

**METTMANN PUBLIC COMPANY LIMITED**  
**UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS**  
Period from 1 January 2023 to 30 June 2023

# METTMANN PUBLIC COMPANY LIMITED

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# METTMANN PUBLIC COMPANY LIMITED

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## BOARD OF DIRECTORS AND OTHER OFFICERS

Board of Directors:

Aleksandr Mizgunov  
Oxana Hadjipavlou

Company Secretary:

Fidusol Ltd

Independent Auditors:

BDO Limited  
Certified Public Accountants (CY) and Registered Auditors  
261, 28th October Street (Seafront Road)  
View Point Tower Floors 6, 7 and 8  
P.O. Box 51681  
3507 Limassol, Cyprus

Registered office:

67, Spyrou Araouzou,  
ULYSSES HOUSE  
Floor 2, office 202  
3036, Limassol, Cyprus

# METTMANN PUBLIC COMPANY LIMITED

## CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME


Period from 1 January 2023 to 30 June 2023


		<i>The period ended 30/06/2023</i>	<i>The year ended 31/12/2022</i>
	Note	<i>EUR €</i>	<i>EUR €</i>
Loan interest income		798,386	400,845
Interest expense		(553,572)	(70,198)
<b>Net interest income</b>		<b>244,814</b>	<b>330,647</b>
Other operating income	1	17,954	6,565,293
Administration expenses	2	(318,021)	(720,294)
Other expenses	3	(35,708)	(3,893,152)
<b>Operating (loss)/profit</b>		<b>(90,961)</b>	<b>2,282,495</b>
Finance costs	5	(7,168)	(12,097)
Share of results of associates before tax	11	(111,163)	117,198
<b>Net (loss)/profit for the period/year</b>		<b>(209,292)</b>	<b>2,387,596</b>
Other comprehensive income		-	-
<b>Total comprehensive (loss)/income for the period/year</b>		<b>(209,292)</b>	<b>2,387,596</b>

# METTMANN PUBLIC COMPANY LIMITED

## CONSOLIDATED STATEMENT OF FINANCIAL POSITION as at 30 June 2023

	Note	30/06/2023 EUR €	31/12/2022 EUR €
<b>Non-current assets</b>			
Property, plant and equipment	7	301,207	31,207
Right-of-use assets	8	109,982	26,307
Investment property	9	2,366,147	2,366,147
Investment in associates	11	3,790	124,436
Loans receivable	12	17,423,449	6,015,231
		<b>20,204,575</b>	<b>8,563,328</b>
<b>Current assets</b>			
Other receivables	13	127,123	422,488
Loans receivable	12	16,113,308	16,913,502
Refundable taxes		-	9,165
Cash and cash equivalents	14	671,065	6,496,547
		<b>16,911,496</b>	<b>23,841,702</b>
<b>Total Assets</b>		<b>37,116,071</b>	<b>32,405,030</b>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Share capital	15	100,000	100,000
Retained earnings		1,719,631	1,942,850
<b>Total equity</b>		<b>1,819,631</b>	<b>2,042,850</b>
<b>Non-current liabilities</b>			
Borrowings	16	26,345,934	1,466,164
Lease liabilities	17	43,674	-
		<b>26,389,608</b>	<b>1,466,164</b>
<b>Current Liabilities</b>			
Other payables	18	439,354	22,493,915
Borrowings	16	8,410,571	6,379,701
Lease liabilities	17	56,907	22,400
		<b>8,906,832</b>	<b>28,896,016</b>
<b>Total liabilities</b>		<b>35,296,440</b>	<b>30,362,180</b>
<b>Total equity and liabilities</b>		<b>37,116,071</b>	<b>32,405,030</b>

  
Aleksandr Mizguňov  
Director  
28 September 2023

  
Oxana Hadjipavlou  
Director  
28 September 2023

## METTMANN PUBLIC COMPANY LIMITED

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### CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

