	28	3,609,504	2,340,198
Unrealised exchange (profit)/loss		(2,341,003)	(1,208,130)
		10,074,964	7,904,678
Changes in working capital:			
Increase in inventories		(2,166,985)	(5,761,119)
Increase in trade and other receivables		(96,750,153)	(84,052,765)
Increase in trade and other payables		64,077,534	61,659,402
Increase in contract liabilities		11,287,723	-
		(13,476,917)	(20,249,804)
Cash used in operations		(932,038)	(553,630)
Tax paid			
		(14,408,955)	(20,803,434)
Net cash used in operating activities			
CASH FLOWS FROM INVESTING ACTIVITIES			
Payment for purchase of intangible assets		-	(13,409)
Payment for purchase of property, plant and equipment		-	(146,381)
Payment for purchase of investments in subsidiaries	8	-	(3,240,502)
Cash of branch converted to subsidiary	9	-	(1,747,343)
Movement in loans granted (additions/repayments)	11	(21,234,791)	(996,935)
Proceeds from sale of investments in subsidiary undertakings		-	11,476,454
Interest received		-	244
		(21,234,791)	5,332,128
Net cash (used in)/generated from investing activities			
CASH FLOWS FROM FINANCING ACTIVITIES			
Payments of leases liabilities		-	(139,826)
Movement in borrowings (proceeds/repayments)	16	56,910,259	8,400,030
Interest paid		-	(6,118)
		56,910,259	8,254,086
Net cash generated from financing activities			
Net increase/(decrease) in cash and cash equivalents		21,266,513	(7,217,220)
Cash and cash equivalents at beginning of the year		11,734,240	18,951,460
Cash and cash equivalents at end of the year	14	33,000,753	11,734,240

The notes on pages 10 to 42 form an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

1. Incorporation and principal activities

Country of incorporation

The Company Metka - EGN Limited (the "Company") was incorporated in Cyprus on 19 May 2015 as a private limited liability company under the provisions of the Cyprus Companies Law, Cap. 113. Its registered office is at Dimitriou Karatasou 15, ANASTASIO MEGARO, Floor 6, Flat 602, 2024, Strovolos, Nicosia, Cyprus.

Principal activities

The principal activities of the Company, which are unchanged from last year, are the holding of investments and the provision of solar power products and services.

Existence of branches

During the year, the Company operated additionally through a branch in Tunisia.

On 29 March 2021, the Board of Directors decided to terminate the Company's operations in Iran and to liquidate the Iranian Branch. The liquidation of the branch is still in process.

2. Basis of preparation

The financial statements of the Company have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union (EU) and the requirements of the Cyprus Companies Law, Cap. 113.

These financial statements are the separate financial statements. The Company has not prepared consolidated financial statements as the exemption from consolidation in paragraph 4(a) of IFRS10 'Consolidated Financial Statements', has been used. The Company's ultimate parent is Mytilineos S.A., a Company incorporated in Greece which prepares consolidated financial statements available for public use that comply with International Financial Reporting Standards as issued by the IASB. These consolidated financial statements can be viewed at <https://www.mytilineos.gr>.

The preparation of financial statements in conformity with IFRSs requires the use of certain critical accounting estimates and requires Management to exercise its judgment in the process of applying the Company's accounting policies. It also requires the use of assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based on Management's best knowledge of current events and actions, actual results may ultimately differ from those estimates.

3. Adoption of new or revised standards and interpretations

During the current year the Company adopted all the new and revised International Financial Reporting Standards (IFRS) that are relevant to its operations and are effective for accounting periods beginning on 1 January 2022. This adoption did not have a material effect on the accounting policies of the Company.

4. Significant accounting policies

The principal accounting policies adopted in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented in these financial statements unless otherwise stated.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

4. Significant accounting policies (continued)

Subsidiary companies

Subsidiaries are entities controlled by the Company. Control exists where the Company is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee.

Investments in subsidiary companies are stated at cost less provision for impairment in value, which is recognised as an expense in the period in which the impairment is identified.

Property, plant and equipment

Property, plant and equipment are stated at historical cost less accumulated depreciation and any accumulated impairment losses.

Depreciation is calculated on the straight-line method so as to write off the cost of each asset to its residual value over its estimated useful life. The annual depreciation rates used are as follows:

	%
Furniture, fixtures and office equipment	4-7 years
Right-of-use assets	3 years

Right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying asset. If a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Company expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset.

The assets residual values and useful lives are reviewed, and adjusted if appropriate, at each reporting date.

Where the carrying amount of an asset is greater than its estimated recoverable amount, the asset is written down immediately to its recoverable amount.

Expenditure for repairs and maintenance of property, plant and equipment is charged to profit or loss of the year in which it is incurred. The cost of major renovations and other subsequent expenditure are included in the carrying amount of the asset when it is probable that future economic benefits in excess of the originally assessed standard of performance of the existing asset will flow to the Company. Major renovations are depreciated over the remaining useful life of the related asset.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is fair value as at the date of acquisition. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses. Internally generated intangible assets, excluding capitalised development costs, are not capitalised and expenditure is reflected in profit or loss in the year in which the expenditure is incurred. The useful lives of intangible assets are assessed to be either finite or indefinite.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

4. Significant accounting policies (continued)

Intangible assets (continued)

Intangible assets with finite lives are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life is reviewed at least at each financial year end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in profit or loss in the expense category consistent with the function of the intangible asset.

Intangible assets with indefinite useful lives are tested for impairment annually either individually or at the cash generating unit level. Such intangibles are not amortised. The useful life of an intangible asset with an indefinite life is reviewed annually to determine whether indefinite life assessment continues to be supportable. If not, the change in the useful life assessment from indefinite to finite is made on a prospective basis.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in profit or loss when the asset is derecognised.

Computer software

Costs that are directly associated with identifiable and unique computer software products controlled by the Company and that will probably generate economic benefits exceeding costs beyond one year are recognised as intangible assets. Subsequently computer software is carried at cost less any accumulated amortisation and any accumulated impairment losses. Expenditure which enhances or extends the performance of computer software programs beyond their original specifications is recognised as a capital improvement and added to the original cost of the computer software. Costs associated with maintenance of computer software programs are recognised as an expense when incurred. Computer software costs are amortised using the straight-line method over their useful lives, not exceeding a period of three years. Amortisation commences when the computer software is available for use.

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

Leases

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- the contract involves the use of an identified asset - this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;
- the Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- the Company has the right to direct the use of the asset. The Company has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Company has the right to direct the use of the asset if either:
 - the Company has the right to operate the asset; or
 - the Company designed the asset in a way that predetermines how and for what purpose it will be used.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

4. Significant accounting policies (continued)

Leases (continued)

At inception or on reassessment of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices. However, for the leases of land and buildings in which it is a lessee, the Company has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Company as lessee

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of the right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments;

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Impairment of non-financial assets

Assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment. Assets that are subject to depreciation or amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Non financial assets, other than goodwill, that have suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.

Financial assets

Financial assets - Classification

The Company classifies its financial assets in the following measurement categories:

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

4. Significant accounting policies (continued)

Financial assets (continued)

Financial assets - Classification (continued)

- those to be measured subsequently at fair value (either through OCI or through profit or loss), and
- those to be measured at amortised cost.

