K + G Complex Public Company Limited

Report and financial statements
31 December 2024

Contents

K + G Complex Public Company Limited

Board of Directors and other officers

Board of Directors

George St. Galatariotis, Executive Chairman
Costas St. Galatariotis, Director
Stavros Galatariotis, Director
Michalis Christoforou, Director
Antonis Antoniou Latouros, Director

Financial Manager

Elena Stylianou

Company Secretary

C.C.C. Secretarial Limited

197 Makarios III Avenue
Gala Tower
CY-3030 Limassol
Cyprus

Auditors

PriceWaterhouseCoopers Ltd
City House
Karaiskaki 6
3032 Limassol

Registered office

197 Makarios III Avenue
Gala Tower
CY-3030 Limassol
Cyprus

K + G Complex Public Company Limited

Declaration of Directors and other responsible officers of the Company for the preparation of the financial statements

In accordance with Article 9 sections 3 (c) and (7) of the Transparency Requirements (Traded Securities in Regulated Markets) Law of 2007 (N190(I) 2007), as amended, we, the members of the Board of Directors and the other responsible persons for the consolidated and separate financial statements of the Company K+G Complex Public Company Limited for the year ended 31 December 2024, confirm that, to the best of our knowledge:

(a) The annual consolidated and separate financial statements which are presented on pages 17 to 60:

(i) were prepared in accordance with IFRS Accounting Standards as adopted by the European Union, and in accordance with the provisions of Article 9, section (4) of the Law, and

(ii) give a true and fair view of the assets and liabilities, the financial position and the profit of K+G Complex Public Company Limited and the businesses included in the consolidated financial statementsand the separate financial statements of the Company, as a whole.

(b) The Management Report provides a fair review of the developments and the performance of the business as well as the financial position of K+G Complex Public Company Limited and the businesses included in the consolidated financial statements and separate financial statements of the Company, as a whole, together with a description of the main risks and uncertainties that they are facing.

Members of the Board of Directors

Name and surname	Signature
George St. Galatariotis (Executive Chairman)	
Costas St. Galatariotis (Director)	
Stavros Galatariotis (Director)	
Michalis Christoforou (Director)	
Antonis Antoniou Latouros (Director)	

Responsible for the preparation of the financial statements

Name and surname	Position	Signature
Elena Stylianou	Financial Manager	

Limassol, 29th April 2025

K + G Complex Public Company Limited

Management Report

1 The Board of Directors of K+G Complex Public Company Limited (the "Company"), and its subsidiary (collectively referred to as the 'Group'), presents its management report together with the audited consolidated financial statements of the Group and the audited separate financial statements of the Company for the year ended 31 December 2024.

Principal activities

2 The principal activities of the Company and the Group, which are unchanged from last year, are the following:

(a) Development and sale of land located in the Amathus area of Limassol
(b) Holding of investments

Changes in the Group/Company

3 During the year there has been no change in the Group's/Company's structure. The Group/Company do not intend to make any acquisition or merger.

Review of developments, position and performance of the Group's and the Company's operations

4 The Group's net profit for the year 2024 amounted to €1.891 thousand compared to €2.013 thousand in the year 2023. The share of profit of the associated company The Cyprus Cement Public Company Ltd amounted to €1.978 (2023: 1.950 thousand).

At 31st December 2024, the total assets of the Group amounted to €113.886 thousand (2023: €126.389 thousand) and the equity amounted to €113.424 thousand (2023: €126.213 thousand).

5 The Company's net profit for the year 2024 amounted to €1.631 thousand compared to €937 thousand in 2023. The increase in net profit attributed to higher dividends from the associated company, The Cyprus Cement Public Company Ltd.

The Company received dividends from its associated company amounted to €1.545 thousand (2023: €892 thousand), and from its subsidiary amounted to €256 thousand (2023: €60 thousand).

At 31st December 2024, the total assets of the Company amounted to €33.975 thousand (2023: €46.925 thousand) and the equity amounted to €30.578 thousand (2023: €43.636 thousand).

6 The financial position, development and performance of the Company and the Group as presented in the financial statements, are considered satisfactory.

Non-financial information

7 The Group/Company takes into account and complies with all health, safety and environmental regulations that affect the operations where the Group/Company operates. Until now, the Group/Company has not violated any health, safety and environmental regulations. The Group/Company has not been involved in any legal, governmental or arbitration proceedings that would result in any significant obligations to the Group/Company. This is in line with the overall culture and vision of the Group/Company.

Management Report (continued)

Principal risks and uncertainties

8 The principal risks and uncertainties faced by the Group and the Company are described in Notes 1, 6 and 26 of the financial statements. The Group and the Company's activities are subject to various risks and uncertainties related to the construction industry. These activities are influenced by a number of factors, which include, but are not limited to, the following:

- National and international economic and geopolitical factors.
- The war between Russia and Ukraine and the sanctions imposed on Russia by the European Union, the United States, and other countries.
- The war between Israel and Gaza.

The Company/Group monitors these risks through various mechanisms and adjusts its strategy accordingly to mitigate the impact of these risks to the extent possible.

Use of financial instruments by the Group and the Company

9 The operations of the Group/Company expose it to a variety of financial risks: market risk (including fair value interest rate risk), credit risk and liquidity risk.

10 The Company's and the Group's risk management program focuses on the unpredictability of the financial markets and aims to reduce the potential negative impact on the Company's and the Group's financial performance. Risk management is carried out by the Management.

Fair value interest rate risk

11 The Group/Company's interest rate risk arises from interest-bearing assets and long-term borrowings. Interest-bearing assets and long-term borrowings issued at fixed rates, expose the Group and the Company to fair value interest rate risk. The Group/Company holds cash and cash equivalents that bear a floating interest rate, however the cash flow interest rate risk is not considered significant.

12 At 31 December 2024, the Group's/Company's interest-bearing assets issued at fixed rate amounted to €0 thousand (2023: €11.381 thousand). The Board of Directors of the Group/Company monitors the interest rates fluctuation on an ongoing basis and acts accordingly. The Group/Company does not apply hedge accounting for fair value interest rate risk.

Credit risk

13 The Group/Companies credit risk arises from cash and cash equivalents, as well as from contractual cash flows of debt investments measured at amortised cost, including outstanding receivables.

14 For banks and financial institutions, the Company/Group has established policies under which most bank balances are held with independently assessed parties. The Management assesses the credit quality of the counterparties, taking into consideration their financial performance, prior experience and other relevant factors.

Management Report (continued)

Liquidity risk

15 The Management monitors current liquidity based on expected cash flows. Prudent liquidity risk management involves the management of sufficient cash and the availability of funding through an adequate amount of committed credit facilities. The Group/Company's management believes that it is successful in managing the Group/Company's exposure to liquidity risk.

Expected development of the Company and the Group

16 The Board of Directors does not expect any significant changes or developments in Company/Group's operations, financial position and performance in the foreseeable future, except as disclosed below.

Results

17 The Group/Company's results for the year are presented on pages 17 and 18 respectively. Having assessed both the availability of profits for distribution and the Group/Company's liquidity, the Board of Directors has approved and proposed the payment of a dividend as presented below.

Dividends

18 On 25th June 2024, the Annual General Meeting of the Company's Shareholders approved the payment of a dividend of €500 thousand, which corresponds to €0,0039 cents per share, from the profits of the year 2022. The dividend was paid to shareholders on 2nd August 2024.

19 On 1st November 2024, the Board of Directors approved the payment of interim dividend of €773 thousand, which corresponds to €0,006 cents per share, from the profits of the year 2024. The dividend was paid to shareholders on 6th December 2024.

20 The Board of Directors proposes the payment of a dividend of €771 thousand, which corresponds to €0,006 per share, from the profits of the year 2023. The Board of Directors' proposal will be submitted for approval at the Annual General Meeting for approval.

Share capital

21 During the year 2024, there were changes in the Company's share capital as presented below:

At an Extraordinary General Meeting of the shareholders of the Company held on 30th November 2023, the following special resolution was approved:

a) That the share premium account of the Company which has been established pursuant to Section 55 of the Companies Law, Chapter 113, be reduced from €1.757 thousand to €0, by the return of cash to the shareholders of the amount of €1.757 thousand.

b) That the special reserve account due to the conversion of share capital into Euros, which has been established pursuant to article 5 (3) of Law 33(I)2007, be reduced from €86 thousand to €0, by the return of cash to the shareholders of the amount of €86 thousand.

Management Report (continued)

Share capital (continued)

c) That the authorised share capital of the Company which amounts to €85.000 thousand divided into 500.000.000 ordinary shares with a nominal value of €0,17 cent each, be reduced to €40.000 thousand divided into 500.000.000 ordinary shares with a nominal value of €0,08 cent each.

d) That the issued share capital of the Company which amounts to €21.860 thousand divided into 128.586.161 ordinary shares with a nominal value of €0,17 cent each, be reduced from €21.860 thousand to €10.287 thousand by the reduction of the nominal value of the shares of the Company from €0,17 cent each to €0,08 cent each by the return of cash to the shareholders of the amount of €1.573 thousand, which corresponds to €0,09 cent per share.

The Special Resolution was approved by the Limassol District Court on 18th January 2024 and the new capital certificate was issued by the Department of Registrar of Companies and Intellectual Property on 4th March 2024. The amount was paid to shareholders on 5th April 2024.

Board of Directors

22 The members of the Board of Directors at 31 December 2024 and at the date of this report are presented on page 1. All of them were members of the Board of Directors throughout the year 2024.

23 In accordance with the Company's Articles of Association Messrs. Costas Galatariotis and Antonis Antoniou, retire at the next Annual General Meeting and, being eligible, offer themselves for re-election.

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

Corporate Governance Code

25 The Board of Directors has not adopted the provisions of the Corporate Governance Code. The Company is not required to adopt the provisions of the Code as its securities are traded in the Alternative Market of the Cyprus Stock Exchange. The main reason for not adopting the Corporate Governance Code is that the cost of possible implementation of the provisions of the Corporate Governance Code would be disproportionate to the expected benefits of its implementation.

26 The Board of Directors includes members from a wide range of ages and educational and professional backgrounds in order to reflect a wide range of experience and to facilitate the expression of diverse of independent opinions and constructive challenges. With respect to the Code is recommendation on gender diversity within the board members, this was considered by the Board of Directors, which intends, in future appointments, to positively consider candidates who support gender diversity, provided that it does not compromise diversity in terms of educational and professional.

Management Report (continued)

Corporate Governance Code (continued)

27 The Board of Directors ensures through adequate internal control procedures and risks management procedures, for the drafting, preparation, content and publication of all periodical information that is required of listed companies. The responsible person for the preparation of the separate and consolidated financial statements is the Financial Manager.

28 The Audit Committee consists of the following members:

- Antonis Latouros - President of the Committee
- Michalis Christoforou - Member of the Committee
- Christophoros Christophi - Member of the Committee

29 The Audit Committee members are Independent Non-Executive Directors. The Committee meets with the external auditors for independent discussion without the presence of Executive Directors. The Audit Committee reviews a wide range of financial matters, including annual and semi-annual results, financial statements, and accompanying reports, prior to their submission to the Board of Directors. It is also overseeing the process for the selection of accounting principles and estimations used in the Group's/Company's financial statements. The Audit Committee also advises the Board of Directors on the appointment of external auditors and their fees for audit and non-audit services. The Audit Committee discusses extensively with the auditors the findings that have arisen during the audit as well as the auditors' report.

Shareholders holding more than 5% of the Company's share capital

30 The shareholders who held more than 5% of the issued share capital of the Company with voting rights on 29th April 2025, are as follows:

	% holding
C.C.C. Holdings & Investments Limited *	83,81

* Included in the interest of George St. Galatariotis as presented in the Directors' interest below.

31 The Company has not issued any securities with special control rights and there are no restrictions on voting rights.

32 The appointment and replacement of the members of the Board of Directors is done by the Company at its Annual General Meeting in accordance with the provisions of the Company's Articles of Association. The Company's Articles of Association provides that the Board of Directors has the power to appoint, at any time, any person as Director and such person that is appointed by the Board of Directors will hold his office until the next Annual General Meeting of the Company.

33 The Company's Articles of Association can be modified by the passing of a Special Resolution at an Extraordinary General Meeting of the shareholders.

Management Report (continued)

34 The Board of Directors, subject to approval by the Company's shareholders, may issue or repurchase Company own shares. The issue of any new shares is further subject to the provisions of the Company's Articles of Association, the prevailing law and the principle of fair treatment to all existing shareholders.

