

WEREALIZE.COM LIMITED

REPORT AND CONSOLIDATED FINANCIAL
STATEMENTS

31 December 2023

REPORT AND CONSOLIDATED FINANCIAL STATEMENTS

For the year ended 31 December 2023

CONTENTS	PAGE
Management report	2 - 3
Independent auditor's report	4 - 6
Consolidated Statement of financial position	7
Consolidated Statement of comprehensive income	8
Statement of changes in equity	9
Consolidated Cash flow statement	10
Notes to the financial statements	11 - 60

MANAGEMENT REPORT

The Board of Directors presents its report and audited consolidated financial statements of the Company and its subsidiaries (together with the Company, the "Group") for the year ended 31 December 2023.

Principal activities and nature of operations of the Group

The principal activities of the Group, continue to comprise of holding of investment properties, design and development of system and payment solutions, electronic communication services and networks and payment services.

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

The Group's development to date, financial results and position as presented in the consolidated financial statements are not considered satisfactory and the Board of Directors is making an effort to reduce the Group's losses.

Principal risks and uncertainties

The principal risks and uncertainties faced by the Group are disclosed in notes 4 of the consolidated financial statements.

Future developments of the Group

The Group is exposed to market price risk, interest rate risk, credit risk and dividends from the financial instruments it holds.

Use of financial instruments by the Group

The Group is exposed to market price risk, interest rate risk, credit risk and dividends from the financial instruments it holds.

Market price risk

Market price risk is the risk that the value of financial instruments will fluctuate as a result of changes in market prices. The Group's financial assets at fair value through other comprehensive income are susceptible to market price risk arising from uncertainties about future prices of the investments. The Group's market price risk is managed through diversification of the investment portfolio.

Interest rate risk

Interest rate risk is the risk that the value of financial instruments will fluctuate due to changes in market interest rates. The Group's income and operating cash flows are substantially dependent on changes in market interest rates as the Group has significant interest-bearing assets. The Group is exposed to interest rate risk in relation to its non-current borrowings. Borrowings issued at variable rates expose the Group to cash flow interest rate risk. Borrowings issued at fixed rates expose the Group to fair value interest rate risk. Management monitors the interest rate fluctuations on a continuous basis and acts accordingly.

Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to meet an obligation. Credit risk arises from cash and cash equivalents, contractual cash flows of debt investments carried at amortised cost, at fair value through other comprehensive income (FVOCI), favourable derivative financial instruments and deposits with banks and financial institutions, as well as credit exposures to customers, including outstanding receivables and contract assets as well as lease receivables.

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

The Group's investments in debt instruments are considered to be low risk investments. The credit ratings of the investments are monitored for credit deterioration.

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 Group has procedures with the object of minimising such losses such as maintaining sufficient cash and other highly liquid current assets and by having available an adequate amount of committed credit facilities.

Results

The Group's results for the year are set out on page 8. The net loss for the year is carried forward.

Dividends

The Company did not have any distributable profits as at 31 December 2023, thus the Board of Directors cannot recommend the payment of a dividend.

Share capital

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

Board of Directors

The members of the Group's Board of Directors as at 31 December 2023 and at the date of this report are presented on page 1. As at 15 December 2023, Globemax Management Limited and Stelle Kattashi resigned as directors and on the same date Mark Klerides, Dimitrios Kontoulis, Stella Koukoni and Christos Tsikouris were appointed directors.

In accordance with the Company's Articles of Association all Directors presently members of the Board continue in office.

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

Independent Auditors

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

By order of the Board of Directors,

PM Secretarial Limited
Secretary

Nicosia, 24 December 2024

Independent Auditor's Report

To the Members of Werealize.com Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Werealize.com Limited (the "Company") and its subsidiaries (together with the Company, "the Group"), which are presented in pages 7 to 60 and comprise the consolidated statement of financial position as at 31 December 2023, and the consolidated income statement, consolidated statement of comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2023, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union and the requirements of the Cyprus Companies Law, Cap. 113.

Basis for Opinion

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

Other information

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

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

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

Independent Auditor's Report (continued)

To the Members of Werealize.com Limited

Responsibilities of the Board of Directors for the Consolidated Financial Statements

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

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

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

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

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

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

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

Independent Auditor's Report (continued)

To the Members of Werealize.com Limited

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves a true and fair view.
- Obtain sufficient and appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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.

Report on Other Legal Requirements

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

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

Other Matter

This report, including the opinion, has been prepared for and only for the Group'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.

A handwritten signature in blue ink, appearing to read 'Petros Nacouzi'.

Petros Nacouzi
Certified Public Accountant and Registered Auditor
for and on behalf of
Mazars Limited
Certified Public Accountants and Registered Auditors

Nicosia, 24 December 2024

Consolidated Statement of Financial Position

Amounts in €	Note	31/12/2023	31/12/2022
Non-current assets			
Property plant & equipment	6.1	18.058.774	25.966.755
Intangible assets & Goodwill	6.2	20.403.313	12.960.257
Right-of-use assets	6.3	25.798.515	21.473.166
Investments in associates	6.4	1.377.727	2.030.824
Financial assets in fair value OCI	6.5	5.867.079	16.921.029
Deferred tax assets	6.6	216.500	372.570
Other non-current assets	6.7	6.172.161	5.781.139
Total non-current assets		77.894.069	85.505.740
Current assets			
Inventories	6.8	8.000.583	6.126.064
Trade and other receivables	6.9	1.102.948	5.541.993
Loans and other financial receivables	6.10	14.612.907	10.409.189
Prepayments	6.11	2.005.306	3.925.470
Income tax receivables	6.12	373.238	631.838
Other current assets	6.13	98.360.956	41.154.408
Financial assets at fair value through OCI		129.363.904	89.567.159
Cash and cash equivalents	6.14	414.562.819	410.632.939
Total current assets		668.382.661	567.989.060
Total assets		746.276.730	653.494.800
Equity			
Share capital	6.15	21.726	21.746
Share premium	6.16	10.168.815	6.688.795
Reserves	6.17	234.382.606	234.337.026
Reserves from actuarial differences	-	(7.591)	20.438
Foreign exchange differences	-	(684.893)	(157.983)
Retained earnings	6.18	(101.160.082)	(54.926.047)
Total equity		142.720.581	185.983.975
Equity attributable to the parent		76.193.644	95.137.261
Equity attributable to the NCI		66.526.937	90.846.714
Non-current liabilities			
Borrowings	6.19	647.442	-
Lease liabilities	6.4	25.270.626	22.622.684
Employee benefit obligations	6.20	296.184	175.241
Provisions	6.21	8.227.401	6.555.949
Deposits from customers	6.25	8.446.671	8.372.667
Total Long Term Liabilities		42.908.324	37.726.541
Current liabilities			
Trade and other payables	6.22	49.787.480	10.921.957
Borrowings	6.19	24.632.595	50.027.514
Lease liabilities	6.3	4.023.182	1.453.735
Income tax liabilities	6.23	1.224.099	489.429
Payables to merchants	6.26	420.326.471	323.236.041
Other current liabilities	6.24	60.413.710	43.246.351
Deposits from customers	6.25	240.288	409.257
Total Short Term Liabilities		560.647.825	429.784.284
Total Equity & Liabilities		746.276.730	653.494.802

Consolidated Statement of Comprehensive Income

Amounts in €	Note	1/1/2023- 31/12/2023	1/1/2022- 31/12/2022
Revenues	6.27	187.354.288	121.848.290
Interchange and scheme fees	6.28	(61.944.947)	(42.109.834)
Interest Income		2.562.825	331.848
Interest Expense		(15.088)	(325.164)
Net revenues		127.957.078	79.745.140
Other operating income	6.29	859.512	1.038.533
minus: direct cost of sales	6.30	(30.581.470)	(20.229.920)
Cost of sales of goods	6.30	(18.430.690)	(2.960.168)
Gross profit		79.804.430	57.593.585
Payroll and related expenses	6.30	(59.901.617)	(45.520.248)
General, selling and administrative expenses	6.30	(51.517.260)	(31.187.882)
Depreciation and amortization expense	6.30	(11.326.818)	(8.887.822)
Other operating gains/(losses) – net	6.30	(203.001)	(1.070.324)
Operating		(43.144.266)	(29.072.691)
Finance expense	6.31	(5.161.658)	(30.007.776)
Finance income	6.31	8.133.637	992.032
Gains/(losses) from investments	6.32	181.773	2.247.331
Gains from modification of convertible bonds		-	24.628.083
Loss before tax		(39.990.514)	(31.213.021)
Income tax expense	6.33	(2.113.478)	(1.565.908)
Loss after tax		(42.103.992)	(32.778.929)
<u>Items that will not be reclassified to profit or loss:</u>			
Actuarial (loss)/gains		(35.935)	14.451
Income tax relating to items that will not be reclassified		7.906	(3.211)
Net other comprehensive (loss)/income that will not be reclassified to profit or loss in subsequent periods		(28.029)	11.240
<u>Items that may be reclassified subsequently to profit or loss:</u>			
Foreign currency translation		(408.378)	(230.996)
Net other comprehensive loss that may be reclassified to profit or loss in subsequent periods		(436.407)	(219.756)
Total comprehensive loss for the year, net of tax		(42.540.399)	(32.998.686)
Total comprehensive loss attributable to:			
Equity holder of the parent		(22.469.197)	(18.999.980)
Non-controlling interest		(20.071.202)	(13.998.706)
Basic Loss per share (€/share)	6.34	(1.839,83)	(1.435,34)

EBITDA Reconciliation

Amounts in €	1/1/2023- 31/12/2023	1/1/2022- 31/12/2022
Loss before tax	(39.990.514)	(31.213.021)
(+) Gains/(losses) from investments	(181.773)	(2.247.331)
(+) Financial expenses/(income) - net	(2.971.979)	29.015.744
(+) Depreciation and amortization	11.326.818	8.887.822
(+) Gains from modification of convertible bonds	-	(24.628.083)
ADJUSTED EBITDA	(31.817.448)	(20.184.869)

Consolidated Statement of Changes in Equity

<i>Amounts in €</i>	Share capital	Share premium	Reserves	Reserves from actuarial differences	Foreign exchange differences	Retained earnings	Total equity	Non-controlling interest
Restated Balance as at 1/1/2022	21.746	6.688.795	68.327.266	10.425	(45.519)	(35.888.307)	39.114.406	19.503.549
Total comprehensive income/(loss) for the period, net of tax	-	-	-	11.240	-	(32.798.131)	(32.786.891)	(15.808.183)
Bond loan conversion	-	-	(2.998.835)	-	-	2.998.835	-	-
Warrant equity instruments recognition	-	-	2.998.835	-	-	-	2.998.835	1.454.735
Share based payments (IFRS 2)	-	-	8.991.993	-	-	-	8.991.993	4.362.016
Foreign currency translation	-	-	-	-	(112.464)	-	(112.464)	(54.556)
Changes in equity	-	-	167.779.323	(1.227)	-	-	167.778.096	81.389.153
Exercise of stock option plan (IFRS 2)	-	-	(10.761.556)	-	-	10.761.556	-	-
Balance as at 31/12/2022	21.746	6.688.795	234.337.026	20.438	(157.983)	(54.926.047)	185.983.975	90.846.714
Balance as at 1/1/2023	21.746	6.688.795	234.337.026	20.438	(157.983)	(54.926.047)	185.983.975	90.846.714
Total comprehensive income/(loss) for the period, net of tax	-	-	-	(28.029)	-	(42.103.992)	(42.132.021)	(20.071.202)
Share capital increase	980	45.079.020	-	-	-	-	45.080.000	-
Share capital and premium reduction	(1.000)	(41.599.000)	-	-	-	-	(41.600.000)	-
Foreign currency translation	-	-	-	-	(408.378)	-	(408.378)	-
Formation of a statutory reserve	-	-	-	-	-	(4.248.575)	(4.248.575)	(4.248.575)
Other Changes in equity	-	-	-	-	(118.532)	118.532	-	-
Reserve stock option plan (IFRS 2)	-	-	45.580	-	-	-	45.580	-
Balance as at 31/12/2023	21.726	10.168.815	234.382.606	(7.591)	(684.893)	(101.160.082)	142.720.581	66.526.937

Consolidated Cash Flow Statement

Amounts in €	1/1/2023- 31/12/2023	1/1/2022- 31/12/2022
Cash flows from operating activities		
Profit/(Loss) before tax	(39.990.513)	(31.213.022)
<i>Adjustments for the reconciliation of net cash flows from operating activities</i>		
Amortization/ depreciation of intangible and tangible assets	11.326.818	8.650.865
Gains from sale of tangible fixed assets	218.118	(2.934.938)
Gains from disposal of assets	-	(451.337)
Net extraordinary gains	358.052	-
Termination of stock option plan (IFRS2)	45.580	8.991.993
Gain from modification of convertible bond	-	(24.628.083)
Cost of retirement benefits to staff	75.481	65.634
Losses from exchange differences	425.170	2.093.082
(Reversal)/Impairment of trade receivables	(13.179)	130.005
Interest income	(8.133.637)	(727.404)
Interest and other financial expenses	5.161.658	28.419.239
Operating results before changes in working capital	(30.526.452)	(11.603.966)
Increase/(decrease) in:		
Inventory change	(1.874.518)	(1.876.184)
Change in receivables	(61.088.502)	(32.121.725)
Increase/(decrease) in:		
Change in liabilities	130.863.542	118.788.437
Cash flows from operating activities	37.374.070	73.186.362
Payments for income tax	916.702	(960.588)
Interest paid	(2.632.808)	(1.682.543)
Net cash flows from operating activities	35.657.964	70.543.231
Cash flows from investment activities		
Payments for purchases of tangible and intangible fixed assets	(13.803.393)	(39.466.205)
Sales of tangible fixed assets	61.730	31.518.361
Loans granted/repaid	(4.403.539)	(7.138.448)
Acquisition of financial assets at FVOCI	(23.827)	(14.702.388)
Proceeds from sale of investments	-	1.350.190
Proceeds from or (payment) for sale or acquisition of investments	(44.743.803)	(89.567.159)
Interest received	8.133.629	727.404
Net cash flows from investment activities	(54.779.203)	(119.881.380)
Cash flows from financing activities		
Injection of capital	35.006.000	182.178.776
Share capital increase expenses	-	(7.707.147)
Proceeds from borrowings	-	29.738.748
Interest paid	(1.834.988)	-
Repayment of loans	(5.566.454)	(71.735.007)
Lease repayments	(4.553.439)	(1.606.042)
Cash flows used in financing activities	23.051.119	130.869.327
Net increase/(decrease) in cash equivalents and equivalent	3.929.880	81.531.179
Cash equivalents and equivalent at the beginning of the period	410.632.939	329.101.761
Cash equivalents at the end of the period	414.562.819	410.632.939

1. General Information

1.1 The Company

The Company “**WEREALIZE.COM LIMITED**”, with the distinctive title “**WEREALIZE**” (the Company), is registered in Cyprus as a Limited Liability Company according to the provisions of Company Law Cap. 113, with headquarters in 2 Romanos Street, Tlais Tower, 1st Floor, Flat 101, CY 1070, Nicosia, Cyprus.

