

IMPACT



IMPACT DEVELOPER & CONTRACTOR

QUARTERLY REPORT Q1 2023

impactsa.ro



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Report date: 15 May 2023

Issuing company: IMPACT DEVELOPER & CONTRACTOR SA

Registered office: 31 – 41 Street, Drumul Padurea Mogosoia, 014043, Bucharest, District 1

Phone: +4021– 230.75.70/71/72, fax: +4021– 230.75.81/82/83

Fully subscribed and paid-up capital: RON 591,419,987.75

Regulated market where the issued securities are traded: Bucharest Stock Exchange

The EUR/RON exchange rate on 31 of March 2023 is RON 4.9189



IMPACT

Q1 2023

financial results
conference call

05

18

2023

3:00 PM (EEST)

REGISTER



KEY FINANCIAL AND OPERATIONAL MATTERS

- As at 31 March 2023, **IMPACT** had a balance of 457 pre-sale and reservation contracts, in total value of **EUR 50 million**. Those contracts will translate in sales, as dwellings will be finalized in the following period.
- During the first quarter of 2023 **IMPACT** obtained revenues of RON 21.7 million, the gross profit being of RON 6.5 million, with a gross margin of 30%.
- As at March 31, 2023, **IMPACT** had **1,631 units under construction** (with building permit) of which 982 in different phases of construction as of March 31, 2023.
- The urban certificate for the project **ARIA VERDI**- Bucharest was obtained in April 2023, with a gross development value of more than **EUR 350 million**.
- **IMPACT** maintained a good liquidity position, with EUR 9.3 million in cash and cash equivalents as at 31 March 2023 and a debt ratio of 28%.
- As at March 31, 2023, the total value of assets adjusted in accordance with EPRA standards was **EUR 351 million**.
- **IMPACT** holds a valuable land bank (approximately 71 ha) with potential of development for minimum additional 5 projects GREENFIELD BĂNEASA (new phases), BOREAL PLUS (new phases), GREENFIELD COPOU RESIDENCE (“GREENFIELD COPOU”), ARIA VERDI and GREENFIELD WEST, with total estimated market value of approximately EUR 1.5 billion.



OUTLOOK FOR THE NEXT 12 MONTHS

- Continuing sales of completed dwellings in **LUXURIA EXPOZIȚIEI**, **GREENFIELD BĂNEASA** and **BOREAL PLUS**.
- Operating **GREENFIELD PLAZA BĂNEASA** and earning related revenues.
- Completion of 732 dwellings in GREENFIELD BĂNEASA.
- Starting Pre-Sales for next projects phases with building permits for which construction has started/is estimated to begin construction in 2023-2024.
- Obtain building permits and starting the works for the new phases in **GREENFIELD BĂNEASA** and **GREENFIELD COPOU**.
- Finishing **ARIA VERDI** concept and starting the procedure for obtaining the approvals and building permits.
- Completing the financing for the ongoing/planned projects and a share capital increase up to 25 mill EUR.
- Potential acquisition of new plots of land, in line with **IMPACT**'s strategy to complete land bank.



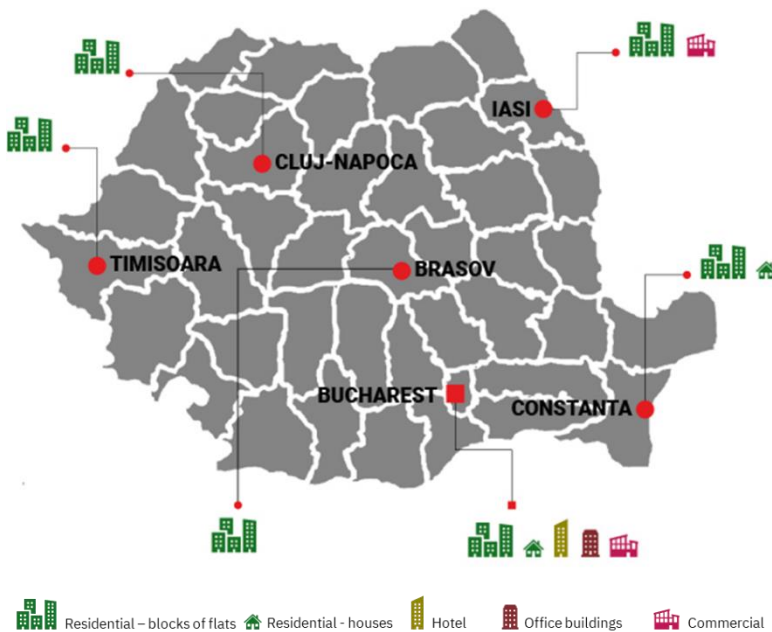
OPERATIONAL ACTIVITY

PROJECTS IN DEVELOPMENT

IMPACT is committed to develop sustainable communities, with a focus on medium affordable housing projects. The environmental and social aspects are top of mind for **IMPACT** and are translated into its developments that are planned to be GREEN projects (e.g. BREEAM Excellent certification, nZEB construction standard applicable to all new buildings with permit obtained starting January 2021) which will include use of renewable energy sources, low emission energy sources, electric mobility and man powered mobility, extended green areas, parks and playgrounds.

IMPACT has a strong landbank supporting current and future projects in attractive locations in Bucharest, Iasi and Constanta. Also, **IMPACT**'s strategy is to expand its nationwide presence in big cities like Timișoara, Cluj, Brașov and is actively looking for land plots that are suitable for developing sustainable communities.

During first three months of 2023, **IMPACT** focus was on developing the projects that are currently under construction, as well as on the process for obtaining the necessary permits for developments for which the construction is planned to start in 2023-2026, projects developed on the landbank already owned. The projects are planned and developed in several phases and stages (including permitting, construction start), depending on the size of the project.



Projects in development on the landbank owned

Projects under development

- GREENFIELD BĂNEASA RESIDENCE in Bucharest
- BOREAL PLUS in Conștanta

Construction estimated to start in 2023 - 2026

- GREENFIELD COPOU RESIDENCE in Iași
- ARIA VERDI & GREENFIELD WEST in Bucharest (depending on completion of permitting process)



GREENFIELD BĂNEASA RESIDENCE

- Flagship project located in the northern area of Bucharest, Baneasa area, framed on two sides by 900 ha of woodland: Baneasa and Tunari Forests.
- Started in 2007, with have in the end **6,839 units** in total, of which **2,686** units were completed as at 31 March 2023.
- Currently zoning permit (PUZ) for more than 3,700 units related to under construction and pipeline phases, of which:
 - **1,167 units** with building permit out of which for 982 units construction was started (250 units in current period and 732 units in prior period); and
 - **598 units** in the last stage of obtaining building permit.
- Value added to the project through, **GREENFIELD PLAZA**, a neighbourhood shopping centre of over **8,700 sqm**, located in the northern part of GREENFIELD Băneasa. GREENFIELD PLAZA is the biggest shopping and leisure destination dedicated to a residential community. With supermarket, restaurants, over twenty store, Wellness Club by Greenfield (with indoor and outdoor pools, spa, gym, squash, cycling), GREENFIELD PLAZA successfully fulfils the daily needs of a large-scale community such as GREENFIELD Baneasa.
- **IMPACT** headquarter office is located near GREENFIELD PLAZA.
- Public school and kindergarten to be constructed by the City Hall on the land donated together with the project in 2020 by the Company; the building permit for public school was issued in September 2021.
- STB (Bucharest Transport Company) terminal with two bus lines, one of them with direct connexion to Străulești Multimodal Terminal.
- Other facilities planned for residents: church and nursery.

BOREAL PLUS

- BOREAL Plus is located in the northern area of Constanta, with quick access to the highway, the city center, beach, educational facilities (campus and university), Ovidius Hospital, close to shopping centers and overlooking Siutghiol Lake.
- Out of the **691 units** with building permits, 18 houses were completed in 2021 and **209 dwellings** were finalized in 2022.
- With a panoramic view of the Black Sea and Siutghiol Lake, BOREAL Plus dwellings are defined by the safety and durability of the construction, but also by the comfort they provide. The compound is located in the immediate vicinity of a hypermarket and will have facilities such as parks, kindergarten and convenience stores.



ARIA VERDI

- **ARIA VERDI** is located on Barbu Văcărescu Av., near the most important Bucharest business pole. The preliminary concept includes 850+ units and over 6,000 sqm for other functions with a gross development value of over **EUR 350 million**.
- The compound will offer a spectacular view over the city, being surrounded by parks and lakes. ARIA VERDI aims to offer a lifestyle in harmony with nature, implementing BREEAM Excellent and nZEB sustainability and wellbeing solutions.
- ARIA VERDI includes a series of amenities which will raise the quality of living for the residents: high-end commercial gallery, green areas, underground parking.
- In April 2023 an urban certificate was obtained and at present the project is in the final concept development stage, with the following steps for obtaining the building permits to be started.

GREENFIELD WEST

- **GREENFIELD WEST** will be developed in a fast-growing area of the Capital city, in the West, where numerous high-rise buildings are currently being built.
- The new compound developed by **IMPACT** comes to complete the offer of the area and in the residential segment, being the largest residential project developed in the west of Bucharest (estimated **4,000+**).
- Zoning (PUD) in place, currently improvement in progress, the procedure for obtaining the building permit being started.
- Will benefit from a community center with retail, kindergarten and school, multipurpose hall and parking buildings.

GREENFIELD COPOU RESIDENCE

- Gross development value estimated of EUR 175 million (over 98k sqm built).
- Zoning (PUZ) in place while the process for obtaining the building permit for 1,062 units is in the final stage
- To include **GREENFIELD PLAZA COPOU**, a community center with commercial gallery, gym and wellness center, restaurant and spaces for other functions (kindergarten).
- GREENFIELD COPOU RESIDENCE is located on Copou Hill, offering panoramic views of the Botanical Garden and of the Iasi municipality. The ensemble will integrate harmoniously amid environment, through low-height buildings and the inclusion of large green spaces.
- The buildings will have a close to zero energy consumption, respecting the new standard in housing construction, nZEB - which involves a sustainable design, energy saving technologies and the use of renewable energy, such as photovoltaic panels
 - The development's facilities will include 15,000 sqm of green spaces, providing relaxation areas and playground for children, kindergarten and after-school.



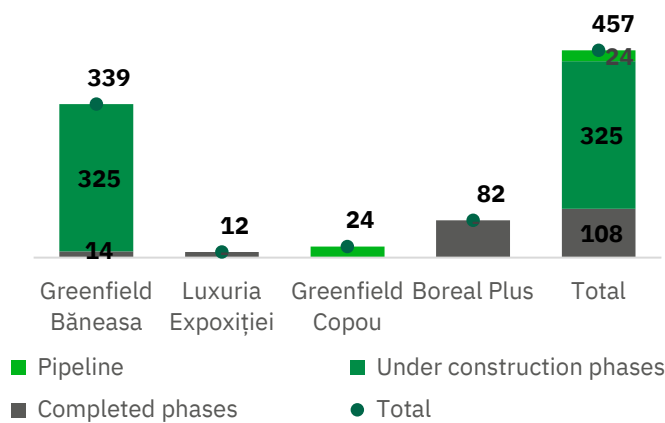
PRE-SALES AND SALES

Pre-Sales as at 31 March 2023

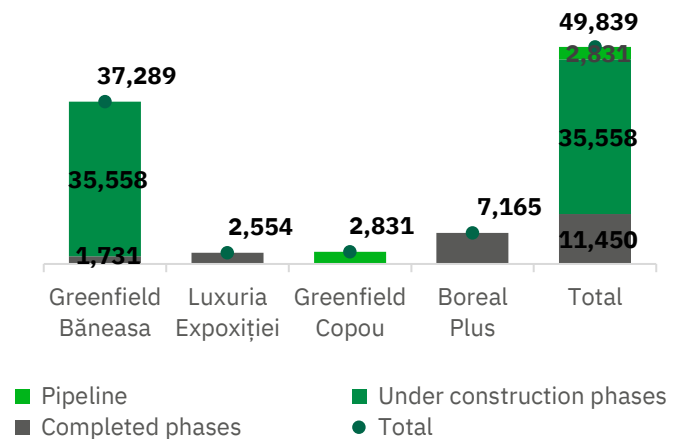
As at 31 March 2023, IMPACT had **457 dwellings pre-sold and reserved** with a package value of approximately **EUR 50 million**, out of which 433 contracts, respectively **EUR 47 million** are estimated to translate in revenues in the 2023-2024 period.

Of the total of 457 dwellings, 71% refer to projects under development (325 dwellings, EUR 36 million package value), 23% refer to completed projects (108 dwellings, EUR 11.5 million package value), while the remaining 5% refer to projects in pipeline (24 dwellings, EUR 2.8 million).

Pre-Sales as at 31 March 2023
(dwellings, units)

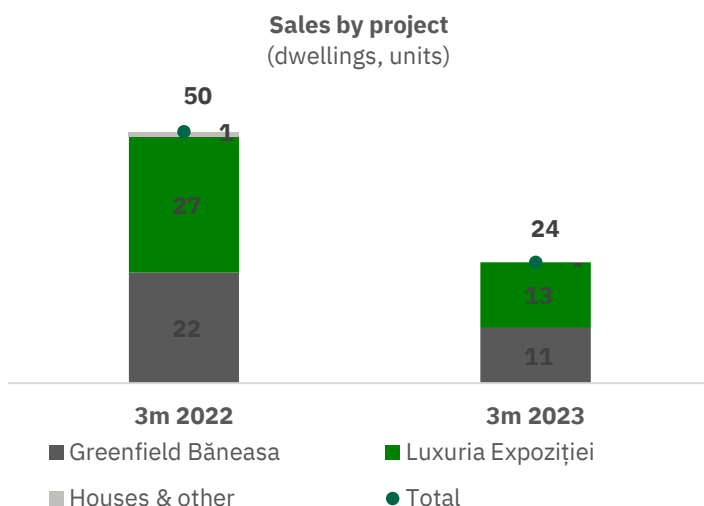


Pre-Sales package value as at 31 March 2023
(EUR thousands)



Sales for the first quarter of 2023

The **24 units sold** during the first 3 months of 2023 generated corresponding revenues of **EUR 3.9 million (RON 19.5 million)** - including revenue from the related parking spots, yards and storage units that were recognized in the same period.



3M 2023: 24 units, out of which **11** dwellings in GREENFIELD BĂNEASA and **13** in LUXURIA EXPOZIȚIEI (2,097 sqm built saleable area plus related parking spots, storage and court yards).

3M 2022: 50 units: 22 dwellings in GREENFIELD BĂNEASA and 27 LUXURIA EXPOZIȚIEI, as well as one house in Boreal Constanța (4,390 sqm built saleable area plus related parking spots, storage and court yards).

Pre-Sales and Sales for completed and under construction project phases as at 31 March 2023

As at 31 March 2023 IMPACT had building permits for **1,631 units**.

The construction of a new phase with 250 dwellings in **GREENFIELD BĂNEASA** was started in the first three months of 2023, reaching a total number of 982 of dwellings under construction. For other 649 dwellings construction is expected to begin in 2023-2024.

Approximately **70%** of completed units were contracted (considering both sales and pre-sales) as at 31 March 2023.

Completed phases on projects as at 31 of March 2023, with units in balance

Project	Total Dwellings	Sales	Pre-Sales	Sales & Pre-Sales		Available for sale
	units	units	units	units	%	units
Greenfield Băneasa	97	81	14	95	98%	2
Luxuria Expoziției	630	477	12	489	78%	141
Boreal Plus	209	-	82	82	39%	127
Boreal Plus Villas	18	4	-	4	22%	14
Total	954	562	108	670	70%	284

Under construction phases on projects as of 31 of March 2023

Project	Total Dwellings	Sales	Pre-Sales	Pre-Sales		Available for sale
	units	units	units	units	%	units
Construction started	982	-	325	325	33%	407
Construction to be started	185	-	-	-	0%	435
Greenfield Băneasa	1,167	-	325	325	28%	842
Construction to be started	464	-	-	-	0%	464
Boreal Plus	464	-	-	-	0%	464
Total construction started	982	-	325	325	33%	407
Total construction to be started	649	-	-	-	0%	899
Total	1,631	-	325	325	20%	1,306

LAND OWNED

As of 31 of March 2023, **IMPACT** owns **85.9 ha** of land with an estimated market value (EPRA value) of **RON 830.2 million**.

The EPRA value of the land was estimated based revaluations performed by Colliers Valuation and Advisory as 31 of December 2022 (investment value and market comparison method, where the investment value has not been determined).

Land owned by IMPACT as at 31 March 2023

Location	City	Project	Surface (ha)	IFRS book value (RONm)	IFRS book value (EURm)	EPRA value (RONm)	EPRA value (EURm)
Băneasa	Bucharest	Greenfield Băneasa	37.5	339.9	69.1	399.7	85.0
Bldv. Timisoara - Ghencea	Bucharest	Greenfield West	25.9	160.1	32.5	159.2	32.4
Barbu Văcărescu	Bucharest	Aria Verdi	2.5	176.1	35.8	175.1	35.6
Zenit	Constanta	Boreal Plus	3.2	6.9	1.4	31.0	6.3
Iasi	Iasi	Greenfield Copou	5.0	37.6	7.7	56.9	11.6
Oradea	Oradea	Lotus	2.9	3.6	0.7	3.5	0.7
Bldv. Expozitiei	Bucharest	Luxuria Expozitiei	0.1	0.4	0.1	0.4	0.5
Other	Neptun, Voluntari	n.a.	8.8	4.4	0.9	4.4	2.5
Total			85.9	729.1	148.2	830.2	174.5

Note 1: The EPRA value considers the market value based on the revaluations performed by Colliers Valuation and Advisory as at 31 December 2022 (the investment value and the market approach where the investment value has not been determined)

Note 2: The FX rate used to translate the RON denominated amounts in EUR - 4.9189 RON/EUR



FINANCIAL RESULTS

THE FIRST 3 MONTHS OF 2023

FINANCIAL PERFORMANCE HIGHLIGHTS (Consolidated)

During the first three months of 2023 sales of dwellings totalling 24 units vs. 50 units sold in the prior period comparable period this representing exclusively units delivered to customers. Revenues are recorded when the sale-purchase agreement is in place and the apartment can be handed over to the customer. Amounts collected from Pre-Sales are recorded as advance payments from customers and are not recognised as revenues.

The average selling price had a positive impact, increasing in the first three months of 2023 to 1,604 Euro/sqm compared to 1,439 Euro/sqm in the first three months of 2022.

As a result of the implementation of the vertical integration strategy, both the revenues and the cost related to the companies new to the group, compared to prior year the first quarter.

The depreciation expense increased mainly due to reception of **GREENFIELD PLAZA** in the second part of the year 2022, as well as of the office building.

RON thousand	3M 2023	3M 2022	Var %
Revenues	21,759	37,491	(42%)
Gross profit	6,502	16,961	(62%)
Gross margin %	30%	45%	
Other (expenses)/revenue net	(10,783)	(8,876)	21%
<i>Other (expenses)/revenue as % of revenue from real estate</i>	<i>50%</i>	<i>24%</i>	<i>109%</i>
EBITDA	(2,772)	8,366	n/a
<i>EBITDA margin %</i>	<i>n/a</i>	<i>22%</i>	
EBIT	(4,281)	8,085	n/a
<i>EBIT margin %</i>	<i>n/a</i>	<i>22%</i>	
Net result	(8,099)	6,049	n/a
<i>Net result margin %</i>	<i>n/a</i>	<i>16%</i>	



FINANCIAL POSITION HIGHLIGHTS (Consolidated)

Assets

Property, plant, and equipment increased by 20% compared to 31 December 2022 following the commission of infrastructure works in **BOREAL PLUS** Constanța project.

Inventories recorded a positive variation of 5% on 31 March 2023, vs. 31 December 2022 following the continuity of construction works on projects and new phases in **GREENFIELD BĂNEASA**.

Equity and liabilities

Funding the expansion of **IMPACT's** activity, resulted in a 15% decrease in cash, as well as an increase in loans by 7% as at 31 March 2023, compared with 31 December 2022. Also, trade and other payables increase by 14% is due to intensive development activity.

Debt to assets ratio recorded a small increase, to 28% as at 31 March 2023, compared with 27% as at 31 December 2022.

RON thousand	31-Mar-2023	31-Dec-2022	Var %
Non-current assets, of which	741,103	727,767	2%
Investment property	653,945	653,725	0%
Property, plant and equipment	78,966	65,648	20%
Goodwill	3,543	-	n.a
Current assets, of which	733,338	715,595	2%
Inventories	649,379	617,698	5%
Trade and other receivables	22,111	25,561	(13%)
Cash and cash equivalents	46,156	55,108	(16%)
Total assets	1,474,441	1,443,362	2%
Liabilities, of which	592,920	553,742	7%
Loans and borrowings	414,835	387,765	7%
Trade and other payables	96,674	84,566	14%
Equity	881,521	889,620	(1%)
Total equity and liabilities	1,474,441	1,443,362	2%



EPRA NET ASSET VALUE

In October 2019, the European Public Real Estate Association ('EPRA') published new performance measures for EPRA Net Assets, namely three new measures of net asset value were introduced: Net Reinvestment Value (NRV), Net Tangible Assets (NTA) and Net Disposal Value (NDV). These three new measures are replacing the previous EPRA Net Assets measure.

