Registered number: 10878966

QUALCO HOLDCO LIMITED

NON-STATUTORY ANNUAL FINANCIAL REPORT

For the financial year from 1 January to 31 December 2024

COMPANY INFORMATION

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STRATEGIC REPORT

The directors present their strategic report on the Group for the year ended 31 December 2024.

This report sets out the performance of Qualco Holdco Limited (hereinafter "the Company"), and its subsidiaries (together "the Group") for the year ended 31 December 2024. The report also contains details of the Group's financial position at the year end, a report of the significant events during the year ended 2024, the significant events that occurred since the year end, the Group's future developments and a description of the principal risks and uncertainties.

The subsidiaries consolidated within the Qualco Holdco financial statements, and the proportion of share ownership within the Group, are as follows:

Name	Registered office	Ownership
Qualco Information Systems Single Member S.A.	Greece	100%
QQuant Master Servicer Servicing of Loans and Credits Single Member SA	Greece	100%
Qualco (UK) Limited	Great Britain	98.75%
Qualco Cyprus Ltd	Cyprus	100%
Qualco SAS	France	100%
QRES Cyprus Ltd	Cyprus	100%
A.I. Synthetica Solutions Limited	Cyprus	51%
Daedalus Technologies FZE	UAE	100%
Qualco Europe Holdings Ltd	Cyprus	100%
D.D. Synergy Hellas SA	Greece	50.1%
Middle Office Services SA	Greece	70%
Qualco Intelligent Finance SA	Greece	100%

General overview of the year

Throughout 2024 Qualco Group took steps to transform and enable its clients' success. It maintained that spirit of innovation, constantly reimagining how technology should evolve to help businesses radically decrease non-performing exposures, bringing money back to the real economy.

Digital transformation is a top priority for Qualco Group's clients today and the Group has adapted to that demand by the QUALCO 360 offering, a constantly expanding technology ecosystem that enables creditors and collections functions to rapidly align operational activity with the ever-changing customer behaviour, by combining predictive analytics and a comprehensive collections system with self-service and omnichannel capabilities.

Despite the headwinds in the global economy, in 2024 the Group moved forward with ambitious but well-planned targets and managed to grow its top-line by 5% reaching c. €184mil in revenues (2023: € 175mil). This achievement is attributed to a healthy influx of new customers (mostly evident in Qualco SA), the introduction of the Pillar portfolio in 2023 (which had a full year positive effect in 2024 in the servicing revenues in QQuant and Qualco Real Estate) and the introduction of new projects, the investment in which is expected to further propel growth in 2025 and 2026.

After years of rapid scaling up in headcount figures, 2024 growth was more targeted and focused mostly on technology and product improvements, supporting the Group's new revenue-generating initiatives and carefully improving certain support areas with a strict focus on accommodating increasing business needs.

The mix above was translated into an EBITDA performance reaching €38.6 for 2024 (2023: €38.3 mil) and an EBITDA margin at 21.0% (2023: 21.9%).

Furthermore, throughout 2024 the Group continued investing in its international sales force and towards robust corporate shared services. These investments are the cornerstone of the Group's continuing growth and their results, coupled with the stabilization of the revenue mix, are expected to lead to sustainable EBITDA margins of 20%-22%, as per the Group's long-term business plan.

A general overview of the year for the two most significant subsidiaries of the Group is provided below:

Qualco S.A.

In 2024 Qualco S.A. continued expanding its customers base in its Software & Technology solutions both in Greece and internationally. New customer wins were achieved in all product offerings like the flagship Qualco 360 offering (loans and receivables management), supply chain factoring, loan origination and business process automation. Also, the company provided new software solutions and tailor-made professional IT services which leverage AI & Advanced analytics to support the clients' digital transformation, digital experience and IT modernization in both private and public sector. At the same time, Qualco S.A. continued with its strategy of investment in new client projects, expected to render sustainable margins in the next years.

With regards to its Platform as a Service solution, Qualco S.A. continued its investment in new solutions providing end-to-end receivables management and securitization services, including portfolio analysis, underwriting, securitization structuring, and management of non-banking receivables. The company also continued in 2024 with the servicing of its long-term strategic client in the energy sector, Public Power Corporation S.A.

Also, in 2024 Qualco S.A. continued its expansion strategy with targeted acquisitions with the aim of enhancing distribution, expanding Qualco's footprint, and strengthening cross-selling and upselling capabilities. More specifically:

On April 16, 2024 Qualco S.A. acquired a 50.1% shareholding in the company D.D.Synergy Hellas S.A. for a purchase price of €5.0 million. D.D. Synergy Hellas S.A. is a Gold Partner of SAP in Greece, specializing in integrated hardware and software solutions and it has over two decades of expertise. With this strategic acquisition Qualco Group aims to enhance its service offerings and broaden its customer base.

On June 28, 2024, Qualco S.A. acquired a 70% shareholding in the company Middle Office Services SA for a purchase price of €1.77 million. Middle Office Services SA provides specialized services for the effective management and monitoring of corporate loan portfolios. The partnership marks the establishment of the Business Process Outsourcing Unit within the Qualco Group, which will target banks, portfolio management companies and utilities. These new services will allow the organization's customers to focus on business growth through automated processes and access to advanced technologies, while optimizing resources and costs.

On July 23, 2024, a new company was established under the name Real Estate Transactions & Integrated Solutions Platform S.A. (the "Uniko" S.A.) which is a joint venture between the National Bank of Greece and Qualco S.A. Qualco S.A. holds a 51% shareholding in the new company.

On December 31, 2024, a wholly owned subsidiary of the Qualco S.A., under the name of Qualco Intelligent Finance Single Member S.A. ("QIF S.A.") was established, with registry number (GEMI No.) 181235401000. The initial paid-in share capital amounted to €100 thousand. Following the approval by the Board of Directors of Qualco S.A., the demerger deed was executed on December 31, 2024 and published on the General Commercial Registry in accordance with the provisions of law 4601/2019, where Qualco S.A. spun off its management of (non-banking) receivables' services and transferred it to QIF S.A. Then, in February 2025 Qualco S.A. proceeded to the sale of a 25% of QIF S.A.'s share capital to Public Power Corporation S.A. (refer to "Events after the reporting date" section)

Furthermore, on March 8 2024 Qualco Information Systems Single Member S.A. ("Qualco S.A.") signed a long-term bond loan agreement for a Recovery and Resilience Loan facility ("RRF loan") with Piraeus Bank and Optima Bank (co-financing loan part) and the Greek State (RRF part) as bond holders. The RRF loan is of a total amount of € 30mil, is expected to be withdrawn in the years 2024 to 2026, has a repayment duration of 13 years and is meant to finance the continuous investments of Qualco SA falling under the pillars of Digital Transformation, Greek transition and Innovation.

QQuant S.A.

QQuant Master Servicer Single Member S.A. (QQuant) has experienced significant growth and success in FY 2024, achieving a remarkable financial performance with a revenue and EBITDA growth vs 2023 at 33% and 112% respectively. The company continued servicing its existing portfolios, demonstrating high levels of stability and expertise. By enhancing its existing Revenue streams from Project "Pillar", the company has solidified its leading position as an independent servicer in the domestic market. Further to the core servicing business (debt recovery), the company achieved a significant amount of REO sales, which signals QQuant's capabilities in handling large-scale and complex portfolios and therefore creates additional opportunities for growth and market dominance in the future.

Also, in March 2024, Fitch Ratings, the International Rating Agency, has upgraded Quant's commercial special servicer rating to 'CSS2+' from 'CSS2' and affirmed its asset-backed special servicer rating at 'ABSS2+'. Notably, the outlook for both ratings remained stable. Additionally, Fitch rated QQuant for the first time for the mortgage loan asset class (Residential Special Servicer Rating 'RSS') with a rating at 'RSS2+'. The rating scale starts from '1', which corresponds to the highest score, to '5', which corresponds to the lowest. Fitch's operational review is a rigorous and comprehensive process that thoroughly examines Quant's operational efficiency and processes. This upgrade attested to the company's unwavering commitment to its business strategy and continuous technological improvements, leading to more effective day-to-day servicing.

In July 2024 QQuant announced its relicense by the Bank of Greece (BoG) following the Credit and Insurance Committee Decision No. 505/28.6.2024. This came after a thorough review and detailed feedback from the regulatory body on the submitted documentation. The relicensing strengthens Quant's position within the Servicers' sector, confirming its robust internal policies and procedures covering areas such as Corporate Governance, Internal Control System, Outsourcing of Activities to Third Parties, Complaints Management, Cyber Security, and Information and Communication Technology Security.

QQuant will continue its operations in accordance with the enhanced legal and regulatory framework established by the new Law 5072/2023 and BoG Act No. 225/30.1.2024, enhancing transparency while servicing assigned portfolios.

Financial Review 2024

The financial position of the Group and the performance during the year ended 31 December 2024 is presented in the accompanying statements and, taking into consideration the prevailing conditions in Greece where the main activity of the Group is located, the directors consider the results to be satisfactory. The results of the Group for the year ended 31 December 2024 are also in accordance with management's estimates.

Key performance indicators

The table below sets out certain key ratios of the Group and other data as of, or for, the periods indicated.

		For the year ended/as at December 31,	
	Definition	2024	2023
Key Ratios			
Liquidity Ratio			
Total Current Assets/Total Assets	1	46%	52%
Total Current Assets/Total Current Liabilities	2	106%	123%
Leverage Ratio			
Net Debt to Equity	3	100%	61%
Net Debt (w/out leases) to Equity		51%	17%
Equity Ratio			
Total Equity/Total Assets	5	29%	33%
Other Measures			
Net debt (in € million)	6	50.41	27.97
EBITDA (in € million)	7	38.6	38.3
Net debt to EBITDA	8	131%	73%
Net debt (w/out leases) to EBITDA	9	66%	21%
EBITDA margin	10	21%	22%
Gross profit margin	11	47%	46%
Operating profit margin	12	14%	17%

The table below sets out a definition of each of the ratios and other data above.

Definition No.	Description	Definition
1	Total Current Assets/Total Assets	Total current assets over total assets indicates how much of that portion of total assets is occupied by the current assets.
2	Total Current Assets/Total Current Liabilities	Total current assets over total current liabilities indicates the ability of the company to meet its current liabilities with current assets.
3	Net Debt/Equity	Net debt over total equity indicates the degree to which a company is financing its operations with debt rather than its own resources.
4	Net Debt w/out leases/ Equity	Net debt w/out leases over total equity indicates the degree to which a company is financing its operations with debt rather than its own resources. The debt excludes the effect of operating lease contracts.
5	Total Equity/Total Assets	Total equity over total assets indicates how much of a company's assets are funded by issuing stock rather than borrowing.
6	Net debt	Net debt is a financial metric we use to measure the net debt position of our Company, and it represents current and non-current elements of borrowings and lease liabilities, less cash and cash equivalents. We believe it is a relevant metric used by investors when assessing the net financial leverage of companies, as well as by rating agencies and creditors to assess the level of net indebtedness. For the reconciliation table, see below "—*Net debt*".
7	EBITDA	Defined as net profit plus income tax expense, net finance income/expenses and depreciation and amortization, less share of results of associates, less gains and losses from derivatives' valuation. For the reconciliation table, see below "—*EBITDA*".
8	Net debt to EBITDA ratio	Net debt to EBITDA ratio measures our ability to service or repay our debt if Net debt and EBITDA remain constant.
9	Net debt w/out leases to EBITDA ratio	Net debt w/out lease to EBITDA ratio measures our ability to service or repay our debt if net debt w/out operating leases and EBITDA remain constant.
10	EBITDA margin	EBITDA margin measures a company's EBITDA as a percentage of revenue.
11	Gross profit margin	Gross profit over revenue.
12	Operating profit margin	Operating profit over revenue.

The Directors monitor the level of our **Net debt**, as per the following table:

	Note	As at December 31, 2024	2023
		(in €)	
Borrowings (current and non-current)	23	37,061,610	30,484,469
Lease liabilities (current and non-current)	7	24,789,582	20,043,157
Government grant	24	1,563,299	-
Less: Cash and cash equivalents	19	(13,001,413)	(22,553,629)
Net debt		**50,413,078**	**27,973,997**

EBITDA serves as an additional indicator of our operating performance and not as a replacement for measures such as cash flows from operating activities and operating income. We believe that EBITDA is useful to investors as a measure of operating performance because it eliminates variances caused by the amounts and types of capital employed and amortization policies and helps investors evaluate the performance of our underlying business. In addition, we believe that EBITDA is a measure commonly used by analysts and investors in our industry. Accordingly, we have disclosed this information to permit a more complete analysis of our operating performance. Other companies may calculate EBITDA in a different way. EBITDA is not a measurement of financial performance under IFRS and should not be considered an alternative to cash flow provided by or used in operating activities or as a measure of liquidity or an alternative to net profit/(loss) as an indicator of our operating performance or any other measure of performance derived in accordance with IFRS.

EBITDA is defined as net profit plus income tax benefit/expense, net finance (income)/expenses, and depreciation and amortization, less share of results of associates. The reconciliation of net profit/ (loss) to EBITDA is as follows:

		For the year ended December 31,	
	Note	**2024**	**2023**
		(in €)	
Net profit		**15,616,740**	**18,795,241**
Addback/deduct:			
Depreciation and amortization	*6,7,8*	12,363,346	8,784,402
Net finance (income) / expenses		2,923,494	2,628,384
Tax expense		7,250,644	8,171,122
Shares of results of associates		169,102	(72,414)
Other gains and losses		279,000	-
Total EBITDA		**38,602,326**	**38,306,735**

Principal Risks and Uncertainties

Counterparty risk

The Group has relationships with both the end user of its products and services, as well as trading with a small number of key counterparties who are headquartered in a number of jurisdictions. The Group is, therefore, exposed to the risk of not collecting outstanding receivables in time or at all. The Group constantly monitors the collection of outstanding receivables which historically has been satisfactory.

Key employees

The Group's future development and prospects depend to a significant degree on the continuing contribution of key members of its Board and senior management. The Group relies on a core team of staff and is therefore exposed to any significant departures of key personnel. The Group operates in a highly competitive field where technology companies are constantly seeking for talented employees. To seek to mitigate the potential risk of departures, the Group has adopted a competitive remuneration structure.

Technological development risk

Technological developments have a major impact on the competitiveness of companies active in the IT sector. Organizations operating within the IT sector must continually stay abreast of technological advancements and developments. They should make requisite investments to maintain cutting-edge technology".

It is also necessary to regularly review the recoverability of the capitalized costs that have been incurred for the development of new software.

To mitigate the potential risks from technological advancements on the Group, the following strategies have been adopted:

- ensuring the development of products on highly efficient and internationally recognized platforms
- providing regular training to the Group's staff to educate them in potential technological issues, in cooperation with internationally recognized organizations, who specialize in technology
- offering innovative applications which meet the requirements of customers and ever-changing markets; and
- renewing and enriching the potential of the Group's staff.

Through the adoption of the above strategies, management consider the risk of technological development not to be significant during the given time period, as its suite of products are well developed.

Investment strategy – Research and development

The Group's investment strategy includes investment both in new product development and in the business development of specific identified markets. At the same time the Group, in its efforts to consolidate its position in the market for software and services products, has given particular priority to the research and development of new products.

Throughout FY 2024 the Group continued its investment in its proprietary solution QUALCO Loan Manager, a web-based platform specifically designed to covers all stages of credit processing, from portfolio onboarding and loan disbursement to termination and restructuring, while supporting fully the management of performing, non-performing and terminated portfolios.

Financial Risk management

The Group is exposed to financial risks such as market risks, including changes in foreign exchange rates, interest rates and market prices, credit risk, liquidity risk, technological risk and macroeconomic risks. The Group does not currently use derivative financial instruments to hedge certain risk exposures. The principal financial risks and uncertainties facing the group are set out in Note 3 of the financial statements.

Environmental and labour issues

Corporate social responsibility

Contributing to the progress and prosperity of society is one of the Group's fundamental values and key operating principles, largely determining its sustainable business performance. Employees are being trained throughout their carrier in the Group. Well educated people promote society's progress, and the Group supports this through actions. In addition, the Group offers psychological support to employees via professionals to promote employee well-being.

Corporate social responsibility is about how we achieve our goals and leverage our business incentives, operating in a way that reflects Company values in areas that include the market, employees, consumers, society and the environment.

For us, the people of Qualco Group, actions relating to corporate social responsibility are an integral part of our culture and our overall philosophy as an organization. Our focus on "humanity" and "support without compensation" are the main strategic structures of the Group, and the active development of the above two points is a key priority for Qualco Group.

The corporate social responsibility philosophy covers all the key strategic areas of Qualco in all countries. Firstly, it includes all the actions and initiatives that differentiate us from our competition. Secondly, it includes initiatives that support local communities, agencies and people who really need it. Finally, the third pillar of our strategy, is to ensure that all employees are able to participate in all actions and activities pertaining to corporate social responsibility.

Environmental issues

The Group has shown great respect for the environment throughout the history of the Group, and continuing this respect ranks very highly in the ethical practice that governs all of our business.

Our operations comply with all applicable regulations, and frameworks on good environmental practices. Office buildings meet the requirements of the legislation for the protection of the environment. All Entities participate in recycling programs and all Company cars have a low carbon footprint.

Labour issues

Being fully aware of the prevailing economic conditions, we recognize that human resources are our most important asset and a key factor in achieving our strategic goals.

Through transparent and merit-based frameworks for selecting and evaluating the performance and rewards of our human resources and utilising a set of appropriate processes and rational organisational structures, the Group aims to achieve its goals with regards to employees. Opportunities for development and progression are part of our anthropocentric philosophy.

Finally, through the implementation of structured communication policies between hierarchical levels, we build trust between our employees at all levels.

Equal opportunities

Company executives, employees, and affiliates are required to treat their colleagues with respect, and every partner of the Company fully complies with equal opportunity legislation. Any form of harassment against any employee, or a third party that deals with the Group, is not acceptable.

The ability, qualifications and performance of individuals are the main reasons for assigning more complex and demanding employment roles, whilst traits related to gender, age, religion, origin, colour or beliefs are not reasons for their preference or exclusion compared to their colleagues.

Health and safety of staff

In the context of safeguarding the safety and health of its employees, a Safety Technician and Occupational Therapist has been designated to investigate potential hazards in the workplace and to propose measures to avoid them. Protecting health and safety in all areas of the Group's activities are issues of paramount importance and priority as the directors wish to ensure the conditions of the working environment are appropriate and pleasant for all employees. As a result, the criteria set to ensure health and safety in the workplace are particularly high.

Society

The Group ensures the implementation of minimum social standards and aims to continuously improve them. These minimum social standards are the foundation of its functioning, and include:

- Human dignity
- Law compliance
- Prohibition of working minors
- Prohibition of forced labour and disciplinary actions
- Freedom of association and assembly
- Environmental protection

The implementation and monitoring of the aforementioned social standards is carried out through an intra-corporate social responsibility strategy and an associated intra-corporate process. The punishment or disadvantage of workers who report any violation of these social standards is not permitted.

Future developments

The significant amount and value of projects already underway in 2024 creates the expectation for further growth in 2025 for the Group. Growth is driven by revenue from products and services from the expanding base of large and medium-sized customers.

Based on its formulated strategy, the Group will continue in FY2025 to focus on expanding its fintech footprint in the following fields:

- **Credit tech**, by offering Technologies and Solutions used to transform the provision and management of Credit and Receivables
- **Property tech,** by offering Technologies and Solutions used to digitalise the Purchase, Rental, Management and Disposal of Real Estate Assets
- **Digital Tech,** by offering Technologies and Solutions that accelerate & facilitate Customer Interactions using extensive automation, digitalisation and adoption of Data Analytics and Machine Learning

Furthermore, the Group will place particular emphasis on the following areas:

- Strengthen its activity abroad by growing the core technology business into additional international markets,
- Expand securitization and receivables management internationally,
- Develop and introducing new features and innovative products to the domestic and international markets,
- Diversify Qualco UK product offering with additional value propositions,

- Accelerate international growth of digital twin maritime offering,
- Take a targeted approach to new projects, in particular complex IT projects,
- Take a targeted approach to obtain servicing portfolios as they become available in the market,
- Explore M&A opportunities to attract additional growth.

The flexibility of the internal structure and organisation already created in the Group enables it to adapt more rapidly and effectively to the new market conditions in order to exploit real growth opportunities. In addition, the growth of the Group's operations in sectors with high added value are expected to have a beneficial effect on financial results and profitability.

The Group has been systematically enhancing its presence and market activities in order to provide the most complete coverage and services to the banking and investment sector, in which it has significant expertise.

Qualco continues its well-defined plan to help clients do great things with its technology, re-investing a significant part of its annual revenue to optimize its offering and enhance QUALCO 360 with new capabilities covering areas such as cloud deployment options, explainable AI, and value-adding data services. Additionally, all along the way, Qualco continues to work on driving sustainable growth with very good margins for another year by executing a demanding plan that aims to expand its client base across EMEA either organically or through an established partner network, while shifting its commercial model from being professional services dependent, to a more agile one, focusing on recurring license fees (AUF).

Events after the reporting date

In January 2025 Qualco S.A. drew down a second installment from the RRF Facility (note 23) of a total amount of €9.5 mil.

Following the spin-off of its securitisation and management of (non-banking) receivables' services into a new entity called Qualco Intelligent Finance Single Member S.A., on February 6, 2025, Qualco S.A. entered into a long-term strategic partnership with Public Power Corporation S.A. ("PPC"), Greece's leading electricity producer and supplier. Under the terms of the agreement, Qualco S.A. and PPC will enhance the long and successful cooperation through a new partnership previously, and PPC will acquire a 25.00% interest in this entity, by acquiring 250 ordinary shares of the QIF, with a nominal value of one hundred €100,00) each.

Through this transaction, the revenue from the PPC is secured for at least a decade estimated in excess of €600 million. Moreover, new growth opportunities are created as both Qualco and PPC have committed to assist the new entity with new growth opportunities and collaborations which they will jointly pursue. Qualco S.A. will have the control of this partnership.

Qualco Group Single Member S.A. was established on February 8, 2025 as a single-member société anonyme. On March 13, 2025, the Selling Shareholders exchanged their holdings in Qualco Holdco Limited with the shares in Qualco Group Single Member S.A. pursuant to the Share-for-Share Exchange. Following the Share-for-Share exchange, Qualco Group Single Member S.A. was renamed to Qualco Group S.A. and become the holding company of the Group. Therefore, Qualco Group S.A. holds 100% of the share capital of Qualco Holdco Limited, and its financial statements will be included in the consolidated financial statements prepared by Qualco Group S.A. Also, following the establishment of Qualco Group S.A., four directors of Qualco Holdco Ltd have been resigned and have been appointed as directors of Qualco Group S.A.

On February 15, 2025, Quento Technologies Single Member S.A. ("Quento S.A." and/or "Q-ICT") was established as a single-member société anonyme. Quento S.A., is a wholly-owned subsidiary of Qualco S.A. and its primary focus is on delivering Information & Communication Technologies ("ICT") solutions and services.

On February 19 2025 Qualco SA acquired a further shareholding of 20.1% in its associate company Indice S.A. for a purchase price of €1.6 mil reaching a shareholding of 50.1%. Following that transaction Qualco S.A. has the control of Indice S.A.

Apart from the ones mentioned above, no other adjusting or significant non-adjusting events have occurred between the 31 December reporting date and the date of authorization.