1.2 Activities

WEREALIZE was established in 2018 and its principles activities are the holding and financing of investments.

1.3 The Group

The Consolidated Financial Statements include the Company (Parent), its subsidiaries and its associates (the Group). Subsidiaries are fully consolidated from the date when control over them is acquired and cease to be consolidated from the date when control no longer exists.

Structure of the Group

Company	Headquarters	Activity	Participation 31.12.2023	Consolidation method
Werealizeproperties.com Single member S.A.	Athens, Greece	Holding of investment properties	-	Full consolidation of P&L until the date of disposal
Viva Wallet Holdings Development of Software S.A.	Athens, Greece	Design and development of system and payment solutions	51,49%	Full consolidation
More.com Online Services Single Member S.A. (ex. Viva Online Services Single member S.A.)	Athens, Greece	Electronic communications services and networks	100%	Full consolidation
Viva Payments Services Single member S.A.	Athens, Greece	Payment Services	51,49%	Full consolidation
Viva Wallet.Com Ltd	Milton Keynes, England	Payment Services	51,49%	Full consolidation
Viva Bank Single member Banking S.A.	Athens, Greece	Banking Services	51,49%	Full consolidation
TFM IKE	Athens, Greece	Online wholesale and retail sales of pharmaceutical products.	100%	Full consolidation
TFM A.E.	Athens, Greece	Online wholesale and retail sales of pharmaceutical products.	100%	Full consolidation

VIVA WALLET HOLDINGS DEVELOPMENT of SOFTWARE S.A.

Viva Wallet Holdings Development of Software S.A. was incorporated in Greece as a Societe Anonyme Company during 2000. The activities of Viva Wallet Holdings Development of Software S.A are design and development of system solutions for the integration and service of business processes in the areas:

- Banking applications
- POS card management applications, online banking systems, e-learning systems and etc.
- Interactive web applications
- The interconnection of information systems
- Online & Technology Marketing services.

WEREALIZEPROPERTIES.COM SINGLE MEMBER S.A.

Werealizeperproperties.com Single Member S.A. was incorporated in Greece on 22 October 2020. The principal activities of Werealizeperproperties.com Single Member S.A are the holdings of investments and investment properties. Werealize.com Group currently held 100% of the issued share capital of the investee as of 31 December 2021.

VIVA PAYMENTS SERVICES SINGLE MEMBER S.A (www.vivawallet.com)

VIVA PAYMENTS SA (Viva Payments) was established in November 2010 and was initially licensed by the Bank of Greece as a Payment Institution under the Law 3862/2010. Since October 2014, it constitutes the first Electronic Money Institution to be licensed by the Bank of Greece under the Law 3862/2010 and the Law 4021/2011 and its operations are regulated by Law 4537/2018 (EU 2015/2366).

The notion of Payment Service Providers was introduced by Law 3862/2010, in order to supervise through Bank of Greece payments regulation, receipts and settlements made by providers for third parties. These transactions now require the intermediary company to hold a Payment Service Provider License, such as the one held by Viva Payments.

VIVABANK SINGLE MEMBER BANKING S.A. (www.viva.bank)

The Bank was incorporated by Emporiki Bank and Credit Agricole Consumer Finance (a subsidiary of Credit Agricole SA) in 2003. On 3rd of August 2020, 100% of the Bank's shares were transferred from "ATLAS CAPITAL MANAGEMENT" (seller) to "VIVA WALLET HOLDINGS SA" (buyer). The relevant share purchase agreement was signed on 27th of January 2020 and was subject to approval by the Regulatory Authorities, which was received on 3rd of August 2020.

VIVA WALLET.COM LTD

Viva Wallet. Com Ltd is located in London UK as a 100% direct subsidiary of Greek Company Viva Wallet Holdings S.A. whose primary investment (Viva Payments) operates as an E-Money institution offering a wide range of Payment products like POS terminals, acquiring & issuing services, consumer cards and online payment methods. Viva Wallet Holdings S.A. continuing its growth plans in expanding its operations in Europe has established Viva Wallet. Com Ltd to alleviate Brexit, aiming to take all appropriate actions to obtain the local E-Money License from FCA (Financial Conduct Authority). Licensing process and assessment from UK authorities (FCA) is still in progress and estimated to be finalized at the end of Q3 2022.

MORE.COM ONLINE SERVICES SINGLE MEMBER S.A. (EX. VIVA ONLINE SERVICES SINGLE MEMBER S.A.) (www.viva.gr)

MORE.COM SERVICES SA was established in 2005 and provides both businesses and consumers with a variety of services including:

- POS terminals sales for payment transactions
- Show ticket (theatre, concerts, etc.) and sporting event ticket (football, basketball games etc.) issuing
- Travel Services (reservation and sale of ferries)
- VoIP Telephony Services and specific IN Services (Intelligent Network Services)

For the provision of Phone services, **MORE.COM SERVICES SA** is licensed by the Hellenic Telecommunications & Post Commission – EETT (The Greek Telecom Regulatory Authority) as a Telecommunication Services Provider. As for the travel services which **MORE.COM SERVICES SA** provides primarily as an on-line travel agency (www.viva.gr), VIVA records a positive growth particularly in the sale of transportation tickets as well as in the sale of show tickets. **MORE.COM SERVICES SA** has also a Travel Agent license from the GNTA and is a member of IATA.

TFM IKE

TFM IKE. was established in 2021 whose primary activity among others is online wholesale and retail sales of pharmaceutical products.

Werealize.com Group held 52,70% of the issued share capital of the investee as of 31 December 2023.

TFM A.E.

TFM A.E. was established in 2021 whose primary activity among others is online wholesale and retail sales of pharmaceutical products.

Werealize.com Group held 52,70% of the issued share capital of the investee as of 31 December 2023.

N7MOBILE S.P.

N7 Mobile S.P. is a Warsaw-based software development company with a mission to create meaningful digital products used by millions of users every day. The company specializes in finance, telecommunication, and video streaming solutions for mobile platforms and delivers dedicated software to its partners across Europe. N7 Space is a subsidiary of N7 Mobile developing high-criticality software for the aerospace segment.

Werealize.com Group held 31,90% of the issued share capital of the investee as of 31 December 2023.

1.4 Composition of the Board of Directors

The Board of Directors is composed of executive members and operates in accordance with the regulations governing its operation, the Charter of Operations of the Company, the applicable legislation and the Articles of Association of the Company. The members of the Board of Directors are elected by the General Meeting of the Company's shareholders.

The current members of the Board of Directors, their capacity, as well as start and end dates of their current term are presented in the table below:

Name	Capacity	Start of Term	End of Term
Charalampos Karonis	Director	15.02.2018	-
Stella Kattashi	Director	05.12.2022	15.02.2023
Globemax Management Limited	Director	15.02.2018	15.02.2023
Mark Klerides	Director	15.02.2023	-
Dimitrios Kontoulis	Director	15.02.2023	-
Stella Koukoni	Director	15.02.2023	-
Christos Tsikouris	Director	15.02.2023	-

2. Framework for the preparation of the Consolidated Financial Statements

2.1 Compliance with the IFRS

The Financial Statements of **WEREALIZE.COM LIMITED** have been prepared in accordance with International Financial Reporting Standards (IFRS) and the Interpretations of the International Financial Reporting Interpretations Committee (IFRIC) issued by the International Accounting Standards Board (IASB), as endorsed by the European Union (EU).

2.2 Basis of preparation of the Financial Statements

The Financial Statements of **WEREALIZE.COM LIMITED** have been prepared on the basis of the going concern principle and historical cost convention, with the exception of certain financial assets and financial liabilities which are measured at fair value.

2.3 Approval of the Financial Statements

The present Annual Consolidated Financial Statements have been approved by the Company's Board of Directors on **24 December 2024** and are subject to the approval of the Annual General Meeting of the shareholders.

2.4 Period

The Consolidated Financial Statements include the financial statements of **WEREALIZE.COM LIMITED** and its subsidiaries and cover the period from 1 January 2023 to 31 December 2023.

2.5 Presentation of the Financial Statements

The Consolidated Financial Statements are presented in Euro (€), which is the functional currency of the Group and the Company, namely the currency of the primary economic environment in which the Group operates.

All amounts are in Euro (€), unless otherwise explicitly indicated.

Any differences in totals are due to rounding.

2.6 New standards, amendments to standards and interpretations

Certain new standards, amendments to standards and interpretations have been issued that are mandatory for periods beginning on or after 1 January 2023. The Group's evaluation of the effect of these new standards, amendments to standards and interpretations is as follows:

Standards and Interpretations effective for the current financial year

IAS 1 (Amendments) 'Presentation of Financial Statements' and IFRS Practice Statement 2 'Disclosure of Accounting policies' (effective for annual periods beginning on or after 1 January 2023)

The amendments require companies to disclose their material accounting policy information and provide guidance on how to apply the concept of materiality to accounting policy disclosures.

IAS 8 (Amendments) 'Accounting policies, Changes in Accounting Estimates and Errors: Definition of Accounting Estimates' (effective for annual periods beginning on or after 1 January 2023)

The amendments clarify how companies should distinguish changes in accounting policies from changes in accounting estimates.

IAS 12 (Amendments) 'Deferred tax related to Assets and Liabilities arising from a Single Transaction' (effective for annual periods beginning on or after 1 January 2023)

The amendments require companies to recognize deferred tax on transactions that, on initial recognition, give rise to equal amounts of taxable and deductible temporary differences. This will typically apply to transactions such as leases for the lessee and decommissioning obligations.

IAS 12 'Income taxes' (Amendments): International Tax Reform – Pillar Two Model Rules (effective for annual periods beginning on or after 1 January 2023)

The amendments introduce a mandatory temporary exception from accounting for deferred taxes arising from the Organization for Economic Co-operation and Development's (OECD) international tax reform. The amendments also introduce targeted disclosure requirements. The temporary exception applies immediately and retrospectively in accordance with IAS 8, whereas the targeted disclosure requirements will be applicable for annual reporting periods beginning on or after 1 January 2023.

Standards and Interpretations effective for subsequent periods

For standards and interpretations effective for subsequent periods no significant impact is expected.

IAS 1 'Presentation of Financial Statements' (Amendments)

- **2020 Amendment 'Classification of liabilities as current or non-current'**

The amendment clarifies that liabilities are classified as either current or non-current depending on the rights that exist at the end of the reporting period. Classification is unaffected by the expectations of the entity or events after the reporting date. The amendment also clarifies what IAS 1 means when it refers to the 'settlement' of a liability. The amendment has not yet been endorsed by the EU.

- **2022 Amendment 'Non-current liabilities with covenants'**

The new amendments clarify that if the right to defer settlement is subject to the entity complying with specified conditions (covenants). This amendment will only apply to conditions that exist when compliance is measured on or before the reporting date. Additionally, the amendments aim to improve the information an entity provides when its right to defer settlement of a liability is subject to compliance with covenants within twelve months after the reporting period. The 2022 amendments changed the effective date of the 2020 amendments. As a result, the 2020 and 2022 amendments are effective for annual reporting periods beginning on or after 1 January 2024 and should be applied retrospectively in accordance with IAS 8. As a result of aligning the effective dates, the 2022 amendments override the 2020 amendments when they both become effective in 2024. The amendments have not yet been endorsed by the EU.

- **IFRS 16 (Amendment) 'Lease Liability in a Sale and Leaseback'**

The amendment clarifies how an entity accounts for a sale and leaseback after the date of the transaction. Sale and leaseback transactions where some or all the lease payments are variable lease payments that do not depend on an index or rate are most likely to be impacted. An entity applies the requirements retrospectively back to sale and leaseback transactions that were entered into after the date when the entity initially applied IFRS 16. The amendment has not yet been endorsed by the EU.

- **AS 7 'Statement of Cash Flows' and IFRS 7 'Financial Instruments' (Amendments) - Disclosures: Supplier Finance Arrangements (effective for annual periods beginning on or after 1 January 2024)**

The amendments require companies to disclose information about their Supplier Finance Arrangements such as terms and conditions, carrying amount of financial liabilities that are part of such arrangements, ranges of payment due dates and liquidity risk information. The amendments have not yet been endorsed by the EU.

