IMPACT DEVELOPER & CONTRACTOR SA

SEPARATE FINANCIAL STATEMENTS
AS OF AND FOR THE YEAR ENDED 31 OF DECEMBER 2024

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

CONTENT: **PAGE:**

(All amounts are expressed in thousand RON, unless stated otherwise)

	Note	31-Dec-24	31-Dec-23 *restated	01-Jan-23 *restated
ASSETS				
Non-current assets				
Tangible assets	8	47,144	36,102	21,545
Intangible assets		640	217	114
Noncurrent receivables	13	71,150	62,143	67,197
Right of use assets	8	-	1,061	1,485
Investment property	9	754,571	726,852	678,669
Investments in subsidiaries	12	47,474	36,216	36,216
Pipeline projects	10	31,293	34,801	34,081
Total non-current assets		**952,273**	**896,672**	**839,307**
Current assets				
Inventories	11	371,159	464,958	395,324
Trade and other receivables	13	19,775	24,579	33,892
Other current assets	13	4,755	6,721	14,854
Cash and cash equivalents	14	37,644	35,778	46,857
Total current assets		**433,333**	**532,036**	**490,927**
Total assets		**1,385,605**	**1,428,708**	**1,330,234**
SHAREHOLDERS' EQUITY AND LIABILITIES				
Shareholders' equity				
Share capital	15	598,699	598,884	598,884
Share premium	15	41,379	41,462	40,493
Revaluation reserves				3,001
Other reserves		44,484	39,642	38,318
Own shares	15	-	(268)	(268)
Retained earnings	15	287,354	203,955	160,755
Total equity		**971,916**	**883,675**	**841,183**
Non-current liabilities				
Loans and borrowings	17	118,435	337,546	232,860
Trade and other payables	18	6,857	6,203	12,260
Deferred tax liability	25	81,175	73,920	81,058
Total non-current liabilities		**206,467**	**417,669**	**326,178**

*The comparative information has been restated, please see note 7

(All amounts are expressed in thousand RON, unless stated otherwise)

	Note	31-Dec-24	31-Dec-23 *restated	1-Jan-23 *restated
Current liabilities				
Loans and borrowings	**17**	180,749	51,528	97,491
Trade and other payables	**18**	14,377	41,300	29,208
Income tax payable	**18**	1,340	(125)	(125)
Contract liabilities	**18**	10,627	34,374	35,946
Provisions for risks and charges	**19**	131	287	353
Total current liabilities		**207,223**	**127,364**	**162,873**
Total liabilities		**413,690**	**545,033**	**489,051**
Total equities and liabilities		**1,385,605**	**1,428,708**	**1,330,234**

* The comparative information has been restated, please see note 7.

The standalone financial statements have been authorized for issue by the management on 29 March 2025 and signed on its behalf by:

Iuliana Mihaela Urda	**Dan Sebastian Campeanu**	**Claudiu Bistriceanu**
Chairman of the BoD	Chief Executive Officer	Chief Financial Officer

	Note	12 months period ended as at 31-Dec-24	31-Dec-23 Restated*
Revenue	**20**	162,938	61,535
Cost of sales	**20**	(111,337)	(45,602)
Gross profit		**51,601**	**15,933**
General and administrative expenses	**22**	(22,866)	(23,072)
Marketing expenses		(1,988)	(2,346)
Other operating income	**23**	26,961	16,817
Other operating expenses	**23**	(8,188)	(9,774)
Gains on investment property	**9**	29,545	49,503
Operating profit		**75,065**	**47,061**
Financial income	**24**	56,065	16,644
Financial cost	**24**	(34,296)	(28,144)
Finance costs, net		**21,769**	**(11,500)**
Profit before tax		**96,835**	**35,561**
Income tax (expense)	**25**	(8,595)	6,931
Profit of the period		**88,240**	**42,492**
Other comprehensive income		-	-
Total comprehensive income for the period		**88,240**	**42,492**

* The comparative information has been restated please see note 7.

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Iuliana Mihaela Urda	**Dan Sebastian Campeanu**	**Claudiu Bistriceanu**
Chairman of the BoD	Chief Executive Officer	Chief Financial Officer

(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 as at 1 January 2024		**598,884**	**41,462**	**-**	**39,642**	**(268)**	**203,955**	**883,675**
Other comprehensive income								
Profit for the period		-	-	-	-	-	88,240	88,240
Total other comprehensive income		-	-	-	-	-	88,240	88,240
Other changes in equity		(185)	(83)	-	-	268	-	-
Legal reserves	15	-		-	4,842	-	(4,842)	-
Balance as at 31 December 2024		**598,699**	**41,379**	**-**	**44,484**	**-**	**287,354**	**971,915**

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	Note	Share capital	Share premium	Revaluation reserve	Other reserves	Own shares	Retained earnings	Total equity
Balance as at 1 January 2023		**598,884**	**40,493**	**3,001**	**38,318**	**(268)**	**160,755**	**841,183**
Other comprehensive income								
Profit for the period		-	-	-	-	-	42,492	42,492
Total other comprehensive income		**-**	**-**	**-**	**-**	**-**	**42,492**	**42,492**
								-
Own shares acquired or cancelled during the year		-	969	-	-	-	(969)	-
Legal reserves	15	-	-	-	1,323	-	(1,323)	-
Revaluation reserves		-	-	(3,001)	-	-	3,001	-
Other changes in equity		-	-	-	1	-	(1)	-
Balance as at 31 December 2023		**598,884**	**41,462**	**-**	**39,642**	**-268**	**203,955**	**883,675**

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	Note	31-Dec-24	31-Dec -23
Net profit		**88,240**	**42,492**
Adjustments to reconcile profit for the period to net cash flows:		**(48,435)**	**(40,438)**
Valuation gains on investment property	9	(29,545)	(49,503)
Gain on sale PPE		-	2,023
Reversal of impairment loss PPE		(2,097)	(1,194)
Reversal of impairment of investments		(8,053)	-
Depreciation	8	673	1,736
Impairment of inventories	11	-	(1,341)
Impairment of receivables	13	2,165	(530)
Financial income	24	(54,592)	(16,644)
Financial cost	24	34,296	28,144
Other non cash adjustments		-	3,803
Tax expense	25	8,719	(6,931)
Working capital adjustments		**37,728**	**(30,162)**
Decrease/(increase) in trade receivables and other receivables	13	1,426	9,843
Decrease in prepayments	13	1,966	8,133
Decrease/(increase) in inventory	11	88,554	(52,536)
(Decrease)/increase in trade, other payables, and contract liabilities	18	(54,063)	4,463
(Decrease)/increase in provisions	19	(156)	(66)
Net cash flows used in operating activities		**77,533**	**(51,898)**
Cash flow from investing activities			
Loans granted to subsidiaries	29	(3,726)	(1,927)
Loan reimbursements collected from subsidiaries	29	3,420	2,810
Amounts invested in subsidiaries	29	(3,235)	1,513
Purchase of property, plant and equipment	8	(1,481)	(530)
Proceeds/(expenditure) with investment property	9	1,041	(17,966)
Expenditure on investment property under development		(2,763)	-
Expenditure on PPE under development	8	-	(2,853)
Proceeds from sale of property, plant and equipment	8	303	213
Dividends received	29	49,633	3,770
Interest received	29	1,280	2,590
Net cash flows from investing activities		**44,472**	**(12,380)**
Cash flows from financing activities:			
Proceeds from borrowings	18	69,145	174,884
Repayment of principal of borrowings	18	(159,536)	(119,581)
Dividends paid	29	-	-
Interest paid	29	(29,748)	(25,894)
Net cash from financing activities		**(120,139)**	**29,409**
Net increase / (decrease) of cash and equivalents		**1,866**	**(11,079)**
Opening balance of Cash and equivalents	**14**	**35,778**	**46,857**
Closing balance of Cash and equivalents	**14**	**37,644**	**35,778**

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1. REPORTING ENTITY

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

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	% Owned by the Company as at 31 December 2024	% Owned by the Company as at 31 December 2023
Clearline Development and Management SRL	Romania	Real estate development	100%	100%
Spatzioo Management SRL	Romania	Property management	66.90%	100%
Bergamot Development Phase II SRL	Romania	Real estate development	99%	100%
Bergamot Development SRL	Romania	Real estate development	100%	100%
Impact Finance & Sales SRL	Romania	Administration	99%	100%
Greenfield Copou Residence SRL	Romania	Real Estate development	99%	100%
Greenfield Copou Residence Phase II SRL	Romania	Real estate development	99%	100%
Aria Verdi Development SRL	Romania	Real estate development	99%	100%
Greenfield Property Management SRL	Romania	Real estate development	100%	100%
Impact Alliance Architecture SRL	Romania	Architecture services	51%	51%
R.C.T.I. Company	Romania	Constructor	51%	51.01%
Impact Alliance Moldova SRL	Romania	Constructor	51%	51%

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 2024, the Company's activity revolved around the Greenfield Baneasa residential complex in Bucharest and Boreal Plus in Constanta.

2. THE BOARD OF ADMINISTRATION

The Board of Administration represents the decision-making body for all significant aspects of the Company due to the strategic, 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.

On 21st April 2021, in the General Shareholders' Meeting, the members of the Board of Directors of the Company were elected for a four-year term (28th April 2021 – 28 April 2025). Mr. Laviniu Dumitru Beze was replaced by Mr. Sorin Apostol as Administrator.

The Board of Administration was comprised of the following 5 members, until 28th of April 2024:

- Iuliana Mihaela Urda, Chairperson of the Board of Administration
- Intrepid Gem SRL, represented by Petru Văduva
- Dan Octavian Voiculescu, Administrator
- Daniel Pandele, Administrator
- Sorin Apostol, Administrator

As of 29th of April 2024, Ms. Ruxandra-Alina Scarlat was replaced by Mr. Dan Octavian Voiculescu, on a 1 year term, until 28th of April 2025.

Executive Management of the Company

On 27th April 2021, the Board of Directors appointed Mr. Constantin Sebesanu as General Manager for a four-year term, starting with 28 April 2021. 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.

On 31 of May 2024, the mandate of Mr. Constantin Sebesanu as General Manager ended, as well as the mandate of Mr. Sorin Apostol as executive director (COO) which ended on the same date. Starting with 1st of June 2024, Mr. Richard Dan-Sebastian Câmpeanu took over the position of Interim General Manager until 19 of June 2025.

3. BASIS OF PREPARATION

a) Declaration of conformity

These separate financial statements were prepared in accordance with the Order of Minister of Public Finance no.2844/2016 and subsequent amendments („OMFP 2844/2016”). According to OMFP 2884/2016 the International Financial Reporting Standards ("IFRS") represent standards adopted based on the procedure as per European Commission Regulation no. 1606/2002 of the European Parliament and of the Council of 19 July 2002 on the application of international accounting standards (IFRS as adopted by European Union). The Company also prepares consolidated financial statements in accordance with IFRS-EU, approved at the same date as these separate Financial Statements.

The financial statements have been prepared on an ongoing concern basis and on the historical cost basis, except for the revaluation of investment properties 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.

Management is aware of potential climate change risks for its operations as well as for those of its partners and it regularly monitors and evaluates the impact of such risks in order to adopt appropriate measures, if the case. For more details regarding climate change matters impacting the Company's activities, please see the Annual Sustainability report published on Company's website. This report in not part of the financial statements or part of the Annual report.

b) Going concern

The Company has prepared forecasts based on the anticipated activity in the upcoming period, considering the pre-sales agreement in place, anticipated evolution of its real-estate projects as well as contractual and estimated cash outflows.

The Company expects an increase in development activity during 2025, as it intends to finalize Phase 5 of Greenfield Baneasa- Teilor project, launch the development of Phase 4 of the same project and obtain further building permits for future projects (Greenfield Baneasa UTR4 and Aria Verdi).

The Company has obtained the building permit for Greenfield Copou Iași, and currently it is in process of securing financing with banking institutions as well as, in negotiation process with the general entrepreneurs and architects for the optimization of costs and timing of the construction.

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. Consequently, the financial statements were prepared on a going concern basis.

FUNCTIONAL AND PRESENTATION CURRENCY

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

4. MATERIAL ACCOUNTING POLICIES

The accounting policies used by the Company are compliant with the OMFP 2844/2016.

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

Disclosed below is the summary of the material accounting policies.

a) Cash and cash equivalents

Cash and cash equivalents include cash balances, cash deposits and short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

(b) Trade receivables

Trade receivables are amounts due from customers for rental and service charge income from tenants and construction services in the ordinary course of business. If collection is expected in four years or less, they are classified as current assets. If not, they are presented as non-current assets. Trade receivables are recognised initially at fair value, generally at the amount of consideration that is unconditional. The Company holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method. Trade receivables are also subject to the impairment requirements of IFRS 9. The Company applies the IFRS 9 simplified approach to measuring expected credit losses.
Trade receivables are written-off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Company.

c) Inventories and normal operating cycle

Inventories are assets held for sale in the normal course of business, or which are in the process of production for such sale or are in the form of materials or supplies to be consumed in the production process or in the rendering of services.