The classification and subsequent measurement of debt financial assets depends on: (i) the Company's business model for managing the related assets portfolio and (ii) the cash flow characteristics of the asset. On initial recognition, the Company may irrevocably designate a debt financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI or at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

For investments in equity instruments that are not held for trading, the classification will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income (FVOCI). This election is made on an investment-by-investment basis.

All other financial assets are classified as measured at FVTPL.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or OCI. For investments in equity instruments that are not held for trading, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income (FVOCI).

Financial assets - Recognition and derecognition

All purchases and sales of financial assets that require delivery within the time frame established by regulation or market convention ("regular way" purchases and sales) are recorded at trade date, which is the date when the Company commits to deliver a financial instrument. All other purchases and sales are recognised when the entity becomes a party to the contractual provisions of the instrument.

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

Financial assets - Measurement

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVTPL are expensed in profit or loss. Fair value at initial recognition is best evidenced by the transaction price. A gain or loss on initial recognition is only recorded if there is a difference between fair value and transaction price which can be evidenced by other observable current market transactions in the same instrument or by a valuation technique whose inputs include only data from observable markets.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

4. Significant accounting policies (continued)

Financial assets (continued)

Financial assets - Measurement (continued)

Equity instruments

The Company subsequently measures all equity investments at fair value. Where the Company's Management has elected to present fair value gains and losses on equity investments in OCI, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment, any related balance within the FVOCI reserve is reclassified to retained earnings. The Company's policy is to designate equity investments as FVOCI when those investments are held for strategic purposes other than solely to generate investment returns. Dividends from such investments continue to be recognised in profit or loss as other income when the Company's right to receive payments is established.

Changes in the fair value of financial assets at FVTPL are recognised in "other gains/(losses)" in the statement of comprehensive income as applicable. Impairment losses (and reversal of impairment losses) on equity investments measured at FVTPL are not reported separately from other changes in fair value.

Financial assets - impairment - credit loss allowance for ECL

The Company assesses on a forward-looking basis the ECL for debt instruments (including loans) measured at amortised cost and FVOCI and exposure arising from loan commitments and financial guarantee contracts. The Company measures ECL and recognises credit loss allowance at each reporting date. The measurement of ECL reflects: (i) an unbiased and probability weighted amount that is determined by evaluating a range of possible outcomes, (ii) time value of money and (iii) all reasonable and supportable information that is available without undue cost and effort at the end of each reporting period about past events, current conditions and forecasts of future conditions.

The carrying amount of the financial assets is reduced through the use of an allowance account, and the amount of the loss is recognised in the statement of comprehensive income within "net impairment losses on financial and contract assets". Subsequent recoveries of amounts for which loss allowance was previously recognised are credited against the same line item.

Debt instruments carried at amortised cost are presented in the statement of financial position net of the allowance for ECL. For loan commitments and financial guarantee contracts, a separate provision for ECL is recognised as a liability in the statement of financial position.

For debt instruments at FVOCI, an allowance for ECL is recognised in profit or loss and it affects fair value gains or losses recognised in OCI rather than the carrying amount of those instruments.

The impairment methodology applied by the Company for calculating expected credit losses depends on the type of financial asset assessed for impairment. Specifically:

For trade receivables and contract assets, including trade receivables and contract assets with a significant financing component, and lease receivables the Company applies the simplified approach permitted by IFRS 9, which requires lifetime expected credit losses to be recognised from initial recognition of the financial assets.

For all other financial instruments that are subject to impairment under IFRS 9, the Company applies general approach - three stage model for impairment. The Company applies a three stage model for impairment, based on changes in credit quality since initial recognition. A financial instrument that is not credit-impaired on initial recognition is classified in Stage 1.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

4. Significant accounting policies (continued)

Financial assets (continued)

Financial assets - impairment - credit loss allowance for ECL (continued)

Financial assets in Stage 1 have their ECL measured at an amount equal to the portion of lifetime ECL that results from default events possible within the next 12 months or until contractual maturity, if shorter ("12 Months ECL"). If the Company identifies a significant increase in credit risk ("SICR") since initial recognition, the asset is transferred to Stage 2 and its ECL is measured based on ECL on a lifetime basis, that is, up until contractual maturity but considering expected prepayments, if any ("Lifetime ECL"). Refer to note 34, Credit risk section, for a description of how the Company determines when a SICR has occurred. If the Company determines that a financial asset is credit-impaired, the asset is transferred to Stage 3 and its ECL is measured as a Lifetime ECL. The Company's definition of credit impaired assets and definition of default is explained in note 34, Credit risk section.

Financial assets -Reclassification

Financial instruments are reclassified only when the business model for managing those assets changes. The reclassification has a prospective effect and takes place from the start of the first reporting period following the change.

Financial assets - write-off

Financial assets are written-off, in whole or in part, when the Company exhausted all practical recovery efforts and has concluded that there is no reasonable expectation of recovery. The write-off represents a derecognition event. The Company may write-off financial assets that are still subject to enforcement activity when the Company seeks to recover amounts that are contractually due, however, there is no reasonable expectation of recovery.

Financial assets - modification

The Company sometimes renegotiates or otherwise modifies the contractual terms of the financial assets. The Company assesses whether the modification of contractual cash flows is substantial considering, among other, the following factors: any new contractual terms that substantially affect the risk profile of the asset (e.g. profit share or equity-based return), significant change in interest rate, change in the currency denomination, new collateral or credit enhancement that significantly affects the credit risk associated with the asset or a significant extension of a loan when the borrower is not in financial difficulties.

If the modified terms are substantially different, the rights to cash flows from the original asset expire and the Company derecognises the original financial asset and recognises a new asset at its fair value. The date of renegotiation is considered to be the date of initial recognition for subsequent impairment calculation purposes, including determining whether a SICR has occurred. The Company also assesses whether the new loan or debt instrument meets the SPPI criterion. Any difference between the carrying amount of the original asset derecognised and fair value of the new substantially modified asset is recognised in profit or loss, unless the substance of the difference is attributed to a capital transaction with owners.

In a situation where the renegotiation was driven by financial difficulties of the counterparty and inability to make the originally agreed payments, the Company compares the original and revised expected cash flows to assets whether the risks and rewards of the asset are substantially different as a result of the contractual modification. If the risks and rewards do not change, the modified asset is not substantially different from the original asset and the modification does not result in derecognition. The Company recalculates the gross carrying amount by discounting the modified contractual cash flows by the original effective interest rate, and recognises a modification gain or loss in profit or loss.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

4. Significant accounting policies (continued)

Financial assets (continued)

Cash and cash equivalents

For the purpose of the cash flow statement, cash and cash equivalents comprise cash on hand, deposits held at call with banks and bank overdrafts. In the statement of financial position, bank overdrafts are included in borrowings in current liabilities. Cash and cash equivalents are carried at amortised cost because: (i) they are held for collection of contractual cash flows and those cash flows represent SPPI, and (ii) they are not designated at FVTPL.

Classification as financial assets at amortised cost

These amounts generally arise from transactions outside the usual operating activities of the Company. They are held with the objective to collect their contractual cash flows and their cash flows represent solely payments of principal and interest. Accordingly, these are measured at amortised cost using the effective interest method, less provision for impairment. Financial assets at amortised cost are classified as current assets if they are due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current assets.

Classification as trade receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. If collection is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current assets. Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less loss allowance.

Trade receivables are recognised initially at the amount of consideration that is unconditional unless they contain significant financing components, in which case they are recognised at fair value. The Company holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method.