The period ended 30 June 2023

	Share capital €	Accumulated losses €	Total €
<b>Balance at 1 January 2022</b>	<b>100,000</b>	<b>(444,745)</b>	<b>(344,745)</b>
Total comprehensive income for the year		2,387,595	2,387,595
<b>Balance at 31 December 2022/1 January 2023</b>	<b>100,000</b>	<b>1,942,850</b>	<b>2,042,850</b>
Total comprehensive loss for the period		(209,292)	(209,292)
Adjustment to goodwill of subsidiary as at 30 June 2023		(13,927)	(13,927)
<b>Balance at 30 June 2023</b>	<b>100,000</b>	<b>1,719,631</b>	<b>1,719,631</b>

**METTMANN PUBLIC COMPANY LIMITED**

CONSOLIDATED STATEMENT OF CASH FLOWS

The period ended 30 June 2023

	Note	30/06/2023	31/12/2022
		€	€
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>			
<b>Profit/(loss) before tax</b>		(209,292)	2,387,595
Adjustments for:			
Depreciation of right-of-use assets	8	31,089	52,614
Unrealised exchange loss		-	1,465
Gain on business combination		-	(291,236)
Share of profit of associates	11	111,163	(117,198)
Impairment charge - goodwill		-	3,801,954
Impairment charge - Investment property		-	33,853
Interest income		(798,386)	(400,845)
Interest expense		553,572	70,198
Gain on assignment of loans receivable		-	(494,057)
Lease interest expense	5	433	1,392
Other income	1	-	(5,780,000)
		<u>(311,421)</u>	<u>(734,265)</u>
<b>Changes in working capital:</b>			
Decrease in other receivables		(107,302)	73,296
Increase in other payables		50,344	160,685
<b>Cash used in operations</b>		<b>(368,379)</b>	<b>(500,284)</b>
Tax paid		-	(9,165)
<b>Net cash used in operating activities</b>		<b>(368,379)</b>	<b>(509,449)</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Dividends received		346,615	-
Payment for purchase of investment in subsidiaries	10	-	(6,000)
Loans granted		(11,380,000)	(5,941,826)
Loans repayments received		1,194,252	4,351,610
Interest received		285,038	614,267
Purchase of PPE		(270,000)	-
<b>Net cash (used in)/generated from investing activities</b>		<b>(9,824,095)</b>	<b>(981,949)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Proceeds from borrowings		5,500,000	6,000,000
Proceeds from lease liabilities		(28,016)	(54,000)
Debt repayments made		(1,104,992)	-
<b>Net cash generated from financing activities</b>		<b>4,366,992</b>	<b>5,946,000</b>
<b>Net (decrease)/increase in cash and cash equivalents</b>		<b>(5,825,482)</b>	<b>4,454,602</b>
Cash and cash equivalents at beginning of the year	14	6,496,547	2,041,945
<b>Cash and cash equivalents at end of the period/year</b>	14	<b>671,065</b>	<b>6,496,547</b>

# METTMANN PUBLIC COMPANY LIMITED

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## NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

### I. Incorporation and principal activities

#### Country of incorporation

The company Mettmann Public Company Limited (the "Company") was incorporated in Cyprus on 20 December 2019 as a private limited liability company under the provisions of the Cyprus Companies Law, Cap. 113.

Its registered office is at 67, Spyrou Araouzou, Ulysses House, Floor 2, Office 202, 3036 Limassol, Cyprus.

#### Change of name

On 20 January 2022, the Company changes its operating name from Mettmann Limited to Mettmann Public Company Limited.

#### Principal activities

The principal activities of the Group are that of investment earning activities, holding of land, equity investments, purchase, sale, lease, development, and construction of real estate.

The company was converted from a Private Limited Company to a Public Company Limited and was admitted to non-regulated market of the Cyprus Stock Exchange Emerging Companies Market on 30 December 2022.

#### Basis of preparation

The unaudited consolidated financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union (EU) and the requirements of the Cyprus Companies Law, Cap. 113. These unaudited consolidated financial statements have been prepared under the historical cost convention, as modified for Investments' property, which is recognised using the Fair value.