- **IAS 21 'The Effects of Changes in Foreign Exchange Rates' (Amendments) - Lack of exchangeability (effective for annual periods beginning on or after 1 January 2025)**

These amendments require companies to apply a consistent approach in assessing whether a currency can be exchanged into another currency and, when it cannot, in determining the exchange rate to use and the disclosures to provide. The amendments have not yet been endorsed by the EU.

3. Critical accounting estimates and judgments

The preparation of the Consolidated Financial Statements in accordance with the International Financial Reporting Standards requires estimates and management judgements, which may affect the application of the accounting policies and the amounts included in the Consolidated Financial Statements.

Estimates and judgements are continuously evaluated and are based on historical experience as adjusted for current market conditions and other factors, including expectations of future events that are believed to be reasonable under the circumstances

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

3.1 Revenue Recognition

For all electronic money (e-money) and payment services that the Group provides to the merchants as an acquirer, the Group acts as a principal and consequently revenue related to these services are reported on a gross basis. Acquiring fees include interchange, scheme and Group fees. The Group has adopted a transparent pricing model and charges fees to merchants based on its own incurred costs (interchange and scheme costs) plus a mark-up for its acquiring services, widely known as Interchange++ pricing policy.

3.2 Income taxes

Significant judgment is required in determining the provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. 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. Deferred income tax assets are recognized to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilized.

3.3 Recoverability of deferred tax assets

Deferred tax assets include certain amounts which relate to carried forward tax losses. In most cases, depending on the jurisdiction in which such tax losses have arisen, such tax losses are available for set off for a limited period of time since they are incurred. The Group makes assumptions on whether these deferred tax assets will be recoverable using the estimated future taxable income based on the approved business plans and budgets for relevant entity.

3.4 Estimation of the useful life and residual value of tangible assets

Judgment is required in determining the useful life and the residual value of tangible assets. The estimation of the useful life of an asset is a matter of judgment based on the experience of the Group's management of similar assets. The residual value and the useful life of an asset are reviewed at least annually, taking into account new facts and prevailing market conditions.

3.5 Provision for impairment of financial assets

Management evaluates the estimated allowance based on specific reviews of customer balances taking into account its experience with collection trends in the market, the current economic conditions and also the

securities and collaterals obtained from specific customers. The Group regularly reassesses the allowance for doubtful accounts receivable in conjunction with the customer's commercial behavior taking into consideration reports from its legal department. Estimates are involved of amounts expected to be recovered in the case of defaulted customers taking into account any settlement arrangements, whether the customer is repaying agreed instalments, and expected recoveries from any collaterals held.

3.6 Post-employment benefits

Post-employment benefits are calculated at the discounted present value of future compensation benefits of employees which will have been accrued at year-end based on the assumption that those benefits are accrued equally during the employment period. Post-employment benefits are calculated on the basis of financial and actuarial assumptions that require management to make assumptions about discount rates, salaries increase rates, mortality and disability rates, retirement age and other factors. Due to the long term nature of these projections, these assumptions are subject to considerable uncertainty.

3.7 Leases - Estimating the incremental borrowing rate

The Company cannot readily determine the interest rate implicit in the lease, therefore, they use the Group's incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment.

3.8 Intangible Assets

The process of expenses' capitalization is strictly monitored on a monthly and annual basis. The expenses that are capitalized concern payroll expenses of personnel that is responsible for software development. These costs are capitalized only after the technical and commercial feasibility of the asset for sale or use have been established. This means that the entity must intend and be able to complete the intangible asset and either use it or sell it and be able to demonstrate how the asset will generate future economic benefits.

3.9 Borrowings – Financial instruments

Borrowings and Financial instruments are classified as financial liabilities at initial recognition and measured subsequently at amortized cost. In case that the contractual terms of financial instruments contain contingent settlement provisions which imply embedded derivatives, the embedded derivative conversion options are separated. In that case, the host debt is measured subsequently at amortized cost while the embedded derivatives are separated and measured at fair value through profit or loss.

3.10 Stock Option plan

The Group provides to key management personnel remuneration in the form of share-based payment transactions, whereby employees render services as consideration for equity instruments ("equity settled transactions"). The cost of equity settled transactions is measured by reference to the fair value at the date on which they are granted. The fair value is determined at the grant date, using an appropriate pricing model, and is allocated over the period in which the conditions are fulfilled. The cost of equity settled transactions is recognized, together with a corresponding increase to equity over the vesting period.

3.11 Provisions

Provisions are recognized when: The Group 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 the amount has been reliably estimated.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognized as a financial expense. Provisions are reviewed on each date of financial statements and if an outflow of funds to settle the obligation is unlikely, they are reversed in the income statement.

When the Group expects the recovery of a compensation to settle a provision, for instance under an insurance contract, the reimbursement is recognized as a separate asset only when it is virtually certain and can be reliably measured .

4. Financial Risk Management

4.1 Risk management framework and guidelines

Board of Directors

The BoD is responsible to establish an organization-wide risk culture through defining the Group's purpose, values and strategy. It ratifies the Group's risk appetite and monitors the proper implementation of the risk management functions.

4.2 Risk Management

The BoD carries out the day-to-day operations on identifying, analysing, and monitoring exposures to risks, following the observed market practices and adhering to the regulatory instructions and guidelines. More specifically the BoD manages the following risks:

4.2.1 Credit Risk

With regards to credit risk, the BoD ensures the accurate implementation of the Group's credit policy, through assessment of the loan granting process, and monitoring of the loan portfolio. Exceptions are properly communicated to senior management and a follow up procedure is established to ensure their timely assessment. The Division is involved in the development, regular assessment and continuous enhancement of the credit risk appetite framework.

More specifically, the Division is responsible for the following functions:

- The development, implementation, monitoring of effectiveness of credit risk models.
- Perform credit risk analysis at various dimensions and portfolio levels.
- Assessment and approval of loan applications in accordance with agreed credit facilities.
- Development and maintenance of credit policy.
- Development, periodic review and update of the Bank's impairment policy.

- Calculation of loan loss provisions.

Credit risk is defined as the possibility that a borrower or counterparty will fail to meet his obligations in accordance with the agreed terms. Credit risk is assessed on an ongoing basis through a defined set of reports. The Bank has substituted the loan portfolio transferred from Praxia Bank, through repayment or sale, with a new low-interest and low-risk loan portfolio in line with its credit policy. The Bank's credit policy describes the general principles, rules and procedures for credit provision. The purpose and content of the credit policy is in accordance with the Bank's risk appetite and strategy for its development in the Greek market. Credit Risk is analysed in the following subcategories:

- **Lending risk:** This is the loss resulting from the inability of the counterparty to meet the terms of the contract that it has signed with the Bank in relation to on and off-balance sheet exposures. This loss may affect both the amount of profits and the amount of capital. The Group is not significantly exposed to lending risk (only lending risk deriving from Vivabank subsidiary).
- **Concentration risk:** The current or future risk due to excessive exposure to the credit risk of a counterparty or group of counterparties with common risk characteristics (type of transaction, geographical location of exposure, economic activity, currency)
- **Country risk:** The risk of incurring financial losses resulting from one or more of the following reasons:
 - Deterioration in the economic, political and social conditions prevailing in countries where the Bank operates.
 - The possibility of expropriation and nationalisation of assets by the government.
 - The implementation of restrictive measures in both conversion and exchange of currency.
 - The possibility of significant currency depreciation.
- **Residual risk:** The risk arising from the inefficiency of measurement methods, any vulnerabilities identified in credit mitigation techniques (collateral, guarantees, and netting agreements, or any other gaps identified in risk related process).

Finally, it is noted that the negative consequences posed by the COVID-19 pandemic on the Greek and European economy in 2020 did not impact the Group's strategic plan, and the future time periods, too.

Credit Policy

The Group has established a sound credit policy, aiming to support the recovery and growth of the Greek economy through providing funding to selected corporates based on clearly defined assessment criteria.

The Group's Credit Policy regarding both overall management and specific products is approved by the Credit Committee and is renewed annually.

The formation of the appropriate credit approval body, requires considering the total risk of the customer as the total credit risk and the book value of any direct or indirect participation of the Group. The competent approval body shall approve:

- The appropriate approval limits for the borrower's or a group of related borrowers' exposures.
- The use of appropriate methods to reduce credit risk.

Initial credit risk ratings

For IFRS 9 calculation purposes, probability of default (PD) models are used to determine the probability of default for the lending portfolio.

Credit rating scales are a benchmark for determining the probability of default.

Specifically, at each credit limit approval or renewal, the credit rating of business entities is captured on a rating scale in which their ranking is derived based on the Probability of Default (PD) within a one-year time horizon.

Credit risk mitigation

The smooth service of credit is directly related to the viability and prospects of the borrower and the industry in which he operates, the consistency and solvency of the accredited entities, as well as imponderables that may affect its operation. Collaterals aim at limiting credit risk, as well as safeguarding the interests of the Bank in the event of a default on the contractual obligations of the borrower.

The Group's credit policy describes the collaterals that are commonly accepted by the bank to mitigate credit risk that may arise from the borrower's inability to meet his contractual obligations, and more specifically:

- Pledge on bank deposit
- Pledge on receivables
- Assignment of receivables from invoices

Credit risk monitoring

The Group currently uses a set of reports to monitor key credit risk parameters and for the information of senior management and the Risk Committee.

The form as well as the frequency of internal reporting corresponds to the significance of credit risk exposure and to the level of recipients, based on the Bank's organizational structure. Reports to the Credit Risk Committee include adequate information to allow appropriate decision making.

Credit risk concentration management

The Group, in line with its risk appetite framework, has established limits for managing the risks related to its credit exposures. The limits aim to minimise credit risk concentration in terms of geographic distribution, characteristics of debtor's operations, or credit risk mitigation characteristics.

As at 31 December 2023, the geographical concentration of the Group's loan exposures is in Greece.

4.2.1.1 Credit quality of loans and advances to customers

(a) Maturity analysis of customer loans per IFRS 9 stage and product:

	Stage-1	Stage -2	Stage -3	Total
Business				
31 December 2023				
Active	8.542.669	205.644	5.722.609	14.470.922
1-29 days	150.760	-	-	150.760
30-59 days	-	19.703	-	19.703
60-89 days	-	-	-	-
90-179 days	-	-	12.448	12.448
>180 days	-	-	92.965	92.965
Total before ECL allowance	8.693.429	225.347	5.828.022	14.746.798
ECL allowance	(38.670)	(16.162)	(79.059)	(133.891)
Net carrying amount	8.654.759	209.185	5.748.963	14.612.907

(b) Reconciliation of loans by IFRS 9 stage

The following table presents the movement of the gross amount of loans and advances to customers by IFRS 9 stage and product line.

	Stage-1	Stage -2	Stage -3	Total
Business				
Carrying amount before ECL 1.01.2023	4.477.519	55.454	5.876.216	10.409.189
Net loans repaid and granted	4.661.319	(158.543)	(148.168)	4.354.608
Transfers:				
- Transfers to Stage-1	8.298	(7.651)	(647)	-
- Transfers to Stage-2	(408.326)	408.326	-	-
- Transfers to Stage-3	(45.381)	(72.238)	117.619	-
Write-offs	-	-	(16.999)	(16.999)
Carrying amount before ECL allowance 31.12.2023	8.693.429	225.347	5.828.021	14.746.797
ECL allowance	(38.670)	(16.162)	(79.058)	(133.890)
Net carrying amount 31.12.2023	8.654.759	209.185	5.748.963	14.612.907

(c) ECL allowance reconciliation.

The following table presents the movement of the impairment loss allowance IFRS 9 stage and product line.

	Stage-1	Stage -2	Stage -3	Total
Business				
Provision of ECL allowance 1.1.2023	49.328	1.906	12.742	63.976
Transfers:				
Provisions for ECL allowances for new loans provided	59.631	-	-	59.631
- Transfers to Stage-1	208	(206)	(2)	-
- Transfers to Stage-2	(12.031)	12.031	-	-
- Transfers to Stage-3	(1.437)	(3.312)	4.749	-
Revaluation of expected credit losses	(57.029)	5.743	78.568	27.282
Write-offs	-	-	(16.999)	(16.999)
Provision of ECL allowance 31.12.2023	38.670	16.162	79.058	133.890

4.2.1.2 Forbearance

Responding to the challenges of the current economic environment, the Group and its subsidiary Viva Bank has several forbearance measures in place aligned with the Banking Code of Conduct to manage its exposure to credit risk.

Such measures include:

- grace period
- capitalization of arrears whereby arrears are added to the principal balance
- reduced payment plans
- loan term extensions

- partial debt forgiveness
- combination of several of the above measures

4.2.1.3 Maximum Exposure

The Group's maximum exposure to credit risk is as follows:

Amounts in €	31/12/2023	31/12/2022
Other non-current assets	6.172.161	5.781.139
Trade and other receivables	1.102.948	5.541.993
Prepayments	2.005.306	3.925.471
Other current assets	98.360.956	41.154.408
Financial assets at FVTOCI (current)	129.363.904	89.567.159
Cash and cash equivalents	414.562.819	410.632.939
Total	651.568.094	556.603.109

Other non-current assets have a maturity of 1 to 5 years. All other amounts are due within 12 months.

4.2.2 Trouble Assets Management

The Risk Management Division monitors on a regular basis the performance of loans in collection and in litigation status.

