F.G. EUROPE S.A.

SOCIETE ANONYME WHOLESALER OF ELECTRICAL

AND ELECTRONIC APPLIANCES

Distinctive Title: F.G. EUROPE S.A.

128, Vouliagmenis Ave.
166 74 Glyfada
General Commercial Register (G.E.M.I.) No. 125776001000

ANNUAL FINANCIAL REPORT

For the Fiscal Year ended December 31, 2023

According to
the International Financial Reporting Standards (IFRS)

CONTENTS

Page

- **Board of Directors Annual Report ……………………………………………** 3
- **Independent Auditor's Report …………………….……………………..** 20
- **Annual Financial Statements ……….………………………………….** 24

F.G. EUROPE A.E.
SOCIETE ANONYME WHOLESALER OF ELECTRICAL AND ELECTRONIC APPLIANCES

BOARD OF DIRECTORS ANNUAL REPORT ON THE FISCAL YEAR 1/1-31/12/2023

To the Shareholders of F.G. EUROPE S.A.

The Company's Board of Directors hereby submits its Annual Report on the Fiscal Year 1/1-31/12/2023, prepared in accordance with the provisions set forth in Law 4548/2018.

This Report provides brief information on financial results, current financial positions and any changes thereto, recent developments and other change regarding the Company and the Group during the reporting year.

Reference is also made to any significant events that took place during the reporting year and in any way affecting the Separate and Consolidated Annual Financial Statements as well as to any significant risks that may arise for the Company and the Group,

F.G. EUROPE Group companies:

F.G. EUROPE S.A.: Parent Company of the Group.
The Company operates in the Durable Consumer Goods market (importing and acting as wholesaler of Air-conditioning Units of all types, both for residential and professional use, White Electrical Home Appliances, and Consumer Electronics).

From 2012, F.G. EUROPE became the exclusive distributor for the Greek Market of Air-conditioning Units and White Appliances of the Chinese manufacturer giant Midea. Midea is one of the largest manufacturing and export companies of White Electrical Home Appliances, globally.

Meanwhile, F.G. EUROPE carries its own line of white electrical home appliances under its own brand name, ESKIMO, which presence dates back to 1958.

During the year 2019, F.G. EUROPE became the exclusive distributor of the white appliances Hitachi to the Hellenic market.

(All amounts in Euro thousands unless otherwise stated)

F.G. EUROPE is active in 7 countries in total (Greece and Southeastern Europe) as the exclusive distributor of Midea products (mainly air-conditioners). Furthermore, starting from 2015, F.G. EUROPE has been the exclusive distributor of Midea products in the Balkans, and, from 2017, also in Great Britain and Ireland.

FG EUROPE KLIMA TEKNOLOJILERI SANAYI VE TICARET ANONIM SIRKETI: In order to expand the Company's operation in Turkey, a subsidiary company was incorporated in 2014, based in Istanbul, for sale of all types of air-conditioners in Turkey. The company's share capital amounts to € 6.947 thousands and F.G. EUROPE participation stake is 90,50 %.

FG EUROPE UK LIMITED: In order to expand the Company's operation in UK, a subsidiary company was incorporated in 14/2/2017, based in London, for sale of all types of air-conditioners in UK. The share capital amounts to € 931 and FG EUROPE SA participation stake is 100%.

FG EUROPE HVAC IRELAND LIMITED: In order to expand the Company's operation in UK, a subsidiary company was incorporated on 26/4/2021 based in Dublin. The company operates in sale of all types of air conditioners in Ireland. Its initial capital amounts to €100 and F.G. EUROPE S.A. participation stake is 100%.

R.F. ENERGY S.A.: Subsidiary of the Group. F.G. EUROPE S.A. until 27/7/2023 owned a 50% stake. Restis Family also owns a 50% share. R.F. ENERGY is a holding company, and its objective is development, management and ownership of energy production projects, focused on Renewable Energy Sources.

R.F. ENERGY's subsidiaries as at 27/7/2023 are as follows:

Subsidiary title	Operation	Percentage of interest 27/07/2023
Direct holdings		
• CITY ELECTRIC SINGLE MEMBER S.A.	Energy production	100,00%

On 27/07/2023, the Company's investment under the title "RF ENERGY S.A." was transferred to the company "FG ENERGY S.A.", which arose from the partial split from FG EUROPE S.A. by the spin-off of the REAL ESTATE & ENERGY segment

A. Recent Developments – Changes to the Financial Sizes of the Company and the Group

At Parent Company Level:

Analytically:

Sales: In 2023, the Company's total sales amounted to € 89.090 compared to € 76.506 in 2022, recording an increase of 16,45%. This increase in total sales is attributed to favorable climatic conditions for air conditioner sales during the second half of 2023, as well as the implementation of an old appliance replacement program within 2023. The Company's air conditioner sales abroad decreased by 10%, which was offset by a 35% increase in domestic sales. Sales of White Appliances increased by 52%. The ratio of the Company's foreign to domestic sales stood at 33/67 in 2023, compared to 43/57 in 2022.

Gross Profit: The Company's gross profit increased by 28,33% and amounted to € 22.997 in 2023, compared to € 17.920 in 2022. Gross profit ratio in 2023 also appears increased, rising to 25,81% compared to 23,42% in 2022. The improvement in gross margin is attributed to a 35% increase in air conditioner sales in Greece, despite a 10% decrease in foreign sales, as the profit margin is higher in Greece. Moreover, the payment of part of the orders in cash enables a higher discount from suppliers.

General overheads: The Company's general expenses increased by 31,45%, amounting to € 14.551 in 2023 against € 11.070 in 2022 mainly because of the increase in distribution expenses due to the increase in sales.

EBITDA: In 2023, EBITDA stood at € 12.798 against € 11.814 in 2022 increased by 8,33%. The operating margin was 14,37% against 15,44% in 2022.

Financial Result: The financial result of the period was expenses € 2.916 in 2023 against the expenses of € 1.679 in 2022.

Profit/(loss) after Tax: The Company's profits after taxes, from continuing operations, in 2023 amounted to € 5.038 compared to profit of € 4.580 in the corresponding period of 2022. This increase is mainly due to turnover and gross profit margin.

Cash and Cash equivalents: Cash equivalents amounted to € 6.911 against € 4.106 on 31/12/2022. The increase in cash is temporary.

Trade receivables: Trade receivables are increased by 8,92% (€ 37.018 on 31/12/2023 against 33.988 on 31/12/2022).

Inventories: The Company's inventories are decreased by 15,31% amounting 17.485 against € 20.645 on 31/12/2022.

Total Liabilities: The Company's Total Liabilities were increased by 5,57% (to € 73.410 on 31/12/2023 against € 69.539 on 31/12/2022).

At Group level :

Sales : The Group's total sales in 2023 amounted to € 105.919 compared to € 87.767 in 2022, recording an increase of 20,68%.

Gross Profit : The Group's gross profit is increased by 37,13%, amounting to € 33.139, compared to € 24.167 in 2022. In 2023, gross profit ratio is increased, standing at 31,29% compared to 27,54% in 2022.

General Overheads : The Group's general expenses in 2023 are increased by 34,85%, amounting to € 21.278 compared to € 15.779 in 2022.

EBITDA : The Group's earnings before interest, tax, depreciation and amortization (EBITDA) are increased by 18,39%, amounting to € 16.631 in 2022 compared to € 14.048 in 2022. The operating margin for the current year stood at 15,70% compared to 16,01% in 2022.

Financial Results : The Group's financial result stood at expense of € 4.072 against expense of € 1.511 in 2022.

Profit before tax : The Group's profit / (loss) before tax stood at profit of € 9.761 as at 31/12/2023 compared to profit of € 7.860 in 2022.

Cash and cash equivalents : The Group's cash and cash equivalents amounted to € 8.195 as at 31/12/2023 compared to € 5.878 as at 31/12/2022.

Trade and other receivables : The Group's trade and other receivables are increased by 10,69% (€ 32.422 as at 31/12/2022 compared to € 29.292 as at 31/12/2022).

Inventories : The Group's inventories are increased by 1,14% as at 31/12/2023, amounting to € 28.587 compared to € 28.266 as at 31/12/2022.

Total Liabilities : The Group's total liabilities increased by 5,82% to € 75.595 as at 31/12/2023 against € 71.434 as at 31/12/2022, mainly due to the increase in total liabilities of the Parent Company.

(All amounts in Euro thousands unless
otherwise stated)

B. ALTERNATIVE PERFORMANCE MEASURES (APM)

The Group is using APMs as a decision-making tool regarding the assessment of its performance. These APMs could be helpful in the better understanding of the finance and operating results, the financial position, and the cash flow statement of the Group. The APMs should always be examined in combination with the financial results according to IFRS and under any circumstances they cannot replace them.

For performance evaluation of the Company and the Group, several profitability ratios are used. These are: EBITDA (Earnings Before Interest, Taxes, Depreciation and Amortization), EBITDA Margin (EBITDA/ Sales), Earnings before tax Margin (EBT/ Sales), ROE (Return on Equity). Also, inventory turnover ratio and liquidity ratios are used (Current and Quick Ratio).

The Management restated the ratios of the Group for the comparative period (2022) for the purpose of taking into consideration only the data of the continuing operations, in order to be comparable with the data of 2023. No other change has taken place for the calculation of the ratios.

Calculation on APMs presented below:

B1. Liquidity Ratios (Continuing Operations)

In order to assess liquidity and count its ability to address current liabilities as they fall due, the Group and the Company apply the following ratios:

	2023	2022	Definition
Current Ratio (Company level)	2,43	1,20	Current Assets / Current Liabilities
Current Ratio (Group level)	2,53	1,25	
Quick Ratio (Company level)	1,74	0,78	(Current Assets – Inventory) / Current Liabilities
Quick Ratio (Group level)	1,49	0,70	

B.2. Inventory Turnover Ratio (Continuing Operations)

In order to present the efficient use of inventory, the Group and the Company apply Inventory Turnover Ratio. This ratio counts the number of days that inventory is stocked before it is sold.

(All amounts in Euro thousands unless otherwise stated)

	2023	2022	Definition
Inventory Turnover Ratio (Company level)	97	129	Inventory / Cost of Sales * 365
Inventory Turnover Ratio (Group level)	143	162	

B.3. Return on Equity Ratio (ROE) (Continuing Operations)

In order to assess the effectiveness of equity, the Group and the Company calculate the Return on Equity Ratio (ROE).

This ratio presents Profits after Taxes as a percentage of Equity.

Return on Equity Ratio is calculated in order to show how effectively an entity uses its equity in order to generate profit, expressed as a percentage. ROE is used as an indication of effectiveness, showing how much profit can be realized by the use of resources invested by the shareholders (share capital) and reserves.

	2023	2022	Definition
Return on Equity Ratio (Company level)	26,79%	33,27%	Profit after tax / Equity
Return on Equity Ratio (Group level)	34,07%	40,09%	

B.4. Performance Ratios (Continuing operations)
In order to asses its performance, the Group applies several performance ratios:

B.4.1. Profit before Tax Margin depicts profit before tax as a percentage of sales (Continuing operations).

	2023	2022	Definition
Profit before tax Margin (Company level)	7,56%	7,70%	Profit before tax / Turnover
Profit before tax Margin (Group level)	9,22%	8,96%	

B.4.2. EBITDA which shows EBITDA as a percentage of sales (Continuing operations).

	2023	2022	Definition
EBITDA (Company level)	14,36%	15,44%	EBITDA (*) / Turnover
EBITDA (Group level)	15,70%	16,01%	

(All amounts in Euro thousands unless
otherwise stated)

(*) EBITDA = Earnings Before Interest, Taxes, Depreciation and Amortization calculated as follows:

	Group 01/01-31/12/2023			Group 01/01-31/12/2022			
	Cont. Oper.	**Disc. Oper**	**Total**	**Cont. Oper.**	**Disc. Oper**	**Spin off**	**Total**
Profit before Tax	9.760	(954)	8.806	7.860	1.012	1.776	10.648
+ Finance cost	6.465	1	6.466	5.180	12	7	5.199
-Debit Exchange Differences	(2.363)	-	(2.363)	(1.401)	-	-	(1.401)
- Finance income	(2.392)	(3)	(2.395)	(3.669)	-	(812)	(4.481)
+ Credit Exchange Differences	1.955	-	1.955	1.796	-	-	1.796
+ Rental discount	403	-	403	1.353	-	-	1.353
+ Other credit interest	-	-	-	507	-	-	507
+ Depreciation of PPE and intangible assets	2.804	5	2.809	2.423	-	7	2.430
EBITDA	**16.631**	**(951)**	**15.680**	**14.048**	**1.024**	**978**	**16.050**

	Company 01/01-31/12/2023			Company 01/01-31/12/2022			
	Cont. Oper.	**Disc. Oper**	**Total**	**Cont. Oper.**	**Disc. Oper**	**Spin off**	**Total**
Profit before Taxes	6.734	(33)	6.701	5.894	1.012	(1.010)	5.896
+ Finance cost	3.916	-	3.916	3.627	12	3.774	7.413
-Debit Exchange Differences	(126)	-	(126)	(72)	-	-	(72)
- Finance income	(1.000)	-	(1.000)	(1.948)	-	(812)	(2.760)
+ Credit Exchange Differences	87	-	87	88	-	-	88
+ Rental discount	403	-	403	1.353	-	-	1.353
+ Other credit interest	-	-	0	507	-	-	507
- Dividends receivable from subsidiaries	-	(500)	(500)	-	-	(2.781)	(2.781)
+ Depreciation of PPE and intangible assets	2.784	5	2.789	2.365	-	7	2.372
EBITDA	**12.798**	**(528)**	**12.270**	**11.814**	**1.024**	**(822)**	**12.016**

Significant Events in 2023

Subsidiary Dividend Distribution

On 8/6/2023, RF ENERGY SA, a subsidiary company of the FG EUROPE SA group, following the convening of the Regular General Meeting, decided to distribute a dividend for 2022 amounting to € 1.000 to the shareholders of FG. EUROPE S.A. (50%) and FIRST ENERGY HOLDINGS LTD (50%). The amount of € 500, arising from the energy segment spin off, was contributed to "FG ENERGY S.A." on 27/7/2023.

Regular General Meeting

The Regular General Meeting of the Company's shareholders held on June 16 2023, in which eleven (11) shareholders representing 100% of the Company's total shares were present and legally represented, unanimously:

1. Approved the Separate and Consolidated financial statements for the FY 1/1 to 31/12/2022.
2. Decided not to distribute a dividend to the company's shareholders,
3. Discharged the members of the Board of Directors and the Certified Public Accountants of any compensation liability for the FY 1/1 to 31/12/2022.
4. Approved the new members of the Board of Directors, as follows:

- Georgios Fidakis, father's name – Athanasios - as effective
- Ioannis Pantousis, father's name – Dimitrios – as effective
- Athanasios Fidakis, father's name – Konstantinos – as effective
- Athina Raptaki, father's name Dimitrios – in replacement of Konstantinos Demenagas, father's name Andreas - Fotios, who has resigned
- Athanasios Charbis, father's name Panagiotis – in replacement of Andreas Politis, father's name Dimitrios, who has resigned

6. Granted permission in accordance with Articles 99 and 100 of the C.L. 4548/2018 and approved the conclusion of contracts between the Company and the members of the Board of Directors or companies affiliated with them.
7. Granted permission to the members of the Board of Directors and the directors of the Company in accordance with Article 98 par. 1 of the C.N. 4548/2018, to participate in Boards of Directors or in the management of companies affiliated with the Company that pursue same or similar purposes.
8. Elected the auditing firm GRANT THORNTON, to perform the statutory audit of the Company's financial statements, Separate and Consolidated, as well as the tax audit for the FY 1/1 to 12/31/2022 and approved the agreed fees.
9. Approved related party transactions.
10. Finally, it was reported that the Company's and the Group's performance within 2024 in the first half of the year is considered highly satisfactory. Despite the extremely difficult international economic conditions, the upward trend in sales and profitability at separate and consolidated level was estimated to continue within the second half of 2024.

Partial Real Estate & Energy segment split off

On December 1, 2022, the Company's Board of Directors, aiming at a better commercial management and support of the Real Estate & Energy segment, due to the different nature of activities, decided to initiate partial split off procedures of the Company. In particular, it proposed the Partial Split off shall take place in accordance with the provisions of Articles 54 of Law 4172/2013 and 61 of Law 4438/2016, as well as Articles 59-74 of Law 4601/2019, as effective and explained that the Split off shall be an act by which the Company will transfer, without liquidating the Segment, to a new societe anonyme ("Beneficiary"), leaving at least one segment of activity in the Company, in exchange for the pro rata issue of shares of the Beneficiary to the Company's shareholders. To this end, it was approved the initiation of procedures for the Partial Split off and the preparation of a partial split off plan with the transfer of the Segment and its contribution to a new company ("Partial Split off Agreement Plan").

On June 9, 2023, the Company's Board of Directors approved the balance sheet presenting the Segment's assets with closing date December 31, 2022 ("Transformation Balance Sheet"). Moreover, it approved the 24.05.2023 valuation report of the Company's and the Segment's net assets ("Valuation Report") which was prepared by Certified Public Accountants.

On July 13, 2023, the Company's General Meeting:

- Approved the Draft Partial Split off Agreement and in particular the Company's Split off in accordance with Articles 59-74 of Law 4601/2019, as well as Articles 54 of Law 4172/2013 and 61 of Law 4438/2016, as effective, i.e. the Company's partial split off, according to the Transformation Balance Sheet and the Valuation Report, with the transfer and contribution of the Segment to the Beneficiary in accordance with Article 56 par. 3 of Law 4601/2019.

- Decided on the establishment of the Beneficiary, i.e. the establishment of a societe anonyme under the title "FG Energy S.A." to which the Segment shall be contributed and approved its Articles of Association in the form proposed by the Chairman of the General Meeting.

- Decided to reduce the Company's share capital by the amount of (€ 2.175.000) by reducing the number of its shares by (7.250.000) common registered shares of nominal value thirty euro cents (€0.30) each, and the consequent amendment of Article 5 of the Company's Articles of Association, so that the Company's share capital will now amount (€8.695.046,10) divided into (28.983.487) common registered shares of nominal value thirty euro cents (€0.30) each.

On 27/07/2023, the establishment of the societe anonyme under the title "FG ENERGY S.A.", distinctive title "FG ENERGY S.A." was registered in the General Commercial Register (G.E.MI.) and published on the website of the G.E.MI. under G.E.MI. number: 171747801000 arising from the Energy & Real Estate segments partial spin-off and in particular a) the Company's investment in the societe anonyme "R.F. Energy Holdings S.A." and distinctive title "RF ENERGY SA", b) the production license for a wind farm of installed capacity 26.40 MW and a maximum production capacity of 25.50 MW at the location "PAPARITSA" in western Greece, c) the option to acquire shares of companies with 40 MW photovoltaic parks production licenses, d) the property of 220 square meters located at 80 Platonos Street and 55 Electras Street in Kallithea, e) the property of 67,59 square meters located in the Municipality of Distomo-Arachova-Antikyra, f) the horizontal property of 29,25 square meters located at 128 Vouliagmeni Avenue in Glyfada, and g) the Company's ownership rights over 5 land ownerships in the area of Amfissa, owned by "F.G. EUROPE S.A." and G.E.MI. no. 125776001000, in accordance with Article 56 par. 3 and 59 -74 of Law 4601/2019, Article 54 of Law 4172/2013 and Article 61 of Law 4438/2016, as well as the Articles of Association of the new societe anonyme under the title "FG ENERGY S.A.", as it was prepared with the No. 29.087/20-07-2023 Notarial Deed of the Athens Notary NIKOLETTA GIFTOPOULOU - PSYCHA, consisting of twenty-one (21) articles.

D. Post Statement of Financial Position date Significant Events

In January 2024, the Parent Company completed the acquisition of an additional 4,58% of the share capital of the subsidiary FG EUROPE KLIMA TEKNOLOJILERI SANAYI VE TICARET A.S. against a consideration of € 1.200 (TL 37.600). Following the above transaction, the parent company currently owns 95,08% of the total share capital of the subsidiary company.

In March 2024, a Joint Venture Bond Loan agreement of € 45.000 was signed with disbursement in two tranches. The managing bank is Piraeus Bank with a 40,00% stake, while Optima Bank with 24,44%, Attica Bank with 20,00% and Alpha Bank with 15.56% also participate. The loan term is 6-year, with repayment in unevenly increasing instalments and an interest rate of Euribor 3M + 2.20%. The loan is secured by a personal guarantee of Mr. Georgios A. Fidakis, and collateral security at a rate of 45%, namely: stocks at a rate of 33,89% and securities at a rate of 11,11%. Tranche A of € 40.000 was disbursed on 27/03/2024, while Tranche B of € 5.000 can be disbursed within one year. With the disbursement of Tranche A, all existing Common Bond Loans (Attica Bank, Piraeus Bank and Optima Bank) for a total amount of € 29.825 were fully repaid (following payment of the scheduled € 800 instalment on the Piraeus Bank loan) and imports and other activities of the company were financed. Tranche Series B is expected to be disbursed in March 2025.

E. Prospects for 2024

The prospects and results for the year depend on both the conditions in the global and domestic economy and market and the climatic conditions. If these conditions improve, the Management is optimistic of further improvement in revenues in 2024 both domestically and abroad.

F. Risks and Uncertainties

Financial risk management

Financial risk factors

The Group’s and the Company’s operations are exposed to various financial risks (including currency risk, fair value interest rate risk, cash flow risk and price risk), credit risk and liquidity risk. The Group's and the Company's risk management policy focuses on the unpredictability of the capital markets aiming at minimizing potential adverse effects on the Group's and the Company's financial performance. The Group and the Company in certain cases use derivative financial instruments to hedge its exposure to certain risks.