#### Significant accounting policies

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

As at 30 June 2023 and as at the date of signing of these unaudited consolidated financial statements, the company had sufficient undrawn loan facilities with the major shareholder and third parties in order to cover its short-term and long-term obligations if they fall due.



## 1. Other operating income

	30/06/2023	2022
	€	€
Other income	17,954	5,780,000
Gain on assignment of loans receivable	-	494,057
Gain on business combination	-	291,236
	<b>17,954</b>	<b>6,565,293</b>

The other income for the period ended 30 June 2023 relates to other extraordinary income. The other income for 2022 relates to gain from write-off of other payables.

Gain on business acquisition occurred from the bargain on purchase of investment in subsidiary Sword Dragon, S.L. Upon repayment of the credit-impaired loans at initial recognition, the difference between discounted value of the loans (principal plus interest), and repaid amount is recognised as gain on assignment of loans receivable.

## 2. Administration expenses

	30/06/2023	2022
	€	€
Staff costs	223,235	415,305
Common expenses	416	424
Annual levy	350	350
Electricity	2,866	6,595
Water supply and cleaning	162	722
Insurance	317	358
Repairs and maintenance	2,555	952
Sundry expenses	8,832	20,782
Courier expenses	1,264	2,248
Stationery and printing	295	-
Staff training	3,751	1,041
Computer supplies and maintenance	4,408	3,068
Computer software	2,616	5,470
Independent auditors' remuneration - current year	-	51,130
Independent auditors' remuneration - prior year	2,105	4,820
Legal and professional	4,930	59,048
Other professional fees	6,008	44,818
Relates to Ortiga administrative expenses		
Translation fees	-	501
Travelling	6,661	9,393
Entertaining	992	2,367
Certification expenses	577	1,097
Consulting expenses	14,592	37,188
Depreciation of right-of-use assets	31,089	52,614
	<b>318,021</b>	<b>720,294</b>

### 3. Other expenses

	30/06/2023	2022
	€	€
Impairment of goodwill	-	3,801,954
Other operating expenses	35,708	57,345
Impairment charge of investment property	-	33,853
	<b>35,708</b>	<b>3,893,152</b>

### 4. Staff costs

	30/06/2023	2022
	€	€
Salaries	195,213	363,883
Social security costs	22,471	41,003
GHS Contribution	5,551	10,419
	<b>223,235</b>	<b>415,305</b>

Average number of employees (including Directors in their executive capacity)

	30/06/2023	2022
	<b>11</b>	<b>10</b>

### 5. Finance costs

	30/06/2023	2022
	€	€
<b>Finance costs</b>		
Bank charges	5,806	9,240
Interest expense on lease liability	433	1,392
Unrealised foreign exchange loss	929	1,465
	<b>7,168</b>	<b>12,097</b>

### 6. Tax

The Cyprus corporation tax rate for Parent company is 12.5%. The Spain corporation tax rate for Spanish subsidiary and associates is 25%.

The Montenegro corporation tax rate for Montenegro subsidiary is progressive and is calculated as follows:

- Up to €100,000 - 9%
- €100,000.01 to €1,500,000 - 12%
- €1,500,000.01 and over - 15%

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

Gains on disposals of qualifying titles (including shares, bonds, debentures, rights thereon etc.) are exempt from Cyprus income tax.

Deferred tax is recognised, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

No deferred tax has been recognised in these financial statements since no temporary differences between the tax bases of assets and liabilities and their carrying amounts have given rise to deferred tax for the period ended 30 June 2023 and the year ended 31 December 2022.

## 7. Property, plant and equipment

	<b>Motor Vehicles</b>
	<b>€</b>
<b>Balance at 31 December 2022</b>	<b>31,207</b>
Additions	270,000
<b>Balance at 30 June 2023</b>	<b>301,207</b>

The balance as at 30 June 2023 relates to two motor vehicles belonging to the Group.