35 The Board of Directors of the Company consists of 5 members and meetings are convened at regular intervals. The Board of Directors approves the Company's strategy and supervises the adoption and realization of the Company's and Group's development strategic

Directors' interest in the Company's share capital

36 The beneficial interest in the Company's share capital held by each Director, their spouse, children and companies in which they hold directly or indirectly at least 20% of the shares with voting rights in a general meeting, at 31 December 2024 and on 29th April 2025 was as follows:

	29th April 2025 %	31 December 2024 %
George St. Galatariotis (1)	83,81	83,81
Costas St. Galatariotis (1)	-	-
Stavros Galatariotis (1)	-	-
Michalis Christoforou	-	-
Antonis Antoniou Latouros	-	-

(1) The participation percentage share held by Mr. George St. Galatariotis includes his indirect participation resulting from family relationships between himself and Stavros Galatariotis and Costas St. Galatariotis and their indirect participation in C.C.C. Holdings & Investments Limited.

Contracts with Directors and related parties

37 Apart from the transactions and balances of the Directors and related parties disclosed in Note 25 of the financial statements, there were no other significant contracts with the Company, or its subsidiaries as at 31 December 2024 in which the Directors or related parties had a material interest. Related persons include the spouse, minor children and companies in which Directors hold directly or indirectly at least 20% of the voting rights at a general meeting.

Events after the balance sheet date

38 The material post balance sheet events, that are relevant on the understanding of the financial statements are disclosed in Note 27.

Branches

39 During the year the Company and the Group did not operate through any branches.

K + G Complex Public Company Limited

Management Report (continued)

Climate changes

40 The Board of Directors has taken into consideration the global awareness and concerns regarding the potential impacts of climate change. Currently, this issue has not had a significant impact on the consolidated and separate financial statements, but Management continues to monitor developments in this area.

Independent auditors

41 The independent Auditors, Pricewaterhousecoopers Ltd, have expressed their willingness to continue in office. A Resolution authorising the Board of Directors to fix their fees will be proposed at the Annual General Meeting.

By Order of the Board

C.C.C. Secretarial Limited
Secretary

Limassol, 29th April 2025

Independent Auditor's Report

To the Members of The K + G Complex Public Company Limited

Report on the Audit of the Consolidated and Separate Financial Statements

Our opinion

In our opinion, the accompanying consolidated financial statements of K + G Complex Public Company Limited (the "Company") and its subsidiary (the "Group") and the accompanying separate financial statements of the Company give a true and fair view of the consolidated and separate financial position of the Group and Company respectively as at 31 December 2024, and of the consolidated and separate financial performance and the consolidated and separate cash flows of the Group and the Company respectively, for the year then ended in accordance with IFRS Accounting Standards as adopted by the European Union and the requirements of the Cyprus Companies Law, Cap. 113.

What we have audited

We have audited the consolidated and separate financial statements which are presented in pages 17 to 60 and comprise:

- the consolidated balance sheet as at 31 December 2024;
- the Company's balance sheet as at 31 December 2024;
- the consolidated statement of profit or loss and other comprehensive income for the year then ended;
- the Company's statement of profit or loss and other comprehensive income for the year then ended;
- the consolidated statement of changes in equity for the year then ended;
- the Company's statement of changes in equity for the year then ended;
- the consolidated statement of cash flows for the year then ended;
- the Company's statement of cash flows for the year then ended; and
- the notes to the consolidated and separate financial statements, which include material accounting policy information.

The financial reporting framework that has been applied in the preparation of the consolidated and separate financial statements is IFRS Accounting Standards 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 Consolidated and Separate Financial Statements* section of our report.

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

Independence
We remained independent of the Group and the Company throughout the period of our appointment 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 consolidated and separate financial statements in Cyprus and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code.

Audit Approach

Key audit matters incorporating the most significant risks of material misstatements, including assessed risk of material misstatements due to fraud

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated and separate financial statements of the current period. These matters were addressed in the context of our audit of the consolidated and separate financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. The key audit matter referred to below relates to the consolidated financial statements. There was no key audit matter for the separate financial statements.

Key Audit Matter	*How our audit addressed the Key Audit Matter*
Investment in the associate company The Cyprus Cement Public Company Limited ("CCC")	
We focused on this matter due to the size of the carrying value of the investment in the associate company CCC of €112.621 thousand at 31 December 2024 as compared to the total assets of the Group, and due to the size of the share of profit of CCC which was recognised during the year 2024 of €1.978 thousand. In particular, the significant matter which affected the carrying value of the investment in the associated company is the is the size of the fair value of specific plots of land for development that were classified as 'Investment property' in the financial statements of CCC, as well as the complexity and high degree of subjectivity in the assessment of the management of CCC for the fair value of the properties.	For the fair value of the investment property held by CCC, we have discussed with the Management and assessed the main data, the main assumptions, the valuation methodology and calculations made by the management of CCC for the estimation of the fair value of the properties, which is based on assumptions of high subjectivity. Internal experts of our firm, possessing the required knowledge and qualifications, have been involved to support us in our assessment of the fair value of the properties performed by the management of CCC, which was based on a valuation conducted by an external independent qualified valuer.
In accordance with the International Accounting Standard IAS 40 'Investment Property' and the accounting policy of CCC, the land for development held in anticipation of capital growth and not used by CCC is classified as an investment property under IAS 40 and is presented in at fair value at each balance sheet date.	More specifically, with the support of our internal experts, we examined the calculations made by the management of CCC, the mathematical accuracy of the valuation model, the appropriateness of the valuation method and the reasonableness of the significant assumptions made by the management of CCC through a comparison with observable market data.

The fair value of the investment property of CCC as at 31 December 2024 amounted to €323.421 thousand. The Group holds 32.18% interest in CCC and is affected through its share in the consolidated balance sheet and its consolidated results. At 31 December 2024, the fair value was estimated by the management of CCC by taking into account a valuation conducted by an external independent qualified valuer. At 31 December 2023, the fair value was estimated by the management of CCC by taking into account internal valuation calculations For the purposes of estimating the fair value of the properties, the management of CCC used the method of discounted cash flows associated with the expected development of the properties, taking into account the planning permit obtained, the size and the uniqueness of the properties and their urban characteristics. The valuation methodology for 2024 is consistent with that used in 2023. The above estimates have been reviewed and adopted by the Management. Details are disclosed in Notes 4, 7 and 17 of the financial statements.	We have assessed the independence, the adequacy and competence of the external independent qualified valuer used by CCC. In addition, we evaluated the adequacy and the mathematical accuracy of the sensitivity analysis in relation to the effect on the carrying value of the investment in CCC from the change in the main assumptions for the valuation of the property. Finally, we evaluated the adequacy of the disclosures made in Notes 4, 7 and 17 of the financial statements in relation to the data, key assumptions and sensitivity analysis on specific assumptions. The results of the above procedures were satisfactory for the purposes of our audit.

Reporting on other information

The Board of Directors is responsible for the other information. The other information comprises the information included in the Declaration of Directors and other responsible officers of the Company for the preparation of the financial statements and in the Management Report, but does not include the consolidated and separate financial statements and our auditor’s report thereon.

Our opinion on the consolidated and separate 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 consolidated and separate financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the consolidated and separate 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.

Responsibilities of the Board of Directors and those charged with governance for the Consolidated and Separate Financial Statements

The Board of Directors is responsible for the preparation of the consolidated and separate financial statements that give a true and fair view in accordance with IFRS Accounting 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 consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated and separate financial statements, the Board of Directors is responsible for assessing the Group's and 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 Group and the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group's and the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated and Separate Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated and separate 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 consolidated and separate financial statements.

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

- Identify and assess the risks of material misstatement of the consolidated and separate 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 Group's and 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 Group's and 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 consolidated and separate 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 Group and the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves a true and fair view.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the consolidated financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated and separate financial statements of the current period and are therefore the key audit matters.

Report on Other Legal and Regulatory Requirements

Pursuant to the requirements of Article 10(2) of the EU Regulation 537/2014 we provide the following information in our Independent Auditor's Report, which is required in addition to the requirements of International Standards on Auditing.

Appointment of the Auditor and Period of Engagement

We were first appointed as auditors of the Company in 1996 by the Board of Directors for the audit of the consolidated and separate financial statements for the year ended 31 December 1996. Our appointment is renewed annually by shareholder resolution. On 12 May 2005, the Cyprus Stock Exchange was first included in the list of regulated markets prepared by the European Commission and published in the Official Journal of the European Union and as a result, the first financial year in which the Company was designated as a Public Interest Entity (PIE) in the European Union was the year ended 31 December 2005. Since then, including our reappointment following the tendering process for the year ended 31 December 2018, the total period of uninterrupted engagement appointment was 20 years.

Consistency of the Additional Report to the Audit Committee

We confirm that our audit opinion on the consolidated and separate financial statements expressed in this report is consistent with the additional report to the Audit Committee of the Company, which we issued on 29 April 2025 in accordance with Article 11 of the EU Regulation 537/2014.

Provision of Non-audit Services

We declare that no prohibited non-audit services referred to in Article 5 of the EU Regulation 537/2014 and Section 72 of the Auditors Law of 2017 were provided. In addition, there are no non-audit services which were provided by us to the Group and the Company and which have not been disclosed in the consolidated and separate financial statements or the management report.

European Single Electronic Format

We have examined the digital files of the European Single Electronic Format (ESEF) of K + G Complex Public Company Limited for the year ended 31 December 2024 comprising an XHTML file which includes the consolidated and separate financial statements for the year then ended and XBRL files with the marking up carried out by the entity of the consolidated statement of financial position as at 31 December 2024, and the consolidated statements of profit and loss and other comprehensive income, changes in equity and cash flows for the year then ended, and all disclosures made in the consolidated financial statements or made by cross-reference therein to other parts of the annual financial report for the year ended 31 December 2024 that correspond to the elements of Annex II of the EU Delegated Regulation 2019/815 of 17 December 2018 of the European Commission, as amended from time to time (the "ESEF Regulation") (the "digital files").

The Board of Directors of K + G Complex Public Company Limited is responsible for preparing and submitting the consolidated and separate financial statements for the year ended 31 December 2024 in accordance with the requirements set out in the ESEF Regulation.

Our responsibility is to examine the digital files prepared by the Board of Directors of K + G Complex Public Company Limited. According to the Audit Guidelines issued by the Institute of Certified Public Accountants of Cyprus (the "Audit Guidelines"), we are required to plan and perform our audit procedures in order to examine whether the content of the consolidated and separate financial statements included in the digital files correspond to the consolidated and separate financial statements we have audited, and whether the format and marking up included in the digital files have been prepared in all material respects, in accordance with the requirements of the ESEF Regulation.

In our opinion, the digital files examined correspond to the consolidated and separate financial statements, and the consolidated financial statements included in the digital files, are presented and marked-up, in all material respects, in accordance with the requirements of the ESEF Regulation.

Other Legal Requirements

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

- In our opinion, based on the work undertaken in the course of our audit, 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 consolidated and separate financial statements.
- In light of the knowledge and understanding of the Group and the Company and its environment obtained in the course of the audit, we are required to report if we have identified material misstatements in the management report. We have nothing to report in this respect.
- In our opinion, based on the work undertaken in the course of our audit, the information included in the corporate governance statement in accordance with the requirements of subparagraphs (iv) and (v) of paragraph 2(a) of Article 151 of the Cyprus Companies Law, Cap. 113, and which is included as a specific section of the management report, has been prepared in accordance with the requirements of the Cyprus Companies Law, Cap, 113, and is consistent with the consolidated and separate financial statements.
- In our opinion, based on the work undertaken in the course of our audit, the corporate governance statement includes all information referred to in subparagraphs (i), (ii), (iii), (vi) and (vii) of paragraph 2(a) of Article 151 of the Cyprus Companies Law, Cap. 113.
- In light of the knowledge and understanding of the Group and the Company and its environment obtained in the course of the audit, we are required to report if we have identified material misstatements in the corporate governance statement in relation to the information disclosed for items (iv) and (v) of subparagraph 2(a) of Article 151 of the Cyprus Companies Law, Cap. 113. We have nothing to report in this respect.

Other Matter

This report, including the opinion, has been prepared for and only for the Company's members as a body in accordance with Article 10(1) of the EU Regulation 537/2014 and 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.