Risk management is carried out by the treasury department under policies approved by the Board of Directors. The treasury department identifies, evaluates and hedges financial risks in close cooperation with the Group’s operating units. The Board of Directors provides written principles for overall risk management, as well as written policies covering specific areas, such as foreign exchange risk, interest rate risk, and credit risk, use of derivative financial instruments and non-derivative financial instruments and investment of excess liquidity.
The following sensitivity analysis of the results for the Group and the Company is based tax rate 22% for 2023 and 2022.

Risks

Currency Risks

The Group and the Company operate internationally and are exposed to currency risks arising from exposure to different currencies mainly USD, JPY, TRY and GBP. Currency risk arises from assets and liabilities in a foreign currency other than Euro. The Group and the Company on a case-by-case basis hedges the currency risk by entering into derivative contracts but does not make use of hedge accounting.

On December 31, 2023, earnings after tax and equity of the Group and the Company would have been by € 15 respectively (€ 2 respectively in 2022 for the Group and the Company) (lower) / higher if € had been weaker / stronger than the USD by 4% (comparative year: 9%) with other variables remaining constant, both as a result of foreign exchange losses / gains in the settlement of trade payables offset by credit / debit exchange differences in the conversion of cash and cash equivalents and as a result of losses / gains from exchange differences during the collection of trade receivables.

On December 31, 2023, earnings after tax and equity of the Group and the Company would have been by € 0 and € 0 respectively (€ 5 and € 18 respectively in 2022 for the Group and the Company) (lower) / higher , if € was weaker / stronger than the JPY by 9% (comparative year: 8%) with other variables remaining constant both as a result of foreign exchange losses / gains on settlement of trade liabilities offset by credit / debit foreign exchange differences on the conversion of cash and cash equivalents and as a result of losses / gains from exchange differences in the collection of trade receivables.

On December 31, 2023, earnings after tax and equity of the Group and the Company would have been by € 206 and € 0 respectively (€ 406 and € 2 respectively in 2022 for the Group and the Company) (lower) / higher, if € was weaker / stronger than the GBP by 2% (comparative year: 5%) with other variables remaining constant mainly as a result of foreign exchange gains / losses in the collection of trade receivables.

On December 31, 2023, earnings after tax and equity of the Group and the Company would have been by € 550 and € 0 respectively (€ 350 and € 0 respectively in 2022 for the Group and the Company) (lower) / higher, if the € was weaker / stronger than the TRY by 25% (comparative year: 14%) with other variables remaining constant mainly as a result of foreign exchange gains / losses in the collection of trade receivables.

Market Risks

The Group and the Company are exposed to share price risks arising from investments in shares of companies listed on the Athens Stock Exchange (Athex) and characterized, for the purpose of preparing the Financial Statements, as held for sale. To facilitate management of the price risks arising from investments in shares, the Group and the Company creates diversification in its portfolio. The portfolio diversification is in accordance with the decisions of the Board of Directors regarding the investment cash available in shares.

The portfolio shares are included in the Athex General Index. The effect that an increase/decrease in the Athex General Index would have on the Group's Equity for the year 2023, under the assumption of an increase/decrease in the Athex General Index of 18%, (comparative year: 11%) keeping all the other variables remaining constant would be as follows:

On December 31, 2023, earnings after tax and equity of the Group and the Company would have been by € 2 (€ 1 in 2022) as a result of the gains / (losses) that would arise from the valuation of other financial assets.

Cash Flows and Interest Rate Risk

The Group and the Company have no significant interest-bearing assets and its income and operating cash flow are substantially independent of changes in market interest rates. The interest rate risk arises from long term and short term borrowing from banks in Euro with variable interest rates.

The Group and the Company analyze the interest rate exposure on a continuous basis taking into consideration the possibility of restructuring debt with alternative terms and types as well as the renewal of existing positions. Based on these alternatives the Group and the Company calculate the impact on significant medium- and long-term debt positions a shift in interest rates would have.

If on December 31, 2023 interest rates in Euro were higher/lower by 195 units for the Group and the Company (comparative year: higher/lower by 121 units for the Group and the Company) with other variables remaining constant earnings after tax and equity would have been lower/higher for the Group and the Company by € 306 (€ 351 in 2022 for the Group and the Company). This would be mainly due to the higher financial cost of bank borrowing with a floating interest rate in €.

If on December 31, 2023 TRY interest rates were higher/lower by 300 units for the Group and the Company, all other variables remaining constant, earnings after tax and equity would have been higher/lower for the Group and the Company by € 28 (€ 11 in 2022). This would be mainly due to the lower financial cost of bank borrowing with a floating interest rate in €.

Credit Risk

Credit risk is managed at Group level. Credit risk arises mainly from credit exposures to customers including accounts receivable. The commercial departments assess the customer's creditworthiness taking into consideration their financial position, previous trading experience and other factors and set credit limits which are regularly monitored and cannot be exceeded by an individual customer. Sales to retail customers constitute approximately 1% of the Group's total turnover and are mainly carried out in cash. During the year, no credit limits were exceeded and the Group Management does not expect material losses arising from non-performance of accounts receivable. Moreover, the Company's receivables are distributed among a wide number of customers, therefore, there is no concentration of them and consequently credit risk is significantly limited.

(All amounts in Euro thousands unless
otherwise stated)

The maximum exposure of the Group and the Company to credit risk arising from trade receivables on 31/12/2023 is analyzed in Note 13.

Liquidity Risk

Liquidity risk management ensures sufficient cash and cash equivalents as well as secured credit ability through approved financing limits for working capital and issuing guarantees to suppliers, which on 31/12/2023 amounted to € 62.384 for the Group and € 61.448 for the Company (on 31/12/22 - to € 49.055 for the Group and € 49.421 for the Company). The Group and the Company Management monitors and adjusts the cash daily based on the expected cash inflows and outflows. The following table analyzes the Group's obligations per maturity based on the remaining contractual term at the Statement of Financial Position date.

Group Dec 31, 23	< 1 year	Between 2 and 5 years	> 5 years	Total
Borrowings	10.943	19.295	3.000	33.238
Leasings	2.231	10.289	15.311	27.831
Trade and other payables	14.141	-	-	14.141
Total	**27.315**	**29.584**	**18.311**	**75.210**

Group Dec 31, 22	< 1 year	Between 2 year and 5 years	> 5 years	Total
Borrowings	37.511	-	-	37.511
Leasings	1.781	8.373	11.963	22.117
Trade and other payables	13.445	-	-	13.445
Total	**52.737**	**8.373**	**11.963**	**73.073**

The table below analyses the Company's liabilities based on the remaining period at Statement of Financial Position date.

Company Dec 31, 23	< 1 year	Between 2 and 5 years	> 5 years	Total
Borrowings	10.007	19.295	3.000	32.302
Leasings	2.231	10.287	15.313	27.831
Trade and other payables	13.018			13.018
Total	**25.256**	**29.584**	**18.313**	**73.151**

Company Dec 31, 22	< 1 year	Between 2 and 5 years	> 5 years	Total
Borrowings	37.146	-	-	37.146
Leasings	1.781	8.373	11.963	22.117
Trade and other payables	10.138	-	-	10.138
Total	**49.065**	**8.373**	**11.963**	**69.401**

Global Economy Uncertainties: Risks - Impact – Countermeasures

The global economy is displaying signs of stabilization while inflation is easing and growth remains in positive ground. The decrease in inflation is expected to have a positive impact on interest rates and thus on the Company's cost of financing. However, geopolitical risks remain, with the war in Ukraine continuing, and the Middle East crisis started in October 2023 resulting in delayed deliveries of goods and increased transportation costs.
The prospects and results for the year 2024 are directly related to the situation that prevails on the one hand in the global economy and on the other in the domestic economy and market. Potential escalation of geopolitical events in Ukraine and the Middle East, an excessive increase in interest rates, a resurgence of the energy crisis or a financial crisis will lead to a further deterioration of the economic environment and impose additional pressure on the markets in which the company operates.
The Company's Management continuously monitors, evaluates and analyses developments, economic and social changes, based on the anticipated short and long-term market conditions, in order to maintain a high level of adaptability and take coordinated action to strengthen the mechanisms that will ensure the Company's key financial ratios and the implementation of its business plans.

G. Equity Shares

As at December 31, 2023, F.G. EUROPE S.A. owns no equity shares.

H. Internal Code of Conduct

The Company operates under an internal code of conduct, which is updated and kept abreast of current events, in order to incorporate any issues arising pertaining to matters of corporate governance, as well as any changes in the organizational structure of the Company.

I. Corporate Social Responsibility

F.G. EUROPE S.A. is especially sensitive to matters of corporate social responsibility that concern environmental awareness and protection, responsibility towards its employees and contribution to society as a whole, through sponsorships and actions. Social responsibility is developed and implemented through a system of values, objectives and actions relating to corporate governance. Respect for the environment, promoting renewable energy sources, taking part in recycling initiatives and implementing recycling policies, all are guidelines incorporated in FG Europe's strategy. The companies of the Group, following a path of sustainable growth, operate in a manner that protects both the environment.

The Management's commitment is to continue in the future implementing the actions aimed assisting our fellow human beings, without sparing material and moral burdens.

J. Dividend Policy

In accordance with relevant provisions of Greek Law (Law 4548/2018) the Company is obliged to distribute to its shareholders a minimum dividend (Article 161), which is calculated at 35% of its net profits after tax and deduction for accounting reserve and the other income of the statement of Comprehensive Income which do not come from realized profits, which is paid in cash.
The Law provides that the minimum dividend of 35% can be reduced (but not less than ten per cent (10%), by a General Meeting of Shareholders resolution, in which a majority of at least 66,67% (2/3) of shareholders are represented and vote. The Law according to the paragraphs 3 and 4 of Article 130, provides that this obligation can be waived by a General Assembly of Shareholders resolution (a quorum of 1/2 of the paid-up share capital, reduced to 1/3 in the event of a re-assembly, in which a majority of at least 80% of shareholders are represented and vote). The Company Board of Directors decided to recommend to the General Meeting of Shareholders not to distribute any profit to the shareholders of the Company from the profit of FY 2023.

K – Internal Control

Internal Control – Audit Committee

General Principle 1

The Board of Directors should present a balanced and clear assessment of the company's position and prospects and ensure the integrity of financial statements and disclosures to shareholders and to the public.

General Principle 2

The Board of Directors should maintain a sound system of internal control to safeguard shareholders' investment and the company's assets and ensure that significant risks are identified and adequately managed. The Board of Directors should regularly review the corporate strategy, the main risks to the business, and the effectiveness of the systems of internal control in managing these risks. The review should cover all material controls, including financial, operational and compliance controls, as well as the risk management systems. The Board of Directors, through its audit committee (where applicable) should also develop a direct and ongoing relationship with and receive regular reports from the company’s auditors in respect of the effective functioning of the control system.

Internal Control System and Risk Management

Main features of the internal control system:

The Company’s internal audit for the purposes of statutory and extraordinary audits is conducted by the Head set by the Board of Directors. During his exercise of control, the Head takes note of all necessary books, documents, records, bank accounts and portfolios of the Company, with the continuing cooperation of the Management in order to be provided with all information and data necessary for the smooth implementation of planned and emergency audits and preparation of reports with the utmost accuracy in the information and conclusions contained therein.

Risk Identification, Evaluation and Management

The Company has developed and implemented a Risk Management System in order to identify, evaluate and manage the risks it may face in the course of its operations, as such risks can directly or indirectly affect the financial statements. The system makes provisions for systematic recording and evaluation of risks per operating area, as well as assessing adequacy of the company's coverage against such risks. In compliance with the Risk Management System, assessment findings are discussed at the Management level, while the Board of Directors is informed about the most significant issues. It is to be noted that the Company has developed and implements specific procedures and systems ensuring reliability and validity of the separate and consolidated financial statements, as well as their compliance with the provisions of the International Financial Reporting Standards.

Glyfada, July 8, 2024

THE
CHAIRMAN OF THE BOARD OF DIRECTORS

GEORGIOS FIDAKIS

Independent Auditor's Report

(This report has been translated from Greek original version)

To the shareholders of the Company "F.G. EUROPE S.A. WHOLESALER OF ELECTRICAL AND ELECTRONIC APPLIANCES"

Report on the Audit of the Separate and Consolidated Financial Statements

Opinion

We have audited the accompanying separate and consolidated financial statements of the company "F.G. EUROPE S.A. WHOLESALER OF ELECTRICAL AND ELECTRONIC APPLIANCES" (the Company), which comprise the separate and consolidated statement of financial position as at December 31st, 2023, the separate and consolidated statements of comprehensive income, changes in equity and cash flows for the year then ended and notes to the financial statements that include significant accounting policy information.

In our opinion, the accompanying separate and consolidated financial statements present fairly, in all material respects, the financial position of the Company "F.G. EUROPE S.A. WHOLESALER OF ELECTRICAL AND ELECTRONIC APPLIANCES" and its subsidiaries (the Group) as of December 31st, 2023, their financial performance and their cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRS) as endorsed by the European Union.

Basis for Opinion

We conducted our audit in accordance with the International Standards on Auditing (ISAs) as they have been transposed in Greek Legislation. Our responsibilities under those standards are described in the "Auditor's responsibilities for the audit of the separate and consolidated financial statements" section of our report. During our audit, we remained independent of the Company and the Group within the entire course of our appointment, in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) as transposed in Greek legislation and the ethical requirements relevant to the audit of the separate and consolidated financial statements in Greece. We have fulfilled our responsibilities in accordance with the provisions of the currently enacted law and the requirements of the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management for the separate and consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the separate and consolidated financial statements in accordance with International Financial Reporting Standards, as endorsed by the European Union, and for such internal control as management determines is necessary to enable the preparation of separate and consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the separate and consolidated Financial Statements

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

As part of an audit in accordance with ISAs as they have been transposed in Greek Legislation, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the separate and consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's and the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's and the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the separate and consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company and the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the separate and consolidated financial statements, including the disclosures, and whether the separate and consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the separate and consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the Company and the Group. We remain solely responsible for our audit opinion. .

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

Report on Other Legal and Regulatory Requirements

Taking into consideration that management is responsible for the preparation of the Board of Directors' Report according to the provisions of paragraph 5 of article 2 (part B) of Law 4336/2015, we note the following:

a) In our opinion, the Board of Directors' Report has been prepared in accordance with the applicable legal requirements of articles 150 and 153 of Law 4548/2018 and its content is consistent with the accompanying separate and consolidated financial statements for the year ended 31/12/2023.

b) Based on the knowledge we obtained during our audit about the Company "F.G. EUROPE S.A. WHOLESALER OF ELECTRICAL AND ELECTRONIC APPLIANCES" and its environment, we have not identified any material inconsistencies in the Board of Directors' Report.

Athens, July 8, 2024

Certified Public Accountant

Athanasia Kourti

Registry Number SOEL 52251

Grant Thornton

Chartered Accountants Management Consultants

58, Katehaki Av., 115 25 Athens, Greece

Registry Number SOEL 127

(All amounts in Euro thousands unless otherwise stated)

CONTENTS

	Annual Finacial Statements	Page
-	Statement of Comprehensive Income (Consolidated)	26
-	Statement of Comprehensive Income Separate)	27
-	Statement of Financial Position (Separate and Consolidated)	28
-	Statement of Changes in Equity (Consolidated)	29
-	Statement of Changes in Equity (Separate)	30
-	Statement of Cash Flows (Separate and Consolidated)	31
	Notes to Annual Financial Statement (Separate and Consolidated)	
1	The Company's incorporation and the Group's operations	32
1.1	General information	32
1.2	Group structure and operations	32
1.2.1	Changes in the Group structure	33
1.2.2	Investments in subsidiaries	33
1.3	Significant Events	34
1.3.1	Parent Company Dividend Distribution	34
1.3.2	Subsidiary Dividend Distribution	34
1.3.3	Partial REAL ESTATE & ENERGY Segment Split off	34
2	Significant accounting policies used by the Group	39
3	Financial Risk management	56
4	Significant accounting estimates and judgements of the management	60
5	Geographical sales analysis	62
6	Revenue	63
7	Expenses	64
7.1	Payroll costs	66
7.2	Financial expenses	67
7.3	Dividends from subsidiaries	66
7.4	Provisions	67
8	Income tax	67
9	Property, plan and equipment and intangible assets	70
10	Long-term receivables	72
11	Other financial assets	73
12	Inventory	74
13	Trade and other receivables	74
14	Cash and Cash equivalents	76

(All amounts in Euro thousands unless otherwise stated)

15	Share capital	77
16	Share premium	77
17	Reserves	77
18	Trade and other payables	78
19	Loans	78
20	Deferred tax	80
21	Employee benefits pension obligations	81
22	Dividends	83
23	Related party transactions	84
24	Contingencies	86
25	Commitments	86
26	Post Statement of Financial Position date Significant Events	88

(All amounts in Euro thousands unless otherwise stated)

Annual Statement of Comprehensive Income (Consolidated)

	Note	Cont. oper.	Disc. oper.	Total	Cont. oper.	Spin off	Disc. oper.	Total
		1/1-31/12/2023			1/1-31/12/2022			
Turnover (sales)	6	105.919	12	105.931	87.767	-	15.915	103.682
Cost of sales	7	(72.780)	(11)	(72.791)	(63.600)	-	(12.905)	(76.505)
Gross profit		**33.139**	**1**	**33.140**	**24.167**	**-**	**3.010**	**27.177**
Other income	6	1.972	-	1.972	983	4.491	-	5.474
Distribution expenses	7	(16.294)	-	(16.294)	(12.392)	-	(1.778)	(14.170)
Administrative expenses	7	(3.854)	(815)	(4.669)	(2.547)	(1.677)	(208)	(4.432)
Other operating expenses	7	(1.130)	(142)	(1.272)	(840)	(1.843)	-	(2.683)
Operating profit		**13.833**	**(956)**	**12.877**	**9.371**	**971**	**1.024**	**11.366**
Financial income	7.2	2.392	3	2.395	3.669	-	-	3.669
Other financial income			-		-	812	-	812
Financial cost	7.2	(6.465)	(1)	(6.466)	(5.180)	(7)	(12)	(5.199)
Earnings before taxes		**9.761**	**(954)**	**8.807**	**7.860**	**1.776**	**1.012**	**10.648**
Income tax expense	8	(2.129)	-	(2.129)	(1.692)	(179)	(239)	(2.110)
Profit (Loss) for the period		**7.632**	**(954)**	**6.678**	**6.168**	**1.597**	**773**	**8.538**
Parent company owners		7.571	(744)	6.827	6.060	700	773	**7.533**
Non-controlling interests		61	(210)	(149)	108	897	**-**	**1.005**
Total		**7.632**	**(954)**	**6.678**	**6.168**	**1.597**	**773**	**8.538**
Other Comprehensive Income								
Amounts not reclassified to the income statement for subsequent periods								
Revaluation of Employee benefits obligations	21	-	-	-	21	-	-	21
Income tax expense		-	-	-	(4)	-	-	(4)
		-	**-**	**-**	**17**	**-**	**-**	**17**
Amounts reclassified to the income statement for subsequent periods								
Exchange differences arising from the conversion of foreign operations		(671)	-	(671)	(345)	-	-	(345)
Other Comprehensive Income after taxes		**(671)**	**-**	**(671)**	**(328)**	**-**	**-**	**(328)**
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD		**6.961**	**(954)**	**6.007**	**5.840**	**1.597**	**773**	**8.210**
Attributable to:								
Parent owners		6.970	(744)	6.227	5.758	700	773	7.231
Non-controlling interests		(9)	(210)	(219)	83	897	-	979
Total		**6.961**	**(954)**	**6.007**	**5.841**	**1.597**	**773**	**8.210**

(All amounts in Euro thousands unless otherwise stated)

Annual Statement of Comprehensive Income (Separate)

	Note	Cont. oper.	Disc. oper.	Total	Cont. oper.	Spin off	Disc. oper.	Total
		1/1-31/12/2023			1/1-31/12/2022			
Turnover (sales)	6	89.090	-	89.090	76.506	-	15.915	92.421
Cost of sales	7	(66.093)	-	(66.093)	(58.586)	-	(12.905)	(71.491)
Gross profit		**22.997**	**-**	**22.997**	**17.920**	**-**	**3.010**	**20.930**
Other income	6	1.204	-	1.204	723	-	-	723
Distribution expenses	7	(12.653)	-	(12.653)	(9.812)	-	(1.778)	(11.590)
Administrative expenses	7	(1.116)	(533)	(1.649)	(540)	(829)	(208)	(1.577)
Other operating expenses	7	(782)	-	(782)	(718)	-	-	(718)
Operating profit		**9.650**	**(533)**	**9.117**	**7.573**	**(829)**	**1.024**	**7.768**
Financial income	7.2	1.000	-	1.000	1.948	-	-	1.948
Other financial income		-	-	-	-	812	-	812
Financial cost	7.2	(3.916)	-	(3.916)	(3.627)	(3.774)	(12)	(7.413)
Subsidiary financial results		-	500	500	-	2.781	-	2.781
Earnings before taxes		**6.734**	**(33)**	**6.701**	**5.894**	**(1.010)**	**1.012**	**5.896**
Income tax expense	8	(1.696)	-	(1.696)	(1.314)	(179)	(239)	(1.732)
Net profit for the period		**5.038**	**(33)**	**5.005**	**4.580**	**(1.189)**	**773**	**4.164**
Other Comprehensive Income								
Amounts not reclassified to the income statement for subsequent periods								
Revaluation of Employee benefits obligations	21	-	-	-	20	-	-	20
Income tax expense		-	-	-	(4)	-	-	(4)
		-	**-**	**-**	**16**	**-**	**-**	**16**
Other Comprehensive Income after taxes		**-**	**-**	**-**	**16**	**-**	**-**	**16**
TOTAL COMPREHENSIVE INCOME FOR THE PERIOD		**5.038**	**(33)**	**5.005**	**4.596**	**(1.189)**	**773**	**4.180**