Trade receivables are also subject to the impairment requirements of IFRS 9. The Company applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables. No lifetime expected credit losses and no corresponding allowance for impairment have been recognised during the year. See note 34, Credit risk section.

Trade receivables are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Company, and a failure to make contractual payments.

Financial liabilities - measurement categories

Financial liabilities are initially recognised at fair value and classified as subsequently measured at amortised cost, except for (i) financial liabilities at FVTPL: this classification is applied to derivatives, financial liabilities held for trading (e.g. short positions in securities), contingent consideration recognised by an acquirer in a business combination and other financial liabilities designated as such at initial recognition and (ii) financial guarantee contracts and loan commitments.

Trade payables

Trade payables are initially measured at fair value and are subsequently measured at amortised cost, using the effective interest rate method.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

4. Significant accounting policies (continued)

Derivative financial instruments

The Company uses Derivative financial instruments such as Commodity Futures and Currency Forwards in order to mitigate the risk related to its business activities along with the risk related to the funding of such activities.

At inception of the hedging transaction, the Company validates the hedging relationship between the underlying and the hedging instrument as far as its risk management strategy is concerned. The Company also verifies the hedging efficiency from the beginning of the hedging relationship and on a continuing basis. All derivative financial instruments are initially recognized at fair value as at the date of settlement and are valued on a mark - to - market basis on each balance sheet date. The result of this valuation is recognized as an asset when positive and as a liability when negative. When a derivative financial instrument is no longer regarded as hedging instrument any difference in its fair value is recognized in profit and loss.

Cash flow hedges

The Company enters into Cash Flow Hedging transactions in order to cover the risks that cause fluctuations in its cash flows and arise either from an asset or a liability or a forecasted transaction and the change will affect the results. Examples of Company's cash flow hedges include future foreign currency transactions subject to exchange rate changes. Changes in the carrying amount of the effective part of the hedging instrument are recognized in Equity as "Reserve" while the ineffective portion is recognized in the Income Statement. The amounts accrued in equity are transferred to the income statement in the periods in which the hedged items are recognized in the income statement as in a prospective sale. When a hedging instrument has expired, sold, settled or does not qualify for hedging accounting all accumulated profit or loss recognized in Equity, stays in Equity until the final settlement of the underlying. If the underlying is not expected to be settled, then any profit or loss recognized in Equity is transferred to profit and loss account.

Offsetting financial instruments

Financial assets and financial liabilities are offset and the net amount reported in the statement of financial position if, and only if, there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the asset and settle the liability simultaneously. This is not generally the case with master netting agreements, and the related assets and liabilities are presented gross in the statement of financial position.

Inventories

Inventories are valued at the lower of acquisition cost and net realizable value. The cost of finished and semi-unfinished products includes all the costs incurred to locate them at their current storage and processing point and consists of raw materials, labor, general industrial costs and packaging costs. The cost of inventories is determined by operating segment and by their nature, using acceptable measurement methods that are consistent with the financial statements' preparation framework. The cost of inventories does not include financial expenses. Net realizable value is the estimated sales price during the normal course of the company's business less any relevant sales expenses. Provision for slow moving or depreciated stocks is made when deemed necessary.

Share capital

Ordinary shares are classified as equity. The difference between the fair value of the consideration received by the Company and the nominal value of the share capital being issued is taken to the share premium account.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

4. Significant accounting policies (continued)

Revenue

Recognition and measurement

Revenue represents the amount of consideration to which the Company expects to be entitled in exchange for transferring the promised goods or services to the customer, excluding amounts collected on behalf of third parties (for example, value-added taxes); the transaction price. The Company includes in the transaction price an amount of variable consideration as a result of rebates/discounts only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is subsequently resolved. Estimations for rebates and discounts are based on the Company's experience with similar contracts and forecasted sales to the customer.

The Company recognises revenue when the parties have approved the contract (in writing, orally or in accordance with other customary business practices) and are committed to perform their respective obligations, the Company can identify each party's rights and the payment terms for the goods or services to be transferred, the contract has commercial substance (i.e. the risk, timing or amount of the Company's future cash flows is expected to change as a result of the contract), it is probable that the Company will collect the consideration to which it will be entitled in exchange for the goods or services that will be transferred to the customer and when specific criteria have been met for each of the Company's contracts with customers.

The Company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement. In evaluating whether collectability of an amount of consideration is probable, the Company considers only the customer's ability and intention to pay that amount of consideration when it is due.

Estimates of revenues, costs or extent of progress toward completion are revised if circumstances change. Any resulting increases or decreases in estimates are reflected in the statement of comprehensive income in the period in which the circumstances that give rise to the revision become known by Management.

Identification of performance obligations

The Company assesses whether contracts that involve the provision of a range of goods and/or services contain one or more performance obligations (that is, distinct promises to provide a service) and allocates the transaction price to each performance obligation identified on the basis of its stand-alone selling price. A good or service that is promised to a customer is distinct if the customer can benefit from the good or service, either on its own or together with other resources that are readily available to the customer (that is the good or service is capable of being distinct) and the Company's promise to transfer the good or service to the customer is separately identifiable from other promises in the contract (that is, the good or service is distinct within the context of the contract).

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

4. Significant accounting policies (continued)

Revenue (continued)

- **Construction Projects Contracts**

Construction contracts refer to the construction of assets or a group of affiliated assets specifically for customers according to the terms provided for in the relevant contracts and whose execution usually lasts for a period of over one fiscal year. The expenses that refer to the contract are recognized when occur. Revenue from construction contracts is recognized based on the stage of completion of the project on the reporting date of the Statement of Financial Position. The completion stage is measured based on the contractual cost that has been realized up to the balance sheet date compared to the total estimated construction cost of each project. When it is likely for the total contract cost to exceed the total income, then the expected loss is directly recognized in the period's results as an expense. For the calculation of the cost realized until the end of the period, any expenses related to future activities regarding the contract are excluded and appear as a project under construction. The total cost that was realized and the profit/loss that was recognized for each contract is compared with the progressive invoices until the end of the period.

When the realized expenses plus the net profit (less the losses) that have been recognized, exceed the progressive invoices, the difference appears as a receivable from construction contract customers in the account "Customers and other receivables". When the progressive invoices exceed the realized expenses plus the net profit (less the losses) that have been recognized, the balance appears as a liability towards construction contract customers in the account "Suppliers and other liabilities". In cases where initial estimates may change, revenue, costs and / or completion rates are revised. These revisions may lead to increases or decreases in estimated earnings or costs and are presented in the results of the period in which the reasons for the revision are disclosed by the management.

- **Sale of products**

Sales of products are recognised at the point in time when the Company satisfies its performance obligation by transferring control over the promised products to the customer, which is usually when the products are delivered to the customer, risk of obsolescence and loss have been transferred to the customer and the customer has accepted the products.

- **Rendering of services**

Revenue from rendering of services is recognised over time while the Company satisfies its performance obligation by transferring control over the promised service to the customer in the accounting period in which the services are rendered. For fixed-price contracts, revenue is recognised based on the actual service provided to the end of the reporting period as a proportion of the total services to be provided because the customer receives and uses the benefits simultaneously. This is determined based on the actual labour hours spent relative to the total expected labour hours.

Employee benefits

The Company and its employees contribute to the Government Social Insurance Fund based on employees' salaries. The Company's contributions are expensed as incurred and are included in staff costs. The Company has no legal or constructive obligations to pay further contributions if the scheme does not hold sufficient assets to pay all employees benefits relating to employee service in the current and prior periods.