By order of the board

Orestis Tsakalotos Orestis Tsakalotos

The Chairman of the Board of Directors

March 24, 2025

Section 172(1) statement

The following 'Section 172' disclosure, which is required by the Companies Act 2006, describes how the directors have had regard to the views of the Company's stakeholders in their decision making.

During the year the Directors have had regard to the following matters when performing their duties under section 172:

- The likely consequence of any decision in the long-term;
- The interests of the Company's employees;
- The need to foster the Company's business relationships with suppliers, customers and others;
- The impact of the Company's operations on the community and the environment;
- The desirability of the Company maintaining a reputation for high standards of business conduct; and
- The need to act fairly as between members of the Company.

The Board ensures that it addresses the s172 requirements by allocating responsibility for specific areas to senior management, Board and committee meetings, the use of clear agendas, appropriate board papers, budgeting and reforecasting, and strategy events at both holding company and subsidiary company level.

Key stakeholders are identified during board and committee meetings. The culture that the Group strives for and the way that it works means there is a continuous communication with the Group's key stakeholders. The board receives quarterly reports, including strategic updates, financial performance, business updates, regulatory updates, legal matters, risks and omissions, client updates and team updates. Actions resulting from discussion of these reports are agreed and then shared with stakeholders as appropriate.

Long-term consequences of decisions

The Group's long-term model reflects its determination to share success and to grow in a responsible, sustainable way. This goes beyond environmental and societal impacts; it influences the products that the Group offers, the talent it hires and how the Group manages its future. The Directors strive for a balance between growth through acquisition, organic growth, cashflow and liquidity considerations, performance and reward, culture at work, diversity and inclusion, wellbeing and equal pay.

Decisions discussed and reached in board meetings are reported against agreed strategic objectives from strategy days. The directors maintain regular contact with management, which allows the directors to appreciate the context of current projects and to be on hand to assist and advise where necessary.

Examples of a key board decisions taken during the year were the consideration and approval of a number of minority company stakes' acquisitions as detailed in the "General overview of the year" section of the strategic report. The long-term consequences of these decisions were considered using extensive proposals, budgeting and forecasting summaries.

The interests of the company's employees

For Qualco Group people are a vital source of value creation, and their prosperity is Group's utmost priority. To this end, Qualco has adopted an all–encompassing wellbeing approach for all employees, and their families focused on the career, financial, physical, mental, emotional, and community aspects. In order for its people to achieve their personal and professional aspirations, Qualco has adopted a Well–being Policy, creating an inclusive workplace culture at its core, where healthy lifestyle choices are valued and promoted. In this respect, Qualco takes great pride in receiving the 'Great Place to Work' Certification (Greece) in October 2022, officially recognised as an employer of choice in the local market. More information is provided in the "Environmental and labour issues" section of the strategic report. Furthermore, the Group Human Rights Policy establishes and formalizes a framework of principles, commitments, and processes within which Qualco Group, through its operations, value chains and relationships, can ensure that human rights are upheld, respected and promoted in accordance with all international standards and the relevant applicable laws and regulations.

In all aspects of employment, such as recruitment, hiring, promotion, compensation and benefits, training, development and termination, we treat individuals in a non-discriminatory manner, valuing solely their qualifications, skills, knowledge and experience. Therefore we are committed to a zero tolerance policy on any discrimination or harassment on the basis of race, gender, sex, ethnic, national or social origin, colour, age, disability, religion, conscience, marital status, sexual orientation, or any other characteristic protected by local law, regulation, or ordinance.

The company's relationships with suppliers, customers and others

Digitalisation is being rapidly adopted worldwide, unlocking new opportunities and business models. Through a series of technology products, and tech-enabled solutions and services, Qualco Group makes a positive impact by:

- Enabling Business Growth. Qualco's technology helps enterprises scale their operations and sustainably grow their customer base while making more informed decisions by providing real-time data and analytics

- Supporting Vulnerable Customers. Qualco enables its clients to identify vulnerable customers and provide them with viable plans based on their actual financial position with fairness and transparency.

- Raising Financial Awareness. Qualco's Fintech offering enables financial institutions and customers to gain a clear view of personal financial circumstances and responsibly access financial resources.

- Cultivating Talent and Innovation. Qualco promotes its human capital across global markets by providing ongoing professional development opportunities as well as significant rewards and recognition. Group's investment in R&D supports and leverages innovation in the Fintech ecosystem.

In addition, Qualco Group identifies as its stakeholders those groups which, directly or indirectly, are connected to, affect, or are affected by its decisions and performance. Qualco Group engages its stakeholders in a continuous dialogue and collaboration, to understand and respond to their expectations, needs, concerns, and requests. To effectively communicate with its stakeholders and build strong relationships, Qualco Group proceeded with a stakeholder mapping process which can be found in the "Qualco Group Sustainability Report" in **https://qualco.group**.

Impact on communities and the environment

Through its business operations, service provision, business partnerships, and investment, Qualco Group generates multiple positive impacts, both direct and indirect, across the whole economy. These impacts extend beyond the scope of its operations, supporting the broader FinTech ecosystem and creating jobs in local communities.

With regards to the environment and being a FinTech organisation, the Group operates in an industry with a relatively low environmental impact. However, Group's top priority is to systematically monitor, review and measure data in this respect, alongside setting specific targets and objectives for energy use and emission reduction for the upcoming years. In addition, the Group's primary goal is raising employee awareness about environmental responsibility through multiple activities (e.g. training and informative sessions, communication through the internal Workplace Platform, volunteer and other initiatives).

Maintaining high standards of business conduct

The directors are responsible for setting high standards of business conduct, to ensure that the Group's commitments to stakeholders are met. Qualco Group's policies, directives, and principles govern business activities and relationships while being an integral part of serving and sustaining stakeholder relationships. The Group has established a Compliance Function, a critical component of the internal control system in safeguarding us against compliance risks. Based on the global trend and accumulated experience, the Code of Conduct programme lies at the core of the Group's compliance. It constitutes a commitment by the Group companies, aiming to create a unified culture based on commonly accepted values. Qualco Group is certified under ISO 37001 Anti-bribery management systems.

Furthermore, Qualco Group has identified "Corporate Governance, Business Ethics, and Risk" as one of the most material topics for its performance, including identifying and managing potential risks and ensuring its business continuity.

The need to act fairly between members of the company

The Group emphasises that the Board should be composed of members with an excellent overall balance of knowledge, experience, and skills to effectively perform the role and responsibilities alongside ensuring diversity and the appropriate size. The Group needs to conduct comprehensive and multifaceted management for diverse business domains. Consequently, it examines the Board's composition, considering diversity from a multidimensional perspective, and appoints such people with appropriate knowledge of finance, law, business, technology, and accounting.

By order of the board

Orestis Tsakalotos

Orestis Tsakalotos

The Chairman of the Board of Directors

March 24, 2025

DIRECTORS' REPORT

The directors present their report and the audited consolidated financial statements for the year ended 31 December 2024.

Principal activities

The principal activities of the Group are as follows:

a) the development, distribution and support of advanced software products and business solutions for the broader financial and real estate sectors;

b) the rendering of a wide range of services concerning Information Technology Infrastructure (IT Infrastructures);

c) the design, implementation and support of complex Business Intelligence and Management Information Systems (MIS);

d) the design and implementation of mission-critical, large-scale (line-of-business) IT projects;

e) the design and implementation of risk calculation.

Climate change reporting

None of the Company's UK subsidiaries are large companies and, therefore, they are not obliged to report under the SECR regulations. Accordingly, the Company has excluded the data from these companies from its report. The parent company consumes less than 40MWh of energy per year and is, therefore, exempt from providing full disclosure in this directors' report.

Future developments

Details of future developments are included in the Strategic Report.

Results and dividends

The results for the year are set out on pages 22-29.

On November 20, 2024 the Board of Directors of Qualco Holdco Ltd approved the distribution of a dividend to its shareholders amounting to €12.0 mil.

Events after the reporting period

Details of events after the reporting period are included in the Strategic Report.

Directors

The directors who held office during the period and up to the date of approval of the financial statements were as follows:

1)	Orestis Tsakalotos, Executive Chairman	(resigned on March 13th, 2025)
2)	Mohammad Kamal Syed, Independent non-executive Director	(resigned on March 13th, 2025)
3)	Steven Edwards, Independent non-executive Director	(resigned on March 13th, 2025)
4)	Miltiadis Georgantzis, Group Chief Executive Officer	(appointed 29 March 2018)
5)	Omar Maasarani, Investor Director	(resigned on March 13th, 2025)

Financial instruments

Details on the Group's exposure to liquidity risk, foreign exchange risk and credit risk are shown in the Strategic Report.

Provision of information to the auditor

The directors confirm that:

- So far as each Director is aware, there is no relevant audit information of which the Company's auditor is unaware; and

- the Directors have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Going concern

The Directors have considered the applicability of the going concern basis in the preparation of the financial statements. This included the review of internal budgets, cash flow projections covering at least the going concern period and the financial results in the management accounts to date for 2025.

Taking into account reasonably probable changes in financial performance, the Group and Company will be able to operate within the level of its current funding arrangements (refer to note 2.1.1 for further information).

The Directors believe that the Group and the Company have adequate resources to continue in operation for the foreseeable future. For this reason, they have adopted the going concern basis in the preparation of the financial statements.

Auditor

Grant Thornton UK LLP were appointed as auditor to the Group and Company in accordance with section 485 of the Companies Act 2006. Grant Thornton UK LLP has signified its willingness to continue in office as auditor.

This report was approved by the Board on March 24, 2025 and was signed on its behalf on March 24, 2025.

Orestis Tsakalotos

Orestis Tsakalotos

Director

DIRECTORS' RESPONSIBILITIES STATEMENT

The Directors are responsible for preparing the Strategic and Directors Report and Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with the International Financial Reporting Standards ("IFRSs") as endorsed by the European Union (the "EU") and applicable law. Under Company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs and profit or loss of the Company and the Group for that period.

In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable international accounting standards in conformity with the requirements of the Companies Act 2006 have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group and Company will continue in business.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors confirm that:

- so far as each director is aware, there is no relevant audit information of which the company's auditor is unaware; and
- the directors have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Orestis Tsakalotos

Orestis Tsakalotos

Director

INDEPENDENT AUDITOR'S REPORT TO THE DIRECTORS OF QUALCO HOLDCO LIMITED

Opinion

We have audited the non-statutory financial statements (the 'financial statements') of Qualco Holdco Limited (the 'parent company') and its subsidiaries (the 'group') for the years ended 31 December 2024 and 2023, which comprise the consolidated statement of financial position, the company statement of financial position, the consolidated statement of profit or loss and other comprehensive income, the company statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity, the company statement of changes in equity, the statement of cash flows and notes to the financial statements, including material accounting policy information. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards (IFRSs) as adopted by the EU.

In our opinion, the financial statements give a true and fair view of the state of the group's and of the parent company's affairs as at 31 December 2024 and 2023 and of the group's profit and the parent company's profit for the years then ended in accordance with International Financial Reporting Standards (IFRSs) as adopted by the EU.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) and applicable law. Our responsibilities under those standards are further described in the 'Auditor's responsibilities for the audit of the financial statements' section of our report. We are independent of the group and parent company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements themselves. 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 directors

As explained more fully in the directors' responsibilities statement set out on page 18, the directors are responsible for preparation of the financial statements which give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the group's and the parent 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 directors either intend to liquidate the group or the parent company or to cease operations, or have no realistic alternative but to do so.

Auditor’s responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor’s report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below:

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the Company, for example the Companies Act 2006, and determined that the most significant are those that relate to the reporting accounting frameworks;

- We assessed the susceptibility of the group’s and the parent company’s financial statements to material misstatement, including how fraud might occur. Audit procedures performed by the engagement team included checking the completeness of journal entries and identifying and testing journal entries, in particular manual journal entries processed at the year-end for financial statement preparation. We also reviewed the financial statement’s disclosures and corresponding supporting documentation.

- Our audit procedures involved:

  - The evaluation of the design effectiveness of controls that management have in place to prevent and detect fraud;

  - Journal entry testing, with a focus on material manual journals, including those with unusual account combination, and those that were considered higher risk based on the engagement team’s understanding of the parent company and the group;

  - Challenging the assumptions and judgements made by management in its significant accounting estimates;

  - Testing the completeness of the group’s and the parent company’s related party transactions through information obtained at the parent entity level and testing that these transactions had a valid business purpose; and

  - Assessing the extent of the compliance with the relevant laws and regulations as part of our procedures

In addition, we completed the audit procedures to conclude on the compliance of the disclosures in the Annual Financial Report with the applicable financial reporting requirements.

- These audit procedures were designed to provide reasonable assurance that the financial statements were free from fraud or error. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error and detecting irregularities that result from fraud is inherently more difficult than detecting those that result from error, as fraud may involve collusion, deliberate concealment, forgery or intentional misrepresentations. Also, the further removed non-compliance with laws and regulations is from events and transactions reflected in the financial statements, the less likely we would become aware of it;

- Assessment of the appropriateness of the collective competence and capabilities of the engagement team included consideration of the engagement team's:
  - Understanding of, and practical experience with audit engagements of a similar nature and complexity through appropriate training and participation;
  - Knowledge of the industry in which the client operates;
  - Understanding of the legal and regulatory requirements specific to the group and parent company including the provisions of the applicable legislation and the applicable statutory provisions.
- We communicated relevant laws and regulations and potential fraud risks to all engagement team members and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit. We corroborated the results of our enquiries to relevant supporting documentation.
- In assessing the potential risks of material misstatement, we obtained an understanding of:
  - The group's and the parent company's operations, including the nature of its revenue and its objectives and strategies, to understand the classes of transactions, account balances, expected financial statement disclosures, and business risks that may result in the risk of material misstatement;
  - The applicable statutory provisions; and
  - The group's and the parent company's control environment, including the policies and procedures implemented to comply with the requirements of the applicable accounting standards, the adequacy of procedures for authorisation of transactions, internal review procedures over the Company's compliance with regulator requirements, the authority of, and procedures to ensure that possible breaches of requirements are appropriately investigated and reported.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of our report

This report is made solely to the company's directors, as a body, in accordance with our letter of engagement dated 20 March 2025. Our audit work has been undertaken so that we might state to the company's directors those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's directors as a body, for our audit work, for this report, or for the opinions we have formed.

Grant Thornton UK LLP

Grant Thornton UK LLP

London

March 2025
24/3/2025

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

		GROUP		
	Note	**31/12/2024**	**31/12/2023**	**As at 1/1/2023**
ASSETS				
Non-current assets				
Property, plant and equipment	6	16,585,357	15,492,851	8,988,151
Right-of-use assets	7	23,242,648	18,851,901	19,999,326
Intangible assets	8	27,992,158	18,532,122	11,232,510
Goodwill	10	5,638,493	1,711,730	-
Investments in associates	12	8,280,150	5,477,503	659,751
Financial assets	13	5,764,664	5,238,599	5,716,991
Deferred tax assets		-	-	241,082
Other non-current assets	14	2,207,028	691,885	610,428
Contract costs	9	3,975,304	-	-
Total non-current assets		**93,685,802**	**65,996,591**	**47,448,239**
Current assets				
Inventories		102,456	68,474	-
Trade and other receivables	15	26,375,135	15,802,203	14,877,913
Income tax assets	16	6,051,584	5,378,989	5,859,960
Contract assets	17	22,042,788	16,788,461	12,431,581
Financial assets	13	2,437,097	1,577,282	9,606,464
Contract costs	9	610,450	3,959,516	-
Other current assets	18	7,849,219	5,921,850	6,205,481
Cash and cash equivalents	19	13,001,413	22,553,629	19,277,184
Total current assets		**78,470,142**	**72,050,404**	**68,258,583**
Total assets		**172,155,944**	**138,046,995**	**115,706,822**
EQUITY AND LIABILITIES				
Equity				
Share capital	21	5,000,000	5,000,000	5,000,000
Other reserves	22	369,155	219,364	1,380,246
Retained earnings		41,917,919	39,509,956	27,716,860
Translation reserve		(143,639)	(54,560)	(21,794)
Equity attributable to owners of the Company		**47,143,435**	**44,674,760**	**34,075,312**
Non-controlling interests		3,241,103	977,809	224,054
Total equity		**50,384,538**	**45,652,569**	**34,299,366**

CONSOLIDATED STATEMENT OF FINANCIAL POSITION (continued)

		GROUP		
	Note	**31/12/2024**	**31/12/2023**	**As at 1/1/2023**
LIABILITIES				
Non-current liabilities				
Borrowings	23	24,717,185	16,041,327	12,824,574
Lease liabilities	7	20,261,105	16,722,019	17,920,397
Deferred tax liabilities	25	453,484	522,836	-
Retirement benefit obligation	26	944,239	739,080	488,165
Long term derivative financial liabilities		248,000		-
Government grant	24	1,355,930	-	-
Other non-current liabilities		28,501	23,610	33,394
Total non-current liabilities		**48,008,444**	**34,048,872**	**31,266,530**
Current liabilities				
Trade and other payables	27	13,783,499	12,029,201	11,117,225
Borrowings	23	12,344,425	14,443,142	7,465,946
Lease liabilities	7	4,528,477	3,321,138	2,849,112
Derivative financial liabilities		31,000		-
Contract liabilities	29	2,776,060	2,495,134	2,137,517
Government grant	24	207,369	-	-
Other current liabilities	28	18,494,313	16,609,722	16,845,693
Dividends payable	37	12,000,000	-	-
Income tax liabilities	30	9,597,819	9,447,217	9,725,433
Total current liabilities		**73,762,962**	**58,345,554**	**50,140,926**
Total liabilities		**121,771,406**	**92,394,426**	**81,407,456**
Total equity and liabilities		**172,155,944**	**138,046,995**	**115,706,822**

The notes on pages 30 to 89 are an integral part of these financial statements.

The financial statements were approved and authorized for issue by the Board of Directors on March 24, 2025, and were signed on its behalf on March 24, 2025 by

Orestis Tsakalotos

Orestis Tsakalotos

Director

Registered number: 10878966

COMPANY STATEMENT OF FINANCIAL POSITION

	Note	COMPANY 31/12/2024	31/12/2023	As at 1/1/2023
ASSETS				
Non-current assets				
Investments in subsidiaries	11	11,135,680	11,125,680	11,125,680
Total non-current assets		**11,135,680**	**11,125,680**	**11,125,680**
Current assets				
Trade and other receivables	15	-	9,371	46,835
Other current assets	18	14,374,165	69,831	617,069
Cash and cash equivalents	19	175,996	314,648	1,052,069
Total current assets		**14,550,161**	**393,850**	**1,715,973**
Total assets		**25,685,841**	**11,519,530**	**12,841,653**
EQUITY AND LIABILITIES				
Equity				
Share capital and share premium	21	5,000,000	5,000,000	5,000,000
Other reserves		1,522,548	1,522,548	1,522,548
Retained earnings		4,090,520	3,028,650	3,323,983
Total equity		**10,613,068**	**9,551,198**	**9,846,531**
Liabilities				
Non-current liabilities				
Borrowings	23	2,170,000	1,690,000	2,755,000
Total non-current liabilities		**2,170,000**	**1,690,000**	**2,755,000**
Current liabilities				
Trade and other payables	27	733,667	189,389	87,545
Other current liabilities	28	169,106	88,943	152,577
Dividends payable	38	12,000,000	-	-
Total current liabilities		**12,902,773**	**278,332**	**240,122**
Total liabilities		**15,072,773**	**1,968,332**	**2,995,122**
Total equity and liabilities		**25,685,841**	**11,519,530**	**12,841,653**

The notes on pages 30 to 89 are an integral part of these financial statements.

The financial statements were approved and authorized for issue by the Board of Directors on March 24, 2025, and were signed on its behalf on March 24, 2025 by

Orestis Tsakalotos Orestis Tsakalotos

Director

Registered number: 10878966

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	Note	GROUP 1/1/2024 - 31/12/2024	1/1/2023 - 31/12/2023
Revenue	31	183,766,203	174,953,419
Cost of sales	32	(96,777,447)	(93,693,400)
Gross profit		**86,988,756**	**81,260,019**
Administrative expenses	32	(39,162,741)	(32,885,428)
Marketing expenses	32	(21,604,177)	(18,721,557)
Other gains and losses		(279,000)	-
Other income		922,038	380,500
Other expenses		(904,896)	(511,201)
Operating profit		**25,959,980**	**29,522,333**
Finance income	35	337,344	285,695
Finance expenses	35	(3,260,838)	(2,914,079)
Finance expense - net		**(2,923,494)**	**(2,628,384)**
Share of results of associates accounted for using the equity method	12	(169,102)	72,414
Profit before income tax		**22,867,384**	**26,966,363**
Income tax	36	(7,250,644)	(8,171,122)
Profit for the year		**15,616,740**	**18,795,241**
Profit for the year attributable to:			
- Owners of the parent company		15,286,306	18,952,994
- Non-controlling interests		330,434	(157,753)
		15,616,740	**18,795,241**
Other comprehensive income:			
Items that may be subsequently reclassified to profit or loss			
Foreign exchange differences on translation of foreign operations		(89,079)	
Items that will not be reclassified subsequently to profit or loss:			
Remeasurements of defined benefit obligation	26	81,920	9,055
Deferred tax on actuarial gains	36	-	(51,937)
Remeasurement of fair value through OCI		-	227,337
Other comprehensive (loss) / income for the year (net of tax)		**(7,159)**	**184,455**
Total comprehensive income for the year after tax		**15,609,581**	**18,979,696**
Total comprehensive loss for the year attributable to:			
- Owners of the parent company		15,279,147	19,137,449
- Non-controlling interests		330,434	(157,753)
		15,609,581	**18,979,696**

The notes on pages 30 to 89 are an integral part of these financial statements.

