

**VASSILIKO CEMENT CLEAN ENERGY
SUPPLY LTD**

FINANCIAL STATEMENTS
31 December 2024

VASSILIKO CEMENT CLEAN ENERGY SUPPLY LTD

FINANCIAL STATEMENTS

Year ended 31 December 2024

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VASSILIKO CEMENT CLEAN ENERGY SUPPLY LTD

BOARD OF DIRECTORS AND OTHER CORPORATE INFORMATION

Board of Directors

Antonios A. Antoniou
George St. Galatariotis
George S. Savva

Company Secretary

Maria Mavridou

Independent Auditors

Ernst & Young Cyprus Limited
Certified Public Accountants and Registered Auditors
27 Spyrou Kyprianou Ave.,
4003 Mesa Yitonia
Limassol
Cyprus

Registered office

Kyriakou Matsi, 1A
Koupati Building, 4th floor
Agioi Omologites
1082, Nicosia, Cyprus

Bankers:

Hellenic Bank Public Company Ltd

Registration number

HE 425746



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Independent Auditor's Report

To the Members of Vassiliko Cement Clean Energy Supply Ltd

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Vassiliko Cement Clean Energy Supply Ltd (the "Company"), which are presented in pages 4 to 14 and comprise the statement of financial position as at 31 December 2024, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes of the financial statements, including material accounting policy information.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31 December 2024, and of its financial performance and its cash flows for the year then ended in accordance with IFRS Accounting Standards as adopted by the European Union and the requirements of the Cyprus Companies Law, Cap. 113.

Basis for Opinion

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

Responsibilities of the Board of Directors for the Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

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



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Auditor's Responsibilities for the Audit of the Financial Statements (continued)

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

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

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

Other Matter

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

Kyriakos Christodoulou
Certified Public Accountant and Registered Auditor
for and on behalf of

Ernst & Young Cyprus Limited
Certified Public Accountants and Registered Auditors

Limassol, 28 March 2025

VASSILIKO CEMENT CLEAN ENERGY SUPPLY LTD

STATEMENT OF COMPREHENSIVE INCOME

Year ended 31 December 2024

	Note	2024 €	2023 €
Administration expenses	8	<u>(1.678)</u>	<u>(2.046)</u>
Operating loss		(1.678)	(2.046)
Finance costs	9	<u>(213)</u>	<u>(135)</u>
Loss before tax		(1.891)	(2.181)
Tax	10	<u>-</u>	<u>-</u>
Net loss for the year		(1.891)	(2.181)
Other comprehensive loss		<u>-</u>	<u>-</u>
Total comprehensive loss for the year		<u>(1.891)</u>	<u>(2.181)</u>

The notes on pages 8 to 14 form an integral part of these financial statements.

VASSILIKO CEMENT CLEAN ENERGY SUPPLY LTD

STATEMENT OF FINANCIAL POSITION

31 December 2024

	Note	2024 €	2023 €
ASSETS			
Current assets			
Other receivables	11	4.412	-
Cash at bank	12	-	9.717
Total assets		4.412	9.717
EQUITY AND LIABILITIES			
Equity			
Share capital	13	10.000	10.000
Accumulated losses		(7.226)	(5.335)
Total equity		2.774	4.665
Current liabilities			
Other payables	14	1.638	5.052
		1.638	5.052
Total equity and liabilities		4.412	9.717

On 28 March 2025 the Board of Directors of Vassiliko Cement Clean Energy Supply Ltd authorised these financial statements for issue.


.....
Antonios A. Antoniou
Director


.....
George S. Savva
Director

The notes on pages 8 to 14 form an integral part of these financial statements.

VASSILIKO CEMENT CLEAN ENERGY SUPPLY LTD

STATEMENT OF CHANGES IN EQUITY

Year ended 31 December 2024

	Share capital €	Accumulated losses €	Total €
Balance at 1 January 2023	10.000	(3.154)	6.846
Net loss for the year	-	(2.181)	(2.181)
Balance at 31 December 2023/ 1 January 2024	10.000	(5.335)	4.665
Net loss for the year	-	(1.891)	(1.891)
Balance at 31 December 2024	10.000	(7.226)	2.774

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

The notes on pages 8 to 14 form an integral part of these financial statements.