The engagement partner on the audit resulting in this independent auditor's report is Mr. Yiangos Kaponides.

Yiangos Kaponides
Certified Public Accountant and Registered Auditor
for and on behalf of

PricewaterhouseCoopers Limited
Certified Public Accountants and Registered Auditors
City House, 6 Karaiskakis Street,
CY-3032 Limassol, Cyprus

Limassol, 29 April 2025

Consolidated statement of profit or loss and other comprehensive income for the year ended 31 December 2024

	Note	2024 €000	2023 €000
Administrative expenses	10	**(256)**	(298)
Other income	9	**161**	364
Operating (loss)/profit		**(95)**	66
Share of profit of investments in associate companies	17	**1.986**	1.950
Profit before tax		**1.891**	2.016
Tax	13	**-**	(3)
Profit for the year		**1.891**	2.013
Other comprehensive income/(loss)			
Items that will not be reclassified to profit or loss			
Share of reserves of associate companies	17	**9**	(143)
Total comprehensive income for the year		**1.900**	1.870
Profit per share attributable to the shareholders of the Company (cent per share):			
- Basic and fully distributed	14	**1,47**	1,57

The notes on pages 25 to 60 are an integral part of these financial statements.

Company's statement of profit or loss and other comprehensive income for the year ended 31 December 2024

	Note	2024 €000	2023 €000
Administrative expenses	10	**(245)**	(294)
Other income	9	**1.962**	1.316
Operating profit		**1.717**	1.022
Finance cost	12	**(86)**	(85)
Profit before tax		**1.631**	937
Tax	13	**-**	-
Profit for the year		**1.631**	937
Other comprehensive income		**-**	-
Total comprehensive income for the year		**1.631**	937

The notes on pages 25 to 60 are an integral part of these financial statements.

K + G Complex Public Company Limited

Consolidated balance sheet
at 31 December 2024

	Note	**2024 €000**	2023 €000
Assets			
Non-current assets			
Investments in associated companies	17	**112.647**	112.197
		112.647	112.197
Current assets			
Inventories	19	**300**	300
Financial assets at amortised cost	20	**54**	11.436
Cash and cash equivalents	21	**885**	2.456
		1.239	14.192
Total assets		**113.886**	126.389
Equity and liabilities			
Capital and reserves			
Share capital	22	**10.287**	21.860
Share premium	22	**-**	1.757
Reserve of changes in equity of associates		**543**	534
Reserve arising on translation of share capital into Euro		**-**	86
Retained earnings		**102.594**	101.976
Total equity		**113.424**	126.213
Current liabilities			
Trade and other creditors	24	**462**	159
Tax payable		**-**	17
Total current liabilities		**462**	176
Total liabilities		**462**	176
Total equity and liabilities		**113.886**	126.389

On 29th April 2025 the Board of Directors of K + G Complex Public Company Limited approved these financial statements for issue.

George St. Galatariotis
Executive Chairman

Costas St. Galatariotis
Director

The notes on pages 25 to 60 are an integral part of these financial statements.

Company's balance sheet at 31 December 2024

	Note	**2024 €000**	2023 €000
Assets			
Non current assets			
Investments in subsidiary companies	18	**2.722**	2.722
Investments in associated companies	17	**30.018**	30.018
		32.740	32.740
Current assets			
Inventories	19	**300**	300
Financial assets at amortised cost	20	**51**	11.433
Cash and cash equivalents	21	**884**	2.452
		1.235	14.185
Total assets		**33.975**	46.925
Equity and liabilities			
Capital and reserves			
Share capital	22	**10.287**	21.860
Share premium	22	**-**	1.757
Reserve arising on translation of share capital into Euro		**-**	86
Retained earnings		**20.291**	19.933
Total equity		**30.578**	43.636
Non current liabilities			
Borrowings	23	**2.937**	3.132
		2.937	3.132
Current liabilities			
Trade and other creditors	24	**460**	157
		460	157
Total liabilities		**3.397**	3.289
Total equity and liabilities		**33.975**	46.925

On 29th April 2025 the Board of Directors of K + G Complex Public Company Limited approved these financial statements for issue.

George St. Galatariotis Executive Chairman	Costas St. Galatariotis Director

The notes on pages 25 to 60 are an integral part of these financial statements.

Consolidated statement of changes in equity for the year ended 31 December 2023

	Share capital €000	Share premium €000	Reserve arising on translation of share capital into Euros €000	Reserve of changes in equity of associate company (2) €000	Retained earnings (1) €000	Total €000
Balance at 1 January 2023	21.860	1.757	86	677	101.499	125.879
Comprehensive income						
Profit for the year	-	-	-	-	2.013	2.013
Other comprehensive losses						
Share of reserves of associate companies (Note 17)	-	-	-	(143)	-	(143)
Total other comprehensive losses	-	-	-	(143)	-	(143)
Total comprehensive income for 2023	-	-	-	(143)	2.013	1.870
Balance at 31 December 2023/ 1 January 2024	21.860	1.757	86	534	101.976	126.213
Comprehensive income						
Profit for the year	-	-	-	-	1.891	1.891
Other comprehensive income						
Share of reserves of associate companies (Note 17)	-	-	-	9	-	9
Total other comprehensive income	-	-	-	9	-	9
Total comprehensive income for 2024	-	-	-	9	1.891	1.900
Transactions with Company's owners						
Dividend paid from the profits of the years 2022 and 2024 (Note 15)	-	-	-	-	(1.273)	(1.273)
Reduction of share capital and share premium (Note 22)	(11.573)	(1.757)	(86)	-	-	(13.416)
Total transactions with owners	(11.573)	(1.757)	(86)	-	(1.273)	(14.689)
Balance at 31 December 2024	10.287	-	-	543	102.594	113.424

(1) Companies which do not distribute 70% of their profits after tax, as defined by the Special Contribution for the Defence of the Republic Law, at the end of the two years after the end of the year of assessment to which the profits refer, will be deemed to have distributed that amount as dividend. A Special contribution for defence at the rate of 17% will be payable on this deemed dividend to the extent that the shareholders for deemed dividend distribution purposes at the end of the period of two years from the end of the year of assessment to which the profits refer, are Cyprus tax residents and domiciled. From 1st March 2019, the deemed dividend distribution for residents of the Republic, individuals are subject to 1,70% contribution to the General Health System, which increases to 2,65% from March 1, 2020. The amount of the deemed dividend distribution is reduced by any actual dividend that has already been distributed for the year to which the profits refer up to the end of two years from the end of the tax year to which profits refer.

(2) The reserve of changes in equity of associate company relates to the fair value reserves of the associate companies. The reserve of changes in equity of an associated company is not available for distribution in the form of dividend.

Company's statement of changes in equity for the year ended 31 December 2024

	Share Capital €000	Share Premium €000	Reserve arising on translation of share capital into Euro €000	Retained earnings [1] €000	Total €000
Balance at 1 January 2023	21.860	1.757	86	20.532	44.235
Comprehensive income					
Profit for the year	-	-	-	937	937
Total comprehensive income for 2023	-	-	-	937	937
Transactions with Company's owners					
Dividend paid from the profits of 2021 (Note 15)	-	-	-	(1.536)	(1.536)
Total transactions with owners	-	-	-	(1.536)	(1.536)
Balance at 31 December 2023/ 1 January 2024	21.860	1.757	86	19.933	43.636
Comprehensive income					
Profit for the year	-	-	-	1.631	1.631
Total comprehensive income for 2024	-	-	-	1.631	1.631
Transactions with Company's owners					
Dividend paid from the profits of the years 2022 and 2024 (Note 15)	-	-	-	(1.273)	(1.273)
Reduction of share capital and share premium (Note 22)	(11.573)	(1.757)	(86)	-	(13.416)
Total transactions with owners	(11.573)	(1.757)	(86)	(1.273)	(14.689)
Balance at 31 December 2023	10.287	-	-	20.291	30.578

(1) Companies which do not distribute 70% of their profits after tax, as defined by the Special Contribution for the Defence of the Republic Law, at the end of the two years after the end of the year of assessment to which the profits refer, will be deemed to have distributed that amount as dividend. A Special contribution for defence at the rate of 17% will be payable on this deemed dividend to the extent that the shareholders for deemed dividend distribution purposes at the end of the period of two years from the end of the year of assessment to which the profits refer, are Cyprus tax residents and domiciled. From 1st March 2019, the deemed dividend distribution for residents of the Republic, individuals are subject to 1,70% contribution to the General Health System, which increases to 2,65% from March 1, 2020. The amount of the deemed dividend distribution is reduced by any actual dividend that has already been distributed for the year to which the profits refer up to the end of two years from the end of the tax year to which profits refer.

(2) The reserve of changes in equity of associate company relates to the fair value reserves of the associate companies. The reserve of changes in equity of an associated company is not available for distribution in the form of dividend.

The notes on pages 25 to 60 are an integral part of these financial statements.

Consolidated statement of cash flows for the year ended 31 December 2023

	Note	2024 €000	2023 €000
Cash flows from operating activities			
Profit before tax		**1.891**	2.016
Adjustments for:			
Interest income	9	**(83)**	(324)
Depreciation of property, plant and equipment	10	**-**	9
Share of profit of associate companies	17	**(1.986)**	(1.950)
		(178)	(249)
Changes in working capital:			
Financial assets held at amortised cost		**4**	(9)
Trade and other creditors		**300**	(6)
Cash used from/(used in) in operations		**126**	(264)
Tax paid		**(17)**	-
Net cash used from/(used in) operating activities		**109**	(264)
Cash flows from investing activities			
Loans granted to related parties	25 (vi)	**(5)**	(16)
Dividends received		**1.545**	883
Net cash generated from investing activities		**1.540**	867
Cash flows from financing activities			
Dividends paid		**(1.047)**	(249)
Amount paid for the reduction of share capital and share premium		**(2.173)**	-
Net cash used in financing activities		**(3.220)**	(249)
Net (decrease)/increase in cash and cash equivalents		**(1.571)**	354
Cash and cash equivalents at the beginning of the year		**2.456**	2.102
Cash and cash equivalents at the end of the year	21	**885**	2.456

For non-cash transactions refer to Note 21.

The notes on pages 25 to 60 are an integral part of these financial statements.

K + G Complex Public Company Limited

Company's statement of cash flows
for the year ended 31 December 2023

	Note	2024 €000	2023 €000
Cash flows from operating activities			
Profit before tax		**1.631**	937
Adjustments for:			
Interest income	9	**(83)**	(324)
Interest expense	12	**86**	85
Dividend received	9, 25 (iii)	**(1.801)**	(952)
Depreciation of property, plant and equipment	10	**-**	9
		(167)	(245)
Changes in working capital:			
Financial assets held at amortised cost		**4**	(8)
Trade and other creditors		**300**	2
Cash from/(used in) operations		**137**	(251)
Tax received		**-**	-
Net cash from/(used in) operating activities		**137**	(251)
Cash flows from investing activities			
Loans granted to related parties	25 (vi)	**(5)**	(16)
Dividends received		**1.545**	883
Net cash generated from investing activities		**1.540**	867
Cash flows from financing activities			
Repayment of loans from related parties	25 (v)	**(25)**	-
Amount paid for the reduction of share capital and share premium		**(2.173)**	-
Dividends paid		**(1.047)**	(249)
Net cash used in financing activities		**(3.245)**	(249)
Net (decrease)/increase in cash and cash equivalents		**(1.568)**	367
Cash and cash equivalents at the beginning of the year		**2.452**	2.085
Cash and cash equivalents at the end of the year	21	**884**	2.452

For non-cash transactions refer to Note 21.

The notes on pages 25 to 60 are an integral part of these financial statements.

Notes to the financial statements

1 General Information

Country of incorporation

K+G Complex Public Company Limited (the "Company") was incorporated in Cyprus in June 1980, as a private limited liability company in accordance with the provisions of the Cyprus Companies Law, Cap. 113, and in May 1981 became a public company. The Company is listed on the Cyprus Stock Exchange. The registered office of the Company is located at 197 Makarios III Avenue, Gala Tower, CY-3030 Limassol, Cyprus.