The basis for the valuation of the inventories is the lower of cost and net realizable value.

Cost is defined as the sum of all costs of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. 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.

As the production process is longer that one year, the borrowing costs incurred during the process are also capitalized in cost of inventories (IAS 23).

The cost of infrastructure works included in the real estate projects is reported as inventories and it is allocated to the cost of each apartment in the related project. The cost is transferred to the cost of goods sold as the apartments are sold.

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)

The Company operates in an industry where finished products take extended time to complete, therefore the management has assessed the normal operating cycle of its activity to be at 4 years. As such all of its inventory which is to be realised from sale within less that 4 year from the reporting date, is considered short term inventory, whereas the remaining is classified as pipeline projects. Pipeline projects are typically later phases of within active projects, for which active construction of has not yet begun. Infrastructure, including infrastructure provision and sewages are classified as inventories or pipeline projects, in line with the project they relate to. For more details on pipeline projects, please see Note 10 – Pipeline projects.

d) Property, plant, and equipment

Non-current non-financial assets are primarily operational in character (i.e. actively used in the business rather than being held as passive investments) and they may be classified into two basic types: tangible and intangible. Tangible assets have physical substances.

An item of property, plant and equipment is recognized only if two conditions are met:

- It is probable that future economic benefits associated with the item will flow to the entity.
- The cost of the item can be determined reliably.

Property, plant, and equipment are stated in the statement of financial position at their cost amounts less any accumulated depreciation and accumulated impairment losses.

The cost of the property, plant and equipment item include:

- The purchase price, including legal and brokerage fees, import duties and non-refundable purchase taxes.
- Any directly attributable costs incurred to bring the asset to the location and operating condition as expected by management, including site preparation, delivery and handling, installation, set-up and testing.
- Estimated costs of dismantling and removing the item and restoring the site.

The costs of property, plant and equipment are allocated through depreciation to the periods that will have benefited from the use of the asset. The depreciation method used is straight-line depreciation with no residual value.

The land is not depreciated.

The depreciation is charged to the statement of profit and loss.

The estimated useful lives of property, plant and equipment for current and comparative periods are as follows:

- Buildings: 40 years
- Plant and equipment: 3-12 years
- Fixtures and fittings: 5-10 years

An item of property, plant and equipment is derecognized at disposal or when no future economic benefits are expected from its use or disposal. In such cases, the asset is removed from the statement of financial position, both the asset and the related contra asset – accumulated depreciation. The difference between the net carrying amount and any proceeds received will be recognized through the statement of profit and loss.

e) Borrowing costs.

Borrowing costs are represented by interest and other costs incurred by the Company in connection with the borrowing of the funds. Borrowing costs include interest expense calculated using the effective interest method, interest in respect of lease liabilities or exchange differences arising from foreign currency borrowings.
Borrowing costs that are directly attributable to the acquisition, construction or production of the qualifying assets is capitalized as part of the cost of the asset.
A qualifying asset is an asset that necessarily requires a substantial period of time to get ready for its intended use or sale (inventories, buildings).

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 Company.

Capitalization of borrowing costs would cease when substantially all the activities to prepare the asset is completed.
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.

f) Investment property

Investment property is property (land and/or buildings) held with the intention of earning rental income or for capital appreciation (or both), including Investment Property under construction for such purposes, are initially valued at cost, including transaction costs. Investment property also includes land with undetermined future use. Usually, the Company acquires major plots of land, as its business model is to build large projects (around 1,000 units per project), therefore the timing of obtaining the necessary building permits might be uncertain, time during which initial conditions for project estimates might change (construction prices increase, management strategy of development, changes in legislation, etc.). As such, given the reasonable probability for the plots of land not to be used as intended due to uncertainties not under Company's control, the management initially recognizes certain plot of lands as investment property until the construction authorization is obtained, a detailed concept of the project is finalized, and significant steps have been done to identify construction companies and financing for the project.

After initial recognition, investment property is measured at fair value model, with changes in the fair value being recognized in profit or loss.

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.

Although, the Company's management is assessing on a regular basis the best use of the land maintained in investments, the transfer from investment property to inventory is made only when there is an actual change in use rather than on changes in an entity's intentions.

The Company transfers land classified as investment property to inventories at the point when there is sufficient evidence that uncertainties previously preventing development have been resolved or significantly reduced. Such evidence typically includes (but is not limited to):

- Obtaining valid building permits or regulatory authorizations.
- Finalization and approval of detailed development plans and project specifications by management.
- Management's commitment to commence the project, supported by formal decisions or resolutions.
- Initiation of substantive activities demonstrating intent to sell (e.g., identification of construction companies, entering into contracts, obtaining project-specific financing arrangements).

g) Impairment of non-financial assets

An impairment exists when the recoverable amount (the higher of fair value less costs to sell and value in use) is less than the carrying amount. The assessment is to be made on an asset-specific basis or on the smallest group of assets for which the entity has identifiable cash-flows (the cash-generating unit).

The Company assesses at the end of each reporting period whether there is any indication that a non-financial asset (other than inventory and deferred tax assets) might be impaired. The carrying amount of the asset is compared with the recoverable amount. If the recoverable amount is lower than the carrying amount, an impairment loss is recognized for the difference in profit or loss.

h) Shareholder's equity

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. The treasury shares are subject of restriction as per Company law in Romania. Any costs associated with equity transactions are to be accounted for as a reduction of equity.

Dividends

Dividends represent the pro-rata distribution of earnings to the owners of the entity. The approval date is the date when the shareholders vote to accept the dividends declared. This date governs the incurrence of a legal liability by the entity.

The Company does not declare dividends in excess of the amount of retained earnings.

i) Current liabilities

Current liabilities include current portions of long-term debt and bank overdrafts, dividends declared, other obligations that are due on demand, trade credit, accrued expenses, deferred revenues, advances from customers. The offsetting of the current assets against related current liabilities is not allowed. Trade paybles expected to be settled within the normal operating cycle are classified as current.

Accounts payable on normal terms are not interest-bearing and are stated at their nominal value.

j) **Provisions and contingent liabilities**

Those liabilities for which amount, or timing of expenditure is uncertain are deemed to be provisions. A provision is recognized only if: the entity has a present obligation as a result of a past event; it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate can be made of the amount of obligation.
Changes in provisions are considered at the end of each reporting period; provisions are adjusted to reflect the current best estimate. The amount of changes in estimate is accounted through profit or loss.

Contingent liabilities are not recognized in the statement of financial position. They are disclosed only in the notes.

k) **Events after the reporting period**

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.

l) Revenue from Contracts with Customers

Revenue is recognized when the performance obligation is satisfied by transferring a promised good or service to a customer. Revenue is recognized when 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. 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 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 is valued at fair value of the amount collected or to be collected on legal completion. The revenues are recognized when the control of the asset have been transferred to the customer, this is usually when title of the property passes to the customer on legal completion. 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. In a limited number of cases, the company has also instalments payments over a period more than one year but those are not significant.

Payment is done in tranches, a fixed EUR 2,000 (net of VAT) at the signing of the initial reservation of the residential unit, 15% of total contract price at the signing of the pre-sale agreement and the remaining amount at the signing of the sale-purchase agreement, when the control passes to the client. In addition, according to standard contractual clauses, the client has no right to exist the contract, or to a corresponding reimbursement of advance paid. In specific and isolated cases, the Company may agree to terminate the pre-sale agreement and reimburse the advance to the client. Furthermore, once the final sale-purchase agreement is signed there is no refund option, however the client is entitled to 2 years warranties for the quality of the residential unit delivered. The warranties are on a back to back basis, meaning that these are provided by the seller (Impact SA. Bergamot Developments I or Bergamot Developments II) to the client, but the seller passes the responsibility to the general contractor (RCTI Company SRL) which in turn reaches out to the sub-contractor responsible for the work and the corresponding repair.

(ii) Revenues from water and sewage system
The Company owns within Greenfield Baneasa project the water and sewage system. The revenues from charging of water are recognized when they are realized, together with the water expenses invoiced by the suppliers. The Company recharges the utilities at mark-up which is calculated as administrative costs of maintaining the water sewage plus a profit. The price invoiced by the Company is approved by the National Authority for Reglementation of the Energy Sector (ANRE).

m) Leases

The Company 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.

Company as lessee

The Company applies a single recognition and measurement approach to all leases, except for short-term leases and low-value assets. The Company 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 Company 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.

If ownership of a leased asset is transferred to the Company 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 Company recognizes the lease payables measured at the current value of the lease payments to be made throughout the lease. Lease payments include fixed payment, including fixed payments as a substance and exclude 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 Company and penalty payments for the termination of the lease, if the lease term reflects the Company'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 Company 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 13 – Loans and borrowings.

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 its operating nature.

n) Foreign currency

The functional currency used by the Company is RON (Romanian lei).

Transactions in foreign currency are converted into the functional currency of the Company 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 Statement of Profit or Loss and Other Comprehensive Income as financial expenses/revenues.

o) Financial instruments

The financial assets with cash flows are solely payments of principal and interest whose business model is to hold to collect contractual cash flows are measured at amortized cost. A financial asset or a financial liability is recognized in the statement of financial position when the Company becomes party to the contractual provision of the instrument.

For the financial instruments that are measured at amortized cost, transaction costs are subsequently included in the calculation of the amortized cost using the effective interest method and amortized through profit or loss over the life of the instrument.

The financial liabilities are classified as subsequently measured at amortized cost (trade payables, loan payables with standard interest rates, bank borrowings).

The Company derecognizes 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 derecognized and the consideration paid and payable is recognized in profit or loss.

p) Taxation

The tax charge represents the sum of the current tax and deferred tax.

Current income tax

The current income tax is based on taxable profit for the year. Taxable profit differs from profit before tax as reported in the profit and loss 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 income tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred income tax

Deferred tax is recognized in respect of temporary differences between carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax is not recognized for:

a) Temporary differences on the initial recognition of assets and liabilities in a transaction that:
- is not a business combination; and
- at the time of the transaction affects neither the accounting nor the taxable profit or loss and (ii) does not give rise to equal taxable and deductible temporary differences;

b) Temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and

c) Taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recongnised for unused tax losses , unused tax credits and deductible temporary differences to the extent that is probable that future taxable profits will be available against which they can be used. Future taxable profits are determined based on the reversal of relevant taxable temporary differences. If the amount of taxable temporary differences is insufficient to recognize a deferred tax asset in full, then future taxable profits, adjusted for reversals of existing temporary differences are considered. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realized; such reductions are reversed when the probability of future taxable profits improves. The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date to recover or settle the carrying amount of its assets and liabilities. For this purpose, the carrying amount of investment property measured at fair value is presumed to be recovered through sale, and the Company has not rebutted this presumption.

Deferred tax assets and liabilities are offset only if certain criteria are met.

p) Share-based payment

The grant-date fair value of equity-settled share-based payment arrangements granted to employees is generally recognized as an expense, with a corresponding increase in equity, over the vesting period of the awards. The amount recognized as an expense is adjusted to reflect the number of awards for which the related service and non-market performance conditions are expected to be met, such that the amount ultimately recognized is based on the number of awards that meet the related service and non-market performance conditions at the vesting date.

r) Related party

Parties are considered related when one party, either through ownership, contractual rights, family relationship or otherwise, has the ability to directly or indirectly control or significantly influence the other party. Related parties include individuals that are principal owners, key management personnel of Company's subsidiaries and members of the Board of Directors and members of their families, and any company that is related party to Company's entities.

s) Measurement of financial assets

On initial recognition, a financial asset is classified as subsequently measured at: amortised cost; FVOCI – debt investment; FVOCI – equity investment; or FVTPL.

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

t) Measurement of financial liabilities

Financial liabilities are measured at amortised cost or FVTPL. A financial liability is measured at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost under the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

5. MATERIAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Company'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 Company has obtained a report from an international valuation company, Colliers Valuation and Advisory SRL, setting out the estimated market values for the Company's investment property and property developed for sale in their current state as of 31 December 2022 and 31 December 2023. 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 Company's land assets are:

- the selection of comparable land plots resulting in determining 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 28.