4.2.3 Market risk

Market risk is the risk that movements in market factors, such as foreign exchange rates, interest rates, credit spreads, equity prices and commodity prices, will reduce the income or the value of the Bank's portfolios.

The Group and its subsidiaries do not have any trading book positions and therefore is only exposed to interest rate risk.

Interest rate risk

The interest rate risk for Group's subsidiary company Viva Bank (as at 31.12.2023) is quite limited, as a result of the following:

- a) the existence of fixed interest rate loans amounting to €9.024.188, the vast majority of which mature in the next 12 months,
- b) the existence of floating interest rate loans amounting € 53.906.789, the vast majority of which mature in the next 12 months,
- c) the existence of deposits amounting to €53.906.789 with zero fixed interest rate and,
- d) the existence of deposits amounting to € 203.136 thousands with fixed interest rate.

A parallel decrease of -200 bp in euro interest rates, will have a negative impact of €940 thousand on the equity mainly due to the existence of the two fixed interest rate deposits.

A parallel increase of +200 bp in euro interest rates, will have a positive impact of €824 thousand on the equity mainly due to the existence of the two fixed interest rate deposits.

The exposure of the rest Group to interest risk is not significant.

Foreign exchange risk

Group's subsidiary Viva Payments has operations in other European Countries and as a result is exposed to currency risk due to the changes between the functional currencies and other currencies. The foreign currencies within the Group are the following: GBP (United Kingdom), RON (Romania), PLN (Poland), SEK (Sweden), BGN (Bulgaria), HUF (Hungary), CZK (Czech Republic), HRK (Croatia) & DKK (Denmark).

Viva Payments monitors and possesses adequate foreign currency reserves to minimize exposures affecting cash flows.

Price risk

As at 31 December 2023, the Group is not exposed to price risk since it does not hold any trading-book instruments such as equities or derivatives.

Liquidity risk

Liquidity risk is the risk that the Group does not have sufficient financial resources to meet its obligations as they fall due or the risk to meet its obligations at an excessive cost. In addition, funding risk is the risk that current funding considered to be stable, and therefore used to fund assets, becomes not sustainable over time. Liquidity risk arises from mismatches in the timing of cash flows, whereas funding risk arises when illiquid asset positions cannot be funded at the expected terms and when required.

The following table summarizes the maturity dates of the financial liabilities of the Group, which are presented in the Statement of Financial Position, at discounted prices, based on payments resulting from the relevant loan agreements or the agreements with the suppliers.

Amounts in €	31/12/2023				
	less than 1 year	1 to 5 years	over 5 years	Total contractual cash flows	Carrying amount
Borrowings	24.632.595	647.442	-	25.280.037	25280.037
Trade and other payables	49.787.480	-	-	49.787.480	49.787.480
Other current liabilities	60.413.711	-	-	60.413.711	60.413.711
Deposits from customers	240.288	-	-	240.288	240.288
Lease liabilities	5.854.057	15.601.392	15.311.907	36.767.356	29.293.807
Total	140.928.131	16.248.834	15.311.907	172.488.872	165.015.323

<i>Amounts in €</i>		31/12/2022			
	less than 1 year	1 to 5 years	over 5 years	Total contractual cash flows	Carrying amount
Borrowings	50.027.514	-	-	50.027.514	50.027.514
Trade and other payables	10.921.958	-	-	5.216.983	5.216.983
Other current liabilities	43.246.351	-	-	43.246.351	43.246.351
Deposits from customers	409.257	-	-	409.257	409.257
Lease liabilities	1.859.918	8.930.967	22.203.967	32.994.852	24.078.019
Lease liabilities	106.464.998	8.930.967	22.203.967	131.894.957	122.978.124

4.2.4 Board of Directors

The Governance Framework of the Group ensures the independence of judgement of the BoD members and encourages communication with management of the Group in order to effectively oversee the decision making procedure and the prudent management of risks and Group affairs. The participation of independent non-executive members of the Board of Directors is ensured in all the companies of the Group.

5. Summary of significant accounting policies

The significant accounting policies that have been adopted by the Group for the preparation of Consolidated Financial Statements are summarized below:

5.1 Consolidation

(a) Subsidiaries

Subsidiaries are all entities (including special purpose entities) over which the Group has control. 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. They are deconsolidated from the date that control ceases.

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Group. 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. The Group recognizes any non-controlling interest in the acquiree on an acquisition-by-acquisition basis, either at fair value or at the non-controlling interest's proportionate share of the recognized amounts of acquiree's identifiable net assets.

Acquisition-related costs are expensed as incurred.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date; any gains or losses arising from such remeasurement are recognized in profit or loss.

Any contingent consideration to be transferred by the Group is recognized at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognized in accordance with IAS 39 either in profit or loss or as a change to other comprehensive income. Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is accounted for within equity.

Inter-company transactions, balances and unrealized gains on transactions between Group companies are eliminated. Unrealized losses are also eliminated. When necessary, amounts reported by subsidiaries have been adjusted to conform with the Group's accounting policies.

The Company recognizes its investments in subsidiaries in separate financial statements at cost less impairment. In addition, the acquisition cost is adjusted to reflect changes in price resulting from any modifications of contingent consideration.

(b) Disposal of subsidiary

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

(C) Associates

Investments in associates are accounted for using the equity method. In accordance with the equity method, an investment in an associate is recognized initially at acquisition cost, and the carrying value increases or decreases in order for the investor's share to be recognized in the associate's profit or loss following the date of acquisition. The investments in associates account also includes the goodwill resulting on acquisition (reduced by any impairment losses).

In case of sale of a holding in an associate on which the Group continues, however, to exercise significant influence, only the portion of amounts previously posted directly in Other Comprehensive Income will be posted in results.

Following the acquisition, the Group's share in the gains or losses of associates is recognized in the income statement, while the share of changes in other comprehensive income following the acquisition is recognized in other comprehensive income. The cumulative changes after the acquisition affect the book value of investments in associates, with a respective adjustment to the current value of the investment. When the Group's share in the losses of an associate is equal or larger than the carrying amount of the investment, the Group does not recognize any further losses, unless it has guaranteed for liabilities or made payments on behalf of the associate.

The Group assesses at each balance sheet date whether there is evidence of impairment of investments in associates. If any investment must be impaired, the Group calculates the amount of impairment as the difference between the recoverable amount of the investment and its book value. Unrealized profits from transactions between the Group and its associates are eliminated, according to the Group's percentage ownership in the associates. Unrealized losses are eliminated, except if the transaction provides indications of impairment of the transferred asset. The accounting principles of affiliates have been adjusted in order to be in conformity to the ones adopted by the Group. In the parent company's balance sheet, associates are valued at cost less impairment.

5.2 Foreign currency translation

(a) Functional and presentational currency

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

(b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. 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.

(c) Group companies

The results and financial position of all the Group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- assets and liabilities for each balance sheet presented are translated at the closing rate at the date of that balance sheet.
- income and expenses for each income statement are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the

transaction date, in which income and expenses are translated at the rate of the dates of the transactions). All resulting exchange differences are recognized in other comprehensive income.

5.3 Intangible assets

Software & other intangibles

The software development costs (internally and externally generated) concern identifiable software products controlled and used by the Group. Costs occurred for the enhancement or the extension of the assets' performance are also added to the cost of assets.

Intangible assets are evaluated on the basis of cost less the accumulated amortization.

The costs capitalized, are amortized on a straight-line method over the estimated useful lives (five to ten years). In addition, the acquired software is reviewed for impairment annually.

Goodwill

Goodwill is measured as described in note 5.2. Goodwill on acquisitions of subsidiaries is included in intangible assets. Goodwill is not amortized but it is tested for impairment annually, or more frequently if events or changes in circumstances indicate that it might be impaired, and is carried at cost less accumulated impairment losses. Gains and losses on the disposal of an entity include the carrying amount of goodwill relating to the entity sold.

5.4 Property, Plant and Equipment

Fixed assets are reported in the financial statements at acquisition cost minus accumulated depreciation and possible impairment. The acquisition cost includes all the directly attributable expenses for the acquisition of the assets.

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 repair and maintenance cost is recorded in the results when such is incurred.

Land is not depreciated. Depreciation of other of tangible assets is calculated using the straight line method over their useful life as follows:

- Facilities in the property of third parties, the purchase price, to the years of leasing or the years of their useful life (if less than the year lease)
- Computers and general Hardware (H/Y, screens, cameras, scanners etc.), 5 years
- Furniture and other equipment, 5 – 10 years
- For other tangible assets, the depreciation rates set out in the tax legislation were considered adequate

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognized within "Other (losses)/gains – net" in the income statement.

5.5 Financial assets

A) Initial Recognition

A financial asset is recognized in the statement of financial position of the Group when the Group becomes part of the contractual terms of the instrument.

B) Initial Measurement

The Group measures financial assets at initial recognition at fair value plus / minus transaction costs, associated with the acquisition of financial assets, respectively (other than financial assets and liabilities in FVPL).

The Group initially recognizes the trade receivables where no significant part of the finance is included in their transaction price.

Classification and Measurement of financial assets

i) Commercial claims and Debt securities

All financial assets that are within the scope of IFRS 9 are measured after their initial recognition at amortized cost or at fair value. The basis for their measurement depends both on the Group's business model for the management of its financial assets and on the characteristics of their contractual cash flows. The Group's assessment of its business model is determined at the portfolio level, reflecting how groups of financial assets held in the same portfolio are managed together to achieve the Group's business objective instead of each individual asset.

Cash-generating financial assets, consisting exclusively of capital and interest payments, are classified by taking into account the business model of holding these instruments. Financial assets held under a business model for the purpose of holding them to maturity and collecting the contractual cash flows are measured at amortized cost. If the business model is intended to hold the financial assets in order to collect the contractual cash flows but is expected to be sold when necessary (e.g. to meet a specific liquidity need), then these instruments are measured at FVOCI. Financial assets held in a business model other than the above are measured at FVPL.

The Group has a business model in which it manages the financial assets, which reflects the way the Group manages them to generate cash flows.

The Group, for the purpose of assessing whether the cash flows will be realized by collecting the corresponding payments during the life of the financial asset, examines the frequency, value and timing of sales of previous periods, the ratio of such sales and expectations of the Group regarding future sales.

In addition to the above, the Group examines all relevant information to evaluate the business model.

Upon initial recognition of a financial asset, the Group determines whether it is part of the existing business model or whether it represents a new business model.

The Group re-evaluates the business model in each reporting period to determine whether the business model has changed since the previous reporting period. For the current reporting period the Group has not identified any change in its business model.

ii) Equity instruments designated at FVTPL

Equity instruments are measured subsequent to initial recognition in the FVPL (Fair value at profit or loss). The Group may irrevocably choose to measure equity instruments at fair value through other comprehensive income provided that these shares are not held for trading and do not represent a consideration recognized by the Group in a business combination to which IFRS 3 applies. The Group makes the above irrevocable option individually for each equity instrument.

iii) Equity instruments designated at FVTOCI

On initial recognition, the Bank may irrevocably elect to classify an equity instrument that is not held for trading at FVOCI. The above election is made on an instrument-by-instrument basis. Except for dividends, gains and losses on these equity instruments are never recycled to profit. Equity instruments at FVOCI are not subject to an impairment assessment.

iv) Financial assets at FVTOCI

Financial assets at FVTOCI concerns Greek government T-bills held to collect and sell. These T-bills are short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

v) Reclassifications

If the business model under which the Group holds its financial assets changes due to external or internal changes that are considered material to the Group's business and is demonstrably reclassified to all the financial assets that have been affected. Reclassification is applied prospectively to the reclassification date, which is the first day of the first quarterly reporting period after the business model change. Reclassifications are expected to be very rare. Investments in shares in respect of which the Group has irrevocably selected the FVOCI and any financial asset identified in the FVPL at initial recognition cannot be reclassified as their determination at the initial recognition is irrevocable.

vi) Measurement of impairment of financial assets

The Group measures the provision for impairment of receivables from customers as an estimate of the present value of cash flow shortfalls over the life of receivables from customers. Cash flow hazards are the difference between the cash flows attributable to the Group and the cash flows that the Group expects to receive.

At each reporting date the Group recognises a loss allowance for expected credit losses (ECL) on loans and receivables, and debt securities that are measured at amortised cost or FVOCI, including financial guarantees and loan commitments. No impairment loss is recognised on equity investments.

The Bank assesses whether a financial asset's credit risk has increased significantly since initial recognition, by considering the change in the risk of default occurring over the remaining life of the financial asset.

For all financial assets that have not experienced a significant increase in credit risk since their initial recognition, and for debt securities that are determined to have a low credit risk at the reporting date, the Bank recognises a loss allowance equal to 12-month ECL. For all other financial assets, the Bank measures the loss allowance at an amount equal to lifetime ECL.

The Bank considers a debt security to have a low credit risk when its credit risk rating is equivalent to the globally understood definition of 'investment grade'. The Bank does not apply the low credit risk exemption to any other financial asset.

12-month ECL are the portion of ECL that result from default events on a financial asset that are possible within the next 12 months after the reporting date. Life-time ECL are the ECL that result from all possible default events over the expected life of the financial asset.