## 8. Right-of-use assets

	<b>30/06/2023</b>	<b>31/12/2022</b>
	<b>Land and buildings</b>	<b>Land and buildings</b>
	<b>€</b>	<b>€</b>
Carrying value 1 January 2023/1 January 2022	26,307	78,921
Additions	114,764	
<b>Depreciation</b>		
Charge for the period/year	(31,089)	(52,614)
<b>Net book amount at 30 June 2023/31 December 2022</b>	<b>109,982</b>	<b>26,307</b>

The fair value of PPE approximates to their carrying amounts as presented above.

## 9. Investment property

	<b>30/06/2023</b>	<b>2022</b>
	<b>€</b>	<b>€</b>
Carrying value	2,366,147	2,400,000
Impairment charge	-	(33,853)
<b>Balance at 30 June 2023/31 December 2022</b>	<b>2,366,147</b>	<b>2,366,147</b>

During 2022 an impairment of €33,853 was recognised on the carrying value of the investment property since the recoverable amount of the investment property is lower than the carrying amount of the property for this amount.

As at 31 December 2022 and 30 June 2023, the recoverable amount of the investment property was determined based on the fair value of the investment property.

The fair value as at 31 December 2022 and 30 June 2023 as determined by independent professional valuer was €2,366,147, by means of residual valuation approaches.

Fair value assumption used in the valuation for residual approach were as follows:

- Average selling price of €2,100 per sqm;
- The direct building costs of the above-ground levels are €850/sqm gross areas, and
- Profit of the investor is 25%.

## 10. Investments in subsidiaries

The details of the subsidiaries are as follows:

<b><u>Name:</u></b>	<b><u>Country of incorporation</u></b>	<b><u>Principal activities</u></b>	<b><u>Holding %</u></b>
Ortiga, D.O.O.	Montenegro	Holding of land	100
Sword Dragon, S.L.	Spain	Holding of investments	100

On 7 June 2022, the Company acquired the 100% of the share capital of Ortiga D.O.O. for a consideration of €6,000.

On 2 September 2022, the Company acquired the 100% of the share capital of Sword Dragon, S.L. for a consideration of €40,000.

## 11. Investments in associates

	<b>30/06/2023</b>	<b>2022</b>
	<b>€</b>	<b>€</b>
Balance at 1 January 2023/2 September 2022	124,436	2,988
Cost of newly acquired and allocated associates	-	4,250
Share of results of associates before tax	(111,163)	117,198
Dividends declared by associates	(9,483)	
<b>Balance at 30 June 2023/31 December 2022</b>	<b>3,790</b>	<b>124,436</b>

The details of the investments are as follows:

<u>Name:</u>	<u>Country of incorporation:</u>	<u>Principal activities:</u>	<u>Holding %:</u>	<u>2023</u> €	<u>2022</u> €
Nash Beach Club, S.L.	Spain	Purchase, sale, lease and construction of real estate	50	-	1,500
Start Hub Beach, S.L.	Spain	Purchase, sale, lease and construction of real estate	50	-	1,496
4D Properties, S.L.	Spain	Holding of investments Construction, installations and maintenance. Management and administration of real estates.	41.67	-	-
Prestige Expo, S.L.	Spain	Dormant	50	-	118,482
Promociones Siat Sur, S.L.	Spain	Purchase, redevelopment and sale of distressed real estate assets	25	3,790	2,958
Joya Verde, S.L.	Spain		33.33	-	-
				<b>3,790</b>	<b>124,436</b>

On 23 September 2022, the Company was allotted 50% of the share capital in newly incorporated company Nash Beach Club, S.L.

On 24 November 2022, the Company acquired the 50% of the share capital of Start Hub Beach, S.L. for a consideration of €1,500.

On 23 September 2022, the Company acquired the 41.667% of the share capital of 4D Properties S.L. for a consideration of €1,250.

There are no contingent liabilities relating to the Company's interest in the associates.