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:

Land in investment property

Impact on the valuation included in the balance sheet on 31 December 2024, as well as at 31 December 2023 and gains on investment property registered to profit or loss of a 5% strengthening/(weakening) of the price per sqm. The table below includes the key prices used in the determination of the sensitivity analysis results:

(All amounts are expressed in thousand RON, unless stated otherwise)

2024

Land	RON/SQM	+5% RON/SQM	-5% RON/SQM	+5% Total value	-5% Total value	Effect of increase	Effect of decrease
Greenfield Băneasa land (Bucharest)	1,385	1,454	1,315	281,044	254,278	13,383	13,383
Barbu Vacarescu land (Bucharest)	7,569	7,948	7,191	202,066	182,822	9,622	9,622
Blvd. Ghencea – Timișoara land (Bucharest)	697	732	662	189,464	171,420	9,022	9,022
Other (Neptun,Oradea)	139	146	132	9,075	8,211	432	432

2023

Land	RON/SQM	+5% RON/SQM	-5% RON/SQM	+5% Total value	-5% Total value	Effect of increase	Effect of decrease
Greenfield Băneasa land (Bucharest)	1,343	1,410	1,276	272,633	246,668	12,983	12,983
Barbu Vacarescu land (Bucharest)	7,482	7,856	7,108	199,729	180,707	9,511	9,511
Blvd. Ghencea – Timișoara land (Bucharest)	634	665	602	172,211	155,810	8,201	8,201
Other (Neptun,Oradea)	130	137	124	8,542	7,728	407	407

Property

A sensitivity analysis of a change of +/-0.5% in yield and 1 EUR/sqm in rent per sqm is disclosed below:

2024:

	Yield	-0.50%	0.00%	0.50%
	Rent/sqm	7.00%	**7.50%**	8.00%
(5.00%)	19.9	21,880,518	20,400,462	19,106,866
0.00%	**20.95**	22,619,050	**21,074,712**	19,725,263
5.00%	22	23,400,000	21,748,963	20,343,660

2023:

	Yield	-0.50%	0.00%	0.50%
	Rent/sqm	7.00%	**7.50%**	8.00%
(5.00%)	19.09	22,127,842	20,635,725	19,331,567
0.00%	**20.09**	22,890,825	**21,335,582**	19,976,462
5.00%	21.09	23,653,809	22,035,439	20,621,356

(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 Vacarescu plots of land, Management has assessed the recognition and classification criteria under IAS40 and concluded that the respective plots of land should remain classified as investment property until a decision to change the use will be taken. Currently there are various initiatives undertaken in order to enhance the value of those assets (including project concepts and initiatives to obtain building permits, which are affected by political uncertainties), but as of 31 of December 2024 and up to the approval date of the present financial statements no firm and formal decision had been taken by the Company as to the actual use of those lands; consequently, these assets are classified as investment properties as of 31 of December 2024 (same at 31 December 2023) and continued to be recorded at fair value as at the balance sheet date.

- For a portion of the Greenfield land consisting in vacant plots of land Management has assessed the recognition and classification criteria under IAS40 and concluded that the respective plots of land should remain classified as investment property until a decision to change the use will be taken. Management has not planned any potential development in the following 3-4 years from the balance sheet date and there are multiple scenarios available. As such, considering that there is still an undetermined use and that the Company continues to hold the respective plots of land for future appreciation, in line with the provisions of IAS40 they continue to be accounted for at fair value within investment property.

- The Company has concluded lease agreements for certain apartments. Management has assessed the classification criteria under IAS40 and IAS2 and concluded that those apartments should continue to be classified as inventories, given that units are available for sale and the rental activity is carried out in order to optimize cash-flows on the near-term.

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 inventory and investment properties.

(iii) Legal issues

The management of the Company 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 28.

(iv) Cost allocation

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. The future projects to which costs are allocated are only those of which development is certain – i.e. the land is already included in inventory. 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.

(i) Operating cycle

The Company's operating cycle is determined based on the nature of its business activities. Management has exercised significant judgement in defining the operating cycle, which impacts the classification of assets as current or non-current.

Judgement: The operating cycle is considered to be the period between the acquisition of assets for processing and revenue recognition. For the Company, this period is estimated to be 4 years.

Estimation Uncertainty: The determination of the operating cycle involves assumptions about the duration of production processes, inventory turnover rates, and the timing of receivables collection. Changes in these assumptions could significantly affect the classification of assets.

Impact: If the operating cycle were to be reassessed to be longer/shorter than 4 years, certain assets would be reclassified as current/non-current, which could affect liquidity ratios and other financial metrics.

If operating cycle of 12 months was used current inventories expected to be realized in 12 months would be RON 135,449 thousand and RON 235,708 would be reclassified to non-current pipeline inventories.

6. ADOPTION OF NEW AND REVISED INTERNATIONAL FINANCIAL REPORTING STANDARDS

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

• 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. Management has assessed that the amendments will have no material 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. Management has assessed that the amendments will have no material impact on the financial statements of the Company.

• IAS 7 Statement of Cash Flows and IFRS 7 Financial Instruments Disclosure - Supplier Finance Arrangements (Amendments). The amendments are effective for annual reporting periods beginning on or after January 1, 2024, with earlier application permitted. Management has assessed that the amendments will have no material impact on the financial statements of the Company.

B) The standards/amendments that are not yet effective, but they have been endorsed by the European Union

- Amendments to IFRS 9 and IFRS 7 *Amendments to the Classification and Measurement of Financial Instruments: Settlement of liabilities through electronic payment systems.*

There has been diversity in practice over the timing of the recognition and derecognition of financial assets and financial liabilities, particularly when they are settled using electronic payment system. The amendments to IFRS 9 clarify when a financial asset or a financial liability is recognised and derecognised. Under the amendments, a company generally derecognises its trade payable on the settlement date. Normally this is the date, on which payment is completed.

The amendments also provide an optional exception, which allows the company to derecognise its trade payable earlier than the settlement date, potentially on the date when payment is initiated and cannot be canceled. The exception is available when the company uses an electronic payment system that meets all of the following criteria:

- no practical ability to withdraw, stop or cancel the payment instruction;
- no practical ability to access the cash to be used for settlement as a result of the payment instruction; and
- the settlement risk associated with the electronic payment system is insignificant.

Companies can choose to apply the exception for electronic payments on a system-by-system basis.

Classification of financial assets with ESG-linked features

Under IFRS 9, it was unclear whether the contractual cash flows of some financial assets with ESG-linked features represented SPPI, which is a condition for measurement at amortised cost. This could have resulted in financial assets with ESG-linked features being measured at fair value through profit or loss.

The amendments introduce an additional SPPI test for financial assets with contingent features that are not related directly to a change in basic lending risks or costs – e.g. where the cash flows change depending on whether the borrower meets an ESG target specified in the loan contract.

Under the amendments, certain financial assets including those with ESG-linked features could now meet the SPPI criterion, provided that their cash flows are not significantly different from an identical financial asset without such a feature.

The amendments also include additional disclosures for all financial assets and financial liabilities that have certain contingent features that are:

- not related directly to a change in basic lending risks or costs; and
- are not measured at fair value through profit or loss.

Contractually linked instruments (CLIs) and non-recourse features

The amendments clarify the key characteristics of CLIs and how they differ from financial assets with non-recourse features. The amendments also include factors that a company needs to consider when assessing the cash flows underlying a financial asset with non-recourse features (the 'look through' test).

Disclosures on investments in equity instruments

The amendments require additional disclosures for investments in equity instruments that are measured at fair value with gains or losses presented in other comprehensive income (FVOCI).

The Company plans to apply the amendments from 1 January 2026.

- Amendments to IFRS 9 and IFRS 7 *Contracts Referencing Nature-dependent Electricity*

The amendments enable nature-dependent electricity contracts, which are sometimes referred to as renewable power purchase agreements (PPAs), to be better reflected in the financial statements. The amendments:

- Clarify the application of the own use exemption to these contracts.
- Amend the hedge accounting requirements to allow contracts for electricity from nature-dependent renewable energy sources to be used as a hedging instrument if certain conditions are met.

Introduce additional disclosure requirements to enable investors to understand the impact of these contracts on a company's financial performance and future cash flow. Currently the Company does not use any renewable power source but it plans to do it in the future, therefore it plans to assess the impact of the amendments on the financial statements and apply the new standard, if the case, starting from 1 January 2026.

- IFRS 18 Presentation and Disclosure in Financial Statements

IFRS 18 replaces IAS 1 Presentation of Financial Statements. The major changes in the requirements are summarised below.

A more structured statement of profit or loss

IFRS 18 introduces newly defined 'operating profit' and 'profit or loss before financing and income tax' subtotals and a requirement for all income and expenses to be allocated between three new distinct categories based on a company's main business activities: operating, investing and financing.

Under IFRS 18, companies are no longer permitted to disclose operating expenses only in the notes. A company presents operating expenses in a way that provides the 'most useful structured summary' of its expenses by either:

- nature;
- function; or
- using a mixed presentation.

If any operating expenses are presented by function, then new disclosures apply.

MPMs – Disclosed and subject to audit

IFRS 18 also requires some 'non-GAAP' measures to be reported in the financial statements. It introduces a narrow definition for Management Performance Measures ("MPMs"), requiring them to be:

- a subtotal of income and expenses;
- used in public communications outside the financial statements; and
- reflective of management's view of financial performance.

For each MPM presented, companies need to explain in a single note to the financial statements why the measure provides useful information, how it is calculated and reconcile it to an amount determined under IFRS Accounting Standards.

Greater disaggregation of information

The new standard includes enhanced guidance on how companies group information in the financial statements. This includes guidance on whether information is included in the primary financial statements or is further disaggregated in the notes.

Companies are discouraged from labelling items as 'other' and are required to disclose more information if they continue to do so.

Other changes applicable to the primary financial statements

IFRS 18 sets operating profit as a starting point for the indirect method of presenting cash flows from operating activities and eliminates the option for classifying interest and dividend cash flows as operating activities in the cash flow statement (this differs for companies with specified main business activities). It also requires goodwill to be presented as a new line item on the face of the balance sheet.

Transition

In its annual financial statements prepared for the period in which the new standard is first applied, an entity shall disclose, for the comparative period immediately preceding that period, a reconciliation for each line item in the statement of profit or loss between:

- the restated amounts presented applying IFRS 18; and
- the amounts previously presented applying IAS 1.

The Company plans to apply the new standard from 1 January 2027.

- IFRS 19 Subsidiaries without Public Accountability Disclosures

IFRS 19 allows eligible subsidiaries to apply IFRS Accounting Standards with the reduced disclosure requirements of IFRS 19.
A subsidiary may choose to apply the new standard in its consolidated, separate or individual financial statements provided that, at the reporting date:

- it does not have public accountability;
- its parent produces consolidated financial statements under

IFRS Accounting Standards.

A subsidiary applying IFRS 19 is required to clearly state in its explicit and unreserved statement of compliance with IFRS Accounting Standards that IFRS 19 has been adopted.
Management has assessed that the amendments will have no material impact on the financial statements of the Company.

- Annual Improvements to IFRS Standards – Volume 11

In this volume of improvements, the IASB makes minor amendments to IFRS 9 Financial Instruments and to a further four accounting standards. The amendments to IFRS 9 address:

- a conflict between IFRS 9 and IFRS 15 Revenue from Contracts with Customers over the initial measurement of trade receivables; and
- how a lessee accounts for the derecognition of a lease liability under paragraph 23 of IFRS 9.

The amendments to IFRS 9 require companies to initially measure a trade receivable without a significant financing component at the amount determined by applying IFRS 15. They also clarify that when lease liabilities are derecognised under IFRS 9, the difference between the carrying amount and the consideration paid is recognised in profit or loss. The Company plans to apply the amendments from 1 January 2026.

- Amendments to IFRS 10 and IAS 28: Sale or contribution of assets between an investor and its associate or joint venture

The Amendments clarify that in a transaction involving an associate or joint venture, the extent of gain or loss recognition depends on whether the assets sold or contributed constitute a business, such that:
a full gain or loss is recognised when a transaction between an investor and its associate or joint venture involves the transfer of an asset or assets which constitute a business (whether it is housed in a subsidiary or not), while a partial gain or loss is recognised when a transaction between an investor and its associate or joint venture involves assets that do not constitute a business, even if these assets are housed in a subsidiary.
Management has assessed that the amendments will have no material impact on the financial statements of the Company.

7. RESTATEMENT FOR COMPARISON PURPOSES AND CORRECTION OF PRIOR PERIOD ERRORS

During 2024, the Company retrospectively analysed and estimated the applicable operating cycle to be used in the presentation of its assets and liabilities and concluded that the operating cycle to be used for the classification of current/non-current assets related to residential projects is 4 years. Therefore, inventories related to projects which will be realized in a period higher than 4 years, in amount of Ron 34,081 thousand, were reclassified as non-current also as of 31 December 2023 and 34,081 as of 31 December 2022.
During 2024, the Company retrospectively analysed and reclassified other operating income/expenses, net into two different line items, as other operating income and other operating expenses. Furthermore, the Company eliminated the Depreciation and amortisation line item, and reclassified depreciation within General and Administrative expenses, as well as Cost of Sale.

The following tables summarize the impact of the reclassifications described in this chapter on the Company's financial statements.