Stage allocation

For ECL calculations purposes, the Bank uses the three stage approach and allocates financial assets into stages that reflects their credit deterioration since initial recognition as follows:

- | | |
|---------|---|
| Stage-1 | At initial recognition all financial assets are classified in stage-1, unless they are considered purchased or originated credit impaired (POCI). Stage-1 includes performing assets that have not experienced a significant increase in credit risk since their initial recognition. This stage also |
|---------|---|

	includes financial assets where credit risk has improved and have been transferred from stage-2 or stage-3. A loss allowance equal to 12-month ECL is recognised for these assets.
Stage-2	When a financial asset has experienced a significant increase in credit risk since initial recognition it is transferred in stage-2. This stage also includes financial assets where credit risk has improved and have been transferred from stage-3. A loss allowance equal to lifetime ECL is recognised for these assets.
Stage-3	Non-performing or credit-impaired financial assets are included in stage-3. A loss allowance equal to lifetime ECL is recognised for these assets.
POCI	Purchased or originated credit impaired assets are financial assets that are credit-impaired on initial recognition. No ECL allowance is recognised on initial recognition. Only cumulative changes in lifetime ECL since initial recognition are recognised. Favourable changes in lifetime ECL are recognised as an impairment gain, even if the lifetime ECL are less than the amount of ECL that were included in the estimated cash flows on initial recognition.

Default definition

The Bank has adopted the regulatory definition of default for non-performing exposures as defined in the EBA guidelines (EBA/GL/2016/07) in order to apply the requirements of Article 178 of Regulation (EU) No 575/2013 on the definition of default.

Credit impaired financial assets

At each reporting date, the Bank assesses whether financial assets that are subject to the ECL impairment requirements are credit-impaired. The Bank considers that a financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. Evidence that a financial asset is credit-impaired includes observable data about the following events:

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or past due event;
- the Bank, for economic or contractual reasons relating to the borrower's financial difficulty, has granted to the borrower a concession(s) that the Bank would not otherwise consider;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation;
- the disappearance of an active market for a security because of financial difficulties; or
- the purchase or origination of a financial asset at a deep discount that reflects incurred credit losses.

Presentation of ECL allowance

Loss allowances for ECL are presented in the balance sheet as follows:

- Financial assets measured at amortised cost: as a deduction from the gross carrying amount of the assets.
- Financial assets measured at FVOCI: no loss allowance is presented separately in the statement of financial position. The loss allowance is recognised in other comprehensive income within "Special reserves".
- Off-balance sheet items: any loss allowance is recognised as a provision within "Other liabilities". The respective ECL charge is recognised within 'Impairment losses and provisions for credit risk'.

New lending portfolio

In the context of the assessment and measurement of expected credit losses for the loans and other debt instruments, the Bank has applied IFRS 9 and calibrated its risk models to support the credit risk assessment and expected credit loss estimates for its new lending portfolio according to the IFRS 9 requirements.

Credit impaired financial assets

At each reporting date, the Bank assesses whether financial assets that are subject to the ECL impairment requirements are credit-impaired. The Bank considers that a financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. Evidence that a financial asset is credit-impaired includes observable data about the following events:

- significant financial difficulty of the borrower or issuer;
- a breach of contract such as a default or past due event;
- the Bank, for economic or contractual reasons relating to the borrower's financial difficulty, has granted to the borrower a concession(s) that the Bank would not otherwise consider;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation;
- the disappearance of an active market for a security because of financial difficulties; or
- the purchase or origination of a financial asset at a deep discount that reflects incurred credit losses.

Presentation of ECL allowance

Loss allowances for ECL are presented in the balance sheet as follows:

- Financial assets measured at amortised cost: as a deduction from the gross carrying amount of the assets.
- Financial assets measured at FVOCI: no loss allowance is presented separately in the statement of financial position. The loss allowance is recognised in other comprehensive income within "Special reserves".
- Off-balance sheet items: any loss allowance is recognised as a provision within "Other liabilities". The respective ECL charge is recognised within 'Impairment losses and provisions for credit risk'.

Write-offs

Financial assets are written off either partially or in their entirety, when there is no reasonable expectation of recovering any further cash flows from the asset. Any subsequent recoveries of amounts that were previously written-off are recognised in the income statement within 'Impairment losses and provisions for credit risk' as a reduction of the credit loss expense.

A) Financial liabilities (excluding borrowings)

The Group's financial liabilities (excluding loans) reflected on the Financial Statement Position, the figure "Long term financial liabilities" and the figure "Other current liabilities."

Financial liabilities are recognized when the Group is involved in a contractual agreement of the instrument and are derecognized when the Group is exempted from or is canceled or expires.

Trade payables are recognized initially at fair value and subsequently measured at amortized cost.

Guarantees are recognized in short-term liabilities unless the Group has the right to postpone the settlement of the liability for 12 months after the balance sheet date, in which case they are recognized in the long-term liabilities. Gains and losses are recognized in the Statement of Comprehensive when the liabilities are derecognized as well as the implementation of the effective interest method.

Dividends to shareholders are recognized in the figure "Other current financial liabilities", when they are approved by the General Assembly.

B) Borrowings

Bank Loans

The bank loans provide long-term or short term financing of the operations of the Group. All loans are initially recognized at cost being the fair value of consideration received, excluding direct costs of issue.

After initial recognition, borrowings are measured at amortized cost using the effective interest rate method and any difference is recognized in the Statement of Comprehensive, during the duration of the borrowings.

Convertible Loans

Convertible Loans are classified as financial liabilities at initial recognition and measured subsequently at amortized cost. In case that the contractual terms of the loan contain contingent settlement provisions which imply embedded derivatives, the embedded derivative conversion options are separated. In that case, the host debt is measured subsequently at amortized cost while the embedded derivatives are separated and measured at fair value through profit or loss.

C) Ordinary shares

The share capital issued by the Group is identified as the product of recovery reduced by the direct costs of issue, after the calculation of income tax attributable to them. When the Group acquires its own equity securities, those securities (the "treasury shares") are deducted from equity. During the purchase, sale, issue or cancellation of own equity instruments of the entity, no gain or loss is recognized in the Statement of Comprehensive Income.

D) Payables to Merchants

Payables to merchants relate to merchants' wallet balances and do not constitute borrowings. Merchant's balance derives from acquiring, issuing and bank transfer activities, through his Viva Wallet account. The Group is liable on holding these funds and performing transactions as per merchant's mandate.

5.6 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.

Accounting by 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 lease term.

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 Group has lease contracts for buildings (used as offices) and means of transportation. The lease contracts may contain both lease and non-lease components. The Group has elected not to separate non-lease components from lease components, and instead to account for each lease component and any associated non-lease components as a single combined lease component.

The right-of-use assets are also subject to impairment, as described in the accounting policy Impairment of Non - Financial Assets.

ii) Lease liabilities

At the commencement date of the lease, the Group recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the option to terminate. Variable lease payments that do not depend on an index or a rate are recognized as expenses in the period in which the event or condition that triggers the payment occurs. In calculating the present value of lease payments, the Group uses the Group's incremental borrowing rate (5%) because the interest rate implicit in the lease is not readily determinable.

After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced through the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a reassessment or modification of the lease contract.

Accounting by lessor

Leases in which the lessor does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. When assets are leased out under an operating lease, the asset is included in the statement of financial position based on the nature of the asset. Lease income on operating leases is recognized over the term of the lease on a straight-line basis.

A lease that transfers substantially all of the risks and rewards incidental to ownership of the leased item is classified as finance lease.

The lessor in a finance lease derecognizes the leased asset and recognizes a receivable in the amount of the net investment in the lease. The lease receivable is discounted using the effective interest method and the carrying amount is adjusted accordingly. Lease receivable is increased to reflect the accretion of interest and reduced through the lease proceeds made and lease receivables are subject to expected credit loss.

Subleases

When the Group is the intermediate lessor in a sublease agreement it classifies the sublease as finance lease or operating lease by reference to the right-of-use asset arising from the head lease and account for the head lease and the sublease as two different contracts. When the sublease is classified as finance lease, the right-of-use asset related to the head lease is derecognized and a lease receivable is recognized.

5.7 Fair Value

The fair value of investments that exist in an active market is proved by reference to quoted market prices at the balance sheet date. If the market for an investment is not active, management determines the fair value by using valuation techniques. The objective of using a valuation technique is to establish what the transaction price will be determined at the measurement date in an arm's length transaction motivated by normal business considerations. Valuation techniques include among others the use of recent arm's length transactions, reference to the current fair value of a substantially similar instrument and analysis of discounted cash flows.

5.8 Impairment of non-financial assets

Assets with an indefinite useful life, e.g. goodwill, are not depreciated, and are subject to impairment testing on an annual basis, and when certain events or changes to the circumstances suggest that their carrying value may not be recoverable. Assets that are depreciated are subject to impairment audit when indications exist that their book value is not recoverable. Impairment loss is recognized for the amount by which the fixed asset's carrying value exceeds its recoverable value. The recoverable value is the higher between fair value, reduced by the cost

required for the disposal, and the value in use (current value of cash flows anticipated to be generated based on the management's estimates of future financial and operating conditions). For the calculation of impairment losses, assets are classified in the minimum cash generating units. Any non-financial assets, apart from goodwill, which have been impaired are reassessed for possible impairment reversal on each balance sheet date.

5.9 Inventories

Inventories are stated at the lower of acquisition cost and net realizable value. Cost is determined using the weighted average cost method. The cost of finished and semi-finished inventories includes cost of design, raw materials, direct labour, other direct costs and related production overheads. Net realizable value is the estimated selling price in the ordinary course of business, less applicable variable selling expenses and in case of work-in-progress estimated costs to completion.

Provision for slow-moving or obsolete inventories is formed when necessary.

5.10 Inventories as Assets held for sale

Inventories held not for the usual commercial trading process but for the purpose of transferring ownership as a whole on the basis of specific management decisions or trade agreements and contracts with third parties are classified as Assets held for sale. These items are accounted for according to the abovementioned accounting policy regarding Inventories. (see 5.9)

5.11 Cash and cash equivalent

Cash and cash equivalents include cash on deposits held at call with financial institutions and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value (e.g. Treasury Bills).

For the preparation of the Consolidated cash flow statement, Cash and cash equivalents comprise of bank deposits and highly liquid investments as defined above.

5.12 Share capital

Ordinary shares are classified as equity. The difference between the fair value of the consideration received by the Company and the nominal value of the share capital being issued is taken to the share premium account. All issued shares are entirely paid and hold rights to dividend distribution and represent one vote per share at the General Shareholder's Meeting.

Preferred Shares are classified as equity. Company's preferred shares hold same rights to dividends distribution and voting rights at the General Shareholder's Meeting.

Incremental costs directly attributable to the issue of new Company shares are shown after the reduction of the relative income tax, in reduction of equity.

5.13 Earnings per share

Basic earnings per share are computed by dividing the profit for the year attributable to the Company's owners by the weighted average number of shares outstanding during each year. Diluted earnings per share are computed by dividing the profit for the year attributable to the Company's owners by the weighted average number of shares outstanding during the year adjusted for the impact of share based payments.

5.14 Current and deferred income tax

The tax expense for the period comprises current and deferred tax. Tax is recognized in the income statement, except to the extent that it relates to items recognized 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 computed based on the tax legislation established as of the balance sheet date, in accordance with the tax rules in force in Greece. Current income tax expense consists of income taxes for the current year based on the entity's profits as adjusted in its tax returns and additional income taxes to cover potential tax assessments which are likely to occur from tax audits by the tax authorities, using the enacted tax rates. Company's foreign subsidiary is taxed on its taxable income based on a tax rate of 19% in the United Kingdom.

Management regularly evaluates its position on matters related to the tax authorities and considers provisions where necessary for the amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, 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 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 or loss. Deferred tax is determined using the tax rates (and laws) that have been enacted or substantially enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realized or the deferred tax liability is settled.

Deferred income tax assets are recognized to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilized.

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

5.15 Employee benefits

a) Post-employment benefits

The employee benefits after their retirement include defined contribution programs and defined benefit programs. A defined contribution scheme is a pension plan under which the Group makes fixed payments to a separate legal entity. The Group has no legal or constructive obligations to pay further contributions if the fund does not have sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

The regular contributions for defined contribution plans constitute net periodic costs for the year in which they are due and as such are included in staff costs.

Typically, defined benefit plans define 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 that is reported in the balance sheet with respect to defined benefit schemes is the present value of the liability for the defined benefit on the balance sheet date. The defined benefit obligation is calculated annually by an independent actuary using the projected unit credit method. The present value of the defined benefit obligation is determined by using the rate of long-term Greek government bonds, however, because of current economic conditions the yield curve of the European Central Bank bonds was used instead of Greek government bonds.

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

Past-service costs are recognized immediately in profit or loss.

The liability in the balance sheet for defined benefit plans is the present value of the liability for the defined benefit under the Law 2112/20 as amended and in force by Law 4093/2012 and changes resulting from any actuarial gains or losses and past service costs. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method unit (projected unit credit method).

Actuarial gains and losses arising from experience adjustments and changes in proportional cases charged or credited with any deferred tax that relates to other comprehensive income.

Past service cost is recognized immediately in profit or loss unless the changes in pension plans are dependent on the retention of employees in service for a specified period of time (vesting date). In this case, past service cost is amortized on a consistent basis until the date of vesting of benefits.

b) Termination benefits

Termination benefits are payable when employment is terminated before the normal retirement date. The Group recognizes termination benefits when it is demonstrably committed to either: terminating the employment of current employees according to a detailed formal plan without possibility of withdrawal; or providing termination benefits as a result of an offer made to encourage voluntary redundancy. Benefits falling due more than 12 months after balance sheet date are discounted to present value.

Where there is uncertainty about the number of employees who will accept an offer of termination benefits, the Group discloses information about the contingent liability.

5.16 Defined Contribution plans

The staff of the Group is mainly covered by the main National Insurance Agency in relation to the private sector (National Insurance Agency) which provides retirement and medical benefits. Each employee is required to contribute part of their monthly salary to the fund, part of the overall contribution is paid by the Group. Upon retirement, the pension fund is responsible for paying pension benefits to employees. Consequently, the Group has no legal or constructive obligation to pay future benefits under this program.