Finance income

Interest income is recognised on a time-proportion basis using the effective method.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

4. Significant accounting policies (continued)

Finance costs

Interest expense and other borrowing costs are charged to profit or loss as incurred.

Foreign currencies

The financial statements are presented in the currency of the primary economic environment in which the entity operates, the Euro (€) (its functional currency).

In preparing the financial statements, transactions in currencies other than the entity's functional currency (foreign currencies) are recorded at the rates of exchange prevailing on the dates of the transactions. At each reporting date, monetary items denominated in foreign currencies are retranslated at the rates prevailing on the reporting date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the settlement of monetary items, and on the retranslation of monetary items, are included in profit or loss for the period. Exchange differences arising on the retranslation of non-monetary items carried at fair value are included in profit or loss for the period except for differences arising on the retranslation of non-monetary items in respect of which gains and losses are recognised in other comprehensive income and then in equity. For such non-monetary items, any exchange component of that gain or loss is also recognised in other comprehensive income and then in equity.

The assets and liabilities of the Company's foreign operations (including comparatives) are expressed in Euro using exchange rates prevailing on the reporting date. Income and expense items (including comparatives) are translated at the average exchange rates for the period, unless exchange rates fluctuated significantly during that period, in which case the exchange rates at the dates of the transactions are used. Exchange differences arising, if any, are classified as equity and transferred to the Company's translation reserve. Such translation differences are recognised in profit or loss in the period in which the foreign operation is disposed off.

Tax

Income tax expense represents the sum of the tax currently payable and deferred tax.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in profit or loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting date.

Deferred tax is recognised on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the statement of financial position liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

4. Significant accounting policies (continued)

Tax (continued)

Deferred tax liabilities are recognised for taxable temporary differences arising on investments in subsidiaries and associates, and interests in joint ventures, except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset realised. Deferred tax is charged or credited to profit or loss, except when it relates to items charged or credited directly to other comprehensive income or equity, in which case the deferred tax is also dealt with in other comprehensive income or equity.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

Comparatives

Where necessary, comparative figures have been adjusted to conform to changes in presentation in the current year.

5. New accounting pronouncements

At the date of approval of these financial statements, standards and interpretations were issued by the International Accounting Standards Board which were not yet effective. Some of them were adopted by the European Union and others not yet. The Board of Directors expects that the adoption of these accounting standards in future periods will not have a material effect on the financial statements of the Company.

6. Critical accounting estimates, judgments and assumptions

The preparation of financial statements in conformity with IFRSs requires the use of certain critical accounting estimates and requires Management to exercise its judgment in the process of applying the Company's accounting policies. It also requires the use of assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based on Management's best knowledge of current events and actions, actual results may ultimately differ from those estimates.

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

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

6. Critical accounting estimates, judgments and assumptions (continued)

Critical accounting estimates and assumptions

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

- **Income taxes**

Significant judgment is required in determining the provision for income taxes. There are transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognises liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

Critical judgements in applying the Company's accounting policies

- **Recoverability of receivables**

Allowances for doubtful receivables are based on historical data on recoverability of receivables and take into account the expected credit risk. The method, applied by the Company, facilitates calculating the expected credit losses over the life of its receivables. The method is used on past experience, but is adapted in order to reflect projections for the future financial condition of customers and economic environment. Balancing historical data and future financial conditions with the expected credit losses requires applying significant estimates. The amount of the allowance is recognized as an expense in other operating expenses in the income statement.

- **Budgeting of construction contracts**

The accounting treatment of revenues and expenses of a construction contract depends on whether the final result of the contract can be estimated reliably (and is expected to generate profit or loss for the beneficiary). When the result of a construction contract can be estimated reliably then all the respective revenues and expenses related to the contract are recognized during the term of the contract. The Company uses the percentage of completion method to determine the appropriate amount of the respective revenue and expense to be recognized in every period. The percentage of completion is calculated as the contracted cost realized over the total budgeted cost of construction for each project. Therefore, significant management estimates are required with regards to the gross result regarding the completed construction (estimated cost of execution).

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

7. Right-of-use assets

	Land and buildings
	€
Cost	
Balance at 1 January 2021	241,816
Additions	186,811
Conversion of Greek branch to a limited liability company	<u>(428,627)</u>
Balance at 31 December 2021	<u><u>-</u></u>
Depreciation	
Balance at 1 January 2021	131,116
Charge for the year	139,569
Conversion of Greek branch to a limited liability company	<u>(270,685)</u>
Balance at 31 December 2021	<u><u>-</u></u>
Net book amount	
Balance at 31 December 2022	<u><u>-</u></u>
Balance at 31 December 2021	<u><u>-</u></u>
Amounts recognised in profit and loss:	
	2022 2021
	€ €
Depreciation expense on right-of-use assets	- (139,564)
Interest expense on lease liabilities	<u>- (6,118)</u>
	<u><u>- (145,682)</u></u>

METKA - EGN LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

8. Investments in subsidiaries

	2022 €	2021 €
Balance at 1 January	3,076,014	420,216
Additions	1,139,151	3,240,502
Disposals	-	(382,319)
Net assets of the branch in Greece converted to a subsidiary (Note 9)	-	3,035,925
Transferred to inventories	-	(3,238,310)
Balance at 31 December	4,215,165	3,076,014

The details of the subsidiaries are as follows:

<u>Name</u>	<u>Country of incorporation</u>	<u>Principal activities</u>	2022 Holding %	2021 Holding %
Metka EGN USA LLC	United States of America	Engineering Procurement and Construction	100	100
Metka EGN Limited	United Kingdom	Solar Energy	100	100
Metka EGN KZ LLP	Kazakhstan	Solar Energy	100	100
Metka EGN Mexico S. DE. R.L.C.V.	Mexico	Engineering Procurement and Construction	100	100
Metka EGN Spain S.L.U	Spain	Engineering Procurement and Construction	100	100
Metka EGN France SRL	France	Engineering Procurement and Construction	100	100
Metka EGN Singapore Pte. Ltd	Singapore	Holding of investments	100	100
Metka EGN Australia PTY Ltd	Australia	Engineering Procurement and Construction	100	100
Metka EGN Solar 1 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 2 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 3 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 4 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 5 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 6 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 7 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 8 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 9 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 10 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 11 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 12 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 13 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 14 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 15 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 16 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 17 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 18 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 19 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 20 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 21 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 22 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 23 SL *	Spain	Solar Energy	100	100