	Note	31-Dec-23 As previously reported	Adjustment	31-Dec-23 As restated
		RON thousand	RON thousand	RON thousand
Revenue	20	61,535	-	61,535
Cost of sales	20	(44,901)	(701)	(45,602)
Gross margin		***16,634***	***(701)***	***15,933***
General and administrative expenses	22	(22,037)	(1,035)	(23,072)
Marketing expenses		(2,346)	-	(2,346)
Other operating income/(expenses), net	23	7,043	(7,043)	-
Other operating income	23	-	16,817	16,817
Other operating expenses	23	-	(9,774)	(9,774)
Depreciation		(1,736)	1,736	-
Gains from revaluation of investment property	9	49,503	-	49,503
Operating profit		***47,061***	**-**	***47,061***
Finance income		16,644	-	16,644
Finance cost		(28,144)	-	(28,144)
Finance result net (loss)		**(11,500)**	**-**	**(11,500)**
Profit before income tax		***35,561***	**-**	***35,561***
Income tax credit/(charge)		6,931	-	6,931
Net profit		***42,492***	**-**	***42,492***

	Note	31-Dec-23 As previously reported	Adjustment	31-Dec-23 As restated
		RON thousand	RON thousand	RON thousand
Property, plant and equipment		36,102	-	36,102
Intangible assets		217	-	217
Godwill		62,143	-	62,143
Right of use assets		1,061	-	1,061
Investment property		726,852	-	726,852
Investments in subsidiaries		36,216	-	36,216
Pipeline projects	10	-	34,081	34,081
Total non-current assets		**862,591**	**34,081**	**896,672**
Inventories	11	499,039	(34,081)	464,958
Trade and other receivables		24,579	-	24,579
Prepayments and other current assets		6,721	-	6,721
Cash and cash equivalents		**35,778**	-	35,778
Total Current assets		**566,117**	**(34,081)**	**532,036**
Total assets		**1,428,708**	**-**	**1,428,708**
Share capital		598,884	-	598,884
Share premium		41,462	-	41,462
Revaluation reserves		-	-	-
Other reserves		39,642	-	39,642
Own shares		(268)	-	(268)
Retained earnings		203,955	-	203,955
Total equity		**883,675**	**-**	**883,675**
Loans and borrowings		337,546	-	337,546
Trade and other payables		6,203	-	6,203
Deferred tax liability		73,920	-	73,920
Total non-current liabilities		**417,669**	**-**	**417,669**
Loans and borrowings		51,528	-	51,528
Trade and other payables		41,300	-	41,300
Profit Tax Liability		(125)	-	(125)
Contract liabilities		34,374	-	34,374
Provisions for risk and charges		287	-	287
Total current liabilities		**127,364**	**-**	**127,364**
Total liabilities		**545,033**	**-**	**545,033**
Total equity and liabilities		**1,428,708**	**-**	**1,428,708**

(All amounts are expressed in thousand RON, unless stated otherwise)

	Nota	1-Jan-2023 As previously reported	Adjustment	1-Jan-2023 As restated
		KRON	KRON	KRON
ASSETS				
Non-current assets				
Tangible assets		21,545		21,545
Intangible assets		114		114
Noncurrent receivables		67,197		67,197
Right of use assets		1,485		1,485
Investment property		678,669		678,669
Investments in subsidiaries		36,216		36,216
Pipeline projects	10	-	34,081	34,081
Total non-current assets		**805,226**	**34,081**	**839,307**
Current assets				
Inventories	11	429,405	(34,081)	395,324
Trade and other receivables		33,892		33,892
Other current assets		14,854		14,854
Cash and cash equivalents		46,857		46,857
Total current assets		**525,008**	(34,081)	490,927
Total assets		**1,330,234**	-	**1,330,234**
SHAREHOLDERS' EQUITY AND LIABILITIES				
Shareholders' equity				
Share capital		598,884		598,884
Share premium		40,493		40,493
Revaluation reserves		3,001		3,001
Other reserves		38,318		38,318
Own shares		(268)		(268)
Retained earnings		160,755		160,755
Total equity		**841,183**		**841,183**
Non-current liabilities				
Loans and borrowings		232,860		232,860
Trade and other payables		12,260		12,260
Deferred tax liability		81,058		81,058
Total non-current liabilities		**326,178**		**326,178**
Current liabilities				
Loans and borrowings		97,491		97,491
Trade and other payables		29,208		29,208
Income tax payable		(125)		(125)
Contract liabilities		35,946		35,946
Provisions for risks and charges		353		353
Total current liabilities		**162,873**		**162,873**
Total liabilities		**489,051**		**489,051**
Total equities and liabilities		**1,330,234**	-	**1,330,234**

(All amounts are expressed in thousand RON, unless stated otherwise)

8. PROPERTY, PLANT AND EQUIPMENT

	Land and buildings	Machinery, equipment, and vehicles	Fixtures and fittings	Assets under construction	Total
Cost / valuation					
Balance as at 1 January 2024	**40,457**	**2,577**	**1,688**	**3,268**	**47,989**
Additions	-	512	449	-	961
Transfers	(261)	8,673	-	(379)	8,033
Disposals	(134)	(169)	-	-	(303)
Balance as at 31 December 2024	**40,062**	**11,594**	**2,137**	**2,888**	**56,681**
Accumulated depreciation and impairment losses					
Balance as at 1 January 2024	**9,810**	**1,496**	**580**	**-**	**11,886**
Charge for the period	1,275	398	281	-	1,954
Transfers	(2,207)	-	-	-	(2,207)
Accumulated depreciation of disposals	(1,987)	(110)	-	-	(2,097)
Balance as at 31 of December 2024	**6,892**	**1,785**	**861**	**-**	**9,537**
Carrying amounts					
As at 1 January 2024	**30,646**	**1,081**	**1,108**	**3,268**	**36,102**
As at 31 December 2024	**33,170**	**9,809**	**1,276**	**2,888**	**47,144**

(All amounts are expressed in thousand RON, unless stated otherwise)

Reconciliation of carrying amount

	Land and buildings	Machinery, equipment, and vehicles	Fixtures and fittings	Assets under construction	Total
Cost / valuation					
Balance as at 1 of January 2023	**32,469**	**4,072**	**1,312**	**1,785**	**39,638**
Additions	16	-	370	2,853	3,239
Transfers	10,934	(15)	94	(1,096)	9,917
Adjustments value	-	-	-	(274)	(274)
Disposals	(2,963)	(1,480)	(88)	-	(4,531)
Balance as at 31 of December 2023	**40,457**	**2,577**	**1,688**	**3,268**	**47,989**
Accumulated depreciation and impairment losses					
Balance as at 1 of January 2023	**14,999**	**2,663**	**431**	**-**	**18,093**
Charge for the period	717	100	237	-	1,054
Transfers	(2,023)	-	-	-	(2,023)
Impairment loss	(920)	-	-	-	(920)
Accumulated depreciation of disposals	(2,963)	(1,267)	(88)	-	(4,318)
Balance as at 31 December 2023	**9,810**	**1,496**	**580**	**-**	**11,886**
Carrying amounts					
As at 1 January 2023	**17,470**	**1,409**	**881**	**1,785**	**21,545**
As at 31 December 2023	**30,646**	**1,081**	**1,108**	**3,268**	**36,102**

(All amounts are expressed in thousand RON, unless stated otherwise)

Lands and buildings:

The transfers of land and buildings are mainly represented by the followings:

- the transfer from work in progress of the land related to the IMPACT Office building in amount of RON 1,132 thousand
- the transfer from work in progress of the retention pool located in Greenfield Baneasa, in amount of RON 3,686 thousand as well as the technical rooms related to the thermal power plant serving the Greenfield Baneasa project in the amount of RON 2,602 thousand, following the commissioning of the UTR3 project
- the transfer to inventory of plots of land in total value of RON 7,673 thousand, in line with the Company policy of holding in inventory the land related to infrastructure, which benefits the Greenfield Baneasa project. Such infrastructure land is expensed to cost of sales – for more details within Note 4 – Material accounting policy – Inventories

The depreciation method used was the straight-line method.

Machines, equipment and means of transport:

During 2024 the thermal power plant serving the Baneasa Teilor Greenfield project was commissioned at a value of RON 8,673 thousand.

Assets under construction:

Transfers of assets under construction are represented by the workings on the accounting software Charisma, in total amount of RON 379, which were transferred to intangible assets.

Pledged assets:

As at 31 December 2024, PPE in total of RON 36,667 thousand were pledged as securities for bank loans, representing land and buildings (31 December 2023: RON 20,583 thousand.)

Lease contracts

	31-Dec-24		31-Dec-23	
	Contracts No	Fixed payments	Contracts No	Fixed payments
Vehicles	-	-	19	100%
Total	**-**	**-**	**19**	**100%**

Right of Use Assets

	31-Dec-24	31-Dec23
	Vehicles	Vehicles
Opening Balance as at 1 January	**1,061**	**1,485**
Additions		-
Depreciation	(324)	(638)
Contractual payments	(742)	-
FX movements	5	214
Closing Balance as at 31 December	**-**	**1,061**

The right-of-use assets are depreciated on a straight-line basis over the lease term.

(All amounts are expressed in thousand RON, unless stated otherwise)

The right of use assets under leasing contracts is represented by electric cars used by Impact's sales agents and managers.

During 2024, the leasing for 19 cars, in Impact SA, representing right of use assets with a carrying amount of RON 1,160 thousand Impact were closed.

9. INVESTMENT PROPERTY

Reconciliation of carrying amount of property investments

	2024	2023
Balance on January 1	**726,852**	**678,669**
Additions	2,763	17,966
Transfers from/to PP&E and Inventories	(3,549)	(19,286)
Value adjustments	(1,041)	-
Changes in fair value during the year	29,545	49,503
Balance on December 31	**754,571**	**726,852**

Investment property comprises primarily land plots held with the purpose of capital appreciation or land with undetermined future use.

Additions are mainly referring to architectural services for investment property under development – Aria Verdi project located on Bd. Barbu Vacarescu.

Transfers from inventory:
- RON 4,292 thousand are represented by the write off costs for the architectural works performed for the previous concept of the project to be located on the Ghencea land, the write-off was previously classified as inventory although the land was classified as investment property; the write-off costs decrease the overall value of investment property
- land related to auto wash station in amount of RON 741 thousand was transferred from inventories to Investment property, following the commissioning of the Greenfield Baneasa Teilor project.

Disposal in amount of RON 1,041 thousand represents the sale of a commercial property within Greenfield Baneasa.

Overall, the fair value of land presented as investment property, as well as buildings increased at the end of 2024, by RON 29,545 thousand, following the revaluation carried out by the external evaluator, Colliers Valuation and Advisory S.R.L.

Below you can find a breakdown of total properties included within investment property:

	31-Dec-24	31-Dec-23

	SQM	**RON thousand**	**SQM**	**RON thousand**
Greenfield Băneasa land (Bucharest)	193,311	267,661	193,311	259,651
Barbu Vacarescu land (Bucharest)	25,424	192,444	25,424	190,218
Blvd. Ghencea – Timișoara land (Bucharest)	258,895	180,442	258,895	164,011
Other (Neptun,Oradea)	62,022	8,643	62,472	8,135
Greenfield Plaza commercial property (land included)	21,521	105,384	21,521	104,838
Total	**561,173**	**754,574**	**561,623**	**726,852**

Compared with prior year, as at 31 December 2024 the breakdown of investment property has been reorganized in order to include all land and properties in investment property, as well as write downs, or investment property in progress, which relates to concept works done for potential future projects. During 2024 the breakdown included only the gross book value of the main land in investment property.

For the year 2024, the Company obtained rental income from investment property (Greenfield Plaza) in total value of RON 4,951 thousand. The operating expenses arising from the investment property that generated rental income are recovered through service charge from the tenants. No operating expenses were recorded for investment property that did not generate rental income. The value of the Greenfield Plaza building and corresponding land as at 31 December 2024 was RON 106,125 thousand (31 December 2023: RON 104,827 thousand).

The Company's management analyzes annually, at the balance sheet date, the market conditions at those points in time to decide the best use of the land, namely if it will be used to build to sell or to build to rent.

Considering the classification criteria under IAS40 and as detailed in note 5 ii – Critical accounting judgements (transfer of assets both from and to investment property), the Company concluded that as at 31 of December 2024 there is sufficient evidence that the future use of the land is uncertain and thus the land should be classified as investment property and not as inventory, in accordance with IAS 40 provision regarding "land held for a currently undetermined future use".

Details on the legal issues related to land are found in Note 28.

Valuation processes

The Company's investment properties were valued at as at 31 of December 2024 by independent professionals Colliers Valuation and Advisory SRL, external, independent evaluators, authorized by ANEVAR, having experience regarding the location and nature of the properties evaluated.

For all investment properties, their current use equates to the highest and best use. Below there is description of the valuation technique used in determination of the fair value of investment property.

Fair value hierarchy

Based on the inputs to the valuation technique, the fair value measurement for investment property has been categorized as Level 3 fair value at 31 of December 2024. This assessment is deemed appropriate considering the adjustments of the date for comparable lands and of the construction assessments. These adjustments are based on location and condition and are not directly observable. There were no transfers from level 2 to level 3 during the year.