VASSILIKO CEMENT CLEAN ENERGY SUPPLY LTD

STATEMENT OF CASH FLOWS

Year ended 31 December 2024

	Note	2024 €	2023 €
CASH FLOWS FROM OPERATING ACTIVITIES			
Loss before tax		<u>(1.891)</u>	<u>(2.181)</u>
		(1.891)	(2.181)
Changes in working capital:			
Increase in other receivables		(4.412)	-
(Decrease)/increase in other payables		<u>(3.414)</u>	<u>2.045</u>
Cash used in operations		<u>(9.717)</u>	<u>(136)</u>
CASH FLOWS FROM INVESTING ACTIVITIES		<u>-</u>	<u>-</u>
CASH FLOWS FROM FINANCING ACTIVITIES		<u>-</u>	<u>-</u>
Net decrease in cash and cash equivalents		(9.717)	(136)
Cash and cash equivalents at beginning of the year		<u>9.717</u>	<u>9.853</u>
Cash and cash equivalents at end of the year	12	<u><u>-</u></u>	<u><u>9.717</u></u>

The notes on pages 8 to 14 form an integral part of these financial statements.

VASSILIKO CEMENT CLEAN ENERGY SUPPLY LTD

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

1. Corporate information

Country of incorporation

Vassiliko Cement Clean Energy Supply Ltd (the "Company") was incorporated in Cyprus on 17 September 2021 as a private limited liability company under the provisions of the Cyprus Companies Law, Cap. 113. Its registered office is at Kyriakou Matsi, 1A, Koupati Building, 4th floor, Agioi Omologites, 1082, Nicosia, Cyprus.

Principal activities

The Company remained dormant during 2024.

Operating Environment of the Company

On 24 February 2022, Russia launched a military operation in Ukraine. Many governments are taking increasingly stringent measures against Russia and Belarus. These measures have already slowed down the economies both in Cyprus but globally as well with the potential of having wider impacts on the respective economies as the measures persist for a greater period of time. The main concern at the moment is the rise of inflation, the uncertainty mainly about tourism and financial services and the increase in the price of fuel, which will affect household incomes and business operating costs.

On 7 October 2023, a conflict between Hamas and Israel was commenced in Israel - Gaza border. The entities that have direct or indirect business operations, interests or investments in the war area or that conduct business with counterparties that do, may have material impacts and risks of potential future impacts related to the war, including potential or actual disruption to suppliers, customers, or employees, among other considerations.

The financial effect of the current crisis on the global economy and overall business activities cannot be estimated with reasonable certainty at this stage, due to the pace at which the conflict prevails and the high level of uncertainties arising from the inability to reliably predict the outcome. Management's current expectations and estimates could differ from actual results, but the effect is not considered to be material.

The Company's management believes that it is taking all the necessary measures to maintain the viability of the Company and the development of its business in the current business and economic environment. Management will continue to monitor the situation closely.

2. Basis of preparation

The financial statements have been prepared in accordance with IFRS Accounting Standards (IFRSs) as adopted by the European Union (EU) and the requirements of the Cyprus Companies Law, Cap. 113. The financial statements have been prepared under the historical cost convention.

3. Adoption of new or revised standards and interpretations

During the current year the Company adopted all the new and revised IFRSs that are relevant to its operations and are effective for accounting periods beginning on 1 January 2024. This adoption did not have a material effect on the accounting policies of the Company.

4. Material accounting policies

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

VASSILIKO CEMENT CLEAN ENERGY SUPPLY LTD

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

4. Material accounting policies (continued)

Going concern basis

The Company incurred a loss of €1.891 for the year ended 31 December 2024, but, as at 31 December 2024, the Company's current assets exceeded its current liabilities by €2.774. Included in current assets a total amount of €4.412 is due from the parent company. The Company is dependent upon the continuing financial support of its parent company without which there would be significant doubt about its ability to continue as a going concern as well as its ability to realise its assets and discharge its liabilities in the ordinary course of business. The parent company has indicated its intention to continue providing such financial assistance to the Company to enable it to continue as a going concern and to meet its obligations as they fall due. As a result, the Board of Directors concluded that no material uncertainty exists over the next 12 months from approving these financial statements.

Tax

Current tax liabilities and assets are measured at the amount expected to be paid to or recovered from the taxation authorities, using the tax rates and laws that have been enacted, or substantively enacted, by the reporting date.

Financial assets - Classification

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

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

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

All other financial assets are classified as measured at FVTPL.

Financial assets - Recognition and derecognition

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

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

Financial assets - Measurement

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

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

VASSILIKO CEMENT CLEAN ENERGY SUPPLY LTD

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

4. Material accounting policies (continued)

Financial assets - impairment - credit loss allowance for ECL

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

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

The Company applies general approach - three stage model for impairment. The Company applies a three stage model for impairment, based on changes in credit quality since initial recognition. A financial instrument that is not credit-impaired on initial recognition is classified in Stage 1.

Financial assets - Reclassification

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

Financial assets - write-off

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

Cash and cash equivalents

For the purpose of the statement of cash flows, cash and cash equivalents comprise cash at bank. Cash and cash equivalents are carried at amortised cost because: (i) they are held for collection of contractual cash flows and those cash flows represent SPPI, and (ii) they are not designated at FVTPL.