COMPANY STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	Note	COMPANY	
		1/1/2024 - 31/12/2024	**1/1/2023 - 31/12/2023**
Revenue		-	-
Dividend income	37	13,560,000	10,078,468
Cost of sales		-	-
Gross profit		**13,560,000**	**10,078,468**
Administrative expenses	32	(406,283)	(1,786,545)
Operating profit		**13,153,717**	**8,291,923**
Finance expenses		(91,847)	(87,256)
Finance expense - net		**(91,847)**	**(87,256)**
Profit before income tax		**13,061,870**	**8,204,667**
Income tax	36	-	-
Profit for the year		**13,061,870**	**8,204,667**
Other comprehensive income:			
Items that may be subsequently reclassified to profit or loss		-	-
Items that will not be reclassified subsequently to profit or loss		-	-
Other comprehensive income for the year (net of tax)		-	-
Total comprehensive income for the year after tax		**13,061,870**	**8,204,667**

The notes on pages 30 to 89 are an integral part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

GROUP

		Attributed to equity holders of the Parent							
	Note	**Share Capital**	**Share Premium**	**Other Reserves**	**Retained Earnings**	**Translation Reserves**	**Total**	**Non-controlling Interests**	**Total Equity**
Balance as at 1 January 2023		**2,103,743**	**2,896,257**	**1,380,246**	**27,716,860**	**(21,794)**	**34,075,312**	**224,054**	**34,299,366**
Profit for the year		-	-	-	18,952,994	-	18,952,994	(157,753)	18,795,241
Other comprehensive income for the year		-	-	184,455	-	-	184,455	-	184,455
Total comprehensive income for the year		**-**	**-**	**184,455**	**18,952,994**	**-**	**19,137,449**	**(157,753)**	**18,979,696**
Acquisition of subsidiary		-	-	-	-	-	-	911,084	911,084
Transfer from revaluation reserve to retained earnings (equity investment change to associate)				(1,345,337)	1,345,337	-	-	-	-
Transfer to / from reserves		-	-		(5,235)	(32,766)	(38,001)	424	(37,577)
Dividend Distribution		-	-	-	(8,500,000)	-	(8,500,000)	-	(8,500,000)
Balance as at 31 December 2023		**2,103,743**	**2,896,257**	**219,364**	**39,509,956**	**(54,560)**	**44,674,760**	**977,809**	**45,652,569**
Balance as at 1 January 2024		**2,103,743**	**2,896,257**	**219,364**	**39,509,956**	**(54,560)**	**44,674,760**	**977,809**	**45,652,569**
Profit for the year		-	-	-	15,286,306		15,286,306	330,434	15,616,740
Other comprehensive income for the year		-	-	81,920	-	(89,079)	(7,159)	-	(7,159)
Total comprehensive income for the year		**-**	**-**	**81,920**	**15,286,306**	**(89,079)**	**15,279,147**	**330,434**	**15,609,581**
Share of other comprehensive income of associates		-	-	-	-	-	-	-	-
Acquisition from minority shareholders	11			(11,152)	(858,298)		(869,450)	(38,750)	(908,200)
Acquisition of subsidiary	10	-	-	-	-	-	-	2,047,000	2,047,000
Transfer to / from reserves				79,023	(20,045)		58,978	(75,390)	(16,412)
Dividend Distribution	38	-	-	-	(12,000,000)	-	(12,000,000)	-	(12,000,000)
Balance as at 31 December 2024		**2,103,743**	**2,896,257**	**369,155**	**41,917,919**	**(143,639)**	**47,143,435**	**3,241,103**	**50,384,538**

The notes on pages 30 to 89 are an integral part of these financial statements.

COMPANY STATEMENT OF CHANGES IN EQUITY

		COMPANY				
	Note	**Share Capital**	**Share Premium**	**Other Reserves**	**Retained Earnings**	**Total Equity**
Balance as at 1 January, 2023		**2,103,743**	**2,896,257**	**1,522,548**	**3,323,983**	**9,846,531**
Profit for the year		-	-	-	8,204,667	8,204,667
Total comprehensive income for the year		**-**	**-**	**-**	**8,204,667**	**8,204,667**
Share capital decrease						-
Dividend distribution					(8,500,000)	(8,500,000)
Balance as at 31 December 2023		**2,103,743**	**2,896,257**	**1,522,548**	**3,028,650**	**9,551,198**
Balance as at 1 January, 2024		**2,103,743**	**2,896,257**	**1,522,548**	**3,028,650**	**9,551,198**
Profit for the year		-	-	-	13,061,870	13,061,870
Total comprehensive income for the year		**-**	**-**	**-**	**13,061,870**	**13,061,870**
Dividend distribution	38				(12,000,000)	(12,000,000)
Balance as at 31 December 2024		**2,103,743**	**2,896,257**	**1,522,548**	**4,090,520**	**10,613,068**

The notes on pages 30 to 89 are an integral part of these financial statements.

STATEMENT OF CASH FLOWS

		GROUP		COMPANY	
	Note	**1/1/2024 - 31/12/2024**	**1/1/2023 - 31/12/2023**	**1/1/2024 - 31/12/2024**	**1/1/2023 - 31/12/2023**
Profit for the year before tax		**22,867,384**	**26,966,363**	**13,061,870**	**8,204,667**
Adjustments for:					
Share of results of associates & joint ventures	12	169,102	(72,414)	-	-
Depreciation of property, plant and equipment	6	2,349,186	1,948,294	-	-
Depreciation of right-of-use assets	7	4,399,362	3,982,120	-	-
Amortisation of intangibles assets	8	5,614,797	2,853,989	-	-
Provisions for employee benefits		205,160	239,881	-	-
Finance income	35	(272,850)	(285,695)	-	-
Finance expenses	35	3,260,838	2,539,593	91,847	87,256
Dividend Income		-	-		(10,078,468)
Amortisation of government grants	35	(64,494)	-	-	-
Fair value (gain)/loss on derivatives		279,000	-	-	-
Impairment of assets and other investments		-	(16,683)	-	-
		38,807,485	**38,155,448**	**13,153,717**	**(1,786,545)**
Changes in working capital:					
Decrease / (Increase) in inventories		(33,982)	(62,562)	-	-
(Increase) / decrease in trade and other receivables		(11,328,275)	(675,988)	(14,294,963)	584,702
(Increase) / decrease in contract assets & contract costs		(5,634,571)	(8,313,996)	-	-
Increase / (decrease) in trade and other payables		1,447,408	959,665	624,441	38,210
Increase / (decrease) in contract liabilities (deferred income)		(1,473,476)	357,616	-	-
Increase / (decrease) in other liabilities		(1,565,466)	(469,581)	-	-
Cash flows from operating activities		**20,219,123**	**29,950,602**	**(516,805)**	**(1,163,633)**
Corporate income tax paid		(8,605,134)	(7,350,449)	-	-
Net cash flows generated from/(used in) operating activities		**11,613,989**	**22,600,153**	**(516,805)**	**(1,163,633)**
Cash flows from investing activities:					
Purchase of property, plant and equipment	6	(2,530,140)	(8,394,267)	-	-
Purchases of intangible assets		(10,830,197)	(8,989,301)	-	-
Proceeds from financial assets sold		-	2,796,087	-	-
Payments to acquire financial assets		(2,355,880)	(3,364,888)	-	-
Acquisition of subsidiary	10	(4,550,005)	(1,600,000)	(10,000)	-
Acquisition of associates	12	(2,970,750)	(1,800,000)	-	-
Increase in the investment cost of associate		-	(850,000)	-	-
Proceeds from disposal of subsidiary		-	7,000,000	-	-
Dividend received		-	-	-	10,078,468
Interest received		337,344	285,695	-	-
Net cash flows generated from/(used in) investing activities		**(22,899,628)**	**(14,916,674)**	**(10,000)**	**10,078,468**
Cash flows from financing activities:					
Proceeds from borrowings		21,256,648	15,700,000	-	-
Repayment of borrowings		(14,540,848)	(5,439,439)	-	-
Repayment of lease liabilities		(5,202,727)	(4,536,505)	-	-
Loans granted to related parties		-	(2,000,000)	-	-
Repayment of related party borrowings		1,020,000	2,000,000	480,000	(1,065,000)
Interest paid		(1,619,500)	(1,630,748)	(91,847)	(87,256)
Dividends paid		-	(8,500,000)		(8,500,000)
Net cash flows generated from / (used in) financing activities		**913,573**	**(4,406,692)**	**388,153**	**(9,652,256)**
Net increase/(decrease) in cash and cash equivalents		**(10,372,066)**	**3,276,787**	**(138,652)**	**(737,421)**
Cash and cash equivalents at beginning of year		22,553,629	19,277,184	314,649	1,052,070
Cash and cash equivalents of subsidiaries acquired	10	819,850	10,000	-	-
Effect of foreign exchange rate changes		-	(10,342)	-	-
Cash and cash equivalents at end of year		**13,001,413**	**22,553,629**	**175,997**	**314,649**

The notes on pages 30 to 89 are an integral part of these financial statements.

Notes to the financial statements

1. General information

Qualco Holdco Limited (the "Company") is a private limited Company that is domiciled and incorporated in England and Wales. The registered office address is Building 1, The Heights Brooklands, Weybridge, England, KT13 0NY.

Qualco Holdco Limited was incorporated in England and Wales on 21 July 2017. On 9 February 2018, Qualco Holdco Limited acquired the entire issued share capital of Qualco SA, a Company incorporated in Greece, by way of a share for share exchange. This transaction has been treated as a Group reorganization and has been accounted for using the reverse merger accounting method given the same controlling parties before and after the reorganization.

The Company's primary role is to function as a management holding company, and business is conducted by the Company primarily through its subsidiaries, with the main activities of its subsidiaries being the following: (a) the development, distribution, and support of advanced software products and business solutions, including cloud-native platforms; (b) providing analytics-driven and highly scalable enterprise software solutions in the wider credit management space, including next generation, proactive and tailor-made debt management software; (c) providing a wide range of services related to information technology infrastructure; (d) managing credit claims (including, without limitation, non-performing loan portfolios); (e) providing operations digitalization services across banking and non-banking sectors; and (d) providing receivables management and collection, as well as real estate asset management.

These consolidated financial statements comprise the financial statements of the Company and its subsidiaries (collectively the "Group").

The interests held by the Group are presented in notes 11 and 12.

The Company is a subsidiary of Wokalon Finances Limited, which holds 80% of the Company's shares. Amely S.a.r.l. holds the remaining 20% of the Company's shares. The ultimate parent Company into which these results are consolidated is Wokalon Finances Limited.

2. Summary of significant accounting policies

2.1. Basis of preparation of financial statements

The main accounting principles applied for the preparation of these financial statements are presented below. These principles have been applied with consistency for all the financial periods presented, except stated otherwise.

These non-statutory separate and consolidated annual financial statements of Qualco Holdco Limited have been prepared in accordance with International Financial Reporting Standards ("IFRSs") as endorsed by the European Union (the "EU").

For all periods up to and including the year ended 31 December 2023, the Company and the Group prepared its financial statements in accordance with the UK-adopted International Accounting Standards. These financial statements for the year ended 31 December 2024 are the first the Company and the Group have prepared in accordance with IFRSs as adopted by the EU. Refer to note 40 for information on how the Group adopted IFRS.

The annual financial statements have been prepared under the historical cost basis, except for financial assets measured at fair value.

The Group and the Company present their financial statements in Euros since, despite the incorporation of the parent Company in England and Wales, the majority of the Group's activities occur in Greece and EU countries and are therefore denominated in Euros. Monetary amounts in these financial statements are rounded to the nearest €. The functional currency of the parent Company is British pounds.

The preparation of financial statements in accordance with international accounting standards in conformity with the requirements of the Companies Act 2006 requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Group's accounting policies adopted. Actual results may differ from these estimates under different assumptions or conditions. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in note 4.

2.1.1 Going concern

The Directors have, at the time of approving the financial statements, a reasonable expectation that the Group has adequate resources to continue in operational existence for the foreseeable future. As part of their assessment the Directors also performed a stress testing of the assumptions included in their cash flow forecast of the 12 months following the date of approval of the Group financial statements, taking into account key risks which could potentially pose a threat to the viability of the Group. This stress testing did not reveal any significant liquidity pressure or any particular threat which cannot be mitigated.

More specifically the key risks considered were:

- <u>Uncertainty, downturns and changes in the financial services sector could adversely affect the Group / Risk of lower than expected onboarding of new customer contracts</u>

  In the year 2024 the Group has experienced softness in demand for services from the financial services market and reduced spending from existing clients whose own economics were severely pressured by high interest rates. However, the Directors have determined that Qualco's business model is characterized by a highly recurring revenue stream, driven by strong client retention and growth. Since its inception, the Group companies have demonstrated predictable and sustainable growth, particularly in recent years.

  The Directors have assessed the impact on EBITDA and cash flow in the event that the acquisition of new customer contracts is significantly lower than that already planned for in the Budget of FY 2025. The Directors have concluded that, given the materiality of the value of customer contracts already in place as well as the secured customers contracts for the next years, even in the most adverse scenario of no new customer contracts being made in 2025, the Group would still be in a positive cash flow position. Directors' assessment was based on the fact that even in those adverse scenarios the Group would still be able to preserve cash through lower or nil dividend distributions, cuts on performance related bonus payouts and/or significantly reduced or nil new staff hirings and, revisions of the investment strategy in order to delay further M&As.

- The funding necessary to run the business may not be available / Further, an increase in Euribor rates may impact the Group's ability to meet its debt obligations

  The Directors have assessed the risk of significant increases in Euribor posing a threat to the ability of the Group to meet its debt obligations. Also, the Directors have assessed the risk of the Group not being able to raise external funding for driving its diversification and M&As strategy.

  Based on the approved Budget for FY 2025 and although the Group expects some pressure on margins, the EBITDA and overall profitability is expected to increase primarily driven by new services to clients as well as new customers' onboarding. Cash flow generation for FY 2025 is also expected to be strong and cash reserves at the end of FY 2025 are expected to be higher than the current year's levels. Taking the aforementioned factors into account and combined with the significant headroom that exists in key ratios of Debt / Equity, Net Debt and the Net debt / EBITDA, the Directors have concluded that any Euribor increases cannot pose any significant threat on the Group's debt repayment obligations.

  Moreover, Qualco S.A. has secured additional funding through the RRF loan facility of which the two next drawdowns are expected in 2025 while the company is also in advance negotiations with Greek Banks to secure additional funding for the purpose of investing in new entities as well as for working capital funding.

Finally, it is noted that the Group reported as at 31 December 2024 a ratio of total current assets to total current liabilities of 106%, held cash & cash equivalents of €13 mil and had significant headroom on key covenants (Net debt to EBITDA, Debt service coverage ratio) stipulated by its debt agreements. All of these factors ensure the cash availability for the Group's operations.

The Directors believe that the Group and the Company have adequate resources to continue in operation for the foreseeable future. For this reason, they have adopted the going concern basis in the preparation of the financial statements.

2.2. New standards, amendments to standards and interpretations

In the current year, the group has applied a number of amendments to IFRS Accounting Standards issued by the International Accounting Standards Board (IASB) that are mandatorily effective for an accounting period that begins on or after 1 January 2023. Their adoption has not had any material impact on the disclosures or on the amounts reported in these financial statements

Standards and Interpretations effective for the current financial year

Amendments to IAS 7 Statement of Cash Flows and IFRS 7 Financial Instruments: Disclosures titled Supplier Finance Arrangements

The amendments add a disclosure objective to IAS 7 stating that an entity is required to disclose information about its supplier finance arrangements that enables users of financial statements to assess the effects of those arrangements on the entity's liabilities and cash flows. In addition, IFRS 7 is amended to add supplier finance arrangements as an example within the requirements to disclose information about an entity's exposure to concentration of liquidity risk/

In the current year, the group has applied a number of amendments to IFRS Accounting Standards issued by the IASB that are mandatorily effective for an accounting period that begins on or after 1 January 2024.

Amendments to IAS 1 - Classification of Liabilities as Current or Non-current
Amendments to IFRS 16 Leases - Lease Liability in a Sale and Leaseback

New Standards, Interpretations, Revisions and Amendments to existing Standards that have not been applied yet or have not been adopted by the European Union

At the date of authorisation of these financial statements, the group has not applied the following new and revised IFRS Accounting Standards that have been issued but are not yet effective [and [in some cases] have not yet been adopted by the EU.

Amendments to IAS 21 Lack of Exchangeability
IFRS 18 Presentation and Disclosures in Financial Statements
IFRS 19 Subsidiaries without Public Accountability: Disclosures

The directors do not expect that the adoption of the standards listed above will have a material impact on the financial statements of the group in future periods.

2.3. Basis of consolidation

(a) Subsidiaries

Subsidiaries are all entities over which the Group has control, either directly or indirectly through other subsidiaries. The Group controls an entity when the Group 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 over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group and cease to be consolidated from the date that control ceases.

The Group applies the acquisition method to account for business combinations. The consideration transferred in a business combination for the acquisition of a subsidiary is measured at fair value of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Group in exchange for control of the acquiree. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement.

Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date, except that:

- deferred tax assets or liabilities and assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with IAS 12 and IAS 19 respectively;

- liabilities or equity instruments related to share-based payment arrangements of the acquiree or share-based payment arrangements of the Group entered into to replace share-based payment arrangements of the acquire are measured in accordance with IFRS 2 at the acquisition date; and

- assets (or disposal Groups) that are classified as held for sale in accordance with IFRS 5 are measured in accordance with that Standard.

The costs related to the acquisition of investments in subsidiaries (e.g. advisory, legal, accounting, valuation and other professional or consulting fees) are recognized as expenses through profit or loss over the period in which the costs are incurred.

Non-controlling interests in subsidiaries are identified separately from the Group's equity. Those interests of non-controlling shareholders that are present ownership interests entitling their holders to a proportionate share of net assets upon liquidation may initially be measured at fair value or at the non-controlling interests' proportionate share of the fair value of the acquiree's identifiable net assets. The choice of measurement is made on an acquisition-by-acquisition basis. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of the subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

The financial statements of the subsidiaries are prepared as of the same reporting period as the parent Company. Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those used by other members of the Group. All inter-Company transactions, balances and any Intercompany profit or loss between Group companies are eliminated in the consolidated financial statements.

In the separate financial statements, investments in subsidiaries and associates are recognized at cost, adjusted for any impairment where necessary, which is the amount of cash or cash equivalents paid or the fair value of the other consideration given at the time of acquisition.

(b) Changes in ownership interests in subsidiaries without change of control

Transactions with non-controlling interests that do not result in change of control are accounted for as equity transactions. The difference between fair value of any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interest are also recorded in equity.

(c) Disposal of / loss of control over subsidiaries

When the Group disposes of or ceases to have control over a subsidiary, any retained interest in the subsidiary is remeasured to its fair value at the date of disposal or when control is lost, with the change in carrying amount recognized in profit or loss. Subsequently, this asset is classified as an associate or financial asset and its acquisition cost equals that fair value. In addition, any amounts previously recognized in other comprehensive income in respect of that subsidiary are reclassified to profit or loss.

(d) Associates & joint ventures

Associates and joint ventures are all entities over which the Group has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting. Under the equity method, the investment is initially recognized at cost, and the carrying amount is increased or decreased to recognize the investor's share of the profit or loss of the investee after the date of acquisition.

In case of sale of a holding in an associate on which the Group continues, however, to exercise significant influence, only a proportionate share of the amounts previously recognized directly in other comprehensive income will be reclassified to profit or loss.

The Group's share of post-acquisition profit or loss is recognized in the income statement, and its share of post-acquisition movements in other comprehensive income is recognized in other comprehensive income with a corresponding adjustment to the carrying amount of the investment. When the Group's share in the losses of an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the Group does not recognize further losses, unless it has assumed further obligations or made payments on behalf of the associate.

The Group determines at each reporting date whether there is any objective evidence that the investment in the associate is impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value and recognizes the amount adjacent to 'share of profit/(loss) of associates' in the income statement.

Gains and losses resulting from upstream and downstream transactions between the Group and its associate are recognized in the Group's financial statements only to the extent of unrelated investor's interests in the associates. Unrealized losses are eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of associates have been changed where necessary to ensure consistency with the policies adopted by the Group.

2.4. Goodwill

Goodwill arises on the acquisition of subsidiaries and represents the excess of the aggregate of the consideration transferred, the amount recognized for non-controlling interests and the acquisition date fair value of any previous equity interest held over the fair value of the identifiable net assets acquired. If, after reassessment, the net of the acquisition-date amounts of the identifiable assets acquired and liabilities assumed exceeds the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree and the fair value of the acquirer's previously held interest in the acquiree, the excess is recognised immediately in profit or loss as a bargain purchase gain.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units. Each unit or Group of units to which the goodwill is allocated represents the lowest level within the entity at which the goodwill is monitored for internal management purposes.

Goodwill impairment reviews are undertaken annually or more frequently if events or changes in circumstances indicate a potential impairment. The carrying value of goodwill is compared to the recoverable amount, which is the higher of value in use and the fair value less costs of disposal. Any impairment is recognized immediately as an expense and is not subsequently reversed.

Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold. Where goodwill forms part of a cash-generating unit and part of the operation of this unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation.

2.5. Foreign currency translation

(a) Functional and presentation currency

Items included in the financial statements of each of the Group's entities are measured in the currency of the primary economic environment in which the entity operates (the "functional currency"). The functional currency of the parent Company is Pounds sterling (£). The consolidated financial statements are presented in Euros, since the majority of the Group's activities occur in Greece and are therefore denominated in Euros.

Monetary amounts in these financial statements are rounded to the nearest €.

(b) 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 the income statement. Foreign exchange gains and losses are presented in the income statement within "Other income/(expenses).

(c) Group Companies

The financial statements of all Group entities that have a functional currency different from the Group's presentation currency are translated into the presentation currency as follows:

i) assets and liabilities are translated using the rates in effect at the date of the statement of the financial position;

ii) income and expenses are translated using the average rates for the period (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the rate on the dates of the transactions); and

iii) all resulting exchange differences are recognized in other comprehensive income and are transferred to the income statement upon disposal of these companies.

2.6. Property, Plant and Equipment

Items of property, plant and equipment are measured at acquisition cost, less accumulated depreciation and any impairment in value (note 2.9). Acquisition cost includes all expenditure directly attributable to the acquisition of property plant and equipment.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognized. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

Depreciation of property, plant and equipment is calculated using the straight-line method to allocate their cost to their residual values over their estimated useful lives, as follows:

-	Leasehold property improvements	10 years
-	Machinery	5 years
-	Motor vehicles	10 years
-	Furniture and other equipment	3-10 years
-	Computer hardware	5 years

The residual values and useful economic life of property, plant and equipment are subject to reassessment, at each balance sheet date.

An asset's carrying amount is written down to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (note 2.9).

Upon the sale of PPE, any difference between the proceeds and the net book value is recorded as gain or loss in the income statement.

2.7. Intangible assets

2.7.1. Intangible assets acquired separately

An acquired intangible asset is initially recognized at cost. Following initial recognition, intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortization is recognized on a straight-line basis over their estimated useful lives. The estimated useful life and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

Group's acquired intangible assets include computer software and software licenses, which are capitalized on the basis of the costs incurred to acquire and bring them into use. These costs are amortized over their estimated useful lives of five years.

Costs associated with maintaining computer software are recognized as an expense as incurred.

2.7.2. Internally – generated intangible assets (Software development) – research and development expenses

Expenditure on research activities is recognized as an expense in the period in which it is incurred.

Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the Group are recognized as intangible assets when the following criteria are met:

- it is technically feasible to complete the software product so that it will be available for use;
- management intends to complete the software product and use or sell it;
- there is an ability to use or sell the software product;
- it can be demonstrated how the software product will generate probable future economic benefits;
- adequate technical, financial and other resources to complete the development and use or sell the software product are available; and
- the expenditure attributable to the software product during its development can be reliably measured.

The amount initially recognized for internally-generated intangible assets is the sum of the expenditure incurred from the date when the intangible asset first meets the recognition criteria listed above. Where no internally-generated intangible asset can be recognized, development expenditure is recognized in profit or loss in the period in which it is incurred.

Directly attributable costs that are capitalized as part of the software product include the software development employee costs and an appropriate portion of relevant overheads.

Subsequent to initial recognition, internally-generated intangible assets are reported at cost less accumulated amortisation and accumulated impairment losses, on the same basis as intangible assets that are acquired separately.

Computer software development costs recognized as intangible assets are amortized over their estimated useful lives of 5 – 7 years, on a straight line basis.

Software under construction relates to costs capitalized in accordance to the same criteria as above, but where the software being developed is not yet available for use. Software under construction is not subject to amortization.

2.7.3. Intangible assets acquired in a business combination

Intangible assets acquired in a business combination and recognized separately from goodwill are recognized initially at their fair value at the acquisition date (which is regarded as their cost).

Subsequent to initial recognition, intangible assets acquired in a business combination are reported at cost less accumulated amortization and accumulated impairment losses, on the same basis as intangible assets that are acquired separately.

