S.S.I.F. SWISS CAPITAL S.A.

CONSOLIDATED FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022

prepared in accordance with the Accounting Regulations provided by Rule no. 39/2015 of the Financial Supervisory Authority ("FSA") ("Rule no. 39/2015"), approving the Accounting Regulations in line with the International Financial Reporting Standards (IFRS) adopted by the European Union and applicable to the entities authorised, regulated and supervised by the Financial Supervisory Authority, the Financial Instruments and Investments Sector, accompanied by the independent auditor's report.

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SSIF SWISS CAPITAL S.A.
CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2022
(all amounts in RON, unless otherwise specified)

	Note	31 December 2022	31 December 2021
ASSETS			
Non-current assets			
Property, plant and equipment	**5**	997.333	766.347
Intangible assets	**5**	57.339	16.175
Investment property	**6**	49.035.792	406.000
Goodwill	**8d**	7.595.333	87.792
Other financial assets at fair value through other comprehensive income	**8b**	82.501.653	64.041.224
Financial assets at amortised cost	**8c**	249.247	743.209
Operating lease right-of-use assets	**7**	1.341.632	576.915
Investments in associates	**8d**	1.053.984	14.317.772
Other non-current assets	**9**	5.434.114	466.031
Total non-current assets		**148.266.427**	**81.421.465**
Current assets			
Trade receivables and other receivables	**10**	10.867.450	7.217.138
Financial assets at fair value through profit or loss	**8a**	54.744.620	59.476.814
Financial assets at fair value through profit or loss – loan granted	**8e**	3.150.000	-
Financial assets at amortised cost	**8c**	847.620	1.545.346
Client balances	**12**	66.853.833	51.628.335
Cash and cash equivalents	**13**	1.508.992	2.615.822
Total current assets		**137.972.515**	**122.483.455**
Total assets		**286.238.942**	**203.904.920**
EQUITY AND LIABILITIES			
Equity			
Share capital	**15**	10.108.779	10.108.779
Legal reserves	**15**	1.944.862	1.944.862
Reserve from the revaluation of financial assets at fair value through other comprehensive income, net of tax	**17**	44.802.980	43.553.855
Parent company retained earnings	**15**	99.791.851	67.983.261
Total parent company equity		**156.648.472**	**123.590.757**
Minority interest equity		**3.709.219**	**486**
Long-term loans	**16**	3.598.115	7.197.239
Long-term lease liabilities	**14**	864.591	168.847
Current liabilities			
Trade payables and other current liabilities	**16**	76.797.131	57.590.594
Current loans	**16**	36.462.288	5.965.411
Current lease liabilities	**14**	505.914	490.015
Deferred tax liability	**23**	7.179.586	8.295.978
Provisions	**16**	473.626	605.593
Total equity and liabilities		**286.238.942**	**203.904.920**

Financial statements signed off this day, 31 August 2023:

Moroianu Nicolae	**Juravle Bogdan**	**Avram Ioana Valeria**
BoD Chair	**CEO**	**Chief Accountant**

SSIF SWISS CAPITAL S.A.
CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2022
(all amounts in RON, unless otherwise specified)

	Note	2022	2021
Revenue from fees and other services	**18**	26.385.337	40.406.479
Net gain from financial instruments	**19**	(16.636.095)	12.675.756
Interest income		3.201.218	1.224.323
Other income/expenses		842.861	31.792
Raw materials and supplies		(375.745)	(313.478)
Employee benefits	**20**	(5.713.381)	(5.538.649)
Impairment and depreciation/amortisation		(995.628)	(777.009)
Other operating expenses	**21**	(11.462.834)	(10.369.616)
Operating profit/(loss)		**(4.754.267)**	**37.339.598**
Net profit / (loss) from associates and joint ventures	**8(d)**	(482.096)	-
Finance cost		(1.378.346)	(110.230)
Revenue from investment property	**6**	34.592.028	-
Dividend income	**24**	642.083	1.233
Profit before tax		**28.619.402**	**37.230.601**
Income tax expense/income	**22**	842.457	(4.410.981)
Net profit in the year		**29.461.859**	**32.819.620**
Parent company net profit		**26.932.255**	**32.819.245**
Minority interest net profit		**2.529.604**	**375**
Other comprehensive income:			
Net changes in the fair value of financial assets at fair value through other comprehensive income, net of tax		(1.249.125)	34.472.899
Total comprehensive income		**28.212.734**	**67.292.519**
Parent company comprehensive income		25.683.130	67.292.144
Minority interest comprehensive income		2.529.604	375
Total comprehensive income in the year		**28.212.734**	**67.292.519**