METKA - EGN LIMITED

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

8. Investments in subsidiaries (continued)

Metka EGN Solar 24 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 25 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 26 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 27 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 28 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 29 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 30 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 31 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 32 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 33 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 34 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 35 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 36 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 37 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 38 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 39 SL *	Spain	Solar Energy	100	100
Metka EGN Solar 40 SL *	Spain	Solar Energy	100	100
Metka Cyprus Portugal Holdings, SGPS, LDA *	Portugal	Holding of investments	100	100
Metka EGN Burkina FASO S.A.R.L	Burkina Faso	Development of Solar Parks	100	100
Metka EGN Spain Holding 2 SL	Spain	Development of Solar Parks	100	100
Croome Airfield Solar Limited*	United Kingdom	Solar Energy	100	100
Gorey SPV Limited *	Ireland		100	100
Goresbridge SPV Limited *	Ireland		100	100
Sun Challenge S.R.L. *	Romania		100	100
Solar Renewable S.R.L. *	Romania		100	100
Metka EGN Central Asia	Uzbekistan	Solar Energy and Development of Solar Parks	100	100
Metka Egn Greece	Greece	Solar Energy and Development of Solar Parks	100	100
Metka EGN Rom S.R.L.	Romania	Development of Solar Parks	100	100
Metka EGN Italy S.R.L.	Italy	Development of Solar Parks	100	100
Metka EGN Singapore Holdings Pte. Ltd	Singapore	Solar Energy	100	100
Falag Holdings Limited *	United Kingdom	Solar Energy	100	100
Metka EGN TW Holding Limited *	United Kingdom	Solar Energy	100	100
Santiam Investments I Ltd *	Cyprus	Solar Energy	90	90
Santiam Investments II Ltd *	Cyprus	Solar Energy	90	90
Santiam Investments III Ltd *	Cyprus	Solar Energy	90	90
Santiam Investments IV Ltd *	Cyprus	Solar Energy	90	90
Santiam Investments V Ltd *	Cyprus	Solar Energy	90	90
Santiam Investments VI Ltd *	Cyprus	Solar Energy	90	90
Metka EGN Holdings 1 Limited *	Cyprus	Solar Energy	100	100
Metka Cyprus Portugal Holdings *	Portugal	Holding of investments	100	100
MYT Holdco Clean Energy S.R.L. *	Romania	Solar Energy	100	100
MYT Witkow SP. Zoo *	Poland	Solar Energy	100	0
MYT Struga SP. Zoo *	Poland	Solar Energy	100	0
Solar Revolution S.R.L. (Kinisi) *	Romania	Solar Energy	100	100
Solar Challenge *	Romania	Solar Energy	100	0
MYT UK Holding 1 Limited *	UK	Solar Energy	100	0
MYT UK Holding 2 Limited *	UK	Solar Energy	100	0
MYT UK Holding 3 Limited *	UK	Solar Energy	100	0

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

8. Investments in subsidiaries (continued)

Sunlight Venture SRL *	Romania	Solar Energy	100	100
MYT HRVATSKA D.o.o *	Croatia	Solar Energy	100	0
METKA EGN REGENER8 Holding Limited *	UK	Solar Energy	100	100
METKA EGN HOLDINGS 2 *	Cyprus	Solar Energy	100	0
Metka SOL Ltd *	Cyprus	Solar Energy	100	100
Metka EGN Holdings 3 *	Cyprus	Solar Energy	100	0
MYT UK Holding 4 Limited *	UK	Solar Energy	100	0
GEROCARNE SP. ZOO *	Poland	Solar Energy	100	0
NARBOLIA SP. ZOO *	Poland	Solar Energy	100	0
ORTUCCHIO SP. ZOO *	Poland	Solar Energy	100	0
Falcade SP. ZOO *	Poland	Solar Energy	100	0
Estellar Solar *	Spain	Solar Energy	100	0
Coral Solar *	Spain	Solar Energy	100	0
Desarollos *	Spain	Solar Energy	100	0
MYT UK HOLDING 5 LIMITED *	UK	Solar Energy	100	0
MYT ECP Ireland *	Ireland	Solar Energy	100	0
MYT Bulgaria EOOD *	Bulgaria	Solar Energy	100	0

*: These subsidiaries were used as special purpose vehicles for the development of projects that the Company intends to sell and therefore have been classified as inventories (Note 11).

9. Conversion of branch to a subsidiary

On 28 December 2021, the Board of Directors decided to convert the Greek branch of the Company to a limited liability company registered in Greece. Therefore, the net assets of the branch as at 28 December 2021 have been converted as investment in subsidiary in these financial statements.

The assets and liabilities disposed were as follows:

	€
Intangible assets	47.064
Tangible assets	179.657
Right of use assets	157.947
Inventories	1.695.598
Trade and other receivables	17.881.552
Cash at bank and in hand	1.747.343
Trade and other payables	(17.877.380)
Current tax liabilities	(156.700)
Deferred tax liabilities	(478.371)
Lease liabilities	(160.785)
Net assets disposed	<u>3.035.925</u>
Cash and cash equivalents disposed	<u>(1.747.343)</u>
Cash outflow on disposal	<u>(1.747.343)</u>

NOTES TO THE FINANCIAL STATEMENTSYear ended 31 December 2022

9. Conversion of branch to a subsidiary (continued)

In 2021, the branch contributed €28,824,055 of revenue and €616,475 of profit before tax for the period between the opening reporting date and the conversion date.

10. Derivatives designated as hedging instruments**Forward foreign currency contract**

	2022	2021
	€	€
Assets		
Current portion	-	3,197,459
	<u>-</u>	<u>3,197,459</u>
	2022	2021
	€	€
Liabilities		
Current portion	3,008,157	-
	<u>3,008,157</u>	<u>-</u>

It is the policy of the Company to enter into forward foreign exchange contracts to cover specific foreign currency payments and receipts.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

10. Derivatives designated as hedging instruments (continued)

11. Loans receivable

	2022	2021
	€	€
Balance at 1 January	35.666.804	32.651.519
Net cash movement	21.234.791	996.935
Accrued interest	817.343	1.140.578
Exchange difference	2.341.003	1.208.130
Loans transferred from/(to) inventories	-	121.763
Loans capitalised as investments	(1.139.151)	(452.121)
Balance at 31 December	58.920.790	35.666.804

	2022	2021
	€	€
Loans receivable	7.537.457	9.563.793
Loans to related parties (Note 31.4)	51.383.333	26.103.011
	58.920.790	35.666.804
Less current portion	(58.920.790)	(35.666.804)
Non-current portion	-	-

The loans are repayable as follows:

	2022	2021
	€	€
Within one year	58.920.790	35.666.804

The fair values of non-current receivables approximate to their carrying amounts as presented above.

12. Inventories and work in progress

	2022	2021
	€	€
Projects under development	25.215.224	23.048.239
	25.215.224	23.048.239

The cost of inventories recognised as expense and included in "cost of sales" amounted to €116.728.545 (2021: €148.143.126).

Inventories are stated at cost.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

12. Inventories and work in progress (continued)

Projects under development comprise of:

	2022 €	2021 €
Investment in subsidiaries (Note 8)	4.947.060	5.023.939
Loans/receivables balances to subsidiaries classified as inventories	1.788.260	1.006.535
Working capital provided to subsidiaries classified as inventories	<u>18.479.904</u>	<u>17.017.765</u>
Total	<u>25.215.224</u>	<u>23.048.239</u>

13. Trade and other receivables

	2022 €	2021 €
Trade receivables	25.099.959	3.422.661
Contract retentions	163.870	178.739
Less: credit loss on trade receivables	<u>(935.703)</u>	<u>(461.486)</u>
Trade receivables - net	24.328.126	3.139.914
Receivables from own subsidiaries (Note 31.3)	41.017.133	10.046.625
Receivables from related parties (Note 31.3)	125.949.190	9.694.356
Deposits and prepayments	1.099.797	363.295
Advances to suppliers	17.925.766	7.053.414
Accrued income	11.015.434	84.185.785
Other receivables	719.040	11.005.465
Refundable VAT	<u>1.612.914</u>	<u>1.428.393</u>
	<u>223.667.400</u>	<u>126.917.247</u>

The Company does not hold any collateral over the trading balances.