Derecognition of intangible assets

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

2.8. Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

The Group as a lessee

The Group applies a single recognition and measurement approach for all leases (including short-term leases and leases of low-value assets). The Group recognizes lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

i) Right-of-use assets

The Group recognizes right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received.

Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful life of the assets. If ownership of the leased asset is transferred to the Group at the end of the lease term or its cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The depreciation starts at the commencement date of the lease.

The right-of-use assets are presented as a separate line in the consolidated statement of financial position.

The right-of-use assets are also subject to impairment, as described in note 2.9.

Variable rents that do not depend on an index or rate are not included in the measurement of the lease liability and the right-of-use asset. The related payments are recognized as an expense in the statement of comprehensive income in the period in which the event or condition that triggers those payments occurs.

ii) Lease liabilities

At the commencement date of the lease, the Group recognizes lease liabilities measured at the present value of lease payments that are not paid at that date. The lease payments will be discounted using the interest rate implicit in the lease, if that rate can be readily determined. Otherwise, the Group will use the incremental borrowing rate.

At the commencement date of the lease period, the lease payments included in the measurement of the lease liability comprise the following payments for the right to use the underlying asset during the lease term that are not paid at the commencement date of the lease period:

- fixed lease payments (including in-substance fixed payments), less any lease incentives;
- variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- the amount expected to be paid by the lessee under the residual value guarantees;
- the exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

Variable lease payments that do not depend on an index or a rate are not included in the measurement of the lease liability.

In calculating the present value of lease payments, the Group uses the incremental borrowing rate because the interest rate implicit in the lease is not readily determinable.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made. The Group remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

• the lease term has changed or there is a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate

• the lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is measured by discounting the revised lease payments using the initial discount rate

• a lease contract is modified and the lease modification is not accounted for as a separate lease, in which case, the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.

Lease liabilities are presented as a separate line in the consolidated statement of financial position.

Interest on the lease liability is allocated during the lease term in such a manner so that the amount produces a constant periodic rate of interest on the remaining balance of the lease liability.

After the commencement date of the lease period, the Group recognizes in profit or loss (unless the costs are included in the carrying amount of another asset applying other applicable Standards) both:

(a) interest on the lease liability; and
(b) variable lease payments not included in the measurement of the lease liability in the period in which the event or condition that triggers those payments occurs.

2.9. Impairment of non-current assets excluding goodwill

At each reporting period end date, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Intangible assets with an indefinite useful life are tested for impairment at least annually and whenever there is an indication at the end of a reporting period that the asset may be impaired.

Intangible assets not yet ready to use and not yet subject to amortization are reviewed for impairment whenever events or circumstances indicate that the carrying value may not be recoverable.

The recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

2.10. Financial instruments

i) Initial recognition

Financial assets or financial liabilities are recognized in the statement of financial position of the Group and Company when the Group or Company become a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

ii) Classification and subsequent measurement

a) Financial assets

Financial assets at amortized cost

The classification of financial assets at initial recognition is based on the contractual cash flow of the financial assets and the business model within which the financial asset is held.

With the exception of trade receivables, the Group initially measures a financial asset at its fair value plus transaction costs, in the case of a financial asset that is not measured at fair value through profit or loss. Trade receivables are initially measured at transaction value as defined by IFRS 15.

In order for a financial asset to be classified and measured at amortised cost it needs to give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding. This assessment is referred to as the 'solely payments of principal and interest' (SPPI) test and is performed at financial instrument level.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Purchases or sales of financial assets that require delivery of assets within (a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date that the Group commits to purchase or sell the asset.

The Group measures financial assets at amortized cost if both of the following conditions are met:

(1) the financial asset is held within a business model whose objective is to collect contractual cash flows; and

(2) the contractual terms of the financial asset generating cash flows at specified dates only pertain to capital and interest payments on the balance of the initial capital.

Financial assets at amortised cost are subsequently measured using the Effective Interest Rate Method (EIR) and are subject to impairment. Gains and losses are recognized in profit or loss when the asset is derecognized, modified or impaired.

Financial assets at FVTOCI

Equity instruments at fair value through the statement of comprehensive income, without transfer of profit or loss to the income statement when derecognised. This category includes only equity instruments which the Group intends to hold for the foreseeable future and has irrevocably decided to classify them in this manner upon initial recognition. Equity instruments at fair value through the statement of comprehensive income are not subject to impairment. Dividends from such investments continue to be recognised in the income statement, unless they represent recovery of the investment cost.

For investments that are traded on an active market, fair value is calculated based on market bid prices. For investments for which there is no active market, fair value is determined by valuation techniques, unless the range of rational estimates of fair value is significantly large and the probable accuracy of the various estimates cannot reasonably be assessed, when valuation of such investments at fair value is prohibited. The purchase or sale of financial assets that require the delivery of assets within a timeframe provided for by a regulation or market assumption is recognised at the settlement date (i.e. the date when the asset is transferred or delivered to the Group or the Company).

b) Financial liabilities

All financial liabilities are measured subsequently at amortized cost using the effective interest method or at FVTPL.

Financial liabilities measured subsequently at amortized cost

Financial liabilities that are not (i) contingent consideration of an acquirer in a business combination, (ii) held for trading, or (iii) designated as at FVTPL, are measured subsequently at amortised cost using the effective interest method. Financial liabilities measured at amortized cost using the effective interest rate method include current borrowings and trade and other payables that are short term in nature.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the effective interest rate ("EIR"). The EIR amortization is included as finance costs in profit or loss. Trade payables other payables are non-interest bearing and are stated at amortized cost using the effective interest method.

Fair value is determined in the manner described in note 3.3.

Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is
(i) contingent consideration of an acquirer in a business combination,
(ii) held for trading or
(iii) it is designated as at FVTPL.

A financial liability is classified as held for trading if either:
• it has been acquired principally for the purpose of repurchasing it in the near term
• on initial recognition it is part of a portfolio of identified financial instruments that the group manages together and has a recent actual pattern of short-term profit-taking
• it is a derivative, except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument.

A financial liability other than a financial liability held for trading or contingent consideration of an acquirer in a business combination may be designated as at FVTPL upon initial recognition if either:
• such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise
• the financial liability forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the group's documented risk management or investment strategy, and information about the grouping is provided internally on that basis
• it forms part of a contract containing one or more embedded derivatives, and IFRS 9 permits the entire combined contract to be designated as at FVTPL.

Financial liabilities at FVTPL are measured at fair value, with any gains or losses arising on changes in fair value recognised in profit or loss to the extent that they are not part of a designated hedging relationship. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other gains and losses' line item in profit or loss.

However, for financial liabilities that are designated as at FVTPL, the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is recognised in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss. The remaining amount of change in the fair value of liability is recognised in profit or loss. Changes in fair value attributable to a financial liability's credit risk that are recognised in other comprehensive income are not subsequently reclassified to profit or loss; instead, they are transferred to retained earnings upon derecognition of the financial liability.

Gains or losses on financial guarantee contracts issued by the group that are designated by the group as at FVTPL are recognised in profit or loss.

iii) Derecognition of financial assets and financial liabilities

a) A financial asset is derecognized when:

- the rights to receive cash flows from the asset have expired;
- the Group or the Company retains the right to receive cash flows from the asset, but has assumed an obligation to pay them in full without material delay to a third party under a "pass-through" arrangement; or
- the Group or the Company has transferred its rights to receive cash flows from the asset and either (a) has transferred substantially all the risks and rewards of the assets, or (b) has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group or the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group continues to recognize the transferred asset to the extent of its continuing involvement. In that case, the Group or the Company also recognize an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained

b) Financial liabilities are derecognized if the Group's obligations specified in the contract expire or are discharged or cancelled. When an existing financial liability is replaced by another to the same lender but under substantially different terms or the terms of an existing liability are significantly modified, such exchange or amendment is treated as a recognition of the original liability and recognition of a new liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in profit or loss.

When the Group exchanges with the existing lender one debt instrument into another one with substantially different terms, such exchange is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, the Group accounts for substantial modification of terms of an existing liability or part of it as an extinguishment of the original financial liability and the recognition of a new liability. It is assumed that the terms are substantially different if the discounted present value of the cash flows under the new terms, including any fees paid net of any fees received and discounted using the original effective rate is at least 10 per cent different from the discounted present value of the remaining cash flows of the original financial liability. If the modification is not substantial, the difference between: (1) the carrying amount of the liability before the modification; and (2) the present value of the cash flows after modification is recognized in profit or loss as gain or loss on modification within "other gains/(losses) - net".

iv) Impairment of financial assets

The Group assesses at each reporting date, whether a financial asset or Group of financial assets is impaired and recognizes, if necessary, an allowance for Expected Credit Losses (ECLs) regarding all financial assets not held at fair value through profit or loss. Expected credit losses are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate.

ECLs are recognized in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12 months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables and contract assets the Group applies a simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognizes a loss allowance based on lifetime ECLs at each reporting date.

To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due.

The expected credit loss in relation to contract assets, is measured based on the expected early contract termination rate, the penalty for early termination and its collectability rate.

For all other Group's financial assets at amortized cost, the general approach is applied.

v) Offsetting of financial assets and liabilities

Financial assets and liabilities are offset and the net amount is presented in the statement of financial position only when the Group or the Company has a legal right to set off the recognized amounts and intends either to settle such asset and liability on a net basis or to 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 the Company or the counterparty.

2.11. Trade and other receivables

Trade receivables are recognized initially at the transaction price and subsequently measured at amortized cost using the effective interest method, except if the discount outcome is not material, less provision for impairment. For trade receivables and contract assets, including trade receivables and contract assets with a significant financing component, and lease receivables the Company applies the simplified approach permitted by IFRS 9, which requires lifetime expected credit losses to be recognised from initial recognition of the financial assets.

2.12. Cash and cash equivalents

Cash and cash equivalents include cash in hand and bank deposits.

2.13. Restricted cash

Restricted cash is cash not available for immediate use. Such cash cannot be used by a Company until a certain point or event in the future. In cases when restricted cash is expected to be used within one year after the reporting date, it is classified as a current asset. However, if restricted cash is not expected to be used within one year after the reporting date, it is classified as a non-current asset.

2.14. Share capital and share premium

Share capital consists of ordinary shares. Share premium account represents the excess of the issue price over the par value on shares issued. Direct expenses for the issue of shares appear net of any tax, as a reduction from share premium.

2.15. Capital contributions

Capital contributions are recognized separately within other reserves.

Capital contributions are not defined in IFRSs but is generally accepted as meaning a contribution by owner, which increases the entity's equity without any obligation for the entity to make repayment or to do anything in consideration for receiving it.

Since, there is no guidance in IFRSs as to where in equity capital contributions shall be recognized, the Group, has implemented the guidance of IAS 8 "Accounting policies, changes in accounting estimates and errors", which requires entities to use their judgment to develop and apply an accounting policy for transactions for which no specific standard or interpretation exists. The accounting policy developed should reflect the economic substance of the transaction and not merely the legal form and be relevant and reliable to the users.

According to IAS 1 para 106 (d) (iii), transactions with owners in their capacity as owners, such as contributions by owners, are recognized directly in the statement of changes in equity. Whether a particular transaction should be recognised as a capital contribution is a matter of judgment in the context of the particular facts and circumstances.

Capital contributions are not considered income, which is defined in the Conceptual Framework for Financial Reporting as increases in economic benefits during the accounting period in the form of inflows or enhancements of assets or decreases of liabilities that result in increases in equity, other than those relating to contributions from equity participants. Therefore, capital contributions cannot be included in profit or loss for the period, nor within other comprehensive income.

2.16. Current income tax and deferred tax

Income tax comprises current and deferred tax. Tax is recognised in the income statement, 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 recognized in other comprehensive income or directly in equity, respectively.

Current income tax is measured on the taxable income for the year using enacted or substantively enacted tax rates at the reporting date in the countries where the Group operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income 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. The deferred income tax is not accounted for if it arises from the initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit nor loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted by the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income 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 income tax liabilities are provided on taxable temporary differences arising from investments in subsidiaries, associates and joint arrangements, except for deferred income tax liability where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future. Generally, the Group is unable to control the reversal of the temporary difference for associates. Only where there is an agreement in place that gives the Group the ability to control the reversal of the temporary difference not recognized.

Deferred income 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 income taxes assets and liabilities relate to income tax levied by the same taxation authority on either the same taxable entity or different taxable entities where there is intention to settles the balances on a net basis.

2.17. Borrowings

Borrowings are recognized initially at fair value, net of transaction costs incurred. After initial recognition, loans are measured at the amortized cost using the effective interest rate method. Any difference between the proceeds (net of transaction costs) and the redemption value is recognized in the income statement over the period of the borrowings using the effective interest rate method.

In general, borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. 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 recognized in profit or loss within "other gains / (losses) – net.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.

2.18. Employee benefits

According to Greek laws 2112/20 and 4093/2012, Group entities incorporated in Greece must pay to their personnel benefits at their termination of employment or retirement. The benefits are related to, employment years, remuneration amount and whether the employment was terminated or left employment due to retirement. The maturity of the right to participate in these schemes usually depends upon service years of the employee before retirement.

(a) Post-employment benefits

The Group contributes to both defined benefit and defined contribution plans. The Group operates various postemployment schemes. Payments are defined by the applicable local legislation and the fund's regulations.

Defined contribution plan

A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. The Group has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

For defined contribution plans, the Group pays contributions to publicly administered pension insurance plans on a mandatory basis. The Group has no further payment obligations once the contributions have been paid. The contributions are recognized as employee benefit expense when they are due. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in the future payments is available.

Defined benefit plans

Defined benefit plan is a pension plan which defines an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation.

The liability recognized in the statement of financial position sheet in respect of defined benefit pension plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The liability of the defined benefit plan is calculated annually by an independent actuary with the use of the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating to the terms of the related pension obligation.

The current service cost of the defined benefit plan which is recognized in the income statement in employee benefit expense reflects the increase in the defined benefit obligation resulting from employee service in the current year, benefit changes curtailments and settlements. Past-service costs are recognized immediately in the income statement.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets.

Actuarial gains or losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to other comprehensive income in the period in which they arise.

Past-service costs are recognized immediately in the income statement.

(b) Employment termination benefits

Termination benefits are payable when employment is terminated before the normal retirement date, or when an employee accepts voluntary redundancy in exchange for these benefits. The Group recognizes termination benefits at the earlier of the following dates: (a) when the Group can no longer withdraw the offer of those benefits; and (b) when the entity recognizes costs for a restructuring that is within the scope of IAS 37 and involves the payment of termination benefits. In the case of an offer made to encourage voluntary redundancy, the termination benefits are measured based on the number of employees expected to accept the offer. Termination benefits falling due more than 12 months after the end of the reporting period are discounted to their present value.

In case of termination of employment where the number of employees who will use such benefits cannot be determined, the benefits are disclosed as contingent liabilities and are not accounted for.

2.19. Trade payables and other payables

Trade payables are usually obligations to make payment for products or services acquired during the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if the payment is due within no more than one year. If not, they are classified as non-current liabilities. Trade payables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest rate method.

2.20. Provisions

Provisions are recognized when: there is a present obligation (legal or constructive) as a result of past events, when it is highly probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. If the effect of the time value of money is material, provisions are measured by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments for the time value of money and the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as finance cost. Provisions are reviewed at each reporting date, and if it is no longer probable that an outflow of resources embodying economic benefits will be required to settle the obligation, they are reversed. Provisions are used only for expenditures for which they were originally recognized. No provisions are recognized for future operating losses.

2.21. Revenue recognition

(a) Revenue from contracts with customers

Revenue represents the transfer of promised goods or services to our customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Qualco derives its revenue from licenses and subscriptions of its software and related professional services, which can include assistance in implementation, customization and integration, post-contract customer support and other professional services. Qualco’s non-recurring revenues also include its specialty consultancy and advisory services to design and develop bespoke and innovative technology solutions to deliver tailored solutions and technical tools that enable customers to create long-term value, differentiate themselves from competitors, and pre-empt technological, regulatory, and competitive change.

Qualco's operating model, is structured under two business segments:

- Software & Platforms segment comprised of Software &Technology and Platform as a Service business solutions; and

- Portfolio Management segment comprised of Servicing and Tech-enabled Operations Digitization solutions.

Both segments are supported by Qualco's business units, each responsible for the offering its solutions and adjacent services and analysed as follows:

Software & Platforms segment

<u>Software and Technology solutions</u>

The revenue of Software and Technology solutions, is divided into recurring revenue and non-recurring revenue. Recurring revenue consists of (i) revenue from annual usage fee, which relates to subscriptions; (ii) revenue from post-contractual support, which relates to software support and maintenance; and (iii) revenue from the provision of IT support services. Non-recurring revenue is divided into: (i) revenue from license at a point in time, which relates to perpetual licenses; (ii) revenue from professional services, which relates to projects to implement, configure and upgrade software, train and consult customers, or migrate customers from other products to Qualco, or onto the cloud; (iii) third parties' revenues, which relate mainly to the reselling of IT products, the provision of cloud environments and other commercial off-the-shelf solutions (partners solutions). In addition to the above, Software and Technology solutions generates revenue through its relationships with receivables management clients via the Group's other product offerings (i.e. Qualco Intelligent Finance)

<u>Platform as a Service solutions</u>

These solutions relate mainly to fully digital cloud-native platforms that build full-value chain ecosystems of receivable collection, receivable management, real estate. More specific, revenues from Qualco Intelligent Finance derive mainly from success fees on recoveries, on a recurring and non-recurring basis in the context of non-banking receivable management platform. The Qualco UK, through the offerings of its platform, generates revenue divided into four categories: (i) revenue from fixed fees relating to monthly charges for the platform usage; (ii) revenue from variable fees relating to small commission upon collections; (iii) additional consulting fees; and (iv) revenue from the sale of platform licenses. Last, the revenues from the Qualco Real Estate are derived from four types of activities: (i) technical services; (ii) brokerage; (iii) valuation services; and (iv) advisory services.

Portfolio Management segment

<u>Servicing and Tech-enabled Operations Digitization solutions</u>

Under the Portfolio Management segment, QQuant S.A. is the servicing arm of the Group. QQuant S.A. generates revenues that mainly divided into five categories: (i) revenue from strategic advisory services on NPL portfolio sales and adjacent services covering the back-office and loan administration processes; (ii) revenue from fixed fees as a percentage on assets under management; (iii) revenue from success fees on recoveries; (iv) services revenue in relation to underwriting fees; and (v) revenue from administration fees related to manage external partners.

<u>Timing of revenue recognition (at a point in time / over time)</u>

Software licence revenue represents all fees earned from granting customers a right to use or a right to access licence of the Group's software, either through an initial licence or through the purchase of additional modules or user rights. Under customary Group practice, in customer contracts where software licence is bundled with other services (usually maintenance and support and other professional services), the software licence itself is considered as a separate performance obligation. This is because the licence is capable of being distinct because the customer could benefit from it without the other promises in the contract.

For software licences offered under a perpetual or term licence scheme, which are usually priced as a one-off fee billed at the start of the contract, revenue is recognized at a point-in-time (usually being the beginning of licence term and when the software is made available to the customer). This is because the nature of the Group's promise in transferring the licence is to provide a right to use the entity's intellectual property as it exists at a point in time with the software licence having stand-alone functionality.

For software licences offered under an annual usage fee scheme, which are priced at an annual fee usually payable in advance, revenue is recognized over time (so over the year) on a straight-line basis. This is because the nature of the Group's promise in transferring the licence is to provide a right to access the Group's intellectual property as it exists throughout the licence annual period and the customer simultaneously receives and consumes the benefits from the Group's performance of providing access to its intellectual property as the performance occurs.

Software maintenance and support (M&S) is included in most software licence arrangements with customers and is usually priced as a percentage of the initial software licence fees. The standard maintenance offering is a stand ready obligation to provide technical support and unspecified updates, upgrades and enhancements on a when-and-if available basis. The customer simultaneously receives and consumes the benefits of these support services as performed hence revenue is recognized rateably on a straight-line basis over the term of the arrangement (duration of the M&S) as the performance obligation is satisfied.

Professional services revenue mainly relates to system integration, project management, application configuration and hosting services. Those services are offered as separate promises in customer agreements bundled with software licences (either in the perpetual licences pricing or the annual usage fees pricing schemes). The professional services are usually considered separate performance obligations and are also separately priced under the contracts under a transaction price that also corresponds to the stand-alone selling price of the service.

In the majority of cases the Group uses the practical expedient provided by IFRS 15 and recognizes revenue in the amount to which it has a right of invoice i.e. upon invoicing to the customer. This because in most cases the Group has a right to consideration from the customer in an amount that corresponds directly with the value to the customer of the Group's performance completed to date. In fewer cases the revenue is recognized rateably on a straight-line basis over the term of the contract as the performance obligation is satisfied.

Professional services also relate to income from consulting, technical services, asset valuations, underwriting services for portfolios, IT services and other. Fixed-price arrangements are accounted for over time on a percentage-of-completion basis as determined by the percentage of project costs incurred to date compared to the estimated total project costs. For time and material-based contracts, revenue is recognized as services are rendered because the customer receives and uses the benefits simultaneously. Professional Services projects are typically invoiced based on set project milestones with an initial portion invoiced upon contract signature.

Servicing fees revenue represent income associated with the recovery of debts (usually a portfolio of debts) which have been assigned to the Group for collection under a servicing or subservicing contract. The debts serviced can be either trade receivables or banking related receivables (NPLs) which have previously been securitized. Revenue is recognized in line with the actual collected amounts, based on a fees schedule specified in the debt collection agreements. The servicing fees consist of fixed fees (more commonly driven by the underlying portfolio's size of Assets under Management – AuM) as well as variable performance related fees with the latter mainly being dependent on achieving specific collection targets specified in each portfolio's AuM.

Contract assets

When the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, the Group presents the contract as a contract asset, excluding any amounts presented as a receivable. A contract asset is the Group's right to consideration in exchange for goods or services that the entity has transferred to a customer.

Contract liabilities

When customer pays consideration, or the Group has a right to an amount of consideration that is unconditional, before the Group transfers a good or service to the customer, the Group presents the contract as a contract liability when the payment is made or the payment is due (whichever is earlier).
Incremental costs of obtaining a contract are expensed as incurred.

(b) Interest income

Interest income is recognized on the accruals basis using the effective interest method. In the case of impairment of borrowings and receivables, interest income is recognized using the rate which discounts future flows for impairment purposes.

2.22. Dividend distribution

Dividend distribution to the shareholders is recognized as a liability in the period they are approved by the General Assembly of the Company's shareholders.

2.23. Government grants

Government grants are recognized at their fair value where there is a reasonable assurance that the grant will be received, and the Group will comply with all stipulated conditions of the grant.

(a) Grants relating to assets

Government grants relating to the purchase of fixed assets or the construction of projects are included in non-current liabilities as deferred government grants and are recognized as income through profit or loss using the straight line method according to the asset's expected useful life.

(b) Grants relating to costs

Government grants relating to costs are deferred and recognized in profit or loss to match with the costs that they are intended to compensate.

The benefit of a government loan at a below-market rate of interest is treated as a government grant, measured as the difference between proceeds received and the fair value of the loan based on prevailing market interest rates.

3. Financial risk management

3.1. Financial risk factors

The Group is exposed to various financial risks, such as market risk (including currency risk and interest rate risk), credit risk and liquidity risk. Financial risks are associated with the following financial instruments: accounts receivable, cash and cash equivalents, accounts payable, other liabilities and borrowings. The accounting principles referred to the above financial instruments are presented in note 2.