METRICS	31-Dec-2021	31-Dec-2022	31-Mar-2023
Price per share (RON)	0.700	0.360	0.368
Number of shares (IMPACT D&C)	1,575,000,000	2,365,679,951	2,365,679,951
Market capitalization (RON thousand)	1,102,500	851,645	870,570
IFRS (consolidated)			
Net profit (RON thousand)	78,800	84,767	(8,099)
Net asset value ("NAV", RON thousand)	716,854	889,620	881,521
Profit per share (RON)	0.0500	0.0358	n/a
NAV/Share (RON)	0.4551	0.3761	0.3726
EPRA Net Asset Value (consolidated)			
EPRA NRV (RON thousands)	1,044,043	1,219,328	1,211,026
EPRA NTA (RON thousands)	1,009,577	1,178,265	1,169,963
EPRA NDV (RON thousands)	975,553	1,138,270	1,129,968
EPRA NRV/Share (RON)	0.66288	0.51542	0.5119
EPRA NTA/Share (RON)	0.64100	0.49807	0.4946
EPRA NDV/Share (RON)	0.61940	0.48116	0.4777

Colliers Valuation and Advisory valuations as at 31 December 2022 (investment value and market comparison method where investment value has not been determined) were used to determine the EPRA value on 31 December 2022, as well as on 31 March 2023.

The reconciliation between the Net Book Assets according to the IFRS consolidated financial statements and the EPRA standard is the following:

EPRA Net Asset Value Metrics RON thousands	RON thousands	RON thousands	RON thousands	RON thousands	RON thousands	RON thousands
	31-Mar-23			31-Dec-22		
	EPRA NRV	EPRA NTA	EPRA NDV	EPRA NRV	EPRA NTA	EPRA NDV
IFRS Equity attributable to shareholders	881,521	881,521	881,521	889,620	889,620	889,620
Include*:						
ii.c) Revaluation of other non-current investments	35,152	35,152	35,152	35,884	35,884	35,884
iv) Revaluation of trading properties	216,837	216,837	216,837	216,310	216,310	216,310
Diluted NAV at Fair Value	1,133,511	1,133,511	1,133,511	1,141,813	1,141,813	1,141,813
Exclude*:						
v) Deferred tax in relation to fair value gains of IP	81,058	40,529	-	81,058	40,529	-
viii.a) Goodwill as per the IFRS balance sheet	(3,543)	(3,543)	(3,543)	(3,543)	(3,543)	(3,543)
viii.b) Intangibles as per the IFRS balance sheet	-	(534)	-	-	(534)	-
NAV	1,211,026	1,169,963	1,129,968	1,219,328	1,178,265	1,138,270
Fully diluted number of shares	2,365,679,951	2,365,679,951	2,365,679,951	2,365,680	2,365,680	2,365,680
NAV per share	0.5119	0.4946	0.4777	0.5154	0.4981	0.4812

ii.c) Revaluation of other non-current investments

Other non-current investments held at cost under IAS 16 and restated under EPRA NAV to fair value include the Office building, as well as the Wellness Club from **GREENFIELD BĂNEASA PLAZA**.

iv) Revaluation of trading properties

The trading properties/finished goods (e.g. dwellings) refer to completed phases of **GREENFIELD BĂNEASA**, **LUXURIA EXPOZIȚIEI** and **BOREAL PLUS**.

The increase/difference between the market value and the book value of dwellings at the reporting date (the lowest value between the cost and the net realizable value) was included in the Net Asset Value according to EPRA. The market value was determined by using **a)** the value of the pre-sale agreements and reservations existing on 31 March 2023 and **b)** the revaluations made by Colliers (market approach) for the units for which no pre-sale and reservation contracts were concluded as at 31 December 2022.

The land held as inventory where **GREENFIELD BĂNEASA**, **GREENFIELD COPOU** and **BOREAL PLUS** are developed were revalued by Colliers by using both the investment value method and the market comparison method as at 31 December 2022.

The adjustment was made to reflect the market value of the plots of land included in inventories, as they are held in the IFRS financial statements at the value from the date on which they were included in inventory. For the market value, the investment value determined by Colliers was mainly used.



v) DEFERRED TAX IN RELATION TO FAIR VALUE GAINS OF IP

The deferred tax recorded in the IFRS financial statements mainly resulted from the difference between the book value and the tax value of investment properties (plots of land). This is fully adjusted for EPRA NRV, 50% adjusted for EPRA NTA and nil adjustment for EPRA NDV.

viii.b) INTANGIBLES AS PER THE IFRS FINANCIAL STATEMENTS

Intangibles are fully adjusted for EPRA NTA. No adjustment is required for EPR NRV and EPRA NDV.



LITIGATIONS

Regarding the litigation related to Cluj City Council (CLC) – Cluj Municipality (CCC)

- The case number 79/1285/2012 has been registered to the Cluj Commercial Court, in which the Impact Developer & Contractor has requested the dissolution of the framework-contract no. 55423/04.07.2007 concluded between CCC and the Company. In addition, the Company requested the court to compel the CCC to pay compensation in amount of 4,630,914.13 thousand RON plus related interest, computed from the date of the damage up to the date of collection of the amounts. In 2020, on December 23, 2020, the Cluj Tribunal ruled the following decision in File 79/1285/2012: rejects, as ungrounded, the said application filed by the Company. The company filed an appeal which is being judged by the Cluj Court of Appeal, at this moment the company cannot estimate the duration of the process until a final decision is obtained. The next deadline granted in the appeal phase is 30 of May 2023, to analyse the findings.
- Case 1032/1259/2012 has been registered to the Arges Commercial Court, in which the Project Company has requested to CCC payment of compensation provisionally estimated to RON 17,053,000 plus related interest. On 08.06.2022, the Argeş Tribunal issued Decision no. 277, as follows: “Admits the request, as amended, formulated by Clearline Development and Management SRL, in opposition to the defendants, the Local Council of the Municipality of Cluj-Napoca and the Municipality of Cluj-Napoca - through the Mayor. The defendants, the Local Council of the Municipality of Cluj-Napoca and the Municipality of Cluj-Napoca, jointly and severally, are ordered to pay the plaintiff the sum of 24,532,741.65 RON as damages and the sum of 13,862,967.16 RON representing penal interest calculated for the period covered between the date of the payments made by the plaintiff (established according to the report of the forensic accounting expertise carried out in the case) and until 01.04.2021”. The Local Council of Cluj-Napoca Municipality and the Cluj-Napoca Municipality filed appeal. On 15.03.2023, the Pitesti Court of Appeal admitted the appeal and rejected the application. Clearline Development and Management S.R.L. will file an appeal within the legal term.

Regarding the dispute initiated by the "Fundația Eco-Civica "

- File no. 4122/3/2022 was registered with the Bucharest Tribunal, Administrative and Fiscal Litigation Section, in which Impact has the quality of Defendant, the plaintiffs being the Eco-Civica Foundation and three individuals from outside the Greenfield neighbourhood.
- The object of the file is the suspension and annulment of the administrative act HCGMB 705/18.12.2019 approving the Zonal Urban Plan Aleea Teișani - Drumul Pădurea Neagra no. 56-64, the suspension and cancellation of Building Authorizations no. 434/35/P/2020 and no. 435/36/P/2020, cancelling some preliminary approvals, cancelling works.
- Currently, the challenged acts are valid, they produce full effects, no decision has been made regarding their suspension or cancellation.
- The next court date was set for 19 May 2023.

Regarding access to Vadul Moldovei street



- On January 19, 2023, Impact registered on the role of the Bucharest Court, Section II Administrative and Fiscal Litigation, against the City Hall of the City of Bucharest, the City Hall of Sector 1 Bucharest and the National Management of Romsilva Forests, an action in order to determine the mentioned institutions to comply with the obligations assumed by the decisions of the General Council of the Municipality of Bucharest, those of the Local Council of Sector 1 and those of the act of acceptance of the donation concluded with IMPACT and to definitively open public access between Alley Privighetorilor and Drumul Pădurea Pustnicu.
- The first term is set for 22 May 2023.

For more details on litigations involving **IMPACT** refer to the notes to the financial statements as at 31 March 2023.

CONFLICT IN UKRAINE

The significant disruptions in the global markets driven by the Covid-19 pandemic then followed by war in Ukraine and current inflationary economic context had a broad effect on participants in a wide variety of industries, creating a widespread volatility. The Group has prepared forecasts, including certain sensitivity tests considering the principal business risks.

IMPACT closely monitors the country's economic environment and will take all necessary measures to minimize the impact and meet its commitments to customers, lenders and shareholders.

Iuliana Mihaela Urdă
Chairman of the Board

Constantin Sebeșanu
Chief Executive Officer

Claudiu Bistriceanu
Chief Financial Officer

APPENDIX 1 - RATIOS

IMPACT Developer & Contractor SA

Financial ratios as of 31 of March 2023

A. Annex 13 A to the ASF Regulation No. 5/2018

Impact - Individual

Ratio	31-Mar-2023	Calculation method
Current ratio	3.87	Current assets/Current liabilities
Gearing ratio	43.40%	Borrowed capital/Equity x 100
Receivables turnover	38.77	Average balance for receivables/Revenues x 90
Non-Current assets turnover	0.01	Revenues/Non-current assets

Ratio	31-Mar-2023	Calculation method
Current ratio	3.38	Current assets/Current liabilities
Gearing ratio	47.06%	Borrowed capital/Equity x 100
Receivables turnover	54.92	Average balance for receivables/Revenues x 180
Non-Current assets turnover	0.03	Revenues/Non-current assets

B. Impact – Consolidated - calculated based on EPRA NAV

Ratio	31-Mar-2023	Calculation method
Gearing ratio (individual)	29.88	Borrowed capital/EPRA NAV x100
Gearing ratio (consolidated)	34.23	Borrowed capital/EPRA NAV x100

Note:

The financial ratios were calculated based on the unaudited individual and consolidated financial statements as at 31 March 2023, both the ones calculated according to the ASF Regulation No. 5/2018 and the Gearing ratio calculated based on EPRA NAV.

IMPACT DEVELOPER & CONTRACTOR S.A.

**UNAUDITED INTERIM CONSOLIDATED FINANCIAL STATEMENTS
AS OF AND FOR THE PERIOD ENDED 31 MARCH 2023**

**PREPARED IN ACCORDANCE WITH
INTERNATIONAL FINANCIAL REPORTING STANDARDS
AS ENDORSED BY THE EUROPEAN UNION**

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	<u>Note</u>	<u>31 March 2022</u>	<u>31 December 2022</u>
ASSETS			
Non-current assets			
Property, plant, and equipment		78,966	65,648
Intangible assets		589	534
Goodwill	21	3,543	3,543
Right of use assets		4,060	4,317
Investment property		653,945	653,725
Total non-current assets		741,103	727,767
Current assets			
Inventories	7	649,379	617,698
Trade and other receivables	8	22,111	25,561
Prepayments and other current assets	8	15,692	17,228
Cash and cash equivalents	9	46,156	55,108
Total current assets		733,338	715,595
Total assets		1,474,441	1,443,362
SHAREHOLDERS' EQUITY AND LIABILITIES			
Shareholders' equity			
Share capital	10	598,884	598,884
Share premium	10	40,493	40,493
Revaluation reserve		3,001	3,001
Other reserves		40,266	40,266
Own shares		(268)	(268)
Retained earnings		190,315	197,390
Equity attributable to equity holders of the parent		872,691	879,766
Non-controlling Interest	21	8,830	9,854
Total equity		881,521	889,620
Non-current liabilities			
Loans and borrowings	11	286,693	268,855
Trade and other payables	12	8,199	8,476
Deferred tax liability		81,058	81,058
Total non-current liabilities		375,950	358,389

IMPACT DEVELOPER & CONTRACTOR S.A.
UNAUDITED INTERIM CONSOLIDATED STATEMENT OF FINANCIAL POSITION
FOR THE THREE MONTHS PERIOD PERIOD ENDED 31 MARCH 2023
(All amounts are expressed in thousand RON, unless stated otherwise)



	<u>Note</u>	<u>31 March 2022</u>	<u>31 December 2022</u>
Current liabilities			
Loans and borrowings	11	128,142	118,910
Trade and other payables	12	46,446	36,620
Contract liabilities	12	42,029	39,470
Provisions for risks and charges		353	353
		<u>216,970</u>	<u>195,353</u>
Total current liabilities			
		<u>592,920</u>	<u>553,742</u>
Total liabilities			
		<u>1,474,441</u>	<u>1,443,362</u>
Total shareholders' equity and liabilities			

The consolidated financial statements have been authorized for issue by the management on 15 May 2023 and signed on its behalf by:

Iuliana Mihaela Urdă
Chairman of the Board

Constantin Sebeşanu
Chief Executive Officer

Claudiu Bistriceanu
Chief Financial Officer

IMPACT DEVELOPER & CONTRACTOR S.A.
UNAUDITED INTERIM CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND
OTHER COMPREHENSIVE INCOME FOR THE THREE MONTHS
PERIOD ENDED 31 MARCH 2023
(All amounts are expressed in thousand RON, unless stated otherwise)



	Note	31 March 2023	31 March 2022
Revenue	13	21,759	37,491
Costs of sales		(15,257)	(20,530)
Gross profit		6,502	16,961
Net income from other activities	14	1,696	(69)
General and administrative expenses	15	(9,821)	(8,895)
Marketing expenses		(1,066)	(979)
Other income/(expenses)	16	(83)	1,457
Depreciation and amortization		(1,509)	(281)
Gains from investment property		-	(109)
Operating profit		(4,281)	8,085
Finance income	17	3,224	697
Finance cost	17	(6,346)	(1,597)
Finance result net (loss)	17	(3,122)	(900)
Profit before income tax		(7,403)	7,185
Income tax credit/(charge)		(696)	(1,136)
Profit for the period		(8,099)	6,049
Attributable to:			
-Non-Controlling Interests		(1,024)	-
-Equity holders of the parent		(7,075)	6,049

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IMPACT DEVELOPER & CONTRACTOR S.A.
UNAUDITED INTERIM CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE THREE MONTHS PERIOD ENDED 31 MARCH 2023
(All amounts are expressed in thousand RON, unless stated otherwise)



	Share capital	Share premium	Revaluation reserves	Other reserves	Own shares	Retained earnings	Total equity attributable to equity holders of the parent	NCI	Total equity
Balance as at 1 January 2023	598,884	40,493	3,001	40,266	(268)	197,390	879,766	9,854	889,620
Other comprehensive income									
Profit for the period	-	-	-	-	-	(7,075)	(7,075)	(1,024)	(8,099)
Other comprehensive income	-	-	-	-	-	-	-	-	-
Total other comprehensive income	-	-	-	-	-	(7,075)	(7,075)	(1,024)	(8,099)
Share Capital Increase	-	-	-	-	-	-	-	-	-
Own shares acquired and cancelled during the year	-	-	-	-	-	-	-	-	-
Own shares acquired	-	-	-	-	-	-	-	-	-
Share based payments	-	-	-	-	-	-	-	-	-
Dividends granted to shareholders	-	-	-	-	-	-	-	-	-
Legal reserves	10	-	-	-	-	-	-	-	-
Revaluation reserves	-	-	-	-	-	-	-	-	-
Acquisition of a subsidy	21	-	-	-	-	-	-	-	-
Other changes in equity	-	-	-	-	-	-	-	-	-
Balance as at 31 March 2023	598,884	40,493	3,001	40,266	(268)	190,315	872,691	8,830	881,521

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IMPACT DEVELOPER & CONTRACTOR S.A.
UNAUDITED INTERIM CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE THREE MONTHS PERIOD ENDED 31 MARCH 2023
(All amounts are expressed in thousand RON, unless stated otherwise)



	Share capital	Share premium	Revaluation reserves	Other reserves	Own shares	Retained earnings	Total equity attributable to equity holders of the parent	NCI	Total equity
Balance as at 1 January 2022	401,214	(4,475)	3,001	14,280	(841)	303,676	716,855	-	716,855
Other comprehensive income									
Profit for the period	-	-	-	-	-	85,623	85,623	(856)	84,767
Other comprehensive income	-	-	-	-	-	-	-	-	-
Total other comprehensive income	-	-	-	-	-	85,623	85,623	(856)	84,767
Share Capital Increase	197,670	45,985				(165,923)	77,732		77,732
Own shares acquired and cancelled during the year		-	-	-		-	-		-
Own shares acquired	-	-	-	-	(442)	-	(442)		(442)
Share based payments	-	(1,017)	-	-	1,015	-	(2)		(2)
Dividends granted to shareholders	-	-	-	-	-	-	-		-
Legal reserves	-	-	-	25,986	-	(25,986)	-		-
Revaluation reserves	-	-	-	-	-	-	-		-
Acquisition of a subsidiary	21	-	-	-	-	-	-	10,710	10,710
Other changes in equity	-	-	-	-	-	-	-		-
Balance as at 31 December 2022	598,884	40,493	3,001	40,266	(268)	197,390	879,766	9,854	889,620

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IMPACT DEVELOPER & CONTRACTOR S.A.
UNAUDITED INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS FOR
THE PERIOD THREE MONTHS PERIOD ENDED 31 MARCH 2023
(All amounts are expressed in thousand RON, unless stated otherwise)



	Note	31 March 2023	31 March 2022
Profit for the period		(8,099)	6,049
Adjustments to reconcile profit for the period to net cash flows:		4,463	583
Gain on disposal of PPE		(20)	-
Reversal of impairment loss		548	-
Depreciation and amortization		1,509	331
Finance income	17	(3,224)	(12)
Finance costs	17	6,346	912
Other adjustments from non-cash transactions		-	(1,784)
Income tax		(696)	1,136
Working capital adjustments		(26,899)	(21,281)
Decrease/(increase) in trade receivables and other receivables	8	3,450	43
Decrease in prepayments		1,536	(839)
Increase in inventory property	7	(44,689)	(14,518)
(Decrease)/increase in trade, other payables, and contract liabilities	12	12,804	(5,572)
(Decrease)/increase in provisions		-	(270)
Income tax paid		-	(125)
Net cash flows from operating activities		(30,535)	(14,649)
Purchase of property, plant and equipment		162	(2,289)
Proceeds/(payments) from investment property		-	(9,698)
Expenditure on investment property under development		(200)	-
Expenditure on PPE under development		-	(1,042)
Proceeds from sale of property, plant and equipment		-	742
Net cash flows from investing activities		(38)	(12,287)
Cash flows from financing activities:			
Proceeds from borrowings	11	70,944	38,496
Repayment of principal of borrowings	11	(44,193)	(86,941)
Proceeds from issue of share capital		-	58,961
Interest paid	11	(5,130)	(3,811)
Net cash used in financing activities		21,621	6,705
Net increase / (decrease) of cash and equivalents		(8,952)	(20,231)
Cash and equivalents on 1st of January		55,108	42,037
Cash and equivalents on 31 of March		46,156	21,806

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1. REPORTING ENTITY

The Impact Developer & Contractor S. A's financial statements ("the Company" or "the Parent") reported in consolidated version for financial year 2022, shows the subsidiaries financial review of IMPACT business group as well.

The company's HQ is The IMPACT building from 31-41 Drumul Padurea Mogosoia street, 1st District, Bucharest, Romania.

The shareholder's structure as at 31 March 2023, and 31 December 2022 is disclosed within Note 10.

The Consolidated Financial Statements for the year ended 31 December 2023 include the Company and its subsidiaries financial review (together referred to as the „Group”) as follows:

Company	Country of registration	Nature of activity	% of shares held by Company at 31 March 2023	% of shares held by Company at 31 December 2022
Clearline Development and Management SRL	Romania	Real estate development	100%	100%
Spatzioo Management SRL (former Actual Invest House SRL)	Romania	Property management	100%	100%
Bergamot Development Phase II SRL	Romania	Real estate development	100%	100%
Bergamot Development SRL	Romania	Real estate development	100%	100%
Impact Finance SRL	Romania	Administration	100%	100%
Greenfield Copou Residence SRL	Romania	Real estate development	100%	100%
Greenfield Copou Residence Phase II SRL	Romania	Real estate development	100%	100%
Greenwise Development SRL	Romania	Real estate development	100%	100%
Greenfield Property Management SRL	Romania	Real estate development	100%	100%
R.C.T.I. Company SRL	Romania	Construction works	51.01%	51.01%
Impact Alliance Architecture	Romania	Architecture services	51%	51%
IMPACT Alliance Moldova SRL	România	Construction works	51%	

The Company is one of the first active companies in the field of real estate development in Romania, being founded in 1991 by public subscription. In 1995, the Company introduced the concept of residential complex on the Romanian market. Starting from 1996, the Company is traded on the Bucharest Stock Exchange (BVB).

During the year ended 31 December 2022, the activity of the IMPACT Developer & Constructor group was the development of the residential projects Greenfield and Luxuria in Bucharest and Boreal Plus in Constanța.

2. BASIS OF PREPARATION

The Consolidated Financial Statements have been prepared in accordance with the International Financial Reporting Standards as endorsed by the European Union (“EU IFRS”).