Movement in provision for impairment of receivables:

	2022 €	2021 €
Balance at 1 January	461.486	461.486
Impairment losses recognised on receivables	<u>474.217</u>	<u>-</u>
Balance at 31 December	<u>935.703</u>	<u>461.486</u>

The fair values of trade and other receivables due within one year approximate to their carrying amounts as presented above.

14. Cash at bank and in hand

	2022 €	2021 €
Cash at bank and in hand	<u>33.005.447</u>	<u>11.737.567</u>
	<u>33.005.447</u>	<u>11.737.567</u>

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

14. Cash at bank and in hand (continued)

For the purposes of the cash flow statement, the cash and cash equivalents include the following:

	2022	2021
	€	€
Cash at bank and in hand	33,005,447	11,737,567
Bank overdrafts (Note 16)	(4,694)	(3,327)
	<u>33,000,753</u>	<u>11,734,240</u>

The exposure of the Company to credit risk and impairment losses in relation to cash and cash equivalents is reported in note 34 of the financial statements.

15. Share capital

	2022	2022	2021	2021
	Number of shares	€	Number of shares	€
Authorised				
Ordinary shares of €1 each	<u>2,000</u>	<u>2,000</u>	<u>2,000</u>	<u>2,000</u>
Issued and fully paid				
Balance at 1 January	<u>2,000</u>	<u>2,000</u>	<u>2,000</u>	<u>2,000</u>
Balance at 31 December	<u>2,000</u>	<u>2,000</u>	<u>2,000</u>	<u>2,000</u>

16. Borrowings

	2022	2021
	€	€
Balance at 1 January	78,714,235	67,996,168
Net cash movement	56,911,625	8,401,148
Accrued interest expense	<u>3,609,504</u>	<u>2,316,919</u>
Balance at 31 December	<u>139,235,364</u>	<u>78,714,235</u>

	2022	2021
	€	€
Current borrowings		
Bank overdrafts (Note 14)	4,694	3,327
Loans from related parties (Note 31.6)	<u>139,230,670</u>	<u>78,710,908</u>
	<u>139,235,364</u>	<u>78,714,235</u>

17. Deferred tax

Deferred tax is calculated in full on all temporary differences under the liability method using the applicable tax rates (Note 29). The applicable corporation tax rate in the case of tax losses is 12,5%.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

17. Deferred tax (continued)

The movement on the deferred taxation account is as follows:

Deferred tax liability

	Temporary tax differences €
Balance at 1 January 2021	279,039
Charged/(credited) to:	
Statement of comprehensive income (Note 29)	238,870
Conversion of Greek branch to subsidiary (Note 9)	(478,371)
Balance at 31 December 2021/ 1 January 2022	39,538
Charged/(credited) to:	
Statement of comprehensive income (Note 29)	(11,113)
Other comprehensive income	(17,618)
Balance at 31 December 2022	10,807

Deferred tax assets

	Temporary tax differences €
Balance at 1 January 2021	288,539
Charged/(credited) to:	
Statement of comprehensive income (Note 29)	(278,062)
Other comprehensive income	(4,438)
Balance at 31 December 2021/ 1 January 2022	6,039
Charged/(credited) to:	
Statement of comprehensive income (Note 29)	165,323
Balance at 31 December 2022	171,362

18. Trade and other payables

	2022 €	2021 €
Trade payables	58,248,608	63,565,974
Prepayments from clients	3,051,790	21,120
Social insurance and other taxes	2,024	2,967
Accruals	338,759	1,604,229
Other creditors	4,771	215,166
Payables to related parties (Note 31.5)	78,941,261	11,100,223
	140,587,213	76,509,679

The fair values of trade and other payables due within one year approximate to their carrying amounts as presented above.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

19. Contract liabilities

	2022	2021
	€	€
Unearned revenue	11,287,723	-
	11,287,723	-

20. (Refundable) taxes/current tax liabilities

	2022	2021
	€	€
Corporation tax	(817,406)	112,970
Special contribution for defence	-	150
Overseas tax	11,234	251,900
	(806,172)	365,020

21. Revenue

	2022	2021
	€	€
Rendering of services	3,196,719	1,195,939
Sales of goods	39,132,598	10,855,713
Constructions	99,112,670	168,825,317
	141,441,987	180,876,969

22. Cost of sales

	2022	2021
	€	€
Raw materials and consumables used	116,728,545	147,885,917
Staff costs	-	539,605
Subcontracted work	11,567,431	13,627,631
Services received	1,614,496	4,611,149
Sundry expenses	9,754,201	366,328
	139,664,673	167,030,630

23. Other operating income

	2022	2021
	€	€
Re-charge of development fees to related companies	2,258,220	-
Profit from sale of investments in subsidiaries	-	10,642,012
Sundry operating income	-	3,061
	2,258,220	10,645,073

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

24. Selling and distribution expenses

	2022	2021
	€	€
Advertising	-	70.000
	<u>-</u>	<u>70.000</u>

25. Administration expenses

	2022	2021
	€	€
Staff costs	41.567	799.034
Rent	38.619	35.117
Licenses and taxes	46.746	72.826
Water supply and cleaning	107	-
Sundry expenses	604.206	437.506
Stationery and printing	-	16.890
Subscriptions and contributions	185.127	906
Sundry staff costs	60	4.926
Auditor's remuneration - current year for the statutory audit of annual accounts	42.495	32.052
Auditor's remuneration - prior years	-	13.250
Accounting fees	33.615	-
Legal fees	2.857.585	1.052.689
Other professional fees	2.789.083	461.986
Fines	5.993	6.767
Overseas travelling	397.957	286.750
Inland travelling and accommodation	-	52.529
Services received	-	223.905
Amortisation of computer software	-	3.777
Depreciation	-	194.581
	<u>7.043.160</u>	<u>3.695.491</u>

26. Other expenses

	2022	2021
	€	€
Foreign exchange losses	2.158	71.058
Write off of investments held as inventories	-	347.682
Other operating expenses	245.113	-
	<u>247.271</u>	<u>418.740</u>

27. Staff costs

	2022	2021
	€	€
Salaries	34.965	1.099.928
Social security costs	6.602	237.676
Social cohesion fund	-	1.035
	<u>41.567</u>	<u>1.338.639</u>

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

28. Finance income/(costs)

	2022	2021
	€	€
Interest income	817,343	1,140,823
Exchange profit	17,348,104	255,775
Finance income	18,165,447	1,396,598
Net foreign exchange losses	(11,106)	(133,187)
Interest expense	(3,609,504)	(2,340,198)
Sundry finance expenses	(1,591,935)	(908,933)
Finance costs	(5,212,545)	(3,382,318)
Net finance income/(cost)	12,952,902	(1,985,720)

29. Tax

	2022	2021
	€	€
Corporation tax - current year	-	614,773
Overseas tax	(240,229)	466
Defence contribution - current year	1,076	298
Deferred tax - (credit)/charge (Note 17)	(154,210)	516,932
(Credit)/charge for the year	(393,363)	1,132,469

Cyprus:

The company is subject to corporation tax on its taxable profits at the rate of 12,5%. The profits of the Company's foreign branches are excluded from the Company's taxable profits and are not subject to corporation tax in Cyprus.

Under certain conditions interest income may be subject to defence contribution at the rate of 30%. In such cases this interest will be exempt from corporation tax. In certain cases, dividends received from abroad may be subject to defence contribution at the rate of 17%.