Principal activities

The principal activities of the Company and the Group, which are unchanged from last year, are the following:

(a) Development and sale of land located in the Amathus area of Limassol
(b) Holding of investments

Operational environment of Cyprus

Russia - Ukraine conflict

The geopolitical situation in Eastern Europe intensified on 24 February 2022 with the commencement of the war between Russia and Ukraine. As of the date of approval of these financial statements, the war is ongoing. In addition to the impact of the events on entities operating in Russia, Ukraine, or Belarus or those that have business relationships with companies in these countries, the war is increasingly affecting global economies and financial markets, exacerbating ongoing economic challenges.

The United Nations, the European Union as well as the United States of America, Switzerland, the United Kingdom, and other countries have imposed a series of restrictive measures (sanctions) against the Russian and Belarusian governments, various companies, and specific individuals. The imposed sanctions include asset freezes and prohibitions on making funds available to the specified individuals and entities. Additionally, travel restrictions on sanctioned individuals prevents their entry into or transit through the relevant areas. The Republic of Cyprus has implemented the restrictive measures of the United Nations and European Union. The continuation of the war in Ukraine may lead to the possibility of further sanctions in the future.

Israel-Gaza conflict

The Israel-Gaza conflict has significantly escalated following the major Hamas attack on 7th October 2023. Companies with substantial subsidiaries, operations, investments, contractual arrangements, or joint ventures in the war zone may face significant exposure. Entities without direct exposure to Israel and the Gaza Strip are also likely to be affected by the overall economic uncertainty and the negative impact on the global economy and major financial markets resulting from the war. This is a volatile period and situation.

The financial impacts of the above crisis on the global economy and overall business activities cannot be reasonably estimated at this stage, due to the high level of uncertainty arising from the inability to reliably predict the outcome.

1 General Information (continued)

Operational environment of Cyprus (continued)

The future effects of the above may adversely affect the future financial performance, cash flows and financial position of the Group/Company but at present they are difficult to predict and as a result Management's expectations and estimates may differ from actual results. Nevertheless, Management believes that it is taking all the necessary measures to maintain the viability of the Group/Company and to support the development of its operations in the current financial environment.

2 Basis of preparation

The consolidated financial statements of the Group and the separate financial statements of the Company have been prepared in accordance with the IFRS Accounting Standards, as adopted by the European Union and the requirements of the Cyprus Companies Law, Cap. 113.

IFRS Accounting Standards comprise the following authoritative literature:

- IFRS Accounting Standards;
- IAS Standards; and
- Interpretations developed by the IFRS Interpretations Committee (IFRIC Interpretations) or its predecessor body, the Standing Interpretations Committee (SIC Interpretations).

As at the date of the approval of the financial statements, all IFRS Accounting Standards issued by the International Accounting Standards Board (IASB) that are relevant to the Group and the Company and are effective as of 1 January 2024 have been adopted by the European Union through the endorsement process established by the European Commission.

The material accounting policies applied in the preparation of these financial statements are set out below in Note 4. These policies have been applied consistently to all years presented, unless otherwise stated.

The financial statements have been prepared under the historical cost convention.

The preparation of financial statements in accordance with IFRS Accounting Standards requires the use of significant critical accounting estimates and the exercise of judgement by the Management in the process of applying the Company's and Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates have significant impact on the financial statements, are disclosed in Note 7.

3 Adoption of new or revised standards and interpretations

During the current year the Group/Company adopted all the new and revised IFRS Accounting Standards that are relevant to its operations and are applicable for accounting periods beginning on 1 January 2024. The adoption of these standards did not have a significant effect on the accounting policies of the Group/Company.

4 Material accounting policy information

The material accounting policies applied 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. Management aims not to reduce the understandability of these financial statements by obscuring significant information with insignificant information. Therefore, only material accounting policy information is disclosed, where applicable, with the relevant disclosure notes.

4 Material accounting policy information (continued)

Consolidated financial statements

The consolidated financial statements include the financial statements of K+G Complex Public Company Limited (the "Company"), and its subsidiary company, which are collectively referred to as the "Group".

(1) Subsidiaries

Subsidiaries are all entities (including, special purpose entities) over which the Group has control. The Group controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are consolidated from the date on which control is transferred to the Group and are deconsolidated from the date on which control ceases.

The Group applies the acquisition method of accounting for business consolidations regardless of whether equity interests or other assets are acquired. The consideration transferred for the acquisition of a subsidiary comprises the following:

- The fair values of the assets transferred;
- The liabilities incurred to the former owners of the acquired business;
- The equity securities issued by the Group;
- The fair value of any asset or liability arising from a contingent consideration arrangement;
- The fair value of any pre-existing equity interest in the subsidiary.

The identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are recognized at their fair values at the acquisition date. The group recognizes any non-controlling interest in the acquired entity either at fair value or at the non-controlling interest's proportionate share of the acquired entity's net identifiable assets. Acquisition-related costs are expensed to profit or loss when incurred.

When the excess of the consideration transferred, the non-controlling interest in the acquired entity and the fair value of any previous equity interest in the acquired entity at the acquisition date exceeds the fair value of the identifiable net assets acquired, the excess is recognized as goodwill. If the total is less than the fair value of the net assets acquired - as in case of bargain purchase - the difference is recognized directly in profit or loss.

Where any part of the consideration is deferred, the amounts payable in the future are discounted to their present value as at the date of exchange, using the effective interest method. The discount rate used is the entity's incremental borrowing rate, being the rate at which a similar borrowing could be obtained from an independent financier under comparable terms and conditions.

Contingent consideration is classified either as equity or a financial liability. Amounts classified as a financial liability are subsequently measured at fair value, with changes in fair value recognized in profit or loss.

If the business combination is achieved in stages, the previously held equity interest in the acquiree is remeasured to its fair value at the acquisition date, with any resulting gain or loss recognised in profit or loss.

4 Material accounting policy information (continued)

Consolidated financial statements (continued)

(1) Subsidiaries (continued)

Inter-company transactions, balances, income and expenses on transactions between Group companies are eliminated. Profit or losses resulting from inter-company transactions that are recognised in assets are also eliminated, except where the transactions provides evidence of impairment of the asset. Where necessary, the accounting policies of subsidiaries have been adjusted to align with the accounting policies adopted by the Group.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated profit or loss, the consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated balance sheet.

When the Group ceases to have control over an entity, any retained interest in the entity is remeasured to its fair value at the date control is lost, with the resulting gain or loss recognised in profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associated company, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

(2) Associate companies

Associate companies are all entities over which the Group has significant influence, generally accompanying a shareholding of between 20% and 50% of the voting rights, but which it does not control investments in associate companies are accounted for using the equity method of accounting and are initially recognised at cost. The Group's investment in associate companies includes any goodwill identified on acquisition net of any accumulated impairment losses.

Dividends received or receivable from associated companies are recognised as a reduction in the carrying amount of the investment. If the Group’s ownership interest in an associated company is reduced but significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income is reclassified to profit or loss where appropriate.

The Group's share of post-acquisition profits or losses of associated companies is recognised in the profit or loss and its share of post-acquisition movements in other comprehensive income is recognised in other comprehensive income. The cumulative post-acquisition movements are adjusted against the carrying amount of the investment. When the Group’s share of losses in an associated company equals or exceeds its interest in the associated company, including any other unsecured receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate company.

Unrealised gains from transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Where necessary, accounting policies of associates have been adjusted to ensure consistency with the accounting policies adopted by the Group.

4 Material accounting policy information (continued)

Consolidated financial statements (continued)

(2) Associate companies (continued)

After application of the equity method, including recognising the associates' losses, the carrying amount of the investment in associated company which includes the goodwill arising on acquisition is tested for impairment by comparing its recoverable amount with its carrying amount whenever there is an indication of impairment and recognizes the amount under "share of profit from investments accounted for using the equity method" in the profit or loss.

Separate financial statements of the Company

(1) Subsidiaries

Subsidiaries are all entities (including special purpose entities) over which the Company has control. The Company controls an entity when the Company is exposed, or has rights, to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

In the separate financial statement, investments in subsidiaries are measured at cost less impairment losses. Investments in subsidiaries are assessed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised in profit or loss to the extent that the carrying amount of the assets exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. An impairment loss recognised in prior years is reversed where appropriate if there has been a change in the assumptions used to determine the recoverable amount.

(2) Associate companies

Associates are all entities over which the Company has significant influence which is generally accompanying with a shareholding of between 20% and 50% of the voting rights, but does not exercise control.

In the separate financial statement, investments in associates are measured at cost less any impairment losses. Investments in associates are assessed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised through profit or loss to the extent that the carrying amount of the asset exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. An impairment loss recognised in prior years is reversed where appropriate if there has been a change in the assumptions used to determine the recoverable amount.

Interest income

Interest income on financial assets measured at amortized cost and calculated using the original effective interest method is recognized in the consolidated statement of profit or loss and other comprehensive income of the Group and in the statement of profit or loss and other comprehensive income of the Company, under "Revenue". Interest income is calculated by applying the original effective interest rate to the gross carrying amount of a financial asset, with the exception of the financial assets that subsequently become credit-impaired.

4 Material accounting policy information (continued)

Separate financial statements of the Company (continued)

(2) Associate companies (continued)

Dividend income

In the Company's separate financial statements, dividends received from subsidiaries, associated companies and financial assets measured at fair value through profit or loss are recognized in the statement of profit or loss and other comprehensive income under "Income", unless the dividend/ distribution clearly represents the recovery of the cost of an investment. In the Group's consolidated financial statements, dividends received from financial assets measured at fair value through profit or loss are recognized in the consolidated statement profit or loss and other comprehensive income under "Income". Please refer to the relevant accounting treatment of dividends from subsidiaries and associates in the Group's consolidated financial statements.

Segment reporting

Operating segments are presented in accordance with the internal information provided to the Board of Directors of the Group (the chief operating decision-maker). The Group's Board of Directors who is responsible for allocating resources and assessing the performance of the Group's operating segments, has been identified as the Body that makes all strategic decisions.

Employee benefits

The Company/Group and the employees contribute to the Government Social Insurance Fund based on the salaries of the employees. The contributions of the Company/Group are recognized in the period they relate to and are included in personnel costs. The Company/Group has no additional obligations after the contributions have been paid. Prepaid contributions are recognized as an asset to the extent that a cash refund or reduction in future payments is probable.

Foreign currency translation

(i) Functional and presentation currency

Items included in the Group and Company's financial statements are measured using the currency of the primary economic environment in which each entity of the Group and Company operate ("the functional currency"). The financial statements are presented in Euro (€), which is the Group's and Company's functional and presentation currency.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in profit or loss.

Current and deferred taxation

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

4 Material accounting policy information (continued)

Current and deferred taxation (continued)

The current tax is calculated based on the tax legislation enacted or substantively enacted at the balance sheet date in the country where the Company/the Group operates and generates taxable income. Management periodically assesses the positions taken in tax returns with respect to situations where the applicable tax legislation is subject to interpretation. If the applicable tax legislation is subject to interpretation, a provision is established where appropriate, based on amounts expected to be paid to the tax authorities.

Deferred tax is recognised using the liability method on temporary differences arising between the tax base of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination, which, at the time of the transaction does not affect neither accounting nor taxable profit or loss. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realised, or the deferred income tax liability is settled.

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

Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on the Company/the Group, where there is an intention to settle the balances on a net basis.

Dividend distribution

The dividend distribution to the Group's/Company's shareholders is recognised as a liability in the financial statements of the Group/Company in the year in which the dividends are approved and are no longer subject to the jurisdiction of the Group/Company. More specifically, interim dividends are recognised as a liability in the year they are approved by the Board of Directors of the Group/Company, and in the case of final dividends, these are recognised in the year in which these are approved by the Group's/Company's shareholders.

Property, plant and equipment

All property, plant and equipment items are presented at historical cost less accumulated depreciation. Historical cost includes expenditure directly attributable to the acquisition of property, plant and equipment.

Depreciation on property, plant and equipment is calculated using the straight-line method, which allocates the cost less its residual value, over the estimated useful lives. The annual depreciation rates are as follows:

	%
Motor vehicles	20
Furniture and office equipment	10

The residual value and useful lives are reviewed and adjusted at each balance sheet date if deemed necessary. The carrying amount of a property, plant, and equipment item is immediately reduced to its recoverable amount if the carrying amount exceeds the estimated recoverable amount. Expenses for repairs and maintenance of property, plant, and equipment are charged to profit or loss in the year in which they are incurred. Gains and losses from the disposal of property, plant, and equipment are determined by comparing the proceeds with the carrying amount and are recognized in profit or loss.