## 12. Loans receivable

	<b>30/06/2023</b>	<b>2022</b>
	€	€
Loans receivable from third parties	664,784	1,845,477
Loans to related parties (Note 20.5)	31,214,734	19,473,771
Loans to associates (Note 20.9)	1,657,239	1,609,485
Less current portion	(16,113,308)	(16,913,502)
Non-current portion	<b>17,423,449</b>	<b>6,015,231</b>

The loans are repayable as follows:

	<b>30/06/2023</b>	<b>2022</b>
	€	€
Within one year	16,113,308	16,913,502
Between one and five years	17,423,449	6,015,231
	<b>33,536,757</b>	<b>22,928,733</b>

### 13. Other receivables

	30/06/2023	2022
	€	€
Receivables from associates (Note 20.4)	9,483	346,615
Deposits and prepayments	6,086	14,298
Other receivables	111,554	61,575
	<u>127,123</u>	<u>422,488</u>

### 14. Cash and cash equivalents

Cash balances are analysed as follows:

	30/06/2023	2022
	€	€
Cash in hand	650	32
Cash in bank	670,415	6,496,515
	<u>671,065</u>	<u>6,496,547</u>

On 30 June 2023 the amount of €3,450,000 was granted to its related company as an interest-bearing loan. However, the funds arrived to the borrower's bank account on 3 July 2023. Therefore, the amount €3,450,000 are considered as cash in transit as at reporting date 30 June 2023.

### 15. Share capital

	30/06/2023	30/06/2023	31/12/2022	31/12/2022
	Number of shares	€	Number of shares	€
<b>Authorised</b>				
Ordinary shares of €1 each	45,000,000	45,000,000	45,000,000	45,000,000
				<u>0</u>
<b>Issued and fully paid</b>				
Balance at 1 January	100,000	100,000	100,000	100,000
Balance at 30 June 2023/31 December 2022	100,000	100,000	100,000	<u>100,000</u>

## 16. Borrowings

	30/06/2023	2022
	€	€
<b>Current borrowings</b>		
Other loans	7,988,571	6,379,701
Loans from shareholder (Note 20.7)	422,000	
	<b>8,410,571</b>	<b>6,379,701</b>
<b>Non-current</b>		
Other loans	4,013,151	
Loans from shareholder (Note 20.7)	22,332,783	1,466,164
	<b>26,345,934</b>	<b>1,466,164</b>
<b>Total</b>	<b>34,756,505</b>	<b>7,845,865</b>
Maturity of borrowings:	30/06/2023	2022
	€	€
Within one year	8,410,571	6,379,701
Between one and five years	26,345,934	1,466,164
	<b>34,756,505</b>	<b>7,845,865</b>

Current other loans of €7,988,571 consist of:

a) Current loan payable to third party amounting to €7,620,822 as at 30 June 2023 (31 December 2022: €6,015,781) is the loan to third-party, denominated in Euro, bears interest at the rate of 3% per annum and is repayable on 30th May 2024.

During 6 months 2023 Mettmann Public Company Limited withdrew a loan amount of €5,500,000 from third parties (Current: €1,500,000 and non-current €4,000,000).

On 18 August 2023 Mettmann Public Company Limited obtained another loan instalment from a third-party existing loan agreement in the amount €4,350,000.

b) Current loan payable of Ortiga D.O.O. to third party amounting to €330,620 as at 30 June 2023 (31 December 2022: €327,885) is denominated in Euro, bears interest of 2% per annum and is repayable on demand.

c) Current loan payable of Ortiga D.O.O. to third party amounting to €37,129 as at 30 June 2023 (31 December 2022: €36,035) is denominated in Euro, bears interest of 7.5% per annum and is repayable on demand.

Non-current other loans are comprised of €4,013,151 as at 30 June 2023 (31 December 2022: nil) and consist of the interest-bearing loan to third-party, denominated in Euro, which bears interest at the rate of 4% and is repayable on 30.06.2028.