(All amounts in Euro thousands unless otherwise stated)

Annual Statement of Financial Position as at December 31, 2023 (Consolidated & Separate)

		Group		Company	
ASSETS	**Note**	**31/12/2023**	**31/12/2022**	**31/12/2023**	**31/12/2022**
Non-current assets					
Property, plant and equipment	**9**	965	1.019	928	971
Right-of-use fixed assets	**9**	24.110	21.651	24.065	21.591
Intangible assets	**9**	5	1	5	1
Investments in subsidiaries		-	-	2.505	1.488
Long-term receivables	**10**	2.808	76	2.720	1
Deferred taxes	**20**	856	593	536	474
Other Financial assets	**11**	45	44	45	44
Total non-current assets		**28.789**	**23.384**	**30.804**	**24.570**
Current assets					
Inventories	**12**	28.587	28.266	17.485	20.645
Trade and other receivables	**13**	32.422	29.292	37.018	33.988
Cash and cash equivalents	**14**	8.195	5.878	6.911	4.106
Total current assets		**69.204**	**63.436**	**61.414**	**58.739**
Disc. Operations assets		-	6.885	-	2.501
Total assets		**97.993**	**93.705**	**92.218**	**85.810**
EQUITY & LIABILITIES					
EQUITY					
Equity of parent's owners					
Share capital	**15**	8.695	10.037	8.695	8.695
Share premium	**16**	6.731	6.731	6.731	6.731
Other reserves	**17**	5.948	7.309	7.979	7.979
Retained earnings		869	(10.181)	(4.597)	(9.635)
Total equity of parent's owners		**22.243**	**13.896**	**18.808**	**13.770**
Non-controlling interests		155	1.490	-	2.175
Spin-off equity items		-	3.518	-	-
Total equity		**22.398**	**18.904**	**18.808**	**15.945**
LIABILITIES					
Non-current liabilities					
Long term Borrowings	**19**	22.295	-	22.295	-
Long-term Lease liabilities		25.600	20.336	25.600	20.336
Employee benefits provision	**21**	281	257	259	224
Deferred taxes	**20**	-	139	-	-
Other non-current liabilities		104	25	-	-
Total non-current liabilities		**48.280**	**20.757**	**48.154**	**20.560**
Current liabilities					
Short-term Borrowings	**19**	2.343	3.985	1.407	3.620
Short-term portion of long term borrowings	**19**	8.600	33.526	8.600	33.526
Short-term Lease liabilities		2.231	1.781	2.231	1.781
Income tax payable		2.394	857	1.659	446
Trade and other payables	**18**	11.747	10.528	11.359	9.606
Total current liabilities		**27.315**	**50.677**	**25.256**	**48.979**
Total liabilities		**75.595**	**71.434**	**73.410**	**69.539**
Disc. Operations liabilities		-	3.367	-	326
Total equity and liabilities		**97.993**	**93.705**	**92.218**	**85.810**

(All amounts in Euro thousands unless otherwise stated)

Annual Statement of Changes in Equity (Consolidated)

	Share capital	Share premium	Legal reserve	Tax law reserves / Other	Retained earnings /(Losses)	Total	Non-controlling interests	Total equity
Balance as at 1/1/2022	**10.870**	**6.731**	**5.471**	**10.139**	**(11.134)**	**22.077**	**3.293**	**25.370**
Change for the period								
Profit for the period	-	-	-	-	7.534	**7.534**	1.005	**8.539**
Other Comprehensive Income	-	-	-	(328)	26	**(302)**	(26)	**(328)**
Total Comprehensive Income	**-**	**-**	**-**	**(328)**	**7.560**	**7.232**	**979**	**8.211**
Legal reserve	-	-	116	-	(116)	-	-	-
Dividend distribution of parent company	-	-	-	(10.870)	-	**(10.870)**	-	**(10.870)**
Tax exempted reserve	-	-	-	2.781	(2.781)	-	-	-
Spin-off retained earnings	-	-	-	-	(1.024)	**(1.024)**	-	**(1.024)**
Dividend distribution	-	-	-	-	-	-	**(2.782)**	**(2.782)**
Other	-	-	3	(3)	-	-	-	-
Balance as at 31/12/2022	**10.870**	**6.731**	**5.590**	**1.719**	**(7.496)**	**17.414**	**1.490**	**18.904**
Spin-off equity	**(833)**	**-**	**-**	**-**	**(2.685)**	**(3.518)**	**-**	**(3.518)**
Balance as at 31/12/2022	**10.037**	**6.731**	**5.590**	**1.719**	**(10.181)**	**13.896**	**1.490**	**15.386**
Balance as at 1/1/2023	**10.037**	**6.731**	**5.590**	**1.719**	**(10.181)**	**13.896**	**1.490**	**15.386**
Change for the period								
Profit for the period	-	-		-	6.828	**6.828**	(150)	**6.678**
Other Comprehensive Income	-	-	-	(671)	54	**(616)**	(54)	**(671)**
Total Comprehensive Income	**-**	**-**	**-**	**(671)**	**6.882**	**6.212**	**(204)**	**6.007**
Legal reserve	-	-	43	-	(43)	-	-	-
Suspension of operations of subsidiary	(1.342)	-	(535)	(299)	3.517	**1.341**	(1.341)	-
Spin-off retained earnings	-	-	-	-	954	**954**	210	**1.164**
Reserve of inflationary economies	-	-	-	-	(159)	**(159)**	-	**(159)**
Other	-	-	-	101	(101)	-	-	-
Balance as at 31/12/2023	**8.695**	**6.731**	**5.098**	**850**	**869**	**22.244**	**155**	**22.398**

(All amounts in Euro thousands unless otherwise stated)

Annual Statement of Changes in Equity (Separate)

	Share capital	Share premium	Legal reserve	Actuarial gains and losses	Tax law reserves	Retained earnings / (Accumulated losses)	Total
Balance as at 1/1/2022	**10.870**	**6.731**	**5.055**	**1**	**10.996**	**(9.993)**	**23.660**
Profit for the period	-	-	-	-	-	4.164	4.164
Other Comprehensive Income	-	-	-	16	-	-	16
Total Comprehensive Income	**-**	**-**	**-**	**16**	**-**	**4.164**	**4.180**
Dividend distribution	-	-	-	-	(10.870)	-	(10.870)
Tax exempted reserve	-	-	-	-	2.781	(2.781)	-
Spin-off retained earnings	-	-	-	-	-	(1.025)	(1.025)
Balance as at 31/12/2022	**10.870**	**6.731**	**5.055**	**17**	**2.907**	**(9.635)**	**15.945**
Spin-off equity	**(2.175)**	**-**	**-**	**-**	**-**	**-**	**(2.175)**
	8.695	**6.731**	**5.055**	**17**	**2.907**	**(9.635)**	**13.770**
Balance as at 1/1/2023	**8.695**	**6.731**	**5.055**	**17**	**2.907**	**(9.635)**	**13.770**
Profit for the period						5.005	5.005
Total Comprehensive Income	**-**	**-**	**-**	**-**	**-**	**5.005**	**5.005**
Spin-off retained earnings	-	-	-	-	-	33	33
Balance as at 31/12/2023	**8.695**	**6.731**	**5.055**	**17**	**2.907**	**(4.597)**	**18.808**

(All amounts in Euro thousands unless otherwise stated)

Annual Cash Flow Statement (Consolidated and Separate)

	Group		Company	
	1/1-31/12/2023	**1/1-31/12/2022**	**1/1-31/12/2023**	**1/1-31/12/2022**
Operating activities				
Profit/(Loss) before tax from continuing operations	9.761	7.861	6.734	5.895
Profit/(Loss) before tax from discontinued operations	(954)	1.012	(33)	1.012
Profit/(Loss) before tax from spin-off	-	1.776	-	(1.010)
Depreciation and amortization	2.804	2.391	2.787	2.352
Provisions	1.399	547	180	93
Exchange rate differences	(396)	121	15	30
Results (income, expenses, profit and loss) of investment activity	836	(867)	(588)	(853)
Debit interest and related costs	4.102	3.766	3.791	3.539
Provisions for employee benefits	179	100	196	76
Operating result before changes in working capital	**17.731**	**16.707**	**13.082**	**11.134**
Plus / (less) adjustments for changes in working capital items or related with operating activities:				
(Increase) / decrease in inventories	(1.782)	(16.922)	2.878	(12.798)
Decrease / (increase) in receivables	(8.723)	(12.162)	(2.682)	(12.926)
(Decrease) / increase in liabilities (non-banking)	3.366	(385)	1.478	(2.129)
Decrease / (increase) in other long-term receivables	(17)	304	(2)	304
Operating cash flow from discontinued operations	2.621	5.092	80	5.092
Operating cash flow from spin-off	-	(2.997)	-	(792)
Total cash inflow / (outflow) from operating activities	**13.196**	**(10.363)**	**14.834**	**(12.115)**
Less:				
Debit interest and related costs paid	(2.973)	(1.671)	(2.620)	(1.450)
Taxes payable	(1.127)	(260)	(892)	21
Debit interest and taxes paid from spin off	-	(115)	-	(109)
Total net inflow / (outflow) from operating activities (a)	**9.096**	**(12.409)**	**11.322**	**(13.653)**
Investing activities				
Acquisition, establishment, increase of share capital of subsidiaries, associates, joint ventures and other investments	-	-	(525)	(1)
Proceeds from sales of subsidiaries, associates, joint ventures and other investments	-	(248)	-	-
Purchase of PPE and intangible assets	(283)	1	(121)	(182)
Proceeds from sales of PPE and intangible assets	-	1.112	-	1
Interest received	31	-	17	1.098
Dividends received	-	22.255	500	2.781
Receipts/(payments) of loans from/to associates	-	(1)	-	22.255
Investment cash flows from spin off	-	-	-	(26)
Investment cash flows from discontinued operations	67	-	(47)	-
Total net cash inflow / (outflow) from investing activities (b)	**(185)**	**23.119**	**(176)**	**25.926**
Financing activities				
Return of capital to non-controlling interests	-	(5.995)	-	(5.995)
Share capital increase to subsidiary	-	(1)	-	-
Proceeds from loans issued/received	213	15.570	-	15.570
Loan repayments	(3.810)	(14.861)	(4.823)	(14.675)
Repayments of finance lease liabilities (amortization)	(3.518)	(3.032)	(3.518)	(3.029)
Dividends payable		(11.348)	-	(11.348)
Cash flow from discontinued operations	500	(2.793)	-	-
Total net cash inflow from financing activities (c)	**(6.615)**	**(22.460)**	**(8.341)**	**(19.477)**
Net increase / (decrease) in cash and cash equivalents (a) + (b) + (c)	**2.296**	**(11.750)**	**2.805**	**(7.204)**
Cash and cash equivalents from continuing operations at beginning of period	**5.899**	**18.264**	**4.106**	**11.310**
Cash and cash equivalents at end of period	**8.195**	**5.878**	**6.911**	**4.106**
Cash and cash equivalents at end of period from spin-off	-	**636**	-	-

(All amounts in Euro thousands unless otherwise stated)

The results of the spin off segment and discontinued operations are shown and analyzed separately (see note 1.3) according to the provisions of IFRS 5 “Non-current Assets Held for Sale and Discontinued Operations”.

Notes to Annual Financial Statements

1. The Company’s incorporation and the Group’s operations

1.1. General information

The parent company F.G. EUROPE S.A. SOCIETE ANONYME WHOLESALER OF ELECTRICAL AND ELECTRONIC APPLIANCES under the distinctive title “F.G. EUROPE S.A.” (hereinafter referred to as “the Company”) and its subsidiaries (hereinafter referred to as “the Group) operate in the following domains:

The Company operates in import and wholesale of all types of air conditioners and all types of white and consumer electronics electrical appliances.

The subsidiaries F.G. EUROPE KLIMA TEKNOLOJILERI SANAYI VE TICARET A.S., F.G. EUROPE UK LTD and FG EUROPE HVAC IRELAND LTD operate in import and wholesale of all types of air conditioners.

The Company is domiciled in in the municipality of Glyfada, with registered offices: 128, Vouliagmenis Ave. The total number of headcount as of December 31, 2023 is 154 for the Group and 117 for the Company.

The item “Other comprehensive income after tax” relates to the Group's total loss of € 671 and the Company’s – of € 0. These results arose from: a) Group loss of € 671 from exchange differences during the conversion of foreign holdings, and b) no result from the revaluation of "Personnel benefit obligations" for the Group and the Company respectively.

1.2 Group structure and operations

The following subsidiaries are included in the consolidated financial statements:

N/N	Title	Investment percentage as of 31/12/2023	Country
1	F.G. EUROPE S.A.	Parent	Greece
2	F.G. EUROPE UK LTD	100% (α)	United Kingdom
3	FG EUROPE HVAC IRELAND LTD	100% (α)	Ireland
4	F.G. EUROPE KLIMA TEKNOLOJILERI SANAYI VE TICARET A.S.	90,50% (α)	Turkey

Note: a) Direct investments, b) Indirect investment

(All amounts in Euro thousands unless otherwise stated)

F.G. EUROPE S.A. participates with 10,00% in the share capital of ANAKYKLOSI SYSKEVON SYMMETOCHIKI S.A. which is not included in the consolidated financial statements of the Group and the Company as 'Other Assets' according to the new classification of IFRS 9.

1.2.1 Changes in the Group structure

The Consolidated Financial Statements for the year ending December 31st, 2023 no longer include the company RF ENERGY S.A. which was split from FG EUROPE S.A. by the spin-off of the REAL ESTATE & ENERGY segment, definitively on 27/7/2023 (Note 1.3.3).

1.2.2 Investments in subsidiaries

Investments in subsidiaries as at 31/12/2023 are analyzed as follows:

N/N	Subsidiary name (Cont. Operations)	Balance as at 31/12/22	Additions 01/01-31/12/23	Reductions 01/01 - 31/12/23	Fair value valuation 31/12/23	Balance as at 31/12/23
1	F.G. EUROPE KLIMA TEKNOLOJILERI SANAYI VE TICARET AS	**456**	526	-	493	**1.475**
2	F.G. EUROPE HVAC IRELAND LTD	**100**	-	-	-	**100**
3	F.G. EUROPE UK LTD	**930**	**-**	-	-	**930**
	TOTAL	**1.486**	**526**	**-**	**493**	**2.505**
N/N	**Subsidiary name (Disc. operations)**					
4	R.F. ENERGY S.A.	**1.344**	-	(1.344)	-	**-**
	TOTAL	**2.830**	**526**	**(1.344)**	**493**	**2.505**

N/N	Subsidiary name (Cont. Operations)	Balance as at 31/12/21	Additions 01/01-31/12/22	Impairment 01/01 - 31/12/22	Balance as at 31/12/22
1	F.G. EUROPE KLIMA TEKNOLOJILERI SANAYI VE TICARET AS	**456**	-	-	**456**
2	F.G. EUROPE HVAC IRELAND LTD	**100**	-	-	**100**
3	F.G. EUROPE UK LTD	**930**	-	-	**930**
	TOTAL	**1.486**	**-**	**-**	**1.486**
N/N	**Subsidiary name (Spin-off)**				
4	R.F. ENERGY S.A.	**5.118**	-	(3.774)	**1.344**
	TOTAL	**6.604**	**-**	**(3.774)**	**2.830**

In 2023, the Company tested all its subsidiaries for impairment. The impairment test was conducted based on generally accepted valuation models. Assessment of the value of non-listed subsidiaries focuses on both exogenous and endogenous factors.

The impairment test revealed an impairment for the subsidiary company F.G. EUROPE KLIMA TEKNOLOJILERI SANAYI VE TICARET AS at the amount of € 493, which was recognized in the Company's income statement for the period. No impairment has arisen in respect of the subsidiaries F.G. EUROPE UK LTD, F.G. EUROPE HVAC IRELAND LTD.

1.3 Significant Events

1.3.1 Parent Company dividend distribution

The Extraordinary General Meeting of the Company's shareholders convened on June 16th, 2023, in which eleven (11) shareholders legally representing 100% of all the Company's shares, were present and voted unanimously and decided not to distribute a dividend.

1.3.2 Subsidiary Dividend Distribution

On 8/6/2023, RF ENERGY S.A., a subsidiary company of the FG EUROPE S.A. group, following the convening of the Regular General Meeting, decided to distribute a dividend for 2022 amounting to € 1.000 to the shareholders of FG. EUROPE S.A. (50%) and FIRST ENERGY HOLDINGS LTD (50%). The amount of € 500 was contributed on 27/7/2023 to "FG ENERGY S.A." resulting from the spin off of the energy segment.

1.3.3 Partial REAL ESTATE & ENERGY segment split off

On December 1, 2022, the Company's Board of Directors, aiming at a better commercial management and support of the Real Estate & Energy segment, due to the different nature of activities, decided to initiate partial split off procedures of the Company. In particular, it proposed the Partial Split off shall take place in accordance with the provisions of Articles 54 of Law 4172/2013 and 61 of Law 4438/2016, as well as Articles 59-74 of Law 4601/2019, as effective and explained that the Split off shall be an act by which the Company will transfer, without liquidating the Segment, to a new societe anonyme ("Beneficiary"), leaving at least one segment of activity in the Company, in exchange for the pro rata issue of shares of the Beneficiary to the Company's shareholders. To this end, it was approved the initiation of procedures for the Partial Split off and the preparation of a partial split off plan with the transfer of the Segment and its contribution to a new company ("Partial Split off Agreement Plan").

On June 9, 2023, the Company's Board of Directors approved the balance sheet presenting the Segment's assets with closing date December 31, 2022 ("Transformation Balance Sheet"). Moreover, it approved the 24.05.2023 valuation report of the Company's and the Segment's net assets ("Valuation Report") which was prepared by Certified Public Accountants.

On July 13, 2023, the Company's General Meeting:

- Approved the Draft Partial Split off Agreement and in particular the Company's Split off in accordance with Articles 59-74 of Law 4601/2019, as well as Articles 54 of Law 4172/2013 and 61 of Law 4438/2016, as effective, i.e. the Company's partial split off, according to the Transformation Balance Sheet and the Valuation Report, with the transfer and contribution of the Segment to the Beneficiary in accordance with Article 56 par. 3 of Law 4601/2019.

- Decided on the establishment of the Beneficiary, i.e. the establishment of a societe anonyme under the title "FG Energy S.A." to which the Segment shall be contributed and approved its Articles of Association in the form proposed by the Chairman of the General Meeting.

- Decided to reduce the Company's share capital by the amount of (€ 2.175.000) by reducing the number of its shares by (7.250.000) common registered shares of nominal value thirty euro cents (€0.30) each, and the consequent amendment of Article 5 of the Company's Articles of Association, so that the Company's share capital will now amount (€8.695.046,10) divided into (28.983.487) common registered shares of nominal value thirty euro cents (€0.30) each.

On 27/07/2023, the establishment of the societe anonyme under the title "FG ENERGY S.A.", distinctive title "FG ENERGY S.A." was registered in the General Commercial Register (G.E.MI.) and published on the website of the G.E.MI. under G.E.MI. number: 171747801000 arising from the Energy & Real Estate segments partial spin-off and in particular a) the Company's investment in the societe anonyme "R.F. Energy Holdings S.A." and distinctive title "RF ENERGY SA", b) the production license for a wind farm of installed capacity 26.40 MW and a maximum production capacity of 25.50 MW at the location "PAPARITSA" in western Greece, c) the option to acquire shares of companies with 40 MW photovoltaic parks production licenses, d) the property of 220 square meters located at 80 Platonos Street and 55 Electras Street in Kallithea, e) the property of 67,59 square meters located in the Municipality of Distomo-Arachova-Antikyra, f) the horizontal property of 29,25 square meters located at 128 Vouliagmeni Avenue in Glyfada, and g) the Company's ownership rights over 5 land ownerships in the area of Amfissa, owned by "F.G. EUROPE S.A." and G.E.MI. no. 125776001000, in accordance with Article 56 par. 3 and 59 -74 of Law 4601/2019, Article 54 of Law 4172/2013 and Article 61 of Law 4438/2016, as well as the Articles of Association of the new societe anonyme under the title "FG ENERGY S.A.", as it was prepared with the No. 29.087/20-07-2023 Notarial Deed of the Athens Notary NIKOLETTA GIFTOPOULOU - PSYCHA, consisting of twenty-one (21) articles.