4 Material accounting policy information (continued)

Impairment of non-financial assets

Assets that have an indefinite useful life, including goodwill, 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 the asset's fair value less costs to sell and its value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash generating units). Non-financial assets that have suffered an impairment, are reviewed for possible reversal of the impairment at each reporting date.

Financial assets – Classification

The classification depends on the Group/Company's business model for managing the related assets portfolio and the contractual cash flow of the financial assets. The management determines the classification of assets on initial recognition.

The Group/Company classifies its financial assets at amortised cost. Financial assets at amortised cost are held to collect contractual cash flows and their cash flows represent only capital and interest payments. They are included in current assets other than those which have expired more than 12 months after the balance sheet date. These are classified as non-current assets. The Group/Company's financial assets at amortised costs include: cash and equivalents, loan receivables and other receivables.

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 Group/Company commits to deliver a financial instrument. All other purchases and sales are recognized when the Group/Company 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 Group/Company has transferred substantially all the risks and rewards of ownership. Any gain or loss resulting from the write-off shall be recognised directly in the profit and loss.

Financial assets – Measurement

At initial recognition, the Group/Company measures a financial asset at its fair value and additionally adds transaction costs that are directly attributable to the acquisition of the financial asset. These are then measured at amortized costs.

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 valuation techniques whose inputs include only data from observable markets.

4 Material accounting policy information (continued)

Financial assets – impairment – Expected Credit Loss Provision (ECL)

The Group/Company assesses on a forward-looking basis the ECL for debt instruments (including loans) measured at amortised cost. The Group/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 which includes past events, current conditions, and forecasts of future economic conditions.

The carrying amount of the financial assets is reduced using an allowance account, and the amount of the loss is recognized in the statement of profit or loss and other comprehensive income under “net impairment losses on financial assets”. Subsequent recoveries of amounts for which a credit loss was previously recognized are credited to the same item in the statement of profit or loss and other comprehensive income.

Debt assets measured at amortised cost are presented in the Company’s balance sheet and consolidated balance sheet net of the allowance for ECL.

The impairment methodology applied by the Group/Company for the calculation of expected credit losses depends on the type of financial asset estimated for impairment. See Note 6, in the Credit Risk section, for a description of the impairment methodology used by the Company/Group to calculate the expected credit losses for debit financial assets at amortized cost.

Financial assets – Write-off

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

Financial Assets – modifications

The Group/Company sometimes renegotiate or modify the contractual cash flow of financial assets. The Group/Company assesses whether the modification of contractual cash flows is significant.

If the modified terms differ significantly, the cash flow rights from the original asset expire and the Group/Company write off the original financial asset and recognises a new asset at fair value. The renegotiation date is considered the date of initial recognition for the purposes of accessing a subsequent impairment, including the determination of whether a significant increase in credit risk (“SICR”) has occurred. The Group/Company also assesses whether a new loan or debit financial asset meets the SICR criterion. Any difference between the carrying value of the original asset written off and the fair value of the new significantly modified asset shall be recognised in the profit or loss, unless the substance of the modification is attributed to capital transactions with the owners.

4 Material accounting policy information (continued)

Financial Assets – modifications (continued)

If the renegotiation was due to the counterparty's financial difficulties and inability to make the originally agreed payments, the Group/Company compares the original and revised expected cash flows to assess whether the risks and rewards of the asset have changed significantly as a result of the contractual amendment. If the risks and rewards do not change, the modified asset is not materially different from the original asset and the modification does not result in a write-off. The Group/Company recalculates the gross carrying amount by discounting the modified contractual cash flows at the original effective interest rate and recognizes the modification gain or loss in the results.

Classification as cash and cash equivalents

In the Company’s consolidated statement of cash flows, cash and cash equivalents includes cash in hand and at bank, as well as short-term bank deposits and other short-term highly liquid financial instruments used for cash management purposes, which are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in their value. Cash and cash equivalents are measured 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 classified as fair value through profit or loss.

Classification as financial assets at amortized cost

These amounts generally arise from transactions outside the Company's/Group’s normal operating activities. They are with the intention of collecting their contractual cash flows, which represent solely payment of principal and interest. Consequently, these are measured at amortised cost using the effective interest rate method, less any provision for impairment. Financial assets at amortised costs are classified as current assets if they are due within one year or less (or in the normal course of the company's operating cycle, if greater). Otherwise, they are presented as non-current assets.

Offsetting financial instruments

Financial assets and liabilities are offset, and the net amount is reported in the Company’s and the consolidated balance sheet when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of either the Company/Group or the counterparty.

Inventories

Inventories are stated at the lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business less applicable variable selling expenses.

Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

Share premium is the difference between the fair value of the consideration receivable for the issue of shares and the nominal value of the shares. Share premium account can only be used for specific purposes, which do not include the distribution of dividends, and is subject to the provisions of the Cyprus Companies Law regarding share capital reduction.

4 Material accounting policy information (continued)

Earnings per share

Basic earnings per share are calculated as follows: The profits attributable to the Company's shareholders are divided by the weighted average number of ordinary shares issued during the year.

Provisions

Provisions are recognised when the Company/Group has a present legal or constructive obligation arising from past events, it is probable that an outflow of resources will be required to settle the obligation, and the amount of obligation can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are calculated at the present value of the expenditures expected to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks associated with the obligation. The increase in the provision due to passage of time is recognised as interest expense.

Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently carried at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption value is recognised in profit or loss over the period of the borrowings, using the effective interest method. Borrowing is classified as a short-term liability, unless the Company/Group has the unconditional right to defer repayment of the liability for at least twelve months after the balance sheet date.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a prepayment (for liquidity services) and amortised over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is extinguished (i.e. when the obligation specified in the contract is discharged, cancelled or expires). The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as «other income» or «finance costs».

Borrowing costs are interest and other costs incurred by the Company/Group in connection with the borrowing of funds, including borrowing interest, amortization of discounts or commissions related to borrowing, amortization of additional costs related to the arrangement of borrowing and exchange differences that arise from borrowing in foreign currency in case they are considered as an adjustment to debit interest.

Financial liabilities – amendments

An exchange between the Company/Group and the original lenders of the debt instruments on substantially different terms, as well as substantial changes to the terms and conditions of the existing financial obligations, shall be deemed to be a termination of the initial financial obligation and recognition of a new financial liability. Terms are considered substantially different if the discounted present value of cash flows under the new terms, including any fees paid after deduction of any fees received and discounted at the initial effective interest rate, is at least 10% different from the discounted present value of the cash flows remaining from the original financial liability.

4 Material accounting policy information (continued)

Financial liabilities – amendments (continued)

If an exchange of debt instruments or a modification of the terms is deemed to be redemption, any cost or fee is recognised as part of the profit or loss from the repayment. If the exchange or modification is not deemed to be repayment, any costs or fees incurred shall adjust the carrying amount of the obligation and shall be amortised throughout the remainder of the amended obligation.

Amendments to liabilities which do not result in repayment shall be accounted for as a change in the estimate using the cumulative cover method, with any gain or loss recognised in the profit or loss, unless the economic substance of the difference in book values is attributable to capital differences with the owners and is recognised directly in own funds.

Trade and other creditors

Trade and other creditors are liabilities for the payment of goods or services acquired in the ordinary course of business of the Company/Group, from suppliers. Trade and other creditors are classified as current liabilities if payment is due within one year or less (or in the Company's/Group's normal operating cycle of the business if longer). If not, they are presented as non-current liabilities. Trade and other creditors are recognised initially at fair value and subsequently presented at amortised cost, using the effective interest method.

5 New accounting pronouncements

At the date of approval of these financial statements, several new standards and amendments to standards and interpretations are effective for annual periods beginning after 1 January 2024 and have not been applied in preparing these financial statements. None of these is expected to have a significant effect on the financial statements of the Company/Group.

6 Financial risk management

(i) Financial risk factors

The Group's/Company's operations expose them to a variety of financial risks: market risk (including interest rate risk related to fair value), credit risk and liquidity risk.

The Company's and the Group's risk management programme focuses on the unpredictability of financial markets and aims to minimise potential negative impact on the Company's and the Group's financial performance. Risk management is carried out by the Board of Directors.

Market risk

Interest rate risk related to fair value

The Group's/Company's interest rate risk arises from interest-bearing assets and long-term borrowings. The interest-bearing assets represent loans receivable from related parties. Long term borrowings represent borrowings from related parties. Interest bearing assets and borrowings bear a fixed interest rate expose the Group/Company interest rate risk related to fair value. The Group/Company holds cash and cash equivalents that bear a floating interest rate, however the interest rate risk related to cash flows is not considered significant.

As at 31 December 2024, if interest rates on assets and borrowings were 1% (2023: 1%) higher/lower, with all other variables held constant, the impact on the profit/loss of the Group/the Company for the year after tax would not have been significant.

The Company's/Group's management monitors the interest rate fluctuations on ongoing basis and acts accordingly.

6 Financial risk management

(ii) Financial risk factors

Credit risk

Credit risk is the risk that one party to a financial instrument will cause financial loss to the other party because it fails to fulfil an obligation. Credit risk arises from cash and equivalents, and contractual cash flows from debt assets measured at amortized cost, including outstanding receivables.

- ***Risk Management***

Credit risk is managed by the Group and the Company on an individual basis.

For banks and financial institutions, the Company/Group has established policies whereby the majority of bank balances are held with independently rated parties. If counterparties are independently rated, then these ratings are used by the Company/Group. Otherwise, if there is no independent rating, management assesses the credit quality of the counterparty, considering its financial position, past experience and other factors.

- ***Impairment of financial assets***

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

- financial assets at amortised cost (loans to related parties and other receivables)
- cash and cash equivalents.

The impairment methodology applied by the Group/Company for the calculation of expected credit losses depends on the type of financial instrument being assessed for impairment.

For all financial instruments subject to impairment under IFRS 9, the Company/Group applies the general approach—the three-stage impairment model—based on changes in credit risk since initial recognition. A financial instrument that is not credit-impaired at initial recognition is classified in Stage 1. Financial instruments in Stage 1 recognize their 12-month ECL, which represents the portion of lifetime ECL arising from defaults occurring within the next 12 months or until the contract's maturity, whichever is earlier ("12-month ECL").

If the Company/Group observes a significant increase in credit risk ("SICR") since initial recognition, the financial instrument is moved to Stage 2, and the ECL is measured based on lifetime ECL, meaning the ECL is calculated for the entire life of the financial instrument, considering expected prepayments, if any ("lifetime ECL").

If the Company/Group determines that a financial instrument is credit-impaired, the financial instrument is moved to Stage 3, and the ECL is measured as lifetime ECL.

Impairment losses are presented as "net impairment losses on financial assets" in operating profit. Subsequent recoveries of amounts previously written off are credited to the same item where they were initially presented.

Significant increase in credit risk. The Group/Company assesses the possibility of default on the initial recognition of the asset and whether there has been a significant increase in credit risk on an ongoing basis throughout the reporting period. To assess whether there is a significant increase in credit risk, the Group/Company compares the default risk on the reporting date with the default risk at the date of initial recognition.

6 Financial risk management (continued)

(i) Financial risk factors (continued)

Credit risk (continued)

The assessment shall consider the available reasonable and supportive information for the future. Especially the following indicators are incorporated:

- internal credit rating
- external credit rating (as far as available)
- actual or expected significant adverse changes in business, financial or economic conditions that are expected to cause a significant change to the borrower's ability to fulfil its obligations
- actual or expected significant changes in the operating results of the borrower/counterparty
- significant increases in credit risk on other financial instruments of the same borrower/counterparty
- significant changes in the value of the collateral supporting the obligation or in the quality of third-party guarantees or credit enhancements
- significant changes in the expected performance and behaviour of the borrower/counterparty, including changes in the payment status of counterparty in the group and changes in the operating results of the borrower.

Macroeconomic information is incorporated as part of the internal evaluation model. The historical loss rates are adjusted to reflect current and future information on macroeconomic factors affecting customers' ability to settle their obligations.

Regardless of the analysis above, a significant increase in credit risk is evidenced if a debtor is more than 30 days past due on a contractual payment.

Default. A financial asset is considered default when the counterparty failed to make contractual payments for 90 days after the due date of obligation.

Write-off. Financial assets are written off when there is no reasonable expectation of recovery, such as when a debtor has not entered into a repayment plan with the Company/Group. The Group/Company classifies a debt financial asset for write off when the debtor has not made contractual payments for a period of more than 180 days in arrears. Where debt financial assets have been written off, the Group/Company continues to follow legal procedures to recover the receivable due. Where recoveries are made, these are recognised in profit or loss.