The financial statements have been prepared on a going concern basis and under the historical cost basis, except for the revaluation of certain properties at the end of each reporting period, that are presented at the revalued amount or fair value, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

(a) Basis of Consolidation

The consolidated financial statements include the financial statements of the company and the entities controlled by the Company (its subsidiaries) until December 31 of each year. Control is carried out when the Company:

- has control over the subsidiary;
- is exposed or has rights to variable profits from its involvement in the subsidiary; and
- has the capacity to use control to influence the profits of the subsidiary.

The Company reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes in one or more of the three elements of control listed above.

Consolidation of a subsidiary begins when the Company obtains control of the subsidiary and ceases when the Company loses control of the subsidiary. Specifically, the results of subsidiaries acquired or disposed of during the year are included in the profit or loss account from the date the Company acquires control until the date the Company ceases to control the subsidiary. Profit or loss and each component of other comprehensive income is attributable to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in a deficit balance for the non-controlling interests.

When necessary, adjustments are made to the financial statements of the subsidiaries to bring the applied accounting policies in line with the Group's accounting policies. All assets and liabilities, equity, income, expenses and cash flows related to transactions between members of the Group are eliminated on consolidation.

(b) Use of Professional Estimates and Judgments

The preparation of these Consolidated Financial Statements requires management to use judgments, estimates and assumptions that affect the application of accounting policies, as well as the recognized value of assets, liabilities, income, and expenses. Actual results may differ from estimated values.

The estimates and assumptions underlying them are reviewed periodically.

(c) Going concern

The significant disruptions in the global markets driven by the Covid-19 pandemic then followed by war in Ukraine and current inflationary economic context had a broad effect on participants in a wide variety of industries, creating a widespread volatility. The Group has prepared forecasts, including certain sensitivity tests considering the principal business risks. Having considered these forecasts, the Directors remain of the

view that the Group's financing arrangements and capital structure provide both the necessary facilities and covenant headroom to enable the Group to conduct its business for at least the next 12 months. Consequently, the financial statements were prepared on a going concern basis.

The Group made an initial assessment of the risks and uncertainties. Therefore, management considered different scenarios, considering the following:

- Sales and pre-sales
- Prices
- Costs
- Evolution of real estate projects
- Cash and external financing

Regarding sales, the Group expects an increase in the volume of transactions by the end of the year 2022 due to existing inventory and the projects that the Group is currently running: Greenfield – Teilor District, Panoramic 1 and 2, Luxuria Domenii Residence, Boreal Plus Constanța.

The group is in the process of obtaining building permits for Greenfield Copou Iași and in various stages of negotiation with the builders and financing banks for this project.

The Group also considers that a major impetus in the Group's activity is the construction of Greenfield Plaza (a multifunctional complex that will include SPA areas (with relaxation areas and 2 swimming pools), fitness rooms and sports fields, commercial areas.

The group agreed a partnership with the Sector 1 Bucharest City Hall for the construction of a public kindergarten and public school, as the Group transferred to the City Hall the land for these new constructions.

The consolidated financial statements have been prepared on a going concern principle.

3. FUNCTIONAL AND PRESENTATION CURRENCY

The consolidated Financial Statements are presented in RON, this being also the functional currency of the Group. All financial information is presented in thousands of RON (thousand RON), unless otherwise stated.

4. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies described below have been constantly applied by all the Group's entities (a) for all periods presented in these Consolidated Financial Statements.

Disclosed below is the summary of the significant accounting policies.

(a) Business combinations and goodwill

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, which is measured at acquisition date fair value, and the amount of any non-controlling interests in the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree at fair value or at the proportionate share of the acquiree's identifiable net assets. Acquisition-related costs are expensed as incurred and included in administrative expenses.

The Group determines that it has acquired a business when the acquired set of activities and assets include an input and a substantive process that together significantly contribute to the ability to create outputs. The acquired process is considered substantive if it is critical to the ability to continue producing outputs, and the inputs acquired include an organized workforce with the necessary skills, knowledge, or experience to perform that process or it significantly contributes to the ability to continue producing outputs and is considered unique or scarce or cannot be replaced without significant cost, effort, or delay in the ability to continue producing outputs.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances, and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

Any contingent consideration to be transferred by the acquirer will be recognized at fair value at the acquisition date. Contingent consideration classified as equity is not remeasured and its subsequent settlement is accounted for within equity. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of IFRS 9 Financial Instruments, is measured at fair value with the changes in fair value recognized in the statement of profit or loss in accordance with IFRS 9. Other contingent consideration that is not within the scope of IFRS 9 is measured at fair value at each reporting date with changes in fair value recognized in profit or loss.

Goodwill is initially measured at cost (being the excess of the aggregate of the consideration transferred and the amount recognized for non-controlling interests and any previous interest held over the net identifiable assets acquired and liabilities assumed). If the fair value of the net assets acquired is more than the aggregate consideration transferred, the Group re-assesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and reviews the procedures used to measure the amounts to be recognized at the acquisition date. If the reassessment still results in an excess of the fair value of net assets acquired over the aggregate consideration transferred, then the gain is recognized in profit or loss.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Where goodwill has been allocated to a cash-generating unit (CGU) and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

(b) Investments measured under the equity method.

Investments of the Group measured using the equity method consist of investments in associates. Associates are those entities over which the Group exercises significant influence but does not have control over financial and operational policies.

Associates are accounted for using the equity method. They are initially recognized at cost, which includes transaction costs. After initial recognition, in the consolidated financial statements, the Group recognizes pro rata profit and loss, as well as other comprehensive income of the associated entity, until the date when the significant influence ceases.

(c) Foreign currency

Transactions in foreign currency are converted into the functional currencies of the Group entities at the exchange rates of the transaction dates. Monetary assets and liabilities that at the reporting date denominated in foreign currency are converted into the functional currency at the exchange rate as of the reporting date. The gains and losses from exchange rate differences related to monetary items are computed as the difference between the amortized cost in functional currency at the beginning of the year, adjusted by the effective interest, payments, and collections during the year, on one side and the amortized cost in foreign currency translated using the exchange rate prevailing at the end of the year.

Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated to the functional currency using the exchange rate prevailing at the date of the determination of fair value.

The non-monetary elements denominated in a foreign currency that are carried at historical cost are converted using the exchange rate prevailing at the date of transaction.

The exchange rate differences resulting from translation are recognized in the Consolidated Statement of Profit or Loss and Other Comprehensive Income as financial expenses/revenues.

(d) Property, plant, and equipment

Lands and buildings held for use in production, or for administrative purposes, are stated in the statement of financial position at their cost amounts, being the fair value at the date of revaluation, less any accumulated depreciation and accumulated impairment losses.

Any revaluation increase resulting from the revaluation of land and buildings is credited to the fixed asset revaluation reserve, except if the decrease from revaluation of the same asset was previously recognized as an expense, in which case the increase is credited to profit or loss to the extent of the decrease previously expensed. A decrease in the carrying amount arising on the revaluation of such land and buildings is charged as an expense to the extent that it exceeds the balance, if any, held in the property's revaluation reserve relating to a previous revaluation of that asset.

Depreciation of revalued buildings is recognized in profit or loss. On the subsequent sale or retirement of a revalued property, the attributable revaluation surplus remaining in the property's revaluation reserve is transferred directly to retained earnings.

Freehold land is not depreciated.

Fixtures and equipment are stated at cost less accumulated depreciation and accumulated impairment loss.

Depreciation is recognized to write off the cost or valuation of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method.

The estimated useful lives of property, plant and equipment are as follows:

- | | |
|-------------------------------------|------------|
| • buildings | 40 years |
| • machinery, equipment and vehicles | 3–5 years |
| • fixtures and fittings | 3–12 years |

The estimated useful lives, residual values and depreciation method are reviewed at the end of reporting.

The Group assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Group estimates the

asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value, less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pretax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Group bases its impairment calculation on most recent budgets and forecast calculations, which are prepared separately for each of the Group's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. A long-term growth rate is calculated and applied to project future cash flows after the fifth year. Impairment losses of continuing operations are recognized in the statement of profit or loss in expense categories consistent with the function of the impaired asset, except for properties previously revalued with the revaluation taken to OCI. For such properties, the impairment is recognized in OCI up to the amount of any previous revaluation.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such an indication exists, the Group estimates the asset's or CGU's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase. Goodwill is tested for impairment annually as at 31 December and when circumstances indicate that the carrying value may be impaired.

Impairment is determined for goodwill by assessing the recoverable amount of each CGU (or group of CGUs) to which the goodwill relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognized. Impairment losses relating to goodwill cannot be reversed in future periods. Intangible assets with indefinite useful lives are tested for impairment annually as at 31 December at the CGU level, as appropriate, and when circumstances indicate that the carrying value may be impaired. The Group assesses where climate risks could have a significant impact, such as the introduction of emission-reduction legislation that may increase manufacturing costs. These risks in relation to climate-related matters are included as key assumptions where they materially impact the measure of recoverable amount, these assumptions have been included in the cash-flow forecasts in assessing value-in-use amounts.

(e) Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortization and accumulated impairment losses. Amortization is recognized on a straight-line basis over

This is a free translation from the original Romanian version.
The attached notes are part of these financial statements

their estimated useful lives. The estimated useful life and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

(f) Investment property

Investment property, which are properties held to earn rents and/or for capital appreciation (including Property under construction for such purposes), are initially valued at cost, including transaction costs. After initial recognition, investment property is measured at fair value.

All the Group's property interests held to earn rentals or for capital appreciation purposes are accounted for as investment properties and are measured using the fair value model. Gains or losses resulting from changes in the fair value of investment property are included in profit or loss in the period in which they occur.

When the use of a property is changed, such that it is reclassified to property, plant and equipment or inventories, its fair value as of the date of reclassification becomes the cost of the property for subsequent accounting purposes.

An investment property is derecognized upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising from the derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the property is derecognized.

The Company's management is assessing on regular basis the best use of the land maintained in investments. The transfer from investment property to inventory is made close to construction start date, after all required permitting has been finalized, a detailed concept of the project is finalized, and significant steps have been done to identify construction companies and financing for the project.

(g) Inventories

Inventories are stated at the lower of cost and net realizable value. Cost includes direct materials and, where applicable, direct labor and indirect manufacturing costs incurred in bringing the inventories to their present location and condition. Net realizable value represents the estimated selling price less all estimated costs of completion and costs to be incurred in marketing, selling and distribution.

The valuation of inventories upon entry into the company is done using the following techniques:

- ✓ Residential properties specific identification
- ✓ Land Specific identification
- ✓ Other first in-first out (FIFO)

(h) Trade and other receivables

Trade receivables on normal terms excluding derivative financial instruments do not carry any interest and are stated at their nominal value as reduced by appropriate allowances for estimated unrecoverable amounts. The carrying amount of trade and other receivables that are denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

(i) Financial assets

The Group derecognizes a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognize the financial asset and recognizes a collateralized borrowing for the proceeds received.

(j) Cash and cash equivalents

Cash and cash equivalents comprise cash held by the Group and short-term bank deposits with an original maturity of three months or less from inception and are subject to an insignificant risk of changes in value.

(k) Share capital

Ordinary shares

Ordinary shares are classified as part of equity. Incremental costs directly attributable to the issue of ordinary shares are recognized as a deduction from equity at its value net of any fiscal effects.

Repurchase and reissue of ordinary shares (treasury shares)

When shares recognized as equity are repurchased, the amount of the consideration paid, which includes directly attributable costs, net of any tax effects, is recognized as a deduction from equity. Repurchased shares are classified as treasury shares and are presented in the treasury share reserves. When treasury shares are sold or subsequently reissued, the amount received is recognized as an increase in equity and the resulting surplus or deficit on the transaction is presented within share premium.

(l) Dividends

Dividends are recognized in the period when their allocation is approved.

(m) Own shares

Own shares consist of treasury shares and shares held within an employee benefit plan. The group has an employee benefit trust to satisfy the exercise of share options that have vested under the group's share option schemes.

Own shares are recognized at cost as a deduction from shareholders' equity. Subsequent consideration received for the sale of such shares is also recognized in equity, with any difference between the sale proceeds from the original cost being taken to retained earnings. No gain or loss is recognized in the performance statements on transactions in own shares.

(n) Borrowings and borrowing costs

Interest-bearing bank loans and overdrafts are recorded as the proceeds are received, net of direct issue costs.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

The borrowing costs of general loans are added to the cost of the qualifying assets (in accordance with IAS 23). The applicable rate for capitalization is the weighted average interest rate of the loans obtained by the Group.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

All other borrowing costs are recognized in profit or loss in the period in which they are incurred.

(o) Trade payables and other payables

Trade payables on normal terms are not interest-bearing and are stated at their nominal value.

Trade payables on extended terms, particularly in respect of land, are recorded at their fair value at the date of acquisition of the asset to which they relate. The discount to nominal value is amortized over the period of the credit term and charged to finance costs. The carrying amount of trade and other payables that are denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

The Group derecognizes financial liabilities when, and only when, the Group's obligations are discharged, cancelled, or have expired. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in profit or loss.

(p) Leases

The Group analyses at the commencement of the contract the extent to which a contract is, or contains a lease. Namely, the extent to which the contract confers the right to use an identifiable asset for a period in exchange for the consideration.

The Group applies a single recognition and measurement approach to all leases, except for short-term leases and low-value assets. The Group recognizes lease payables for lease payments and the right to use the assets representing the right to use the underlying asset. i) Right to use assets: The Group recognizes the right to use assets at the date of commencement of a lease (i.e. the date on which the underlying asset is available for use). The right to use the assets is measured at cost excluding accumulated depreciation and impairment losses and adjusted for any remeasurement of the lease liability. The cost of the right to use the assets includes the amount of the recognized lease liability incurred at initial direct costs and lease payments made on or before the commencement date excluding any lease benefits received. The right to use the assets is amortized on a straight-line basis over the shorter of the lease term and the estimated useful life of the assets, as follows:

- Land and buildings: 1 -3 years
- Other equipment: 1 -3 years

If ownership of a leased asset is transferred to the Group at the end of the lease term or the cost reflects the exercise of a call option, depreciation is calculated using the asset's estimated useful life. The duration of the lease contract was considered the irrevocable period of the lease contract, without considering the option of extension. The right to use assets is also subject to impairment.

At the date of commencement of the lease, the Group recognizes the lease payables measured at the current value of the lease payments to be made throughout the lease. Lease payments include fixed payments. (Including fixed payments as a substance) excluding any lease benefits receivable, variable lease payments that depend on an index or rate, and amounts expected to be paid under the residual value guarantee. Lease payments also include the exercise price of a call option that is reasonably certain to be exercised by the Group and penalty payments for the termination of the lease, if the lease term reflects the group's option to terminate the lease. Variable lease payments that do not depend on an index or rate are recognized as an expense in the period in which the event or conditions that determine the payments occur.

To calculate the current value of lease payments, the Group uses the incremental loan rate at the commencement date of the lease because the default interest rate of the lease is not readily determinable.

After the start date, the amount of the lease liability is increased to reflect the accretion of interest and decreased for the lease payments made. In addition, the carrying amount of the lease is re-measured if there is a change, a modification in the lease term, a change in lease payments (change in future payments resulting from a change in an index or instalment rate used to determine those lease payments) or a change in the valuation of an underlying asset purchase option. Lease liabilities are included in Note 12 - Trade and other payables.

(q) Provisions

Provisions are recognized when the Group has a present obligation (legal or constructive) because of a past event, it is probable that the Group will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the Present obligation at the reporting date, considering the risks and uncertainties surrounding the obligation.

Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognized as an asset if it is virtually certain that reimbursement will be received, and the amount of the receivable can be measured reliably.

(r) Revenue

Revenue is recognized when or as the customer acquires control over the goods or services rendered, at the amount which reflects the price at which the Group is expected to be entitled to receive in exchange of those goods or services. Revenue is recognized at the fair value of the services rendered or goods delivered, net of VAT, excises or other taxes related to the sale.

Revenue comprises the fair value of the consideration received or receivable, net of value added tax, after eliminating sales within the Group. Revenue and profit are recognized as follows:

(i) Revenue from sale of residential properties

Revenue from sale of residential properties during the ordinary course of business is valued at fair value of

the amount collected or to be collected on legal completion. The revenues are recognized when the significant risks and rewards of ownership have been transferred to the customer, this is deemed to be when title of the property passes to the customer on legal completion, the associated costs and possible return of goods can be estimated reliably. This is the point at which all performance obligations are satisfied in line with the provisions of IFRS 15 and there is no continuing management involvement with the goods and the amount of revenue can be measured reliably. If it is probable for certain rebates to be granted, and their value can be measured reliably, then these are recognized as a reduction of the revenues when the sale revenues are recognized. There is not considered to be a significant financing component in contracts with customers as the period between the recognition of revenue and the payment is almost always less than one year, the company has also instalments payments over a period more than one year but those are not significant.

(ii) Revenues from re-charging utilities

The revenues from recharging of utilities are recognized when they are realized, together with the utilities expenses invoiced by the suppliers. The Group recharges the utilities at mark-up in the form of administrative costs. These revenues refer to the rented properties and to the sales of properties fully paid, up to the moment when the buyer concludes contracts with the utilities suppliers in their own name.

(s) Taxation

The tax charge represents the sum of the tax currently payable and deferred tax.

Current income tax

The income tax currently payable is based on taxable profit for the year. Taxable profit differs from profit before tax as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible.

The Group's liability for current income tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred income tax

Deferred income tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit and is accounted for using the balance sheet liability method.

Deferred tax liabilities are generally recognized for all taxable temporary differences and deferred tax assets are recognized to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilized.

Such assets and liabilities are not recognized if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

Deferred tax liabilities are also recognized for taxable temporary differences arising on investments in subsidiaries and interests in joint ventures, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax is measured on a non-discounted basis using the tax rates and laws that have then been enacted or substantively enacted by the balance sheet date.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is charged or credited to the income statement, except when it relates to items charged or credited directly to other comprehensive income or equity, in which case the deferred tax is also dealt with in other comprehensive income or equity.

(t) Share-based payments

The Company has applied the requirements of IFRS 2 “Share-based payment”. The Company issues equity-settled share-based payments to certain employees. Equity-settled share-based payments are measured at fair value at the date of grant. The fair value is expensed on a straight-line basis over the vesting period, based on the Company’s estimate of shares that will eventually vest after adjusting for the effect of non-market vesting conditions.

(u) Financial instruments – fair values and risk management

The risk management function within the Group is carried out in respect of financial risks. Financial risks are risks arising from financial instruments to which the Group is exposed during or at the end of the reporting period. Financial risk comprises market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk. The primary objectives of the financial risk management function are to establish risk limits, and then ensure that exposure to risks stays within these limits.

(v) Contingent liabilities

A contingent liability is:

- (a) a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group; or
- (b) a present obligation that arises from past events that is not recognized because:
 - i. it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or
 - ii. the amount of the obligation cannot be measured with sufficient reliability.

Contingent liabilities are not recognized in the Group’s financial statements but disclosed unless the possibility of an outflow of resources embodying economic benefits is remote.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group.

A contingent asset is not recognized in the Group’s financial statements but disclosed when an inflow of economic benefits is probable.

(w) Subsequent events

Events occurring after the reporting date, which provide additional information about conditions prevailing at the reporting date (adjusting events) are reflected in the consolidated financial statements. Events occurring after the reporting date that provide information on events that occurred after the reporting date (non-adjusting events), when material, are disclosed in the notes to the consolidated financial statements. When the going concern, assumption is no longer appropriate at or after the reporting period, the financial statements are not prepared on a going concern basis.

(x) Segment reporting

The Group operates only in Romania. The main operating segment is related to real estate development.

5. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Group's accounting policies, which are described in note 4, the directors are required to make judgements (other than those involving estimations) that have a significant impact on the amounts recognized and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are relevant.

Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

(i) Fair value measurements and valuation processes

The Group has obtained a report from an international valuation company, Colliers Valuation and Advisory SRL, setting out the estimated market values for the Group's investment property and property developed for sale in their current state as at 31 December 2022 and 31 December 2021. Colliers is an independent professionally qualified valuation specialist who holds a recognized relevant professional qualification and has recent experience in the locations and categories of valued properties. The valuation was based on the assumption as to the best use of each property by a third-party developer.

In the Romanian market actual transaction values for real estate deals are not publicly available and there is not a high volume of transactions in larger land plots. The sale price comparison method therefore has inherent limitations, and a significant degree of judgement is required in its application.

For investment property, land assets are mainly valued using the sales comparison approach. The main assumptions underlying the market value of the groups land assets are:

- the selection of comparable land plots resulting to determine the "offer price" which is taken as the basis to form an indicative price.
- the quantum of adjustments to apply against the offer price to reflect deal prices, and differences in location and condition including the status of any legal dispute as described in Note 20.

The key inputs are summarized in Note 8. The valuation is highly sensitive to these variables and adjustments to these inputs would have a direct impact on the resulting valuation.

A sensitivity analysis of the three key assets is presented below:

Asset	Impact on the valuation included in the balance sheet on 31 martie 2023 and gains on investment property registered to profit or loss of a 5% weakening/(strengthening) of the price per sqm	
Greenfield Băneasa București land	- 14,076 thousand RON	+ 14,076 thousand RON
Bd. Barbu Văcărescu land	- 8,804 thousand RON	+ 8,804 thousand RON
Bd Ghencea land	- 8,005 thousand RON	+ 8,005 thousand RON

(ii) Transfer of assets both from and to investment property

IAS 40 (investment property) requires the transfers from and to investment property to be evidenced by a change in use. Conditions which are indications of a change in use are judgmental and the treatment can have a significant impact on the financial statements since investment property is recorded at fair value and inventory is recorded at cost.