Net results of the Group and the Company discontinued operations for the periods 01/01-31/12/2023 and 01/01- 31/12/2022 are presented below as follows:

(All amounts in Euro thousands unless otherwise stated)

Annual Statement of Comprehensive Income (Consolidated)

	Real estate	Energy	Total	Real estate	Energy	Total
	1/1-27/7/2023			1/1-31/12/2022		
Turnover (sales)	-	12	-	-	-	-
Cost of sales	-	(11)	-	-	-	-
Gross profit	**-**	**1**	**-**	**-**	**-**	**-**
Other income	-	-	-	-	4.491	4.491
Administration expenses	(533)	(282)	(815)	(829)	(848)	(1.677)
Other expenses	-	(142)	(142)	-	(1.843)	(1.843)
Operating profit	**(533)**	**(423)**	**(956)**	**(829)**	**1.800**	**971**
Financial income		3	3	-	-	-
Other financial income	-	-	-	-	812	812
Financial costs	-	(1)	(1)	-	(7)	(7)
Earnings before tax	**(533)**	**(421)**	**(954)**	**(829)**	**2.605**	**1.776**
Income tax	-	-	-	-	(179)	(179)
Profit (loss) for the period	**(533)**	**(421)**	**(954)**	**(829)**	**2.426**	**1.597**

Annual Statement of Comprehensive Income (Separate)

	Real estate	Energy	Total	Real estate	Energy	Total
	1/1-27/7/2023			1/1-31/12/2022		
Turnover (sales)	-	-	-	-	-	-
Cost of sales	-	-	-	-	-	-
Gross profit	**-**	**-**	**-**	**-**	**-**	**-**
Administration expenses	(533)	-	(533)	(829)	-	(829)
Operating profit	**(533)**	**-**	**(533)**	**(829)**	**-**	**(829)**
Financial income	-	-	-	-	812	812
Financial costs	-	-	-	-	(3.774)	(3.774)
Profit or loss from subsidiaries	-	500	500	-	2.781	2.781
Earnings before tax	**(533)**	**500**	**(33)**	**(829)**	**(181)**	**(1.010)**
Income tax	-	-	-	-	(179)	(179)
Profit (loss) for the period	**(533)**	**500**	**(33)**	**(829)**	**(360)**	**(1.189)**

The values of the assets and related liabilities of the spin off segment as at 27/7/2023 are as follows:

(All amounts in Euro thousands unless otherwise stated)

Statement of Financial Position as at July 27, 2023						
	Group			Company		
ASSETS	27/7/2023			27/7/2023		
Non-current assets	**Real estate**	**Energy**	**Total**	**Real estate**	**Energy**	**Total**
Property, plant and equipment	9	318	327	9	73	82
Investment property	308	-	308	308		308
Intangible assets	-	1	1	-		-
Investments in subsidiaries	-	-	-	-	1.342	1.342
Total non-current assets	**317**	**319**	**636**	**317**	**1.415**	**1.732**
Current assets						
Trade and other receivables	-	1.033	1.033	-	812	812
Cash and cash equivalents	-	1.872	1.872	-		-
Total current assets		**2.905**	**2.905**		**812**	**812**
Total assets	**317**	**3.224**	**3.541**	**317**	**2.227**	**2.544**
EQUITY AND LIABILITIES						
EQUITY						
Shareholder's equity						
Share capital	175	2.000	2.175	175	2.000	2.175
Other reserves	-	2	2	-	-	-
Retained earnings	(33)	(713)	(746)	(33)	-	(33)
Total shareholder's equity	**142**	**1.289**	**1.431**	**142**	**2.000**	**2.142**
Non-controlling interests		632	632			
Total equity	**142**	**1.921**	**2.063**	**142**	**2.000**	**2.142**
LIABIILITIES						
Non-current liabilities						
Employee benefits provision	20	23	43	20		20
Deferred taxes	-	179	179	-	179	179
Total non-current liabilities	**20**	**202**	**222**	**20**	**179**	**199**
Current liabilities						
Income taxes due			-			-
Trade and other payables	155	1.101	1.256	155	48	203
Total current liabilities	**155**	**1.101**	**1.256**	**155**	**48**	**203**
Total liabilities	**175**	**1.303**	**1.478**	**175**	**227**	**402**
Total equity and liabilities	**317**	**3.224**	**3.541**	**317**	**2.227**	**2.544**

The values of the assets and related liabilities of the spin off segment as at 31/12/2022 are as follows:

(All amounts in Euro thousands unless otherwise stated)

ASSETS	Group 31/12/2022			Company 31/12/2022		
Non-current assets	**REAL ESTATE**	**ENERGY**	**TOTAL**	**REAL ESTATE**	**ENERGY**	**TOTAL**
Property, plant and equipment	10	381	**391**	10	25	**35**
Investment property	312	-	**312**	312	-	**312**
Investments in subsidiaries	-	-	**-**	-	1.342	**1.342**
Total non-current assets	**322**	**381**	**703**	**322**	**1.367**	**1.689**
Current assets						
Trade and other receivables	-	5.546	**5.546**	-	812	**812**
Cash and cash equivalents	-	636	**636**	-	-	**-**
Total current assets	**-**	**6.182**	**6.182**	**-**	**812**	**812**
Total assets	**322**	**6.563**	**6.885**	**322**	**2.179**	**2.501**
EQUITY AND LIABILITIES						
EQUITY						
Shareholder's equity						
Share capital	175	658	**833**	175	2.000	**2.175**
Retained earnings	-	2.685	**2.685**	-	-	**-**
Total equity	**175**	**3.343**	**3.518**	**175**	**2.000**	**2.175**
LIABIILITIES						
Non-current liabilities						
Employee benefits provision	61	23	**84**	61	-	**61**
Long-term provisions	-	1.042	**1.042**	-	-	**-**
Deferred taxes	-	179	**179**	-	179	**179**
Total non-current liabilities	**61**	**1.244**	**1.305**	**61**	**179**	**240**
Current liabilities						
Income taxes due	-	11	**11**	-	-	**-**
Trade and other payables	86	1.965	**2.051**	86	-	**86**
Total current liabilities	**86**	**1.976**	**2.062**	**86**	**-**	**86**
Total liabilities	**147**	**3.220**	**3.367**	**147**	**179**	**326**
Total equity and liabilities	**322**	**6.563**	**6.885**	**322**	**2.179**	**2.501**

Note: The date of the spin off segment transformation Balance Sheet has been set as 31/12/2022.

The following table analyzes cash flows from operating activities relating to the spin off segment.

(All amounts in Euro thousands unless otherwise stated)

	Group					
	1/1-27/7/2023			1/1-31/12/2022		
	REAL ESTATE	ENERGY	TOTAL	REAL ESTATE	ENERGY	TOTAL
Decrease / (Increase) in Receivables	-	4.513	4.513	-	(3.860)	(3.860)
(Decrease) / Increase in Liabilities (non-banking)	28	(1.917)	(1.889)	(5)	1.831	1.826
Total cash inflow / (outflow) from operating activities	**28**	**2.596**	**2.624**	**(5)**	**(2.029)**	**(2.034)**

	Company					
	1/1-27/7/2023			1/1-31/12/2022		
	REAL ESTATE	ENERGY	TOTAL	REAL ESTATE	ENERGY	TOTAL
Decrease / (Increase) in Receivables	-	-	-	-	(812)	(812)
(Decrease) / Increase in Liabilities (non-banking)	28	48	76	(5)	-	(5)
Total cash inflow / (outflow) from operating activities	**28**	**48**	**76**	**(5)**	**(812)**	**(817)**

2. Significant Accounting Policies used by the Group

2.1 Basis for Preparation of Financial Statements

These consolidated and separate financial statements (hereinafter referred to as "Financial Statements") have been prepared according to International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) and their Interpretations, issued by the International Financial Reporting Interpretations Committee (IFRIC) and adopted by the European Union on December 31st, 2023. Furthermore, the above financial statements have been prepared under the going concern principle.

Due to the uncertainty related to the conditions generated in the European and global economy, with regard to strong inflationary pressures, prompting the central banks to raise interest rates and exercise restrictive monetary policy. Moreover, since the energy crisis is still present mainly due to the ongoing war in Ukraine, the Group's results, operation and prospects might be adversely affected. Nevertheless, the Management considers that it has sufficient resources to address the currently arising challenges.

The Group applies all the International Accounting Standards (IAS), International Financial Reporting Standards (IFRS) and their Interpretations that apply to its operations. The relevant accounting policies, whose summary is presented below in Note 2, have been consistently applied in all the presented periods.

The Group's Financial Statements have been prepared based on the historical cost principle, as amended given the adjustment to fair value of the following assets and liabilities:

- financial assets and liabilities at fair value through profit or loss (including derivatives) and
- financial assets available for sale.

The presentation currency is Euro (currency of the country of the Group's parent company) and all the amounts are presented in thousands Euro, unless otherwise stated.

Comparatives and rounding

Differences between the amounts in the financial statements and the corresponding amounts in the Notes are due to rounding.
The results of the partial REAL ESTATE & ENERGY segment spin off are included separately and analyzed in separate Notes (See Note 1.3.3) in accordance with the requirements of IFRS 5 "Non-current assets held for sale and discontinued operations".

2.2 Changes in Accounting Policies

2.2.1 New Standards, Interpretations, Revisions and Amendments to existing Standards that are effective and have been adopted by the European Union

The following new Standards, Interpretations and amendments of IFRSs have been issued by the International Accounting Standards Board (IASB), are adopted by the European Union, and their application is mandatory from or after 01/01/2023.

- **IFRS 17 "Insurance Contracts" (effective for annual periods starting on or after 01/01/2023)**

In May 2017, the IASB issued a new Standard, IFRS 17, which replaces an interim Standard, IFRS 4. The aim of the project was to provide a single principle-based standard to account for all types of insurance contracts, including reinsurance contracts that an insurer holds. A single principle-based standard would enhance comparability of financial reporting among entities, jurisdictions and capital markets. IFRS 17 sets out the requirements that an entity should apply in reporting information about insurance contracts it issues and reinsurance contracts it holds. Furthermore, in June 2020, the IASB issued amendments, which do not affect the fundamental principles introduced when IFRS 17 has first been issued. The amendments are designed to reduce costs by simplifying some requirements in the Standard, make financial performance easier to explain, as well as ease transition by deferring the effective date of the Standard to 2023 and by providing additional relief to reduce the effort required when applying the Standard for the first time. **The amendments do not affect the consolidated ands separate Financial**

Statements. The above have been adopted by the European Union with effective date of 01/01/2023.

- **Amendments to IAS 1 "Presentation of Financial Statements" (effective for annual periods starting on or after 01/01/2023)**

In February 2021, the IASB issued narrow-scope amendments that pertain to accounting policy disclosures. The objective of these amendments is to improve accounting policy disclosures so that they provide more useful information to investors and other primary users of the financial statements. More specifically, companies are required to disclose their material accounting policy information rather than their significant accounting policies. The above have been adopted by the European Union with effective date of 01/01/2023/

The Group has evaluated and amended the disclosure of accounting policies in accordance with the IAS 1 guidelines.

- **Amendments to IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors: Definition of Accounting Estimates" (effective for annual periods starting on or after 01/01/2023)**

In February 2021, the IASB issued narrow-scope amendments that they clarify how companies should distinguish changes in accounting policies from changes in accounting estimates. That distinction is important because changes in accounting estimates are applied prospectively only to future transactions and other future events, but changes in accounting policies are generally also applied retrospectively to past transactions and other past events. **The amendments do not affect the consolidated ands separate Financial Statements.** The above have been adopted by the European Union with effective date of 01/01/2023.

- **Amendments to IAS 12 "Income Taxes: Deferred Tax related to Assets and Liabilities arising from a Single Transaction" (effective for annual periods starting on or after 01/01/2023)**

In May 2021, the IASB issued targeted amendments to IAS 12 to specify how companies should account for deferred tax on transactions such as leases and decommissioning obligations – transactions for which companies recognise both an asset and a liability. In specified circumstances, companies are exempt from recognising deferred tax when they recognise assets or liabilities for the first time. The amendments clarify that the exemption does not apply and that companies are required to recognise deferred tax on such transactions. **The amendments do not affect the consolidated ands separate Financial Statements.** The above have been adopted by the European Union with effective date of 01/01/2023.

- **Amendments to IFRS 17 "Insurance contracts: Initial Application of IFRS 17 and IFRS 9 – Comparative Information" (effective for annual periods starting on or after 01/01/2023)**

In December 2021, the IASB issued a narrow-scope amendment to the transition requirements in IFRS 17 to address an important issue related to temporary accounting mismatches between insurance contract liabilities and financial assets in the comparative information presented when applying IFRS 17 "Insurance Contracts" and IFRS 9 "Financial Instruments" for the first time. The amendment aims to improve the usefulness of comparative information for the users of the financial statements. **The amendments do not affect the consolidated ands separate Financial Statements.** The above have been adopted by the European Union with effective date of 01/01/2023.

- **Amendments to IAS 12 "Income taxes": International Tax Reform – Pillar Two Model Rules (effective immediately and for annual periods starting on or after 01/01/2023)**

In May 2023, the International Accounting Standards Board (IASB) issued amendments to IAS 12 "Income Taxes": International Tax Reform—Pillar Two Model Rules. The amendments introduced a) a temporary exception to the requirements to recognise and disclose information about deferred tax assets and liabilities related to Pillar Two income taxes and b) targeted disclosure requirements for affected entities. Companies may apply the temporary exception immediately, but disclosure requirements are required for annual periods commencing on or after 1 January 2023. **The amendments do not affect the consolidated ands separate Financial Statements.** The above have been adopted by the European Union with effective date of 01/01/2023.

- **Amendments to IFRS 16 "Leases: Lease Liability in a Sale and Leaseback" (effective for annual periods starting on or after 01/01/2024)**

In September 2022, the IASB issued narrow-scope amendments to IFRS 16 "Leases" which add to requirements explaining how a company accounts for a sale and leaseback after the date of the transaction. A sale and leaseback is a transaction for which a company sells an asset and leases that same asset back for a period of time from the new owner. IFRS 16 includes requirements on how to account for a sale and leaseback at the date the transaction takes place. However, IFRS 16 had not specified how to measure the transaction when reporting after that date. The issued amendments add to the sale and leaseback requirements in IFRS 16, thereby supporting the consistent application of the Accounting Standard. These amendments will not change the accounting for leases other than those arising in a sale and leaseback transaction. The Group and the Company will examine the impact of the above on their Financial Statements, though it is not expected to have any. The above have been adopted by the European Union with effective date of 01/01/2024.

- **Amendments to IAS 1 “Classification of Liabilities as Current or Non-current” (effective for annual periods starting on or after 01/01/2024)**

In January 2020, the IASB issued amendments to IAS 1 that affect requirements for the presentation of liabilities. Specifically, they clarify one of the criteria for classifying a liability as non-current, the requirement for an entity to have the right to defer settlement of the liability for at least 12 months after the reporting period. The amendments include: (a) specifying that an entity’s right to defer settlement must exist at the end of the reporting period; (b) clarifying that classification is unaffected by management’s intentions or expectations about whether the entity will exercise its right to defer settlement; (c) clarifying how lending conditions affect classification; and (d) clarifying requirements for classifying liabilities an entity will or may settle by issuing its own equity instruments. Furthermore, in July 2020, the IASB issued an amendment to defer by one year the effective date of the initially issued amendment to IAS 1, in response to the Covid-19 pandemic. However, in October 2022, the IASB issued an additional amendment that aim to improve the information companies provide about long-term debt with covenants. IAS 1 requires a company to classify debt as non-current only if the company can avoid settling the debt in the 12 months after the reporting date. However, a company’s ability to do so is often subject to complying with covenants. The amendments to IAS 1 specify that covenants to be complied with after the reporting date do not affect the classification of debt as current or non-current at the reporting date. Instead, the amendments require a company to disclose information about these covenants in the notes to the financial statements. The amendments are effective for annual reporting periods beginning on or after 1 January 2024, with early adoption permitted. The Group and the Company will examine the impact of the above on their Financial Statements, though it is not expected to have any. The above have been adopted by the European Union with effective date of 01/01/2024.

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

The following new Standards, Interpretations and amendments of IFRSs have been issued by the International Accounting Standards Board (IASB), but their application has not started yet or they have not been adopted by the European Union.

- **Amendments to IAS 7 “Statement of Cash Flows” and IFRS 7 “Financial Instruments: Disclosures”: Supplier Finance Arrangements (effective for annual periods starting on or after 01/01/2024)**

In May 2023, the International Accounting Standards Board (IASB) issued Supplier Finance Arrangements, which amended IAS 7 Statement of Cash Flows and IFRS 7 Financial Instruments: Disclosures. The IASB issued Supplier Finance Arrangements to require an entity to provide additional disclosures about its supplier finance arrangements. The amendments require additional disclosures that complement the existing disclosures in these two standards. They require entities to provide users of financial statements with information that enable them a) to assess how supplier finance arrangements affect an entity's liabilities and cash flows and to understand the effect of supplier finance arrangements on an entity's exposure to liquidity risk and how the entity might be affected if the arrangements were no longer available to it. The amendments to IAS 7 and IFRS 7 are effective for accounting periods on or after 1 January 2024. The Group and the Company will examine the impact of the above on their Financial Statements, though it is not expected to have any. The above have not been adopted by the European Union.

- **Amendments to IAS 21 "The Effects of Changes in Foreign Exchange Rates: Lack of Exchangeability (effective for annual periods starting on or after 01/01/2025)**

In August 2023, the International Accounting Standards Board (IASB) issued amendments to IAS 21 The Effects of Changes in Foreign Exchange Rates that require entities to provide more useful information in their financial statements when a currency cannot be exchanged into another currency. The amendments introduce a definition of currency exchangeability and the process by which an entity should assess this exchangeability. In addition, the amendments provide guidance on how an entity should estimate a spot exchange rate in cases where a currency is not exchangeable and require additional disclosures in cases where an entity has estimated a spot exchange rate due to a lack of exchangeability. The amendments to IAS 21 are effective for accounting periods on or after 1 January 2025. The Group and the Company will examine the impact of the above on their Financial Statements, though it is not expected to have any. The above have not been adopted by the European Union.

Key accounting policies

The following information relating to the accounting policies is considered material for the preparation of the financial statements:

2.3 Consolidation

2.3.1 Subsidiaries

The consolidated financial statements include the financial statements of the parent company and all the entities over which the parent company exercises control (its subsidiaries) as of December 31, 2023.

Subsidiaries are fully consolidated from the acquisition date, being the date on which the Group obtains control, and continue to be consolidated until the date when such control ceases. The financial statement of the subsidiaries is prepared for the same reporting period as the parent company, using consistent accounting policies. All intra-group balances, transactions, unrealized gains and losses resulting from intra-group transactions and dividends are eliminated in full.

Total consolidated income of the subsidiaries is attributed to the non-controlling interest even if it results in a deficit balance. A change in ownership interest in a subsidiary, without loss of control, is a transaction between shareholders. In case the Group loses control of a subsidiary it derecognizes the following:

- assets (including goodwill) and liabilities of the subsidiary
- carrying amount of any non-controlling interest
- cumulative translation differences, recorded in equity and recognized as follows:
- fair value of the consideration received
- fair value of any investment retained
- any surplus or deficit in profit or loss
- it reclassifies the parent's share of components previously recognized in other comprehensive income to profit or loss or retained earnings, as appropriate
- investments in subsidiaries in the separate financial statements are measured at acquisition cost less accumulated impairment losses.

2.4 Operating Segments

Segments are defined based on the geographical structure of the Group's companies and customers, provided that those responsible for making financial decisions monitor the financial information separately, as presented by the Company and by each subsidiary included in the consolidation.

The segments to be reported separately are determined based on the quantitative criteria set by the Standard. A geographic segment is defined as a geographic area in which products and services are provided and which is subject to different risks and returns than other areas.

2.5 Foreign currency translation

The Group's presentation currency is Euro, which is also the parent company's functional currency. Transactions involving other currencies are translated into Euro using the exchange rates which are in effect at the time of the transactions. At the Statement of Financial Position date monetary assets and liabilities which are denominated in other currencies are adjusted using the official exchange rates. Non-monetary assets and liabilities measured at historical cost in a foreign currency are translated using the exchange rate at the date of the initial transaction. Gains or losses from foreign currency differences are recorded in the Statement of Comprehensive Income.

(All amounts in Euro thousands unless otherwise stated)

2.6 Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and potential impairment. Acquisition cost includes all directly related costs for the acquisition of the asset.

Expenses in subsequent periods are capitalized in the cost amount of the related assets if they increase the useful life of the asset and / or its production potential or reduce its operating cost. Repairs and maintenance are charged to the income statement as incurred.

When tangible assets are sold, the differences between the consideration received and their book value are recorded as gains or losses in the income statement.

Depreciation: Depreciation of property, plant and equipment is calculated based on the straight-line method at rates, which approximate average useful lives reviewed on an annual basis. The useful lives and depreciation rates assumed per asset category are set out below:

	Years of useful life	Depreciation rate
Premises on third-party property	7 – 25	4% - 14%
Machinery and mechanical equipment	4 – 20	5% - 24%
Furniture and fixture	3 – 10	10% - 30%
Vehicles	6 – 10	10% - 16%
Other intangible assets	4 – 10	10% - 25%
Energy production licenses	35 – 45	1,5% - 2,5%
Right-of-use assets	10 – 15	6% - 10%

Leasehold improvements are amortized over the term of the lease.

2.7 Investment property

Investment property is initially recognized at acquisition cost, which is increased with all the costs associated with the transaction of the acquisition. The cost method is applied under subsequent measurement less accumulated depreciation and potential impairment losses.

Depreciation: Depreciation of investment property is calculated based on the straight-line method at rates, which approximate average useful lives reviewed on an annual basis. The useful lives and depreciation rates assumed per asset category are set out below:

Years of useful life	Depreciation rate
50	2%

2.8 Borrowing Costs

Underwriting, legal and other direct costs incurred in connection with the issuance of long-term debt adjust the carrying amount of the liability and are amortized using the effective interest rate method over the life of the debt. All borrowing costs are recognized as an expense when incurred. Borrowing costs are added to the cost to the extent that relates to the construction period of the fixed assets.

2.9 Intangible assets

Energy production licenses

Energy production licenses are measured at cost less any accumulated depreciation. Amortization is calculated using the straight line method during the useful life of the asset that is between 35 – 45 years.

Right-of-use: Right-of-use assets granted under contracts are initially recognized at acquisition cost and measured at acquisition cost less amortization and any impairment loss.