Under the defined contribution plan, the Group's obligation (legal or constructive) shall be limited to the amount agreed to contribute to the organization (e.g. fund) that manages contributions and provides benefits. Consequently, the amount of benefits the employee will receive is determined by the amount paid by the Group (or the employee) and paid by the investment of those contributions.

The contribution payable by the Group in a defined contribution plan is recognized as a liability after deduction of the contribution paid and the corresponding output.

5.17 Share-Based Payment Transactions

The Group provides to key management personnel remuneration in the form of share-based payment transactions, whereby employees render services as consideration for equity instruments ("equity settled transactions"). The cost of equity settled transactions is measured by reference to the fair value at the date on which they are granted. The fair value is determined at the grant date, using an appropriate pricing model, and is allocated over the period in which the conditions are fulfilled. The cost of equity settled transactions is recognized, together with a corresponding increase to equity over the vesting period.

5.18 Provisions

Provisions are recognized when: The Group 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 the amount has been reliably estimated.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognized as a financial expense. Provisions are reviewed on each date of financial statements and if an outflow of funds to settle the obligation is unlikely, they are reversed in the income statement.

When the Group expects the recovery of a compensation to settle a provision, for instance under an insurance contract, the reimbursement is recognized as a separate asset only when it is virtually certain and reliably measured.

5.19 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable, and represents amounts receivable for goods or services supplied, stated net of discounts, returns and value added taxes.

The Group recognizes revenue when the amount of revenue can be reliably measured, when it is probable that future economic benefits will flow to the entity, and when specific criteria have been met for each of the Group's activities, as described below. The Group bases its estimate of return on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

a) Sales of goods

Revenue from the sale of goods is recognized when control of the good is transferred to the customer, usually upon delivery and there is no unfulfilled obligation that could affect the customer's acceptance of the products. The main products of the Group are POS Machines, Debit Cards, VoIP devices and talk time renewal codes (mobile cards) for cell phones.

The products are often sold with volume discounts. Sales are recorded based on the price specified in the sales contracts, net of the estimated volume discounts at the time of sale. Accumulated experience is used to estimate and provide for the discounts, which are assessed based on anticipated annual purchases.

b) Interest income

Interest income is recognized on an accrual basis using the effective interest method. When a receivable is impaired, the Group reduces the carrying amount to its recoverable amount, being the estimated future cash flow discounted at the original effective interest rate of the instrument and continues unwinding the discount as interest income. Interest revenue is recognized exclusively by subsidiary Vivabank S.A.

c) Payment Services

Group's revenue from services contains scheme fees, interchange fees and a mark-up for transactions that the Group acts as a principal. For all e-money and payment services that the Group provides to the merchants as an acquirer, it retains the exposure risk to financial institutions and payment networks concerning the interchange fees, scheme fees and other costs incurred from financial institutions as well as a mark-up charged by Viva. As such, the Group acts as Principal for the aforementioned fees and therefore are recognized based on this conclusion.

Group has the following revenue streams:

Acquiring fees: Fees paid by merchants, usually as percentage of the transaction value, where Viva offers acquiring services. These fees are recognized as revenue when a payment transaction has been completed by means of

settlement with a merchant. Acquiring fees include interchange and scheme fees. Viva has adopted a transparent pricing model and charges fees to merchants based on its own incurred costs (interchange & scheme costs) plus a mark-up for its acquiring services, widely known as “Interchange ++” pricing policy.

Issuing fees: Interchange fees collected from the acquirer’s bank through the settlement by the card schemes when a Viva’s merchant uses his debit card.

Account Payment fees: Fees per transaction paid by merchants for the use of Viva Account and recognized as revenue when transaction is initiated via the Group’s payment platform.

d) Sales of Other Services

Other services include ticketing, travelling and phone services exclusively provided by subsidiary Company “Viva Services”. Sales of other services are recognized in the accounting period in which the services are rendered, by reference to the stage of completion of the specific service.

In the case where the Group acts as an agent, the commission rather than gross revenue is recognized as revenue.

e) Dividends

Dividends are recognized as income when the payment is accrued.

5.20 Foreign currency translation

Functional and presentation currency

Items included in the financial statements of the Group are measured in the functional currency, which is the currency of the primary economic environment in which each branch entity operates. The financial statements are presented in Euro (€), which is the functional and presentation currency of the Group. Foreign exchange gains and losses resulting from the settlement of 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.

6. Notes on the Statement of Financial Position and the Statement of Comprehensive Income

6.1 Property, plant and equipment

<i>Amounts in €</i>	Buildings	POS Terminals	Furniture & Other Equipment	Vehicles	Total
Acquisition cost on 01/01/2022	10.979.700	13.359.475	5.036.706	42.843	29.418.723
Minus: Accumulated depreciation	(538.431)	(3.834.985)	(3.193.902)	(13.943)	(7.581.261)
Net book value on 01/01/2022	10.441.269	9.524.490	1.842.804	28.900	21.837.463
Additions	2.503.044	2.941.354	1.849.995	-	7.294.394
Disposals	(41.376)	(105.874)	(14.315)	-	(161.565)
Depreciation	(790.546)	(2.529.232)	(484.820)	(8.044)	(3.812.642)
Depreciations of disposals	699.624	109.482	-	-	809.106
Depreciations of disposals	-	-	-	-	-
Acquisition cost on 31/12/2022	13.441.368	16.194.955	6.872.386	42.843	36.551.552
Minus: Accumulated depreciation	(629.353)	(6.254.735)	(3.678.722)	(21.987)	(10.584.797)
Net book value on 31/12/2022	12.812.015	9.940.220	3.193.664	20.856	25.966.755
Additions	3.090.600	4.081.290	2.340.756	41.337	9.553.983
Disposals	(12.367.708)	(914.809)	-	(15.000)	(13.297.517)
Depreciation	(236.528)	(3.500.133)	(1.133.799)	(8.338)	(4.878.798)
Depreciations of disposals	48.771	650.560	-	15.000	714.331
Acquisition cost on 31/12/2023	4.164.260	19.361.436	9.213.142	69.180	32.808.018
Minus: Accumulated depreciation	(817.110)	(9.104.308)	(4.812.501)	(15.325)	(14.749.244)
Net book value on 31/12/2023	3.347.150	10.257.128	4.400.641	53.855	18.058.774

Depreciation expenses are allocated in the Statement of Comprehensive Income.

The Group has no collaterals on its property, plant and equipment.

6.2 Intangible Assets & Goodwill

<i>Amounts in €</i>	Assets under construction	Goodwill	Software	Other intangibles	Total
Acquisition cost on 31/12/2021	853.389	4.084.198	25.829.129	153.985	30.920.700
Minus: Accumulated amortization	-	-	(19.422.154)	(63.241)	(19.485.395)
Net book value on 31/12/2021	853.389	4.084.198	6.406.975	90.744	11.435.305
Additions	302.568	-	2.010.010	2.606.222	4.918.600
Transfers	(613.144)	-	179.054	434.089	-
Amortization	-	-	(3.224.663)	(169.185)	(3.393.849)
Acquisition cost on 31/12/2022	542.814	4.084.198	28.018.193	3.194.296	35.839.501
Minus: Accumulated amortization	-	-	(22.646.817)	(232.426)	(22.879.243)
Net book value on 31/12/2022	542.814	4.084.198	5.371.376	2.961.870	12.960.258
Additions	228.031	4.863.912	3.741.107	1.425.951	10.257.901
Transfers	(462.905)	-	462.905	-	-
Amortization	-	-	(2.229.582)	(586.364)	(2.815.947)
Acquisition cost on 31/12/2023	307.940	8.948.110	32.222.205	4.620.247	46.098.502
Minus: Accumulated amortization	-	-	(24.876.399)	(818.790)	(25.694.190)
Net book value on 31/12/2023	307.940	8.948.110	7.345.806	3.801.457	20.403.313

Additions of intangible assets are due to the development of software systems to enable and extend services to existing and new market segments.

Other intangibles mainly concern acquisition of the domain names and capitalised fees regarding the FCA licences.

Amortization expenses are allocated in the Statement of Comprehensive Income.

Goodwill

The excess amount between the consideration transferred during an acquisition and the fair value of the net identifiable assets acquired is recorded as goodwill. The Group carries in the Consolidated financial statements an amount of €4.084.198 as goodwill, regarding the acquisition of 100% VIVABANK SINGLE MEMBER BANKING S.A. shares, which occurred in August 2020, €4.535.759 regarding the acquisition of TFM IKE shares, which occurred during 2023 and €328.154 regarding the acquisition of 100% TFM A.E. shares, which occurred also during 2023.

The Group test goodwill on an annual basis, by assessing the future cash generating (CG) for potential impairment. The recoverable amount of CG was determined by value-in-use calculations that require the use of assumptions. The calculations used cash flow forecasts based on approved budgets covering a period of five years. Cash flows beyond the five-year period are calculated on the basis of the assumptions set out below, which are consistent with the forecasts for the industry in which Vivabank operates.

The basic assumptions adopted as of 31.12.2023, are the following:

- Discount rate in present value: 11 -13%
- Sales Growth Rate: 30 -40 % (according to Vivabanks' Business Plan currently on pilot phase of operations)
- Perpetuity Growth Rate: 1,1%

Impairment testing as of 31.12.2023 has not resulted in an impairment of goodwill.

6.3 Right of Use Assets & Lease liabilities

The item “Right of Use Assets” which the Group recognized after the implementation of IFRS 16 is analysed as follows:

<i>Amounts in €</i>	Leased buildings	Leased vehicles	Total
Cost or Fair value			
1 January 2022	4.129.045	1.223.103	5.352.148
Additions	20.607.307	80.684	20.687.991
Write-offs	-	-	-
Disposals	-	-	-
31 December 2022	24.736.352	1.303.787	26.040.139
1 January 2023	24.736.352	1.303.787	26.040.139
Additions	7.200.505	1.153.215	8.353.720
Write-offs	-	-	-
Disposals	-	-	-
31 December 2023	31.936.857	2.457.002	34.393.859
Accumulated depreciation			
1 January 2022	(2.144.824)	(740.673)	(2.885.497)
Depreciation charge	(1.436.899)	(244.577)	(1.681.476)
Write-offs	-	-	-
Disposals	-	-	-
31 December 2022	(3.581.723)	(985.250)	(4.566.973)
1 January 2023	(3.581.723)	(985.250)	(4.566.973)
Depreciation charge	(3.777.147)	(251.224)	(4.028.371)
Write-offs	-	-	-
Disposals	-	-	-
31 December 2023	(7.358.870)	(1.236.474)	(8.595.344)
Net book value as at January 2022	1.984.220	482.431	2.466.651
Net book value as at December 2022	21.154.628	318.537	21.473.165
Net book value as at December 2023	24.577.987	1.220.528	25.798.515

The Group has come to lease agreements for both buildings and car vehicles in Greece and in countries of operation. Buildings concern the offices in all countries, while cars concern the vehicles offered to Management and Sales executives for corporate purposes. Duration of these agreements is from 3 to 5 years, while the imputed annual discount factor amounts to 5%.

The item “Lease Liabilities”, Current and Non-current, for the Group is as follows:

Non-current lease liabilities	
Balance as at 1/1/2022	1.426.859
Additions	22.588.295
Transfer to current lease liabilities	(1.392.470)
Non-current lease liabilities as at 31/12/2022	22.622.684
Current lease liabilities	
Balance as at 1/1/2022	773.153
Additions	860.194
Transfer from non-current lease liabilities	1.392.470
Interests	229.554
Lease repayments	(1.801.636)
Current lease liabilities as at 31/12/2022	1.453.735
Non-current lease liabilities	
Balance as at 1/1/2023	22.622.684
Additions	8.137.550
Transfer to current lease liabilities	(5.489.608)
Non-current lease liabilities as at 31/12/2023	25.270.626
Current lease liabilities	
Balance as at 1/1/2023	1.453.735
Additions	206.762
Transfer from non-current lease liabilities	5.489.608
Interests	1.426.516
Lease repayments	(4.553.439)
Current lease liabilities as at 31/12/2023	4.023.182

6.4 Investment in associated companies

Company's investment to subsidiaries is analyzed as follows:

Amounts in €	31/12/2023	31/12/2022
Investments in associates		
Indev Software S.A.	-	653.097
Elorus Private Company	77.727	77.727
N7 Mobile s.p.z.o.o.	1.300.000	1.300.000
Total	1.377.727	2.030.824

6.5 Investment at fair value through other comprehensive income

Company's investments in assets at fair value through other comprehensive income is analyzed as follows:

Amounts in €	31/12/2023	31/12/2022
Investments in FVOCI		
Obrela Holdco. Ltd	692.774	692.774
Hedosophoa European Fintech Partners	-	-
Lateralus Fund	300.000	300.000
Realize Tech Fund	768.583	768.583
Elorus P.C.	-	-
Indev S.A.	-	-
Unifund S.A.	643.029	619.366
N7 Mobile sp. z o.o.	-	-
Fraudio Holding B.V.	150.058	150.058
Interbanking Systems "Dias" S.A.	246.442	12.976.441
NXTLVL Education Limited	150	-
Paynet Ltd	15	-
Participation in securities	3.066.028	1.413.807
Total	5.867.079	16.921.029

6.6 Deferred tax assets

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 relate to the same fiscal authority. The offset amounts are as follows:

Amounts in €	31/12/2023	31/12/2022
Deferred tax from temporary differences	216.500	6.415
Deferred tax from previous year tax losses	-	366.155
Total	216.500	372.570

Amounts in €	31/12/2023	31/12/2022
Deferred assets/(liabilities) on right of use assets	162.274	46.225
Deferred assets/(liabilities) on tangible assets	37.874	33.959
Deferred assets/(liabilities) on impaired trade receivables	-	-
Deferred assets/(liabilities) on other liabilities	(41.703)	(84.194)
Deferred assets/(liabilities) on other assets	57.602	(40.211)
Deferred assets/(liabilities) on employee benefits	-	50.636
Deferred tax from previous year tax losses	453	366.155
Total	216.500	372.570

Amounts recognized through P&L

<i>Amounts in €</i>	1/1/2023- 31/12/2023	1/1/2022- 31/12/2022
Deferred tax from temporary differences	187.964	25.466
Deferred tax from tax rate change	-	-
Deferred tax expense	(371.758)	-
	(183.794)	25.466
Amounts recognized through OCI		
Deferred tax on actuarial gain/loss	7.906	(3.211)
	7.906	(3.211)
Total	175.888	22.255

Total movement in deferred tax assets and liabilities

<i>Amounts in €</i>	1/1/2023- 31/12/2023	1/1/2022- 31/12/2022
Balance at the beginning of the year	372.570	327.579
Transfer from Subsidiary Acquisition	-	-
Tax (credited)/charged to income statement	(183.794)	25.466
Tax charged directly to equity	19.818	22.737
Tax charged/(credited) directly to other comprehensive income	7.906	(3.211)
Balance at the end of year	216.500	372.570

6.7 Other non-current assets

Other non-current assets consist of guarantees provided by the Group and is analyzed as follows:

<i>Amounts in €</i>	31/12/2023	31/12/2022
Rent guarantees	1.428.687	1.073.182
Means of transportation guarantees	44.751	50.900
Utilities guarantees	7.236	17.236
Card Schemes Guarantees	4.552.586	4.527.553
Deposits and prepaid expenses	28.785	107.472
Other guarantees	110.116	2.760
Total	6.172.161	5.781.139

Non-current prepaid expenses concern the long-term portion of fees that **VIVA PAYMENTS S.A** was charged in advance from card schemes, including principal membership and relevant license fees.

Card Schemes Guarantees concern amounts given as guarantees to the international card schemes as a prerequisite for the Direct-to-the-Scheme.

6.8 Inventories

The Group's inventories is analyzed as follows:

<i>Amounts in €</i>	31/12/2023	31/12/2022
Inventories	8.000.583	6.178.559
Total realizable value	8.000.583	6.178.559
Impairment of inventories	-	(52.495)
Total net realizable value	8.000.583	6.126.064
Transfer as held for sale assets	-	-
Total	8.000.583	6.126.064

Group's inventories include:

<i>Amounts in €</i>	31/12/2023	31/12/2022
POS terminals	4.261.629	6.126.064
Finished products	3.738.954	-
Total	8.000.583	6.126.064

6.9 Trade and other receivables

The analysis of trade and other receivables is as follows:

<i>Amounts in €</i>	31/12/2023	31/12/2022
Domestic Customers	1.981.404	3.638.826
Foreign Customers	316.590	3.086.218
Total	2.297.994	6.725.044
Provision for impairment of trade receivables	(1.195.046)	(1.183.051)
Total	1.102.948	5.541.993

The customers receivables do not constitute of interest-bearing items and are usually regulated from the course activities of the Group, in a short period of time.

For all the Group's receivables, an estimate of the probable impairment has been made. Impaired receivables mainly relate to certain levels of aged balances that are considered to be irrecoverable.

The movement in the provision of impairment of Customers and other trade receivables is set out below:

<i>Amounts in €</i>	31/12/2023	31/12/2022
Balance at the beginning of the year	1.183.051	1.053.046
New provision	11.995	130.005
Reversal of unused provision	-	-
Balance at the end of the year	1.195.046	1.183.051

The movement in the provision for impairment has been included in the statement of comprehensive income.

For all trade receivables, an assessment for possible impairment has been undertaken upon relevant indications. Certain receivables have been impaired. The impaired receivables relate mainly to customers who face financial difficulties and their balances are estimated as non-recoverable.

The aging analysis of the receivables as well as the analysis of the provision for impairment based on the expected credit losses on the balances of trade and other receivables is as follows:

Impairment losses 01/01/2023:	1.183.051
Impairment losses charged to profit and loss account for the period 1/1/2023-31/12/2023:	11.995
Impairment losses 31/12/2023:	1.195.046

6.10 Loans and other financial receivables

The item is analyzed as follows:

<i>Amounts in €</i>	31/12/2023	31/12/2022
Loan Portfolio : Stage 1	8.693.430	4.477.519
Loan Portfolio : Stage 2	225.347	55.454
Loan Portfolio : Stage 3	105.412	17.762
Loan other	5.722.609	5.922.430
Loan Loss Allowances	(133.891)	(63.976)
Total	14.612.907	10.409.189

Loan portfolio is derived solely from Vivabank at the period under consideration.

6.11 Prepayments

This item shows the debit balances of the Group's suppliers and is analyzed as follows:

<i>Amounts in €</i>	31/12/2023	31/12/2022
Advances to domestic suppliers	2.261.548	1.479.506
Advances	229.814	2.958.135
Total	2.491.362	4.437.641
Provision for impairment of suppliers prepayments	(486.056)	(512.171)
Total	2.005.306	3.925.470

<i>Amounts in €</i>	31/12/2023	31/12/2022
Balance at the beginning of the year	512.171	512.171
New provision	-	-
Reversal of unused provision	(26.115)	-
Balance at the end of the year	486.056	512.171

6.12 Income tax receivables

The analysis of the item is as follows:

<i>Amounts in €</i>	31/12/2023	31/12/2022
Income tax prepayment	180.670	524.228
Tax receivable	51.437	70.395
Other withholding taxes	141.131	37.215
Total	373.238	631.838

6.13 Other current assets

The item “Other current assets” includes:

<i>Amounts in €</i>	31/12/2023	31/12/2022
Staff advances	18.553	27.553
Other receivables	85.501.358	36.431.479
Prepaid expenses	3.760.297	3.752.710
Accrued revenue	6.127.149	31.494
Rentals	4	24.864
Other receivables for related parties	2.357.760	14.383
VAT receivable	595.835	871.925
Total	98.360.956	41.154.408

Other receivables include receivables from schemes and resellers that are pending to be cleared as at 31/12/2023 of €78.805.749 (2022: €28.068.225)

The fair values are considered to approximate their book value. Additionally, the maximum exposure to credit risk, excluding guarantees and credit enhancement, is considered to approximate their book value.

Prepaid expenses concern agreements with supplies paid in advance for services to be provided in the next period.

6.14 Cash and cash equivalents

The Group’s cash and cash equivalents is analyzed as shown in the table below:

<i>Amounts in €</i>	31/12/2023	31/12/2022
Bank deposits	241.509.279	229.657.861
Cash & Receivables from Central Banks	68.341.158	71.153.858
Deposits in T-Bills	104.712.382	109.821.220
Total	414.562.819	410.632.939

The above figures reconcile to the amount of cash shown in the statement of cash flows at the end of the financial year and include both own cash and cash on behalf of clients (please refer to “Payables to Merchants” liability line item).

Deposits in T-bills concern short-term Greek Government debt obligation backed by the Treasury Department with a maturity of less than 3 months.

6.15 Share Capital

The share capital of Werealize.com as at 31 December 2023 consists of €21.726, divided into 21.726 ordinary shares, with voting rights and a nominal value € 1,00 each. All issued shares have been entirely paid and have the same rights to dividends distribution and represent one vote per share at the General Shareholders' Meeting of the Company.

Amounts in €	31/12/2023	
Approved shares	Number of Shares	Nominal Value
Ordinary shares	21.726	€ 1
Total	22.746	€ 1

Amounts in €	31/12/2022	
Approved shares	Number of Shares	Nominal Value
Ordinary shares	21.746	€ 1
Total	21.746	€ 1

During the year, the Company issued 980 shares with nominal value of €1 each at a premium of €45.999 each. Subsequently, during the year, the Company, proceeded with capital reduction of 1.000 shares €1 each and share premium reduction from €51.767.815 to €10.168.815.

6.16 Share Premium

Relates to the amounts received, additional to the par value of shares issued and represents non distributable Capital Reserves. Share premium for the Group and for the Company amounts to €10.168.815 as of 31.12.2023, increasing from €6.688.715 as of 31.12.2022.

6.17 Reserves

Group Reserves are analyzed below:

Amounts in €	Statutory reserves	Tax free reserves	Other reserves	Convertible bond loan reserve	Total
Balance as at 1/1/2022	391.220	-	67.692.330	-	68.083.550
Share capital Increase	-	-	(10.517.840)	-	(10.517.840)
Share based payments (IFRS 2)	-	-	167.779.323	-	167.779.323
Other changes in equity	-	-	8.991.993	-	8.991.993
Balance as at 31/12/2022	391.220	-	233.945.806	-	234.337.026
Balance as at 1/1/2023	391.220	-	233.945.806	-	234.337.026
Exercise of stock option plan	-	-	-	-	-
Other changes in equity	-	-	42.043	-	42.043
Share based payments (IFRS 2)	-	-	3.537	-	3.537
Balance as at 31/12/2023	391.220	-	233.991.386	-	234.382.606

Statutory reserves

This reserve cannot be distributed but may be used to offset losses.

Share based payments reserve (IFRS 2)

Reserves held under the approved stock option plan, which is addressed to the employees of the Group.

Other reserves

Extraordinary reserves represent prior years retained earnings and may be distributed to the shareholders with no additional tax following a relevant decision by the Annual General Assembly Meeting. The share based payments reserves held under the approved stock option plan, which is addressed to the employees of the Group.

6.18 Retained earnings/(accumulated losses)

The retained earnings/(accumulated losses) arise from past years' retained earnings reduced by the reserves formed. The Group figure amounts to €(101.160.082) for 2023 and €(54.926.047) for 2022. The movement is shown in detail in the Statement of Changes in Equity.

6.19 Borrowings

"Borrowings" are analyzed as follows

Amounts in €	31/12/2023	31/12/2022
Long term loans - other	647.442	-
Short term loans - bank	21.400.000	21.400.000
Short term loans - shareholders	119.684	-
Short term loans - other	3.112.911	28.627.514
Total	25.280.037	50.027.514

All short term borrowings are current, which are due in less than 1 year. Long term borrowings are non-current, which are due between 1 – 5 years.

6.20 Employee benefit obligations

Employee benefit obligations are determined through an actuarial study carried out by a certified actuary.

Amounts in €	31/12/2023	31/12/2022
Provision for personnel compensation	296.184	175.241
Total	296.184	175.241

Amounts in €	31/12/2023	31/12/2022
Opening balance of defined benefit plans	172.991	123.088
Current service cost	82.000	65.634
Actuarial interest	5.258	971
Actuarial (gain) / loss	35.935	(14.452)
Liability in statement of financial position	296.184	175.241

6.21 Provisions

“Provisions” is analyzed as follows:

<i>Amounts in €</i>	Other provisions	Provision for disputed transactions	Total
Balance as at 1/1/2022	2.956.732	3.165.387	6.122.119
Provisions charged to profit / (loss) statements	138.693	543.895	682.588
Reversal of provision	(95.000)	(153.758)	(248.758)
Balance as at 31/12/2022	3.000.425	3.555.524	6.555.949
Balance as at 1/1/2023	3.000.425	3.555.524	6.555.949
Provisions charged to profit / (loss) statements	904.398	1.223.966	2.128.364
Reversal of provision	(295.213)	(161.699)	(456.912)
Balance as at 31/12/2023	3.609.610	4.617.791	8.227.401

VIVA PAYMENTS S.A. proceeded with a formation of new provision for disputes of a total amount of €1.223.966 and released the amount of €161.699 for disputed transactions that were finally collected. This is mainly attributed to the significant growth of volumes and transactions in countries abroad. **VIVA PAYMENTS S.A.** uses a rule-based AML – antifraud system and all suspicious transactions are recognized and blocked for no further loss.

Collection of disputed transactions requires a heavy process of communication and settlement with the merchants, resulting in a distant probability of recovery. This procedure, in the majority of the cases, takes more than one year, hence it is classified as non-current liability.

All appropriate actions in terms of legal and compliance are in place to recover this amount.

Moreover, net provisions of total amount €875.898 were added on Group’s liabilities, which were derived from Vivabank’s provisions for various operational risks and an amount of €27.564 from Viva Bank’s provisions for litigations.

6.22 Trade and other payables

The item “Trade and other payables” is analyzed as follows:

<i>Amounts in €</i>	31/12/2023	31/12/2022
Domestic suppliers	7.317.141	6.917.817
Foreign suppliers	3.428.468	4.004.140
Other payables to shareholders	39.041.871	-
Total	49.787.480	10.921.957

Trade and other payables mainly comprise amounts outstanding for trade purchases and operating expenses.

The total of the above liabilities is considered to be of short-term maturities.

The fair value of these short-term financial liabilities is estimated at their carrying amount.

Liabilities to suppliers are not interest-bearing accounts and the average credit period received for purchases, is 30 days from invoicing day unless agreed otherwise, in contracts or private agreements.