- For the Ghencea and Barbu Văcărescu projects, the management has decided to be recognized as investment property until the decision to start the projects will be taken; consequently, these assets are recorded at fair value as at the balance sheet date.
- For a portion of the Greenfield land, management considers that a potential development will not take place in the following 3-4 years from the balance sheet date. Consequently, these assets continue to be accounted for at fair value within investment property.

Had different judgements been applied in determining a change in use, than the financial statements may have been significantly different because of the differing measurement approach of inventory and investment properties.

(iii) Legal issues

The management of the Group analyses regularly the status of all ongoing litigation and following a consultation with the Board of Administration, decides upon the necessity of recognizing provisions related to the amounts involved or their disclosure in the separate financial statements. Key legal matters are summarized in Note 20.

(iv) Cost allocation

To determine the profit that the Group should recognize on its developments in a specific period, the Group has to allocate site-wide development costs between units sold in the current year and to be sold in future years. Industry practice does vary in the methods used and in making these assessments there is a degree of inherent uncertainty. If there is a change in future development plans from those currently anticipated, then the result would be fluctuations in cost and profit recognition over different project phases.

6. ADOPTION OF NEW AND REVISED INTERNATIONAL FINANCIAL REPORTING STANDARDS

A) Amendments to accounting policies and to information to be disclosed.

The accounting policies adopted are consistent with those of the previous financial year except for the following amended IFRSs which have been adopted by the Group as of 1 January 2022:

- IFRS 3 Business Combinations; IAS 16 Property, Plant and Equipment; IAS 37 Provisions, Contingent Liabilities and Contingent Assets as well as Annual Improvements 2018-2020 (Amendments)

The amendments are effective for annual periods beginning on or after 1 January 2022 with earlier application permitted. The IASB has issued narrow-scope amendments to the IFRS Standards as follows:

- IFRS 3 Business Combinations (Amendments) update a reference in IFRS 3 to the Conceptual Framework for Financial Reporting without changing the accounting requirements for business combinations.
- IAS 16 Property, Plant and Equipment (Amendments) prohibit a company from deducting from the cost of property, plant and equipment amounts received from selling items produced while the company is preparing the asset for its intended use. Instead, a company recognizes such sales proceeds and related cost in profit or loss.
- IAS 37 Provisions, Contingent Liabilities and Contingent Assets (Amendments) specify which costs a company includes in determining the cost of fulfilling a contract for the purpose of assessing whether a contract is onerous.
- Annual Improvements 2018-2020 make minor amendments to IFRS 1 First-time Adoption of International Financial Reporting Standards, IFRS 9 Financial Instruments, IAS 41 Agriculture and the Illustrative Examples accompanying IFRS 16 Leases. The amendments had no impact on the financial statements of the Group.

- IFRS 16 Leases-Covid 19 Related Rent Concessions beyond 30 September 2021 (Amendment)

The Amendment applies to annual reporting periods beginning on or after 1 April 2021, with earlier application permitted, including in financial statements not yet authorized for issue at the date the amendment is issued. In March 2021, the Board amended the conditions of the practical expedient in IFRS 16 that provides relief to lessees from applying the IFRS 16 guidance on lease modifications to rent concessions arising as a direct consequence of the covid-19 pandemic. Following the amendment, the practical expedient now applies to rent concessions for which any reduction in lease payments affects only payments originally due on or before 30 September 2022, provided the other conditions for applying the practical expedient are met. The amendments had no impact on the financial statements of the Group.

B) Standards issued but not yet effective and not early adopted.

- IFRS 17: Insurance Contracts

The standard is effective for annual periods beginning on or after 1 January 2023 with earlier application permitted, provided the entity also applies IFRS 9 Financial Instruments on or before the date it first applies IFRS 17. This is a comprehensive new accounting standard for insurance contracts, covering recognition and measurement, presentation, and disclosure. IFRS 17 applies to all types of insurance contracts issued, as well as to certain guarantees and financial instruments with discretionary participation contracts. The company/group does not issue contracts in scope of IFRS 17; therefore, its application does not have an impact on the company's/group's financial performance, financial position of cash flows.

Amendment in IFRS 10 Consolidated Financial Statements and IAS 28 Investments in Associates and Joint Ventures: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

The amendments address an acknowledged inconsistency between the requirements in IFRS 10 and those in IAS 28, in dealing with the sale or contribution of assets between an investor and its associate or joint

venture. The main consequence of the amendments is that a full gain or loss is recognized when a transaction involves a business (whether it is housed in a subsidiary or not). A partial gain or loss is recognized when a transaction involves assets that do not constitute a business, even if these assets are housed in a subsidiary. In December 2015 the IASB postponed the effective date of this amendment indefinitely pending the outcome of its research project on the equity method of accounting. The amendments have not yet been endorsed by the EU. Management has assessed that the amendments will have no impact on the financial statements of the Group.

IAS 1 Presentation of Financial Statements: Classification of Liabilities as Current or Non-current (Amendments)

The amendments are effective for annual reporting periods beginning on or after January 1, 2024, with earlier application permitted, and will need to be applied retrospectively in accordance with IAS 8. The objective of the amendments is to clarify the principles in IAS 1 for the classification of liabilities as either current or non-current. The amendments clarify the meaning of a right to defer settlement, the requirement for this right to exist at the end of the reporting period, that management intent does not affect current or non-current classification, that options by the counterparty that could result in settlement by the transfer of the entity's own equity instruments do not affect current or non-current classification. Also, the amendments specify that only covenants with which an entity must comply on or before the reporting date will affect a liability's classification. Additional disclosures are also required for non-current liabilities arising from loan arrangements that are subject to covenants to be complied with within twelve months after the reporting period. The amendments have not yet been endorsed by the EU. Management has assessed that the amendments will have no impact on the financial statements of the Group.

IAS 1 Presentation of Financial Statements and IFRS Practice Statement 2: Disclosure of Accounting policies (Amendments)

The Amendments are effective for annual periods beginning on or after January 1, 2023 with earlier application permitted. The amendments provide guidance on the application of materiality judgements to accounting policy disclosures. In particular, the amendments to IAS 1 replace the requirement to disclose 'significant' accounting policies with a requirement to disclose 'material' accounting policies. Also, guidance and illustrative examples are added in the Practice Statement to assist in the application of the materiality concept when making judgements about accounting policy disclosures. Management has assessed that the amendments will have no impact on the financial statements of the Group.

IAS 8 Accounting policies, Changes in Accounting Estimates and Errors: Definition of Accounting Estimates (Amendments)

The amendments become effective for annual reporting periods beginning on or after January 1, 2023 with earlier application permitted and apply to changes in accounting policies and changes in accounting estimates that occur on or after the start of that period. The amendments introduce a new definition of accounting estimates, defined as monetary amounts in financial statements that are subject to measurement uncertainty. Also, the amendments clarify what changes in accounting estimates are and how these differ from changes in accounting policies and corrections of errors. Management has assessed that the amendments will have no impact on the financial statements of the Group.

IAS 12 Income taxes: Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments)

The amendments are effective for annual periods beginning on or after January 1, 2023 with earlier application permitted. In May 2021, the Board issued amendments to IAS 12, which narrow the scope of the initial recognition exception under IAS 12 and specify how companies should account for deferred tax on transactions such as leases and decommissioning obligations. Under the amendments, the initial recognition exception does not apply to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. It only applies if the recognition of a lease asset and lease liability (or decommissioning liability and decommissioning asset component) give rise to taxable and deductible

temporary differences that are not equal. Management has assessed that the amendments will have no impact on the financial statements of the Group.

IFRS 16 Leases: Lease Liability in a Sale and Leaseback (amendments)

The amendments are effective for annual reporting periods beginning on or after January 1, 2024, with earlier application permitted. The amendments are intended to improve the requirements that a seller-lessee uses in measuring the lease liability arising in a sale and leaseback transaction in IFRS 16, while it does not change the accounting for leases unrelated to sale and leaseback transactions. In particular, the seller-lessee determines 'lease payments' or 'revised lease payments' in such a way that the seller-lessee would not recognize any amount of the gain or loss that relates to the right of use it retains. Applying these requirements does not prevent the seller-lessee from recognizing, in profit or loss, any gain or loss relating to the partial or full termination of a lease. A seller-lessee applies the amendment retrospectively in accordance with IAS 8 to sale and leaseback transactions entered into after the date of initial application, being the beginning of the annual reporting period in which an entity first applied IFRS 16.

7. INVENTORIES

	31 March 2023	31 December 2022
Finished goods and goods for resale	230,106	227,707
- Land	126,802	134,161
- Development and construction costs	292,471	255,830
	649,379	617,698

Inventories are represented by:

	31 March 2023	31 December 2022
Greenfield residential project	348,733	313,333
Luxuria residential project	115,511	123,519
Constanta land and project	111,887	107,927
Iasi land and project	44,877	44,877
Others inventory	28,371	28,042
	649,379	617,698

Lands with a carrying amount of RON 126,802 thousand as of 31 March 2023 (31 December 2022: RON 134,161 thousand) consist of land owned by the Group for the development of new residential properties and infrastructure, mainly in Bucharest, as well as land the Group intends to sell directly.

Real estate completed with an accounting value of RON 228,396 thousand on 31 March 2023 (December 31, 2022: RON 227,704 thousand) refers entirely to apartments held for sale by the Group.

Cost of inventories recognized during the period is RON 13,164 thousand (2021: RON 132,967 thousand).

The book value as of 31 March 2023 of the pledged stocks is RON 189,387 thousand (December 31, 2021: RON 189,387 thousand) (see Note 7).

The Boreal Plus project in Constanța is financed together with CEC Bank, therefore the interest on the loan was capitalized in the construction value of the stock. The value of the capitalized interest in 2022 is RON 1,020 thousand. The project was commissioned during 2023 therefore the interest expense was no longer capitalized.

Part of the Greenfield project (construction of the Teilor complex) is financed together with OTP Bank. The capitalized interest during the first three months of 2023 in the value of the projects is RON 1,230 thousand.

According to the provision of IAS23 – Borrowing costs, the costs related to general loans were capitalized in the value of eligible assets using a weighted average rate. The value of borrowing cost related to general loans capitalized in the value of ongoing projects is RON 528 thousand.

Further details on the company's loans are set out in Note 11.

8. RECEIVABLES, PREPAYMENTS AND OTHER CURRENT ASSETS

	31 March 2023	31 December 2023
Trade receivables	6,639	13,448
Sundry debtors	1,321	1,405
Receivables from authorities	14,151	10,707
	22,111	25,561

Out of total Receivables from authorities, RON 14,053 thousand is represented by VAT to be refunded to the Group.

Prepayments and other current assets	31 March 2023	31 December 2022
Prepaid expenses	8,015	6,529
Advance payments to services suppliers	7,677	10,699
	15,692	17,228

Prepayments balance as at 31 March 2023 has decreased by RON 2,712 thousand. Prepayments include advance payments to IT software suppliers, taxes on land and buildings as well as advance payments for construction services.

As of 31 March 2023, the Group did not register trade receivables and other pledged receivables.

9. CASH AND CASH EQUIVALENTS

	31 March 2023	31 December 2022
Current accounts	46,115	55,052
Petty cash	8	11
Cash advances	33	45
	46,156	55,108

Current accounts are held with Romanian commercial banks. Out of the total balance of cash, RON 105 thousand (31 December 2022: RON 102 thousand) is restricted cash. The restricted cash is subject to commercial or legal restrictions (cash collateral for letters of guarantee, cash collateral for the payment of uncollected dividends, etc.)

10. SHARE CAPITAL

	31 March 2023	31 December 2022
Paid Share capital	591,420	591,420
Adjustments of the share capital (hyperinflation)	7,464	7,464
	598,884	598,884
Number of shares in issue at period end	2,365,679,961	2,365,679,961

The shareholding structure at the end of each reported period was as follows:

This is a free translation from the original Romanian version.
 The attached notes are part of these financial statements

	<u>31 March 2023</u>	<u>31 December 2022</u>
	%	%
Gheorghe Iaciu	57.76%	57.76%
Andrici Adrian	12.73%	12.73%
Companies	19.76%	19.70%
Other shareholders	9.75%	9.82%
	<u>100%</u>	<u>100%</u>

All shares are ordinary and have equal ranking related to the Group's residual assets. The nominal value of one share is 0.25 RON. The holders of ordinary shares have the right to receive dividends, as these are declared at certain moments in time, and have the right to one vote per 1 share during the meetings of the Group.

The Other reserves constituted for the Group are detailed below:

	<u>31 March 2023</u>	<u>31 December 2022</u>
Legal Reserves	45,060	45,060
Statutory reserves	(4,871)	(4,871)
Other reserves	77	77
Balance as at 31 March 2023/ 2022	<u>40,266</u>	<u>40,266</u>

The legal reserve is set in accordance with the provisions of the Romanian Company Law, which requires that at least 5% of the annual accounting profit before tax is transferred to "legal reserve" until the balance of this reserve reaches 20% of the share capital of the Company.

Dividends

No dividends were distributed during the period ended 31 March 2023. No dividends were distributed during the year ended 31 December 2022.

Capital management

For the Group's capital management, capital includes issued capital, share premium and all other equity reserves attributable to the equity holders of the parent. The primary objective of the Group's capital management is to maximise the shareholder value. The Group manages its capital structure and adjusts in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group monitors capital using a debt to assets ratio, which is loans and borrowings less cash and cash equivalents, divided to total assets. The Group's policy is to keep the debt to assets ratio to less than 40%.

To achieve this overall objective, the Group's capital management, among other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. In case of breaches in meeting the financial covenants the banks allow for remedy periods. There have been no breaches of the financial covenants of any interest-bearing loans and borrowing in the current period. No changes were made in the objectives, policies or processes for managing capital during the years ended 31 March 2023 and 2021. Debt to assets ratio as at 31 March 2023 and 31

December 2021 are disclosed below:

	31 March 2023	31 December 2022
Debt to assets ratio		
Loans and borrowings	414,835	387,765
Less: cash and cash equivalents	(46,156)	(55,108)
Net debt	368,679	332,657
Total assets	1,474,441	1,443,361
Net debt to assets	25%	23%

11. LOANS AND BORROWINGS

This note shows information related to the contractual terms of the interest-bearing loans and borrowings of the Group, valued at amortized cost, Information related to the Group's exposure to interest rate risk, foreign currency risk and liquidity risk is included in Note 18.

	<u>31 March 2023</u>	<u>31 December 2022</u>
Non-current liabilities		
Secured bank loans	254,120	236,294
Issued bonds	32,573	32,561
	<u>286,693</u>	<u>268,855</u>
Current liabilities		
Issued bonds	-	-
Short-term borrowings	128,142	118,910
Non-current liabilities	<u>128,142</u>	<u>118,910</u>

Terms and repayment schedules of loans and borrowings are as follows:

Lender	Currency	Maturity	Amount of the facility, in original currency	Balance at 31-Dec-22 (thous. RON)	Balance at 31-Mar-23 (thous. RON)
Bonds					
Private placement bonds	EUR	24-Dec-26	6,581	32,561	32,573
Total bonds				32,561	32,573
CEC Bank	EUR	27-Nov-23	9,880	48,622	48,638
Garanti BBVA	EUR	15-Jun-24	4,250	5,936	4,074
Garanti BBVA	EUR	30-Jun-24	4,500	18,978	15,908
Libra Internet Bank	EUR	26-Jul-24	12,562	16,356	14,511
Libra Internet Bank	EUR	22-Sep-24	8,676	14,084	11,364
Libra Internet Bank	EUR	05-Oct-24	4,000	7,363	6,102
Libra Internet Bank	EUR	05-Dec-25	1,900	9,400	9,403
Libra Internet Bank	EUR	05-Dec-25	5,250	25,974	23,403
OTP Bank	EUR	31-Mar-25	21,161	51,444	76,852
OTP Bank	EUR	30-Jun-24	4,000	5,101	9,316
OTP Bank	EUR	31-Mar-25	13,279	44,388	54,726
OTP Bank	EUR	30-Jun-24	2,000	4,358	6,241
TechVentures Bank	EUR	06-Jan-25	2,000	6,871	6,049
Alpha Bank	EUR	08-Jun-29	20,000	95,283	91,650
Vista				1,000	3,464
Total bank loans				355,158	381,701
Interest				46	560
Total				387,765	414,835

	<u>Bonds</u>	<u>Loans</u>	<u>Total</u>
Balance on 1st of January 2023	32,607	355,158	387,765
Draws	-	70,944	70,944
Payments	-	(44,193)	(44,193)
Accrued interest	512	5,130	5,642
Interest paid	-	(5,130)	(5,130)
FX differences	60	(208)	(148)
Balance on 31st of March 2023	33,133	381,701	414,834

In December 2020, the Parent Company carried out a new issue of Private Placement bonds in the amount of EUR 6,580 thousand with a fixed interest rate of 6.4% p.a., payable semi-annually. The bonds were issued by the Parent Company on 24 December 2020, they have a maturity of 6 years and were listed in May 2021 on the regulated market of BVB.

In May 2021, the Company contracted two loans denominated in EUR and RON from CEC Bank SA., in order to develop the Boreal Plus project in Constanța. The first credit facility is in the amount of 9,880 thousand EUR and represents investment credit with a maturity of 30 months from the granting, and the second facility in the amount of RON 3,500 thousand represents VAT financing with a maturity of 20 months from the time of granting.

In November 2021, the Company contracted a loan denominated in EUR from Garanti Bank for the general financing of projects (working capital). The approved value of the loan is EUR 4,250 thousand, maturing within 30 months of granting.

In January 2022, the Company contracted a loan denominated in EUR from TechVentures Bank for the general financing of projects (working capital). The approved value of the loan is EUR 2,000 thousand, maturing in 36 months from granting.

In June 2022, the Company contracted a loan denominated in EUR from Alpha Bank for the general financing of projects (working capital). The approved value of the loan is EUR 20,000 thousand, with maturity in 7 years from the granting.

In May 2022, the Company contracted a loan denominated in EUR from Garanti for the general financing of projects (working capital). The value of the credit is EUR 4,500 thousand, with a maturity of 2 years from the granting.

In September 2022, the Company contracted 4 loans denominated in EUR from OTP Bank to finance phases F1-F3 of the UTR3 project in Greenfield Băneasa. The cumulative value of the credits is EUR 40,440 thousand, of which two in a total amount of EUR 34,440 thousand are intended to finance the project, with a maturity of 3 years from the granting, and two in a total amount of EUR 6,000 thousand to cover VAT payments, with maturity of 2 years from granting.

In December 2022, the IMPACT SA contracted a loan denominated in EUR from Libra Bank for the general financing of projects (working capital). The value of the loan is EUR 1,900 thousand, with a maturity of 3 years from the granting.

In December 2022, Bergamot Developments Phase II SRL contracted another loan denominated in EUR from Libra for the general financing of projects (working capital). The value of the loan is EUR 5,250 thousand, with a maturity of 3 years from the granting.

All the financial indicators provided for in the long-term bank loan contracts were met on December 31, 2022 and on March 31, 2023.

12. TRADE AND OTHER PAYABLES

	<u>31 March 2023</u>	<u>31 December22</u>
Non-current liabilities		
Guarantees	6,115	6,124
Lease payables	2,084	2,352
	<u>8,199</u>	<u>8,476</u>
Current liabilities		
Trade payables	38,095	30,384
Lease payables	1,027	1,009
Tax debts	1,574	733
Income tax payable	2,580	1,885
Employees payables	1,615	1,658
Dividends payable	177	177
Other payables	1,378	774
	<u>46,446</u>	<u>36,620</u>
TOTAL	<u>54,645</u>	<u>45,096</u>
Contract liabilities	<u>42,029</u>	<u>39,470</u>

Contractual liabilities include advances received for the customers of residential units. The outstanding balances of these accounts increased in the first three months of 2023 by RON 2,559 thousand and are due to the continuous growth of the Company's activity.

Information regarding the Group's exposure to currency risk and liquidity risk related to commercial and other liabilities is presented in Note 18.

Debts related to leasing contracts.

	Vehicles
Balance January 1	(3,361)
Additions	42
Lease payments	260
Foreign exchange movements	(52)
Balance March 31	(3,111)

The market value of the liabilities related to leasing contracts approximates their book value.

In August 2021, the Company signed a framework leasing contract with Porsche Leasing Romania IFN SA for the delivery of 19 electric cars. In May 2022, the cars were delivered, and individual leasing contracts were concluded for each car.

Spatzoo Management leased an electric car in October 2021 and a van in April 2022.

Following the acquisition of the RCTI Company, starting with September 2022 the lease liabilities also include the lease liabilities contracted by RCTI Company.

The interest rate is fixed. Fixed instalments are paid throughout the duration of the contract.