## 17. Lease liabilities

	30/06/2023	2022
	€	€
Balance at 1 January	22,400	75,007
Additions	114,765	-
Interest expense (Note 5)	433	1,393
Lease payments	(37,016)	(54,000)
<b>Balance at 30 June 2023/31 December 2022</b>	<b>100,582</b>	<b>22,400</b>

	Minimum lease payments		The present value of minimum lease payments	
	30/06/2023	31/12/2022	30/06/2023	31/12/2022
	€	€	€	€
Not later than 1 year	56,907	22,400	56,907	22,400
Later than 1 year and not later than 5 years	43,674		43,674	
	<b>100,581</b>	<b>22,400</b>	<b>100,581</b>	<b>22,400</b>
Present value of lease liabilities	100,581	22,400	100,581	22,400

In May 2023 the Company prolonged its lease contract as a lessee (tenant) with an unrelated company for the lease of an office space.

Lease terms:

- a) Tenancy period: 24 months
- b) Monthly rental fee: €4,950
- c) Incremental borrowing rate: 4%

All lease obligations are denominated in Euro.

Interest expense on the lease liability of €433 is presented as part of the finance costs (Note 5).

#### 18. Other payables

	30/06/2023	2022
	€	€
Social insurance and other taxes	10,675	18,835
Shareholder's current account - credit balance (Note 20.8)	44,604	20,953,836
Payables to third party	247,593	247,593
Payable to employees	27,127	16,544
Accruals	14,699	77,223
Other creditors	93,156	1,178,384
Payables to associates (Note 20.6)	1,500	1,500
	<b>439,354</b>	<b>22,493,915</b>

Outstanding as at 30 June 2023 Social Insurance and other taxes were settled during July 2023.

#### 19. Refundable taxes

	30/06/2023	2022
	€	€
Corporation tax	-	(9,165)
	<b>-</b>	<b>(9,165)</b>

#### 20. Related party transactions

For the purpose of these management accounts, parties are considered to be related if one party has the ability to control the other or exercise significant influence over the other party in making financial or operational decisions as defined by IAS24 "Related Party Disclosures".

In considering each possible related party relationship, attention is directed to the substance of the relationship, not merely the legal form.



The Company's ultimate controlling party is Mr. Zvonko Mickovic, who owns 82.5% of the Group. The following transactions were carried out with related parties:

### 20.1 Directors' remuneration

The remuneration of Directors and other members of key management were as follows:

	<b>30/06/2023</b>	<b>2022</b>
	€	€
Directors' remuneration	59,000	118,000
	<b>59,000</b>	<b>118,000</b>

### 20.2 Loan interest income

	<b>30/06/2023</b>	<b>2022</b>
<u>Name</u>	€	€
Joya Verde, S.L.	81,781	39,730
Prestige Expo, S.L.	497,463	252,144
La Meridiana de Rio Verde, S.L.	130,750	68,921
Start Hub Beach, S.L.	47,754	4,485
	<b>757,748</b>	<b>365,280</b>

### 20.3 Loan interest expense

	<b>30/06/2023</b>	<b>2022</b>
<u>Name</u>	€	€
Major shareholder	431,551	40,000
	<b>431,551</b>	<b>40,000</b>

### 20.4 Receivables from related parties (Note 13)

	<b>30/06/2023</b>	<b>2022</b>
<u>Name</u>	€	€
	<u>Nature of transactions</u>	
Joya Verde, S.L.	Dividends receivable	- 346,615
Promociones Siat Sur, S.L.	Dividends receivable	9,483 -
	<b>9,483</b>	<b>346,615</b>

## 20.5 Loans to related parties (Note 12)

<u>Name</u>	<u>Interest rate</u>	<u>Maturity date</u>	<u>30/06/2023</u>	<u>2022</u>
			€	€
La Meridiana de Rio Verde, S.L.	6%	31/03/2025	4,227,631	4,405,746
Prestige Expo, S.L.	6%	on demand	2,891,019	2,861,362
Prestige Expo, S.L.	6%	on demand	1,580,424	1,535,420
Prestige Expo, S.L.	5.67%	on demand	3,426,216	3,333,769
Prestige Expo, S.L.	6%	on demand	186,378	181,071
Prestige Expo, S.L.	6%	on demand	1,237,200	1,201,964
Prestige Expo, S.L.	6%	on demand	941,707	914,892
Prestige Expo, S.L.	5.75%	on demand	2,565,453	2,494,526
Prestige Expo, S.L.	6%	13/04/2026	5,888,978	-
Joya Verde, S.L.	6%	on demand	549,350	533,707
Joya Verde, S.L.	6%	on demand	377,005	366,269
Joya Verde, S.L.	6%	on demand	161,573	156,973
Joya Verde, S.L.	6%	on demand	1,532,201	1,488,073
Joya Verde, S.L.	6%	30/11/2026	1,406,674	-
Alsan Homes, S.L.	6%	28/02/2025	437,634	-
Alsan Homes, S.L.	6%	31/05/2025	3,805,291	-
			<b>31,214,734</b>	<b>19,473,772</b>