Valuation techniques

(All amounts are expressed in thousand RON, unless stated otherwise)

The following table presents the valuation techniques used in the determination of the fair value of buildings and lands:

Asset	Main parameters on 31st of December 2024	Main parameters on 31st of December 2023
Greenfield Băneasa land	• Price offer per square meter for land used as comparable: from 149 EUR / sqm to 500 EUR / sqm • Observable offer price adjustments to reflect transaction prices, location, and condition: from -59% discount to +90% Premium	• Price offer per square meter for land used as comparable: from 250 EUR / sqm to 500 EUR / sqm • Observable offer price adjustments to reflect transaction prices, location, and condition: from -36% discount to +27% Premium
Barbu Văcarescu land	• Price offer per square meter for land used as comparable: from 1,000 EUR/mp to 2,537 EUR/sqm • Observable offer price adjustments to reflect transaction prices, location, and condition: discount from -55% to +80% Premium	• Price offer per square meter for land used as comparable: from 1,000 EUR/mp to 2,537 EUR/sqm • Observable offer price adjustments to reflect transaction prices, location, and condition: discount from -35% to +60% Premium
Blvd. Ghencea land	• Price offer per square meter for land used as comparable: from 170 EUR/sqm to 254 EUR/sqm • Observable offer price adjustments to reflect transaction prices, location, and condition: discount of -82% to value	• Price offer per square meter for land used as comparable: from 179 EUR/sqm to 254 EUR/sqm • Observable offer price adjustments to reflect transaction prices, location, and condition: discount of -48%

The Greenfield Plaza property has been revalued by Colliers, using the Discounted Cash Flow method. The main assumptions used are disclosed below:

	31-Dec-24	31-Dec-23
Discount rate	9.25%	9.25%
Vacancy rate	between 2% and 20%	between 2% and 20%
Rent (EUR/sqm)	between 1 and 150 EUR/sqm/month	between 1 and 55 EUR/sqm/month
Yield	7.50%	7.50%

The carrying value as at 31 December 2024 of the investment property (land and buildings) pledged is RON 379,896 thousands (31 December 2023: RON 339,947 thousands).

The investment property land held by the Company is located in Bucharest. The SQM prices differ depending on location, and size of the land. In particular, the land located in Barbu Vacarescu has significantly higher price compared with the rest of the land plots given its strategic location, within the most exclusive neighbourhood of the city.

10. PIPELINE PROJECTS

The Company operates in an industry where finished products take extended time to complete, therefore the management has assessed the normal operating cycle of its activity to be at 4 years. As such all of its inventory which is to be translated into revenue within less that year from the reporting date, is considered short term inventory, whereas the remaining is classified as pipeline projects. The classification of pipeline projects has been made in 2024 therefore the 2023 figures have been restated in order to present comparable amounts. Pipeline projects are comprised of land for development of future projects. Compared with 31 December 2023, in 2024 the land held for the development of Boreal Constanta Phase 2, has been transferred to inventories, as most of the corresponding inventory will be translated into revenue within less than 4 years.

(All amounts are expressed in thousand RON, unless stated otherwise)

	31-Dec-24	31-Dec-23	1-Jan-23
Greenfield Baneasa	31,293	27,147	27,147
Boreal Plus Constanta	-	6,934	6,934
	31,293	**34,081**	**34,081**

11. INVENTORIES

	31-Dec-24	31-Dec-23 *restated	1-Jan-23 *restated
Finished goods and other goods for sale	250,574	80,812	101,029
Work in progress residential developments:			
Land for development	35,383	52,387	54,845
Development and construction costs	85,201	331,759	239,450
	371,159	**464,958**	**395,324**

Inventories are represented by:

	31-Dec-24	31-Dec-23 *restated	1-Jan-23 *restated
Greenfield residential project	317,324	378,638	284,054
Constanta land and project	53,835	83,032	100,993
Others inventory	-	3,288	10,277
	371,159	**464,958**	**395,324**

Management estimates of inventories to be realized within less than 12 months, as well more than 12 months from the reporting date (31 December 2024) is disclosed below:

	To be realized within 12 months	To be realized within more than 12 months
Greenfield residential project	106,078	211,245
Constanta land and project	29,372	24,463
Total	**135,449**	**235,708**

Out of the total of RON 310,845 thousand in Greenfield Baneasa, a total of RON 106.078 is to be realized within 12 months, based on management estimates of the residential units to be sold. As regards to Constanta project, RON 29,372 thousand represents the value of inventories estimated to be realized within the next 12 months.

Lands with a carrying amount of RON 35.383 thousand as at 31 of December 2024 (31 December 2023: RON 52.387 thousand) consist of lands held by the Company for development of new residential properties and infrastructure, mainly in Bucharest, as well as lands through which the Company intends to realize value through direct sale.

Completed residential properties with a carrying value of RON 250.574 thousand as at 31 of December 2024

(All amounts are expressed in thousand RON, unless stated otherwise)

(31 December 2023: RON 80,812 thousand) refer entirely to apartments held for sale by the Company.

Following the reception of the Greenfield Teilor project, which includes 732 apartments, 988 parking spaces, infrastructure and a thermal power plant, as at 31 December 2024, the project worth RON 265,393 thousand was moved from work in progress to finished products.

Cost of goods sold recognized during the period is RON 110,064 thousand (2023: RON 44,969 thousand).

The carrying value as at 31 of December 2024 of the finished goods inventories pledged is of RON 377,963 thousand (RON 144,077 thousand as at 31 December 2023). The significant increase is due to the reception of Greenfield Baneasa Teilor Project, which in prior year was under development.

Part of the Greenfield project (construction of the Teilor complex) is financed by OTP Bank. The capitalized interest during 2023 in the value of the projects is RON 9,664 thousand. The project was finalized and commissioned, therefore no interest was capitalized in 2024.

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.

Further details on the Company's loans are set out in Note 17.

12. INVESTMENTS IN SUBSIDIARIES

	31-Dec-24	31-Dec-23
Investments in subsidiaries	47,474	44.239
Impairment of investments in subsidiaries	-	(8.023)
	47,474	**36.216**

The Company holds interests in the following subsidiaries:

				31-Dec-24
	Percentage	Gross value	Impairment	Book value
Spatzioo Management	6.23%	3,345	-	3,345
Clearline Development and Management	100%	22,420	-	22,420
Bergamot Developments	100%	6,770	-	6,770
Bergamot Developments Phase II	100%	49	-	49
Impact Finance & Sales	100%	1	-	1
Greenfield Copou Residence	100%	49	-	49
Greenfield Copou Residence Phase II	100%	48	-	48
Aria Verdi Development	100%	48	-	48
Greenfield Property Management	100%	49	-	49
RCTI	51.01%	14,440	-	14,440
Impact Alliance Arhitecture	51%	255	-	255
Total subsidiaries		**47,474**	**-**	**47,474**

	31-Dec-23

	Percentage	Gross value	Impairment	Book value
Spatzioo Management	6.23%	110	-	110
Clearline Development and Management	100%	22,420	(8,023)	14,397
Bergamot Developments	100%	6,770	-	6,770
Bergamot Developments Phase II	100%	49	-	49
Impact Finance & Sales	100%	1	-	1
Greenfield Copou Residence	100%	49	-	49
Greenfield Copou Residence Phase II	100%	48	-	48
Aria Verdi Development	100%	48	-	48
Greenfield Property Management	100%	49	-	49
RCTI	51.01%	14,440	-	14,440
Impact Alliance Moldova	51%	-	-	-
Impact Alliance Arhitecture	51%	255	-	255
Total subsidiaries		**44,239**	**(8,023)**	**36,216**

Clearline Development and Management SRL holds 93.77% in Spatzioo Management SRL (former Actual Invest House SRL)

a) Spatzioo Management SRL, a company that provides management services for new residential as well as commercial 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 27 of the Consolidated Financial Statements).
c) Bergamot Developments S.R.L., company within the Company 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 Company 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 & Sales S.R.L. has a role in diversifying the range of services related to home sales. Impact Finance & Sales 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 Company 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 Company, having as main object of activity the real estate development, has been incorporated in 2021.
h) Greenfield Property Management SRL, a company within the Company, having as main object of activity the real estate development, has been incorporated in 2021.
i) Aria Verdi Property SRL, a company within the Company, having as main object of activity the real estate development, has been incorporated in 2021.

(All amounts are expressed in thousand RON, unless stated otherwise)

j) Impact Alliance Architecture SRL, a company within the Company having as main object of activity architecture services, has been incorporated in 2022
k) RCTI Company, a company within the Company having as main object of activity the real estate constructions, has been acquired by the Company in 2022.
l) Impact Alliance Moldova, a company having as main activity construction services. The company was set-up in 2023 but no share capital was paid in yet.

As at 31 of December 2024 the balance of investments in subsidiaries has increased by 31%, or RON 11,258 thousand due to the followings:
- reversal of impairment RON 8,023 thousand of the investment in Clearline following a favorable decision court in regarding the LOMB Cluj project – for more details, please see Note 28 Contingencies
- share capital increase of Spatzioo in value of RON 3,235 thousand. The share capital increase cleared the debt of Spatzioo against Impact.

13. TRADE AND OTHER RECEIVABLES

	Short term		Long term	
	31-Dec-24	**31-Dec-23**	**31-Dec-24**	**31-Dec-23**
Trade receivables	11,643	1,335		-
Receivables from related parties	8,061	20,280	71,150	62,143
Sundry debtors	5	2,857	-	-
Receivables from authorities	66	107	-	-
	19,775	**24,578**	**71,150**	**62,143**

Long-term receivables represent the balance of loans and their related interest granted by the Company to its subsidiaries. Details of the component of the amount in Note 29 – related party transactions.

As at 31 of December 2024, the Company did not have any pledge receivables, except for the rental income which is mortgaged in favor of First Bank. The average monthly value of these receivables is RON 260 thousand (excluding rental income from subsidiary Spatzioo for the Wellness Club).

Information about the Company's exposure to credit and market risks, and impairment losses for trade receivables is included in Note 26.

14. CASH AND CASH EQUIVALENTS

	31-Dec-24	**31-Dec-23**
Current accounts	37,630	35,726
Petty Cash	7	6
Cash advances	8	46
	37,644	**35,778**

Current accounts are held with Romanian commercial banks. Out of the total balance of cash, 9 thousand RON (31 December 2023: 9 thousand RON) 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.).

(All amounts are expressed in thousand RON, unless stated otherwise)

15. SHARE CAPITAL

	31-Dec-24	31-Dec-23
Paid Share capital	591,235	591,420
Adjustments of the share capital (hyperinflation)	7,464	7,464
	598,699	**598,884**
Number of shares in issue at period end	**2,364,941,410**	**2,365,679,951**

The number of shares in issue changed during 2024, as such for 2023, the number of shares was restated for the purpose of the computation of the earnings per share. Please see Note 30 – Share based payments for more details.

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

	31-Dec-24	31-Dec-23
	%	**%**
Gheorghe Iaciu	58.03%	57.76%
Swiss Capital SRL	10.07%	11.83%
Legal persons	20.61%	19.96%
Other shareholders	11.29%	10.45%
	100.00%	**100.00%**

All shares are ordinary and have equal ranking related to the Company'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 Company.

During 2024 a total of 738,541 own shares have been cancelled, at nominal value of RON 184 thousand.

The Other reserves constituted for the Company are detailed below:

	31-Dec-24	31-Dec-23
Legal reserves	49,355	46,383
Statutory reserves	(4,871)	(4,871)
Other reserves	-	78
	44,484	**41,590**

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 2024. No dividends were distributed during the year ending 31 December 2023. The company has not declared dividends.

Capital management

For the purpose of the Company'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 Company's capital management is to maximize the shareholder value. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a debt to assets ratio, which is loans and borrowings less cash and cash equivalents, divided to total assets The Company's policy is to keep the debt to assets ratio to less than 40%.

(All amounts are expressed in thousand RON, unless stated otherwise)

In order to achieve this overall objective, the Company'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 as at 31 of December 2024 and as at 31 of December 2023.

Debt to assets ratio as of 31 of December 2024 and 31 December 2023 are disclosed below:

Debt to assets ratio	**31-Dec-2024**	**31-Dec-2023**
Loans and borrowings	299,183	389,074
Less: cash and cash equivalents	(37,644)	(35,778)
Net debt	**261,539**	**353,296**
Total assets	1,385,605	1,428,708
Net debt to assets	**19%**	**25%**

16. OWN SHARES

	2024	**2023**
Balance as at 1 January	**268**	**268**
Own shares acquired	-	-
Own shares acquired and cancelled during the year	(268)	-
Share based payments	-	-
Balance as at 31 December	**-**	**268**

	2024 (no. of shares)	**2023 (no. of shares)**
Balance at 1 January	**738,541**	**738,541**
Purchase of own shares	-	-
Own shares cancelled during the year	(738,541)	-
Share-based payments	-	-
Balance at 31 December	**-**	**738,541**

The reserve of own shares represents the cost of shares of the Parent Company purchased on the market, to satisfy the options and conditional quotas granted under the Company's share-based payment schemes.