6 Financial risk management (continued)

(i) Financial risk factors (continued)

Credit risk (continued)

A summary of the assumptions supporting the expected credit loss model of the Group's/Company's applied to loans to related parties, receivables from related parties and other receivables is as follows:

Category	Group/ Company definition of category	Basis for recognition of the expected credit loss provision	Basis for the calculation of interest revenue
Performing (Stage 1)	Counterparties for which the credit risk is consistent with initial expectations	For loans to related parties that are payable on demand, the expected credit losses are measured on the assumption that the loan will be demanded at the reporting date. When the counterparties have the ability to repay the contractual cash flows then the expected provision for credit losses will be limited to the effect of discounting the amount due on the loan (at the actual interest rate of the loan). For receivables from related parties and other receivables, expected credit losses are measured at 12 months expected losses. Where the expected life of a financial asset is less than 12 months, the expected loss is measured over the expected life of the asset.	Gross carrying amount

Based on the above, the estimated impairment loss for loans and other receivables from related parties as at 31 December 2024 and 31 December 2023 was insignificant.

The Company/Group has no financial assets subject to the IFRS 9 impairment requirements, whose contractual cash flows have need modified.

Loans to related parties amounting to €11.381 thousand as at 31 December 2023 and during the year 2024 and other receivables amounting to €51 thousand as at 31 December 2024 (2023: €52 thousand) represent the maximum exposure of the Company at credit risk for these financial assets. Loans to related parties were fully repaid in the year 2024.

Loans to related parties amounting to €11.381 thousand as at 31 December 2023 and during the year 2024 and other receivables amounting to €54 thousand as at 31 December 2024 (2023: €54 thousand) represent the maximum exposure of the Group at credit risk for these financial assets. Loans to related parties were fully repaid in the year 2024.

Cash and cash equivalents

The Group/Company assesses, on an individual basis, its exposure to credit risk arising from cash and cash equivalents based on ratings from external credit rating agencies.

6 Financial risk management (continued)

(i) Financial risk factors (continued)

Credit risk (continued)

Cash and cash equivalents (continued)

The following table presents the gross carrying value of cash and cash equivalents based on the credit ratings from Moody's Investors Service, which also represents the maximum exposure to credit risk from these financial assets at 31 December 2024 and 31 December 2023:

The Group	**Carrying amount €000**
External credit rating	
As at 31 December 2024	
AAA-A	800
BBB-B	85
Total cash and cash equivalents	885
As at 31 December 2023	
AAA-A	2.285
BBB-B	171
Total cash and cash equivalents	2.456

The Company	**Carrying amount €000**
External credit rating	
As at 31 December 2024	
AAA-A	800
BBB-B	84
Total cash and cash equivalents	884
As at 31 December 2023	
AAA-A	2.285
BBB-B	167
Total cash and cash equivalents	2.452

The Company/Group does not have any collateral as collateral.

The estimated impairment loss on cash and cash equivalents as at 31 December 2024 and 31 December 2023 was not significant. All cash and cash equivalents were performing (Stage 1) at 31 December 2024 and 31 December 2023.

Liquidity risk

Liquidity risk is the risk of the Company/Group not having sufficient financial resources to meet its obligations when they expire.

Prudent management of liquidity risk involves maintaining adequate amounts of cash and availability of funding through an adequate amount of committed credit facilities. The Board of Directors maintains flexibility in funding by maintaining availability under committed credit limits.

6 Financial risk management (continued)

(i) Financial risk factors (continued)

Liquidity risk (continued)

The Board of Directors monitors the fluctuating liquidity reserve of the Company and the Group, which includes unused borrowing facilities (Note 23) and cash and cash equivalents (Note 21) based on expected cash flow.

The Company and the Group have the following unused credit facilities:

	The Group		The Company	
	2024	2023	**2024**	2023
	€000	€000	**€000**	€000
Floating interest rate:				
- Within one year	**218**	218	**200**	200

The facilities which expire within one year are annual facilities subject to review at different dates.

The table below analyses the Company's and the Group's financial liabilities into relevant maturity categories based on the remaining period at the balance sheet date to the contractual maturity date. The amounts presented in the table are the contractual undiscounted cash flows. Balances due within 12 months (excluding borrowings) are equal to their carrying amounts as the impact of discounting is not significant.

The Group

	Less than 1 year €000	Between 1 and 2 years €000	Between 2 to 5 years €000
At 31 December 2023			
Trade and other creditors	159	-	-
	159	-	-
At 31 December 2024			
Trade and other creditors	462	-	-
	462	-	-

The Company

	Less than 1 year €000	Between 1 and 2 Years €000	Between 2 to 5 Years €000
At 31 December 2023			
Borrowings	-	3.296	-
Trade and other creditors	157	-	-
	157	3.296	-
At 31 December 2024			
Borrowings	-	-	3.274
Trade and other creditors	460	-	-
	460	-	3.274

6 Financial risk management (continued)

(ii) Capital risk management

The Company's and the Group’s objectives when managing capital are to ensure the Company's/Group’s ability to continue as a going concern, in order to provide returns for shareholders and benefits for other stakeholders who have interest in the Company/Group and to maintain the most appropriate capital structure to reduce the cost of capital.

In order to maintain or alter the capital structure, the Company/Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce their debt.

In line with others in the industry, the Company, and the Group monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings (including ‘current and non-current borrowings’ as presented in the consolidated balance sheet and the Company’s balance sheet) minus cash and cash equivalents. Total capital is calculated as ‘equity’ as presented in the consolidated and Company’s balance sheet plus net debt.

The Group has no borrowing, whereas the Company has €2.937 thousand from its subsidiary.

(iii) Fair value estimation

There were no financial assets and financial liabilities measured at fair value as at 31 December 2024 and 31 December 2023.

7 Significant accounting estimates and judgments

Accounting estimates and judgements are assessed on an ongoing basis and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Significant accounting estimates and assumptions

The Company/Group makes estimates and assumptions concerning the future. As a result, the accounting estimates rarely equal the actual results. Estimates and assumptions that may lead to significant adjustments below in the carrying amounts of assets and liabilities within the next financial year are outlined.

- **Fair value of investment property at associated company**

  Details are disclosed in Note 17 of the Group’s and Company’s financial statements.

- **Impairment of financial assets**

  Provision for losses for financial assets are based on assumptions about default risks and expected losses. The Company/the Group exercises its judgment to make these assumptions and select the inputs for the impairment calculation, based on Company’s/Group’s historical experience, of the current market conditions and forward-looking estimates at the end of each reporting period. Details on the impairment of financial assets are set out in Note 6 Credit Risk.

7 Significant accounting estimates and judgments (continued)

Significant accounting estimates and assumptions (continued)

- **Impairment of investments in subsidiary and associate companies**

  The Company/the Group follows the guidance of IAS 36 “Impairment of assets” in determining whether an investment is impaired. The Company/Group reviews the carrying amount of the investment for impairment when events or changes in circumstances indicate that the carrying amount may not be recoverable. This determination requires significant judgment. The Company/Group evaluates, among other factors, the net assets of the investment and the ability of the investment to generate future income.

  At 31 December 2023 and 2024, no indicators of impairment were identified in relation to the Company's/Group's investments.

8 Segment information

In accordance with the management approach in relation to IFRS 8, operating segments are presented based on the internal information provided to the Board of Directors (the chief operating decision-maker), which is responsible for allocating resources to the reportable segments and assessing their performance. All operating segments used by the Group meet the definition of a reportable segment as per IFRS 8. The Group’s key operating segments, which are based in Cyprus along with the Group’s headquarters, for which segment analysis is provided, are as follows.

(1) Development and sale of land
(2) Holding of investments

The Group’s Board of Directors evaluates the performance of operating segments based on earnings before interest, taxes, depreciation, and amortisation (EBITDA).

This performance measure excludes the results of non-recurring operating expenses, such as restructuring provisions costs and impairments, where the impairment is the result from one-off, non-recurring event. Interest income and expenditure are not allocated to segments. The other information provided, except as noted below, is accounted for as per the financial statements. All the assets of the Group are located in Cyprus.

8 Segment information (continued)

The segment information provided to the Board of Directors of the Company/Group for the reportable segments is as follows:

For the year ended 31 December 2024

	Development and sale of land	Holding of investments	Total
	€000	€000	€000
(Loss)/Profit before interest, taxes, and depreciation	(52)	(43)	(95)
Depreciation	-	-	-
Tax charge	-	-	-
Share of profit of associate companies	-	1.986	1.986
Segment assets	351	113.535	113.886
Total assets include:			
Investments in associated companies	-	112.647	112.647
Segment liabilities	46	416	462

For the year ended 31 December 2023

	Development and sale of land	Holding of investments	Total
	€000	€000	€000
(Loss)/Profit before interest, taxes, and depreciation	(289)	364	75
Depreciation	(9)	-	(9)
Tax charge	(4)	-	(4)
Share of profit of associate companies	-	1.950	1.950
Segment assets	2.811	123.578	126.389
Total assets include:			
Investments in associated companies	-	112.197	112.197
Segment liabilities	159	17	176

8 Segment information (continued)

Reconciliation of segment results

Profit/(loss) before interest, taxes, and depreciation differs from the profit before tax as follows:

	2024 €000	2023 €000
(Loss)/Profit before interest, taxes, and depreciation	**(95)**	75
Depreciation	**-**	(9)
Operating (loss)/profit	**(95)**	66
Share of profit of associate companies	**1.986**	1.950
Profit before tax	**1.891**	2.016

9 Other income

	The Group		The Company	
	2024 €000	2023 €000	**2024 €000**	2023 €000
Interest income:				
Loans to related parties (Note 25 (ii))	**83**	324	**83**	324
Total interest income	**83**	324	**83**	324
Dividend income (Note 25 (iii))	**-**	-	**1.801**	952
Other income	**78**	40	**78**	40
	161	364	**1.962**	1.316

10 Analysis of expenses

	The Group		The Company	
	2024 €000	2023 €000	**2024 €000**	2023 €000
Tax and licences	**3**	3	**3**	3
Legal and professional fees	**14**	15	**14**	14
Management and other administrative services (Note 25 (i))	**132**	132	**126**	126
Directors' fees (Note 25 (iv))	**3**	3	**3**	3
Staff and related costs (Note 11, 25 (iv))	**34**	34	**34**	34
Auditor's remuneration	**27**	27	**24**	24
Depreciation of property, plant and equipment (Note 16)	**-**	9	**-**	9
Other expenses	**43**	75	**41**	81
Total expenses	**256**	298	**245**	294

The total fees charged by the statutory audit firm for the statutory audit of the Group's/Company's annual financial statements for the year ended 31 December 2024 amounted to €27 thousand/€24 thousand (2023: €27 thousand/€24 thousand).

The total fees charged by the statutory audit firm for other non-audit services for the year ended 31 December 2024 amounted to €0 thousand (2023: €2 thousand).

11 Staff costs

	The Group		The Company	
	2024	2023	**2024**	2023
	€000	€000	**€000**	€000
Salaries	**32**	32	**32**	32
Employer's contributions	**2**	2	**2**	2
Total (Note 25 (iv))	**34**	34	**34**	34
Average number of staff during the year	**1**	1	**1**	1

12 Finance cost

	The Group		The Company	
	2024	2023	**2024**	2023
	€000	€000	**€000**	€000
Interest expense:				
Loan from subsidiary company (Note 25 (ii))	**-**	-	**86**	85
	-	-	**86**	85

13 Taxation

	The Group		The Company	
	2024	2023	**2024**	2023
	€000	€000	**€000**	€000
Current tax charge:				
Income tax	**-**	-	**-**	-
Prior year tax charge:				
Income tax	**-**	3	**-**	-
Tax charge	**-**	3	**-**	-

The tax on the Group's and the Company's profit before tax differs from the theoretical amount that would arise using the applicable tax rate as follows:

	The Group		The Company	
	2024	2023	**2024**	2023
	€000	€000	**€000**	€000
Profit before tax	**1.891**	2.016	**1.631**	937
Tax calculated at the applicable corporation tax rate of 12,5%	**236**	252	**204**	117
Tax effect of expenses not deductible for tax purposes	**6**	12	**6**	12
Tax effect of allowances and income not subject to tax	**(3)**	(6)	**(228)**	(124)
Tax effect on share of profit from associated companies	**(248)**	(244)	**-**	-
Tax effect of losses for which no deferred tax asset has been recognised	**9**	-	**9**	-
Tax effect of the use of accumulated losses of previous years	**-**	(5)	**-**	(5)
Tax of prior years	**-**	4	**-**	-
Offsetting losses with other companies of the Group	**-**	(10)	**9**	-
Tax charge	**-**	3	**-**	-

13 Taxation (continued)

The income tax rate for the Group/Company is 12,5%.