The Group's risk management plan seeks to limit the negative impacts on Group financial results arising from inability to predict how financial markets will perform and from fluctuations in costs and sales variables.

The procedure followed is outlined below:

- assessment of risks relating to the Group' s activities and functions;
- planning of the methodology and selection of adequate financial instruments for risk mitigation; and
- the application and execution of the risk management procedures, in accordance with those approved by Management.

(a) Market Risk

Market Risk is the current or prospective risk to earnings and capital arising from adverse movements in exchange rates and interest rates, as well as their levels of volatility. The main contributor to market risk in the Group is Qualco S.A. The overall risk management strategy of the Group mainly focuses on the unpredictability of financial markets and seeks to minimize their potential negative impact on the financial performance of the Group. Risk management is carried out centrally by the Finance Department of the Group.

The most significant types of market risk to which the Group is exposed are the following: foreign exchange risk and interest rate risk (see below):

(i) Foreign currency risk

Foreign current risk is the risk that the fair values of the cash flows of a financial instrument fluctuate due to foreign currency changes. The Group mainly operates in the EU, and most of its transactions are settled in Euros, however there are also transactions in British pounds. As a result, the Group is exposed to foreign exchange rate risk.

In particular, foreign currency risk arises when advisory fees, as well as project costs, are incurred in foreign currencies. The Group does not make use of currency forward contracts but it verifies and evaluates on a periodic basis its exposure to foreign exchange risk and its significance in order to take appropriate actions if required to mitigate its risk.

The financial assets and the respective liabilities in foreign currency are broken down as follows:

	GROUP	
	31/12/2024	**31/12/2023**
Assets in foreign currency	1,894,425	358,381
Liabilities in foreign currency	(123,376)	(293,453)
Total Exposure	**1,771,049**	**64,928**

The table below presents the changes in the operating result and equity in relation to the financial assets and financial liabilities, if floating rates with British pound sterling (GBP) were to vary by 10%. This sensitivity analysis has been calculated for the financial instruments in foreign currency held by the Group for each reporting period.

Sensitivity analysis to foreign exchange changes:

	+10%	**-10%**	**+10%**	**-10%**
	31/12/2024		**31/12/2023**	
	GBP		**GBP**	
Impact on profit/(loss) before tax	177,105	(177,105)	15,665	(15,665)
Impact on equity	177,105	(177,105)	15,687	(15,687)

The Group's exposure to foreign exchange risk varies during the year depending on the volume of transactions in foreign currency. Yet, the above analysis is considered representative of the Group's foreign exchange exposure and is considered to be highly immaterial to the Group.

(ii) Cash flow risk and risk arising from fair value change due to a change in interest rates

The Group is exposed to risk from the fluctuations of interest rates, arising from bank loans with floating rates. The Group is therefore exposed to the floating interest rates prevailing in the market, which affect both the financial position and the cash flows. The cost of borrowings may increase, or decrease, as a result of these changes creating profit or losses. It should be noted that the fluctuation in interest rates in recent years has been a result of extremely high spreads in Greek government bonds, due to the lack of liquidity in the Greek banking market and the estimated risk of Greek companies, and, to a lesser extent, due to the increase in base interest rates (e.g. Euribor).

With regards to long-term borrowings, the Group's management regularly monitors interest rate fluctuations and assesses the need to take relevant positions to hedge risks, when and if necessary. A significant part of the Group's borrowings is linked to floating rates, and all borrowings are denominated in Euros.

The Group monitors interest rate trends, as well as the duration and nature of the Group's financing requirements. Decisions on loan terms, as well as the extent of loans with variable or fixed interest rates, are considered separately on an individual case-by-case basis.

The Group is exposed to the risk of variances in future cash flows due to changes in interest rates. The sensitivity analysis showing the impact of a change in the variable rate of interest is shown below:

As at 31/12/2024	**+0.5%**	**-0.5%**
Impact on Equity	185,308	(185,308)
Impact on Profit and Loss	(185,308)	185,308

As at 31/12/2023	**+0.5%**	**-0.5%**
Impact on Equity	152,422	(152,422)
Impact on Profit and Loss	(152,422)	152,422

(b) Credit risk

Risk management

Credit risk is the risk of financial loss to the Group if a counterparty fails to meet its contractual obligations. Defaulted payments of trade receivables and other receivables could potentially adversely affect the liquidity of the Group.

In order to minimise credit risk, the group has adopted a policy of only dealing with creditworthy counterparties, as a means of mitigating the risk of financial loss from defaults. As a result of the current market conditions, management ensure that procedures are being followed to monitor work in progress, ensuring invoicing and receipts are strictly controlled, particularly in relation to new contracts. For several customers, the Group is protected against credit risk by management obtaining letters of guarantee from a bank to ensure the execution and full payment of the contracts in place.

In addition, most of the receivables comes from large organizations, (e.g. multinational companies, banks, etc). In the judgment of management, appropriate provisions are recognized for impairment loss on the basis of specific credit risk.

Potential credit risk also exists in relation to cash and cash equivalents. In such cases, the risk may arise from counterparty failure to fulfil their obligations towards the Group. In order to manage this credit risk, the Group sets limits to the degree of exposure for each financial institution, within the scope of the policies of the Board of Directors.

Impairment of financial assets

The Group has the following assets that are subject to the expected credit loss model:

- Trade receivables for sales and from the provision of services; and
- Contract assets relating to customer contracts.

Trade receivables and contract assets

The Group applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for trade receivables and contract assets.

The contract assets relate to unbilled work in progress and have substantially the same risk characteristics as the trade receivables for the same types of contracts. The Group has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets.

Trade receivables and contract assets are written off where there is no reasonable expectation of recovery.

The ageing analysis of trade receivables and the provision recognized are disclosed in note 15.

There are no contract assets which are overdue and non-impaired, and no impairment losses have been recognized in respect of these assets for the year ended 31 December 2024.

Whilst cash and cash equivalents are also subject to the impairment requirements of IFRS 9, the identified impairment loss was immaterial.

The Company has no receivables other than those from Group entities, which are eliminated during the consolidation process.

(c) Liquidity risk

The Group manages its liquidity needs by carefully monitoring its debts, long-term and short-term financial liabilities, monitoring available funding and maintaining sufficient cash to meet the Group's obligations. Liquidity requirements are monitored in various time zones on a daily and weekly basis and on a rolling 30-day basis. Long-term liquidity requirements for the 6 months ahead and the following year are calculated on a monthly basis.

The tables below analyse the Group's and Company's financial liabilities as at 31 December 2024 and 2023 respectively into relevant maturity groupings based on their contractual maturities for:

a) all non-derivative financial liabilities; and
b) net and gross settled derivative financial instruments for which the contractual maturities are essential for an understanding of the timing of the cash flows.

	GROUP			
	31/12/2024			
	Within 1 year	**Between 1 and 5 years**	**Over 5 years**	**Total**
Trade and other payables	13,783,499	-	-	**13,783,499**
Lease liabilities (undiscounted)	5,517,798	18,390,530	3,550,514	**27,458,842**
Borrowings	11,827,814	25,233,796	-	**37,061,610**
Accrued expenses (non-payroll)	4,424,229	0	-	**4,424,229**
Derivative financial liabilities	31,000	248,000	-	**279,000**
Total	**35,584,340**	**43,872,326**	**3,550,514**	**83,007,180**

	GROUP			
	31/12/2023			
	Within 1 year	**Between 1 and 5 years**	**Over 5 years**	**Total**
Trade and other payables	12,029,201	-	-	**12,029,201**
Lease liabilities (undiscounted)	4,209,352	13,828,111	4,643,761	**22,681,224**
Borrowings	14,443,142	16,041,327	-	**30,484,469**
Accrued expenses (non-payroll)	5,906,443			**5,906,443**
Total	**36,588,138**	**29,869,438**	**4,643,761**	**71,101,337**

	COMPANY			
	31/12/2024			
	Within 1 year	**Between 1 and 5 years**	**Over 5 years**	**Total**
Trade and other payables	733,667	-	-	**733,667**
Borrowings	2,170,000		-	**2,170,000**
Accrued expenses (non-payroll)	169,106	-	-	**169,106**
Total	**3,072,773**	**-**	**-**	**3,072,773**

	COMPANY			
	31/12/2023			
	Within 1 year	**Between 1 and 5 years**	**Over 5 years**	**Total**
Trade and other payables	189,389	-	-	**189,389**
Lease liabilities	-	-	-	**-**
Borrowings		1,690,000	-	**1,690,000**
Accrued expenses (non-payroll)	88,943	-	-	**88,943**
Total	**278,332**	**1,690,000**	**-**	**1,968,332**

3.2. Capital management

Regarding cash management, the Group's intention is to ensure its ability to continue its operations unhindered so as to secure returns for shareholders and benefits for other parties associated with the Group, whilst maintaining an optimal capital structure in order to achieve capital cost reductions.

In line with industry practice, the Group monitors the capital structure using the leverage ratio. Leverage is calculated as the ratio of net debt to equity. Net debt includes interest bearing loans, as well as long-term and short-term lease liabilities, less cash and cash equivalents.

The Group's and Company's gearing ratios as at 31 December 2024 and 31 December 2023 are presented in the following table:

	GROUP		**COMPANY**	
	31/12/2024	**31/12/2023**	**31/12/2024**	**31/12/2023**
Long-term borrowings	24,717,185	16,041,327	2,170,000	1,690,000
Short-term borrowings	12,344,425	14,443,142	-	-
Long-term lease liabilities	20,261,105	16,722,019	-	-
Short-term lease liabilities	4,528,477	3,321,138	-	-
Government grant (long & short term)	1,563,299	-	-	-
Cash and cash equivalents	(13,001,413)	(22,553,629)	(175,996)	(314,648)
Net debt	**50,413,078**	**27,973,997**	**1,994,004**	**1,375,352**
Total equity	**50,384,538**	**45,652,569**	**10,613,068**	**9,551,198**
Net debt to equity	**1.00**	**0.61**	**0.19**	**0.14**

3.3. Fair value estimation

(i) Fair value hierarchy

The fair value hierarchy levels 1 to 3, prescribed under the accounting standards, are based on the degree to which the fair value is observable:

• Level 1 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities;

• Level 2 fair value measurements are those derived from inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and

• Level 3 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).

	GROUP				
	31/12/2024			**31/12/2023**	
Investments in financial instruments measured at Fair Value	**Level 1**	**Level 2**	**Level 3**	**Level 1**	**Level 3**
Listed Shares (designated as at FVTPL)	372,574	-	-	337,433	-
Unlisted Shares (designated as at FVTOCI)	-	2,852,091	-		1,381,166
Financial derivatives - Options to acquire further shares in subsidiaries			(220,000)	-	-
Financial derivatives - Options to sell shares in Qualco UK	-	-	(59,000)	-	-
TOTAL	**372,574**	**2,852,091**	**(279,000)**	**337,433**	**1,381,166**

To perform the level 3 fair value measurements of the financial derivatives, which consist of call options of Qualco S.A. to acquire further shares in its subsidiaries (DD Synergy, Middle Office Services and Indice S.A.) as well as the option of the minority shareholder of Qualco UK to buy back the shares sold to him in 2024 (note 11), the Company used the Black-Scholes model valuation approach. In this approach the most significant inputs, all of which are unobservable, are the growth rate and the expected annualized volatility. The estimation of the growth rate input is based on the historical yield of the 12-month Euribor, thus enhancing the risk-free characteristic of the parameter as required by the Black-Scholes model. The annualized share price volatility has been calculated using the last five years historical weekly returns, in order to match the time steps (dt) of the price tree, which is assumed to be on a weekly basis. The overall valuations are sensitive to both of these two assumptions. More specifically, for the valuation of the option sold to the minority shareholder of Qualco UK giving him the right to buy back the 5% of the shares of Qualco UK (financial derivative valued at €222,000 as at 31 December 2024), the Group applied in the Black-Scholes model a growth rate and an expected annualized volatility of 2,67% and 19,8% respectively.

The sensitivity analysis for the expected annualized volatility is summarized below:

31/12/2024

	+5%	**-5%**
Impact on Equity	41,000	(42,000)
Impact on Profit and Loss	(41,000)	42,000

4. Significant estimates and judgments of the management

Annual financial statements along with the accompanying notes and reports may involve certain judgments and calculations that refer to future events regarding operations, developments and financial performance of the Company and the Group. Despite the fact that such assumptions and calculations are based on the best possible knowledge of the Company's and the Group's management with regard to current conditions and actions, the actual results may eventually differ from calculations and assumptions taken into consideration in the preparation of the Group's and the Company's annual financial statements.

Significant accounting estimates and assumptions that involve important risk of causing future material adjustments to the assets' and liabilities' carrying values are discussed below:

Critical judgements in applying the group's accounting policies

The following are the critical judgements, apart from those involving estimations (which are presented separately below), that the directors have made in the process of applying the group's accounting policies and that have the most significant effect on the amounts recognised in financial statements.

(a) Judgment used to develop and apply an accounting policy

There might be no standard or interpretation that specifically applies to a transaction, other event or condition. In such cases, management uses its judgment to develop and apply an accounting policy that is both relevant and reliable to the users. In exercising its judgment to develop and apply an accounting policy, management considers other guidance e by referring to the following sources and considering their applicability in descending order:

- Requirements in IFRSs and interpretations that deal with similar and related issues;
- The definitions, recognition criteria and measurement concepts for assets, liabilities, income and expenses in the Framework.

Management has exercised its judgment based on the above to develop an accounting policy for capital contributions by owners, as described in note 2.15.

(b) Capitalization of software development costs

The expenses attributed to the development of the Group's software programs are recognized as intangible assets only when it is likely that the future economic benefits arising from the intangible assets will accrue to the entity. When estimating the future economic benefits, the Group takes also into account the technical capability to complete the intangible asset and make it available for sale or use, the existence of a market for the product producing the intangible asset or, in case it will be internally used, the usefulness of the intangible assets as well as the capability to measure reliably the expenses attributable to the intangible asset during its development. As the development plan is made on a yearly basis and development is usually completed at the end of the year, assets developed are deemed to be finished and are ready for use at the start of the following year which is also the point at which amortization starts.

The useful economic life over which intangible assets are amortized is based on management's estimate of the period over which revenue will be received, and the expected technical obsolescence of such assets. However, the actual useful economic life might be different, depending on technical innovations and competitor actions. The Group estimates the useful economic life of computer software development intangible assets to be at least five years. As at 31 December 2024, the carrying amount of this software was €19,524,492 (31.12.2023: €13,398,664).

Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of asset and liabilities within the next financial year, are discussed below.

(c) Uncertain tax positions

In recognizing income tax assets and liabilities, management makes estimates of the likely outcome of decisions by tax authorities on transactions and events whose treatment for tax purposes is uncertain. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made. The carrying values of income tax assets and liabilities are disclosed separately in the consolidated statement of financial position.

(d) Fair value measurements and valuation processes

Some of the Group's assets and liabilities are measured at fair value for financial reporting purposes. The Board of Directors (BoD) and Chief Financial Officer (CFO) of the Company determine the appropriate valuation techniques and inputs for fair value measurements.

In estimating the fair value of an asset or a liability, the Group uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the Group and Company engage third party qualified valuers to perform the valuation. The BoD and CFO work closely with the qualified external valuers to establish the appropriate valuation techniques and inputs to the model. The significant estimates made and valuation techniques used are disclosed in note 3.3.

5. Operating segments

Qualco Group manages its business through the following two reportable business segments:

Software & Platforms

Software & Platforms is the collection of two business solutions: Q-Software & Tech and Q-PaaS. More specific, Q-Software & Tech solution provides unified, modular and end-to-end ("E2E") software solutions primarily serving the loan, credit and receivables management space. QUALCO 360◦ is the Group's core software offering – a solutions ecosystem platform designed to help businesses adapt to changing customer behaviors and manage the entire credit and receivables lifecycle, from high-risk performing accounts and early-stage delinquency to legal actions and recoveries.

In addition, other complementary credit cycle software, ranging from supply chain finance to loan management, origination and overall business process automation.

Q-PaaS solution addresses critical challenges across financial services, real estate and beyond. The Group's all-in-one purpose-built AI-enabled platforms are characterized by advanced technologies and algorithmic solutions and encompass full-credit value chain ecosystems of receivables collection, receivables management and real estate.

Qualco's core, fully digital, cloud-native platforms include:

- the Qualco Receivables Management platform, i.e., Qualco Intelligent Finance;
- the Qualco UK platform, i.e., ExtraCollect and TOGGLIT; and
- the Qualco Real Estate platform, i.e., Uniko.

By leveraging its proprietary software and technology solutions, Qualco enables seamless scalability and reliability, empowering organizations to standardize operations, achieve cost reductions and serve their end customers more efficiently. To support the deployment of these platforms and further leverage adjacency opportunities, Qualco is utilizing dedicated AI capabilities.

Also, through its real estate offerings, Qualco has effectively become a real estate asset management and advisory firm focused on the Greek market boasting a global investor network and offering integrated solutions for real estate owned and real estate collateral management.

Portfolio Management

The Portfolio Management segment provides Servicing and Tech-enabled Operations Digitization offerings. Servicing provides end-to-end debt management servicing from underwriting, migration and onboarding, to servicing and loan operations for both secured and unsecured non-performing exposure portfolios across all asset classes.

Tech-enabled Operations Digitization offerings provide back-office digitized services for financial institutions, banks and utilities both in Greece and internationally optimizing their cost and resources through access to advanced technology.

Factors used to determine the Group's reportable segments

Both the BoD and the Group Executive Committee review and assess the group financial performance on a legal entity – statutory level with each legal entity having a separate CEO However, the ultimate decisions in terms of allocating resources and assessing financial performance at group level are taken by the BOD which has been identified as the Chief Operating Decision Maker ("CODM"). Hence, the individual legal entities have been determined as the operating segments of the Group. The operating segments of QQuant S.A. and Middle Office S.A. have been grouped together to form the Portfolio Segment, while the Qualco S.A., Qualco UK, Synthetica, DD Synergy, Qualco Real Estate, Qualco France, Daedalus and Qualco Holdco have been grouped together to form the Software & Platforms segment.

Aggregation criteria

With regards to the Software and Platforms segment it is noted that apart from Qualco SA which is the largest component of the Group and whose results are monitored by the CODM, all other group subsidiaries included in that segment individually account for the less than 10% of group revenue/profit/assets. Thus, the criterion of IFRS 8 requiring separate reporting is not met. For financial statements presentation purposes, these individual subsidiary entities – operating segments have been aggregated into a single reportable segment taking into account the following factors:

• the nature of the products and production processes are similar. This is evidenced by the fact that the offerings of the separate subsidiaries share common technologies developed by Qualco around the receivables collection and loan management universe and they all serve clients for their debt collection and credit management needs;

- the Group expects that all these operating segments will have similar long-term gross profit margins

• the methods used to distribute the products to the customers are the same

Segment revenues and profits

The following is an analysis of the group's revenue and results by reportable segment in 2024:

	31/12/2024				31/12/2023			
	Software & platforms	**Portfolio management**	**Adjustments & eliminations**	**Group**	**Software & platforms**	**Portfolio management**	**Adjustments & eliminations**	**Group**
Revenue	148,751,061	39,225,587	(4,210,445)	183,766,203	150,941,784	29,760,634	(5,748,999)	174,953,419
Inter-segment revenue	2,011,620	2,735,740	(4,747,360)	-	929,276	620,179	(1,549,455)	-
Cost of sales	(70,320,105)	(27,824,003)	1,366,661	(96,777,447)	(74,197,497)	(21,796,899)	2,300,996	(93,693,400)
Inter-segment cogs	(2,022,074)	(2,725,557)	4,747,631	-	(1,262,913)	(1,651,983)	2,914,896	-
Gross Profit	**78,420,502**	**11,411,767**	**(2,843,513)**	**86,988,756**	**76,410,650**	**6,931,931**	**(2,082,562)**	**81,260,019**
S&M, G&A	(52,141,543)	(8,608,419)	186	(60,749,776)	(49,588,736)	(5,188,673)	3,039,723	(51,737,686)
S&M, G&A inter-segment	(2,421,883)	281,500	2,140,383	-	336,355	(336,355)	-	-
Other gain and losses	(279,000)	-	-	(279,000)	-	-	-	-
Operating Profit	**23,578,076**	**3,084,848**	**(702,944)**	**25,959,980**	**27,158,269**	**1,406,903**	**957,161**	**29,522,333**
Finance expenses (net)	(2,694,678)	(403,377)	174,561	(2,923,494)	(2,431,492)	(404,826)	207,934	(2,628,384)
Share of results of associates & joint ventures accounted for using the equity method				(169,102)				72,414
Profit before income tax				**22,867,384**				**26,966,363**
Income tax				(7,250,644)				(8,171,122)
Profit for the year				**15,616,740**				**18,795,241**

The accounting policies of the reportable segments are the same as the group's accounting policies described in note 2. Finance costs, finance income, other income, and fair value gains and losses on financial assets are not allocated to individual segments as the underlying instruments are managed on a group basis. Current taxes, deferred taxes and certain financial assets and liabilities are not allocated to those segments as they are also managed on a group basis.

Transfer prices between operating segments are on an arm's-length basis in a manner similar to transactions with third parties.

Segment assets & Liabilities

	Assets		**Liabilities**	
	31/12/2024	**31/12/2023**	**31/12/2024**	**31/12/2023**
Software & platforms	150,255,758	118,713,268	108,438,094	78,855,318
Portfolio management	21,900,186	19,333,727	13,333,312	13,539,110
Total Group Assets / Liabilities	**172,155,944**	**138,046,995**	**121,771,406**	**92,394,426**

Consolidated total assets

For the purposes of monitoring segment performance and allocating resources between segments the Group BOD monitors the tangible, intangible and financial assets attributable to each segment. All assets are allocated to reportable segments with the exception of investments in associates and joint ventures, other financial assets (except for trade and other receivables) and tax assets. There are no assets used jointly by the reportable segments.

Other segment information

	Depreciation & Amortization		Additions to non-current assets	
	31/12/2024	**31/12/2023**	**31/12/2024**	**31/12/2023**
Software & platforms	10,594,724	7,324,987	20,402,810	18,538,448
Portfolio management	1,768,622	1,459,415	1,839,791	1,927,543
	12,363,346	**8,784,402**	**22,242,601**	**20,465,991**

Revenues from major products and services

The group’s revenues from its major products and services are disclosed in note 31.

Geographical information

The operations of the Group take place mainly in Greece and secondarily in other countries where the Group is active (UK, Cyprus, France and the United Arab Emirates (“UAE”)). Therefore, Geographical segments include Greece and International.

	Revenue from external customers		Non-current assets	
	31/12/2024	**31/12/2023**	**31/12/2024**	**31/12/2023**
Greece	128,611,832	114,581,905	86,450,786	50,359,677
International	55,154,371	60,371,514	7,235,017	15,636,914
Total	**183,766,203**	**174,953,419**	**93,685,803**	**65,996,591**

An analysis of international sales is provided below:

Country	2024	2023
Ireland	16,416,954	8,872,804
UK	9,937,942	8,888,375
USA	7,994,017	8,252,378
Sweden	3,987,489	10,768,304
UAE	3,854,066	1,725,848
Netherlands	1,536,383	8,742,461
Other	11,427,520	13,121,345
Total	**55,154,371**	**60,371,515**

Information about major customers

The Group maintains a long-term strategic partnership with a single external blue-chip customer, with revenues approximately 45% of the Group’s revenues. As described in detail in the “**Events after the reporting date**” section, the strategic partnership with this customer has evolved to include a subsidiary that is owned 75% by the Qualco Group and 25% by the customer, plus a 10-year contract with the same customer that effectively secures revenues in excess of €600 million for the Qualco Group.