2.10 Impairment of assets

Intangible assets with indefinite useful life that are not amortized are tested for impairment at least annually. Assets subject to amortization are tested of impairment every time there is an indication that the carrying amount is not recoverable. The recoverable amount is the higher of fair value less costs to sell and value in use of the asset or cash-generating unit (CGU). The recoverable amount is determined for an asset unless that asset does not generate cash inflows that are largely independent of those generated by other assets or groups of assets. If the recoverable amount of an asset or a CGU is lower than the carrying amount, then the carrying amount is reduced to the amount of the recoverable amount. Value in use is determined by discounting future cash flows at the appropriate discount rate.

An impairment loss is recognized as an expense in the income statement of the related period occurred. When in subsequent periods the loss must be reversed the carrying amount of the asset is increased up to the reviewed estimated recoverable amount to the extent the new carrying amount is not higher than the carrying amount that would result as if the impairment was never recorded in prior periods.

Reversal of an impairment loss is recognized as income.

2.11 Financial instruments

Financial assets

Initial recognition and subsequent measurement

Acquisitions and sales of financial assets are recognized at the date of transaction at which the Group and the Company are committed to buying or selling the asset. The initial measurement is at fair value plus any directly arising transition costs except the assets recognized at fair value with changes in the income statement.

The subsequent measurement of the Group assets depends on the following classification:

a) Financial assets at fair value through profit or loss

A financial asset that meets either of the following conditions:

Is classified as held for trading (including derivatives but excluding instruments designated for hedging purposes, acquired or designed for the purchase or repurchase purposes and finally those who are part of a portfolio including recognized financial instruments).

Upon initial recognition it is designated by the entity as at fair value through the Statement of Comprehensive Income.

In the Group and the Company Statement of Financial Position the Derivatives are recorded in other current assets/liabilities. Changes in fair value of these derivatives are charged to the Statement of Comprehensive Income.

b) Other financial assets

Non-derivative financial assets which are either specified in this category, or cannot be included in any of the above. Subsequently, available-for-sale financial assets are carried at fair value and the related gains or losses are recorded in reserves of the other comprehensive income, until these assets are sold or defined as impaired. On sale or when designated as impaired, gains or losses are transferred to profit or loss. Interest earned on holding available-for-sale assets is recognized as interest income using the effective interest method. The fair value of available-for-sale financial assets includes the fair value of potentially effective guarantees.

c) Trade receivables

Trade receivables are initially recorded at fair value and subsequently measured at amortized cost applying the effective interest rate less any impairment losses.

The fair values of quoted investments in active markets are based on current bid prices. Non-quoted assets fair values are determined using valuation techniques such as analysis of recent transactions, quoted comparables and discounted cash flows. Non-quoted securities classified in the category Available-for-sale financial assets, whose fair value cannot be reliably determined, are carried at acquisition cost.

Derecognition of Financial asset:

Financial assets (or where applicable - a component of a financial asset or a component of a group of financial assets) are derecognized when:

- The contractual rights for cash flows have expired.
- The Group and the Company keep the right for inflows from the particular asset although they have simultaneously undertaken an obligation to a third party to pay its total amount, without significant delay, in the form of contractual transaction. The Group and the Company have transferred the rights for inflows arising from the financial asset and at the same time a) have transferred all the risks and the benefits or b) have transferred the control of the abovementioned asset. Where the Group and the Company have transferred the rights for inflows arising from the financial asset but have not transferred substantially all the risks and the benefits of this, then the financial asset is recognized as asset of Company's continuing engagement. The continuing engagement which has form of guarantee, is measured at the lower of the initial balance of the asset and the maximum amount that the Group and the Company may be required to pay.

When the continuing engagement is in the form of purchase or sale rights upon the financial assets, the continuing engagement rate of the company and the Group and the Company is the value of the transferred asset which the company and the Group and the Company can rebuy. With the exception of the right to sale, the instrument is measured at fair value and the continuing engagement of the Group, and the Company are limited to the lower between the fair value and the call option.

Impairment of financial assets:

At every statement of financial position date, the Group and the Company assess whether there are objective indications that lead to the conclusion that the financial assets are impaired. Regarding company shares classified as available-for-sale financial assets - such an indication is a significant or prolonged decrease in fair value relative to acquisition cost and in a stable market environment. Once impairment has been identified, the accumulated loss in equity, which is the difference between acquisition cost and fair value, is transferred to the income statement.

Impairment losses (losses from bad debts) are recognized when there is objective indication that the Group and the Company are unable to collect all the amounts due under the contractual terms. The amount of the impairment loss is the difference between the book value of the receivables and the present value of the estimated future cash flows, discounted at the initially effective interest rate. The amount of the impairment loss is recorded as an expense in the income statement. Receivables assessed as uncollectible are written off.

Financial Liabilities

Initial recognition and measurement

Financial liabilities are financial liabilities at fair through profit or loss, borrowings and liabilities or derivative financial instruments, characterized as effective through hedging.

Financial liabilities are recognized at fair value, and in case of borrowings, with the transaction cost which given at the acquisition or the issue of the liability. The financial liabilities of the Group and the Company include trade liabilities, other long-term and short-term liabilities, short-term and long-term borrowings and financial derivatives.

Subsequent measurement of the financial liabilities depends on the categories in which they have been classified.

a) Borrowings and trade receivables

Bank borrowings provide financing for the Group and the Company's operations. Short-term and long-term borrowings are separated based on the terms of the applicable contracts, if the borrowings are to be repaid within the following twelve months or later.
After the initial recognition, borrowings are measured at amortized cost applying the effective interest method. Gains and losses are recognized in the income statement when liabilities are derecognized as well as during amortization through the application of the effective interest method. Amortized cost is calculated taking into account any discount or premium on acquisition as well as any costs or expenses that form part of the effective interest rate. This amortization is included in the financial expenses of the income statement for the year.

b) Financial liabilities at fair value through profit or loss

Financial liabilities at fair value include financial liabilities separated for trade purposes and recognized and characterized as financial liabilities under the initial recognition. Financial liabilities are classified as held for sale if acquired for the purpose of the short sale. This category includes derivative financial instruments that have not been characterized as effective means of hedge accounting. Gains or losses of liabilities held for sale are recognized in the income statement.

Derecognition

A financial liability is derecognised when the liability is settled, that is, when the commitment specified in the contract is fulfilled, canceled or expires. When an existing financial liability is exchanged for another liability to the same lender that contains significantly different terms, or the terms of an existing liability are significantly modified, this exchange or conversion is treated as derecognition of the initial liability and recognition of a new liability. The difference of the corresponding book values is recognized in the income statement.

2.12 Offsetting financial instruments

Financial assets and financial liabilities are offset and the net amount is recorded in the Statement of Financial Position only if the Group and the Company have the legal right to do so and intend to offset them on a net basis against each other or claim the asset and settle the liability at the same time.

2.13 Inventories

Inventories are stated at the lower of cost or net realizable value. The cost is determined using the annual weighted average cost method. Cost of inventories includes all cost and expenses to bring them to their current location. Borrowing costs are not included in the carrying amount of inventories. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

2.14 Cash and cash equivalents

Cash, time deposits and other highly liquid, low risk investments with original maturities of three months or less are considered to be cash equivalents.

2.15 Share Capital

The common shares are classified in Equity.
Stock issuance costs, net of related deferred tax, are reflected as a deduction of Paid-in-Surplus. Stock issuance costs related to business combinations are included in the cost carrying amount. The purchase cost of treasury shares less any income tax (if applicable) is presented as a deduction of equity unless the treasury shares are sold or cancelled. Gains or losses from the sale of treasury shares net of any direct transaction costs or income tax, if applicable, are presented as reserve in equity.

2.16 Income tax – Deferred tax

Taxes include current taxes and deferred taxes, i.e. taxes arising from temporary differences between the book value and the tax base of assets and liabilities. Income tax is recorded in the

Statement of Comprehensive Income, except for the tax relating to transactions recorded directly in Equity, which in this case is recorded directly in Equity. The current and deferred income tax are calculated based on the relevant items of the financial statements of every company included in the consolidation in accordance with the effective tax legislation in Greece. Current income tax concerns tax on the taxable profits of the Group companies, as amended in accordance with the requirements of the tax legislation, and was calculated based on the applicable tax rate, which in Greece was set at 22% for 2023 and 2022.
Deferred income taxes refer to cases of temporary differences between the tax recognition of Assets and Liabilities and their recognition for the purposes of preparing the Financial Statements and are calculated using the tax rates that will apply during the years in which the Assets are expected to be recovered and the liabilities settled. Deferred tax is calculated using the liability method on all the temporary tax differences, at the statement of financial position date, between the tax base and the book value of the assets and liabilities.

Expected tax effects from temporary tax differences are identified and recorded either as future (deferred) tax liabilities or as deferred tax assets.

Deferred tax assets are recognized for all deductible temporary differences and unused tax losses to the extent it is probable that there will be sufficient future taxable income against which the unused tax losses and tax credits can be used. The value of deferred tax assets is reviewed at every statement of financial position date and is reduced to the extent it is not expected that sufficient taxable income will be available to cover the deferred tax asset.

The Group and the Company offset deferred tax assets and deferred tax liabilities if and only if:
The Group and the Company have a legally enforceable right to offset current tax assets against current tax liabilities and deferred tax assets and deferred tax liabilities relate to income tax imposed by the same tax authority either:

- in the same taxable economic unit, either
- in different taxable economic units, which intend to offset current taxable liabilities and receivables or to collect receivables and settle liabilities at the same time, in any future period in which significant amounts of deferred tax liabilities or receivables are expected to be settled or recovered.

2.17 Employee Benefits

Employee benefits

a) Short term benefits

Short term employee benefits in cash or in kind are recorded on an accrual basis.

b) Post employment benefits

Post-employment benefits include defined contribution and defined benefit plans. The accrued cost of defined contribution plans is recorded as an expense in the relevant period.

The liability recorded in the Statement of Financial Position for defined benefit plans is the present value of the defined benefit obligation. The defined benefit obligation is calculated annually by an independent actuary using the projected unit credit method.

Changes in defined benefit plan obligations related to current employment costs and interest finance costs are recognized in the Statement of Comprehensive Income, while actuarial gains or losses arising from revaluations due to changes in assumptions are recognized in the Statement of Other Comprehensive Income.

Regarding 2023-year discount, the selected interest rate follows the iBoxx AA Corporate Bond Index 5-7 trend, which is considered consistent with the principles of IAS 19, i.e. it is based on bonds corresponding to the currency and the estimated duration in relation to employee benefits, as appropriate for long-term projections.

(c) End of service benefits

Termination benefits are paid at the date of employees' retirement. The Group recognizes these benefits when it is obliged to pay or at the date of the service termination according to the analytical plan which cannot be recalled or when such benefits are offered in the context of voluntary withdrawal. Termination benefits which are unpaid 12 months after the reporting period, are measured at the discounted value.

When the number of employees who are going to vest the service termination is unknown, a disclosure of contingent liability is reported.

2.18 Provisions

Provisions are recognized when the Group and the Company have a present obligation (legal or accrued) as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate of the amount of the obligation can be calculated. If the effect of time value of money is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. Where discounting is used, the increase of the provision due to the passage of time is recognized as a borrowing cost. Provisions are reviewed at each balance sheet date and if it is no longer probable that an outflow of resources embodying economic benefits will be required to settle the obligation, the provisions are reversed. Provisions are used only for expenditures for which they were originally recognized. Contingent assets and contingent liabilities are not recognized.

2.19 Revenue recognition

Revenues consist of the fair value of the sale of goods and services, net of value-added tax, rebates and discounts. Revenue is recognized as follows:

- **Sale of goods:** Sales of goods are recognized when a Group entity has delivered products to the customer, net of rebates and discounts, the customer has accepted the products and collectability of the related receivables is reasonably assured.
- **Services:** Revenues from services are recognized in the accounting period in which the services are rendered, by reference to completion of the specific transaction, assessed based on the actual service provided as a proportion of the total cost.
- **Interest income:** Interest income is recognized on a time-proportion basis using the effective interest method.
- **Dividend income:** Dividend income is recognized at the period approved by each entity's General Meeting of Shareholders.

2.20 Leases

The Group as a lessee

The Group and the Company lease various assets such as buildings and vehicles.
As a lessee, under the previous accounting policy, the Group and the Company classified leases as operating or finance leases based on an assessment of whether all the risks and rewards of ownership of an asset are transferred, regardless of the ultimate transfer or not of the ownership title of this item. Under IFRS 16, right-of-use assets and lease liabilities are recognized for most of the leases in which it is a counterparty as a lessee, except for low-value leases, whose payments were recorded on a straight-line basis in the income statement throughout the term of the lease.
The Group records its lease liabilities in "Long-term Lease Liabilities" and "Short-term Lease Liabilities" in the Statement of Financial Position.

Significant accounting policies:

Leases are recognized in the statement of financial position as a right-of-use asset and a lease liability , the date on which the leased fixed asset becomes available for use. Every rental is divided between the lease obligation and interest, charged to the results throughout the lease, in order to obtain a fixed interest rate for the remainder of the financial liability in each period.
Right-of-use assets are initially measured at cost, and then reduced by the amount of accumulated depreciation and potential impairment. Right-of-use is depreciated in the shortest

period between the useful life of the component or its duration, with the fixed method. The initial measurement of the right- of- use of assets consists of:

- The amount of the initial measurement of the lease liability,
- Lease payments made on or before the commencement date, reduced by the amount of discounts or other incentives offered,
- Initial costs, directly linked to the rent,
- Recovery costs.

Finally, right-of-use assets are adjusted to specific recalculations of the corresponding lease liability.

Lease liabilities are initially calculated at the present value of rentals, not paid at the start of the lease. They are discounted at the imputed rate of the lease or, if this interest rate cannot be determined by the contract, at a differential incremental borrowing rate (IBR) which is the cost the lessee would have to pay to borrow the necessary capital in order to obtain an item of similar value as the leased asset, in a similar economic environment and under similar terms and assumptions.

Lease liabilities include net present value of:

- Fixed leases (including any in-substance fixed leases)
- Variable leases, depending on the rate
- Residual value expected to be paid
- The price of an option to purchase the underlying asset, if the lessor is almost certain to exercise it
- Penalties for termination of a lease if the lessor chooses this option.

After their initial measurement, lease liabilities are increased by their financial cost and are reduced by the payment of rentals. Finally, they are reassessed when there is a change: a) to rents due to a change of index, b) to the estimation of the amount of residual value, which is expected to be paid, or c) to the assessment of a choice of purchase or extension, which is relatively Certain that it will be exercised or a right of termination of the contract, which is relatively certain that it will not be exercised.

2.21 Dividend Distribution

Dividends payable to the shareholders are recognized and presented as liability in the period in which the General Meeting of Shareholders approves them.

2.22 Government Grants

Government grants are initially recognized as deferred income, when collecting the grant is fairly secure, and the Group and the Company have met its required obligations. Grants related to the Group and the Company expenses are recognized as other operating income on a systematic base in the period the related expenses are recognized. Grants related to the acquisition cost of the Group's assets are recognized as other operating income on a systematic base according to the useful life of the asset.

2.23 Earnings per share

Basic earnings per share are computed by dividing net income that correspond to the minority shareholders by the weighted average number of shares outstanding during each period.

2.24 Long term Receivables / Payables

Long-term receivables and payables, which are interest free or bear interest significantly lower than the prevailing market rates, are recognized in their net present value. Differences between the present value and the face amounts are created as discount or premium and amortized as interest expense or income over the life of the receivable/payable.

2.25 Related parties

Related party transactions and balances are disclosed separately in the consolidated financial statements. Such related parties mainly refer to major shareholders management, companies with common ownership and/or management with the company and its consolidated subsidiaries, or other affiliates of these companies.

2.26 Capital Management

The Group's policy is to maintain a strong capital base, so that there is confidence on the part of investors and creditors and to support its future growth. The management monitors the financial structure of the parent and subsidiary companies with the aim of ensuring the uninterrupted availability of the necessary funds required for the operation and development of the company, taking into account in each case the corresponding costs.

The Company fully complies with the provisions imposed by Law 4548/2018 in relation to capital management.

3. Financial Risk Management

3.1 Financial Risk Factors

The Group's and the Company's operations are exposed to various financial risks (including currency risk, fair value interest rate risk, cash flow risk and price risk), credit risk and liquidity risk. The Group's and the Company's risk management policy focuses on the unpredictability of the capital markets aiming at minimizing potential adverse effects on the Group's and the Company's financial performance. The Group and the Company in certain cases use derivative financial instruments to hedge its exposure to certain risks.

Risk management is carried out by the treasury department under policies approved by the Board of Directors. The treasury department identifies, evaluates and hedges financial risks in close cooperation with the Group's operating units. The Board of Directors provides written principles for overall risk management, as well as written policies covering specific areas, such as foreign exchange risk, interest rate risk, and credit risk, use of derivative financial instruments and non-derivative financial instruments and investment of excess liquidity.
The following sensitivity analysis of the results for the Group and the Company is based tax rate 22% for 2023 and 2022.

3.1.1 Risks

Risks

Currency Risks

The Group and the Company operate internationally and are exposed to currency risks arising from exposure to different currencies mainly USD, JPY, TRY and GBP. Currency risk arises from assets and liabilities in a foreign currency other than Euro. The Group and the Company on a case-by-case basis hedges the currency risk by entering into derivative contracts but does not make use of hedge accounting.

On December 31, 2023, earnings after tax and equity of the Group and the Company would have been by € 15 respectively (€ 2 respectively in 2022 for the Group and the Company) (lower) / higher if € had been weaker / stronger than the USD by 4% (comparative year: 9%) with other variables remaining constant, both as a result of foreign exchange losses / gains in the settlement of trade payables offset by credit / debit exchange differences in the conversion of cash and cash equivalents and as a result of losses / gains from exchange differences during the collection of trade receivables.

On December 31, 2023, earnings after tax and equity of the Group and the Company would have been by € 0 and € 0 respectively (€ 5 and € 18 respectively in 2022 for the Group and the Company) (lower) / higher , if € was weaker / stronger than the JPY by 9% (comparative year: 8%) with other variables remaining constant both as a result of foreign exchange losses / gains on settlement of trade liabilities offset by credit / debit foreign exchange differences on the conversion of cash and cash equivalents and as a result of losses / gains from exchange differences in the collection of trade receivables.

On December 31, 2023, earnings after tax and equity of the Group and the Company would have been by € 206 and € 0 respectively (€ 406 and € 2 respectively in 2022 for the Group and the Company) (lower) / higher, if € was weaker / stronger than the GBP by 2% (comparative year: 5%) with other variables remaining constant mainly as a result of foreign exchange gains / losses in the collection of trade receivables.

On December 31, 2023, earnings after tax and equity of the Group and the Company would have been by € 550 and € 0 respectively (€ 350 and € 0 respectively in 2022 for the Group and the Company) (lower) / higher, if the € was weaker / stronger than the TRY by 25% (comparative year: 14%) with other variables remaining constant mainly as a result of foreign exchange gains / losses in the collection of trade receivables.

Market Risks

The Group and the Company are exposed to share price risks arising from investments in shares of companies listed on the Athens Stock Exchange (Athex) and characterized, for the purpose of preparing the Financial Statements, as held for sale. To facilitate management of the price risks arising from investments in shares, the Group and the Company creates diversification in its portfolio. The portfolio diversification is in accordance with the decisions of the Board of Directors regarding the investment cash available in shares.

The portfolio shares are included in the Athex General Index. The effect that an increase/decrease in the Athex General Index would have on the Group's Equity for the year 2023, under the assumption of an increase/decrease in the Athex General Index of 18%, (comparative year: 11%) keeping all the other variables remaining constant would be as follows:

On December 31, 2023, earnings after tax and equity of the Group and the Company would have been by € 2 (€ 1 in 2022) as a result of the gains / (losses) that would arise from the valuation of other financial assets.

Cash Flows and Interest Rate Risk

The Group and the Company have no significant interest-bearing assets and its income and operating cash flow are substantially independent of changes in market interest rates. The interest rate risk arises from long term and short term borrowing from banks in Euro with variable interest rates.

The Group and the Company analyze the interest rate exposure on a continuous basis taking into consideration the possibility of restructuring debt with alternative terms and types as well as the renewal of existing positions. Based on these alternatives the Group and the Company calculate the impact on significant medium- and long-term debt positions a shift in interest rates would have.

If on December 31, 2023 interest rates in Euro were higher/lower by 195 units for the Group and the Company (comparative year: higher/lower by 121 units for the Group and the Company) with other variables remaining constant earnings after tax and equity would have been lower/higher for the Group and the Company by € 306 (€ 351 in 2022 for the Group and the Company). This would be mainly due to the higher financial cost of bank borrowing with a floating interest rate in €.

If on December 31, 2023 TRY interest rates were higher/lower by 300 units for the Group and the Company, all other variables remaining constant, earnings after tax and equity would have been higher/lower for the Group and the Company by € 28 (€ 11 in 2022). This would be mainly due to the lower financial cost of bank borrowing with a floating interest rate in €.

Credit Risk

Credit risk is managed at Group level. Credit risk arises mainly from credit exposures to customers including accounts receivable. The commercial departments assess the customer's creditworthiness taking into consideration their financial position, previous trading experience and other factors and set credit limits which are regularly monitored and cannot be exceeded by an individual customer. Sales to retail customers constitute approximately 1% of the Group's total turnover and are mainly carried out in cash. During the year, no credit limits were exceeded and the Group Management does not expect material losses arising from non-performance of accounts receivable. Moreover, the Company's receivables are distributed among a wide number of customers, therefore, there is no concentration of them and consequently credit risk is significantly limited.