Financial statements signed off this day, 31 August 2023:

Moroianu Nicolae	**Juravle Bogdan**	**Avram Ioana Valeria**
BoD Chair	**CEO**	**Chief Accountant**

SSIF SWISS CAPITAL S.A.
CONSOLIDATED CASH FLOW STATEMENT
FOR THE YEAR ENDED 31 DECEMBER 2022
(all amounts in RON, unless otherwise specified)

	2022	**2021**
Operating cash flows		
Profit before tax	**28.619.402**	**37.230.601**
Adjustments for:		
Impairment and depreciation/amortisation	995.628	777.009
(Gain)/Loss from the disposal of financial assets at fair value	2.210.581	(158.331)
Net loss/(gain) from investments at fair value through profit or loss	14.425.514	(12.517.425)
Net loss/(gain) from investment property valuation/disposal	(34.592.316)	-
Impairment of financial assets at amortised cost	(307.060)	675.570
Dividend income	(642.083)	(19.271)
Interest expense	1.378.346	155.587
Interest income	(3.201.218)	(1.224.323)
Other adjustments	608.155	(189.011)
Provisions for risks and charges (net)	(131.966)	10.494
Cash flows before changes in operating assets and liabilities	**9.362.983**	**24.740.900**
(Increase)/Decrease in trade receivables and other receivables	(6.971.347)	(2.012.275)
(Increase)/Decrease in client balances	(15.225.498)	(35.000.533)
Increase/(Decrease) in trade payables	18.588.125	34.744.903
Income tax paid	80.887	(6.826.899)
Cash from operating activities	**5.835.150**	**15.646.095**
Investing cash flows		
Purchases of property, plant and equipment	(616.288)	(512.604)
Net position from the purchase/sale of investment property	(966.252)	-
Net position from the sale/(purchase) of shares	(29.807.122)	(22.223.557)
Interest collected	2.819.241	1.024.278
Dividends collected	642.083	19.271
Interest paid	(50.882)	(45.357)
Lease payments	(689.342)	(463.371)
Other investing activities	(3.923.882)	399.037
Net cash from investing activities	**(32.592.444)**	**(21.802.303)**
Financing cash flows		
Loans received	26.775.701	10.125.450
Dividends to shareholders	(325)	(1.961.926)
Share capital increases – amounts received from minority interest	202.552	-
Interest paid	(1.327.464)	(110.230)
Net cash from financing activities	**25.650.464**	**8.053.293**
Net increase/(decrease) in cash and cash equivalents	(1.106.830)	1.897.085
Cash and cash equivalents at the beginning of the year	**2.615.822**	**718.737**
Cash and cash equivalents at the end of the year	**1.508.992**	**2.615.822**

Financial statements signed off this day, 31 August 2023:

Moroianu Nicolae	**Juravle Bogdan**	**Avram Ioana Valeria**
BoD Chair	**CEO**	**Chief Accountant**

SSIF SWISS CAPITAL S.A.
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2022
(all amounts in RON, unless otherwise specified)

	Share capital	Legal reserve	Reserve from the revaluation of financial assets at fair value through other comprehensive income	Retained earnings	Total minority interest equity	Total equity
Balance as of 1 January 2021	**10.108.779**	**1.944.862**	**9.080.956**	**35.164.015**	**288**	**56.298.900**
Comprehensive income in the year						
Net profit in the year	-	-	-	32.819.245	375	32.819.620
Other comprehensive income						
Net changes in financial assets at fair value through other comprehensive income, net of tax	-	-	34.472.898	-	-	34.472.898
Total other comprehensive income in the year	**-**	**-**	**34.472.898**	**-**	**-**	**34.472.898**
Total comprehensive income in the year	**-**	**-**	**34.472.898**	**32.819.245**	**375**	**32.819.620**
Dividends paid	-	-	-	-	(177)	(177)
Balance as of 31 December 2021	**10.108.779**	**1.944.862**	**43.553.854**	**67.983.260**	**486**	**123.591.241**