13. REVENUES

A disaggregation of the Group's revenues is as follows:

	<u>31 March 2023</u>	<u>31 March 2022</u>
Revenues from sales of residential properties	19,844	36,447
Others	1,915	1,044
	<u>21,759</u>	<u>37,491</u>

As at 31 March 2023, the Group had a stock of 457 pre-sale agreements, in total value of EUR 50 million which are estimated to be transformed in revenue during the next period. For these pre-sale agreements clients paid deposits in amount of RON 42,029 thousand which are shown under Contract liabilities in the statement of financial position.

Sales per project analysis:

	<u>31 March 2023</u>	<u>31 March 2022</u>
Greenfield Băneasa București	6,679	13,154
Luxuria Domenii Bucuresti	13,165	23,293
	<u>19,844</u>	<u>36,447</u>

14. NET INCOME FROM OTHER ACTIVITIES

	<u>31 March 2023</u>	<u>31 March 2022</u>
Rental income	587	151
Utilities - revenues	1,448	1,539
Utilities - expenses	(694)	(1,759)
Construction services	355	-
	<u>1,696</u>	<u>(69)</u>

15. GENERAL AND ADMINISTRATIVE EXPENSES

	<u>31 March 2023</u>	<u>31 March 2022</u>
Consumables	628	227
Third party expenses	4,173	4,983
Staff costs	5,020	3,685
	<u>9,821</u>	<u>8,895</u>

16. OTHER OPERATING (EXPENSES)/INCOME

	31 March 2023	31 March 2022
Other operating income	729	-
Rent expenses	(319)	131
(Profit) / Loss on disposal of property, plant and equipment	14	(24)
Fines and penalties income/(expenses)	(32)	(2,554)
Other operating expenses	(289)	1,083
Other tax expenses	(734)	-
Impairment of property, plant and equipment, net	559	234
Impairment of trade receivables, net	(11)	(327)
	(83)	(1,457)

17. FINANCE (COST)/INCOME

	31 March 2023	31 March 2022
Interest expense	(3,846)	(1,099)
Foreign exchange loss	(2,241)	(198)
Other financial expenses	(259)	(300)
Total financial expenses	(6,346)	(1,597)
Interest income	78	12
Foreign exchange gains	3,128	685
Other financial income	18	-
Total financial income	3,224	697
Financial result, net	(3,122)	(900)

Compared with the same period of 2022, the first three months of 2023 the interest expense has increased by RON 2,747 thousand, due to increase of loans balance as at 31 March 2023 with RON 27,070 thousand corroborated with interest expense increases. As regards to foreign exchange results, during the first three months of 2023 the Group has registered net gains from foreign exchange (3M 2022: foreign exchange net loss of RON 487 thousand), of RON 887 thousand due to increase in value of RON against EUR.

18. FINANCIAL INSTRUMENTS – FAIR VALUES AND RISK MANAGEMENT

Financial risk management

The Group is exposed to the following risks arising from financial instruments:

- credit risk
- liquidity risk
- market risk
- currency risk

Risk management framework

The Group's policies regarding risk management are defined to ensure identification and analysis of the risks the Group is dealing with, setting limits and adequate controls, as well as risk monitoring and compliance

with the set limits. The policies and system meant to manage risks are regularly reviewed to reflect the changes occurred in the market conditions and Group's operations. The Group, through its standards and procedures for coaching and management, aims to develop an orderly and constructive control environment, where all and each employee understand his/her role and duties.

(a) Credit Risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises mainly from the Group's trade receivables and financial assets.

The net carrying value of the financial assets represents the maximum exposure to credit risk. The maximum exposure to the credit risk at reporting date was:

	<u>Note</u>	<u>31 March 2023</u>	<u>31 December 2022</u>
Trade and other receivables	8	22,111	14,853
Cash and cash equivalents	9	46,156	55,108
		<u>68,267</u>	<u>69,961</u>

Trade receivables and other receivables

The Company's exposure to credit risk is mainly influenced by the individual characteristics of each customer. However, management also considers the demographic characteristics of the Company's customer base, including the non-payment risk characteristic of the field of activity and that of the country in which the customer operates, given that all these factors influence credit risk.

To monitor the credit risk related to customers, the Group monitors payment delays on a monthly basis and takes measures deemed necessary, on a case-by-case basis.

The Group establishes an allowance for impairment which represents its estimates of losses on trade receivables and other receivables (see Note 8).

The maximum credit risk exposure related to trade receivables and other receivables at the reporting date by geographic region was:

	<u>31 March 2023</u>	<u>31 December 2022</u>
Romania	22,111	14,853
	<u>22,111</u>	<u>14,853</u>

Cash and cash equivalents

As at 31 March 2023, the Group held cash and cash equivalents in the amount of RON 46,156 thousand (31 December 2022: RON 55,108 thousand), representing the maximum exposure to credit risk related to these assets. Cash and cash equivalents are maintained with banks and financial institutions in Romania.

(b) Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulties in meeting the obligations associated with financial debts that are settled in cash or through the transfer of another financial asset. The Group's approach to liquidity risk is to ensure, to the extent possible, that it holds sufficient liquidity at all times to meet liabilities as they fall due, both under normal and stressed conditions, without incur unacceptable losses or jeopardize the Group's reputation.

The following table presents the residual contractual maturities of financial liabilities at the end of the reporting period, including estimated interest payments and excluding the impact of netting agreements:

31 March 2023	Accounting value	Total	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years
Loans	414,835	410,810	124,118	105,729	162,633	18,330
Trade debts and other debts	54,645	54,645	46,446	8,199	-	-
	469,480	465,455	170,564	113,928	162,633	18,330
Estimates of future interest	42,908	42,908	19,762	14,275	8,042	829
Total	512,388	508,363	190,326	128,203	170,675	19,159

31 December 2022	Accounting value	Total	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years
Loans	387,765	386,718	117,863	62,431	199,095	7,329
Trade debts and other debts	45,096	45,096	36,620	8,476	-	-
	432,861	431,814	154,483	70,907	199,095	7,329
Estimates of future interest rates	33,074	33,074	17,312	10,527	5,098	137
	465,935	464,888	171,795	81,434	204,193	7,466

(c) Market risk

The Group's activities expose it to the financial risk of changes in currency exchange rates and interest rates. The Group aims to manage its exposure to these risks using a mix between fixed or floating rate loans and, foreign currency loans.

(d) Currency risk

The Group is exposed to currency risk due to sales, purchases and other loans that are denominated in a currency other than the functional currency of the Group's entities (the Romanian leu), primarily the EUR.

The summary of quantitative data regarding the Group's exposure to currency risk reported to the Group's management based on the risk management policy is as follows:

	31 March 2023	31 December 2022
Monetary assets		
Trade receivables and other receivables	7,960	14,853
Cash and cash equivalents	46,156	55,108
	54,116	69,961
Monetary debts		
Loans	414,835	387,765
Trade debts and other debts	50,429	39,811
	465,264	427,576
Net exposure	(411,148)	(357,615)

The Group has not entered into hedging contracts with respect to foreign currency obligations or exposure to interest rate risk.

The main exchange rates used during the year were:

	<u>31 March 2023</u>	<u>Medium for Q1 2023</u>	<u>31 December 2022</u>	<u>Medium for 2022</u>
EUR	4.9491	4.9192	4.9474	4.9315

Sensitivity analysis

A 10% appreciation / depreciation of the leu against the following foreign currencies on 31 March 2023 and 31 December 2023 would have increased the profit by the amounts indicated below. This analysis is based on the variations in exchange rates that the Company considers reasonably possible at the end of the reporting period. This analysis assumes that all other variables, especially interest rates, remain constant and ignores any impact of expected sales and purchases.

	<u>31 March 2023</u>			<u>31 December 2022</u>		
	Accounting value	Effect of depreciation	Effect of appreciation	Accounting value	Effect of depreciation	Effect of appreciation
Monetary assets and liabilities						
EUR	(411,148)	(41,115)	41,115	(336,419)	(33,642)	33,642

Interest rate risk

	<u>31 March 2023</u>				<u>31 December 2022</u>			
	Accounting value	Variable rate	Fixed rate	Non- interest bearing	Accounting value	Variable rate	Fixed rate	Non- interest bearing
Monetary assets								
Trade receivables and other receivables	7,960	-	-	7,960	14,853	-	-	14,853
Cash and cash equivalents	46,156	-	-	46,156	55,108	-	-	55,108
	54,116	-	-	54,116	69,961	-	-	69,961
Monetary debts								
Loans	414,835	414,835	-	-	387,765	387,765	-	-
Trade debts and other debts	50,429	-	-	50,429	45,096	-	-	45,096
	465,264	414,835	-	50,429	432,861	182,655	-	45,096

At the reporting date, the interest rate risk exposure profile related to interest-bearing financial instruments

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 The attached notes are part of these financial statements

reported to the Group's management was as follows:

	Accounting value	
	31 March 2023	31 December 2022
Fixed rate instruments		
Financial assets	-	-
Financial debts	(33,133)	(32,607)
	(33,133)	(32,607)
Variable rate instruments		
Debts	(381,701)	(355,158)
	(381,701)	(355,158)

The Group does not record financial assets or fixed-rate financial liabilities at fair value through profit and loss and does not designate derivatives (interest rate swaps) as hedging instruments within a hedge accounting model at value. Therefore, a change in interest rates at the reporting date would not affect the result.

Cash flow sensitivity analysis for variable rate instruments

A possible change of 100 basis points at the reporting date would have increased or decreased equity and profit or loss by 3,552 (2021: 1,856). This analysis assumes that all other variables, in particular foreign currency exchange rates, remain unchanged.

	Profit / (Loss)	
	100 bp decrease	100 bp increase
31 March 2023		
Variable rate instruments	3,817	(3,817)
	Profit / (Loss)	
	100 bp decrease	100 bp increase
31 December 2022		
Variable rate instruments	3,552	(3,552)

Compared with 31 December 2022, the exposure to changes in interest rate as at 31 March 2023 increased by RON 265 thousand. This is due to increase of the balance of debt with variable rate instrument by RON 26,543 thousand.

19. CAPITAL COMMITMENTS

At 31 December 2022 and 31 March 2023, the Group had no contracted capital commitments.

20. CONTINGENCIES

At the date of these consolidated financial statements, the Group is involved in ongoing litigation, both as plaintiff and defendant.

The Group's management regularly analyzes the status of all ongoing litigation and, following a consultation with the Board of Directors, decides on the need to recognize provisions related to committed amounts and to include them in the financial statements.

Considering the existing information, the Group's management believes that the significant disputes are the following:

a) Litigation initiated by IMPACT regarding the Lomb residential project in Cluj-Napoca

The company Impact Developer & Constructor SA and one of its subsidiaries, namely Clearline Development and Management SRL ("Project Company") are parties in two files in conflict with the Cluj Local Council ("CLC"). The disputes stemmed from a contractual relationship carried out in 2007, at which time the Company concluded an investment contract with CLC, a contract by which CLC and the Company were to develop a residential project, and CLC was to contribute the land - "The Lomb Project". The Company and the Project Company request the reimbursement of the sums derived from the investments made for the Lomb project where CLC did not respect its contractual obligations, i.e. did not contribute with land, thus the Company being in a situation where the project and the revenues that could be acquired by after that, they can no longer be realized.

File 79/1285/2012 was registered before the Cluj Commercial Court, in which the Company requests the termination of framework contract no. 55423/04.07.2007 concluded between CLC and the Company. In addition, the Company requests that CLC be obliged to pay compensation in the amount of RON 4,630,914.13 and related interest, calculated from the date of the damage until the actual payment of the amounts.

In this case, on December 23, 2020, the Cluj Court rejected as unfounded the specified request made by the Company.

The company filed an appeal which is being judged by the Cluj Court of Appeal, at this moment the company cannot estimate the duration of the process until a final decision is obtained. The next deadline granted in the appeal phase is 30 of May 2023, to analyze the findings.

File no. was registered on the Argeş Commercial Court. 1032/1259/2012 in which the Project Company (Clearline Development and Management SRL) requests the obligation of CLC to pay compensation provisionally estimated at the amount of RON 17,053,000.

On 08.06.2022, the Argeş Commercial Court issued Decision no. 277, as follows:

Admits the request, as amended, formulated by Clearline Development and Management SRL, in opposition to the defendants, the Local Council of the Municipality of Cluj-Napoca and the Municipality of Cluj-Napoca - through the Mayor. The defendants, the Local Council of the Municipality of Cluj-Napoca and the Municipality of Cluj-Napoca, jointly and severally, are ordered to pay the plaintiff the sum of RON 24,532,741.65 as damages and the sum of RON 13,862,967.16 representing penal interest calculated for the period covered between the date of the payments made by the plaintiff (established according to the report of the forensic accounting expertise carried out in the case) and until 01.04.2021.

The Local Council of the Municipality of Cluj-Napoca and the Municipality of Cluj-Napoca declared an appeal.

On 15.03.2023, the Pitesti Court of Appeal issued Decision no. 94, as follows:

"Rejects the appeal filed against the conclusions of the meeting. Accept the appeal against the sentence. Changes the sentence in part, in the sense that it rejects the request, as amended, formulated by the plaintiff. Remove the reference to obliging the defendants to pay court costs to the plaintiff. Maintains the rest of the sentence, with the possibility of filing an appeal within 15 days from communication".

Clearline Development and Management S.R.L. will file an appeal within the legal term.

b) Litigation initiated by "EcoCivic Association"

File no. 4122/3/2022 was registered on the roll of the Bucharest Court, Administrative and Fiscal Litigation Section, in which Impact is the Defendant, the Claimants being the Eco Civic Association and three natural persons from outside the Greenfield Băneasa neighborhood.

The object of the file is the suspension and annulment of the administrative act HCGMB 705/18.12.2019 approving the Zonal Urban Plan Aleea Teişani - Drumul Pădurea Neagra no. 56-64, the suspension and cancellation of Building Authorizations no. 434/35/P/2020 and no. 435/36/P/2020, canceling some preliminary approvals, canceling works.

Currently, the challenged acts are valid, they produce full effects, no decision has been made regarding their suspension or cancellation.

The next court date was set for 19 May 2023.

c) Litigation regarding access to Vadul Moldovei street, file 1820/3/2023

On January 19, 2023, Impact registered on the role of the Bucharest Court, Section II Administrative and Fiscal Litigation, against the City Hall of the City of Bucharest, the City Hall of Sector 1 Bucharest and the National Management of Romsilva Forests, the action in order to determine the mentioned institutions to comply with the obligations assumed by the decisions of the General Council of the Municipality of Bucharest, those of the Local Council of Sector 1 and those of the act of acceptance of the donation concluded with IMPACT and to definitively open public access between Alley Privighetorilor and Drumul Pădurea Pustnicu.

The first term is set for 22 May 2023.

21. SUBSEQUENT EVENTS

The Company's management presents the following events subsequent to 31 March 2023, until the date of approval of these consolidated financial statements, which do not require their adjustment:

The significant disruptions in global markets caused by the Covid-19 pandemic, followed by the war in Ukraine and the current inflationary economic environment, have had a broad effect on participants in a wide variety of industries, creating widespread volatility.

In the context of the conflict between Russia and Ukraine, which began on 24 February 2022, the EU, the US, the UK and other countries have imposed various sanctions against Russia, including funding restrictions on certain Russian banks and state-owned companies, as well as personal sanctions against a number of individuals.

Given the geopolitical tensions, there has been an increase in financial market volatility and exchange rate depreciation pressure since February 2022.

These events are expected to affect activities in various sectors of the economy, resulting in further increases in energy prices in Europe and an increased risk of supply chain disruptions.

The Company has no direct exposures to related parties and/or key customers or suppliers in those countries.

The company considers these events as non-adjusting events after the reporting period, whose quantitative effect cannot currently be estimated with a sufficient degree of confidence. The Company's management continuously analyses the developments of this event and any possible impact of the change in micro and macroeconomic conditions on the Company's financial position and results of operations.

The consolidated financial statements have been authorized for issue by the management on 15 May 2023 and signed on its behalf by:

Iuliana Mihaela Urdă
Chairman of the Board

Constantin Sebeșanu
Chief Executive Officer

Claudiu Bistriceanu
Chief Financial Officer

IMPACT DEVELOPER & CONTRACTOR SA

**UNAUDITED INTERIM SEPARATE FINANCIAL STATEMENTS
AS OF AND FOR THE THREE MONTHS PERIOD ENDED 31 MARCH 2023**

**PREPARED IN ACCORDANCE WITH
MINISTRY OF FINANCE ORDER NO 2844/2016 FOR THE APPROVAL OF ACCOUNTING REGULATIONS
IN ACCORDANCE WITH INTERNATIONAL FINANCIAL REPORTING STANDARDS**

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This is a free translation from the original Romanian version.
The attached notes are part of these financial statements.

	<u>Note</u>	<u>31 March 2023</u>	<u>31 December 2022</u>
ASSETS			
Non-current assets			
Tangible assets		38,787	21,545
Intangible assets		147	114
Right of use assets		1,379	1,485
Non-current receivables	10	76,760	67,197
Investment property		674,535	678,669
Investments in subsidiaries	9	36,216	36,216
Total non-current assets		827,824	805,226
Current assets			
Inventories	8	477,398	429,405
Trade and other receivables	10	27,212	33,892
Contract receivables	10	14,166	14,854
Cash and cash equivalents	11	32,687	46,857
Total current assets		551,463	525,008
Total assets		1,379,287	1,330,234
SHAREHOLDERS' EQUITY AND LIABILITIES			
Shareholders' equity			
Share capital	12	598,884	598,884
Share premium		40,493	40,493
Revaluation reserve		3,001	3,001
Other reserves		38,318	38,318
Own shares		(268)	(268)
Retained earnings		153,817	160,755
Total equity		834,245	841,183
Non-current liabilities			
Loans and borrowings	13	258,892	232,860
Trade and other payables	14	13,415	12,260
Deferred tax liability		81,058	81,058
Total non-current liabilities		353,365	326,178

IMPACT DEVELOPER & CONTRACTOR SA
SEPARATE STATEMENT OF FINANCIAL POSITION
FOR THE THREE MONTHS PERIOD ENDED 31 MARCH 2023
(All amounts are expressed in thousand RON, unless stated otherwise)



	<u>Note</u>	<u>31 March 2023</u>	<u>31 December 2022</u>
Current liabilities			
Loans and borrowings	13	103,201	97,491
Trade and other payables	14	50,798	29,083
Contract liabilities	14	37,325	35,946
Provisions for risks and charges		353	353
Total current liabilities		191,677	162,873
Total liabilities		545,042	489,051
Total equities and liabilities		1,379,287	1,330,234

The separate financial statements have been authorized for issue by the management on 15 May 2023 and signed on its behalf by:

Iuliana Mihaela Urdă
Chairman of the Board

Constantin Sebeșanu
Chief Executive Officer

Claudiu Bistriceanu
Chief Financial Officer

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The attached notes are part of these financial statements.

IMPACT DEVELOPER & CONTRACTOR SA
UNAUDITED INTERIM SEPARATE STATEMENT OF PROFIT OR
LOSS AND OTHER COMPREHENSIVE INCOME FOR THE THREE MONTHS
PERIOD ENDED 31 MARCH 2023
(All amounts are expressed in thousand RON, unless stated otherwise)



	<u>Note</u>	<u>31 March 2023</u>	<u>31 March 2022</u>
Revenue	15	6,097	14,170
Costs of sales		(4,719)	(8,478)
Gross profit		1,378	5,692
Net income from other activities	15	446	145
General and administrative expenses	16	(5,531)	(6,184)
Marketing expenses		(731)	(597)
Other operating income/(expenses)	17	(311)	2,255
Depreciation and amortization		(1,047)	(213)
Gains on investment property			
Operating profit		(5,796)	1,098
Financial income	18	3,850	2,005
Financial cost	18	(4,993)	(1,240)
Finance costs, net		(1,143)	765
Profit before tax		(6,939)	1,863
Income tax expense			-
Profit of the period		(6,939)	1,863

The separate financial statements have been authorized for issue by the management on 15 May 2023 and signed on its behalf by:

Iuliana Mihaela Urdă
Chairman of the Board

Constantin Sebeșanu
Chief Executive Officer

Claudiu Bistriceanu
Chief Financial Officer

IMPACT DEVELOPER & CONTRACTOR SA
UNAUDITED INTERIM SEPARATE STATEMENT OF CHANGES IN EQUITY
FOR THE THREE MONTHS PERIOD ENDED 31 MARCH 2023
(All amounts are expressed in thousand RON, unless stated otherwise)



	Note	Share capital	Share premium	Revaluation reserve	Other reserves	Own shares	Retained earnings	Total equity
Balance on January 1, 2023		598,884	40,493	3,001	38,318	(268)	160,755	841,183
Comprehensive income								
Profit for the year		-	-	-	-	-	63,329	63,329
Other comprehensive income		-	-	-	-	-	-	-
Total other comprehensive income		-	-	-	-	-	63,329	63,329
Transactions with shareholders of the Company		197,670	45,985	-	-	-	(165,923)	77,732
Share capital increase	12	-	-	-	-	(442)	-	(442)
Own shares acquired during the year		-	(1,017)	-	-	1,015	-	(2)
Share-based payments		-	-	-	-	-	-	-
Other changes in equity								
Set up of legal reserves		-	-	-	25,929	-	(25,929)	-
Balance on March 31, 2023		598,884	40,493	3,001	38,318	(268)	160,755	841,183

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The attached notes are part of these financial statements.