(All amounts are expressed in thousand RON, unless stated otherwise)

As at 31 December 2024, the Company has own shares with an accounting value of RON 268 thousand (December 2023: 268 thousand lei).

The Company granted shares to employees and members of the Board of Directors according to the decision to implement the "Stock Option Plan" program (the "Plan"), with the objective of granting option rights for the acquisition of shares free of charge by employees and members of the Company's management, respectively the members of the Board of Directors and the directors of the Company, in order to maintain and motivate them as well as to reward them for the activity carried out within the Company.

The total number of shares that may be granted to Eligible Persons under this Plan is a maximum of 3,060,000 registered shares ("Reserved Shares").

In order for the shares to be granted, the Company must meet its overall budget plan for the year and the employees must be employed within the Company since more than 1 year. In 2024 and in 2023 the budget of the Company has not been met, therefore the Company is not liable for any share based payment. As such, no shares were granted to employees during 2023 or 2024.

17. 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.

	31-Dec-2024	31-Dec-2023
Non-current liabilities		
Secured bank loans	31,256	264,485
Issued bonds	87,178	72,537
Leasing	-	524
Total non-current liabilities	**118,435**	**337,546**
Current liabilities		
Secured bank loans	180,703	51,103
Short-term borrowings	46	46
Leasing	-	379
Total current liabilities	**180,749**	**51,528**

(All amounts are expressed in thousand RON, unless stated otherwise)

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

Lender	Currency	Maturity	Amount of the facility, in original currency	Balance at 31-Dec -24	Balance at 31-Dec-23
Loans and borrowings					
Private placement bonds	EUR	24-Dec-26	6,581	32,737	32,740
Credit Value Investments	EUR	02-Oct-27	8,000	39,793	39,423
Private placement bonds	EUR	28-Feb-27	3,000	14,649	-
Total bonds				**87,178**	**72,163**
Garanti BBVA	EUR	15-Jun-24	4,250		3,210
Garanti BBVA	EUR	30-Jun-24	4,500		6,396
Libra Internet Bank	EUR	05-Oct-24	4,000		1,813
Libra Internet Bank	EUR	05-Dec-25	1,900		7,287
OTP Bank	EUR	31-Mar-25	21,161	54,281	105,268
OTP Bank	EUR	30-Jun-24	4,000	-	4,708
OTP Bank	EUR	31-Mar-25	13,279	32,279	65,239
OTP Bank	EUR	30-Jun-24	2,000	-	1,514
TechVentures Bank	EUR	06-Jan-25	2,000		3,592
Alpha Bank	EUR	08-Jun-29	20,000	66,321	81,068
First Bank	EUR	29-Mar-29	3,500	13,234	16,695
First Bank	EUR	19-Apr-27	4,000	13,200	-
Libra Internet Bank	RON	15-Jun-26	14,000	-	1,778
Garanti BBVA	RON	31-Dec-26	17,395		17,394
Garanti BBVA	EUR	31-Dec-27	6,910	25,569	-
Total bank loans				**211,511**	**315,962**
Leasing					
Leasing	RON			-	903
Total Leasing				-	903
Interest				**494**	**46**
Total				**299,183**	**389,074**

	Bonds	Loans and borrowings	Leasing	Total
Balance at 1 January 2024	**72,209**	**315,962**	**903**	**389,075**
Draws	14,910	54,235	-	69,145
Payments	-	(158,630)	(907)	(159,537)
Interest expense	(8,301)	(22,301)	(27)	(29,784)
Interest paid	8,194	22,301	27	29,641
Withholding tax	553	-	-	553
FX differences	107	(56)	5	55
Balance at 31 December 2024	**87,672**	**211,511**	**-**	**299,183**

	Bonds	Loans and borrowings	Leasing	Total
Balance at 1 January 2023	**72,209**	**315,962**	**903**	**389,075**
Draws	39,346	135,538		174,884
Payments	-	(119,213)	(368)	(119,581)
Interest expense	(3,324)	(22,534)	(51)	(25,909)
Interest paid	3,318	22,534	51	25,903
FX differences	262	1,894	21	2,177
Balance at 31 December 2023	**72,208**	**315,963**	**903**	**389,074**

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 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 May 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.

In May 2023, the Company contracted a loan denominated in EUR from First Bank for the refinancing of the Community center Greenfield Plaza. The value of the credit is EUR 3,500 thousand, with a maturity of 70 months from the granting.

In June 2023, the Company contracted a loan denominated in EUR from Libra Internet Bank for the general financing of projects (working capital). The value of the loan is RON 14,000 thousand, with a maturity of 3 years from the granting. Credit facility drawings started in July 2023.

In October 2023 IMPACT SA offered for subscription 80 Series IMP27 bearer bonds (the "Bonds"), each with a nominal value of EUR 100,000.00 (one hundred thousand euros) and an aggregate nominal value of EUR 8,000,000.00 (eight million euros). The Bonds were allotted to institutional investors – consortium of several investment funds, of which assets are managed by CVI Dom Maklerski sp. z o.o. The Polish company under business name CVI Trust sp. z o.o., with its registered seat in Warsaw, Poland, is acting as a security administrator. The coupon value is variable and the interest is 1 month EURIBOR+ 8.75%. The maturity date is 2 October 2027.

In November 2023 the Company contracted a loan denominated in RON from Garanti Bank for the general financing of projects (working capital). The value of the loan is RON 17,395 thousand, with a maturity of 3 years from the granting. Credit facility drawings started in December 2023.

The following facilities were contracted in February 2024:

(All amounts are expressed in thousand RON, unless stated otherwise)

- a loan denominated in RON from First Bank for the general financing of projects (working capital). The value of the loan is EUR 4 million, with a maturity of 3 years from the granting. Credit facility drawings started in April 2024.

- IMPACT SA launched a public offering for the subscription of 30,000 bonds, at a nominal value of 100 EUR/ bond. The offering period was from 12 of February to 23 of February 2024. The offer was brokered by SSIF Tradeville SA. The issued bonds were registered, dematerialized, unconditional, non-guaranteed and nonconvertible bonds, having a nominal value of up to 3,000,000 EUR. The offering was fully subscribed, IMPACT being able to raise 3,000,0000 EUR in bonds, with a fixed interest rate of 9%, payable on a half-yearly basis. The issued bonds are to be admitted to trading on the regulated market administered by BVB.

In June 2024 the Company contracted a loan denominated in EUR from Garanti Bank for the general financing of projects (working capital). The value of the loan is EUR 6.9 million, with a maturity of 3 years from the granting. Credit facility drawings started in July 2024.

In December 2024 the Company contracted a loan denominated in EUR from Libra Bank for the general financing of projects (working capital). The value of the loan is EUR 7 million, with a maturity of 3 years from the granting. No drawings occurred as at 31 December 2024.

The bank loans of the Company are subject to financial covenants, such as Debt Service Coverage Ratio (DSCR), Loan to Value (LTV), Net Debt to Total Assets, Net debt to Equity. In case of breaching the financial covenants, the contracts include remedy period, margin increase or renegotiation of loan terms. All the financial indicators were met as of 31 December 2024 and as of 31 December 2023.

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.

No new leasing contracts were signed in 2023. In 2024 the Company closed the leasing contracts and sold part of the cars.
The interest rate is fixed. Fixed instalments are paid throughout the duration of the contract.

18. TRADE AND OTHER PAYABLES

	31-Dec-24	31-Dec-23
Non-current liabilities		
Retentions owed to third party	6,857	6,203
	6,857	**6,203**
Current liabilities		
Trade payables	3,729	9,019
Related parties payables	5,341	28,435
Tax debt	4,730	3,285
Debt to employees	545	560
Other payables	31	1
	14,377	**41,300**
TOTAL	**21,235**	**47,503**

(All amounts are expressed in thousand RON, unless stated otherwise)

Contract liabilities (Advances from customers)	10,685	38,894
Deferred income	(59)	1,662
TOTAL	**10,627**	**40,556**

Contract liabilities has decreased as at 31 of December 2024, compared with 31 of December 2023 by RON 28,209 thousand, mostly due to the fact that in October the sales of the Greenfield Teilor project were started, therefore, the advances were reversed and revenues from the sales were recorded. Detailed information about Advances from clients are presented in Note 20.

Information related to the Company's exposure to exchange rate risk and liquidity risk related to trade and other liabilities is included in Note 26.

19. PROVISIONS FOR RISKS AND CHARGES

	Provisions for litigation	Other provisions	Total
Balance as at 1 January 2024	**271**	**16**	**287**
Provisions established during the period	-	-	
Provisions written back during the period	(156)	-	(156)
Balance at 31 December 2024	**115**	**16**	**131**

	Provisions for litigation	Other provisions	Total
Balance at January 1, 2023	**271**	**82**	**353**
Provisions established during the period	-		
Provisions written back during the period	-	(66)	(66)
Balance at 31 December 2023	**271**	**16**	**287**

The provision amounting to RON 131 thousand as at 31 of December 2024 is represented by provision for untaken holidays.

20. REVENUES

Revenues of the Company:

	12M 2024	12M 2023
Revenue from sale of residential properties and land	150,795	52,348
Revenue from services	4,912	5,134
Revenue from customers	**155,706**	**57,482**
Rental income	7,232	4,053
Total	**162,938**	**61,534**

	12M 2024	12M 2023

Cost of goods sold	104,744	37,814
Services cost	2,863	5,943
Costs related to rental services	2,678	1,845
	110,285	**45,602**

As at 31 of December 2024, the Company had a balance of 125 pre-sale agreements, in total value of RON 71,318 thousand. All these apartments are finalized as at 31 December 2024 and are expected to be translated into revenues within the next period. For these pre-contracts, the clients have paid deposits in the amount of RON 10,685 thousand, which can be found under contract liabilities, in the statement of financial position.

As at 31 December 2023, the Company had a stock of 340 pre-sale agreements, in total value of RON 188,694 thousand. Of these, 94% refer to project under development - Greenfield Baneasa (320 dwellings, RON 177,856 thousand package value) and 6% refer to completed project - Boreal Constanta (20 dwellings, RON 11,972 thousand package value). For these pre-sale agreements clients paid deposits in amount of RON 34,374 thousand which are shown under Contract liabilities in the statement of financial position. Out of the total stock as at 31 December 2023, the balance of 20 Boreal apartments has been converted into sales by the end of 2024, while in Greenfield Baneasa, for which sales have started in October 2024, 201 agreements have been converted into revenue.

Sales breakdown by projects:

	12M 2024	**12M 2023**
Greenfield Baneasa	112,494	17,172
Boreal Plus Constanta	36,640	35,176
Other	1,661	-
	150,795	**52,348**

During 2024, Impact sold 271 units, represented by, 201 dwellings in Greenfield Baneasa, 63 dwellings and 4 houses in BOREAL Plus Constanta, as well as 3 other commercial spaces. The sold units generated corresponding revenues of RON 150,795 thousand.

During 2023 Impact sold 89 units, represented by 27 dwellings in GREENFIELD Baneasa, 54 dwellings, 1 commercial space as well as 7 villas in BOREAL Plus Constanta (7,243 sqm built saleable area plus related parking spots, storage and court yards). The 89 units sold throughout 2023 generated corresponding revenues of RON 52,348 thousand.

Revenue from rental is obtained from renting the commercial spaces within Greenfield Plaza community centre (RON 4,951 thousand in 2024 and RON 3,427 thousand in 2023) as well as from renting the apartments (RON 2,280 thousand and RON 626 thousand in 2023). The rented apartments are not held as investment property but held for sale in the ordinary course of business, given that the business model is make available to clients for sale all of the apartments.

(All amounts are expressed in thousand RON, unless stated otherwise)

21. EXPENSES BY NATURE

	31-Dec-24	31-Dec-23
Changes in inventories of finished goods and work in progress	95,187	36,502
Employee expenses	11,170	13,253
Consultancy	8,444	7,346
Infrastructure costs	9,015	3,071
Raw materials and consumables	7,296	7,303
Taxes	3,795	1,913
Depreciation and amortisation	2,317	1,098
Maintenance	1,832	1,207
Advertising	1,988	2,346
Disposal of assets	2,013	5,550
Rent expense	225	102
Other	1,096	1,103
Total	**144,379**	**80,794**

22. GENERAL AND ADMINISTRATIVE EXPENSES

	12M 2024	12M 2023
Consumables	2,160	681
Services provided by third parties	9,762	8,462
Staff costs	8,763	12,371
Depreciation	3,423	1,668
	24,108	**23,182**

23. OTHER OPERATING INCOME/EXPENSES

Other operating income:

	12M 2024	12M 2023
Other operating income	4,224	83
Net gain on disposal of PPE	775	4,893
Reversal of impairment of investments	8,023	-
Reversal of impairment of receivables	30	-
Compensation of write down of inventories	12,417	6,900
Reversal of impairment of inventory	1,491	1,341
Other compensations	-	3,600
	26,961	**16,817**

During 2024 the Company recorded RON 12,417 as compensation of write-down of inventories following the decision issued by the Court during the year on the Lomb project (for more details on the litigations please see *Note 28 – Contingencies*). Below you can find a breakdown of the amount registered by the Company:

- RON 7,219 thousand registered by Impact SA as interest and other compensations
- RON 5,198 thousand registered by Impact SA as compensation for the inventories written down

Furthermore, the Company registered a reversal of impairment of the investment in its subsidiary Clearline, as a result of the winning of the Cluj case.