The maximum exposure of the Group and the Company to credit risk arising from trade receivables on 31/12/2023 is analyzed in Note 13.

Liquidity Risk

Liquidity risk management ensures sufficient cash and cash equivalents as well as secured credit ability through approved financing limits for working capital and issuing guarantees to suppliers, which on 31/12/2023 amounted to € 62.384 for the Group and € 61.448 for the Company (on 31/12/22 - to € 49.055 for the Group and € 49.421 for the Company).

The Group and the Company Management monitors and adjusts the cash daily based on the expected cash inflows and outflows. The following table analyzes the Group's obligations per maturity based on the remaining contractual term at the Statement of Financial Position date.

(All amounts in Euro thousands unless otherwise stated)

Group **Dec 31, 2023**	**< 1 year**	**Between 2 and 5 years**	**> 5 years**	**Total**
Borrowings	10.943	19.295	3.000	33.238
Finance lease liabilities	2.231	10.289	15.311	27.831
Other liabilities	14.141	-	-	14.141
Total	**27.315**	**29.584**	**18.311**	**75.210**

Group **Dec 31, 2022**	**< 1 year**	**Between 2 and 5 years**	**> 5 years**	**Total**
Borrowings	37.511	-	-	37.511
Finance lease liabilities	1.781	8.373	11.963	22.117
Other liabilities	13.445	-	-	13.445
Total	**50.677**	**8.373**	**11.963**	**73.073**

The table below analyses the Company's liabilities based on the remaining period at Statement of Financial Position date.

Company **Dec 31, 2023**	**< 1 year**	**Between 2 and 5 years**	**> 5 years**	**Total**
Borrowings	10.007	19.295	3.000	32.302
Finance lease liabilities	2.231	10.287	15.313	27.831
Other liabilities	13.018			13.018
Total	**25.256**	**29.584**	**18.313**	**73.151**

Company **Dec 31, 2022**	**< 1 year**	**Between 2 and 5 years**	**> 5 years**	**Total**
Borrowings	37.146	-	-	37.146
Finance lease liabilities	1.781	8.373	11.963	22.117
Other liabilities	10.138	-	-	10.138
Total	**49.065**	**8.373**	**11.963**	**69.401**

4. Significant accounting estimates and judgements of the management

Preparation of Financial Statements, in accordance with IFRS, requires making estimates and assumptions, which may affect the accounting balances of assets and liabilities, the required disclosures for potential receivables and liabilities at the Financial Statements preparation date as well as the amounts of income and expenses recognized within the year. Use of available information and application of subjective judgment are integral factors for making estimates. Assumptions and estimates are evaluated on an ongoing basis and in accordance with historical experience and other factors, including expectations of the outcome of future events that are considered reasonable under existing circumstances. These estimates and assumptions are forward-looking and, as a consequence, actual results are likely to differ from accounting calculations.

The main estimates and judgments referring to the data, whose development could affect the items of the Financial Statements in the next 12 months, are presented below as follows:

a) Useful life of depreciable assets

The Company's management reviews the useful life of depreciable assets annually. On 31/12/2023, the Management estimates that useful life represents the assets expected use (Notes 2.6 & 9).

b) Impairment of assets

The Group applies the provisions of IFRS 9 for impairment test. In determining when an investment is impaired the Group assesses, along with other factors, the term or the extent to which the fair value of an investment is below cost, which may be an objective indication of impairment, the financial viability and short-term projections, as well as business policies and the future of the investment (Notes 2.11, 1.2.2 & 11).

c) Provision for income tax

Provision for income tax according to IAS 12 is computed by estimating the tax amount which will be paid to the tax authorities, which includes the current income tax for each fiscal year and a provision for taxes that may arise under the tax audits. The total tax liability presented in the Statement of Financial Position requires making significant estimates. Calculating income tax for particular transactions is uncertain. The Group recognizes liabilities for tax issues, based on calculations for whether or not there will be an additional tax expense. When the final tax effect of these matters differs from the amount initially recognized the differences affect the provision for income tax and for deferred tax in the period when the determination was made (Note 2.16, 8 & 20) .

d) Provision for expected credit losses

The Group applies a model according to which it calculates the expected credit losses throughout the lifetime of its receivables. The model is based on past experience but is adjusted to reflect projections for future economic conditions. At every reporting date, the historical rates used are updated and the estimates of the future financial conditions are analyzed. The correlation between historical data, future financial condition and expected credit losses involves making significant estimates. The amount of the expected credit losses depends to a large extent on changes in conditions and projections of the future economic conditions (Notes 2.11, 7.4 & 13).

(All amounts in Euro thousands unless otherwise stated)

e) Provision for impairment of inventory

The Group's management makes estimates and judgments to determine the appropriate impairment of inventory based on detailed analyzes of slow-moving inventories and future plans for their liquidation (Notes 2.13, 7.4 & 12).

f) Provision for employee compensation

The amount of provision for employee compensation is based on an actuarial study. The actuarial study includes making assumptions about the discount rate, the rate of increase in employee wages, the increase in the consumer price index and the expected remaining working life. The assumptions used involve significant uncertainty and the Group's Management is constantly reassessing them (Notes 2.17 & 21).

g) Contingent Assets and Contingent Liabilities

The Group is involved in legal claims and compensation issues in the ordinary course of its business. The Management considers that any settlements would not significantly affect the Group's financial position on 31/12/2022. However, determining the potential liabilities associated with legal claims is a complex process that involves making judgments about the potential consequences and interpretations of laws and regulations. Changes in judgments or interpretations are likely to result in an increase or a decrease in the Group's contingent liabilities in the future (Note 24).

h) Deferred tax assets on tax losses

Deferred tax asset is recognized for all tax losses carried forward to the extent that taxable profits will be available in the future to set the losses against. For the determination of the asset that could be recognized, very important assumptions and estimations are required by the Group Management, the most important of which is the expectation of taxable profits in the future, combined with the tax strategy that will be followed (Notes 2.16 & 20)

5. Geographical sales analysis

Geographical breakdown of the Group's sales during the years ended on December 31, 2023 and 2022 is as follows:

	Consumer durables		
1/1-31/12/2023	**Sales from continuing operations**	**Sales from discontinued orerations**	**Total**
Parent (Domestic sales)	59.400	12	**59.412**
Parent (Foreign sales)	29.679	-	**29.679**
Subsidiaries (Foreign sales)	33.555	-	**33.555**
Intra-segment revenue	(16.715)	-	**(16.715)**
Total	**105.919**	**12**	**105.931**

(All amounts in Euro thousands unless otherwise stated)

	Consumer durables		
1/1-31/12/2022	**Sales from continuing operations**	**Sales from discontinued orerations**	**Total**
Parent (Domestic sales)	43.404	4.337	**47.741**
Parent (Foreign sales)	33.103	11.725	**44.828**
Subsidiaries (Foreign sales)	24.637	-	**24.637**
Intra-segment revenue	(13.377)	(147)	**(13.524)**
Total	**87.767**	**15.915**	**103.682**

The table presented above refers to the sales made domestically from Greece as well as abroad through its foreign established subsidiaries.

In 2023, revenues from two foreign customers amounted to € 14.889 and € 6.672 (€ 13.121 and € 4.450 respectively in 2022) and from two domestic customers € 7.436 and € 6.897 (€ 5.345 and € 5.202 respectively in 2022).

6. Revenue

The Group and the Company revenue is analyzed as follows:

	Group		Company	
	1/1-31/12/2023	**1/1-31/12/2022**	**1/1-31/12/2023**	**1/1-31/12/2022**
Sales of goods	105.787	87.612	88.958	76.343
Sales of services	132	155	132	163
	105.919	**87.767**	**89.090**	**76.506**
Other operating income	1.972	983	1.204	723
Total of continuing operations	**107.891**	**88.750**	**90.294**	**77.229**
Total of discontinued operations	12	15.915	-	15.915
Total of spin off	-	4.491	-	-
Total	**107.903**	**109.156**	**90.294**	**93.144**

Total turnover from continuing operations of F.G. EUROPE S.A. in 2023 at the Group level it amounted to € 105.919 compared to € 87.767 in 2022, increased by 22,30%. At the Company level, total turnover from continuing operations amounted to 89.090 compared to € 76.506 in 2022, increased by 16,45%.

The increase in total sales for the Group and the Company is partly due to the favorable climate conditions for air conditioner sales that prevailed in the 2nd half of 2022 and partly due to the old household appliances replacement program implemented in 2023. The sales of air conditioners of the Company abroad present a decrease of 10% offset by the increase in domestic sales by 35%. The sales of White Appliances recorded an increase of 52%.

(All amounts in Euro thousands unless otherwise stated)

7. Expenses

Expenses are analyzed as follows:

Group					
Table of allocation of expenses 1/1-31/12/2023					
Account	**Cost of Sales**	**Administrative expenses**	**Distribution expenses**	**Other expenses**	**Total**
Employee remuneration & expenses	(79)	(1.459)	(5.596)	-	(7.134)
Third party fees & expense	-	(235)	(656)	-	(891)
Third-party benefits	-	(264)	(1.800)	-	(2.064)
Taxes and duties	-	(139)	(284)	-	(423)
Miscellaneous expenses	-	(1.555)	(5.319)	(1.130)	(8.004)
Depreciation incorporated	-	(202)	(2.607)	-	(2.809)
Operating provisions	(396)		(32)	-	(438)
Inventory provisions	(72.305)	-	-	-	(72.305)
Total of continuing operations	**(72.780)**	**(3.854)**	**(16.294)**	**(1.130)**	**(94.058)**
Discontinued operations	**(11)**	**(815)**	**-**	**(142)**	**(968)**
Total	**(72.791)**	**(4.669)**	**(16.294)**	**(1.272)**	**(95.026)**

Group					
Table of allocation of expenses 1/1-31/12/2022					
Account	**Cost of Sales**	**Administrative expenses**	**Distribution expenses**	**Other expenses**	**Total**
Employee remuneration & expenses	(116)	(791)	(4.098)	-	**(5.005)**
Third party fees & expense	-	(253)	(400)	-	**(653)**
Third-party benefits	-	(252)	(1.029)	-	**(1.281)**
Taxes and duties	-	(204)	(517)	-	**(721)**
Miscellaneous expenses	-	(859)	(3.856)	(840)	**(5.555)**
Depreciation incorporated	-	(188)	(2.206)	-	**(2.394)**
Operating provisions	(327)	-	(286)	-	**(613)**
Inventory consumption	(63.157)	-	-	-	**(63.157)**
Total of continuing operations	**(63.600)**	**(2.547)**	**(12.392)**	**(840)**	**(79.380)**
Total spin off	**-**	**(1.677)**	**-**	**(1.843)**	**(3.520)**
Discontinued operations	**(12.905)**	**(208)**	**(1.778)**	**-**	**(14.891)**
Total	**(76.505)**	**(4.432)**	**(14.170)**	**(2.683)**	**(97.791)**

(All amounts in Euro thousands unless otherwise stated)

Company					
Table of allocation of expenses 1/1-31/12/23					
Account	**Cost of Sales**	**Administrative expenses**	**Distribution expenses**	**Other expenses**	**Total**
Employee remuneration & expenses	(79)	(612)	(4.137)	-	(4.828)
Third party fees & expense	-	(40)	(464)	-	(514)
Third-party benefits	-	-	(967)	-	(957)
Taxes and duties	-	(50)	(252)	-	(302)
Miscellaneous expenses	-	(222)	(4.234)	(782)	(5.238)
Depreciation incorporated	-	(192)	(2.599)	-	(2.791)
Operating provisions	(282)	-	-	-	(282)
Inventory consumption	(65.732)	-	-	-	(65.732)
Total of continuing operations	**(66.093)**	**(1.116)**	**(12.653)**	**(782)**	**(80.644)**
Discontinued operations	-	(533)	-	-	(533)
Total	**(66.093)**	**(1.649)**	**(12.653)**	**(782)**	**(81.177)**

Company					
Table of allocation of expenses 1/1-31/12/22					
Account	**Cost of Sales**	**Administrative expenses**	**Distribution expenses**	**Other expenses**	**Total**
Employee remuneration & expenses	(117)	(201)	(3.040)	-	**(3.358)**
Third party fees & expense	-	(44)	(385)	-	**(429)**
Third-party benefits	-	(51)	(532)	-	**(583)**
Taxes and duties	-	(110)	(516)	-	**(626)**
Miscellaneous expenses	-	23	(3.015)	(718)	**(3.710)**
Depreciation incorporated	-	(157)	(2.195)	-	**(2.352)**
Operating provisions	(95)	-	(129)	-	**(224)**
Inventory consumption	(58.374)	-	-	-	**(58.374)**
Total of continuing operations	**(58.586)**	**(540)**	**(9.812)**	**(718)**	**(69.656)**
Total spin off	-	(829)	-	-	**(829)**
Discontinued operations	(12.905)	(208)	(1.778)	-	**(14.891)**
Total	**(71.491)**	**(1.577)**	**(11.590)**	**(718)**	**(85.376)**

Various expenses relate mainly to transportation and advertising.

Other expenses: Based on the provisions of article 45 of Law 5045/2023, an administrative fine of € 735 was imposed on the Company by the Interdepartmental Unit for Market Surveillance on the grounds that the Company obtained a benefit in excess of the standard profit for the sales of the period 1/8/2023-10/10/2023. The Company filed an appeal seeking the annulment of the decision, as it violates economic freedom and the principle of proportionality under the Constitution, mainly due to the failure to take into account the increase in the Company's operating expenses during the reporting period. The Company believes that it will be vindicated by the administrative courts and the decision to impose a fine will be annulled.

The increase in the cost of sales at both - Group and Company level – is exclusively attributed to the increase in sales (Note 6).

(All amounts in Euro thousands unless otherwise stated)

7.1 Payroll costs

Payroll costs are analyzed as follows:

	Group		Company	
	1/1-31/12/2023	**1/1-31/12/2022**	**1/1-31/12/2023**	**1/1-31/12/2022**
Salaries and wages	(5.877)	(4.220)	(3.875)	(2.633)
Employer's social security contributions	(1.119)	(709)	(798)	(674)
Retirement benefits	(138)	(77)	(155)	(52)
Total of continuing operations	**(7.134)**	**(5.006)**	**(4.828)**	**(3.359)**
Total of discontinued operations	**(565)**	**(709)**	**(426)**	**(709)**
Total of spin off	**-**	**(875)**	**-**	**(635)**
Total	**(7.699)**	**(6.590)**	**(5.254)**	**(4.703)**

On December 31, 2023, the Group headcount stood at 154 people and the Company – at 1117 people. On December 31, 2022, the Group headcount stood at 156 people and the Company – at 121 people.

7.2 Financial expenses

Financial expenses are analyzed as follows:

	Group		Company	
Financial costs:	**1/1-31/12/2023**	**1/1-31/12/2022**	**1/1-31/12/2023**	**1/1-31/12/2022**
Debit interest	(2.432)	(1.639)	(2.122)	(1.413)
Related debit interest expenses	(58)	(601)	(58)	(601)
Other bank charges and commissions	(105)	(119)	(105)	(119)
Exchange differences	(2.363)	(1.401)	(125)	(72)
Valuation of derivatives				
Interest from finance lease liabilities	(1.496)	(1.406)	(1.496)	(1.406)
Devaluation of investments and securities	-	(13)	-	(14)
Prepaid interest of the actuarial research	(11)	(1)	(10)	(1)
Total financial costs of continuing operations	**(6.465)**	**(5.180)**	**(3.916)**	**(3.626)**
Total financial costs of discontinued operations	**(1)**	**(12)**	**-**	**(12)**
Total financial costs of spin off	**-**	**(7)**	**-**	**(3.774)**
Total financial costs	**(6.466)**	**(5.199)**	**(3.916)**	**(7.412)**
Financial income:				
Debit interest and related income	37	14	17	-
Exchange differences	1.955	1.796	86	88
Sublease income	403	1.353	403	1.353
Valuation of holdings and securities	-	-	494	-
Other	-	507	-	506
Total financial income of continuing operations	**2.392**	**3.669**	**1.000**	**1.946**
Total financial income of discontinued operations	**3**	**-**	**-**	**-**
Total financial income of spin off	**-**	**812**	**-**	**812**
Total financial income	**2.395**	**4.481**	**1.000**	**2.758**
Financial costs (net) from continuing operations	**(4.072)**	**(1.511)**	**(2.916)**	**(1.679)**
Total (net) financial costs from discontinued operations	**-**	**(12)**	**-**	**(12)**
Total (net) financial costs of spin off	**-**	**805**	**-**	**(2.962)**
Total	**(4.272)**	**(718)**	**(2.916)**	**(4.653)**

(All amounts in Euro thousands unless otherwise stated)

The Group's subsidiaries, FG EUROPE Klima Teknolojileri (Turkey) and FG UK (England) transact in foreign currencies and therefore experience exchange differences. In 2023, the subsidiary in Turkey presented exchange differences (loss) of € 566 while in the corresponding fiscal year of 2022 it had presented a profit of € 637. In 2023, the subsidiary in England presented exchange differences (profit) of € 197, while in the corresponding year of 2022 it had presented loss of € 256.

7.3 Dividends from subsidiaries

On 8/6/2023, RF ENERGY SA, a subsidiary company of the FG EUROPE SA group, following the convening of the Regular General Meeting, decided to distribute a dividend for 2022 amounting to € 1.000 to the shareholders of FG. EUROPE S.A. (50%) and FIRST ENERGY HOLDINGS LTD (50%). The amount of € 500 was contributed on 27/7/2023 to "FG ENERGY S.A." resulting from the spin off of the energy segment.

7.4 Provisions

Provisions are analyzed as follows:

Group		
Table of operating provisions	**1/1-31/12/2023**	**1/1-31/12/2022**
Bad debts	156	(286)
Impairment of inventories	(396)	(327)
Total from discontinued operations	-	-
Total	**(240)**	**(613)**

Company		
Table of operating provisions	**1/1-31/12/2023**	**1/1-31/12/2022**
Bad debts	101	(128)
Impairment of inventories	(282)	(95)
Total from discontinued operations	-	-
Total	**(181)**	**(224)**

8. Income tax

The parent company and its subsidiaries have not been audited by the tax authorities for the following fiscal years:

Company	Unaudited fiscal years
F.G. EUROPE S.A.	2019 -2023
F.G. EUROPE KLIMA TEKNOLOJILERI SANAYI VE TICARET A.S.	Unaudited since its establishment (2014)
F.G. EUROPE UK L.T.D	Unaudited since its establishment (2017)
F.G.EUROPE HVAC IRELAND LTD	Unaudited since its establishment (2021)

According to par 5, article 82 of law 2238/1994 and POL 1159/2011, statutory auditors and auditing firms carry out statutory audits on public limited companies and limited liability companies which are obliged to issue annual certificate. This certificate is issued after audit, regarding the implementation of tax provisions for specific tax objects. Tax infringements, as well as non-performance and incorrect performance of taxes recorded in the books during audit, are referred in detail in the certificate. Public limited companies and limited liability companies are subject to tax audit by statutory auditors for the annual financial statements from 30/06/2011 onwards.

For the years 2011 to 2013, the companies of the Group operating in Greece and subject to tax audit of statutory auditors, according to par 5, article 82, law 2238/1994, received Tax Compliance Report, without any substantial differences to arise.

On 31/12/23, the financial years until 31/12/17 were time-barred under the provisions of par.1 of article 36 of law 4174/2013, with the exceptions provided by the effective legislation for the extension of the tax authority for issuing estimated and remedial actions for such cases.

The tax audit of the fiscal years 2017, 2018 conducted by the tax authorities resulted in a balance of € 300, accounted for in the Income Statement of the financial year.

For the tax audit of fiscal year 2019, 2020, 2021 and 2022 the companies of the Group operating in Greece that meet the relevant criteria for falling under the tax audit of Certified Auditors provided by the provisions of par. 65A, par.1, law 4174/2013, received Tax Compliance Report, without any substantial differences to arise.

Regarding FY 2023, special audit is in progress and is not to be expected, at the time of its completion, to result in differentiation in tax obligations in the financial statements. According to the recent legislation, the audit and the issuance of tax certificates are valid for FYs 2016 onwards, on a voluntary basis.

The Company's Management estimates that in case of potential future audit of the tax authorities no additional tax differences will arise that can have a significant effect on the Financial Statements.

Income tax, presented in the financial statements, is analyzed as follows:

(All amounts in Euro thousands unless otherwise stated)

	Group		Company	
	1/1-31/12/2023	**1/1-31/12/2022**	**1/1-31/12/2023**	**1/1-31/12/2022**
Income tax (current period)	(2.569)	(1.735)	(1.759)	(1.294)
Deferred income tax	440	43	63	(20)
Income tax in the income statement from continuing operations	**(2.129)**	**(1.692)**	**(1.696)**	**(1.314)**
Discontinued operations	**-**	**(239)**	**-**	**(239)**
Spin off	**-**	**(179)**	**-**	**(179)**
Total	**(2.129)**	**(2.110)**	**(1.696)**	**(1.732)**

The income tax related to the Group's and Company's earnings is different from the amount that would have resulted if the tax rate was only applied.