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6. Property, plant and equipment

	GROUP			
	Installations of buildings in third-party properties	**Machinery / Motor Vehicles / Computer Hardware**	**Furniture and other equipment**	**Total**
Cost				
Balance at 1/1/2023	**5,575,587**	**256,745**	**8,942,634**	**14,774,966**
Additions	6,056,267	72,840	2,323,887	8,452,994
Balance at 31/12/2023	**11,631,854**	**329,585**	**11,266,521**	**23,227,960**
Accumulated depreciation				
Balance at 1/1/2023	**(1,396,019)**	**(171,825)**	**(4,218,971)**	**(5,786,815)**
Depreciation	(684,165)	(35,469)	(1,228,660)	(1,948,294)
Balance at 31/12/2023	**(2,080,184)**	**(207,294)**	**(5,447,631)**	**(7,735,109)**
Net book amount 31/12/2023	**9,551,670**	**122,291**	**5,818,890**	**15,492,851**
Cost				
Balance at 1/1/2024	**11,631,854**	**329,585**	**11,266,521**	**23,227,960**
Additions	848,021	97,926	1,584,193	2,530,140
Acquisition of subsidiary	759,552	-	152,000	911,552
Balance at 31/12/2024	**13,239,427**	**427,511**	**13,002,714**	**26,669,652**
Accumulated depreciation				
Balance at 1/1/2024	**(2,080,184)**	**(207,294)**	**(5,447,631)**	**(7,735,109)**
Depreciation	(807,120)	(51,277)	(1,490,789)	(2,349,186)
Balance at 31/12/2024	**(2,887,304)**	**(258,571)**	**(6,938,420)**	**(10,084,295)**
Net book amount 31/12/2024	**10,352,123**	**168,940**	**6,064,294**	**16,585,357**

Property, plant and equipment pledged as security is disclosed in Note 23.

As at December 31 2024 the Group had no commitments for the purchase of property.

The Company had no property, plant and equipment as at 31 December 2024 and 2023.

7. Right-of-use assets

Right-of-use assets are analysed as follows:

	GROUP			
	Buildings	**IT & Telecom Equipment**	**Motor Vehicles**	**Total**
Cost				
Balance at 1/1/2023	**23,661,802**	**310,573**	**1,508,496**	**25,480,871**
Additions	1,916,967	**-**	917,728	2,834,695
Balance at 31/12/2023	**25,578,769**	**310,573**	**2,426,224**	**28,315,566**
Accumulated depreciation				
Balance at 1/1/2023	**(4,489,335)**	**(303,235)**	**(688,973)**	**(5,481,543)**
Depreciation	(3,530,857)	(910)	(450,353)	(3,982,120)
Balance at 31/12/2023	**(8,020,192)**	**(304,145)**	**(1,139,326)**	**(9,463,663)**
Net book amount 31/12/2023	**17,558,577**	**6,428**	**1,286,898**	**18,851,903**
Cost				
Balance at 1/1/2024	**25,578,769**	**310,573**	**2,426,224**	**28,315,566**
Additions	7,474,321	**-**	1,317,239	8,791,560
Balance at 31/12/2024	**33,053,090**	**310,573**	**3,743,463**	**37,107,126**
Accumulated depreciation				
Balance at 1/1/2024	**(8,020,192)**	**(304,145)**	**(1,139,326)**	**(9,463,663)**
Depreciation	(3,728,330)	-	(671,032)	(4,399,362)
Transfers and reclassifications	-	-	(1,453)	(1,453)
Balance at 31/12/2024	**(11,748,522)**	**(304,145)**	**(1,811,811)**	**(13,864,478)**
Net book amount 31/12/2024	**21,304,568**	**6,428**	**1,931,652**	**23,242,648**

The Company had no right-of-use assets as at 31 December 2024 and 2023.

The consolidated statement of financial position as of 31 December 2024 and 2023 includes the following amounts related to lease liabilities:

	31/12/2024	31/12/2023
Lease liabilities (short-term portion)	4,528,477	3,321,138
Lease liabilities (long-term portion)	20,261,105	16,722,019
Total lease liabilities	**24,789,582**	**20,043,157**

The maturity analysis of lease liabilities is presented below:

	31/12/2024	31/12/2023
Lease liabilities-minimum lease payments		
Up to 1 year	5,517,798	4,209,352
1 to 5 years	18,390,530	13,828,111
Over 5 years	3,550,514	4,643,761
Total	**27,458,842**	**22,681,224**
Less: Future finance cost of lease liabilities	(2,669,260)	(2,638,066)
Present value of lease liabilities	**24,789,582**	**20,043,158**

The present value of lease liabilities is analysed below:

The present value of lease liabilities is analyzed below:

	31/12/2024	31/12/2023
Up to 1 year	4,616,549	3,321,138
1 to 5 years	16,863,740	12,297,923
Over 5 years	3,309,293	4,424,097
Total	**24,789,582**	**20,043,158**

8. Intangible assets

	GROUP		
	Software development costs	**Software & Other Intangibles**	**Total**
Cost			
Balance at 1/1/2023	**25,949,547**	**7,791,567**	**33,741,114**
Additions	6,806,075	2,183,226	8,989,301
Acquisition of subsidiary	685,000	479,300	1,164,300
Transfers	(487,500)	487,500	-
Balance at 31/12/2023	**32,953,122**	**10,941,593**	**43,894,715**
Accumulated amortization			
Balance at 1/1/2023	**(18,148,467)**	**(4,360,137)**	**(22,508,604)**
Amortization	(1,405,991)	(1,447,998)	(2,853,989)
Balance at 31/12/2023	**(19,554,458)**	**(5,808,135)**	**(25,362,593)**
Net book amount 31/12/2023	**13,398,664**	**5,133,458**	**18,532,122**
Cost			
Balance at 1/1/2024	**32,953,122**	**10,941,593**	**43,894,715**
Additions	9,241,655	1,679,242	10,920,897
Acquisition of subsidiary	396,024	3,757,912	4,153,936
Transfers	(393,318)	393,318	-
Balance at 31/12/2024	**42,197,483**	**16,772,065**	**58,969,548**
Accumulated amortization			
Balance at 1/1/2024	**(19,554,458)**	**(5,808,135)**	**(25,362,593)**
Amortization	(3,118,534)	(2,496,263)	(5,614,797)
Balance at 31/12/2024	**(22,672,992)**	**(8,304,398)**	**(30,977,390)**
Net book amount 31/12/2024	**19,524,491**	**8,467,667**	**27,992,158**

The Company has no intangible assets as at 31 December 2024 and 2023.

Other intangible assets additions in 2024 include the customer relationships from the acquired subsidiaries (Note 10).

9. Contract costs

Contract costs as at 31/12/2024 relate to capitalization of costs that incurred in FY 2024 in order to fulfil specifically identifiable anticipated customer contracts. Those costs have generated resources that will be used to provide goods or services in the next financial year and are expected to be recovered. Their amortization is expected to start in FY 2025 and have an expected duration of five years.

There was no amortization of contract costs in FY 2024 and no impairment loss recognized.

10. Acquisition of subsidiaries

On April 16, 2024 Qualco S.A. acquired a 50.1% shareholding in the company **D.D.Synergy Hellas S.A.** for a purchase price of €5.01 million. D.D. Synergy S.A., founded in 2001, is an IT company specializing in SAP software as a SAP Gold Partner and Value-Added Reseller. It offers services in installation, customization, application development, support, and training. The company focuses on SAP S/4HANA, streamlining and integrating business processes with real-time data. It also provides solutions like SAP Analytics Cloud and SAP Cloud Platform. Additionally, it delivers Managed Services, fully managing IT systems and operations for its clients.

With this strategic acquisition Qualco Group aims to enhance its service offerings and broaden its customer base.

The amounts recognised in respect of the identifiable assets acquired and liabilities assumed are as set out in the table below.

	in Euro
Property, plant and equipment	29,217
Customer Relationships	2,187,300
Other Intangible Assets	396,024
Other Non-Current Assets	54,706
Cash & Cash Equivalents	742,759
Net Receivables	746,326
Other Current Assets	1,765,812
Deferred Tax Liability	(481,206)
Current Debt	(231,904)
Accounts Payable	(348,800)
Other Taxes Payable	(144,988)
Deferred Revenue	(1,615,050)
Other Current Liabilities	(39,873)
Total identifiable assets acquired and liabilities assumed	**3,060,323**
Purchase consideration for 50.1% controlling stake (*)	4,918,500
NCI proportionate share of net assets (49.9%)	1,555,979
Less: Fair value of net assets acquired (100%)	(3,060,323)
Goodwill on acquisition	**3,414,156**
Net cash inflow arising on acquisition:	
Cash consideration paid	3,750,005
Less: cash & cash equivalents acquired	(742,759)
	3,007,246

(*) For the first installment, dated as at the transaction date, the amount of €3.75mil was considered as the fair value. For the second installment, a discount rate of 12% was applied to reflect the time value of money, resulting to €1.26 mil for the installment dated as at 31.12.2024.

Also, on June 28, 2024, Qualco S.A. acquired a 70% shareholding in the company **Middle Office Services SA** for a purchase price of €1.77 million. Middle Office Services (MOS), is a provider of banking support services with focus in supporting all activities related to servicing business loans, coordinate effective collaboration with external third parties (e.g., law firms, bailiffs, etc.) and monitoring of the debtor's compliance with the agreements. The expertise of MOS's team involves around, but is not limited to, Wholesale Loan Management, Legal and Audit Compliance, Account Management Support.

The partnership marks the establishment of the Business Process Outsourcing Unit within the Qualco Group, which will target banks, portfolio management companies and utilities. These new services will allow the organization's customers to focus on business growth through automated processes and access to advanced technologies, while optimizing resources and costs.

The amounts recognised in respect of the identifiable assets acquired and liabilities assumed are as set out in the table below.

	in Euro
Property, plant and equipment	882,334
Customer Relationships	1,451,000
Internally Developed Software	178,000
Other Intangible Assets	3,912
Other Non-Current Assets	30,000
Cash & Cash Equivalents	77,091
Net Receivables	334,818
Other Current Assets	245,995
Deferred Tax Liability	(344,806)
Long-Term Debt	(494,899)
Current Debt	(233,540)
Income Tax Payables	(76,971)
Deferred Revenue	(139,352)
Other Current Liabilities	(277,140)
Total identifiable assets acquired and liabilities assumed	**1,636,442**
Purchase consideration for 70% controlling stake (**)	1,658,028
NCI proportionate share of net assets (30%)	491,021
Less: Fair value of net assets acquired (100%)	(1,636,442)
Goodwill on acquisition	**512,607**
Net cash inflow arising on acquisition:	
Cash consideration paid	800,000
Less: cash & cash equivalents acquired	(77,091)
	722,909

(**) For the first installment, dated as at the transaction date, the amount of €0.8mil was considered as the fair value. For future installments the second installment, a discount rate of 12% was applied to reflect the time value of money, resulting to €0.7 mil for the installment dated as at 30.05.2025 and €0.14 mil for the installments dated as at 30.5.2026 respectively.

The goodwill that arose from the above mentioned acquisitions relates to the synergies expected from the exploitation of future joint opportunities and projects using D.D. Synergy's and Middle Office Services' deep experience in the technology and operational areas mentioned above. None of the goodwill is expected to be deductible for income tax purposes. Acquisition related costs were not material.

The non-controlling interest (49.9% ownership interest in D.D. Synergy and 30% in Middle Office Services SA) recognised at the acquisition date was measured by reference to proportionate share of NCI in the recognized identifiable net assets of the acquirees at the acquisition date.

D.D. Synergy contributed €3.8 mil revenue and €1 mil to the group's profit for the period between the date of acquisition and the reporting date.

MOS contributed €1.5 mil revenue and €0.2 mil to the group's profit for the period between the date of acquisition and the reporting date.

If the acquisitions of D.D. Synergy & MOS had been completed on the first day of the financial year, group revenues for the year would have been €186,578,109 and group profit would have been €15,401,273.

The movement of goodwill for the year was as follows:

	Group	
	31/12/2024	**31/12/2023**
Opening balance	1,711,730	-
Synthetica		1,711,730
Additions – DD Synergy	3,414,156	-
Additions - MOS	512,607	-
Impairment charge	-	-
Closing Balance	**5,638,493**	**1,711,730**

11. Investments in subsidiaries

The change in the carrying value of Company's investments in subsidiaries is as follows:

	COMPANY	
	31/12/2024	**31/12/2023**
Opening balance	11,125,680	11,125,680
Additions (Qualco Europe Holdings Ltd)	10,000	-
Impairment reversal	-	-
Impairment charge	-	-
Closing Balance	**11,135,680**	**11,125,680**

Principal subsidiaries

The Group's subsidiaries as at 31 December 2024 and 2023 are set out below. Unless otherwise stated, they have share capital consisting solely of ordinary shares, and the proportion of ownership interests held equals the voting rights held by the Group. The country of incorporation or registration is also their principal place of business.
Non-controlling interest in Qualco Group at 31 December 2024 are as follows:

Company Name	Registered office	Direct ownership		Indirect ownership		Non-controlling interests	
		2024	2023	2024	2023	2024	2023
QUALCO EUROPE HOLDINGS LTD (i)	Cyprus	100%	100%	-	-	-	-
QUALCO INFORMATION SYSTEMS SINGLE MEMBER SA	Greece	-	100%	100%	-	-	-
QQUANT MASTER SERVICER SA	Greece	-	-	100%	100%	-	-
QUALCO (UK) LIMITED (ii)	United Kingdom	-	-	98.75%	93.75%	1.25%	6.25%
QUALCO CYPRUS LTD	Cyprus	-	-	100%	100%	-	-
QUALCO SAS (FRANCE)	France	-	99%	100%	1%	-	-
QRES CYPRUS LTD	Cyprus	-	100%	100%	-	-	-
DAEDALUS TECHNOLOGIES FZE	UAE	-	-	100%	100%	-	-
A.I. SYNTHETICA SOLUTIONS LTD (direct ownership) - Cyprus SYNTHETICA SOLE SHAREHOLDER PRIVATE COPMANY (IKE) (indirect ownership - Greece	Cyprus / Greece	-	-	51%	51%	49%	49%
D.D. SYNERGY HELLAS SA (iii)	Greece	-	-	50.1%	-	49.9%	-
MIDDLE OFFICE SERVICES SA (iii)	Greece	-	-	70%	-	30%	-

(i) Qualco Europe Holdings Ltd was established on December 31, 2023 as a part of a group reorganization that took place in 2024. Based on the reorganization all the subsidiaries initially being directly under Qualco Holdco Ltd were transferred under Qualco Europe Holdings Ltd. The reorganization was made in order to aid to the better monitoring of group subsidiaries and has had no effect on the group financial statements.

(ii) On October 23, 2024 Qualco Information Systems Single Member SA acquired 10,000 shares from the minority shareholder of Qualco UK Limited for a purchase price of GBP 0.75 million (€0.9 mil), thereby increasing its total shareholding to 98.75%. The minority shareholder has the option to buy back the shares sold at a future date and at a specific value. The Group has recognized a financial derivative from this transaction which was valued as at 31/12/2024 at €222,000.

(iii) Subsidiary acquired in FY 2024

12. Investments in associates & joint ventures

The movement of investments in associates & joint ventures is as follows:

	GROUP	
	31/12/2024	**31/12/2023**
Opening balance	5,477,502	659,751
Investment in Indice SA	-	1,800,000
Investment in Clever Services SA	-	1,500,000
Share of loss/profit of associates & joint ventures	(169,102)	72,414
Investment in Uniko S.A.	2,970,750	
Other movements	1,000	
Increase in CNL AIFM	-	100,000
Reclassification of OCI reserve to retained earnings due to change from Financial Assets at FVTOCI to associate (Clever SA)	-	1,345,338
Closing balance	**8,280,150**	**5,477,503**

The table below shows our associates and joint ventures as accounted for on the basis of the equity method of accounting. None of these entities have been determined to be material for the group.

Associate / JV	Country of incorporation and registered office	Main Service	Holding (%)
Real Estate Transactions & Integrated Solutions Platform S.A. ("Uniko")	Greece	Real Estate Platform	51.00%
PQH Single Special Liquidation S.A.	Greece	Single special liquidator	33.33%
Clever Services S.A.	Greece	Supply chain/last mile delivery	30.00%
Indice S.A.	Greece	Software development for the banking, telco and retail industries	30.00%
QCG Capital Ltd	Cyprus	Special opportunities fund	25.00%
QCG General Partner SRL	Luxemburg	Special opportunities fund	25.00%
CNL AIFM	Greece	Alternative investment fund manager	23.08%

With the exception of "Real Estate Transactions & Integrated Solution Platform SA" which has been classified as joint venture, all of the above entities are associates of the Group. All associates and joint ventures are accounted for using the equity method in these consolidated financial statements as set out in the Group's accounting policies in note 2.3(d).

PQH was established in 2016 and appointed by the Bank of Greece to act as the Single Special Liquidator for all credit and financial institutions under special liquidation in Greece. There are currently 20 institutions under special liquidation, with several billion-euro worth of assets, the majority of which consist of corporate and retail non-performing loans.

On 29 July 2021 Qualco S.A. entered into a Subscription & Shareholders' Agreement ("SSA") with CNL Alternative Investment Fund Manager S.A. ("CNL AIFM") and CNL AIFM's managing shareholders for the acquisition of 73,940 registered common shares corresponding to a 20% of CNL AIFM's total share capital. The purchase consideration amounted to €300,000. On September 2023 Qualco S.A. acquired a further 14.788 shares for €100,000. Total shareholding as at 31/12/2023 corresponded to a 23.08% interest held.

CNL AIFM is an independent alternative investment fund manager located in Athens, Greece. It manages the first venture capital participation Company in Greece, CNL CAPITAL EKES, which was founded in 2014 and its shares were listed at the Athens Stock Exchange in 2018.

On 5 April 2021 Qualco Cyprus acquired 75 ordinary shares of QCG Capital Ltd for a consideration of €75,000, corresponding to a 25% shareholding.

QCG is a special opportunities fund, domiciled in Luxembourg, acquiring high-quality assets in Greece and Cyprus, that have been underserved as a result of financial distress of the original borrowers.
QCG invests primarily in non-performing loans (NPLs) secured by real estate assets within the residential, commercial, hospitality, agriculture and industrial sectors.

On March 22, 2023 Qualco Information Systems Single Member S.A. acquired a 30% shareholding in the company Indice S.A. for a purchase price of €1,800,000. Indice S.A. has developed a digital enablement platform and specializes in the design, development and distribution of software products and applications with emphasis in the area of NPL and receivables management. With this transaction Qualco Group aims to expand its product offering and also use Indice's know-how for the implementation of new business lines in the Group.

In September 2023 Qualco Information Systems Single Member S.A. acquired a further 15% shareholding in Clever Services SA through a participation in the share capital increase of the said company (amount subscribed was €750,000). From October 1st onwards the Group has obtained significant influence over the entity, thus it is accounted for as an associate (till the prior year it was accounted for as a financial asset at FVOCI – note 11). As a result, the total revaluation of €1,345,337 held in the OCI reserve was reclassified to retained earnings in FY 2023.

In July 2024, a new company was established under the name Real Estate Transactions & Integrated Solutions Platform S.A. (the "Uniko" S.A.) which is a joint venture between the National Bank of Greece and Qualco S.A. Qualco S.A. holds a 51% shareholding in the new company. The initial share capital subscribed for a 51% shareholding amounted to €12,750 followed by two share capital increases of €1,53 mil and €1,43 million respectively. Hence, the total investment of Qualco SA in Uniko stood as at 31.12.2024 to €2,97 mil. Given that Uniko was structured as a separate vehicle, the two shareholders have joint control of the entity and they also have a residual interest in its net assets, the Group has classified Uniko as a joint venture which is equity accounted.

PQH, CNL AIFM, QCG, Indice, Clever Services and Uniko are private companies and there is no quoted market price available for their shares.
There are no contingent liabilities relating to the Group's interest in the above associates.

13. Financial Assets

	GROUP			
	Current		Non-Current	
	31/12/2024	31/12/2023	31/12/2024	31/12/2023
Investments in equity instruments designated as at FVOCI (i)				
Shares in private companies	-	-	2,852,090	1,381,166
	-	-	**2,852,090**	**1,381,166**
Financial assets measured at fair value through P&L (ii)				
Shares in listed companies	-	-	372,574	337,433
	-	-	**372,574**	**337,433**
Financial assets measured at amortized cost (ii)				
Loans to related parties	2,350,000	1,420,000	400,000	-
Other financial assets	87,097	157,282	2,140,000	3,520,000
	2,437,097	**1,577,282**	**2,540,000**	**3,520,000**
TOTAL	**2,437,097**	**1,577,282**	**5,764,664**	**5,238,599**

(i) Investments in equity instruments designated as at FVTOCI

The financial assets at FVTOCI are comprised of the investment in the following non-listed entities:
- the investments of Qualco S.A. in Linked Business S.A. (shareholding of 10% acquired in FY 2021 for an amount of €1,250,000). The investment has been revalued as at 31/12/2024 to €132,000.
- and investment of Qualco SA in Clever Service S.A. (shareholding of 15% acquired in FY 2021 for an amount of €750,000) which was presented as investment at FVTOCI as of 31/12/2022, was reclassified in FY 2023 in «Investment in associates» (note 12) as a result of Qualco SA acquiring in FY 2023 a further 15% in the company for an additional amount of €750,000.
- the investment of Qualco S.A. in Bricklane Technologies Ltd, a technology - real estate Company incorporated in the UK, (shareholding of 2.5% acquired in FY 2022) valued at €1,028,120,
- the investment of Qualco S.A. in Convert Group Consulting SA (shareholding of 1.03% acquired in FY 2022) after the capital increase of 2023 valued at €221.046.
- the investment of Qualco S.A. in Hive Health Optimum Limited (shareholding of 6.7% acquired in May 2024) valued at €470.925.
- the investment of Qualco S.A. in Natech SA (shareholding of 1.0% acquired in September 2024) valued at €1.000.000.

The above investments in equity instruments are not held for trading. Instead, they are held for medium to long-term strategic purposes. Accordingly, the directors of the Company have elected to designate these investments in equity instruments as at FVTOCI as they believe that recognising short-term fluctuations in these investments' fair value in profit or loss would not be consistent with the Group's strategy of holding these investments for long-term purposes and realising their performance potential in the long run.

(ii) Investments in equity instruments designated as at FVTPL

- the investment of Qualco S.A. in CNL Capital EKES (listed entity in the Athens Stock Exchange) for an amount of €338,430 representing a total shareholding of 4,99% (the investment was fair valued as at 31/12/2024 at 293,355)
- the investment of Qualco SA in Optima Bank at an amount of €49,078.