Greece

The Company's branch in Greece is subject to corporation tax in Greece on its taxable profits at the rate of 22%. On 28 December 2021, the Board of Directors decided to convert the Greek branch of the Company to a limited liability company registered in Greece.

Iran

The Company's branch in Iran is subject to corporation tax in Iran on its taxable profits at the rate of 25%.

Tunisia

The Company's branch in Tunisia is subject to corporation tax in Tunisia on its taxable profits at the rate of 15%.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

30. Operating Environment of the Company

The geopolitical situation in Eastern Europe intensified on 24 February 2022 with the commencement of the conflict between Russia and Ukraine. As at the date of authorising these financial statements for issue, the conflict continues to evolve as military activity proceeds. In addition to the impact of the events on entities that have operations in Russia, Ukraine, or Belarus or that conduct business with their counterparties, the conflict is increasingly affecting economies and financial markets globally and exacerbating ongoing economic challenges.

The European Union as well as United States of America, Switzerland, United Kingdom and other countries imposed a series of restrictive measures (sanctions) against the Russian and Belarussian government, various companies, and certain individuals. The sanctions imposed include an asset freeze and a prohibition from making funds available to the sanctioned individuals and entities. In addition, travel bans applicable to the sanctioned individuals prevents them from entering or transiting through the relevant territories. The Republic of Cyprus has adopted the United Nations and European Union measures. The rapid deterioration of the conflict in Ukraine may as well lead to the possibility of further sanctions in the future.

Emerging uncertainty regarding global supply of commodities due to the conflict between Russia and Ukraine conflict may also disrupt certain global trade flows and place significant upwards pressure on commodity prices and input costs as seen through early March 2022. Challenges for companies may include availability of funding to ensure access to raw materials, ability to finance margin payments and heightened risk of contractual non-performance.

The impact on the Company largely depends on the nature and duration of uncertain and unpredictable events, such as further military action, additional sanctions, and reactions to ongoing developments by global financial markets.

The financial effect of the current crisis on the global economy and overall business activities cannot be estimated with reasonable certainty at this stage, due to the pace at which the conflict prevails and the high level of uncertainties arising from the inability to reliably predict the outcome.

The Company has limited direct exposure to Russia, Ukraine, and Belarus and as such does not expect significant impact from direct exposures to these countries.

Despite the limited direct exposure, the conflict is expected to negatively impact the tourism and services industries in Cyprus. Furthermore, the increasing energy prices, fluctuations in foreign exchange rates, unease in stock market trading, rises in interest rates, supply chain disruptions and intensified inflationary pressures may indirectly impact the operations of the Company. The indirect implications will depend on the extent and duration of the crisis and remain uncertain.

Management has considered the unique circumstances and the risk exposures of the Company and has concluded that there is no significant impact in the Company's profitability position. The event is not expected to have an immediate material impact on the business operations. Management will continue to monitor the situation closely and will assess the need for any actions in case the crisis becomes prolonged.

31. Related party transactions

The Company is controlled by Mytilineos S.A., incorporated in Greece, which is listed in Athens Stock Exchange and owns 100% of the company's shares.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

31. Related party transactions (continued)

The following transactions were carried out with related parties:

31.1 Revenue and other income

	<u>Nature of transactions</u>	2022 €	2021 €
• Subsidiaries			
Interest income included in finance income / (costs) (Note 28)	Finance	479.335	770.528
Revenue included in constructions/ sale of products (Note 21)	Trade	39.204.280	13.131.205
Revenue included in constructions/ rendering of services (Note 21)	Trade	33.111	-
Re-charge of development fees included in Other operating income (Note 23)	Operating	2.258.220	-
• Other related parties			
Interest income included in finance income / (costs) (Note 28)	Finance	338.008	-
Revenue included in constructions/ sale of products (Note 21)	Trade	50.235.741	-
Revenue included in constructions/ rendering of services (Note 21)	Trade	2.622.899	398.707
		95.171.594	14.300.440

31.2 Purchases and other expenses

	<u>Nature of transactions</u>	2022 €	2021 €
• Subsidiaries			
Interest expense included in finance income / (costs) (Note 28)	Finance	329.745	10.792
Purchases of services included in cost of sales (Note 22)	Trade	945.000	-
• Controlling parties			
Interest expense included in finance income / (costs) (Note 28)	Finance	3.279.311	2.316.365
Other finance expenses included in finance income / (costs) (Note 28)	Finance	1.294.203	-
Purchases of services included in cost of sales (Note 22)	Trade	1.540.190	-
• Other related parties			
Other finance expenses included in finance income / (costs) (Note 28)	Finance	-	1.280.811
Other professional fees included in administration expenses (Note 25)	Trade	-	291.008
		7.388.449	3.898.976

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

31. Related party transactions (continued)

31.3 Receivables from related parties (Note 13)

	<u>Nature of transactions</u>	2022 €	2021 €
Subsidiaries	Finance	40.860.651	-
Subsidiaries	Trade	32.736.838	10.046.625
Controlling parties	Trade	398.707	-
Other related parties	Finance	39.766.863	-
Other related parties	Trade	53.203.264	9.694.356
		166.966.323	19.740.981

The balances with related parties are interest free and unsecured.

31.4 Loans to related parties (Note 11)

	2022 €	2021 €
• Subsidiaries		
Loans to subsidiaries - Principal EUR	5.228.724	4.236.504
Loans to subsidiaries - Interest EUR	84.602	555.559
Loans to subsidiaries - Principal USD	9.629.609	19.977.315
Loans to subsidiaries - Interest USD	366.309	556.499
Loans to subsidiaries - Principal AUD	732.397	704.647
Loans to subsidiaries - Interest AUD	25.854	27.766
Loans to subsidiaries - Principal SGD	38.669	43.966
Loans to subsidiaries - Interest SGD	2.570	755
• Other related parties		
Loans to related parties - Principal EUR	8.349.639	-
Loans to related parties - Interest EUR	16.385	-
Loans to related parties - Principal USD	26.586.366	-
Loans to related parties - Interest USD	321.622	-
Loans to related parties - Principal GBP	587	-
	51.383.333	26.103.011

The interest rate on the loans to related companies ranges from 4,0% - 5,1%, and the loans are payable on demand.

31.5 Payables to related parties (Note 18)

	<u>Nature of transactions</u>	2022 €	2021 €
Subsidiaries	Finance	33.447.449	8.842.629
Subsidiaries	Trade	25.255.719	-
Controlling parties	Finance	900.811	1.083.200
Controlling parties	Trade	3.741.888	-
Other related parties	Trade	15.595.394	1.174.394
		78.941.261	11.100.223

The balances with related parties are interest free and unsecured.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

31. Related party transactions (continued)

31.6 Loans from related parties (Note 16)

	2022 €	2021 €
• Subsidiaries		
Loans from subsidiaries - Principal USD	5,659,946	-
Loans from subsidiaries - Interest USD	329,745	-
Loans from subsidiaries - Principal EUR	3,000,392	22,275
Loans from subsidiaries - Interest EUR	-	10,792
• Controlling parties		
Loans from related parties - Principal EUR	126,961,276	76,361,476
Loans from related parties - Interest EUR	3,279,311	2,316,365
	139,230,670	78,710,908

The interest rate on the loans from the related companies is 4%, and the loans are payable on demand.

32. Contingent liabilities

The Company had no contingent liabilities as at 31 December 2022.