The calculation is as follows:

	Group		Company	
	31/12/2023	**31/12/2022**	**31/12/2023**	**31/12/2022**
Profit before tax	9.761	7.861	6.734	5.894
Tax rate	22%	22%	22%	22%
Tax at the corporate income tax rate	**(2.147)**	**(1.729)**	**(1.481)**	**(1.297)**
Tax effects from:				
Tax exempted income	110	-	110	612
Non tax deductible expenses	(167)	(183)	(167)	(183)
Non-recognized tax losses	(116)	2	-	(830)
Non-recognized tax profit	108	-	108	-
Reversal of provision for tax burden	3	(5)	3	(5)
Permanent differences	24	(29)	24	(29)
Total	**(2.185)**	**(1.944)**	**(1.404)**	**(1.732)**
Adjustment of deferred taxes, because of the tax's rate change in subsidiaries	250	447	-	-
Tax audit disputes	(300)	-	(300)	-
Permanent differences from discontinued operations	106	17	8	16
Permanent differences from spin off	-	(212)	-	401
Effective Tax charge	**(2.129)**	**(1.692)**	**(1.696)**	**(1.314)**

The corporate income tax rate in Greece was set at 22% for 2023 and for 2022. The relevant tax rate in Turkey is 25%, in the UK at 19% for the period 1/1-31/3/2023 and at 25% for the period 1/4-31/12/2023 and in Ireland at 12,50%.

(All amounts in Euro thousands unless otherwise stated)

9. Property, plant and equipment and intangible assets

The Group's assets as at 31/12/2023 are analyzed as follows:

	Property, plant and equipment						
	Land-Plots	**Buildings and technical works**	**Machinery-Facilities-Other Mechanical Equipment**	**Vehicles**	**Furniture and fixture**	**Assets under construction**	**Total property, plant and equipment**
31/12/2021							
Acquisition value	254	800	104	492	1.635	121	**3.406**
Accumulated depreciation	-	(316)	(67)	(276)	(1.347)	-	**(2.006)**
Net book value 31/12/2021	**254**	**484**	**37**	**216**	**288**	**121**	**1.400**
1/1-31/12/2022							
Additions	-	14	-	-	217	44	**275**
Acquisition value from discontinued operations	(254)	(5)	-	-	(74)	(136)	**(469)**
Disposals	-	-	-	(81)	-	(11)	**(92)**
Depreciation	-	(46)	(9)	(42)	(157)	-	**(254)**
Accumulated depreciation from discontinued operations	-	5	-	-	72	-	**77**
Depreciation of disposals	-	-	-	81	-	-	**81**
31/12/2022							
Acquisition value	-	809	104	411	1.778	18	**3.120**
Accumulated depreciation	-	(357)	(76)	(237)	(1.432)	-	**(2.102)**
Net book value 31/12/2022	**-**	**452**	**28**	**174**	**346**	**18**	**1.018**
1/1-31/12/2023							
Additions	-	14	14	-	188	-	**216**
Transfers / Reductions	-	-	-	-	-	(2)	**(2)**
Depreciation	-	(99)	(11)	(42)	(116)	-	**(268)**
31/12/2023							
Acquisition value	-	823	118	411	1.967	16	**3.335**
Accumulated depreciation	-	(456)	(87)	(279)	(1.548)	-	**(2.370)**
Net book value 31/12/2023	**-**	**367**	**31**	**132**	**419**	**16**	**965**

	Right-of-use Assets			Investment property			Intagible fixed assets		
	Buildings	**Vehicles**	**Total**	**Land**	**Buildings**	**Total investment in real estate**	**License for wind energy**	**Other rights of use**	**Total**
31/12/2021									
Acquisition value	18.121	687	**18.808**	66	326	**392**	4	9	**13**
Accumulated depreciation	(5.105)	(426)	**(5.531)**	-	(77)	**(77)**	(4)	(7)	**(11)**
Net book value 31/12/2021	**13.016**	**261**	**13.277**	**66**	**249**	**315**	**-**	**2**	**2**
1/1-31/12/2022									
Additions	**23.090**	**80**	**23.170**	-	-	-	-	-	-
Transfers / Reductions	**(12.568)**	**(60)**	**(12.628)**		4	**4**	-	-	-
Acquisition value from discontinued operations	-	-	-	(66)	(330)	**(396)**		-	-
Depreciation	**(2.062)**	**(106)**	**(2.168)**		(7)	**(7)**	-	(1)	**(1)**
Depreciation from discontinued operations	-	-	-	-	7	**7**	-	-	-
Accumulated depreciation from discontinued operations	-	-	-	-	77	**77**		-	-
31/12/2022									
Acquisition value	28.643	707	**29.350**	-	-	-		9	**9**
Accumulated depreciation	(7.167)	(532)	**(7.699)**	-	-	-		(8)	**(8)**
Net book value 31/12/2022	**21.476**	**175**	**21.651**	**-**	**-**	**-**	**-**	**1**	**1**

(All amounts in Euro thousands unless otherwise stated)

1/1-31/12/2023									
Additions	8.537	359	**8.896**	-	-	-	-	5	**5**
Transfers / Reductions	(3.823)	(74)	**(3.897)**	-	-	-	-	-	**-**
Depreciation	(2.455)	(85)	**(2.540)**	-	-	-	-	(1)	**(1)**
31/12/2023									
Acquisition value	33.357	992	**34.349**	-	-	-		14	**14**
Accumulated depreciation	(9.622)	(617)	**(10.239)**	-	-	-		(9)	**(9)**
Net book value 31/12/2023	**23.735**	**375**	**24.110**	**-**	**-**	**-**	**-**	**5**	**5**

The Company's assets as at 31/12/2023 are analyzed as follows:

	Property, plant and equipment						
	Land-Plots	**Buildings and technical works**	**Machinery-Facilities-Other Mechanical Equipment**	**Vehicles**	**Furniture and fixture**	**Assets under construction**	**Total property, plant and equipment**
31/12/2021							
Acquisition value	10	776	99	492	1.280	-	**2.657**
Accumulated depreciation	-	(301)	(66)	(276)	(1.028)	-	**(1.671)**
Net book value 31/12/2021	**10**	**475**	**33**	**216**	**252**	**-**	**986**
1/1-31/12/2022							
Additions	-	-	-	-	159	45	**204**
Acquisition value from discontinued operations	(10)	-	-	-	-	(26)	**(36)**
Disposals	-	-	-	-	-	-	**(81)**
Depreciation	-	(59)	(9)	(42)	(73)	-	**(183)**
Depreciation of disposals	-	-	-	81	-	-	**81**
31/12/2022							
Acquisition value	**-**	**776**	**99**	**411**	**1.439**	**19**	**2.744**
Accumulated depreciation	**-**	**(360)**	**(75)**	**(237)**	**(1.101)**	**-**	**(1.773)**
Net book value 31/12/2022	**-**	**416**	**24**	**174**	**338**	**19**	**971**
1/1-31/12/2023							
Additions	-	-	14	-	149	-	**163**
Transfers / Reductions	-	-	-	-	-	(2)	**(2)**
Depreciation	-	(54)	(10)	(42)	(98)	-	**(204)**
31/12/2023							
Acquisition value	-	776	113	411	1.588	17	**2.905**
Accumulated depreciation	-	(414)	(85)	(279)	(1.199)	-	**(1.977)**
Net book value 31/12/2023	**-**	**362**	**28**	**132**	**389**	**17**	**928**

(All amounts in Euro thousands unless otherwise stated)

	Right-of-use Assets			Investment property			Intagible fixed assets	
	Buildings	Vehicles	Total	Land-Plots	Buildings	Total investment in real estate	Other rights of use	Total
31/12/2021								
Acquisition value	18.009	687	**18.696**	66	326	**392**	6	**6**
Accumulated depreciation	(5.047)	(426)	**(5.473)**	-	(77)	**(77)**	(4)	**(4)**
Net book value 31/12/2021	**12.962**	**261**	**13.223**	**66**	**249**	**315**	**2**	**2**
1/1-31/12/2022								
Additions	23.155	21	**23.176**	-	-	-	-	-
Transfers / Reductions	(12.568)	(60)	**(12.628)**	-	4	**4**	-	-
Acquisition value from discontinued operations	-	-	-	(66)	(330)	**(396)**	-	-
Depreciation	(2.074)	(106)	**(2.180)**		(7)	**(7)**	(1)	**(1)**
Depreciation from discontinued operations	-	-	-	-	7	**7**	-	-
Accumulated depreciation from discontinued operations	-	-	-	-	77	**77**	-	-
31/12/2022								
Acquisition value	**28.596**	**648**	**29.244**	-	-	-	**6**	**6**
Accumulated depreciation	**(7.121)**	**(532)**	**(7.653)**	-	-	-	**(5)**	**(5)**
Net book value 31/12/2022	**21.475**	**116**	**21.591**	-	-	-	**1**	**1**
1/1-31/12/2023								
Additions	8.537	359	**8.896**	-	-	-	5	**5**
Transfers / Reductions	(3.821)	(15)	**(3.836)**	-	-	-	-	**-**
Depreciation	(2.501)	(85)	**(2.586)**	-	-	-	(1)	**(1)**
31/12/2023								
Acquisition value	33.312	992	**34.304**	-	-	-	11	**11**
Accumulated depreciation	(9.622)	(617)	**(10.239)**	-	-	-	(6)	**(6)**
Net book value 31/12/2023	**23.690**	**375**	**24.065**	-	-	-	**5**	**5**

The Group and the Company assets are not burdened with liens.

10. Long term receivables

The Group and the Company long term receivables are analyzed as follows**:**

	Group		Company	
	31/12/2023	**31/12/2022**	**31/12/2023**	**31/12/2022**
Given guarantees for rentals	89	75	1	-
Long-term part of investment in asset subleases	2.717	-	2.717	-
Other given guarantees	2	1	2	1
Total	**2.808**	**76**	**2.720**	**1**

The item "Long-term part of investment in asset subleases" relates to an agreement signed by the Company for an initial 12-year lease (15/6/2023 - 14/6/2035) with a monthly rental of € 24.500, recognised as "Right-of-use asset" for a total value of € 2.713. For the same period, this property was subleased by the Company to third parties at a monthly rental of € 27.000 and was recognised as "Investment in asset subleases" for a total value of € 2.990, with € 2.806 as the "long-term part" thereof and € 184 as the "short-term part" thereof (Note 13). In fiscal year 2023, an amount of € 90 was transferred as "Income from rentals" from this investment.

(All amounts in Euro thousands unless otherwise stated)

11. Other financial assets

Other financial assets concern shares listed on the Athens Stock Exchange, measured at the current closing prices of the meeting of the said Stock Exchanges on 31/12/2023 (level 1) as well as the shares not listed on the Athens Stock Exchange measured at acquisition price and tested for impairment through profit and loss since their fair value cannot be determined. In the period 1/1-31/12/2023 there was no change in the classification of other financial assets.

Fair value of financial assets

The Group uses the following hierarchy for determining and disclosing the fair value of financial assets through valuation techniques.

Level 1: Investments at fair value based on quoted (unadjusted) prices in active markets for identical assets or liabilities.

Level 2: Investments at fair value by using valuation techniques in which all inputs that affect significantly the fair value are based (either directly or indirectly) on observable market data.

Level 3: Investments at fair value by using valuation techniques in which all inputs that affect significantly the fair value are not based on observable market data.

The following table reflects the financial assets and liabilities presented at fair value on 31/12/2023 for the Group and the Company:

Group			
Financial assets	**Level 1**	**Level 2**	**Total**
Other financial assets – listed shares	13	-	**13**
Total	**13**	**-**	**13**

Company			
Financial assets	**Level 1**	**Level 2**	**Total**
Other financial assets – listed shares	13	-	**13**
Total	**13**	**-**	**13**

Within the period 1/1-31/12/2023 there were no transfers between level 1 and 2.

	Group		**Company**	
	31/12/2023	**31/12/2022**	**31/12/2023**	**31/12/2022**
ATHEX listed shares	13	12	13	12
Non-listed domestic shares	32	32	32	32
Total financial assets in the investment portfolio	**45**	**44**	**45**	**44**

(All amounts in Euro thousands unless otherwise stated)

	Group		Company	
	31/12/2023	31/12/2022	31/12/2023	31/12/2022
Opening balance	**44**	**57**	**44**	**57**
Changes in fair value through profit or loss	1	(13)	1	(13)
Additions	-	-	-	-
Reductions	-	-	-	-
Closing balance	**45**	**44**	**45**	**44**

12. Inventory

The Company and the Group inventory is analyzed as follow:

	Group		Company	
	31/12/2023	31/12/2022	31/12/2023	31/12/2022
Goods	30.735	30.018	19.217	22.095
Provision for obsolete inventory	(2.148)	(1.752)	(1.732)	(1.450)
Total continuing operations	**28.587**	**28.266**	**17.485**	**20.645**

The 15% decrease in inventory as of 31/12/2023 at the Company level is due to the delay in deliveries from the factory due to problems in shipping caused by geopolitical instability in the Middle East region. At the Group level, the inventory volumes remained almost unchanged, marking an increase of 1%.

Provision for obsolete inventory is analyzed as follows:

	Group	Company
Balance of provision for obsolete inventory 31/12/2022	**(1.425)**	**(1.355)**
Expenditure charged to the period 01/01-31/12/2022	(327)	(95)
Balance of provision for obsolete inventory 31/12/2022	**(1.752)**	**(1.450)**
Expenditure charged to the period 01/01-31/12/2023	(396)	(282)
Balance of provision for obsolete inventory 31/12/2023	**(2.148)**	**(1.732)**

The above provision for the Group and the Company inventory at net realizable value affects the "Cost of Sales".

13. Trade and other receivables

Trade and other receivables are analyzed as follows:

	Group		Company	
	31/12/2023	31/12/2022	31/12/2023	31/12/2022
Trade receivables	16.172	20.841	26.933	27.215
Postdated customer cheques	4.541	3.936	4.541	3.936

(All amounts in Euro thousands unless otherwise stated)

Customer notes	5.594	1.238	25	25
Provision for bad debts	(6.610)	(6.766)	(6.408)	(6.509)
	19.697	**19.249**	**25.091**	**24.667**
Other debtors	12.725	10.043	11.927	9.321
Total	**32.422**	**29.292**	**37.018**	**33.988**
Spin off	-	5.546	-	812
Total	**32.422**	**34.838**	**37.018**	**34.800**

The balance of the Company's Trade Receivables on 31/12/2023 is recorded increased by 6,37% as to the total balance of customers, cheques, promissory notes and provisions versus the relative balance recorded on 31/12/2022. The abovementioned increase is a result of the increase in sales by 30% recorded in the subsidiary in England. At the Group level, it decreased by 6,93% due to the elimination of intra-group transactions.

Provisions for bad receivables are analyzed as follows:

	Group	Company
Balance of provision for bad debts 01.01.2022	**(6.525)**	**(6.426)**
Transfer from discontinued operations	45	45
Expenditure charged to the period 01/01-31/12/2022	(286)	(128)
Balance of provision for bad debts 31/12/2022	**(6.766)**	**(6.509)**
Change for the period 01/01-31/12/2023	156	101
Balance of provision for bad debts 31/12/2023	**(6.610)**	**(6.408)**

Trade and other receivables are classified according to the dates on which they become due as follows:

Matured customer balances	**Group 31/12/2023**	**Group 31/12/2022**	**Company 31/12/2023**	**Company 31/12/2022**
Up to 30 days	7.598	6.646	3.966	6.549
From 31 to 60 days	5.794	3.006	3.744	4.757
From 61 to 90 days	1.554	2.550	1.624	2.684
From 91 to 120 days	1.443	2.528	1.545	1.308
From 121 to 180 days	1.818	2.564	4.275	4.275
From 181 to 360 days	2.032	2.709	8.165	3.185
Non-postdated receivables	**20.239**	**20.003**	**23.319**	**22.758**
Over 361 days	6.068	6.012	8.180	8.418
Provision for impairment	(6.610)	(6.766)	(6.408)	(6.509)
Postdated receivables	**(542)**	**(754)**	**1.772**	**1.909**
Total receivables	**19.697**	**19.249**	**25.091**	**24.667**

(All amounts in Euro thousands unless otherwise stated)

The item “Other debtors” is analyzed as follows:

	Group		Company	
	31/12/2023	31/12/2022	31/12/2023	31/12/2022
Greek state – tax claims (VAT, Tax withheld, etc.)	994	230	961	237
Prepaid expenses	1.842	1.579	1.308	884
Purchases of goods under receipt	1.274	2.730	1.274	2.730
Restricted deposit accounts	234	-	234	-
Receivables from assigned securities	7.764	5.413	7.764	5.413
Short term part of asset subleases	184	-	184	-
Other	433	91	202	57
Total	**12.725**	**10.043**	**11.927**	**9.321**

Accounting values of trade and other receivables do not materially differ from their fair values.

Impairment of financial assets

The Group applies the simplified approach of IFRS 9 for the calculation of expected credit losses according to which the provision for each loss is always measured at the amount of the expected lifetime loss for commercial and other receivables.

In order to measure expected future credit losses, the Group divides the bonuses on the basis of their maturity, as shown in the above table. The loss rate for each category was estimated based on historical data and current conditions. It is noted that the expected credit loss rate for the above requirements over the year was estimated at 100%.

14. Cash and cash equivalents

The Group and the Company cash and cash equivalents are analyzed as follows**:**

	Group		Company	
	31/12/2023	31/12/2022	31/12/2023	31/12/2022
Cash in hand	5	42	2	2
Sight and term deposits	8.190	5.836	6.909	4.104
Total	**8.195**	**5.878**	**6.911**	**4.106**
Spin off	**-**	**636**	**-**	**-**
Total	**8.195**	**6.514**	**6.911**	**4.106**

Cash and cash equivalents comprise petty cash of the Group and the Company and short-term bank deposits.

(All amounts in Euro thousands unless otherwise stated)

15. Share Capital

As at 31/12/2023, the Company's share capital amounts to € 8.695 (€10.870 as formed following the spin off of the REAL ESTATE & ENERGY segment on 27/07/2023, standing at € 2.175.

It is noted that on 31/12/2023 there are 28.983.487 common registered shares of nominal value € 0.30 cents each (28.983.487 on 31/12/2022) (Note 1.3.3).

16. Share premium

According to the Greek corporate law, share premium is formed when shareholders acquired shares at a price higher than their nominal value. This difference does not represent a reserve since it is not created from non-distributed profits, but from payments of shareholders. On December 31 the share premium amounted for the Group and the Company to € 6.731.

17. Reserves

The Group and the Company reserves are analyzed as follows:

Group					
Reserve	**1/1/2022**	**Additions / (reductions)**	**31/12/2022**	**Additions / (reductions)**	**31/12/2023**
Legal reserve	5.472	118	5.590	(492)	5.098
Actuarial gains / (losses)	1	(2)	(1)	-	(1)
Tax-exempted reserve	11.001	(8.088)	2.913	(299)	2.614
Exchange differences arising from the conversion of holdings	(1.009)	(380)	(1.389)	(685)	(2.074)
Subsidiary balance sheet inflationary reserve adjustment	-	185	185	-	185
Other	145	(134)	11	114	125
Total	**15.610**	**(8.301)**	**7.309**	**(1.361)**	**5.948**

Company					
Reserve	**1/1/2022**	**Additions / (reductions)**	**31/12/2022**	**Additions / (reductions)**	**31/12/2023**
Legal reserve	5.055	-	5.055	-	5.055
Actuarial gains / (losses)	1	15	16	-	16
Tax-exempted reserve	11.001	(8.088)	2.913	-	2.913
Other	(5)	-	(5)	-	(5)
Total	**16.052**	**(8.073)**	**7.979**	**-**	**7.979**

(All amounts in Euro thousands unless otherwise stated)

17.1 Statutory Reserves

According to the provisions of the Greek corporate law, the transfer of 5% of the net annual profits to form the statutory reserves is mandatory until this reserve amounts to ⅓ of the share capital. Statutory reserves are only distributable in case of dissolution of the company but can be offset with accumulated losses.

18. Trade and other payables

Trade and other payables are analyzed as follows:

	Group		Company	
	31/12/2023	**31/12/2022**	**31/12/2023**	**31/12/2022**
Suppliers	7.031	6.617	7.340	6.786
Supplier cheques payable	976	1.219	976	1.219
Accrued expenses	877	729	864	371
Accrued interest	333	179	333	179
Customer advances	1.191	610	1.191	610
Dividends payable	-	31	-	-
Taxes - duties	650	663	207	186
Other current liabilities accounts	689	510	448	255
Total from continuing operations	**11.747**	**10.558**	**11.359**	**9.606**
Spin off	-	2.020	-	86
Total	**11.747**	**12.578**	**11.359**	**9.692**

The increase in the Company "Trade and other payables" from continuing operations recorded on 31/12/2023 compared to the payables recorded on 31/12/2022 is mainly due to the increase in liabilities to the main supplier of the Company MIDEA ELECTRIC TRADING (SINGAPORE) CO PTE LTD, amounting to € 742. No change was recorded at the Group level.

19. Loans

Borrowings at 31/12/23 are analyzed as follows:

	Group		Company	
Long-term borrowings	**31/12/2023**	**31/12/2022**	**31/12/2023**	**31/12/2022**
Common bond loan	30.895	33.526	30.895	33.526
Non-current liabilities payable within the next 12 months	(8.600)	(33.526)	(8.600)	(33.526)
	22.295	-	**22.295**	-
Short-term borrowings				
Short-term part of long-term borrowings	8.600	33.526	8.600	33.526
Short-term borrowings	2.343	3.985	1.407	3.620
	10.943	**37.511**	**10.007**	**37.146**

A. Long-term Loans

In 2016, the Company issued a Common Bond Loan of € 20.000 fully covered by ATTICA BANK. The purpose of the Bond Loan is the repayment of other short-term loans, raised by the Company as working capital. The term of the CBL is ten years, with the possibility of a three-year extension. The interest on the loan is paid semi-annually and the interest rate was set as Euribor plus 3.15% margin. The Loan is covered by a personal guarantee of Mr. G. Fidakis. Once in 2021 the amounts of € 500 and € 3.975 plus interest were paid, covering 2 installments for 2023 and the last installment of the loan was decreased, the amount owed on 31/12/2023 stood at € 8.925. A reduction of the interest rate margin to 2,65% was signed in 11/2023.