(iii) Financial assets measured at amortized cost

The Group holds the following financial assets within a business model whose objective is to collect their contractual cash flows which are solely payments of principal and interest on the principal amount outstanding. Hence, all of those financial assets are classified as at amortized cost:

The loans to related parties relates to a common bond loan of €400,000 issued by the Group associate CNL Alternative Investment Fund Manager S.A. ("CNL AIFM") and subscribed entirely by Qualco S.A. in December 2021. The common bond loan carries an interest rate of 4,3%. The loan will be repaid by the borrower via a bullet payment in December 2027 so it was classified in long-term assets.

Other financial assets as at 31/12/2024 include a loan of €2,000,000 (plus €140,000 accrued interest receivable) to the company Lousios Limited which is repayable in FY 2033 and carries an interest rate of 6% p.a. and was classified as non-current, a convertible bond loan to Linked Business SA of €2,250,000 which is repayable in FY 2025 which carries an interest rate of 7% p.a. and a common bond loan of €100,000 issued by Convert Group Consulting SA and subscribed by Qualco S.A.

14. Other non-current assets

Other non-current assets are analysed as follows:

	GROUP	
	31/12/2024	**31/12/2023**
Rent guarantees	913,312	691,885
Deferred expenses	1,293,716	-
TOTAL	**2,207,028**	**691,885**

The Company had no other non-current assets as at 31 December 2024 and 2023.

15. Trade and other receivables

Trade and other receivables are analysed as follows:

	GROUP		COMPANY	
	31/12/2024	**31/12/2023**	**31/12/2024**	**31/12/2023**
Trade receivables	27,711,302	17,131,976	-	-
Trade receivables - Related parties	119,010	119,010	-	9,371
Less: Provision for credit losses	(1,436,522)	(1,436,790)	-	-
Net trade receivables	**26,393,790**	**15,814,196**	**-**	**9,371**
Prepayments	(18,655)	(11,993)		
Total	**26,375,135**	**15,802,203**	**-**	**9,371**

Due to the short-term nature of trade receivables, their carrying amount is considered to be the same as the fair value.

The Group's and Company's maximum exposure to credit risk on 31 December 2024 and 2023 is the fair value of the above trade and other receivables. The Group does not hold any collateral as security.

The Group applies the IFRS 9 simplified approach to measure expected credit losses, which uses a lifetime expected credit loss allowance for all trade receivables. To measure the expected credit losses trade receivables have been grouped based on shared credit risk characteristics and the days past due.

The following table details the risk profile of trade receivables based on the group's provision matrix.

GROUP

Trade Receivables - Days past due

31/12/2023	**Not past due**	**<90**	**90-180**	**180-270**	**270-360**	**<360**	**Total**
Expected credit loss rate	0.5%	5%	15%	25%	50%	100%	
Estimated total gross carrying amount	9,743,938	4,117,345	1,793,829	407,419	720,226	468,229	**17,250,986**
Lifetime ECL	(48,121)	(189,398)	(269,074)	(101,855)	(360,113)	(468,229)	**(1,436,790)**
Trade Receivables	**9,695,817**	**3,927,947**	**1,524,755**	**305,564**	**360,113**	**-**	**15,814,196**

31/12/2024	**Not past due**	**<90**	**90-180**	**180-270**	**270-360**	**<360**	**Total**
Expected credit loss rate	**0.5%**	**5%**	**15%**	**25%**	**50%**	**100%**	
Estimated total gross carrying amount	17,592,122	6,762,302	2,721,528	146,368	16,686	591,306	**27,830,312**
Lifetime ECL	(87,748)	(304,304)	(408,229)	(36,592)	(8,343)	(591,306)	**(1,436,522)**
Trade Receivables	**17,504,374**	**6,457,998**	**2,313,299**	**109,776**	**8,343**	**-**	**26,393,790**

16. Income tax assets

	GROUP	
	31/12/2024	**31/12/2023**
Income tax advance	5,886,044	5,360,055
Withholding income tax	165,540	18,934
Total	**6,051,584**	**5,378,989**

The Company had no current income tax assets as at 31 December 2024 and 31 December 2023.

17. Contract assets

Group contract assets as at 31 December in 2024 of €22,042,788 (31.12.2023: €16,788,461) relate to services that have been rendered to customers during 2024 and will be invoiced in 2025, according to the relevant customer contracts.

The Company did not have any contract assets as at 31 December in 2024.

18. Other current assets

	GROUP		COMPANY	
	31/12/2024	**31/12/2023**	**31/12/2024**	**31/12/2023**
Personnel advances	52,106	25,229	-	-
Vendor prepayments	1,766,535	886,960		
Dividends receivable (Note 37)	-	-	12,520,000	-
Other receivables	1,998,459	112,269	-	69,831
Prepaid / deferred expenses	3,785,539	3,530,079	1,814,099	-
VAT recoverable	246,580	1,367,313	40,066	-
	7,849,219	**5,921,850**	**14,374,165**	**69,831**

19. Cash and cash equivalents

	GROUP		COMPANY	
	31/12/2024	**31/12/2023**	**31/12/2024**	**31/12/2023**
Cash on hand	12,343	899	-	-
Cash at bank	12,989,070	22,552,730	175,996	314,648
Total	**13,001,413**	**22,553,629**	**175,996**	**314,648**

20. Financial instruments

The Group and the Company hold the following financial instruments:

	GROUP 31/12/2023			
Financial assets:	**Amortized cost**	**Fair value through profit and loss**	**Fair value through other comprehensive income**	**Total**
Trade and other receivables (note 14)	15,802,203			15,802,203
Financial assets (equity instruments, debt securities, other financial assets at amortized cost) - Note 13	5,097,282	337,433	1,381,166	6,815,881
Cash and cash equivalents – Note 19	22,553,629			22,553,629
Total	**43,453,114**	**337,433**	**1,381,166**	**45,171,713**
Financial liabilities:				
Trade and other payables	12,029,201			12,029,201
Borrowings – Note 23	30,484,469			30,484,469
Lease liabilities – Note 7	20,043,157			20,043,157
Total	**62,556,827**	**-**	**-**	**62,556,827**

	GROUP 31/12/2024			
Financial assets:	**Amortized cost**	**Fair value through profit and loss**	**Fair value through other comprehensive income**	**Total**
Trade and other receivables (note 14)	26,375,135			26,375,135
Financial assets (equity instruments, debt securities, other financial assets at amortized cost) – Note 13	4,977,096	372,574	2,852,091	8,201,761
Cash and cash equivalents – Note 19	13,001,413			13,001,413
Total	**44,353,644**	**372,574**	**2,852,091**	**47,578,309**
Financial liabilities:				
Trade and other payables	13,783,499			13,783,499
Borrowings – Note 23	37,061,610			37,061,610
Lease liabilities- Note 7	24,789,582			24,789,582
Derivatives – Financial liabilities	-	279,000	-	279,000
Total	**75,634,691**	**279,000**	**-**	**75,913,691**

	COMPANY 31/12/2024	COMPANY 31/12/2023
Financial assets:	**Amortized cost**	**Amortized cost**
Trade and other receivables (note 15)	-	9,371
Cash and cash equivalents	175,996	314,648
Total	**175,996**	**324,019**
Financial liabilities:		
Trade and other payables	733,667	189,389
Borrowings	2,170,000	1,690,000
Lease liabilities	-	-
Total	**2,903,667**	**1,879,389**

21. Share capital and share premium

		COMPANY		
		Share capital	**Share Premium**	**Total**
Fully paid ordinary shares	(i)	2,103,743	2,896,257	5,000,000
Total share capital and share premium		**2,103,743**	**2,896,257**	**5,000,000**

(i) Movements in ordinary shares

	COMPANY				
	Number of shares	**Par Value**	**Share capital**	**Share Premium**	**Total**
Balance as at 1 January 2020	14,970	1.00	14,970	-	14,970
Share capital increase	3,743	1.00	3,743	9,996,257	10,000,000
Balance as at 31 December 2020	**18,713**	1.00	**18,713**	**9,996,257**	**10,014,970**
Balance as at 1 January 2021	**18,713**	1.00	**18,713**	**9,996,257**	**10,014,970**
Share capital decrease	-	-	-	(7,100,000)	(7,100,000)
Transfer from reserves	2,085,030	1.00	2,085,030	-	2,085,030
Balance as at 31 December 2021	**2,103,743**	1.00	**2,103,743**	**2,896,257**	**5,000,000**
Balance as at 31 December 2022	**2,103,743**	1.00	**2,103,743 -**	**2,896,257**	**5,000,000**
Balance as at 31 December 2023	**2,103,743**	1.00	**2,103,743 -**	**2,896,257**	**5,000,000**
Balance as at 31 December 2024	**2,103,743**	1.00	**2,103,743 -**	**2,896,257**	**5,000,000**

On 9 February 2018, Qualco Holdco issued 14,970 ordinary shares to purchase the issued share capital of Qualco SA by way of a share for share exchange, which has been treated as a Group reconstruction and accounted for using the reverse merger accounting method.

On March, 1 2018 and subject to an Investment and Shareholders' Agreement dated on August, 8 2017, the Company issued and Amely S.a.r.l. (the "Investor") subscribed for 3,743 Convertible Preference Shares for a total amount of €10m. On December, 31 2020, according to the Written Resolutions of the members of the Company signed on December, 21 2020, the 3,743 Convertible Preference Shares of €1.00 each in the capital of the Company (being all of the Convertible Preference Shares in issue) were redesignated as 3,743 Ordinary Shares of €1.00 each in the capital of the Company.

The last share capital increase was made in FY 2020 and pertained to the conversion of the Convertible Preference Shares on December 31, 2020.

Ordinary shares have a par value of €1. They entitle the holder to participate in dividends, and to share in the process of winding up the Company in proportion to the number of and amounts paid on the shares held. On a show of hands, every holder shall have one vote; and, on a poll, each share is entitled to a vote.

By the Company's BoD resolutions passed on April and June 2021 it was decided to reduce the Company's reduce share premium by €2,350,000 and €4,750,000 respectively. The sum of the amount was returned in cash to the shareholders.

In June 2021, the Company's BoD decided that an amount of €2,085,030, standing to the credit of the merger reserve of the Company, be capitalized and appropriated as capital to the existing Company's shareholders.

22. Other reserves
22.1 Group's other reserves

The following table shows a breakdown of Group's 'other reserves' and the movements in these reserves during the year. A description of the nature and purpose of each reserve is provided in the table below:

	GROUP					
	Shareholders' contributions	**Merger reserve**	**Legal reserve**	**Actuarial gains / (losses) reserve**	**OCI reserve**	**Total other reserves**
Balance as at 1 January 2023	**-**	**863,728**	**123,954**	**392,564**	-	**1,380,246**
Actuarial losses	-	-	-	(42,882)		(42,882)
Remeasurement of fair value through OCI	-	-	-	-	227,337	227,337
Transfer from revaluation reserve to retained earnings (equity investment change to associate)	-	-	-		(1,345,337)	(1,345,337)
Legal reserve	-			-		-
Balance as at 31 December 2023	**-**	**863,728**	**123,954**	**349,682**	**(1,118,000)**	**219,364**
Balance as at 1 January 2024	**-**	**863,728**	**123,954**	**349,682**	**(1,118,000)**	**219,364**
Actuarial losses	-	-	-	81,920	-	81,920
Remeasurement of fair value through OCI	-	-	-		-	-
Other transfers	-		-		32,491	32,491
Legal reserve	-		35,380	-	-	35,380
Balance as at 31 December 2024	**-**	**863,728**	**159,334**	**431,602**	**(1,085,509)**	**369,155**

Merger reserve

A merger reserve was created on purchase of the entire share capital of Qualco SA in 2018, which was completed by way of a share for share exchange and which has been treated as a Group reconstruction and accounted for using the reverse merger accounting method.

Legal reserve

The legal reserve relates to Qualco SA and QQuant SA and concerns the legal reserve created in accordance with the Greek Companies Law (calculated as 5% from the net profits following the earnings distribution of each year approved by the General Assemblies of the Companies). For Qualco SA the reserve has reached the minimum required by the Greek law.

OCI reserve

The movement in the OCI reserve includes the revaluation of Clever Services SA with a gain in 2023 of €1,345,337 (note 13) with the revaluation transferred to retained earnings as a result of the equity investment becoming an associate, and the revaluation of Linked Business SA in 2023 with a loss of €1,118,000 (note 13).

23. Borrowings

	GROUP		COMPANY	
	31/12/2024	**31/12/2023**	**31/12/2024**	**31/12/2023**
Long-term debt				
Bank Loans	25,580,796	16,041,327		
Restricted cash	(863,611)			
Loan from related parties	-	-	2,170,000	1,690,000
Total long-term debt	**24,717,185**	**16,041,327**	**2,170,000**	**1,690,000**
Short-term debt				
Bank Loans	12,219,411	14,331,384		-
Credit cards	125,014	111,758	-	-
Total short-term debt	**12,344,425**	**14,443,142**	**-**	**-**
Total	**37,061,610**	**30,484,469**	**2,170,000**	**1,690,000**

All borrowings are expressed in Euros.

The Group has the following bank loans and credit facilities as of December 31, 2024:

Subsidiary	**Type**	**Bank**	**Issue date**	**Maturity date**	**Interest rate**	**Nominal amount in €**	**Outstanding capital amount in €**
Qualco S.A.(1)	Bond loan	NBG	January 2021	June 2025	Euribor plus 2.5%	2,000,000	222,222
Qualco S.A.(2)	Bond loan	NBG	December 2021 & June 2022 (1st and 2nd series)	December 2027	Euribor plus 3.25%	5,500,000	3,000,000
Qualco S.A.(3)	Term loan	Pancreta Bank	December 2021	December 2026	Euribor plus 4.0%*	9,000,000	3,600,000
Qualco S.A.(4)	Term loan	Alpha Bank	September 2020	September 2025	Euribor plus 3.25%*	2,000,000	375,000
Qualco S.A.(5)	Term loan	Piraeus Bank	December 2021	December 2026	Euribor plus 2.0%*	1,000,000	444,444
Qualco S.A.(6)	Term loan	Piraeus Bank	May 2022	May 2027	Euribor plus 2.5%*	1,000,000	555,560
Qualco S.A.(7)	Term loan	NBG	December 2023	December 2028	Euribor plus 1.55%	5,000,000	4,000,000
Qualco S.A.(8)	Bond loan	Optima bank	October 2023	January 2029	Euribor plus 3.5%	4,700,000	4,310,487

Subsidiary	Type	Bank	Issue date	Maturity date	Interest rate	Nominal amount in €	Outstanding capital amount in €
Qualco S.A.(9)	Bond loan	Piraeus Bank/RRF	March 2024	June 2037	Series A Bond: 1.25%; Series B Bond Euribor plus 3.0%*	6,453,989	6,453,989
Qualco S.A.(9)	Bond loan	Optima bank/RRF	March 2024	June 2037	Series A Bond: 1.25%; Series B Bond Euribor plus 3.0%*	4,302,659	4,302,659
Qualco S.A.(10)	Bond loan	Alpha Bank	August 2024	June 2029	Euribor plus 1.9%*	6,000,000	6,000,000
Qualco S.A.(11)	Revolving credit facility	Piraeus Bank	April 2024	N/A	Euribor plus 2.5%*	2,000,000	2,000,000
Qualco S.A.	Revolving credit facility	NBG	October 2020	N/A	Euribor plus 2%*	500,000	500,000
Qualco S.A.	Revolving credit facility	Optima bank	September 2024	N/A	Euribor plus 4.15%*	2,000,000	2,000,000
QQuant S.A.(12)	Revolving credit facility	Optima bank	March 2021	N/A	Euribor plus 4.15%*	1,000,000	1,000,000
Middle Office Services S.A. (13)	Revolving credit facility	Alpha Bank	March 2024	March 2039	6.85%	517,500	502,300
Middle Office Services S.A. (13)	Revolving credit facility	Alpha Bank	March 2024	April 2034	6.85%	32,500	30,700
Middle Office Services S.A. (14)	Revolving credit facility	Optima bank	November 23	N/A	Euribor plus 3.0%*	200,000	184,000
						TOTAL BANK LOANS (capital outstanding)	**39,481,382**
Accrued interest 31/12/2024 / Restricted cash for loan repayments							(701,010)
Adjustment for government grant presentation (note 24)							(1,718,762)
TOTAL Bank Loans 31/12/2024							**37,061,610**

* *plus the Law 128/75 Levy (0.6%).*

Notes:

(1) The bond loan is secured by 80% by the guarantee offered by the Hellenic Development Bank's COVID-19 Guaranteed Loan Fund.

(2) The bond loan is secured by 75% by the guarantee offered by the European Investment Bank acting on behalf of the Pan-European Guarantee Fund which was created in the EU in response to the financial impact from the COVID-19 pandemic.

(3) The loan is secured by a pledge over the trade receivables arising from a certain Qualco S.A. customer contract. Qualco S.A. is also obliged to meet during the period of the loan certain financial ratios. In January 2025, the loan was refinanced by Attica Bank (following the merger with Pancreta Bank), with change in the collateral terms.

(4) The loan is secured by 80% by the guarantee offered by the Hellenic Development Bank's COVID-19 Guaranteed Loan Fund.

(5) The loan is secured by 80% by the guarantee offered by the Hellenic Development Bank's COVID-19 Guaranteed Loan Fund.

(6) The loan is secured by 75% by the guarantee offered by the European Investment Bank acting on behalf of the Pan-European Guarantee Fund which was created in the EU in response to the financial impact from the COVID-19 pandemic.

(7) The loan is secured by 100% by the guarantee offered by the European Investment Bank acting on behalf of the Pan-European Guarantee Fund which was created in the EU in response to the financial impact from the COVID-19 pandemic. The loan is secured over the trade receivables arising from a certain Qualco S.A. customer contract. Qualco S.A. is also obliged to meet during the period of the loan certain financial ratios.

(8) The bond loan was issued to fund the acquisition by Qualco S.A. of a property in the center of Athens for a total purchase price of €6.2 million. The property is used as additional employees' office space. The acquired property is subject to a mortgage prenotation in favor of the bank as security for the loan.

(9) Bondholders in the bond loan are the Recovery and Resilience Fund, Piraeus Bank and Optima bank. The RRF loan is of a total amount of €30 million, is expected to be drawn in the years 2024 to 2026, has a repayment duration of 13 years and is meant to finance the continuous investments of Qualco S.A. falling under the pillars of Digital Transformation, Greek transition and Innovation. The loan is secured over the trade receivables arising from certain customer contracts of Qualco S.A. The initial bridge loan facilities were fully repaid ahead of the receipt of the first tranche of the RRF loan. Based on the agreement, Qualco S.A. is obliged to lock up sufficient cash to cover the next installment of the loan. As at December 31, 2024, Qualco S.A. had locked up balance amounts of €0.9 million, deducted proportionately from each facility. In January 2025, Qualco S.A. drew a second installment from the RRF loan, totaling €9.5 million, €6.4 million were drawn from Piraeus Bank and €3.1 million from Optima Bank.

(10) The bond loan is secured by 50% by the guarantee offered by the European Investment Bank through LRS Enhanced Support for Mid-caps program.

(11) The revolving credit facility is secured by 50% by the guarantee offered by the European Investment Bank through LRS Enhanced Support for Mid-caps program.

(12) The loan is secured by a pledge over the trade receivables arising from certain customer contracts of QQuant S.A.

(13) The loan was used to fund the acquisition of the Company's offices. The acquired property is pledged to the bank as security for the loan.

(14) The loan is secured over the trade receivables arising from certain customer contracts of Middle Office Services S.A.

The Group has entered into the following credit facilities as of December 31, 2024, which are used for the issuance of letters of guarantee:

Subsidiary	Type	Bank	Issue date	Guarantor	Total credit line in € million	Used for Issued Letters of Guarantee in € million
QQuant S.A.	Revolving credit facility	Optima bank	July 2023	-	1.0	0.4
QQuant S.A.	Revolving credit facility	NBG	September 2022	Qualco S.A.	11.0	2.3
QQuant S.A.	Revolving credit facility	AlphaBank	September 2021	Qualco S.A.	1.5	0.3
Qualco S.A.	Revolving credit facility	NBG	January 2005	-	1.2	0.7
Qualco S.A.	Revolving credit facility	AlphaBank	December 2020	-	2.0	0.8
Qualco S.A.	Revolving credit facility	Optima bank	November 2024	-	1.3	1.3

In January 2025 Qualco S.A. signed a new credit line facility with Optima Bank for an amount of up to €2.3 million, for the issuance of letters of guarantee.

Loans from related parties

The Company has a loan granted by Qualco SA in the year 2021 which carries an interest rate of 4.5%.

The maturity of long-term debt is as follows:

Average Interest rate used in 2024: 5.7%.

GROUP

	31/12/2024			31/12/2023		
	Bank Loan	**Interest**	**Total**	**Bank Loan**	**Interest**	**Total**
Between 1 and 2 years	5,156,579	293,925	5,450,504	6,020,190	445,494	6,465,684
2 to 5 years	19,560,606	1,114,954	20,675,560	10,021,137	741,564	10,762,701
	24,717,185	**1,408,879**	**26,126,064**	**16,041,327**	**1,187,058**	**17,228,385**

Changes in liabilities arising from financing activities

The table below details changes in the group's liabilities arising from financing activities, including both cash and non-cash changes. Liabilities arising from financing activities are those for which cash flows were, or future cash flows will be, classified in the group's consolidated cash flow statement as cash flows from financing activities.

GROUP

Changes in liabilities arising from financing activities	**1 January 2023**	**Financing cash flows (new loans less repayments)**	**Acquisition of subsidiary**	**New leases**	**Interest cost / Other**	**31 December 2023**
Bank loans	20,141,298	10,298,026			(66,613)	30,372,711
Credit Cards	149,223	(37,466)				111,757
Lease liabilities	20,769,509	(4,536,505)	-	2,834,695	975,459	20,043,158
Total liabilities from financing activities	**41,060,030**	**5,724,055**	**-**	**2,834,695**	**908,846**	**50,527,626**

GROUP

Changes in liabilities arising from financing activities	**1 January 2024**	**Financing cash flows (new loans less repayments)**	**Acquisition of subsidiary**	**New leases**	**Interest cost / Other**	**31 December 2024**
Bank loans	30,372,711	6,702,543	960,343		(1,099,001)	36,936,596
Credit Cards	111,757	13,257	-		-	125,014
Lease liabilities	20,043,157	(5,202,727)	-	8,791,563	1,157,589	24,789,582
Total liabilities from financing activities	**50,527,625**	**1,513,073**	**960,343**	**8,791,563**	**58,588**	**61,851,192**

COMPANY

Changes in liabilities arising from financing activities	**1 January 2023**	**Financing cash flows (new loans less repayments)**	**Interest cost / Other**	**31 December 2023**
Loans from related parties	2,755,000	(1,065,000)	-	1,690,000
Other liabilities	10,529	-	78,413	88,942
Total liabilities from financing activities	**2,765,529**	**(1,065,000)**	**78,413**	**1,778,942**

Changes in liabilities arising from financing activities	1 January 2024	Financing cash flows (new loans less repayments)	Interest cost / Other	31 December 2024
Loans from related parties	1,690,000	480,000	-	2,170,000
Other liabilities	88,942		-	88,942
Total liabilities from financing activities	**1,778,942**	**480,000**	**-**	**2,258,942**

24. Government grant

On March 8 2024 Qualco Information Systems Single Member S.A. ("Qualco S.A.") signed a long-term bond loan agreement for a Recovery and Resilience Loan facility ("RRF loan") with Piraeus Bank and Optima Bank (co-financing loan part) and the Greek State (RRF part) as bond holders. The RRF loan is of a total amount of € 30mil, is expected to be withdrawn in the years 2024 to 2026, has a repayment duration of 13 years and is meant to finance the continuous investments of Qualco SA falling under the pillars of Digital Transformation, Greek transition and Innovation.