6.23 Income tax liabilities

The Group's item "Income tax liabilities" is analyzed as follows:

<i>Amounts in €</i>	31/12/2023	31/12/2022
Current tax liabilities	1.224.099	489.429
Total	1.224.099	489.429

6.24 Other current liabilities

The "Other current liabilities" account for the Group is analyzed as follows:

<i>Amounts in €</i>	31/12/2023	31/12/2022
Customers advances	59.292	68.824
Salaries Payable	29.795	934.401
BOD fees payable	24.935	4.347
Other short-term liabilities	51.299.724	35.297.102
VAT liabilities	245.245	904.261
Payroll tax	1.748.687	1.110.547
Other taxes	355.563	518.578
Social security	2.606.557	1.255.418
Accrued expenses	4.043.912	3.152.873
Total	60.413.710	43.246.351

Other short-term liabilities include pending transfers of €48.375.652 (2022: €30.047.645) for the year and other current balances relating to Viva Payment's issuing services and to various other cash transfers on behalf of merchants with viva account.

Accrued expenses include accrual for 04 scheme fees and accruals for vendors' invoices concerning services rendered in 2022 invoiced in 2023.

6.25 Deposits from Customers

The item "Deposits from customers" is analyzed as follows:

<i>Amounts in €</i>	31/12/2023	31/12/2022
Due to Customers	8.497.823	8.373.312
Deposits with the Hellenic Deposits and investment Guarantee Fund (TEKE)	209.136	408.612
Total	8.706.959	8.781.924

Deposits from customers derive solely from Vivabank's operations.

6.26 Payables to Merchants

Payables to merchants relate to merchants' wallet balances and do not constitute borrowings. Merchant's balance derives from acquiring, issuing and bank transfer activities, through his Viva Wallet account. Viva Payments SA is liable on holding these funds according to Law 4537/2018 (EU 2015/2366) and performing transactions as per merchant's mandate.

The total figure of "Payables to Merchants" as of 31 December 2023 amounts to €420.326.471, compared to €323.236.041 for the previous corresponding period, and reflects the proportional increase of the total volume balance.

6.27 Revenues

The Group's revenues is analyzed as follows:

<i>Amounts in €</i>	1/1/2023- 31/12/2023	1/1/2022- 31/12/2022
Acquiring Services	125.695.749	90.817.670
Payment Account Services	11.184.640	9.766.925
Issuing Services	27.633.300	14.344.106
Revenue from other services	20.297.278	4.566.545
POS Sales	2.498.321	2.263.044
Rental income	45.000	90.000
Total	187.354.288	121.848.290

Group's revenue from other services mainly derives from Viva Services' Ticketing and Transportation activities. Viva Wallet's revenue from other services mainly concerns intra group charges for IT and relevant administration services.

6.28 Interchange fees and other direct transactional costs

The Group's interchange fees and other direct transactional costs s is analysed as follows:

<i>Amounts in €</i>	1/1/2023- 31/12/2023	1/1/2022- 31/12/2022
Interchange and scheme fees	61.944.947	42.109.834
Total	61.944.947	42.109.834

6.29 Other operating income

The item "Other operating income" for the Group is analyzed as follows:

<i>Amounts in €</i>	1/1/2023- 31/12/2023	1/1/2022- 31/12/2022
Subsidies	-	-
Revenues from rentals	210.200	412.759
Other operating income	649.312	625.774
Total	859.512	1.038.533

6.30 Expenses by nature

The total of the Group's expenses is analyzed as follows:

Direct Cost of sales

<i>Amounts in €</i>	1/1/2023- 31/12/2023	1/1/2022- 31/12/2022
Hosting & other related expenses	6.893.385	4.283.871
Provision for disputed transactions	1.062.267	2.106.291
Rebates & other commissions	12.502.195	9.372.150
ISV's & Affiliates cost (sales commission)	1.750.496	1.916.291
Settlement and clearing mechanism fees	1.931.159	1.542.880
Agent commission fees	2.666.688	1.008.437
Onboarding & Identification costs	-	-
Other cost of sales	3.775.280	-
Total	30.581.470	20.229.920

The comparatives presented in the analysis of "Direct cost of sales" have been reclassified for comparability purposes.

Cost of sales of goods

<i>Amounts in €</i>	1/1/2023- 31/12/2023	1/1/2022- 31/12/2022
Cost of Sales of goods	(18.430.690)	(2.960.168)
Total	(18.430.690)	(2.960.168)

Payroll and related expenses

The expenses recognized for employee benefits are analyzed as follows:

<i>Amounts in €</i>	1/1/2023- 31/12/2023	1/1/2022- 31/12/2022
Salaries, Wages & benefits	47.747.293	29.261.777
Contributions to Social security	11.238.507	6.905.784
Other employees benefits	733.051	265.456
Retirement and severance payments	60.955	29.604
Current service cost	76.231	65.634
Share based payments (IFRS 2)	45.580	8.991.993
Total	59.901.617	45.520.248

The Group's average number of employees as at 31 December 2023 and 31 December 2022 is presented below:

<i>Amounts in €</i>	1/1/2023- 31/12/2023	1/1/2022- 31/12/2022
Employees	1.263	797
Total	1.263	797

General, Selling and Administrative expenses

<i>Amounts in €</i>	1/1/2023- 31/12/2023	1/1/2022- 31/12/2022
Customer service fees	196.730	4.322.113
Facility Management	1.667.314	2.346.826
Infrastructure	3.288.983	2.589.892
Promotion and Marketing	7.519.552	5.720.873
Tax Expenses	5.561.405	2.876.191
Consulting and other professional fees	17.218.216	3.971.541
HR related expenses	660.338	663.425
Legal expenses	4.339.330	4.141.373
Hospitality and transportation expenses	1.281.583	1.304.525
Other operating costs	9.783.809	3.251.124
Total	51.517.260	31.187.883

Depreciation and amortization expenses

<i>Amounts in €</i>	1/1/2023- 31/12/2023	1/1/2022- 31/12/2022
Depreciation of buildings	236.528	788.711
Depreciation of means of transportation	8.338	7.093
Depreciation of furniture and other equipment	978.427	487.461
Amortization of intangible assets	2.575.021	3.393.849
Depreciation on right of use assets buildings	3.777.147	1.436.899
POS depreciation	3.500.133	2.529.232
Depreciation on right of use assets means of transportation	251.224	244.577
Total	11.326.818	8.887.822

Other operating gains/(losses) – net

<i>Amounts in €</i>	1/1/2023- 31/12/2023	1/1/2022- 31/12/2022
Exchange differences expense	(481.780)	(2.293.576)
Exchange differences income	56.610	223.281
Other extraordinary income	6.640.144	1.205.835
Other extraordinary expenses	(6.282.092)	(77.701)
Tax penalties	23.965	
Reversal of provisions/(provision for bad debt)	13.179	(128.164)
Other income	232.975	
Total	(203.001)	(1.070.325)

6.31 Finance expense - income

The analysis of the finance expenses of the Group is as follows:

<i>Amounts in €</i>	1/1/2023- 31/12/2023	1/1/2022- 31/12/2022
Loan interest	1.762.988	545.658
Interest and expenses of bond loan	-	11.297.154
Financial loss (FV movement of derivative)	-	15.438.482
Rights of use assets interest	1.426.516	230.142
Actuarial interest	5.266	970
Other bank expenses	1.966.888	2.285.762
Interest of T-Bills	-	209.608
Total	5.161.658	30.007.776

The analysis of the finance income of the Group is as follows:

<i>Amounts in €</i>	1/1/2023- 31/12/2023	1/1/2022- 31/12/2022
Deposit Interest income	8.129.636	727.404
Interest income and related income	4.001	264.628
Total	8.133.637	993.032

6.32 Gains/(losses) from investments

<i>Amounts in €</i>	1/1/2023- 31/12/2023	1/1/2022- 31/12/2022
Gains/(losses) from investments	-	107.207
Dividend income	26.478	41.631
Gains and losses from sales	155.295	2.098.493
Total	181.773	2.247.331

6.33 Income Tax expense

The tax on the losses before tax of the Group differs from the theoretical amount that would arise using the weighted average tax rate applicable to profits/losses of the Group as follows:

<i>Amounts in €</i>	1/1/2023- 31/12/2023	1/1/2022- 31/12/2022
Deferred tax from temporary differences	182.360	25.466
Deferred tax from tax rate change	(366.155)	-
Deferred tax expense		-
	(183.795)	25.466
Amounts recognized through OCI		
Deferred tax on actuarial gain/loss	(7.906)	(3.211)
	(7.906)	(3.211)
Total	(175.889)	22.255

<i>Amounts in €</i>	1/1/2023- 31/12/2023	1/1/2022- 31/12/2022
Income tax	1.929.683	(1.578.375)
Deferred tax recognized through P&L	183.795	25.466
Total	(2.113.478)	(1.565.908)

Based on Law 4799/2021 income tax rate in Greece is 22% for the current and previous fiscal years where as the income tax rate in Cyprus is 12,5% for the current and previous fiscal years.

The income tax rates in the countries in which Company's subsidiaries operate range from 9% to 35%.

6.34 Earnings/(loss) per share

The basic Profit/(loss) per share is calculated by dividing the profit or loss for the fiscal year, minus any dividends, by the weighted average number of ordinary shares during the period.

<i>Amounts in €</i>	1/1/2023- 31/12/2023	1/1/2022- 31/12/2022
Profit/(Loss) after tax	(39.990.514)	(31.213.021)
Weighted average number of shares	21.736	21.746
Basic Profit/(Loss) per share (€/share)	(1.839,83)	(1.435,34)

The weighted number of shares is as follows:

	1/1/2023- 31/12/2023	1/1/2022- 31/12/2022
Balance of shares at 01/01	21.746	21.746
Balance of shares at 31/12	21.726	21.746
Weighted average number of shares	21.736	21.746

6.35 Dividends

During the year of 2023, the Parent Company did not pay dividends to its shareholders due to losses.

7. Contingent assets and liabilities

a) The Viva Wallet Holdings Software Development S.A. sub-group, is a defendant in certain claims and legal proceedings in the ordinary course of business. When the Group estimates that it is probable that a loss will be incurred, and a reliable estimate can be made for the amount of loss, a provision is recognized after consultation with the Bank's legal department.

There are certain lawsuits against the Bank within the framework of its normal business activity but also from the portfolio acquired by its licensor. Total third parties claims' through litigation, for which certain provisions have been booked amounted to €22,3 million.

b) The Group has contingent liabilities in respect of banks, other guarantees and other matters arising in the ordinary course of business, from which it is not anticipated that any material liabilities will arise. No material charges are expected to arise from such contingent liabilities. No additional payments are expected after the date of preparation of these financial statements. Against credit guarantees issued by credit institutions, tangible collaterals have not been granted.

The Group and the Company have no other commitments of any kind.

8. Related Party transactions and balances

The following transactions are transactions with related parties as defined by IAS 24, cumulative from the beginning of the fiscal year to the end of it as well as the rest of the Group's assets and liabilities at the end of the current fiscal year, resulting from the specific transactions of related parties.

Transactions and Balances with related parties

Transactions in the years 2023 and 2022 and the balances at 31 December 2023 and 31 December 2022 with related parties within the meaning of IAS 24 are as follows:

<i>Amounts in €</i>	31/12/2023	31/12/2022
Receivables		
Shareholders	12.998.991	198.650
Other relates parties	31.079.600	7.198.514
Total	44.078.591	7.397.164

<i>Amounts in €</i>	31/12/2023	31/12/2022
Liabilities		
Other related parties	414.529	12.646.915
Payable to merchants – other related parties	4.801.581	416.632
Total	5.216.110	12.646.915

<i>Amounts in €</i>	1/1/2023- 31/12/2023	1/1/2022- 31/12/2022
Purchases		
Other related parties	3.234.820	522.641
Total	3.234.820	818.914

<i>Amounts in €</i>	1/1/2023- 31/12/2023	1/1/2022- 31/12/2022
Transactions and remuneration of members of the Management and directors		
Board members	2.044.189	2.319.780
Total	2.044.189	2.319.780

<i>Amounts in €</i>	31/12/2023	31/12/2022
Liabilities to members of the Management and directors		
Salaries and other compensation payable	24.935	53.044
Total	24.935	53.044

Amounts in €	31/12/2023	31/12/2022
Income		
Rental income from other related parties	72.000	50.000
Revenue from services from other related parties	79.441	745.086
Total	151.441	795.086

Transactions between the Company and its subsidiaries have been eliminated on consolidation.

No provision has been made for doubtful debts in respect of the amounts due from related parties.

9. Capital Management policies and procedures

The Group manages its capital to ensure that will be able to continue as a going concern while maximizing the return to stakeholders through the optimization of the debt and equity balance.

The Group monitors the capital using the Gearing ratio of net total liabilities to equity. The net debt includes interest-bearing borrowings less cash and cash equivalents.

The Board of Directors monitors the capital structure on a frequent basis and takes into account the associated cost of capital and risks in order to determine the follow up strategy.

10. Events after the reporting period

There were no other significant events after 31 December 2023, which affect the Financial Statements apart from following:

At the 16th of January 2024 Share capital increase to subsidiary company Viva Wallet.com Ltd was decided. Specifically, a total of GBP 5 mil was approved and transferred to the subsidiary Company.

At the 27th of March 2024 Share capital increase to subsidiary company Viva Payments S.A. was decided. Specifically, a total of euro 40mil was approved and transferred to the subsidiary Company.

11. Audit Fees

Audit fees for 2023 for the Company amounted to € 18.500 for the audit of statutory and consolidated financial statements. As far as the Group is concerned, audit fees amounted to €301.000 & £125.000 for statutory audit, € 90.750 for tax audit.

Director
Charalampos Karonis

Director
Dimitrios Kontoulis

.....
24/12/2024

.....
24/12/2024