Tax losses may be carried forward for up to 5 years and utilised against taxable profits. Under certain conditions, interest may be exempt from income tax and be subject only to special defence contribution at a rate of 30%.

In certain cases, dividends received from abroad may be subject to special defence contribution at a rate of 17%. Additionally, in certain cases, dividends received from other Cyprus tax resident companies may also be subject to special defence contribution.

Profits from the disposal of securities, as defined for tax purposes (including shares, bonds, debentures, rights thereon etc) are exempt from Cyprus corporate income tax.

According to the Income Tax Law, the Company and its subsidiaries, in which directly or indirectly holds more than 75% of their issued share capital, constitute a "group" for tax purposes. A company of the tax "group" may transfer losses to be offset against profits of the other companies in the group.

The tax (charge)/credit relating to components of other comprehensive income as follows:

Tax effects of components of other comprehensive income

The Group

	Year ended 31 December					
	2024			2023		
	Before tax €000	**Tax (charge)/ credit €000**	**After tax €000**	Before tax €000	Tax (charge)/ credit €000	Before tax €000
Associated companies:						
Share of reserves	**9**	**-**	**9**	(143)	-	(143)
Other comprehensive Income/(loss)	**9**	**-**	**9**	(143)	-	(143)

14 Earnings per share

Earnings per share is calculated by dividing the profit attributable to the Company's shareholders by the weighted average number of shares in issue during the period.

Basic and fully diluted

	2024	2023
Profit attributable to the Company's shareholders (€000)	**1.891**	2.013
Weighted average number of shares in issue	**128.586.161**	128.586.161
Profit per share - Basic and fully distributed (cent per share)	**1,47**	1,57

15 Dividend per share

On 25th June 2024, the Annual General Meeting of the Company's shareholders approved the payment of a dividend of €500 thousand which corresponds to €0,0039 per share, from the profits of 2022. The dividend was paid to the shareholders on 2nd August 2024.

On 1st November 2024, the Board of Directors approved the payment of interim dividend of €773 thousand, which corresponds to €0,006 cents per share, from the profits of the year 2024. The dividend was paid to the shareholders on 6th December 2024.

On 22nd June 2023, the Annual General Meeting of the Company's shareholders approved the payment of a dividend of €1.536 thousand which corresponds to €0,0119 per share, from the profits of 2021. The dividend was paid to the shareholders on 1st August 2023.

16 Property, plant and equipment

The Group/The Company

	Motor Vehicles €000	Total €000
At 1 January 2023		
Cost	45	45
Accumulated depreciation	(36)	(36)
Net book value	9	9
Year ended 31 December 2023		
Opening net book amount at the beginning of the year	9	9
Depreciation charge (Note 10)	(9)	(9)
Net book value	-	-
At 31 December 2023/1 January 2024		
Cost	45	45
Accumulated depreciation	(45)	(45)
Net book value	-	-
Year ended 31 December 2024		
Net book amount at the beginning of the year	-	-
Depreciation charge (Note 10)	-	-
Net book value	-	-
At 31 December 2024		
Cost	45	45
Accumulated depreciation	(45)	(45)
Net book value	-	-

17 Investments in associated companies

	The Group		The Company	
	2024	2023	**2024**	2023
	€000	€000	**€000**	€000
At beginning of year	**112.197**	111.282	**30.018**	30.018
Share of profit after tax	**1.986**	1.950	**-**	-
Share of reserves	**9**	(143)	**-**	-
Dividends (Note 25 (iii))	**(1.545)**	(892)	**-**	-
At end of year	**112.647**	112.197	**30.018**	30.018

Set out below are the Group/Company's associated companies. The associated companies listed below have share capital consisting exclusively of ordinary shares, held directly by the Company and the Group; the country of incorporation or registration is also the place of business.

Name	Place of operations/ Country of incorporation	% of ownership interest	Principal Activities	Measurement Method in Consolidated Financial statement	Measurement Method in Company's Financial Statements
2023					
C.C.C. Secretarial Limited	Cyprus	30,00	Note 1	Equity Method	Cost Method
The Cyprus Cement Public Company Ltd	Cyprus	32,07	Note 2	Equity Method	Cost Method
2024					
C.C.C. Secretarial Limited	Cyprus	30,00	Note 1	Equity Method	Cost Method
The Cyprus Cement Public Company Ltd	Cyprus	32,18	Note 2	Equity Method	Cost Method

Note 1: C.C.C. Secretarial Limited is acting as the secretary of companies and meanwhile providing management and administrative services.

Note 2: The principal activities of The Cyprus Cement Public Company Limited are the development/exploitation of land and the undertaking of strategic investments in companies operating in the production and sale of cement.

As at 31 December 2024, the market value of the Company's/Group's interest in the associate The Cyprus Cement Public Company Limited (the "associated"), which is listed on the Cyprus Stock Exchange, was €33.323 thousand (2023: €30.675 thousand).

Significant restrictions

There are no significant restrictions from borrowing agreements, regulatory requirements or contractual arrangements between investors with significant influence on the associate companies that would affect the ability of the associate companies to transfer funds to the Group in the form of cash dividends or to repay loans or advances made from the Group.

Contingent Liabilities and commitments

Capital commitments

At 31 December 2024, the capital expenditure for the associated company The Cyprus Cement Company Public Limited, that has been committed for at the balance sheet but not yet incurred amounted to €801 thousand.

17 Investments in associated companies (continued)

Significant factors that affecting the carrying amount of the investment in the associate company The Cyprus Cement Public Company Limited

The carrying amount of the investment and the share of profit recognized for The Cyprus Cement Company Limited is significantly affected by the fair value of its land, which is classified as 'Investment property' in the financial statements of The Cyprus Cement Company Limited.

In accordance with IAS 40 'Investment Property' and the accounting policy of The Cyprus Cement Company Public Limited, land held for development awaiting capital appreciation and not currently used by the associate company, is classified as 'Investment Property' under IAS 40 and is presented at fair value at each balance sheet date.

The fair value of the investment property of The Cyprus Cement Company Public Limited as at 31 December 2024 amounted to €323.421 thousand (2023: €321.694 thousand).

The associate's management estimate of the fair value of the investment property as of December 31, 2024, was based on a valuation carried out by an independent qualified valuer using the discounted cash flow method related to the proposed development of the property, taking into account the planning permission obtained as well as the size and the uniqueness and their urban characteristics of the property.

The valuation methodology used for 2024 is consistent with that used in 2023.

The fair value estimate of the property, which was determined using the discounted cash flow method, is based on significant unobservable data. The estimate was based on land use according to the Planning Permit (LEM/00184/2017) and the total buildable area calculated after the construction of infrastructure works and green space allocations. The key assumptions adopted in estimating the fair value of the land held for development, as well as the sensitivity of the carrying amount of the investment and the recognized share of profit to changes in these key assumptions, are as follows:

Property	Valuation (€000)	Valuation method	Unobservable inputs	Change in input	Deviation /Sensitivity (€000)
Land in Cyprus	323.421	Discounted cash flow	Average property sales price per sq.m.	Deviation by +/- 5%	+ €14.452 - €14.452
			Property sales rate	Deviation by +/- 1 year	- €10.344 + €1.710
			Average construction cost of property	Deviation by +/- 5%	- €8.151 + €8.151
			Discount Rate (WACC)	Deviation by +/- 0,5%	- €4.046 + €4.223

The above estimates have been examined and adopted by the Group's management.

17 Investments in associated companies (continued)

The table below presents the summarised financial information for the associated companies.

Summarised balance sheet

	C.C.C Secretarial Limited		The Cyprus Cement Public Company Limited		Total	
	As at 31 December		As at 31 December		As at 31 December	
	2024	2023	**2024**	2023	**2024**	2023
	€000	€000	**€000**	€000	**€000**	€000
Current Assets						
Cash and cash equivalents	**53**	44	**9.201**	10.158	**9.254**	10.202
Other current assets	**52**	66	**10.119**	10.757	**10.171**	10.823
Total current assets	**105**	110	**19.320**	20.915	**19.425**	21.025
Other current liabilities (including trade creditors)	**(239)**	(293)	**(374)**	(260)	**(613)**	(553)
Total current liabilities	**(239)**	(293)	**(374)**	(260)	**(613)**	(553)
Non-current assets						
Investment property	**-**	-	**323.421**	321.694	**323.421**	321.694
Right of use of assets	**92**	193	**-**	-	**92**	193
Other assets	**129**	142	**63.962**	62.605	**64.091**	62.747
Other liabilities (including lease of assets)	**-**	(90)	**(55.426)**	(55.426)	**(55.426)**	(55.516)
Total non-current liabilities	**-**	(90)	**(55.426)**	(55.426)	**(55.426)**	(55.516)
Net assets	**87**	61	**350.903**	349.528	**350.990**	349.589
Net assets attributable to shareholders	**87**	61	**350.903**	349.528	**350.990**	349.589

17 Investments in associated companies (continued)

Summarised statement of comprehensive Income

	C.C.C. Secretarial Limited		The Cyprus Cement Public Company Limited		Total	
	As at 31 December		As at 31 December		As at 31 December	
	2024	2023	**2024**	2023	**2024**	2023
	€000	€000	**€000**	€000	**€000**	€000
Revenue	**1.232**	1.233	**568**	505	**1.800**	1.738
Depreciation	**(125)**	(136)	**-**	-	**(125)**	(136)
Share of profit of investments accounted for using the equity method	**-**	-	**6.561**	6.471	**6.561**	6.471
Finance cost	**(8)**	(2)	**-**	-	**(8)**	(2)
Profit before tax	**32**	7	**6.148**	6.079	**6.180**	6.086
Tax charge	**(7)**	(5)	**-**	-	**(7)**	(5)
Profit for the year	**26**	2	**6.148**	6.079	**6.174**	6.081
Other comprehensive income/(losses)	**-**	-	**28**	(445)	**28**	(445)
Total comprehensive income for the year	**26**	2	**6.176**	5.634	**6.202**	5.636

The above information reflects the amounts presented in the financial statements of the associate companies (and not the Group's share of those amounts).

Reconciliation of financial information

The reconciliation of the summarised financial results that presented at the currying amount of investments in associate companies that are accounted using the equity method in the consolidated financial statements of the Group are as follows:

	C.C.C. Secretarial Limited		The Cyprus Cement Public Company Limited		Total	
	As at 31 December		As at 31 December		As at 31 December	
	2024	2023	**2024**	2023	**2024**	2023
	€000	€000	**€000**	€000	**€000**	€000
Summarised financial information						
Opening net assets attributable to shareholders	**61**	88	**349.528**	346.722	**349.589**	346.810
Profit for the year	**26**	2	**6.148**	6.079	**6.174**	6.081
Other comprehensive income	**-**	-	**28**	(445)	**28**	(445)
Dividend distribution	**-**	(29)	**(4.801)**	(2.745)	**(4.801)**	(2.774)
Purchase of own shares	**-**	-	**-**	(83)	**-**	(83)
Closing net assets attributable to shareholders	**87**	61	**350.903**	349.528	**350.990**	349.589
Interests in associate companies	**26**	18	**112.921**	112.094	**112.947**	112.112

18 Investments in subsidiaries companies

	2024 **€000**	2023 €000
At the beginning of the year	**2.722**	2.722
At the end of the year	**2.722**	2.722

Set out below is presented the subsidiary, which is registered in Cyprus. The subsidiary has a share capital consisting exclusively of ordinary share held directly by the Company, and voting rights equal to the percentage of ownership rights that Company holds. The country of Incorporation is also its principal place of business.

Name	**Participation**	**Country of incorporation**	**Principal activities**
Galatex Tourist Enterprises Limited	100%	Cyprus	Inactive (previously property development)

19 Inventories

	The Group		**The Company**	
	2024 **€000**	2023 €000	**2024** **€000**	2023 €000
Land and development costs	**300**	300	**300**	300
	300	300	**300**	300

Inventories are presented at cost. There were no inventories for which the net book value should decrease to the net realizable value.