In July 2020, a new Common Bond Loan (CBL) amounting to € 12.000 was signed with Piraeus Bank. The purpose of the loan is to refinance existing loan obligations, as mentioned above. The term of the CBL is five years, with the possibility of one year extension, and the repayment of the loan capital will be made in nine semi-annual installments. The first eight installments amount to € 800 each and the ninth installment to € 5.600. The interest rate of the Loan was set at Euribor 6M plus 3.10% margin. The Loan is secured by a pledge on stocks amounting to € 8.000 and a personal guarantee of Mr. G. Fidakis. Following the prepayment of €1.600 plus interest in 2023, thus reducing the last installment, as at 31/12/2023, the outstanding amount of the loan stood at € 6.400. A reduction of the interest rate margin to 2,40% was signed in 01/2024.

In June 2021, a new Common Bond Loan was signed amounting to € 7.000, fully covered by Optima Bank. The purpose of the CBL is to provide working capital. The term of the CBL is 5 years, and the payment has been arranged in one lump sum settlement at the end of the five year period. The interest is established as Euribor 3M + interest margin 3,20%. The Loan is covered by securities of € 2.800 and Mr. G. Fidakis personal guarantee. Following the prepayment of € 3.000 in 2023, on 31/12/2022 the outstanding amount of the loan stood at € 4.000. A reduction of the interest rate margin to 2,50% was signed in 12/2023.

In September 2022, a new Common Bond Loan was signed amounting to € 12.000, fully covered by Optima Bank. The purpose of the CBL is to refinance the effective loan liabilities to ATTICA Bank. The term of the CBL is 8 years, and the payment has been arranged in fifteen non-equal half annual installments. The interest is established as Euribor 3M + interest margin 3,25%. The Loan is covered by Mr. G. Fidakis personal guarantee. As at 31/12/2023, the outstanding amount of the loan stood at € 11.300, following the repayment of instalments of € 500 and € 200 plus interest. A reduction of the interest rate margin to 2,55% was signed in 12/2023.

The fair value of the above loans approximates their nominal value.

(All amounts in Euro thousands unless otherwise stated)

In March 2024, a Joint Venture Bond Loan agreement of € 45.000 was signed with disbursement in two tranches. The managing bank is Piraeus Bank with a 40,00% stake, while Optima Bank with 24,44%, Attica Bank with 20,00% and Alpha Bank with 15.56% also participate. The loan term is 6-year, with repayment in unevenly increasing instalments and an interest rate of Euribor 3M + 2.20%. The loan is secured by a personal guarantee of Mr. Georgios A. Fidakis, and collateral security at a rate of 45%, namely: stocks at a rate of 33,89% and securities at a rate of 11,11%. Tranche A of € 40.000 was disbursed on 27/03/2024, while Tranche B of € 5.000 can be disbursed within one year. With the disbursement of Tranche A, all existing Common Bond Loans (Attica Bank, Piraeus Bank and Optima Bank) for a total amount of € 29.825 were fully repaid (following payment of the scheduled € 800 instalment on the Piraeus Bank loan) and imports and other activities of the company were financed. Tranche Series B is expected to be disbursed in March 2025.

B. Short-term loans

In the period 1/1-31/12/2023 the Group and the Company signed Credit Agreements with credit accounts and at an average interest rate of approximately 5,76% and received short-term financing from the banks of € 1.403 with the assignment of receivables amounting to € 8.169.
In addition to the above, the Group and the Company borrowings also include short-term credits totaling € 940 and € 4 respectively, which concern the working capital.

20. Deferred Tax

Deferred tax assets are offset with deferred tax liabilities when a legal right for offsetting exists and the same tax authority is in charge.
The offset amounts are as follows:

Group					
Deferred tax assets / (liabilities):					
Amounts in €	**01/01/2022**	**Changes 1/1 -31/12/2022**	**31/12/2022**	**Changes 1/1 -31/12/2023**	**31/12/2023**
Property, plant and equipment	105	(2)	103	(121)	(18)
Right-of-use fixed assets	294	(175)	119	71	190
Inventory	344	122	466	8	474
Trade and other receivables	105	17	122	(82)	40
Long-term borrowings	1	128	129	(65)	64
Employee benefits	64	18	82	(19)	63
Trade and other payables	0	2	2	26	28
Tax credits on recognized losses	715	(1.382)	(667)	667	-
Other	(48)	145	97	(82)	15
Total	**1.580**	**(1.127)**	**453**	**403**	**856**
Discontinued operations	-	(179)	(179)	179	-
Total	**1.580**	**(1.306)**	**274**	**582**	**856**

(All amounts in Euro thousands unless otherwise stated)

Company					
Deferred tax assets / (liabilities):					
	01/01/2022	**Changes 1/1 - 31/12/2022**	**31/12/2022**	**Changes 1/1 - 31/12/2023**	**31/12/2023**
Property, plant and equipment	(15)	(2)	(17)	(1)	(18)
Right-of-use fixed assets	292	(175)	116	74	190
Inventory	186	14	200	66	266
Trade and other receivables	-	5	5	(8)	(3)
Long-term borrowings	1	128	129	(69)	60
Employee benefits	58	7	65	(1)	64
Trade and other payables	(1)	2	1	2	3
Tax credits on recognized losses	1.092	(1.092)	-	-	-
Other	(2)	(23)	(25)	(1)	(26)
Total continuing operations	**1.611**	**(1.136)**	**474**	**62**	**536**
Discontinued operations	-	(179)	(179)	179	-
Total	**1.611**	**(1.315)**	**295**	**241**	**536**

21. Employee benefits: pension obligations

According to Greek labor legislation, employees are entitled to compensation in cases of dismissal or retirement, the amount of which relates to employees' payment, length of service and the way of end-of-services (termination or retirement). Employees who resign or are dismissed for a reason are not entitled to compensation. In particular, the compensation due in the event of contract termination due to retirement and due to completion of 15 years of service regarding the same employer is as follows:

1) Contract termination due to retirement

Salaried employees included in the pension schemes of any Insurance Organization, provided that they meet the conditions for full retirement - if they are craftsmen - can leave service, while, if they are not craftsmen, they can either leave service or be dismissed by the employer. In such cases they are entitled to 50% of the statutory redundancy compensation if they do not have subsidiary insurance or 40% if they do have subsidiary insurance. Employees, occupied under a fixed-term contract who are made redundant or retire prior to expiration of their retirement conditions, are also entitled to this reduced allowance. It is to be noted that the employer cannot dismiss a craftsman who has met the conditions for full retirement by paying a reduced allowance. This discretion is effective only in respect of employees, not craftsmen.

2) Completion of 15 years of service:

Employees, occupied under indefinite employment contracts and completed 15 years of service in the with the same employer or have reached the age limit set by their Insurance Organization in cases when no 65 years of age limit is effective, can leave their employment with the consent of the employer and are entitled to receive 50% of the legal compensation.

(All amounts in Euro thousands unless otherwise stated)

Provision for retirement compensation is based on an independent actuarial study conducted on December 31, 2023 applying the Projected Unit Credit method (IAS 19, par. 67). Moreover, the study took into account the possibility of voluntary retirement of the currently occupied employees. The item is analyzed as follows from 01/01/2023 to 31/12/2023:

Accounting treatment under IAS 19	Group		Company	
	2023	**2022**	**2023**	**2022**
Amounts recognized in the balance sheet				
Current value of non-financing liabilities	281	257	259	224
Net liability recognized on balance sheet	**281**	**257**	**259**	**224**
Amounts charged in the Income Statement for the year				
Current employment cost	26	66	34	45
Interest of liability	10	-	10	-
Cost in the Income Statement	**36**	**66**	**44**	**45**
Total cost in the Income Statement	**36**	**66**	**44**	**45**
Changes in the current value of liability				
Current value of the liability at the beginning of the period	315	267	285	255
Current employment cost	26	66	34	45
Interest cost	10	-	10	-
Benefits paid by the employer	(191)	(63)	(191)	(63)
Cost of curtailments/settlements/termination of service	121	47	121	47
Actuarial gain/(loss)	(18)	(20)	(18)	(20)
Actuarial gain on employee transfer	18	(40)	18	(40)
Current value of the liability at the end of the period	**281**	**257**	**259**	**224**
Amounts for the current and the previous year				
Current liability value	(283)	(256)	(259)	(224)
Surplus / (Deficit)	(283)	(256)	(259)	(224)
Trade Adjustments to liabilities	18	20	18	20
Actuarial Assumptions				
Discount interest	2,92%	3,53%	2,92%	3,53%
Future Salary Increase 2024	4,00%	-	4,00%	-
Future Salary Increase 2025 and after	3,00%	-	3,00%	-
Future Salary Increase 2024-2026	-	1,00%	-	1,00%
Future Salary Increase 2027-2029	-	2,00%	-	2,00%
Future Salary Increase 2030 and after	-	3,30%	-	3,30%
Inflation	2,70%	3,30%	2,70%	3,30%
Other comprehensive income / (expenses)	18	20	18	20
Changes in the net liability recognized in the balance sheet				
Net liability at beginning of year	318	267	285	255

(All amounts in Euro thousands unless otherwise stated)

Benefits payable by the employer	(191)	(63)	(191)	(63)
Total cost recognized in the Income Statement	154	113	165	92
Actuarial gain on employee transfer	18	(40)	18	(40)
Net liability at end of year	**299**	**277**	**277**	**244**
Statement of recognized (gains) and losses	(18)	(20)	(18)	(20)
Net liability at end of year	**281**	**257**	**259**	**224**

The above results depend on the assumptions (financial and demographic) used under the preparation of the actuarial study. Thus, regarding the Group, at the valuation date on 31/12/2023:

- If interest rate was higher by 0,10% (i.e. 3,08%), then the present value of the liability would be lower by 0,43%, whilst if interest rate lower by 0,10% was used, then the present value of the liability would be higher by 0,43%.
- If a salary growth assumption was higher by 0,10% (i.e. 4,10% for 2024 and 3,10% after 2025) then the present value of the liability would be higher by 0,42%, whilst if it was lower by 0,10% then the actuarial liability would be lower by 0,42%.

22. Dividends

According to the current legislation (L. 4548/2018), the Company is obliged to distribute to its shareholders a minimum dividend (Article 161), which is calculated at a rate of 35% of the net profits less statutory reserves and other credit income statement items, not arising from realized profits), which is paid in cash. With a decision of the general meeting taken with an increased quorum and majority (>66.67% [2/3]) the above percentage can be reduced, but not below ten percent (10%). Non-distribution of the minimum dividend is allowed only by a decision of the general meeting, taken with the increased quorum of paragraphs 3 and 4 of Article 130 (i.e. a quorum of 1/2 of the paid-up share capital, which is reduced to 1/3 in case of a repeat meeting) and a majority of eighty percent (80%) of the capital represented at the meeting.

Following the decision of the General Meeting (taken by an increased quorum and majority) profits, that are distributable as a minimum dividend, can be either a) capitalized and distributed to all the shareholders in the form of shares, calculated at their nominal value (Article 161 par. 3) or – in the case of companies that are mandatorily or optionally audited by a CPA or auditing firm – b) granted in the form of securities of Greek or foreign companies, listed on a regulated market, or of the company's own securities, since they are also listed, subject to the observance of the principle of equal treatment of shareholders and on the condition that the aforementioned securities will be the subject of a valuation.

Moreover, in addition to the formation of statutory reserves, in accordance with Law 4548/2018, the following limits must be observed for the distribution of dividends (Article 159: "Conditions and limitation of distribution of amounts").

1. Without prejudice to the provisions on the capital decrease, no distribution shall be made to the shareholders if, on the closing date of the last fiscal year, the total equity of the company (equity), as determined by law, is or, after this distribution it will become lower than the amount of the capital increased by: a) the reserves, the distribution of which is prohibited by law or the Articles of Association, b) other credit items of the equity, which are not allowed to be distributed, and c) the amounts of the credit items of the income statement, which do not constitute realized profits. The amount of the capital provided for in the previous paragraph is reduced by the amount of the capital that has been covered but not paid, when the latter is not recorded in the assets of the balance sheet.

2. The amount distributed to the shareholders cannot exceed the amount of the results of the last year ended, increased by the profits arising from previous years not allocated, and the reserves for which it is allowed and decided by the general meeting their distribution, and reduced:

(a) by the amount of the credit items of the income statement, which are not realized profits, (b) by the amount of the losses of previous years and (c) by the amounts required to be allocated for the formation of reserves, according to the law and the Articles of Association.

The concept of distribution in paragraphs 1 and 2 above includes in particular the payment of No dividends were distributed regrading the Group and the company in 2023.

23. Related party transactions

Related parties are subsidiaries, companies with common shareholding structure and/ or management. Moreover, the members of the Board of Directors and the Directors of the Group and the Company are also considered related parties. The Company purchases and provides products and services from and to related parties.

Sales of the Company's products to related parties concern primarily sales of merchandise. The sale prices are at cost plus a low profit margin. The fees of the members of the Board of Directors concern paid Board of Directors fees to Independent, Non-executive members. The fees concern payment according to employment contracts.

The table below presents the balance of receivables and payables form/to related parties:

(All amounts in Euro thousands unless otherwise stated)

Subsidiaries:	**Company**	
Receivables from:	**31/12/2023**	**31/12/2022**
FG EUROPE KLIMA TEKNOLOJILERI SANAYI VE TICATER	2.200	2.500
FG EUROPE UK LTD	10.276	8.083
R.F. ENERGY S.A.	-	31
Total	**12.476**	**10.614**
Liabilities to:		
FG EUROPE KLIMA TEKNOLOJILERI SANAYI VE TICATER	1	-
FG EUROPE UK LTD	-	1
Total	**1**	**1**

	Company	
	1/1-31/12/2023	**1/1-31/12/2022**
Income:		
Inventory	14.889	13.523
Administrative	-	28
Other	9	6
Total	**14.898**	**13.557**
Expenses and inventory purchases:		
Inventory	-	(1)
Total	**-**	**(1)**

Companies with common shareholding structure	**Group**		**Company**	
Receivables from:	**31/12/2023**	**31/12/2022**	**31/12/2023**	**31/12/2022**
FG SOUTH EAST EUROPE S.A.	270	411	270	411
FG ENERGY S.A.	254	-	254	-
R.F. ENERGY S.A.	1	0	1	-
MEDITERRANEAN PROPERTIES S.A.	9	1	9	1
EYROPAIKI EPENDYTIKI S.A.	2	1	2	1
N.F. PROPERTIES S.A.	2	1	2	1
CYBERONICA S.A.	-	4	-	4
	537	**418**	**538**	**418**

Liabilities to:	**31/12/2023**	**31/12/2022**	**31/12/2023**	**31/12/2022**
CYBERONICA S.A.	27.449	21.991	27.449	21.991
	27.449	**21.991**	**27.449**	**21.991**

	1/1-31/12/2023	**1/1-31/12/2022**	**1/1-31/12/2023**	**1/1-31/12/2022**
Expenses				
Rentals	-	(223)	-	(219)
Depreciations of right-of-use assets (buildings)	(2.502)	(2.074)	(2.502)	(2.074)
Lease interest	(1.488)	(1.393)	(1.488)	(1.393)
Inventory	(59)	(196)	(59)	(196)
Other expenses	(226)	(10)	(226)	(10)
	(4.275)	**(3.896)**	**(4.275)**	**(3.892)**

(All amounts in Euro thousands unless otherwise stated)

	1/1-31/12/2023	1/1-31/12/2022	1/1-31/12/2023	1/1-31/12/2022
Income:				
Inventory	5	1.749	5	1.749
Other financial income from lease termination	402	1.350	402	1.350
Other	1.421	509	1.421	508
Total	**1.828**	**3.607**	**1.828**	**3.607**

Members of the Board of Directors and Management Executives:	Group		Company	
	31/12/2023	31/12/2022	31/12/2023	31/12/2022
Receivables from executives and members of the BoD	82	97	82	97
Liabilities to executives and members of the BoD	27	0	27	0

	Group		Company	
Remuneration - Other benefits:	1/1-31/12/2023	1/1-31/12/2022	1/1-31/12/2023	1/1-31/12/2022
Remuneration	(1.682)	(1.832)	(975)	(1.334)
Provision for termination of service compensation	(10)	(15)	(10)	(15)
Total	**(1.692)**	**(1.847)**	**(985)**	**(1.349)**
Income:				
Inventory - Income	-	5	-	5
	-	**5**	**-**	**5**

24. Contingencies

On 31.12.2023 there are no contingent assets or liabilities on behalf of Company and Group.

25. Commitments

25.1 Obligations from lease agreements

		Leases of right-of-use assets		
Group		**Buildings (right of use)**	**Vehicles (right of use)**	**Total**
Balance of lease liability 01/01/2023		**21.989**	**128**	**22.117**
Additions		8.537	359	**8.896**
Termination of lease agreements		(1.146)	(14)	**(1.160)**
Capital repayment		(1.933)	(89)	**(2.022)**
Short-term part of long-term leases		(2.118)	(113)	**(2.231)**
Balance of long-term lease liabilities 31/12/2023		**25.329**	**271**	**25.600**
Short-term lease liabilities		**2.118**	**113**	**2.231**
Total		**27.447**	**384**	**27.831**

(All amounts in Euro thousands unless otherwise stated)

Company		Leases of right-of-use assets		
		Buildings (right of use)	Vehicles (right of use)	Total
Balance of lease liability 01/01/2023		**21.989**	**128**	**22.117**
Additions		8.537	359	**8.896**
Termination of lease agreements		(1.146)	(14)	**(1.160)**
Capital repayment		(1.933)	(89)	**(2.022)**
Short-term part of long-term leases		(2.118)	(113)	**(2.231)**
Balance of long-term lease liabilities 31/12/2023		**25.329**	**271**	**25.600**
Short-term lease liabilities		**2.118**	**113**	**2.231**
Total		**27.447**	**384**	**27.831**

The Group has no uncompleted purchasing commitments with its suppliers as of December 31, 2023. The future aggregate minimum lease payments arising from building lease agreements until 2035 are estimated to amount to € 27.447 for the Group and the Company. Vehicle lease agreements until 2027 are estimated to amount to € 384 for the Group and the Company.
Future lease payments for right-of-use assets (buildings and vehicles) are analyzed as follows:

Group **Dec. 31, 2023**	**< 1 year**	**Between 2 and 5 years**	**> 5 years**	**TOTAL**
Future lease agreements for				
- buildings	2.118	10.018	15.311	**27.447**
- cars	113	271	-	**384**
Total	**2.231**	**10.289**	**15.311**	**27.831**

Company **Dec. 31, 2023**	**< 1 year**	**Between 2 and 5 years**	**> 5 years**	**TOTAL**
Future lease agreements for				
- buildings	2.118	10.016	15.313	**27.447**
- cars	113	271	-	**384**
Total	**2.231**	**10.287**	**15.313**	**27.831**

25.2 Guarantees and liens

To cover the bond loan of € 6.400 (initially amounting to € 12.000) received on 28/7/2020 from Piraeus Bank, the Company pledged inventories amounting to € 8.000.
To cover the bond loan of € 4.000 (initial amount € 7.000) received on 29/6/2021 from Optima Bank, the Company pledged cheques of € 2.800 (70% of the remaining loan every time)

In addition to the above, the Group has issued letters of guarantee to banks in the context of its usual operations. The letters of guarantee issued to banks on 31/12/2023 amounted to € 4.211 (31/12/2022 : € 3.562).

26. Post Statement of Financial Position date Significant Events

In January 2024, the Parent Company completed the acquisition of an additional 4,58% of the share capital of the subsidiary FG EUROPE KLIMA TEKNOLOJILERI SANAYI VE TICARET A.S. against a consideration of € 1.200 (TL 37.600). Following the above transaction, the parent company currently owns 95,08% of the total share capital of the subsidiary company.

In March 2024, a Joint Venture Bond Loan agreement of € 45.000 was signed with disbursement in two tranches. The managing bank is Piraeus Bank with a 40,00% stake, while Optima Bank with 24,44%, Attica Bank with 20,00% and Alpha Bank with 15.56% also participate. The loan term is 6-year, with repayment in unevenly increasing instalments and an interest rate of Euribor 3M + 2.20%. The loan is secured by a personal guarantee of Mr. Georgios A. Fidakis, and collateral security at a rate of 45%, namely: stocks at a rate of 33,89% and securities at a rate of 11,11%. Tranche A of € 40.000 was disbursed on 27/03/2024, while Tranche B of € 5.000 can be disbursed within one year. With the disbursement of Tranche A, all existing Common Bond Loans (Attica Bank, Piraeus Bank and Optima Bank) for a total amount of € 29.825 were fully repaid (following payment of the scheduled € 800 instalment on the Piraeus Bank loan) and imports and other activities of the company were financed. Tranche Series B is expected to be disbursed in March 2025.

No other significant events occurred after December 31, 2023 apart from the aforementioned, which should either be disclosed or differentiate the items of the published financial statements.

These Annual Financial Statements were approved for issue by the Board of Directors of F.G. EUROPE S.A. on July 08, 2024 and are available to the public in electronic form on the Company website **http:\\www.fgeurope.gr**.

Glyfada, July 8, 2024

Chairman of the Board of Directors	Managing Director	Finance Manager	Accounting Supervisor
Georgios Fidakis **ID Num. AK 723945**	**Joannis Pantousis** **ID Num. 168490**	**Athanasios Harbis** **License Num. 0002386**	**Anastasios Vasilogiannakopoulos** **License Num. 0120719**