(All amounts are expressed in thousand RON, unless stated otherwise)

Other operating expenses:

	12M 2024	12M 2023
Other operating expenses	28	153
Other tax expenses	3,795	1,913
Loss on disposal of PPE	2,013	5,550
Fine and penalties	187	80
Impairment of receivables	2,165	(1,423)
Value adjustment of PPE	-	1,863
Value adjustment of inventory	-	-
Sponsorship	-	26
	8,188	**9,774**

24.FINANCE (COST)/INCOME

	12M 2024	12M 2023
Interest expense	(30,103)	(18,609)
Foreign exchange loss	(1,502)	(8,294)
Other financial expenses	(2,691)	(1,241)
Total financial expenses	**(34,296)**	**(28,144)**
Interest income	4,473	4,260
Foreign exchange gains	1,148	8,614
Other financial income	50,445	3,770
Total financial income	**56,065**	**16,644**
Financial result, net	**21,769**	**(11,500)**

Compared with 2023, in 2024 the interest expense has increased by RON 11,494 thousand. This is due to the fact that interest of loans previously capitalized was charged to expenses during 2024 (there were no projects eligible for capitalization). Also, Financial income increased by RON 46,675 thousand, compared to the same period last year, mostly due to dividends from affiliated companies in the amount of RON 39,069 thousand.

25. INCOME TAX

(i) Taxes recognized in the profit and loss account

	12M 2024	12M 2023
Deferred income tax (expense)	7,255	6,931
Income tax (credit) / expense	1,340	-
Income tax expenses	**8,595**	**6,931**

(All amounts are expressed in thousand RON, unless stated otherwise)

(ii) Effective tax rate reconciliation

		12M 2024		12M 2023
Profit before tax		**96,835**		**35,561**
Income tax calculated using the entity's local tax rate (16%)	(16%)	(15,494)	16%	(5,690)
Non-deductible expenses and adjustments	(2%)	(1,486)	16%	5,057
Tax exempt income	11%	10,715	16%	(9,804)
Deferred tax differences	-	-	16%	17,368
Tax incentives	1%	1,247	16%	-
Current year losses for which no deferred tax asset is recognised	(4%)	(3,650)	16%	-
Changes in estimates related to prior years	0%	73	16%	-
	(9%)	**(8,595)**	**7%**	**6,931**

(iii) Cumulative temporary differences that generate deferred tax

		31-Dec-24		31-Dec-23
	Taxable base	**Tax amount**	**Taxable base**	**Tax amount**
	Taxable base	Tax amount	Taxable base	Tax amount
Tangible assets	-	-	(7,691)	(1,231)
Investment property	515,581	82,493	495,456	79,273
Inventories	-	-	-	-
Trade receivables and other receivables	(2,279)	(365)	(1,665)	(266)
	513,302	**82,128**	**486,100**	**77,776**
Tax losses that generated deferred tax	(5,961)	(954)	(24,103)	(3,856)
	507,342	**81,175**	**461,997**	**73,920**

(All amounts are expressed in thousand RON, unless stated otherwise)

(iv) Movements in deferred tax balances

				Balance at 31-Dec-24		
	Balance at 01.01.2024	**Recognized in the current result**	**Recognized in other elements of comprehensive income**	**Net**	**Assets**	**Debt**
2024						
Tangible assets	(1,231)	1,231	-	-	-	-
Investment property	79,273	3,220	-	82,493		82,493
Trade receivables and other receivables	(266)	(98)	-	(365)	(365)	-
Inventories	-	-	-	-	-	-
Fiscal losses that generate deferred tax	(3,856)	2,903	-	(954)	(954)	-
(Receivables)/ net tax liabilities	**73,920**	**7,255**	**-**	**81,175**	**(1,318)**	**82,493**

				Balance at 31-Dec-23		
	Balance at 01.01.2023	**Recognized in the current result**	**Recognized in other elements of comprehensive income**	**Net**	**Assets**	**Debt**
2023						
Tangible assets	(223)	(1,008)	-	(1,231)	(1,231)	-
Investment property	84,912	(5,639)	-	79,273	-	79,273
Trade receivables and other receivables	(774)	573	-	(266)	(266)	-
Inventories	(2,343)	2,343	-	-	-	-
Fiscal losses that generate deferred tax	(656)	(3,200)	-	(3,856)	(3,856)	-
(Receivables)/ net tax liabilities	**80,916**	**(6,931)**	**-**	**73,920**	**(4,123)**	**79,273**

(All amounts are expressed in thousand RON, unless stated otherwise)

26.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
- financing 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:

	Note	31-Dec-24	31-Dec-23
Trade receivables and other receivables	14	90,859	81,334
Cash and cash equivalents	15	37,644	35,778
		128,503	**117,112**

Reconciliation of trade receivables disclosed above with balance sheet trade receivables:

	31-Dec-24	31-Dec-23
Trade receivables disclosed for credit risk	90,859	81,334
Receivables from tax authorities	66	106
	90,925	**81,440**

Trade receivables and other receivables

The Company is not exposed to any concentration of credit risk.

Expected credit loss on trade receivables are measured by applying the simplified model according to IFRS

(All amounts are expressed in thousand RON, unless stated otherwise)

9. The Company uses a provision matrix by applying segmentation to capture the significantly different historical credit loss experience for different customer segments. The provision matrix is based on historical loss experience but is also adjusted to reflect information about current conditions and reasonable and supportable forecasts of future economic conditions. Furthermore, 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 Company monitors payment delays monthly and takes measures deemed necessary, on a case-by-case basis.

The Company establishes an allowance for impairment which represents its estimates of losses on trade receivables and other receivables (see Note 14).

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

	31-Dec-24	31-Dec-23
Romania	90,859	81,334
	90,859	**81,334**

Impairment losses

The debt aging situation at the reporting date was:

	31-Dec-24			31-Dec-23		
	Gross amount	**Adjustment for impairment**	**Net amount**	**Gross amount**	**Adjustment for impairment**	**Net amount**
Did not reach the maturity date	85,385	-	85,385	72,514	-	72,514
Remaining between 1-30 days	1,553	-	1,553	2,504	-	2,504
Remaining between 31–90 days	990	-	990	2,252	-	2,252
Remaining between 91–120 days	66	-	66	2,661	-	2,661
Remaining between 121–365 days	1,529	(405)	1,124	1,403	-	1,403
Arrears of more than one year	3,616	(1,874)	1,742	2,806	(2,806)	-
	93,138	**2,279**	**90,859**	**84,140**	**(2,806)**	**81,334**

Impairment losses as of 31 December 2024 relate to a number of customers who have indicated that they do not anticipate having the ability to pay the amounts owed primarily due to economic conditions.

The Company believes that amounts for which provisions have not been established and which are overdue by more than 30 days will be collected, based on historical payment behavior and a thorough analysis of the credit rating of the customers in question.

(All amounts are expressed in thousand RON, unless stated otherwise)

Cash and cash equivalents

As at 31 of December 2024, the Company held cash and cash equivalents in amount of RON 37,644 thousand (31 December 2023: RON 35,778 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.

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-Dec-24	Accounting value	Total	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years
Loans	299,183	299,183	128,213	50,539	120,430	-
Trade debts and other debts	16,505	16,505	9,647	6,857	-	-
	315,688	**315,686**	**137,861**	**57,396**	**120,430**	**-**
Estimates of future interest	41,098	41,098	15,692	13,489	11,917	-
Total	**356,786**	**356,784**	**153,552**	**70,885**	**132,347**	**-**

31-Dec-23	Accounting value	Total	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Over 5 years
Loans and borrowings	388,125	388,125	51,102	194,223	141,790	1,009
Trade debts and other debts	47,378	47,378	41,175	6,203	-	-
Leasing	903	903	379	524	-	-
	436,406	**436,406**	**92,656**	**200,950**	**141,790**	**1,009**
Estimates of future interest	62,573	62,573	29,776	17,083	15,714	-
	499,988	**499,988**	**122,432**	**218,033**	**157,505**	**1,009**

Reconciliation of trade payables disclosed above with balance sheet trade payables:

	31-Dec-24	31-Dec-23
Trade payables exposed to liquidity risk	16,505	44,218
Payables to state authorities	4,730	3,285
	21,235	**47,503**

(b) 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.

(All amounts are expressed in thousand RON, unless stated otherwise)

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 Euro.

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

	31-Dec-24	31-Dec-23
Monetary assets		
Trade receivables and other receivables	-	-
Cash and cash equivalents	14,222	13,463
	14,222	**13,463**
Monetary debts		
Loans and borrowings	292,063	368,953
Trade debts and other debts	-	406
	292,063	**369,359**
Net exposure	**(277,841)**	**(355,896)**

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-Dec-24	12M 2024	31-Dec-23	12M 2023
EUR	4.9741	4.9746	4.9746	4.9464

Sensitivity analysis

A 10% appreciation / depreciation of the Romanian leu against the following foreign currencies as at 31 of December 2024 and as at 31 of December 2023 would have increased the profit by the amounts indicated below. This analysis is based on changes in exchange rates that the Company considers reasonably possible at the end of the reporting period. This analysis assumes all other variables, especially interest rates, to remain constant and ignores any impact of expected sales and purchases.

		31-Dec-24				31-Dec-23
	Book value	Effect of depreciation	Effect of appreciation	Book value	Effect of depreciation	Effect of appreciation
Monetary assets and liabilities	(277,841)	(27,784)	27,784	(355,896)	(35,590)	35,590

Interest rate risk

(All amounts are expressed in thousand RON, unless stated otherwise)

	31-Dec-24				31-Dec-23			
	Book value	**Variable rate**	**Fixed rate**	**Non-interest bearing**	**Book value**	**Variable rate**	**Fixed rate**	**Non-interest bearing**
Monetary assets								
Trade receivables and other receivables	90,859	-	56,101	34,758	81,334	-	55,796	25,538
Cash and cash equivalents	37,644	-	-	37,644	35,778	-	35,778	-
	128,503	**-**	**56,101**	**72,402**	**117,112**	**-**	**91,574**	**25,538**
Monetary debts								
Loans and borrowings	292,063	244,677	47,386	-	388,171	355,385	32,740	-
Leasing					903	-	903	-
Trade debts and other debts	16,505	-	-	16,505	47,378	-	-	47,378
	308,567	**244,677**	**47,386**	**16,505**	**436,406**	**355,385**	**33,643**	**47,378**

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:

Fixed rate instruments	**31-Dec-23**	**31-Dec-22**
Assets	93,745	91,574
Debts	47,386	(33,643)
	46,360	**57,931**
Variable rate instruments		
Debts	244,677	(355,385)
	(244,677)	**(355,385)**

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.

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 2,447 (2023: 3,554). This analysis assumes that all other variables, in particular foreign currency exchange rates, remain unchanged.

	Profit / (Loss)	
31 December 2024	**100 bp increase**	**100 bp decrease**

(All amounts are expressed in thousand RON, unless stated otherwise)

Variable rate instruments	2,447	(2,447)

	Profit / (Loss)	
31 December 2023	**100 bp increase**	**100 bp decrease**
Variable rate instruments	3,554	(3,554)

27. CAPITAL COMMITMENTS

As at 31 December 2024 respectively 31 December 2023, the Company has no capital commitments contracted.

However, the Company is engaged in contractual commitments through the pre-sale agreements it concludes with its clients for the sale of developed dwellings (please see Note 20 – Revenues, for more details on pre-sale agreements).

28. 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 as well as the legal advisors, 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 & Contractor 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.

On April 23, 2024, the Cluj Court of Appeal issued Decision 198, as follows:

"*Admits the appeal declared by the appellant, the plaintiff Impact Developer & Contractor S.A. contrary to the respondents Cluj-Napoca Municipality and the Local Council of Cluj-Napoca Municipality, against civil sentence no. 2013/23.12.2020 and civil sentence no. 381/24.02.2021, both pronounced by the Cluj Specialized Court in file no. 79/1285/2012, which it changes in everything, in the sense that: Admits the request for summons, as stated, formulated by the appellant plaintiff Impact Developer & Contractor S.A. in contradiction with the defendants Cluj-Napoca Municipality and the Local Council of Cluj-Napoca Municipality and, consequently: Orders the termination of framework contract no. 55423/04.07.2007 concluded between the Local Council of the Municipality of Cluj-Napoca and the company Impact Developer & Contractor S.A. Obliges defendants to pay to the company Impact Developer & Contractor S.A. of the amount of RON 4,597,447.38 as compensation, as well as the payment of the related legal interest in the amount of RON 5,454,461.52 calculated for the period 01.09.2010-13.09.2022, with the related legal interest to be calculated further until the effective payment of the main debt. It obliges the defendants to pay to the Company the amount of RON 291,675.57 as legal expenses incurred on the merits. It obliges the defendants to pay to the Company the sum of RON 58,089.79 as court costs on appeal.*"

The decision is final and enforceable.