Financial liabilities - measurement categories

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

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

Other payables

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

VASSILIKO CEMENT CLEAN ENERGY SUPPLY LTD

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

4. Material accounting policies (continued)

Share capital

Ordinary shares are classified as equity.

Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made. Where the Company expects a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain.

5. New accounting pronouncements

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

6. Financial risk management objectives and policies

Financial risk factors

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

6.1 Liquidity risk

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

6.2 Capital risk management

Capital includes equity shares.

The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions, in order to ensure that it will be able to continue as a going concern while maximising the return to shareholders through the optimisation of the debt and equity balance. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

The Company's overall objectives, policies and processes remain unchanged from last year.

7. Critical accounting estimates and judgments

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

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

VASSILIKO CEMENT CLEAN ENERGY SUPPLY LTD

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

7. Critical accounting estimates and judgments (continued)

Judgments

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

- **Going concern basis**

The assessment of the Company for the appropriateness of the use of the going concern basis is disclosed in note 4.

8. Administration expenses

	2024	2023
	€	€
Annual levy	-	350
Auditor's remuneration	1.071	977
Other professional fees	607	719
	<u>1.678</u>	<u>2.046</u>

9. Finance costs

	2024	2023
	€	€
Bank charges	213	135
	<u>213</u>	<u>135</u>

10. Tax

The tax on the Company's results before tax differs from theoretical amount that would arise using the applicable tax rates as follows:

	2024	2023
	€	€
Loss before tax	<u>(1.891)</u>	<u>(2.181)</u>
Tax calculated at the applicable tax rates	(236)	(273)
Tax effect of expenses not deductible for tax purposes	103	151
Tax effect of tax loss for the year	<u>134</u>	<u>122</u>
Tax charge	<u>-</u>	<u>-</u>

The corporation tax rate is 12,5%.

Due to tax losses sustained in the year, no tax liability arises on the Company. As at 31 December 2024, the balance of tax losses which is available for offset against future taxable profits amounts to €4.852 for which no deferred tax asset is recognised in the statement of financial position.

VASSILIKO CEMENT CLEAN ENERGY SUPPLY LTD

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

11. Other receivables

	2024	2023
	€	€
Other receivables from related parties (Note 15.1)	<u>4.412</u>	-
	<u>4.412</u>	-

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

12. Cash at bank

Cash balances are analysed as follows:

	2024	2023
	€	€
Cash at bank	<u>-</u>	9.717
	<u>-</u>	9.717

13. Share capital

	2024	2024	2023	2023
	Number of shares	€	Number of shares	€
Authorised				
Ordinary shares of €1 each	<u>100.000</u>	<u>100.000</u>	<u>100.000</u>	<u>100.000</u>
Issued and fully paid				
Balance at 1 January	<u>10.000</u>	<u>10.000</u>	<u>10.000</u>	<u>10.000</u>
Balance at 31 December	<u>10.000</u>	<u>10.000</u>	<u>10.000</u>	<u>10.000</u>

Authorised capital

Under its Memorandum, the Company fixed its share capital at 100.000 ordinary shares of nominal value of €1 each.

Issued capital

Upon incorporation on 17 September 2021 the Company issued to the subscribers of its Memorandum of Association ordinary shares of €1 each at par.

14. Other payables

	2024	2023
	€	€
Trade payables	-	1.155
Shareholders' current accounts - credit balances (Note 15.2)	-	2.409
Other payables and accruals	<u>1.638</u>	1.488
	<u>1.638</u>	5.052

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

VASSILIKO CEMENT CLEAN ENERGY SUPPLY LTD

NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2024

15. Related party transactions

The Company is controlled by Vassiliko Cement Works Public Company Ltd, incorporated in Cyprus, which owns 100% of the Company's shares.

The following transactions were carried out with related parties:

15.1 Shareholders' current accounts - debit balances (Note 11)

	2024	2023
	€	€
Vassiliko Cement Works Public Company Ltd	<u>4,412</u>	<u>-</u>

The shareholders' current accounts is interest free and has no specified repayment date.

15.2 Shareholders' current accounts - credit balances (Note 14)

	2024	2023
	€	€
Vassiliko Cement Works Public Company Ltd	<u>-</u>	<u>2,409</u>

The shareholders' current accounts is interest free and has no specified repayment date.

16. Contingent liabilities

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

17. Commitments

The Company had no capital or other commitments as at 31 December 2024 and 31 December 2023.

18. Events after the reporting period

There were no material events after the reporting period, which have a bearing on the understanding of the financial statements.

Independent Auditor's Report on pages 2 to 3