Till 31/12/2024 Qualco SA had drawn from the total bond loan an amount of €10.7 mil. The next loan drawdown of €9.5 million took place on January 2025 and the 3rd final drawdown is expected to take place on December 2025.

As the RRF part of the loan is with an interest rate of 1.25% which is below the market rate calculated at 5,50%, in accordance with IFRS 9 Par. 2 section 5.1, the company should account for this loan liability at its fair value. Additionally, according to IAS 20 par.10A, the benefit of the below market rate of interest, should be recognised as government grant.

As at 31/12/2024 a government grant of €1.7 million was thus recognized and was determined by comparing the present value of the RRF part of the loan liability (€6.7 million) with the present value of the loan liability calculated at the market interest rate (€5.1 million). The income from the amortization is recognized as finance income over the 13-year duration of the loan and in proportion of the interest expense on the loan which was calculated based on the effective interest rate of 5.4%. More specifically the interest expense on the RRF part of the loan for the year ended 2024 was €89k and the respective income from the grant was €65k.

The government grant is presented in the statement of financial position as follows:

	GROUP	
	31/12/2024	**31/12/2023**
Government grant – long term	1,355,930	-
Government grant – short term	207,369	-
Total	**1,563,299**	**-**

25. Deferred taxation

The deferred tax assets and liabilities recognized by the Group are as follows:

	GROUP	
	31/12/2024	**31/12/2023**
Property, plant and equipment	(98,071)	(46,710)
Intangible assets	(1,109,874)	(1,074,025)
Leases	331,937	231,165
Retirement benefit obligation	252,080	196,290
Provision for expected credit losses on trade receivables	170,444	170,444
Total Deferred tax assets (liabilities)	**(453,484)**	**(522,836)**

The movement of deferred tax is as follows:

	GROUP						
	Property, plant and equipment	**Intangible assets**	**Leases**	**Retirement benefit obligation**	**Provision for expected credit losses on trade receivables**	**Other assets**	**Total**
At 1 January 2023	**(15,897)**	**(188,204)**	**167,476**	**107,261**	**170,444**	**-**	**241,080**
(Charge) / credit to profit or loss	(30,812)	(710,722)	63,689	87,531			(590,314)
Acquisition of subsidiary	-	(121,665)	-	-		-	(121,665)
Charge to other comprehensive income	-		-	1,498		(53,435)	(51,937)
At 31 December 2023	**(46,709)**	**(1,020,591)**	**231,165**	**196,290**	**170,444**	**(53,435)**	**(522,836)**
At 1 January 2024	**(46,709)**	**(1,020,591)**	**231,165**	**196,290**	**170,444**	**(53,435)**	**(522,836)**
(Charge) / credit to profit or loss	(51,363)	691,524	100,772	55,793	-		796,726
Acquisition of subsidiary	-	(727,374)	-	-	-		(727,374)
At 31 December 2024	**(98,072)**	**(1,056,441)**	**331,937**	**252,083**	**170,444**	**(53,435)**	**(453,484)**

The Company had no deferred tax assets or liabilities as at 31 December 2024 and 2023.

26. Retirement benefit obligations

The amounts recognized in the statement of financial position are the following:

	31/12/2024	31/12/2023
Liabilities in the Statement of Financial Position for:		
Present Value of obligations	944,239	739,080
Total	**944,239**	**739,080**

The amounts recognized in the profit or loss are as follows:

	GROUP	
	1/1/2024 - 31/12/2024	1/1/2023 - 31/12/2023
Charge / (credit) for:		
Current service cost	306,333	243,301
Interest cost	10,297	17,701
Past service cost	381,125	6,236
Settlement/curtailment/termination loss	24,979	(7,292)
Total charged to profit or loss	**722,734**	**259,946**

The amounts recognized in other comprehensive income are as follows:

	GROUP	
(Charge) / credit for:	1/1/2024 - 31/12/2024	1/1/2023 - 31/12/2023
Actuarial losses due to changes in assumptions	8,112	(33,043)
Actuarial gains due to experience adjustments	73,808	42,098
Total actuarial (losses) / gains recognized in OCI	**81,920**	**9,055**
Other adjustments recognised in OCI	-	-
Total amount recognised in OCI	**81,920**	**9,055**

The movement in the liability recognized in the statement of financial position is as follows:

	31/12/2024	31/12/2023
Movement in net liability		
Net liability at beginning of period	739,080	488,166
Benefits paid directly by the Company	(435,656)	-
Total expense recognized in the income statement	722,735	335,680
Amount recognized in OCI	(81,920)	(84,766)
Net liability at end of period	**944,239**	**739,080**

	GROUP	
	31/12/2024	31/12/2023
Defined benefit obligation at start of the period	**739,080**	**488,166**
Current service cost	306,333	243,301
Interest cost	24,979	17,724
Effect due to change in accounting policy IAS 19	-	-
Benefits paid directly by the Group	(439,050)	(86,708)
Settlement/curtailment/termination loss	385,813	79,415
Defined benefit obligation adjustments (through OCI)	7,645	-
Past service cost	1,358	6,236

Actuarial losses due to changes in financial assumptions	(8,104)	32,542
Gain on transfer of staff	(1,232)	-
Actuarial (Gain)/Loss - demographic assumptions	-	-
Actuarial gains due to experience adjustments	(72,583)	(41,596)
Defined benefit obligation at end of period	**944,239**	**739,080**

The defined benefit plans are in respect of Greek companies, which are subject to the local legislation. Under Greek labor law, employees are entitled to termination payments in the event of dismissal or retirement with the amount of payment varying in relation to the employee's compensation, length of service and manner of termination (dismissal or retirement). The policy of the Greek companies in the Group is in alignment with L.4093/12, according to which:

- 40% of the compensation is paid upon normal retirement
- 100% of the compensation is paid upon dismissal
- No indemnities are paid upon death, voluntarily withdrawal or retirement due to permanent disability
- No maximum limit on the pensionable monthly salary is applied by the companies

These are unfunded plans with obligation of payment at the date when they fall due. In the following 12 months no significant cash outflows are expected.

These benefits are valued using the Projected Unit Credit ("PUC") method. This method sees each period of service as giving rise to an additional unit of benefit entitlement (meaning that the employee gains an additional retirement benefit by each year of employment) and measures each unit separately to build up the final obligation. The assumptions used are decomposed in Economic and Demographic.

The assumptions used for 2024 and 2023 results are as follows:

Economic assumptions:
- Discount rate: The index of European Corporate bonds AA iBoxx 3-5 index, has been used, as at 31 December 2024 and 2023, as shown in the table below,
- Price inflation (CPI): Following the companies' long-term expectation, CPI is set annually in line with the long-term CPI for the Eurozone. The CPI for 2024 and 2023 is presented in the table below,
- Salary increase: The rate of annual salary increase is based on companies' view and has been estimated as shown in the table below,

Demographic assumptions:
- Mortality: The Swiss mortality table EVK2000 for males and females,
- Entry age at social security: When no data are available, the first occupation date is considered at the age of 28 years old,
- Age at normal retirement – The following assumptions have been considered:
  - Expected retirement ages are determined based on the rules of the main social security pension plan and in alignment with L.4093/12.
  - 2 years of notional service is assumed

Limitations

Since projections of the future for valuation purposes are based on many assumptions, it is unlikely that future experience will match exactly what has been projected, even though these projections are carried out on a central estimate basis.

The principal actuarial assumptions used for accounting purposes are:

	GROUP	
	31/12/2024	**31/12/2023**
Discount Rate	3.18%	3.08%
Inflation rate	2025: 2.2% 2026+: 2.1%	2024: 2.7% 2025: 2.2% 2026+: 2.1%
Annual salary increase	2025: 3.80% 2026+: 2.8%	2024: 6.00% 2025: 3.80% 2026+: 2.8%
Average future working life (years)	22.28	22.61
Duration (years)	8.69	9.07

The following table shows the change in actuarial liability of the Group if the discount rate was 0.1% higher or lower than that which has been used and the corresponding change if the expected rate of salary increase was 0.1% higher or lower than the one used:

Sensitivity analysis	**Actuarial liability**	**Percentage change**
Increase in discount rate by 0.1%	761,018	(19.40%)
Decrease in discount rate by 0.1%	773,375	(18.10%)
Increase of the expected salaries by 0.1%	773,454	(18.09%)
Decrease of the expected salaries by 0.1%	728,829	(22.81%)

The above sensitivity analysis is based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the pension liability recognized within the consolidated statement of financial position.

27. Trade and other payables

	GROUP		**COMPANY**	
	31/12/2024	**31/12/2023**	**31/12/2024**	**31/12/2023**
Trade payables	13,783,499	11,999,734	733,667	189,389
Trade payables - Related parties	-	29,467		
Total	**13,783,499**	**12,029,201**	**733,667**	**189,389**

The carrying amounts of financial liabilities are considered to be the same as the fair values, due to their short-term nature.

28. Other current liabilities

	GROUP		**COMPANY**	
	31/12/2024	**31/12/2023**	**31/12/2024**	**31/12/2023**
VAT payable	456,177	207,912	-	-
Payroll taxes payable	2,030,684	1,563,095	-	-
Other taxes payable	450,363	246,860	-	-
Accrued expenses	8,642,034	11,865,639	169,106	88,943
Social security payable	2,185,525	1,979,618	-	-
Other payables	4,729,530	746,598	-	-
Total	**18,494,313**	**16,609,722**	**169,106**	**88,943**

Included in other payables of €4.7mil as at 31/12/2024 is an amount of €2.2 mil relating to the deferred consideration payable from the subsidiaries acquired in 2024 (note 10) and an amount of €0.9 mil relating to the acquisition of minority shares in Qualco UK Ltd (note 11).

The carrying amounts of other liabilities are considered to be the same as the fair values, due to their short-term nature.

29. Contract liabilities

Contract liabilities represent Group's right to an amount of consideration that is unconditional, before the Group transfers a good or service to the customer.

	GROUP		COMPANY	
	31/12/2024	**31/12/2023**	**31/12/2024**	**31/12/2023**
Contract liabilities	2,776,060	2,495,134	-	-
Total	**2,776,060**	**2,495,134**	**-**	**-**

30. Income tax liabilities

	GROUP	
	31/12/2024	**31/12/2023**
Corporate income tax payable	9,597,819	9,447,217
Total	**9,597,819**	**9,447,217**

The Company had no income tax liabilities as at 31 December 2024 and 2023.

31. Revenue

The Group derives its revenue from contracts with customers for the transfer of goods and services in the following business segments:

	GROUP	
	1/1/2024 - 31/12/2024	**1/1/2023 - 31/12/2023**
Software and platforms	150,762,681	151,871,059
Portfolio management	41,961,326	30,380,814
Intragroup revenue	(8,957,804)	(7,298,454)
Total	**183,766,203**	**174,953,419**

The Group revenue recognised in 2024 that was included in contract liabilities at the beginning of the period (1.1.2024) amounted to €2,495,134 (2023: €2,137,517)

The opening and closing balances of contract liabilities and contract assets are presented in notes 28 and 17 respectively.

The was no revenue recognised in the current year from the performance of performance obligations satisfied (or partially satisfied) in previous years.

The Company had no revenue for the years ended 31 December 2024 and 2023.

32. Expenses

	GROUP 1/1/2023 - 31/12/2023			
	Cost of sales	**Administrative expenses**	**Marketing expenses**	**Total**
Remuneration and other benefits to employees	30,092,050	16,010,605	8,328,303	54,430,958
Tax and duties	1,045,052	578,395	6,462	1,629,909
Other expenses	2,715,555	2,275,932	1,793,065	6,784,552
Depreciation & amortization	2,479,623	6,304,779	-	8,784,402
Professional services & legal costs	18,412,645	3,349,911	4,640,141	26,402,697
Outsourcing	37,523,425	912,579	94,801	38,530,805
Facilities	-	2,454,539	5,578	2,460,117
Marketing - Advertising	32,595	779,882	1,478,171	2,290,648
Travelling	307,565	218,806	2,375,036	2,901,407
Inventories used	1,084,890	-	-	1,084,890
Total	**93,693,400**	**32,885,428**	**18,721,557**	**145,300,385**

	GROUP 1/1/2024 - 31/12/2024			
	Cost of sales	**Administrative expenses**	**Marketing expenses**	**Total**
Remuneration and other benefits to employees	33,910,305	17,479,684	7,054,727	58,444,716
Tax and duties	1,917,971	207,957	-	2,125,928
Other expenses	4,543,937	3,199,831	3,206,784	10,950,552
Depreciation & amortization	3,613,758	8,749,588	-	12,363,346
Professional services & legal costs	24,559,483	6,224,459	6,857,421	37,641,363
Outsourcing	26,443,012	717,830	39,403	27,200,245
Facilities	208	1,042,268	80,480	1,122,956
Marketing - Advertising	27,384	1,010,846	2,698,211	3,736,441
Travelling	269,937	530,278	1,667,151	2,467,366
Inventories used	1,491,452	-	-	1,491,452
Total	**96,777,447**	**39,162,741**	**21,604,177**	**157,544,365**

Other expenses mainly include IT expenses (royalties, licences and software services) and expenses occurred in relation to the servicing of portfolios.

	COMPANY 1/1/2023 - 31/12/2023			
	Cost of sales	**Administrative expenses**	**Marketing expenses**	**Total**
Professional services & legal costs	-	1,286,545	-	1,286,545
Tax and duties	-	500,000		500,000
Total	**-**	**1,786,545**	**-**	**1,786,545**

	COMPANY 1/1/2024 - 31/12/2024			
	Cost of sales	**Administrative expenses**	**Marketing expenses**	**Total**
Professional services & legal costs	-	406,283	-	406,283
Total	**-**	**406,283**	**-**	**406,283**

33. Audit Fees

Auditors' remuneration

During the year, the Group, including its overseas subsidiaries, obtained the following services from the Company's auditor:

	31/12/2024	**31/12/2023**
Fees payable to the Company's auditor and its subsidiaries		
- For the audit of the parent Company and consolidated financial statements	179,443	123,540
- For the audit of subsidiary companies	98,733	84,517
- The provision of corporation tax services	32,000	27,500
Total	**310,176**	**235,557**

34. Employee benefits

	GROUP	
	1/1/2024 - 31/12/2024	**1/1/2023 - 31/12/2023**
Wages and salaries	48,853,233	46,440,574
Social Security	9,087,535	7,631,182
Cost of defined benefit plans	352,828	306,146
Other employee benefits	151,120	53,056
Total	**58,444,716**	**54,430,958**

As of December 31, 2024, the Group had a total of 1,083 employees, compared to 938 employees as of December 31, 2023 respectively.

The table below provides an overview of the Group's total number of employees as of December 31, 2024, and 2023.

Employees	**Country**	**2024**	**2023**
Qualco S.A.	Greece	636	591
Quant S.A.	Greece	234	254
Qualco (UK) Limited	United Kingdom	51	53
Qualco Real Estate	Cyprus	4	4
Qualco Real Estate (branch)	Greece	27	19
A.I. Synthetica Solutions Limited	Greece	27	17
d.d. Synergy Hellas S.A.	Greece	41	-
Middle Office Services S.A.	Greece	63	-
Total		**1,083**	**938**

All employees provide their services in Greece and the United Kingdom.

The Company had no personnel in 2024 and 2023. The Company employed two directors with service contracts.

35. Finance income and expenses

	GROUP		COMPANY	
	1/1/2024 - 31/12/2024	**1/1/2023 - 31/12/2023**	**1/1/2024 - 31/12/2024**	**1/1/2023 - 31/12/2023**
Finance income				
Interest income	272,850	285,695	-	-
Amortization of government grant	64,494		-	-
	337,344	**285,695**	**-**	**-**
Finance expense				
Interest and bank expenses on bank loans	(1,980,251)	(1,709,124)	(91,847)	(87,256)
Commissions of letters of guarantee and other related bank charges	(570,125)	(229,496)		
Interest cost on leasing	(710,462)	(975,459)	-	-
Other	-			
	(3,260,838)	**(2,914,079)**	**(91,847)**	**(87,256)**
Finance (expenses) / income, net	**(2,923,494)**	**(2,628,384)**	**(91,847)**	**(87,256)**

36. Income tax

The tax on the Group's profit before tax is different from the theoretical amount that would arise using the weighted average tax rate applicable to losses of the consolidated entities as, follows:

	GROUP	
	1/1/2024 - 31/12/2024	**1/1/2023 - 31/12/2023**
Current tax expense	(8,047,370)	(7,580,808)
Deferred Tax	796,726	(590,314)
	(7,250,644)	**(8,171,122)**

	GROUP	
	31/12/2024	**31/12/2023**
Accounting profit before tax	**22,867,384**	**26,966,363**
Tax rate applicable in Greece	22%	22%
Tax based on applicable tax rate	(5,030,824)	(5,932,600)
Adjustments		
Remeasurement of deferred tax - change of tax rate	-	-
Tax effect of non-deductible expenses in determining taxable profit	(2,010,529)	(2,007,444)
Tax losses for which no deferred tax is recognized	-	(231,668)
Tax effect of deduction: R&D expenses	330,000	698,500
Effect from different tax rates applying in other countries where the Group operates	-	-
Other differences	(539,291)	(697,910)
Tax charge	**(7,250,644)**	**(8,171,122)**

	Company	
	1/1/2024 - 31/12/2024	**1/1/2023 - 31/12/2023**
Current tax expense	-	-
Deferred Tax	-	-
	-	**-**

	Company	
	31/12/2024	**31/12/2023**
Accounting profit before tax	**13,061,870**	**8,204,667**
Tax rate applicable in the UK	25%	25%
Tax based on applicable tax rate	(3,265,468)	(2,051,167)
Adjustments		
Tax effect of non-taxable income	3,390,000	2,519,617
Tax losses for which no deferred tax is recognized	(124,532)	(468,450)
Tax charge	**-**	**-**

37. Related party transactions and balances

The aggregate amounts of sales and purchases from the beginning of the year, as well as the closing balances of receivables and liabilities at year end, which have resulted from transactions with related parties under IAS 24, are as follows:

(a) Transactions with related parties

	GROUP		COMPANY	
	1/1/2024 - 31/12/2024	**1/1/2023 - 31/12/2023**	**1/1/2024 - 31/12/2024**	**1/1/2023 - 31/12/2023**
Sales of goods and services to associate	3,597,915	3,249,668	-	-
Other operating income	38,610	102,264	-	-
Finance income from subsidiaries	-	-	-	-
Purchases of services from subsidiaries	-	-	-	-
Purchases of services from other related parties	932,000	543,000	-	-
Finance expense to subsidiaries	-	-	-	-
Key management compensation	4,969,638	4,837,515	78,400	98,400

(b) Year end balances arising from sales and purchases of goods and services

	GROUP		COMPANY	
	31/12/2024	**31/12/2023**	**31/12/2024**	**31/12/2023**
Trade receivables from subsidiaries	-	-	-	-
Other receivables from subsidiaries	-	-	-	-
Loan granted to subsidiary	-	-	-	-
Trade receivables from other related parties	949,719	119,010	-	-
Loans granted to other related parties	-	-	-	-
Trade payables to subsidiaries	-	-	-	-
Other liabilities to subsidiaries	-	-	-	-
Financing - Long-term borrowings	-	-	2,170,000	1,690,000
Trade payables to other related parties	-	29,467	-	9,371

Payables to related parties, apart from financing, are non-interest bearing and there is no fixed date of repayment.

On November 20, 2024 the Board of Directors of Qualco Holdco Ltd approved the distribution of dividend to its shareholders amounting to €12.0 million. The dividend is expected to be paid in three tranches, the 1st in March 2025 and the other two until June 30, 2026. Previously in the year, Qualco Europe Holding Ltd had approved the distribution of a dividend to Qualco Holdco Ltd amounting to €13.56 million of which an amount of €1.085 mil was paid in December 2024 and an amount of €12.52 million remained outstanding and is expected to be paid to Qualco Holdco Ltd in three tranches, the 1st in March 2025 and the other two until June 30, 2026. The payment of dividends between the Group companies is not expected to have any tax consequences.

38. Contingencies

(a) Legal cases

No legal proceedings have been initiated against the Group or the Company that are expected to have a significant effect on the financial position or the operations of the Group or the Company.

(b) Guarantees

The Group has issued letters of guarantee to various beneficiaries to assure their liabilities. As at December 31, 2024 had issued letters of guarantee amounting to €5.8 million.

39. Events after the reporting date

In January 2025 Qualco S.A. drew down a second installment from the RRF Facility (note 23) of a total amount of €9.5 mil.

Following the spin-off of its securitisation and management of (non-banking) receivables' services into a new entity called Qualco Intelligent Finance Single Member S.A., on February 6, 2025, Qualco S.A. entered into a long-term strategic partnership with Public Power Corporation S.A. ("PPC"), Greece's leading electricity producer and supplier. Under the terms of the agreement, Qualco S.A. and PPC will enhance the long and successful cooperation through a new partnership previously, and PPC will acquire a 25.00% interest in this entity, by acquiring 250 ordinary shares of the QIF, with a nominal value of one hundred €100,00) each.

Through this transaction, the revenue from the PPC is secured for at least a decade estimated in excess of €600 million. Moreover, new growth opportunities are created as both Qualco and PPC have committed to assist the new entity with new growth opportunities and collaborations which they will jointly pursue. Qualco S.A. will have the control of this partnership.

Qualco Group Single Member S.A. was established on February 8, 2025 as a single-member société anonyme. On March 13, 2025, the Selling Shareholders exchanged their holdings in Qualco Holdco Limited with the shares in Qualco Group Single Member S.A. pursuant to the Share-for-Share Exchange. Following the Share-for-Share exchange, Qualco Group Single Member S.A. was renamed to Qualco Group S.A. and become the holding company of the Group. Therefore, Qualco Group S.A. holds 100% of the share capital of Qualco Holdco Limited, and its financial statements will be included in the consolidated financial statements prepared by Qualco Group S.A. Also, following the establishment of Qualco Group S.A., four directors of Qualco Holdco Ltd have been resigned and have been appointed as directors of Qualco Group S.A.

On February 15, 2025, Quento Technologies Single Member S.A. ("Quento S.A." and/or "Q-ICT") was established as a single-member société anonyme. Quento S.A., is a wholly-owned subsidiary of Qualco S.A. and its primary focus is on delivering Information & Communication Technologies ("ICT") solutions and services.

On February 19th 2025 Qualco SA acquired a further shareholding of 20.1% in its associate company Indice S.A. for a purchase price of €1.6 mil reaching a shareholding of 50.1%. Following that transaction the entity has become a subsidiary of the Group.

Apart from the ones mentioned above, no other adjusting or significant non-adjusting events have occurred between the 31 December reporting date and the date of authorization.

40. First time adoption of IFRSs as adopted by the EU

These financial statements, for the year ended 31 December 2024, are the first the Company and the Group have prepared in accordance with IFRS as adopted by the EU. For periods up to and including the year ended 31 December 2023, the Company and the Group prepared its financial statements in accordance with UK-adopted International Accounting Standards. From the restatement performed in order to comply with the IFRSs as adopted by the EU there were no adjustments. Hence the opening financial statement of financial position presented in these financial statements is identical with the statement of financial position as previously reported under the IFRS as adopted by the UK.