33. Commitments

As at 31 December 2022 and 31 December 2021, the Company had the following commitments guaranteed by letters of credit issued by the Company's bank to suppliers:

	2022 €	2021 €
Letters of guarantee in GBP	4,405,335	5,543,734
Letters of guarantee in EUR	7,697,684	12,815,331
	12,103,019	18,359,065

34. Financial risk management

Financial risk factors

The Company is exposed to credit risk, liquidity risk, currency risk and capital risk management arising from the financial instruments it holds. The risk management policies employed by the Company to manage these risks are discussed below:

34.1 Credit risk

Credit risk arises from cash and cash equivalents, contractual cash flows of debt investments carried at amortised cost, at fair value through other comprehensive income (FVOCI) and at fair value through profit or loss (FVTPL), favourable derivative financial instruments and deposits with banks and financial institutions including outstanding receivables.

(i) Risk management

Credit risk is managed on a group basis. For banks and financial institutions, the Company has established policies whereby the majority of bank balances are held with independently rated parties with a minimum rating of ['C'].

If customers are independently rated, these ratings are used. Otherwise, if there is no independent rating, Management assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. Individual credit limits and credit terms are set based on the credit quality of the customer in accordance with limits set by the Board of Directors. The utilisation of credit limits is regularly monitored.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

34. Financial risk management (continued)

34.1 Credit risk (continued)

(ii) Impairment of financial assets

The Company has the following types of financial assets that are subject to the expected credit loss model:

- cash and cash equivalents

The impairment methodology applied by the Company for calculating expected credit losses depends on the type of financial asset assessed for impairment. Specifically:

- For trade receivables the Company applies the simplified approach permitted by IFRS 9, which requires lifetime expected losses to be recognised from initial recognition of the financial assets.
- For all other financial assets that are subject to impairment under IFRS 9, the Company applies general approach - three stage model for impairment. The Company applies a three-stage model for impairment, based on changes in credit quality since initial recognition. A financial asset that is not credit-impaired on initial recognition is classified in Stage 1. Financial assets in Stage 1 have their ECL measured at an amount equal to the portion of lifetime ECL that results from default events possible within the next 12 months or until contractual maturity, if shorter ("12 Months ECL"). If the Company identifies a significant increase in credit risk ("SICR") since initial recognition, the asset is transferred to Stage 2 and its ECL is measured based on ECL on a lifetime basis, that is, up until contractual maturity but considering expected prepayments, if any ("Lifetime ECL"). If the Company determines that a financial asset is credit-impaired, the asset is transferred to Stage 3 and its ECL is measured as a Lifetime ECL.

Impairment losses are presented as net impairment losses on financial and contract assets within operating profit. Subsequent recoveries of amounts previously written off are credited against the same line item.

Cash and cash equivalents

The Company assesses, on a group basis, its exposure to credit risk arising from cash at bank. This assessment takes into account, ratings from external credit rating institutions and internal ratings, if external are not available.

Bank deposits held with banks with investment grade rating are considered as low credit risk.

The gross carrying amounts below represent the Company's maximum exposure to credit risk on these assets as at 31 December 2022 and 31 December 2021:

Company internal credit rating	External credit rating	2022 €	2021 €
Performing	BBB - B	27,071,100	9,542,469
Performing	CCC - C	5,934,144	2,195,098
Total		33,005,244	11,737,567

The ECL on current accounts is considered to be NIL, unless the bank is subject to capital controls.

34.2 Liquidity risk

Liquidity risk is the risk that arises when the maturity of assets and liabilities does not match. An unmatched position potentially enhances profitability, but can also increase the risk of losses. The Company has procedures with the object of minimising such losses such as maintaining sufficient cash and other highly liquid current assets and by having available an adequate amount of committed credit facilities.

The following tables detail the Company's remaining contractual maturity for its financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The table includes both interest and principal cash flows.

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

34. Financial risk management (continued)

34.2 Liquidity risk (continued)

31 December 2022

	Carrying amounts €	Contractual cash flows €	1 year or less €	More than 1 year €
Trade and other payables	75,530,104	75,530,104	75,530,104	-
Payables to related parties	78,941,261	78,941,261	78,941,261	-
Loans from related parties	136,993,983	144,799,897	-	144,799,897
	291,465,348	299,271,262	154,471,365	144,799,897

31 December 2021

	Carrying amounts €	Contractual cash flows €	1 year or less €	More than 1 year €
Trade and other payables	65,388,374	65,388,374	65,388,374	-
Payables to related parties	11,100,223	11,100,223	11,100,223	-
Loans from related parties	78,710,908	81,028,565	-	81,028,565
	155,199,505	157,517,162	76,488,597	81,028,565

34.3 Currency risk

Currency risk is the risk that the value of financial instruments will fluctuate due to changes in foreign exchange rates. Currency risk arises when future commercial transactions and recognised assets and liabilities are denominated in a currency that is not the Company's measurement currency. The Company is exposed to foreign exchange risk arising from various currency exposures primarily with respect to the US Dollar, Australian Dollar and the British pound. The Company's Management monitors the exchange rate fluctuations on a continuous basis and acts accordingly.

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the reporting date are as follows:

	Liabilities		Assets	
	2022	2021	2022	2021
	€	€	€	€
United States Dollars	(119,282,306)	(57,104,075)	123,697,120	28,557,817
Australian Dollars	-	(421,689)	5,064,682	3,879,555
British Pounds	(177,972)	(124,600)	10,479,358	8,873,020
Tunisian Dinar	(1,618)	-	9,209	-
Singapore Dollars	(70)	-	49,309	-
Canadian Dollars	(10,388)	-	-	-
Chilean Pesos	(95,392)	-	-	-
	(119,567,746)	(57,650,364)	139,299,678	41,310,392

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2022

34. Financial risk management (continued)

34.3 Currency risk (continued)

Sensitivity analysis

A 10% strengthening of the Euro against the following currencies at 31 December 2022 would have increased (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant. For a 10% weakening of the Euro against the relevant currency, there would be an equal and opposite impact on the profit and other equity.

	2022	Equity	2022	Profit or loss
	€	2021	€	2021
		€		€
United States Dollars	-	-	(401.347)	2.595.114
Australian Dollars	-	-	(460.426)	(314.351)
British Pounds	-	-	(936.490)	(795.311)
Tunisian Dinar	-	-	(690)	-
Singapore Dollars	-	-	(4.476)	-
Canadian Dollars	-	-	944	-
Chilean Pesos	-	-	8.672	-
	-	-	(1.793.813)	1.485.452

34.4 Capital risk management

Capital includes equity shares, share premium and loan from parent company.

The Company manages its capital to ensure that it will be able to continue as a going concern while maximising the return to shareholders through the optimisation of the debt and equity balance. The Company's overall strategy remains unchanged from last year.

35. Events after the reporting period

As explained in note 30 the geopolitical situation in Eastern Europe remains intense with the continuation of the conflict between Russia and Ukraine. Furthermore, during October 2023 a conflict has also commenced in Israel and the Gaza Strip. As at the date of authorising these financial statements for issue, both conflicts continue to evolve as military activity proceeds and additional sanctions are imposed.

Depending on the duration of the above mentioned conflicts, and continued negative impact on economic activity, the Company might experience negative results, and liquidity restraints and incur impairments on its assets in 2023 which relate to new developments that occurred after the reporting period.

Independent auditor's report on pages 3 to 5