IMPACT DEVELOPER & CONTRACTOR SA
UNAUDITED INTERIM SEPARATE STATEMENT OF CHANGES IN EQUITY
FOR THE THREE MONTHS PERIOD ENDED 31 MARCH 2023
(All amounts are expressed in thousand RON, unless stated otherwise)



	Note	Share capital	Share premium	Revaluation reserve	Other reserves	Own shares	Retained earnings	Total equity
Balance on January 1, 2022		401,214	(4,475)	3,001	12,389	(841)	289,278	700,567
Comprehensive income		-	-	-	-	-	-	-
Profit for the year		-	-	-	-	-	(63,329)	(63,329)
Other comprehensive income		-	-	-	-	-	-	-
Total other comprehensive income		-	-	-	-	-	(63,329)	(63,329)
Transactions with shareholders of the Company								
Share capital increase	12	197.670	45.985	-	-	-	(165.923)	77.732
Own shares acquired during the year		-	-	-	-	(442)	-	(442)
Share-based payments		-	(1.017)	-	-	1.015	-	(2)
Other changes in equity								
Set up of legal reserves		-	-	-	25.929	-	(25.929)	-
Balance on December 31, 2022		598.884	40.493	3.001	38.318	(268)	160.755	841.183

The separate financial statements have been authorized for issue by the management on 15 May 2023 and signed on its behalf by:

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Chairman of the Board

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Chief Executive Officer

Claudiu Bistriceanu
Chief Financial Officer

IMPACT DEVELOPER & CONTRACTOR SA
UNAUDITED INTERIM SEPARATE CASH FLOW STATEMENT
FOR THREE MONTHS PERIOD ENDED 31 MARCH 2023
(All amounts are expressed in thousand RON, unless stated otherwise)



	<u>Note</u>	<u>31 March 2023</u>	<u>31 March 2022</u>
Profit for the period		(6,938)	1,863
Adjustments to reconcile profit for the period to net cash flows:		2,132	1,919
Valuation gains on investment property		-	-
Gain on sale PPE		-	-
Reversal of impairment loss PPE		(58)	-
Depreciation		1,047	345
Share based payments		-	-
Finance income	18	(3,850)	2,005
Finance cost	18	4,993	(1,240)
Deferred tax expense		-	-
Working capital adjustments		(36,687)	(62,277)
Decrease/(increase) in trade receivables and other receivables	10	(1,181)	(30,118)
Decrease in prepayments		688	-
Decrease in inventory property	8	(60,443)	(30,904)
(Decrease)/increase in trade, other payables, and contract liabilities	14	24,249	(985)
(Decrease)/increase in provisions			(270)
Income tax paid			-
Net cash flows used in operating activities		(41,493)	(59,304)
Investments in subsidiaries	9	-	35,021
Purchase of property, plant and equipment		1,197	(11,433)
Loans granted to subsidiaries	22	(652)	-
Proceeds from investment property		-	-
Expenditure on investment property under development		(200)	-
Expenditure on PPE under development		-	(1,034)
Proceeds from property, plant and equipment		314	(45)
Dividends received		-	179
Interest received	22	-	-
Net cash flows from investing activities		659	22,692
Proceeds from borrowings	13	42,480	28,417
Repayment of principal of borrowings	13	(11,492)	(74,237)
Proceeds from issue of share capital	12	-	58,962
Dividends paid		-	-
Interest paid	13	(4,324)	(2,533)
Net cash from financing activities		26,664	10,609
Net increase / (decrease) of cash and equivalents		(14,170)	(26,004)
Cash and equivalents on 1st of January		46,857	36,171
Cash and equivalents on 31 of December 2022		32,687	10,167

1. REPORTING ENTITY

Impact Developer & Contractor SA (“the Company”) is a Company registered in Romania whose activity is the development of real estate.

The registered office of the Company is Impact Building, Drumul Padurea Mogosoia Street, No.31-41, Bucharest, District 1.

The Company controls several other entities and prepares consolidated financial statements. According to the provisions of Law no. 24/2017, such entities shall also prepare separate financial statements.

The Company and its subsidiaries (together referred to as the „Group”) are as follows:

	Country of registration	Nature of activity	% of shares held by Company at 31 March 2023	% of shares held by Company at 31 December 2022
Clearline Development and Management SRL	Romania	Real estate development	100%	100%
Spatzioo Management SRL (former Actual Invest House SRL)	Romania	Property management	100%	100%
Bergamot Development Phase II SRL	Romania	Real estate development	100%	100%
Bergamot Development SRL	Romania	Real estate development	100%	100%
Impact Finance SRL	Romania	Administration	100%	100%
Greenfield Copou Residence SRL	Romania	Real Estate development	100%	100%
Greenfield Copou Residence Phase II SRL	Romania	Real estate development	100%	100%
Greenwise Development SRL	Romania	Real estate development	100%	100%
Greenfield Property Management SRL	Romania	Real estate development	100%	100%
Impact Alliance Architecture SRL	Romania	Architecture services	51%	0%
Impact Alliance Moldova SRL	Romania	Constructor	51%	0%
R.C.T.I. Company	Romania	Constructor	51.01%	0%

The Company is one of the first companies active in real estate development sector in Romania, being constituted in 1991 through public subscription. In 1995, the Company introduced the **residential concept** on the Romanian market. Since 1996, the Company’ securities are publicly traded in Bucharest Stock Exchange (BVB).

During the first three months of 2023 the Company’s activity revolved around the Greenfield Băneasa residential complex in Bucharest and Boreal Plus in Constanța.

2. THE BOARD OF ADMINISTRATION

The Board of Administration represents the decision-making body for all significant aspects for the Company as whole due to the strategical, financial, or reputational implications. The Board delegates the management powers of the Company, under the conditions and limits provided by the law and by the Articles of Incorporation.

The Board of Administration consists of 5 members:

- Iuliana Mihaela Urdă, Chairperson of the Board of Administration
- Intrepid Gem SRL, represented by Petru Văduva
- Ruxandra-Alina Scarlat, Administrator
- Daniel Pandele, Administrator
- Sorin Apostol, Administrator

Executive Management of the Company

On 27th April 2021, the Board of Directors appointed Mr. Constantin Sebeșanu as General Manager with mandate until 31 December 2025. On the same date, Sorin Apostol took over the position of executive director (COO).

Starting from 1 of January 2022, Claudiu Bistriceanu was appointed as financial director (CFO) with a 4 (four) years mandate.

3. BASIS OF PREPARATION

a) Declaration of conformity

These separate financial statements have been prepared in accordance with the Ministry of Public Finance Order no. 2844/2016, with subsequent amendments, is in accordance with the International Financial Reporting Standards (IFRS) adopted by the European Union (EU), except for IAS 21 The effects of changes in foreign exchange rates regarding functional currency, except for the provisions of IAS 20 Accounting for Government Grants regarding the recognition of revenue from green certificates, except for the provisions of IFRS 15 Revenue from contracts with customers regarding the revenue from taxes of connection to the distribution grid. These exceptions do not affect the compliance of the financial statements of the Group and the Company with IFRS adopted by the EU. The separate Financial Statements are available on the company and Bucharest Stock Exchange website once they are approved by the Board of Directors and General Shareholders Meeting.

The financial statements have been prepared on an ongoing concern basis and under the historical cost basis, except for the revaluation of certain properties and financial instruments that are measured at revalued amounts or fair values. Historical cost is generally based on the fair value of the consideration given in exchange for goods and service.

b) The going concern principle.

The significant disruptions in the global markets driven by the Covid-19 pandemic then followed by war in Ukraine and current inflationary economic context had a broad effect on participants in a wide variety of industries, creating a widespread volatility.

The Company has prepared forecasts, including certain sensitivities, considering the principal business risks, at the Company's and Impact Group level. Having considered these forecasts, the Directors remain of the view that the Company's financing arrangements and capital structure provide both the necessary facilities and covenant headroom to enable the Company to conduct its business for at least the next 12 months. Accordingly, the financial statements have been prepared on a going concern basis.

The Company made an initial assessment of the risks and uncertainties. Therefore, management considered different scenarios, considering the following:

- Sales and pre-sales
- Prices
- Costs
- Evolution of real estate projects
- Cash and external financing

Regarding pre-sales, the Company expects a significant increase in the volume of transactions in 2023 due to existing inventory and the projects that the Company is currently running: Greenfield – Teilor District, and Boreal Plus Constanța. The Company also considers that a major impetus in the Company's activity is the commissioning Greenfield Plaza (a multifunctional complex that includes SPA areas (with relaxation areas and 2 swimming pools), fitness rooms and sports fields, commercial areas. Greenfield Plaza was inaugurated in December 2022.

As regards to sales prices, the Company considers that those reflect the market prices and that there are no premises for downward adjustment of prices.

The Company agreed a partnership with the District 1 Bucharest City Hall for the construction of a public kindergarten and public school, as the Company transferred to the City Hall the land for these new constructions. Currently, the District 1 Bucharest City Hall is preparing the documentation necessary for the starting of the construction.

4. FUNCTIONAL AND PRESENTATION CURRENCY

The Financial Statements are presented in RON, this being also the functional currency of the Company. All financial information is presented in thousand RON.

5. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies described below have been constantly applied by the Company, for all periods presented in these Financial Statements.

Below is presented the summary of the significant accounting policies.

a) Foreign currency

Transactions in foreign currencies are translated to the Company's functional currency using the exchange rates prevailing at the date of transaction. Monetary assets and liabilities that are denominated in foreign currency at the date of reporting are translated to the functional currency at the exchange rate prevailing at that date.

Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated to the functional currency using the exchange rate prevailing at the date of the determination of fair value. The exchange rate differences resulted from translation are recognized in the Statement of Profit or Loss and Other Comprehensive Income.

The FX differences are recognized in Statement of profit and loss as financial cost/ income.

b) Tangible assets

Lands and buildings held for use in production, or for administrative purposes, are stated in the statement of financial position at their cost amounts, less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

Any revaluation increase arising on the revaluation of such land and buildings is credited to the property's revaluation reserve, except to the extent that it reverses a revaluation decrease for the same asset previously recognized as an expense, in which case the increase is credited to profit or loss to the extent of the decrease previously expensed. A decrease in carrying amount arising on the revaluation of such land and buildings is charged as an expense to the extent that it exceeds the balance, if any, held in the properties revaluation reserve relating to a previous revaluation of that asset.

Depreciation on revalued buildings is recognized in profit or loss. On the subsequent sale or retirement of a revalued property, the attributable revaluation surplus remaining in the property's revaluation reserve is transferred directly to retained earnings.

Freehold land is not depreciated.

Fixtures and equipment are stated at cost less accumulated depreciation and accumulated impairment.

Depreciation is recognized so as to write off the cost or valuation of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method, on the following bases:

The estimated useful lives of property, plant and equipment are as follows

- | | |
|----------------------------------|------------|
| • buildings | 40 years |
| • plant, equipment, and vehicles | 3–5 years |
| • fixtures and fittings | 3–12 years |

The estimated useful lives, residual values and depreciation method are reviewed at each reporting period date.

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates

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the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or CGU's fair value less costs of disposal and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. When the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pretax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are considered. If no such transactions can be identified, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

The Company bases its impairment calculation on most recent budgets and forecast calculations, which are prepared separately for each of the Company's CGUs to which the individual assets are allocated. These budgets and forecast calculations generally cover a period of five years. A long-term growth rate is calculated and applied to project future cash flows after the fifth year. Impairment losses of continuing operations are recognized in the statement of profit or loss in expense categories consistent with the function of the impaired asset, except for properties previously revalued with the revaluation taken to OCI. For such properties, the impairment is recognized in OCI up to the amount of any previous revaluation.

For assets excluding goodwill, an assessment is made at each reporting date to determine whether there is an indication that previously recognized impairment losses no longer exist or have decreased. If such indication exists, the Company estimates the asset's or CGU's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognized. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of profit or loss unless the asset is carried at a revalued amount, in which case, the reversal is treated as a revaluation increase. Goodwill is tested for impairment annually as at 31 December and when circumstances indicate that the carrying value may be impaired.

Impairment is determined for goodwill by assessing the recoverable amount of each CGU (or group of CGUs) to which the goodwill relates. When the recoverable amount of the CGU is less than its carrying amount, an impairment loss is recognized. Impairment losses relating to goodwill cannot be reversed in future periods. Intangible assets with indefinite useful lives are tested for impairment annually as of 31 December at the CGU level, as appropriate, and when circumstances indicate that the carrying value may be impaired. The Group assesses where climate risks could have a significant impact, such as the introduction of emission-reduction legislation that may increase manufacturing costs. These risks in relation to climate-related matters are included as key assumptions where they materially impact the measure of recoverable amount, these assumptions have been included in the cash-flow forecasts in assessing value-in-use amounts.

c) Intangible assets acquired separately

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

d) Investment property

Investment property, which is property held to earn rentals and/or for capital appreciation (including Property under construction for such purposes) and/or for which the scope has not been determined yet, is measured initially at cost, including transaction costs. Subsequent to initial recognition, investment property is measured at fair value.

All of the Company's property interests held to earn rentals or for capital appreciation purposes or for which the best use has not been determined yet are accounted for as investment properties and are measured using the fair value model. Gains or losses arising from changes in the fair value of investment property are included in profit or loss in the period in which they arise.

When the use of a property is changed, such that it is reclassified to property, plant and equipment or inventories, its fair value as of the date of reclassification becomes the cost of the property for the purpose of subsequent accounting.

An investment property is derecognized upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the property is derecognized.

Company's management is assessing on regular basis the best use of the land maintained in investment. Transfer from investment to inventory is done close to start construction date, after all required permitting has been finalized, a detailed concept of the project is finalized and significant steps have been done to identify construction companies and financing for the project.

e) Inventories

Inventories are stated at the lower of cost and net realizable value. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the inventories to their present location and condition. Net realizable value represents the estimated selling price less all estimated costs of completion and costs to be incurred in marketing, selling and distribution.

The valuation of inventories upon entry into the company is done using the following techniques:

- | | |
|--------------------------|---------------------------|
| ✓ Residential properties | specific identification |
| ✓ Land | specific identification |
| ✓ Other | first in-first out (FIFO) |

f) Trade and other receivables

Trade receivables on normal terms excluding derivative financial instruments do not carry any interest and are stated at their nominal value as reduced by appropriate allowances for estimated unrecoverable amounts. The carrying amount of trade and other receivables that are denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

g) Derecognition of financial assets

The Company derecognizes a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

h) Cash and cash equivalents

Cash and cash equivalents comprise cash held by the Company and short-term bank deposits with an original maturity of three months or less from inception and are subject to an insignificant risk of changes in value.

i) Share capital

- **Ordinary shares**

Ordinary shares are classified as part of equity. Incremental costs directly attributable to the issue of ordinary shares are recognized as a deduction from equity at its value net of any fiscal effect

- **Repurchase and reissuance of ordinary shares (treasury shares)**

When shares recognized as equity are repurchased, the amount of the consideration paid, which includes directly attributable costs, net of any tax effects, is recognized as a deduction from equity. Repurchased shares are classified as treasury shares and are presented in the treasury share reserves. When treasury shares are sold or subsequently reissued, the amount received is recognized as an increase in equity and the resulting surplus or deficit on the transaction is presented within share premium.

j) Dividends

Dividends are recognized in the period when their allocation is approved.

k) Own shares

Own shares consist of treasury shares and shares held within an employee benefit trust. The Company has an employee benefit trust to satisfy the exercise of share options that have vested under the Company's share option schemes.

Own shares are recognized at cost as a deduction from shareholders' equity. Subsequent consideration

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received for the sale of such shares is also recognized in equity, with any difference between the sale proceeds from the original cost being taken to retained earnings. No gain or loss is recognized in the performance statements on transactions in own shares.

l) Borrowings

Interest-bearing bank loans and overdrafts are recorded as the proceeds are received, net of direct issue costs.

(i) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

For general purpose loans, the borrowing costs are capitalised in the value of the eligible assets using the weighted average rate as per requirements of IAS 23.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

m) Trade payables and other payables

Trade payables on normal terms are not interest-bearing and are stated at their nominal value. Trade payables on extended terms, particularly in respect of land, are recorded at their fair value at the date of acquisition of the asset to which they relate. The discount to nominal value is amortised over the period of the credit term and charged to finance costs. The carrying amount of trade and other payables that are denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled, or have expired. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

n) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the Present obligation at the reporting date, considering the risks and uncertainties surrounding the obligation.

Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received, and the amount of the receivable can be measured reliably.

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o) Revenues

Revenues are recognized when or as the customer acquires control over the goods or services rendered, at the amount which reflects the price at which the Company is expected to be entitled to receive in exchange of those goods or services. Revenues are recognized at the fair value of the services rendered or goods delivered, net of VAT, excises or other taxes related to the sale.

Revenues comprises the fair value of the consideration received or receivable, net of value added tax, after eliminating sales within the Company. Revenue and profit are recognized as follows:

(i) Revenue from sale of residential properties

Revenue from sale of residential properties during the ordinary course of business are valued at fair value of the amount collected or to be collected on legal completion. The revenues are recognised when the significant risks and rewards of ownership have been transferred to the customer, this is deemed to be when title of the property passes to the customer on legal completion, the associated costs and possible return of goods can be estimated reliably. This is the point at which all performance obligations are satisfied and there is no continuing management involvement with the goods and the amount of revenue can be measured reliably. If it is probable for certain rebates to be granted, and their value can be measured reliably, then these are recognised as a reduction of the revenues when the sale revenues are recognised. There is not considered to be a significant financing component in contracts with customers as the period between the recognition of revenue and the payment is always less than one month.

(ii) Revenues from re-charging utilities

The revenues from recharge of utilities are recognised when they are realized, together with the utility's expenses invoiced by the suppliers. The Company recharges the utilities at mark-up under the form of administrative costs. These revenues refer to the rented properties and to the sales of properties fully paid, up to the moment when the buyer concludes contracts with the utility's suppliers in their own name.

p) Taxation

The tax charge represents the sum of the tax currently payable and deferred tax.

(i) Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit before tax as reported in the income statement because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible.

The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

(ii) Deferred tax

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognized for all taxable temporary differences and deferred tax assets are recognized to the extent that it is probable that taxable profits will be available against which deductible

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temporary differences can be utilized.

Such assets and liabilities are not recognized if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

Deferred tax liabilities are also recognized for taxable temporary differences arising on investments in subsidiaries and interests in joint ventures, except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred tax is measured on a non-discounted basis using the tax rates and laws that have then been enacted or substantively enacted by the balance sheet date.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is charged or credited to the income statement, except when it relates to items charged or credited directly to other comprehensive income or equity, in which case the deferred tax is also dealt with in other comprehensive income or equity.

q) Share-based payments

The Company has applied the requirements of IFRS 2 “Share-based payment”. The Company issues equity-settled share-based payments to certain employees. Equity-settled share-based payments are measured at fair value at the date they are granted. The fair value is expensed on a straight-line basis over the vesting period, based on the Company’s estimate of shares that will eventually vest after adjusting for the effect of non-market vesting conditions.

r) Financial instruments – fair values and risk management

The risk management function within the Company is carried out in respect of financial risks. Financial risks are risks arising from financial instruments to which the Company is exposed during or at the end of the reporting period. Financial risk comprises market risk (including currency risk, interest rate risk and other price risk), credit risk and liquidity risk. The primary objectives of the financial risk management function are to establish risk limits, and then ensure that exposure to risks stays within these limits.

s) Lease contracts

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

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

t) Company as a Lessor

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to

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its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognized over the lease term on the same basis as rental income. Contingent rents are recognized as revenue in the period in which they are earned.

(i) Right of use assets

The Company 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 recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

- Plant and machinery 3 to 15 years
- Motor vehicles and other equipment 3 to 5 years

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment. Refer to the accounting policies in section.

(ii) Lease liabilities

At the commencement date of the lease, the Company 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 Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate.

Variable lease payments that do not depend on an index or a rate are recognized as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs. In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date 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 for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

The Company's lease liabilities are included in Interest-bearing loans and borrowings.

iii) Short-term leases and leases of low value

The Company applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognized as expense on a straight-line basis over the lease term.

u) Contingent liabilities

A contingent liability is:

- (a) a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company; or
- (b) a present obligation that arises from past events that is not recognized because:
 - i. it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or
 - ii. the amount of the obligation cannot be measured with sufficient reliability.

Contingent liabilities are not recognized in the Company's financial statements but disclosed unless the possibility of an outflow of resources embodying economic benefits is remote.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or on-occurrence of one or more uncertain future events not wholly within the control of the Company.

A contingent asset is not recognized in the Company's financial statements but disclosed when an inflow of economic benefits is probable.

v) Subsequent events

Events occurring after the reporting date, which provide additional information about conditions prevailing at the reporting date (adjusting events) are reflected in the financial statements.

Events occurring after the reporting date that provide information on events that occurred after the reporting date (non-adjusting events), when material, are disclosed in the notes to the financial statements. When the going concern, assumption is no longer appropriate at or after the reporting period, the financial statements are not prepared on a going concern basis.

w) Segment reporting

The Company operates only in Romania. The single operating segment is considered to be the development of real estate.

x) Investment in subsidiaries and associates

A subsidiary is an entity over which the Company has control.