The Municipality of Cluj-Napoca and the Local Council of the Municipality of Cluj-Napoca filed an appeal against the Decision.

At the deadline of October 31, 2024, the High Court of Cassation and Justice issued Decision 1966, as follows:

"Rejects the appeal declared by the appellants-defendants Local Council Of Cluj-Napoca Municipality and Cluj-Napoca Municipality against civil decision no. 198/2024 of April 23, 2024, pronounced by the Cluj Court of Appeal – Civil Section II, as unfounded. Rejects the appeal declared by the appellant-plaintiff Impact Developer & Contractor S.A. against the same decision, as inadmissible. Order the appellants-defendants Local Council Of The Cluj-Napoca Municipality and the Cluj-Napoca Municipality to pay the sum of 22,195.58 lei, as court costs, to the appellant-plaintiff Impact Developer & Contractor S.A. "

The decision is irrevocable. As a result of the decision, the defendant paid to the Company a total amount of RON 11,945,625 which is represented by RON 4,597,116 damages and RON 6,976,548 interest expense. Following the above mentioned transaction, the Company has registered within Other operating income the following amounts: RON 7,219 thousand as interest and other compensation, RON 5,198 thousands as compensation fro impairment of inventories and RON 8,023 as Reversal of impairment of investments.

b) Litigation initiated by EcoCivica Foundation

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.

(All amounts are expressed in thousand RON, unless stated otherwise)

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.

At the trial from 31 of May 2024, the court remained in judgment on the exceptions invoked by Impact.

On 14 August 2024, the Court ruled on a number of exceptions (defences in a civil action) raised by the Company and the defendants in the case.

The Court ruled that the claims filed by EcoCivica Foundation for the suspension and annulment of the Construction Permits were time-barred and were dismissed as time-barred, while the claims filed by the other plaintiffs for the suspension of the Construction Permits were dismissed as lacking object. Environmental Permit 01/16.05.20 remains valid and has full legal effects.

The Court set a date of 11 April 2025.

Furthermore, the management considers that all the legal proceedings for the promotion and admission of the Zonal Urban Plan have been fulfilled. The arguments of the management are based on the fact that part of the buildings already constructed based on the building permit of which annulment is requested, have already been commissioned by the nominated local authorities – Bucharest City Council, and respectively Bucharest Building Inspectorate and registered in the Land Registry. Therefore, no provision has been registered in respect of the litigation, as at 31 December 2024.

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 in 2018 and to definitively open public access between Alley Privighetorilor and Drumul Pădurea Pustnicu. The specified road is used by the community of Grenfield Baneasa to facilitate the access within neighbourhood.The next term is set for the 01 April 2025.

29. TRANSACTIONS WITH RELATED PARTIES

a) Subsidiaries

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

	Registration country	Scope of activity
Clearline Development and Management SRL	Romania	Real estate development
Spatzioo Management SRL	Romania	Property management

Bergamot Developments SRL	Romania	Real estate development
Bergamot Developments Phase II SRL	Romania	Real estate development
Impact Finance & Sales 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
Aria Verdi Development SRL	Romania	Real estate development
Greenfield Property Management SRL	Romania	Real estate development
Impact Alliance Architecture SRL	Romania	Architecture services
Impact Alliance Moldova SRL	Romania	Constructions
R.C.T.I Company	Romania	Constructions

Transactions and balances with related parties during and for the 12 months period ended 31 of December 2024, as well as at year ended 31 of December 2023.

Impact is part of a VAT Group together with its subsidiaries.

The financing agreement signed between Libra Bank, Impact and its subsidiaries Bergamot Developments and Bergamot Developments Phase II generated receivables and liabilities intercompany because of the guarantee mechanism of the loan. The amount is RON 27,261 thousand as of 31 December 2023. As at 31 of December 2024 the loan was fully reimbursed.

Centralized balances	**31-Dec-24**	**31-Dec-23**
Trade receivables	776	1,342
Interest related to loans	15,049	12,188
VAT – fiscal group	6,473	6,750
Dividends to be collected	812	-
Receivables - current	**23,921**	**20,280**
Trade liabilities	(746)	(1,174)
Other debts	(6,472)	(27,261)
Trade liabilities - current	**(7,218)**	**(28,435)**
Loans granted to subsidiaries	56,101	55,796
Share capital decrease (Bergamot Developments)	-	6,348
Receivables – long term	**56,101**	**62,144**
Net exposure	**70,862**	**53,989**

Centralized transactions	**12M 2024**	**12M 2023**
Revenues from dividends	50,445	3,770
Revenues from services	2,766	2,553
Revenues from interest	4,140	4,209
Acquisition of goods and services	(1,767)	(90,074)
Interest costs	(459)	-
	55,124	**79,542**

(All amounts are expressed in thousand RON, unless stated otherwise)

Sales of goods and services	Transactions for the 12 months period ended 31-Dec -24	31-Dec -23	Balance as at 31-Dec-24	31-Dec-23
Subsidiaries				
Spatzioo Management S.R.L.	2,471	2,505	776	1,340
Clearline Development and Management	8	6	-	-
Bergamot Developments	8	6	-	-
Bergamot Developments Phase II	8	6	-	-
Impact Finance & Sales	8	6	-	-
Greenfield Copou Residence	7	6	-	1
Greenfield Copou Residence Phase II	7	6	-	-
Greenfield Property Management	8	6	-	-
Aria Verdi Development	8	6	-	1
Impact Alliance&Arhitecture	-	-	-	-
R.C.T.I. Company	234	-	-	-
	2,766	**2,553**	766	**1,342**

Acquisition of goods and services	Value of the transaction for the 12 months period ended 31-Dec-24	31-Dec-23	Balance as at 31-Dec-24	31-Dec-23
Subsidiaries				
Spatzioo Management SRL	1,666	1,024	2	1,010
R.C.T.I. Company	102	90,074	743	164
	1,767	**91,098**	**746**	**1,174**

Granted loans	Balance as at 31-Dec-24	31-Dec-23
Subsidiaries		
Clearline Development and Management	712	462
Bergamot Developments Phase II	4,699	7,299
Greenfield Copou Residence	50,476	48,035
Greenfield Copou Residence Phase II	22	-
Aria Verdi Development	32	-
Impact Finance	145	-
Greenfield Property Management	15	-
	56,101	**55,796**

(All amounts are expressed in thousand RON, unless stated otherwise)

Interest receivables	**31-Dec-24**	**Balance as at 31-Dec-23**
Clearline Development and Management	77	40
Bergamot Developments Phase II	1,702	2,590
Greenfield Copou Residence	13,269	9,558
	15,049	**12,188**

Interest income	**Value of the transaction for the 12 months period ended 31-Dec-24**	**31-Dec-23**
Subsidiaries		
Clearline Development and Management	37	24
Bergamot Developments Phase II	391	579
Greenfield Copou Residence	3,713	3,606
	4,140	**4,209**

Dividends received	**Value of the transaction for the 12 months period ended 31-Dec-24**	**31-Dec-23**
Subsidiaries		
R.C.T.I. Company	2,727	-
Bergamot Developments Phase II	7,722	-
Bergamot Developments	39,996	3,570
Impact Finance	-	200
	50,445	**3,770**

Loans received from subsidiaries	**31-Dec-24**	**Balance as at 31-Dec-23**
Clearline Development and Management	1,130	1,130
R.C.T.I. Company	-	3,700
	1,130	**4,830**

Interest expense	**Value of the transaction for the 12 months period ended 31-Dec-24**	**31-Dec-23**
R.C.T.I. Company	459	-
	459	**-**

Other debts	**31-Dec-24**	**31-Dec-23**
Greenfield Copou Residence	54	65
Bergamot Developments	1,216	1,334
Bergamot Developments Phase II	3,605	3,803
Spatzioo Management	157	163
R.C.T.I. Company	1,549	1.385

(All amounts are expressed in thousand RON, unless stated otherwise)

Total	**6,473**	**6,750**

VAT Group transactions	**31-Dec-24**	**31-Dec-23**
Bergamot Developments Phase II	4,535	7,482
Bergamot Developments	1,937	15,600
R.C.T.I. Company	-	3,747
Greenfield Copou Residence	-	187
Spatzioo Management	-	245
Total	**6,472**	**27,261**

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.

Remuneration of Company's management in 2024 was as follows:

	31-Dec-24 RON	**31-Dec-23 RON**
Short-term employee benefits	2,317,272	2,841,177
Post-employment benefits	-	-
Other long-term benefits	-	-
Termination benefits	-	-
Share-based payment	-	-
Total	**2,317,272**	**2,841,177**

The remuneration of the administrators, for the period ending as at 31 December 2024, is approved by the General Meeting of Shareholders.

c) Transactions with shareholders

In 2024, the Company did not declare or pay dividends to its shareholders.

The following transactions were concluded in 2024 with the majority shareholder or related party of Impact SA:

- RON 10,302 thousand transaction with Stegar Investment SRL (company controlled by Gheorghe Iaciu), for the acquisition of 19 residential units and corresponding parking spots in Boreal Plus Constanta

30. SHARES BASED PAYMENTS

In August 2022, the Board of Directors decided to implement the Stock Option Plan for 2021-2022, in order to reward, maintain and motivate the employees and members of the Company's management, respectively the members of the Board of Directors and the Company's directors.

The total number of shares that may be granted to Eligible Persons under this Plan is a maximum of 3,060 thousand registered shares ("Reserved Shares"). No share based payment was granted to employees in

2024 or in 2023.

31. AUDITOR OF THE COMPANY

KPMG Audit SRL was appointed by the decision of the General Meeting of Shareholders dated 29 April 2024, to audit the financial statements for 2024, prepared under the responsibility of IMPACT D&C's management according to the international standards – IFRS (including the consolidated financial statements). The auditors' liability towards IMPACT D&C and the General Meeting of Shareholders shall be determined and limited according to the law and the agreement concluded with them.

In 2024 the statutory auditor KPMG Audit SRL had a contractual statutory audit fee of EUR 140,400 (for the statutory audit of the consolidated and standalone annual financial statements of the Company and of its Romanian subsidiaries, as well as for the financial statements in ESEF digital format). Other services, related to inter-company transactions review, were contracted in 2024. Those services were valued at EUR 5,000 representing the other assurance services in relation to certain reports issued by the Company that are not prohibited by article 5(1) of Regulation (EU) no. 537/2014 of the European Parliament and of the Council.

In 2023 the statutory auditor of the Company was Ernst & Young Assurance Services SRL, which had a contractual statutory audit fee of EUR 126,200 (for the statutory audit of the consolidated and standalone annual financial statements of the Company and of its Romanian subsidiaries, as well as for the financial statements in ESEF digital format). Other services, related to inter-company transactions review, were contracted in 2023. Those services were valued at EUR 5,500, representing the other assurance services in relation to certain reports issued by the Company that are not prohibited by article 5(1) of Regulation (EU) no. 537/2014 of the European Parliament and of the Council.

32. SUBSEQENT EVENTS

a) Closing of the OTB Bank loan facility

On 28 February 2025, IMPACT SA has closed the OTP Bank project loan contracted for the development of the Greenfield Baneasa Teilor project. As at 31 December the bank loan balance was of RON 86,560 thousand. The loan was fully reimbursed one month in advance of its maturity date.

b) Utilisation of the Libra Bank loan

The Libra Bank credit facility of EUR 7,000 thousand, which was signed in December 2024 by the Company, has been fully utilised on 28 February 2025, for in order to complete the necessary amount for the closing of the OTP Bank credit facility.

c) Loan facility from the majority shareholder

A loan facility in amount of RON 15,000 thousand has been provided by Gheorghe Iaciu, the majority shareholder of the Company in February 2025. The facility has a 1 year maturity and a fixed interest rate of 6.95%. An amount of RON 8,000 thousand has been used up to date, for working capital needs.

d) Closing of an intercompany loan facility

On 18 March 2025 the loan facility provided by the Company to one of its subsidiaries Bergamot Developments II, has been fully reimbursed. The outstanding amount as at 31 December 2024 was RON 4,699,407.

The standalone financial statements have been authorized for issue by the management on 29 March 2025 and signed on its behalf by:

Iuliana Mihaela Urda	**Dan Sebastian Campeanu**	**Claudiu Bistriceanu**
Chairman of the BoD	Chief Executive Officer	Chief Financial Officer