20 Financial asset at amortised cost

The financial asset at amortised cost includes the following debt financial assets:

	The Group		**The Company**	
	2024 **€000**	2023 €000	**2024** **€000**	2023 €000
Current				
Loans to related parties (Note 25 (vi))	**-**	11.381	**-**	11.381
Other receivables	**54**	54	**51**	52
	54	11.435	**51**	11.433

Loans to related parties bore interest at 2,75% (2023: 2,75%), were repayable on demand and were secured (Note 25 (vi)).

The loans to related parties were fully repaid during the year 2024.

20 Financial asset at amortised cost (continued)

Due to the short-term nature of the current financial assets at amortised cost, their carrying amount is considered the same with their fair value.

The carrying amounts of the financial assets at amortised cost of the Company's and the Group's are analysed by currency as follows:

	The Group		The Company	
	2024	2023	**2024**	2023
	€000	€000	**€000**	€000
Euro	**54**	11.435	**51**	11.433

Impairment and risk exposure

Note 6 provides information regarding the impairment of financial assets and the exposure of the Group/Company to Credit Risk.

The maximum exposure to credit risk at the balance sheet date is the carrying amount of each class of financial asset at amortised cost as stated above.

21 Cash and cash equivalents

	The Group		The Company	
	2024	2023	**2024**	2023
	€000	€000	**€000**	€000
Cash at bank and in hand	**85**	171	**84**	167
Other short-term financial instruments	**800**	2.285	**800**	2.285
	885	2.456	**884**	2.452

Other short-term financial instruments include short-term bonds, which are considered highly liquid instruments used by the Management for cash management purposes, are immediately convertible into known amounts of cash and are subject to insignificant risk of changes in their value. Management considers that these financial instruments meet the criteria of IAS 7 "Cash Flow Statements" and therefore classified the above instruments as cash equivalents.

All cash and cash equivalents are denominated in Euro.

Non-cash transactions

The main non-cash transactions of the Group for the year 2024 were the following:

- the payment of dividends payable amounting to €225 thousand, were offset against loan receivable from the parent company (Note 25 (vi)).

- The payment of amounts payable from the reduction of share capital and share premium amounting to €11.243 thousand which were offset against loan receivables by the parent company (Note 25 (vi)).

21 Cash and cash equivalents (continued)

The non-cash transactions of the Company for the year 2024 were the following:

- The offset of dividend receivable of €256 thousand against the loan payable from the subsidiary company (Note 25 (v)).
- the payment of dividends payable of €225 thousand, were offset against loan receivable from the parent company (Note 25 (vi)).
- The payment of amounts payable from the reduction of share capital and share premium of €11.243 thousand which were offset against loan receivables by the parent company (Note 25 (vi)).

The non-cash transactions of the Group for the year 2023 were the following:

- the payment of dividends payable of €1.286 thousand, were offset against loan receivable from the parent company (Note 25 (vi)).

The non-cash transactions of the Company for the year 2023 were the following:

- The offset of dividend receivable of €60 thousand against the loan payable from the subsidiary company (Note 25 (v)).
- the payment of dividends payable of €1.286 thousand, were offset against loan receivable from the parent company (Note 25 (vi)).

Reconciliation of obligations arising from financing activities:

The Company

	Loans from related parties (Note 25 (v)) €000	Total borrowings from financing activities €000
Balance at 1 January 2024	3.132	3.132
Non-Cash transactions:		
Offset of amount against dividend income	(256)	(256)
Repayment of loans	(25)	(25)
Interest expenses	86	86
Balance at 31 December 2024	2.937	2.937

	Loans from related parties (Note 25 (v)) €000	Total borrowings from financing activities €000
Balance at 1 January 2023	3.107	3.107
Non-Cash transactions:		
Offset of amount against dividend income	(60)	(60)
Interest expenses	85	85
Balance at 31 December 2023	3.132	3.132

22 Share capital and share premium

	31 December 2024			31 December 2023		
	Number of shares	**Ordinary share capital €000**	**Share premium €000**	Number of shares	Ordinary share capital €000	Share premium €000
At the beginning of the year	128.586.161	21.860	1.757	128.586.161	21.860	1.757
Reduction of share capital and share premium	-	(11.573)	(1.757)	-	-	-
At the end of the year	128.586.161	10.287	-	128.586.161	21.860	1.757

The total authorized number of ordinary shares is 500.000.000 shares (2023: 500.000.000 shares) with a par value of €0,08 per share (2023: €0,17 per share). All issued shares are fully paid.

At an Extraordinary General Meeting of the shareholders of the Company, which was held on 30th November 2023, the following special resolution was approved:

a) That the share premium account of the Company which has been established pursuant to Section 55 of the Companies Law, Chapter 113, be reduced from €1.757 thousand to €0, by the return of cash to the shareholders of the amount of €1.757 thousand.

b) That the special reserve account due to the conversion of share capital into Euros, which has been established pursuant to article 5 (3) of Law 33(I)2007, be reduced from €86 thousand to €0, by the return of cash to the shareholders of the amount of €86 thousand.

c) That the authorised share capital of the Company which amounts to €85.000 thousand divided into 500.000.000 ordinary shares with a nominal value of €0,17 cent each, be reduced to €40.000 thousand divided into 500.000.000 ordinary shares with a nominal value of €0,08 cent each.

d) That the issued share capital of the Company which amounts to €21.860 thousand divided into 128.586.161 ordinary shares with a nominal value of €0,17 cent each, be reduced from €21.860 thousand to €10.287 thousand by the reduction of the nominal value of the shares of the Company from €0,17 cent each to €0,08 cent each by the return of cash to the shareholders of the amount of €11.573 thousand, which corresponds to €0,09 cent per share.

The special resolution was approved by the District Court of Limassol on 18th January 2024 and the new capital certificate was issued by the Department of Registrar of Companies and Intellectual Property on 4th March 2024. The amount was paid to the shareholders on 5th April 2024.

23 Borrowings

	The Group		The Company	
	2024	2023	**2024**	2023
	€000	€000	**€000**	€000
Non-current				
Borrowings from related parties (Note 25 (v))	**-**	-	**2.937**	3.132
Total borrowings	**-**	-	**2.937**	3.132
Maturities on non-current borrowings				
Between 1 to 2 years	**-**	-	**-**	3.132
Between 2 to 5 years	**-**	-	**2.937**	-
	-	-	**2.937**	3.132

The loan from the subsidiary company amounting to €2.937 thousand (2023: €3.132 thousand) is repayable in 2028 (2023: in year 2025), bear interest of 2,75% and is not secured.

The weighted average effective interest rates at the balance sheet date were as follows:

	2024	2023
	%	%
Borrowings from subsidiary	**2,75**	2,75

The carrying amount of the borrowings of the Company and the Group are analysed by currency as follows:

	The Group		The Company	
	2024	2023	**2024**	2023
	€000	€000	**€000**	€000
Euro	**-**	-	**2.937**	3.132

The Company and the Group have the following unused credit facilities:

	The Group		The Company	
	2024	2023	**2024**	2023
	€000	€000	**€000**	€000
Floating rate:				
- Expiring within one year	**218**	218	**200**	200

The credit facilities which expire within one year, are annual facilities and are subject to review at various dates.

24 Trade and other creditors

	The Group		The Company	
	2024	2023	**2024**	2023
	€000	€000	**€000**	€000
Other creditors and accrued expenses	**462**	159	**460**	157
	462	159	**460**	157

The fair value of trade and other creditors with a maturity of less than one year is approximately equal to their carrying amount at the balance sheet date. Trade and other creditors are denominated in Euro.

25 Transactions with related parties

The Company is controlled by C.C.C. Holdings & Investments Limited, which is registered in Cyprus and holds 83,81% of the share capital of the Company. The remaining issued share capital is widely held. The ultimate parent company of the Group is George S. Galatariotis & Sons Limited.

The related companies are companies under common control and companies controlled by the Directors of the Company.

The following transactions were carried out with related parties:

(i) Purchase of services from associated companies

	The Group		The Company	
	2024	2023	**2024**	2023
	€000	€000	**€000**	€000
Administrative and other management services (Note 10)	**132**	132	**126**	126
	132	132	**126**	126

The services are charged from C.C.C. Secretarial Limited and are based on the time spent by its employees on the affairs of the Company and office space allocated to the Company/Group.

(ii) Interest on loans with related companies

	The Group		The Company	
	2024	2023	**2024**	2023
	€000	€000	**€000**	€000
Interest payable on loans (Note 12):				
Subsidiary company	**-**	-	**86**	85
	-	-	**86**	85
Interest receivable from loans (Note 9):				
Parent company	**83**	156	**83**	156
Ultimate parent company	**-**	168	**-**	168
	83	324	**83**	324

(iii) Dividends receivable

	The Company	
	2024	2023
	€000	€000
Dividends receivable (Note 9):		
Subsidiary company	**256**	60
Associated company	**1.545**	892
	1.801	952

25 Transactions with related parties (continued)

(iv) Remuneration of key management personnel and Director's

The total remuneration of the key management personnel and Directors was as follows:

	The Group		The Company	
	2024	2023	**2024**	2023
	€000	€000	**€000**	€000
Member of the Board of Directors and Audit Committee Fees (Note 10)	**3**	4	**3**	4
Remuneration in an executive capacity (Note 10)	**34**	34	**34**	34
	37	38	**37**	38

The Group and the Company

	Wages €000	Employer's contributions €000	Fees €000	Total €000
Year ended 31 December 2024				
Directors (1)	32	2	3	37
Total	32	2	3	37
Year ended 31 December 2023				
Directors (1)	32	2	4	38
Total	32	2	4	38

(1) The Executive Director who receives a salary is Mr. George St. Galatariotis, and the Board Members who receive annual fees for their services as Members of the Board of Directors are Messrs. George St. Galatariotis (€400), Michalis Christoforou (€400), Costas Galatariotis (€400), Stavros Galatariotis (€400) and Antonis Antoniou (€400). As members of the Audit Committee, those who receive annual fees for their services are Messrs. Antonis Antoniou (€400), Michalis Christoforou (€400) and Christoforos Christofi (€400).

(v) Loans from related parties

	The Group		The Company	
	2024	2023	**2024**	2023
	€000	€000	**€000**	€000
Borrowings from subsidiary company:				
At the beginning of the year	-	-	**3.132**	3.107
Loans repaid during the year	-	-	**(25)**	-
Loans offset against balance arising from dividends receivable (Note 25 (iii))	-	-	**(256)**	(60)
Interest charged (Note 12)	-	-	**86**	85
At the end of the year (Note 23)	-	-	**2.937**	3.132

The loan from the subsidiary Company bears interest at 2,75% (2023: 2,75%), is unsecured, and is repayable in the year 2028 (2023: in the year 2025).

25 Transactions with related parties (continued)

(vi) Loans to related parties

	The Group		The Company	
	2024	2023	**2024**	2023
	€000	€000	**€000**	€000
Loans to parent company:				
At the beginning of the year	**11.381**	12.327	**11.381**	12.327
Loans granted during the year	**5**	16	**5**	16
Interest charged (Note 9)	**83**	324	**83**	324
Loan offset against amount payable from the reduction of share capital and share premium (Note 21)	**(11.244)**	-	**(11.244)**	-
Loan offset against dividends payable by the company (Note 21)	**(225)**	(1.286)	**(225)**	(1.286)
At the end of the year (Note 20)	**-**	11.381	**-**	11.381

The loan to the parent company, C.C.C. Holdings & Investment Limited, amounted to €11.381 thousand, was secured by a corporate guarantee from the ultimate parent company, George S. Galatariotis & Sons Ltd, and carried interest at 2,75% (2023: 2,75%). The loan was fully repaid in the year 2024.

26 Contingent liabilities

The Board of Directors of the Company/Group does not expect to have any significant liabilities to the Company/Group.

27 Events after the balance sheet date

The Board of Directors proposes the payment of a dividend amounting to €771 thousand, which corresponds to €0,006 per share, from the profits of the year 2023. If approved by the Annual General Meeting, the dividend will be paid to the eligible shareholders of the Company who will be registered in the Cyprus Stock Exchange registry as at 10th July 2025 (record date).

There were not any other material post balance sheet events, that would affect the understanding of the financial statements.

Independent auditor's report on pages 10 to 16.