An associate is an entity over which the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

Investments in subsidiaries and associates are accounted for using the historical cost model.

The Company determines whether it is necessary to recognise an impairment loss on its investment in its

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associate or subsidiary. At each reporting date, the Company determines whether there is objective evidence that the investment in the associate or subsidiary is impaired. If there is such evidence, the Company calculates the amount of impairment as the difference between the recoverable amount of the associate or subsidiary and its carrying value, and then recognises the loss in the statement of profit or loss.

6. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Company's accounting policies, which are described in Note 5, the directors are required to make judgments (other than those involving estimations) that have a significant impact on the amounts recognized and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant.

Actual results may differ from these forecasts. Estimates and hypothesis on which these are based on are under ongoing review. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

a) Fair value measurements and valuation processes of investment property

Valuation of investment property and property, plant and equipment.

The Company has obtained a report from Colliers Valuation and Advisory SRL, setting out the estimated market values for the Company's investment property, property developed for sale and property, plant and equipment in their current state. The most recent real estate investment assessment took place on December 31, 2022 and December 31, 2021. Colliers is an independent professionally qualified valuation specialist who holds a recognized relevant professional qualification and has recent experience in the locations and categories of the valued properties. The valuation assumed as to the best use of each property by a third-party developer.

In the Romanian market actual transaction values for real estate deals are not publicly available and there is not a high volume of transactions in larger land plots. The sale price comparison method therefore has inherent limitations, and a significant degree of judgement is required in its application.

For investment property assets are mainly valued using the sales comparison approach. The key assumptions underlying the market value of the Company's land assets are:

- the selection of comparable land plots resulting in order to determine the "offer price" which is taken as the basis to form an indicative price.
- the quantum of adjustments to apply against the offer price to reflect deal prices, and differences in location and condition.

A sensitivity analysis of the three key assets is presented below:

Asset	Impact on the valuation included in the balance sheet at 31 March 2023 and gains on investment property registered to profit or loss of a 5% weakening/(strengthening) of the price per sqm	
Greenfield Baneasă Bucuresti land	- 14,076 thousand RON	+14,076 thousand RON
Bd. Barbu Văcărescu land	- 8,804 thousand RON	+ 8,804 thousand RON
Bd. Ghencea land - Bd. Timișoara	- 8,005 thousand RON	+ 8,005 thousand RON

b) Transfers of assets both from and to investment property

IAS 40 (investment property) requires that transfers from and to investment property are evidenced by a change in use. Conditions which are indications of a change in use are judgmental and the treatment can have a significant impact on the financial statements since investment property is recorded at fair value and inventory is recorded at cost.

If had different judgements been applied in determining a change in use, then the financial statements may have been significantly different because of the differing measurement approach of inventories and investment properties.

c) Legal issues

The management of the Company analyses regularly the status of all ongoing litigations and following a consultation with the Board of Administration decides upon the necessity of recognizing provisions related to the amounts involved or their disclosure in the separate financial statements. Key legal matters are summarized in Note 21 Contingencies.

d) Cost allocation

In order to determine the profit that the Company should recognize on its developments in a specific period, the Company has to allocate site-wide development costs between units sold in the current year and to be sold in future years. Industry practice does vary in the methods used and in making these assessments there is a degree of inherent uncertainty. In the event that there is a change in future development plans from those currently anticipated then the result would be fluctuations in cost and profit recognition over different project phases.

7. ADOPTION OF NEW AND REVISED INTERNATIONAL FINANCIAL REPORTING STANDARDS

A) Amendments to accounting policies and information to disclose

The accounting policies adopted are consistent with those of the previous financial year except for the following amended IFRSs which have been adopted by the Company as of 1 January 2023:

- IFRS 3 Business Combinations; IAS 16 Property, Plant and Equipment; IAS 37 Provisions, Contingent Liabilities and Contingent Assets as well as Annual Improvements 2018-2020 (Amendments)

The amendments are effective for annual periods beginning on or after 1 January 2022 with earlier application permitted. The IASB has issued narrow-scope amendments to the IFRS Standards as follows:

- IFRS 3 Business Combinations (Amendments) update a reference in IFRS 3 to the Conceptual Framework for Financial Reporting without changing the accounting requirements for business combinations.
- IAS 16 Property, Plant and Equipment (Amendments) prohibit a company from deducting from the cost of property, plant and equipment amounts received from selling items produced while the company is preparing the asset for its intended use. Instead, a company recognizes such sales proceeds and related cost in profit or loss.
- IAS 37 Provisions, Contingent Liabilities and Contingent Assets (Amendments) specify which costs a company includes in determining the cost of fulfilling a contract for the purpose of assessing whether a contract is onerous.
- Annual Improvements 2018-2020 make minor amendments to IFRS 1 First-time Adoption of International Financial Reporting Standards, IFRS 9 Financial Instruments, IAS 41 Agriculture and the Illustrative Examples accompanying IFRS 16 Leases. The amendments had no impact on the financial statements of the Company.

- IFRS 16 Leases-Covid 19 Related Rent Concessions beyond 30 September 2021 (Amendment)

The Amendment applies to annual reporting periods beginning on or after 1 April 2021, with earlier application permitted, including in financial statements not yet authorized for issue at the date the amendment is issued. In March 2021, the Board amended the conditions of the practical expedient in IFRS 16 that provides relief to lessees from applying the IFRS 16 guidance on lease modifications to rent concessions arising as a direct consequence of the covid-19 pandemic. Following the amendment, the practical expedient now applies to rent concessions for which any reduction in lease payments affects only payments originally due on or before 30 September 2022, provided the other conditions for applying the practical expedient are met. The amendments had no impact on the financial statements of the Company.

B) Standards issued but not yet effective and not early adopted

- IFRS 17 : Insurance Contracts

The standard is effective for annual periods beginning on or after 1 January 2023 with earlier application permitted, provided the entity also applies IFRS 9 Financial Instruments on or before the date it first applies IFRS 17. This is a comprehensive new accounting standard for insurance contracts, covering recognition and measurement, presentation, and disclosure. IFRS 17 applies to all types of insurance contracts issued, as well as to certain guarantees and financial instruments with discretionary participation contracts. The company/group does not issue contracts in scope of IFRS 17; therefore, its application does not have an impact on the company's financial performance, financial position of cash flows.

Amendment in IFRS 10 Consolidated Financial Statements and IAS 28 Investments in Associates and Joint Ventures: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

The amendments address an acknowledged inconsistency between the requirements in IFRS 10 and those in IAS 28, in dealing with the sale or contribution of assets between an investor and its associate or joint venture. The main consequence of the amendments is that a full gain or loss is recognized when a transaction involves a business (whether it is housed in a subsidiary or not). A partial gain or loss is recognized when a transaction involves assets that do not constitute a business, even if these assets are housed in a subsidiary. In December 2015 the IASB postponed the effective date of this amendment indefinitely pending the outcome of its research project on the equity method of accounting. The amendments have not yet been endorsed by the EU. The amendments had no impact on the financial statements of the Company.

IAS 1 Presentation of Financial Statements: Classification of Liabilities as Current or Non-current (Amendments)

The amendments are effective for annual reporting periods beginning on or after January 1, 2024, with earlier application permitted, and will need to be applied retrospectively in accordance with IAS 8. The objective of the amendments is to clarify the principles in IAS 1 for the classification of liabilities as either current or non-current. The amendments clarify the meaning of a right to defer settlement, the requirement for this right to exist at the end of the reporting period, that management intent does not affect current or non-current classification, that options by the counterparty that could result in settlement by the transfer of the entity's own equity instruments do not affect current or non-current classification. Also, the amendments specify that only covenants with which an entity must comply on or before the reporting date will affect a liability's classification. Additional disclosures are also required for non-current liabilities arising from loan arrangements that are subject to covenants to be complied with within twelve months after the reporting period. The amendments have not yet been endorsed by the EU. Management has assessed that the amendments will have no impact on the financial statements of the Company.

IAS 1 Presentation of Financial Statements and IFRS Practice Statement 2: Disclosure of Accounting policies (Amendments)

The Amendments are effective for annual periods beginning on or after January 1, 2023 with earlier application permitted. The amendments provide guidance on the application of materiality judgements to accounting policy disclosures. In particular, the amendments to IAS 1 replace the requirement to disclose 'significant' accounting policies with a requirement to disclose 'material' accounting policies. Also, guidance and illustrative examples are added in the Practice Statement to assist in the application of the materiality concept when making judgements about accounting policy disclosures. The amendments had no impact on the financial statements of the Company.

IAS 8 Accounting policies, Changes in Accounting Estimates and Errors: Definition of Accounting Estimates (Amendments)

The amendments become effective for annual reporting periods beginning on or after January 1, 2023 with earlier application permitted and apply to changes in accounting policies and changes in accounting estimates that occur on or after the start of that period. The amendments introduce a new definition of accounting estimates, defined as monetary amounts in financial statements that are subject to measurement uncertainty. Also, the amendments clarify what changes in accounting estimates are and how these differ from changes in accounting policies and corrections of errors. The amendments had no impact on the financial statements of the Company.

IAS 12 Income taxes: Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments)

The amendments are effective for annual periods beginning on or after January 1, 2023 with earlier application permitted. In May 2021, the Board issued amendments to IAS 12, which narrow the scope of the initial recognition exception under IAS 12 and specify how companies should account for deferred tax on transactions such as leases and decommissioning obligations. Under the amendments, the initial recognition

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exception does not apply to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. It only applies if the recognition of a lease asset and lease liability (or decommissioning liability and decommissioning asset component) give rise to taxable and deductible temporary differences that are not equal. The amendments had no impact on the financial statements of the Company.

IFRS 16 Leases: Lease Liability in a Sale and Leaseback (amendments)

The amendments are effective for annual reporting periods beginning on or after January 1, 2024, with earlier application permitted. The amendments are intended to improve the requirements that a seller-lessee uses in measuring the lease liability arising in a sale and leaseback transaction in IFRS 16, while it does not change the accounting for leases unrelated to sale and leaseback transactions. In particular, the seller-lessee determines 'lease payments' or 'revised lease payments' in such a way that the seller-lessee would not recognize any amount of the gain or loss that relates to the right of use it retains. Applying these requirements does not prevent the seller-lessee from recognizing, in profit or loss, any gain or loss relating to the partial or full termination of a lease. A seller-lessee applies the amendment retrospectively in accordance with IAS 8 to sale and leaseback transactions entered into after the date of initial application, being the beginning of the annual reporting period in which an entity first applied IFRS 16

8. INVENTORIES

	<u>31 March 2023</u>	<u>31 December 2022</u>
Finished goods and goods for resale	111,416	101,029
<i>Residential developments:</i>		
- Land	86,838	88,926
- Development and construction costs	279,144	239,450
	<u>477,398</u>	<u>429,405</u>

Inventories are represented by:

	<u>31 March 2023</u>	<u>31 December 2022</u>
Residential project Greenfield	355,539	311,201
Land and development expenses Constanța	111,887	107,927
Other inventories	9,972	10,277
	<u>477,398</u>	<u>429,405</u>

Lands with a carrying amount of RON 86,838 thousand as at 31 March 2023 (31 December 2022: RON 88,926 thousand) consist of lands held by the Company for development of new residential properties and infrastructure, mainly in Bucharest, as well as lands which the Company intends to realize value through direct sale.

Completed residential properties with a carrying value of RON 111,416 thousand as at 31 March 2023 (31 December 2022: RON 101,029 thousand) refer entirely to apartments held for sale by the Company.

Cost of inventories recognized during the period is 4,517 RON thousand.

The carrying value as at 31 March 2023 of the finished goods inventories pledged is of RON 110,623 thousand (RON 189.387 thousand as at 31 December 2022).

The Boreal Plus project in Constanta is financed together with CEC Bank; therefore, the loan interest was capitalized in the construction value of the stock. The value of the capitalized interest during 2022 is RON 1,020 thousand. The project was commissioned, therefore in 2023 no interest was capitalized.

Part of the Greenfield project (construction of the Teilor complex) is financed together with OTP Bank. The interest capitalized during 2022 in the value of the projects is RON 1,230 thousand. In the first three months of 2023, the capitalized interest was RON 1,679 thousand.

As per IAS 23 – Borrowing costs, the borrowing costs of general loans were capitalized in the value of eligible assets using the weighted average interest rate. The value of the borrowing cost related to general borrowings (inclusive exchange rate differences) capitalized is RON 3,153 thousand as of 31 March 2023.

Further details on the Company's loans are set out in Note 13.

9. INVESTMENTS IN SUBSIDIARIES

	<u>31 March 2023</u>	<u>31 December 2022</u>
Investments in subsidiaries	44,239	44,239
Impairment of investments in subsidiaries	(8,023)	(8,023)
	<u>36,216</u>	<u>36,216</u>

The Company holds interests in the following subsidiaries:

	<u>31 March 2023</u>			
	<u>Percentage</u>	<u>Gross value</u>	<u>Impairment</u>	<u>Book value</u>
Spatzio Management SRL	6.23%	110	-	110
Clearline Development and Management	100%	22,420	(8,023)	14,397
Bergamot Developments	99%	6,770	-	6.770
Bergamot Developments Phase II	99%	49	-	49
Impact Finance	99%	1	-	1
Greenfield Copou Residence	99%	49	-	49
Greenfield Copou Residence Phase II	99%	49	-	49
Greenwise Development	99%	49	-	49
Greenfield Property Management	99%	49	-	49
R.C.T.I Company	51.01%	14,440	-	14,440
Impact Alliance Arhitecture	51%	500	-	500
Total subsidiaries		<u>44,239</u>	<u>(8,023)</u>	<u>36.216</u>

	<u>31 December 2022</u>			
	<u>Percentage</u>	<u>Gross value</u>	<u>Impairment</u>	<u>Book value</u>
Spatzio Management SRL	6.23%	110	-	110
Clearline Development and Management	100%	22,420	(8,023)	14,397
Bergamot Developments	99%	6,770	-	6.770
Bergamot Developments Phase II	99%	49	-	49
Impact Finance	99%	1	-	1
Greenfield Copou Residence	99%	49	-	49
Greenfield Copou Residence Phase II	99%	49	-	49
Greenwise Development	99%	49	-	49
Greenfield Property Management	99%	49	-	49
R.C.T.I Company	51.01%	14,440	-	14,440
Impact Alliance Arhitecture	51%	500	-	500
Total subsidiaries		<u>44,239</u>	<u>(8,023)</u>	<u>36.216</u>

Clearline Development and Management SRL holds 93,77% in Spatzioo Management SRL (former Actual Invest House SRL)

- a) Spatzioo Management SRL (former Actual Invest House SRL), a company that provides management services for new residential developments.
- b) Clearline Development and Management S.R.L. (former Lomb SA) is the project company through which IMPACT was to develop a residential project in Cluj-Napoca, in partnership with the local authority. For investments made by Clearline Development & Management SRL in the realization of the Lomb project in Cluj, the project company has a litigation (see Note 21) amounting to 17,053 thousand RON, plus legal interest, a file that is currently pending at the Court in Arges and is currently carrying out the expertise in the file.
- c) Bergamot Developments S.R.L., company within the group with main object of activity real estate development, which starting with 2018 developed a residential ensemble of approx. 51,382 square meters, 500 apartments, on a land of approximately 17,213 sqm, respectively the first phase of the residential complex Luxuria Domenii Residence.
- d) Bergamot Developments Phase II S.R.L., a company within the group having as main object of activity the real estate development, which is to develop the Phase II (130 apartments) of the residential complex Luxuria Domenii Residence, consisting of 13,618 square meters built on a plot of 5,769 sqm.
- e) Impact Finance & Developments S.R.L. has a role in diversifying the range of services related to home sales. Impact Finance & Developments collaborates with financial institutions in Romania in order to offer advantageous lending solutions for clients who purchase dwellings.
- f) Greenfield Copou Residence S.R.L., a company within the group having as main object of activity the lease and sublease of its own or of rented property has been incorporated in December 2019. Its object is to develop the Greenfield Copou project in Iasi.
- g) Greenfield Copou Residence Phase II SRL, a company within the group, having as main object of activity the real estate development, has been incorporated in 2021.
- h) Greenfield Property Management SRL, a company within the group, having as main object of activity the real estate development, has been incorporated in 2021.
- i) Greenwise Property SRL, a company within the group, having as main object of activity the real estate development, has been incorporated in 2021.
- j) Impact Alliance Arhitecture SRL, a company within the group having as main object of activity architecture services, has been incorporated in 2022
- k) RCTI Company, a company within the group having as main object of activity the real estate constructions, has been acquired by the Company in 2022 (refer to Note 23).

During 2022, the share capital of Bergamot Developments was decreased from 41,791 thousand RON to 6,770 thousand RON. The amount resulted from decrease of share capital was returned to the shareholders: Impact D&C SA and Spatzioo Management SRL.

10. TRADE AND OTHER RECEIVABLES

	Short term		Long term	
	31 March 2023	31 December 2022	31 March 2023	31 December 2022
Trade receivables	7,028	12,189	-	-
Receivables from related parties	5,365	3,801	76,760	67,197
Sundry debtors	810	8,433	-	-
Receivables from authorities	14,009	9,469	-	-
	27,212	33,892	76,760	67,197

Long-term receivables represent the balance of loans and their related interest granted by the Company to its subsidiaries. Details about the breakdown of the amount is included in note 22 - regarding transactions with related parties.

As at 31 March 2023 and 31 December 2022 the Company did not have any trade receivables and/or other pledged receivables.

Other current assets

	31 March 2023	31 December 2022
Prepaid expenses	6,856	5.512
Advances to suppliers	7,310	9.342
	14,166	14.854

11. CASH AND CASH EQUIVALENTS

	31 March 2023	31 December 2022
Current accounts	32,642	46,797
Petty Cash	6	9
Cash advances	39	51
	32,687	46,857

Current accounts are held with Romanian commercial banks. Out of the total balance of cash, 102 thousand RON (31 December 2022: 102 thousand RON) is restricted cash.

12. SHARE CAPITAL

	31 March 2023	31 December 2022
Share capital paid in	591,420	591,420
Adjustments of the share capital (hyperinflation)	7,464	7,464
	598,884	598,884
Number of shares in issue at period end	2,365,679,961	2,365,679,961

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The shareholding structure at the end of each reported period was as follows:

	<u>31 March 2023</u>	<u>31 December 2022</u>
	%	%
Gheorghe Iaciu	57.76%	57.76%
Andrici Adrian	12.73%	12.73%
Legal persons	19.76%	19.70%
Other shareholders	9.75%	8.82%
	<u>100%</u>	<u>100%</u>

Dividends

During the three months period ended 31 March 2023, the Company has not declared dividends to its shareholders.

13. LOANS AND BORROWINGS

This note discloses information related to the contractual terms of the interest-bearing loans and borrowings of the Company, valued at amortized cost. Information related to the Company's exposure to interest rate risk, foreign currency risk and liquidity risk is included in Note 19.

	<u>31 March 2023</u>	<u>31 December 2022</u>
Non-current liabilities		
Secured bank loans	226,319	200,299
Issued bonds	<u>32,573</u>	<u>32,561</u>
	258,892	232,860
Current liabilities		
Secured bank loans	103,201	97,491
Short-term borrowings	<u>-</u>	<u>-</u>
	103,201	97,491

Terms and repayment schedules of loans and borrowings in balance are as follows:

<u>Lender</u>	<u>Currency</u>	<u>Maturity</u>	<u>Amount of the facility, in original currency</u>	<u>Balance at 31 December 2022* thous. RON</u>	<u>Balance at 31 March 2023* thous. RON</u>
Private placement bonds	EUR	24.12.2026	6,581	32,561	32,573
Total bonds				32,561	32,573
CEC Bank	EUR	27.11.2023	9,880	48,622	48,638
Garanti BBVA	EUR	15.06.2024	4,250	5,936	4,074
Garanti BBVA	EUR	30.06.2024	4,500	18,978	15,908
OTP Bank	EUR	31.03.2025	21,161	51,444	76,852
OTP Bank	EUR	30.06.2024	4,000	5,101	9,316
OTP Bank	EUR	31.03.2025	13,279	44,388	54,726
OTP Bank	EUR	30.06.2024	2,000	4,358	6,241
TechVentures Bank	EUR	06.01.2025	2000	6,871	6,049
Alpha Bank	EUR	08.06.2029	20,000	95,283	91,650
Libra Internet Bank	EUR	05.12.2025	1900	9,400	9,403
Libra Internet Bank	EUR	05.10.2024	4,000	7,363	6,102
Total bank loans				297,744	328,959
Interest				45	560
Total				330,351	362,093

* Including the balance of interest payments, where applicable

	Bonds	Loans	Total
Balance on 1st of January 2023	32,561	297,744	330,305
Draws	-	42,480	42,480
Payments	-	(11,492)	(11,492)
Accrued interest	512	4,324	4,836
Interest paid	-	(4,324)	(4,324)
FX differences	60	227	287
Balance on 31st of March 2023	33,133	328,959	362,093

In December 2020, the Company conducted a new issuance of Private Placement bonds worth EUR 6,580 thousand at a fixed interest rate of 6.4% p.a., due twice a year. The bonds were issued by the parent dated 24 December 2020, have a maturity of 6 years and were listed on the BSE regulated market in May 2021.