## 20.6 Payables to related parties (Note 18)

<u>Name</u>	<u>Nature of transactions</u>	<u>30/06/2023</u>	<u>2022</u>
		€	€
Nash Beach Club, S.L.	Contribution for the allotted shares	1,500	1,500
		<b>1,500</b>	<b>1,500</b>

## 20.7 Loans from shareholder (Note 16)

<u>Name</u>	<u>Interest rate</u>	<u>Maturity date</u>	<u>30/06/2023</u>	<u>2022</u>
			€	€
Major shareholder	0.00%	21/01/2024	171,000	171,000
Major shareholder	0.00%	15/04/2024	251,000	251,000
Major shareholder	4.00%	30/11/2026	1,064,000	1,044,164
Major shareholder	4.00%	31/12/2027	18,447,353	-
Major shareholder	4.00%	31/12/2027	2,821,430	-
			<b>22,754,783</b>	<b>1,466,164</b>

## 20.8 Shareholder's current account - credit balance (Note 18)

	<u>30/06/2023</u>	<u>2022</u>
	€	€
Major shareholder	44,604	20,953,836
	<b>44,604</b>	<b>20,953,836</b>

The shareholders's current account is interest free, and has no specified repayment date.

## 20.9 Loan to associates (Note 12)

<u>Name</u>	<u>Interest rate</u>	<u>Maturity date</u>	<b>30/06/2023</b>	<b>2022</b>
			€	€
Start Hub Beach, S.L.	6%	31/12/2027	1,657,239	1,609,485
			<b>1,657,239</b>	<b>1,609,485</b>

## 21. Contingent liabilities

On 2nd August 2022, the parent company Mettmann Public Company Limited entered into the Project Collaboration and profit-share agreement, by means of which the major shareholder of the Company agreed to negotiate potential equity investment, i.e., the purchase of 100% of shares of a Spanish Company Sword Dragon, S.L. (the "subsidiary"), under maximum profitable terms and conditions.

The agreed remuneration for the provided assistance is 75% of the future Dividends to be declared and paid by the newly acquired subsidiary within 3 years, i.e., until 2 August 2025 (inclusive).

Cyprus tax legislation is subject to varying interpretations. Management's interpretation of such legislation as applied to the transactions and activity of the company may be challenged by the income tax authorities and it is possible that the transactions and activities that have not been challenged in the past, may be challenged. As a result, significant additional taxes, penalties and interest may be assessed.

Fiscal periods remain open for review by the taxation authorities in respect of taxes for the six calendar years preceding the year of review. Under certain periods, reviews may cover longer periods.

The Group had no other contingent liabilities as at 30 June 2023.

## 22. Commitments

The Group had no capital or other commitments as at 31 December 2022 and 30 June 2023.

## 23. Events after the reporting period

On 18 August 2023 Mettmann Public Company Limited obtained another interest-bearing loan instalment from a third party existing loan agreement in the amount €4,350,000.

On 12 September 2023 Mettmann Public Company Limited granted an interest-bearing loan to its associate amounted to €4,375,000, annual interest income of 6% and repayable on or before 31 July 2028 (inclusive).

During the period after 30 June 2023 and up to the sign-off date of these unaudited group consolidated financial statements, the Group received partial repayment of its credit-impaired loans amounted to €5,841,206, realizing a gain on repayment of €318,360.