In May 2021, the Company contracted two loans denominated in EUR and RON from CEC Bank SA., In order to develop the Boreal Plus project in Constanța. The first credit facility is worth 9,880 thousand EUR and represents an investment loan with a maturity of 30 months from the granting, and the second facility in the amount of RON 3,500 thousand represents VAT financing with a maturity of 20 months from the granting time.

In November 2021, the company contracted a loan denominated in EUR from Garanti Bank for the general financing of projects (working capital). The approved value of the loan is EUR 4,250 thousand, maturing within 30 months of granting.

In January 2022, the company contracted a loan denominated in EUR from Techventures Bank for the general financing of projects (working capital). The approved value of the loan is EUR 2,000 thousand, maturing within 36 months of granting.

In June 2022, the company contracted a 2nd loan denominated in EUR from Garanti Bank for the general financing of projects (working capital). The approved value of the loan is EUR 4,500 thousand, maturing within 25 months of granting.

In June 2022, the company contracted a loan denominated in EUR from Alpha Bank for the general financing of projects (working capital). The approved value of the loan is EUR 20,000 thousand, maturing within 84 months of granting.

In September 2022, the Company contracted 4 loans denominated in EUR from OTP Bank for the financing of phases F1-F3 of the UTR3 project in Greenfield Băneasa. The cumulative value of the credits is EUR 40,440 thousand, of which two in the amount of EUR 34,440 thousand are intended to finance the project, with a maturity of 3 years from the granting, and two others in a total amount of EUR 6,000 thousand to cover VAT expenses, with maturity of 2 years from granting.

In December 2022, the Company contracted a loan denominated in EUR from Libra for the general financing of projects (working capital). The amount of the loan is 1,900 thousand EUR, with a maturity of 3 years from the granting.

All the covenants provided in the long-term bank loan agreements have been met at 31 March 2023 and 31 December 2022.

14. TRADE AND OTHER PAYABLES

	<u>31 March 2023</u>	<u>31 December 2022</u>
Non-current liabilities		
Guarantees	12,601	11,352
Lease payables	814	908
	<u>13,415</u>	<u>12,260</u>
Current liabilities		
Trade payables	21,888	23,062
Contract liabilities	37,325	35,946
Lease payables	349	342
Tax debts	1,205	292
Employees payables	572	716
Dividends payable	177	177
Related parties payables	20,475	547
Other payables	6,257	3,947
	<u>50,798</u>	<u>65,029</u>
	<u>64,213</u>	<u>77,289</u>

Information related to the Company's exposure to exchange rate risk and liquidity risk related to trade and other liabilities is included in Note 19.

15. REVENUES

Revenues of the Company:

	<u>3M 2023</u>	<u>3M 2022</u>
Revenue from sale of real estate property		
Revenue from sale of residential properties and land	6,679	13.154
Other revenues	(582)	1.016
	<u>6,097</u>	<u>14.170</u>
Net income from other activities		
	<u>3M 2023</u>	<u>3M 2022</u>
Rental income	445	145
	<u>445</u>	<u>145</u>

The company recorded a total of 421 pre-sales on as at 31 March 2023 with a package value of EUR 44 million (RON 219 million), which will be recognized as revenue as the apartments are completed in the next period. During the first three months of 2023, a total of 11 dwellings (23 in 3M 2022) were sold in Greenfield Băneasa. These sales generated total revenues of EUR 1.2 million (RON 6.3 million), which were recorded in the same period.

Sales breakdown by projects:

	<u>3M 2023</u>	<u>3M 2022</u>
Greenfield Băneasa București	6,679	13,154
Boreal Constanța	-	-
	<u>6,679</u>	<u>13,154</u>

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16. GENERAL AND ADMINISTRATIVE EXPENSES

	<u>3M 2023</u>	<u>3M 2022</u>
Consumables	68	200
Services provided by third parties	2,456	3,018
Staff costs	3,007	2,966
	<u>5,531</u>	<u>6,184</u>

17. OTHER OPERATING (EXPENSES)/INCOME

	<u>3M 2023</u>	<u>3M 2022</u>
Other operating income	93	(1,683)
Rent expenses	(18)	10
(Profit) / Loss on disposal of property, plant and equipment	-	(24)
Fines and penalties income/(expenses)	(47)	(1,015)
Other operating expenses	(769)	417
Other taxes	(517)	40
Impairment of property, plant and equipment, net	958	-
Impairment of inventories, net	(11)	-
	<u>(311)</u>	<u>(2,255)</u>

18. FINANCE (COST)/INCOME

	<u>3M 2023</u>	<u>3M 2022</u>
Interest expense	(2,946)	(1,091)
Foreign exchange loss	(1,886)	(100)
Other financial expenses	(161)	(49)
Total financial expenses	<u>(4,993)</u>	<u>(1,240)</u>
Interest income	1,088	1,478
Foreign exchange gains	2,762	627
Other financial income	-	(100)
Total financial income	<u>3,850</u>	<u>2,005</u>
Financial result, net	<u>(1,143)</u>	<u>765</u>

19. FINANCIAL INSTRUMENTS - RISK MANAGEMENT

Financial risk management

The Company is exposed to the following risks arising from financial instruments:

- credit risk
- liquidity risk
- market risk

General risk management framework

The Company does not have any formal commitments to overcome the financial risks. Despite the inexistence of formal commitments, the financial risks are monitored by the Company's top management, emphasizing its needs to efficiently compensate opportunities and threats.

The Company's policies regarding the risk management are defined so as to ensure identification and analysis of the risks the Company is dealing with, setting limits and adequate controls, as well as risk monitoring and compliance with the set limits. The policies and system meant to manage risks are regularly reviewed to reflect the changes occurred in the market conditions and Company's operations. The Company, through its standards and procedures for coaching and managing, aims to develop an orderly and constructive control environment, where all and each employee understand his/her role and duties.

(a) Credit Risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises mainly from the Company's trade receivables and financial assets.

The net carrying value of the financial assets represent the maximum exposure to credit risk, the maximum exposure to the credit risk at reporting date was:

	<u>31 March 2023</u>	<u>31 December 2022</u>
Trade and other receivables	7,838	20,622
Cash and cash equivalents	<u>32,687</u>	<u>46,857</u>
	<u>40,525</u>	<u>67,479</u>

Trade receivables and other receivables

The Company's exposure to credit risk is mainly influenced by the individual characteristics of each customer. All these considered, the management takes into account the demographic characteristics of the customer database, including the collection risk specific to the sector and to the country in which the customer activates, bearing in mind that all these factors influence the credit risk.

In order to monitor customer credit risk, the Company monitors monthly payment delays and takes the steps deemed necessary on a case-by-case basis.

The maximum exposure to credit risk related to trade and other receivables as at reporting date based on geographical region was:

	<u>31 March 2023</u>	<u>31 December 2022</u>
Romania	7,838	20,622
	<u>7,838</u>	<u>20,622</u>

Cash and cash equivalents

At 31 March 2023, the Company held cash and cash equivalents in amount of RON 32.687thousand (31 December 2022: RON 46,857 thousand), representing the maximum exposure to credit risk arising from these assets. The cash and cash equivalents are held at banks and financial institutions in Romania.

(b) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulties in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset, The Company's approach to manage liquidity is to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's obligations.

The following table illustrates the remaining contractual maturities of financial liabilities at the end of the reporting period, including estimated interest payments and excluding any impact of netting agreements:

31 March 2023	Accounting value	Total	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years
Loans	328,959	328,959	102,641	84,010	123,978	18,330
Trade debts and other debts	29,308	29,308	28,494	814	0	0
	<u>358,267</u>	<u>358,267</u>	<u>131,135</u>	<u>84,824</u>	<u>123,978</u>	<u>18,330</u>
Estimates of future interest	25,383	25,383	3,436	13,288	7,830	829
Total	<u>383,650</u>	<u>383,650</u>	<u>134,571</u>	<u>98,112</u>	<u>131,808</u>	<u>19,159</u>

31 December 2022	Accounting value	Total	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years
Loans	330,351	330,351	97,492	35,093	190,437	7,329
Trade debts and other debts	41,343	41,343	29,083	12,260	-	-
	<u>371,694</u>	<u>371,694</u>	<u>126,575</u>	<u>47,353</u>	<u>190,437</u>	<u>7,329</u>
Estimates of future interest rates	28,258	28,258	14,351	9,178	4,592	137
	<u>399,952</u>	<u>399,952</u>	<u>140,926</u>	<u>56,531</u>	<u>195,029</u>	<u>7,466</u>

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(c) Market risk

The Company's activities expose it to the financial risks of changes in both foreign currency exchange rates and interest rates. The Company aims to manage the exposure to these risks using a mix of fixed and variable rate borrowings, foreign currency borrowings.

Currency risk

The Company is exposed to currency risk to the extent that sales, purchases and borrowings are denominated in different currencies than the Company's functional currency (Romanian Leu), foremost EUR.

The summary of quantitative data regarding the Company's exposure to currency risk reported to the Company's management based on the risk management policy is as follows:

	31 March 2023	31 December 2022
Monetary assets		
Trade receivables and other receivables	7,838	20,622
Cash and cash equivalents	32,687	46,857
	40,525	67,479
Monetary debts		
Loans	328,959	329,033
Trade debts and other debts	27,182	79,397
	356,141	408,430
Net exposure	(315,616)	(340,951)

The Company has not entered into hedging contracts with respect to foreign currency obligations or exposure to interest rate risk.

The main exchange rates used during the year were:

	31 March 2023	Average for 3M 2023	31 December 2022	Average for 2022
EUR	4.9491	4.9132	4.9474	4.9315

Sensitivity analysis

A 10% appreciation / depreciation of the leu against the following foreign currencies on 31 March 2023 and 31 December 2023 would have increased the profit by the amounts indicated below. This analysis is based on the variations in exchange rates that the Company considers reasonably possible at the end of the reporting period. This analysis assumes that all other variables, especially interest rates, remain constant and ignores any impact of expected sales and purchases.

	31 March 2023			31 December 2022		
	Accounting value	Effect of depreciation	Effect of appreciation	Accounting value	Effect of depreciation	Effect of appreciation
Monetary assets and liabilities						
EUR	(315,616)	(31,561)	31,561	(340,951)	(34,095)	34,095

Interest rate risk

	31 March 2023				31 December 2022			
	Accounting value	Variable rate	Fixed rate	Non-interest bearing	Accounting value	Variable rate	Fixed rate	Non-interest bearing
Monetary assets								
Trade receivables and other receivables	7,838	-	-	7,838	20,622	-	-	20,622
Cash and cash equivalents	32,687	-	32,687	-	46,857	-	46,857	-
	40,525	-	32,687	7,838	78,172	-	46,857	20,622
Monetary debts								
Loans	328,959	296,386	32,576	-	329,033	296,472	32,561	-
Trade debts and other debts	27,182	-	-	27,182	79,397	-	-	79,397
	356,141	296,386	32,576	27,182	408,430	296,472	32,561	79,397

At the reporting date, the interest rate risk exposure profile related to interest-bearing financial instruments reported to the Company's management was as follows:

	Accounting value	
	31 March 2023	31 December 2022
Fixed rate instruments		
Financial assets	-	-
Financial debts	(32,576)	(32,561)
	(32,576)	(32,561)
Variable rate instruments		
Debts	(296,386)	(296,472)
	(265,229)	(296,472)

Fair value sensitivity analysis for fixed interest rate instruments

The company does not register financial assets or financial liabilities with a fixed rate at fair value through the profit and loss account, and does not designate derivatives (interest rate swaps) as hedging instruments within a hedging accounting model at value. Therefore, a change in interest rates at the reporting date would not affect the result.

20. CAPITAL COMMITMENTS

As at 31 March 2023 respectively 31 December 2022, the Company has no capital commitments contracted.

21. CONTINGENCIES

Litigations

As of the date of these financial statements, the Company was involved in several ongoing lawsuits, both as plaintiff and defendant.

The management of the Company regularly assesses the status of all ongoing litigation and, following a consultation with the Board of Administration, decides upon the necessity of recognizing provisions related to the amounts involved or their disclosure in the financial statements.

Considering the information available, the management of the Company considers that there are no significant ongoing litigation, except the ones detailed below:

a) Litigation initiated by IMPACT regarding the Lomb residential project in Cluj-Napoca

The company Impact Developer & Constructor SA and one of its subsidiaries, namely Clearline Development and Management SRL ("Project Company") are parties in two files in conflict with the Cluj Local Council ("CLC"). The disputes stemmed from a contractual relationship carried out in 2007, at which time the Company concluded an investment contract with CLC, a contract by which CLC and the Company were to develop a residential project, and CLC was to contribute the land - "The Lomb Project". The Company and the Project Company request the reimbursement of the sums derived from the investments made for the Lomb project where CLC did not respect its contractual obligations, i.e. did not contribute with land, thus the

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Company being in a situation where the project and the revenues that could be acquired by after that, they can no longer be realized.

File 79/1285/2012 was registered before the Cluj Commercial Court, in which the Company requests the termination of framework contract no. 55423/04.07.2007 concluded between CLC and the Company. In addition, the Company requests that CLC be obliged to pay compensation in the amount of RON 4,630,914.13 and related interest, calculated from the date of the damage until the actual payment of the amounts.

In this case, on December 23, 2020, the Cluj Court rejected as unfounded the specified request made by the Company.

The company filed an appeal which is being judged by the Cluj Court of Appeal, at this moment the company cannot estimate the duration of the process until a final decision is obtained. The next deadline granted in the appeal phase is 30 of May 2023, to analyze the findings.

File no. was registered on the Argeş Commercial Court. 1032/1259/2012 in which the Project Company (Clearline Development and Management SRL) requests the obligation of CLC to pay compensation provisionally estimated at the amount of RON 17,053,000.

On 08.06.2022, the Argeş Commercial Court issued Decision no. 277, as follows:

Admits the request, as amended, formulated by Clearline Development and Management SRL, in opposition to the defendants, the Local Council of the Municipality of Cluj-Napoca and the Municipality of Cluj-Napoca - through the Mayor. The defendants, the Local Council of the Municipality of Cluj-Napoca and the Municipality of Cluj-Napoca, jointly and severally, are ordered to pay the plaintiff the sum of RON 24,532,741.65 as damages and the sum of RON 13,862,967.16 representing penal interest calculated for the period covered between the date of the payments made by the plaintiff (established according to the report of the forensic accounting expertise carried out in the case) and until 01.04.2021.

The Local Council of the Municipality of Cluj-Napoca and the Municipality of Cluj-Napoca declared an appeal.

On 15.03.2023, the Pitesti Court of Appeal issued Decision no. 94, as follows:

"Rejects the appeal filed against the conclusions of the meeting. Accept the appeal against the sentence. Changes the sentence in part, in the sense that it rejects the request, as amended, formulated by the plaintiff. Remove the reference to obliging the defendants to pay court costs to the plaintiff. Maintains the rest of the sentence, with the possibility of filling an appeal within 15 days from communication".

Clearline Development and Management S.R.L. will file an appeal within the legal term.

b) Litigation initiated by "EcoCivic Association"

File no. 4122/3/2022 was registered on the roll of the Bucharest Court, Administrative and Fiscal Litigation Section, in which Impact is the Defendant, the Claimants being the Eco Civic Association and three natural persons from outside the Greenfield Băneasa neighborhood.

The object of the file is the suspension and annulment of the administrative act HCGMB 705/18.12.2019 approving the Zonal Urban Plan Aleea Teişani - Drumul Pădurea Neagra no. 56-64, the suspension and cancellation of Building Authorizations no. 434/35/P/2020 and no. 435/36/P/2020, canceling some preliminary approvals, canceling works.

Currently, the challenged acts are valid, they produce full effects, no decision has been made regarding their suspension or cancellation.

The next court date was set for 19 May 2023.

c) Litigation regarding access to Vadul Moldovei street, file 1820/3/2023

On January 19, 2023, Impact registered on the role of the Bucharest Court, Section II Administrative and Fiscal Litigation, against the City Hall of the City of Bucharest, the City Hall of Sector 1 Bucharest and the National Management of Romsilva Forests, the action in order to determine the mentioned institutions to comply with the obligations assumed by the decisions of the General Council of the Municipality of Bucharest, those of the Local Council of Sector 1 and those of the act of acceptance of the donation concluded with IMPACT and to definitively open public access between Alley Privighetorilor and Drumul Pădurea Pustnicu. The first term is set for 22 May 2023.

22. TRANSACTIONS WITH RELATED PARTIES

a) Subsidiaries

The Company's subsidiaries and the nature of their activity are as follows:

	<u>Registration country</u>	<u>Scope of activity</u>
Clearline Development and Management SRL	Romania	Real estate development
Spatzoo Management SRL (former Actual Invest House SRL)	Romania	Property management
Bergamot Developments SRL	Romania	Real estate development
Bergamot Developments Phase II SRL	Romania	Real estate development
Impact Finance Developments SRL	Romania	Ancillary activities to financial intermediations
Greenfield Copou Residence SRL	Romania	Real estate development
Greenfield Copou Residence Phase II SRL	Romania	Real estate development
Greenwise Development SRL	Romania	Real estate development
Greenfield Property Management SRL	Romania	Real estate development
Impact Alliance Architecture SRL	Romania	Architecture services
R.C.T.I Company	Romania	Constructions

IMPACT DEVELOPER & CONTRACTOR SA
NOTES TO THE UNAUDITED INTERIM SEPARATE FINANCIAL STATEMENTS
FOR THE THREE MONTHS PERIOD ENDED 31 MARCH 2023
(All amounts are expressed in thousand RON, unless stated otherwise)



Transactions and balances with related parties during and for the year ended 31 March 2023, and year ended December 31, 2022.

	Transactions for the period ended		Balance as at	
	31 March 2023	31 March 2022	31 March 2023	31 December 2022
Sales of goods and services				
Subsidiaries				
Spatzoo Management S,R,L,	29	9	878	-
Clearline Development and Management	2	2	2	-
Bergamot Developments	2	2	5	3
Bergamot Developments Phase II	2	2	1	2
Impact Finance Developments	2	2	-	9
Greenfield Copou Residence	2	2	344	143
Greenfield Copou Residence Phase II	2	2	15	14
Greenfield Property Management	2	2	13	12
Greenwise Development	2	2	15	14
Impact Alliance&Arhitecture	-	-	-	-
R.C.T.I. Company	170	-	-	-
	215	25	1,273	397

	Value of the transaction in the		Balance as at 31 December	
	3M 2023	3M 2022	31 March 2023	31 December 2022
Acquisition of goods and services				
Subsidiaries				
Spatzoo Management SRL	278	276	186	547
R.C.T.I. Company	69,382	-	20,206	15,625
	69,660	276	20,392	16,172

Balance as at 31 December

	31 March 2023	31 December 2022
Granted loans		
Subsidiaries		
Spatzoo Management	-	-
Clearline Development and Management	237	185
Bergamot Developments	-	-
Bergamot Developments Phase II	10,009	9,409
Impact Finance Developments	-	-
Greenfield Copou Residence	47,084	47,087
	57,330	56,681

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Interest receivables	Balance as at	
	31 March 2023	31 December 2022
Clearline Development and Management	52	17
Bergamot Developments Phase II	4,681	4,520
Greenfield Copou Residence	6,835	5,952
	11,568	10,489

Interest income	Value of the transaction in the	
	31 March 2023	31 December 2022
Subsidiaries		
Clearline Development and Management	7	1
Bergamot Developments Phase II	161	647
Greenfield Copou Residence	883	827
	1,051	1,475

b) Transactions with key management personnel

Remuneration of key management personnel comprises salaries and related contributions (social and medical contributions, unemployment contributions and other similar contributions) and share based payments. The Company's management is employed on a contractual basis.

23. SUBSEQUENT EVENTS

The Company's management presents the following events subsequent to 31 March 2023, until the date of approval of these consolidated financial statements, which do not require their adjustment:

The significant disruptions in global markets caused by the Covid-19 pandemic, followed by the war in Ukraine and the current inflationary economic environment, have had a broad effect on participants in a wide variety of industries, creating widespread volatility.

In the context of the conflict between Russia and Ukraine, which began on 24 February 2022, the EU, the US, the UK and other countries have imposed various sanctions against Russia, including funding restrictions on certain Russian banks and state-owned companies, as well as personal sanctions against a number of individuals.

Given the geopolitical tensions, there has been an increase in financial market volatility and exchange rate depreciation pressure since February 2022.

These events are expected to affect activities in various sectors of the economy, resulting in further increases in energy prices in Europe and an increased risk of supply chain disruptions.

The Company has no direct exposures to related parties and/or key customers or suppliers in those countries.

The company considers these events as non-adjusting events after the reporting period, whose quantitative effect cannot currently be estimated with a sufficient degree of confidence. The Company's management continuously analyses the developments of this event and any possible impact of the change in micro and macroeconomic conditions on the Company's financial position and results of operations.

The separate financial statements have been authorized for issue by the management on 15 May 2023 and signed on its behalf by:

Iuliana Mihaela Urdă
Chairman of the Board

Constantin Sebeșanu
Chief Executive Officer

Claudiu Bistriceanu
Chief Financial Officer