Financial statements signed off this day, 31 August 2023:

Moroianu Nicolae
BoD Chair

Juravle Bogdan
CEO

Avram Ioana Valeria
Chief Accountant

SSIF SWISS CAPITAL S.A.
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2022
(all amounts in RON, unless otherwise specified)

	Share capital	Legal reserve	Reserve from the revaluation of financial assets at fair value through other comprehensive income	Retained earnings	Total minority interest equity	Total equity
Balance as of 1 January 2022	**10.108.779**	**1.944.862**	**43.553.854**	**67.983.260**	**486**	**123.591.241**
Comprehensive income in the year						
Net profit in the year	-	-	-	26.932.255	2.529.604	29.461.859
Other comprehensive income						
Net changes in financial assets at fair value through other comprehensive income, net of tax	-	-	1.249.126	-	-	1.249.126
Total other comprehensive income in the year	**-**	**-**	**1.249.126**	**-**	**-**	**1.249.126**
Total comprehensive income in the year	**-**	**-**	**1.249.126**	**26.932.255**	**2.529.604**	**30.710.985**
Dividends paid	-	-	-	-	(325)	(325)
Subsidiary acquisitions	-	-	-	-	6.521.082	6.521.082
Subsidiary share capital increase	-	-	-	-	202.552	202.552
Transfers among shareholders – changes in subsidiary holdings	-	-	-	5.544.180	(5.544.180)	-
Other transfers among shareholders – share acquisitions among shareholders	-	-	-	(667.844)	-	(667.844)
Balance as of 31 December 2022	**10.108.779**	**1.944.862**	**44.802.980**	**99.791.851**	**3.709.219**	**160.357.691**

Financial statements signed off this day, 31 August 2023:

Moroianu Nicolae	**Juravle Bogdan**	**Avram Ioana Valeria**
BoD Chair	**CEO**	**Chief Accountant**

1 GROUP INFORMATION

SSIF SWISS CAPITAL S.A. ("the Company") has its registered office at 20 Dacia Blvd., Romana Offices Building, 4th floor, Bucharest, Romania.

The main activities carried out by SSIF SWISS CAPITAL S.A. are as follows:

a) Trading in financial instruments on Romanian and foreign markets;
b) Trading in financial derivative instruments on Romanian and foreign markets;
c) Corporate finance;
d) intermediation of public offerings.

SSIF Swiss Capital S.A. is the parent company of the Group comprising the entities below:

Entity name	Principal line of business	Year of establishment	Correspondence address	Share capital, RON
SAI Swiss Capital Assets Management SA	Investment management company	1998	20 Dacia Blvd., Romana Offices Building, 4th floor, Bucharest, Romania	430.000
Transporturi Auto Giulesti	Joint stock company	1991	177 Calea Giulesti, district 6, Bucharest	5.743.300
Mobila Radauti	Joint stock company	1991	82 Volovatului St., Radauti, Suceava county	13.437.293

Shareholdings in subsidiaries and associates; classification for consolidation purposes as of 31.12.2022 and 31.12.2021, respectively:

Entity	Shareholding as of 31.12.2022	Classification as of 31.12.2022	Shareholding as of 31.12.2022	Classification as of 31.12.2022
SAI Swiss Capital Assets Management SA	99,9907%	Subsidiary	99,9907%	Subsidiary
Transporturi Auto Giulesti	92,67%	Subsidiary	51,08%	Associate
Mobila Radauti	42,03%	Associate	43,11%	Financial asset at fair value through profit or loss

1 GROUP INFORMATION (continued)

SAI Swiss Capital Asset Management SA is a subsidiary of SWISS CAPITAL SA, the latter holding a share of ownership of 99.9907% both as of 31.12.2022 and as of 31.12.2021.

Transporturi Auto Giulesti is a subsidiary of SWISS CAPITAL SA, the latter holding a share of ownership of 92.67% as of 31.12.2022 and of 51.08% as of 31.12.2021.

Mobila Radauti is an associate of SWISS CAPITAL SA, the latter holding a share of ownership of 42.03% as of 31.12.2022 and of 43.11% as of 31.12.2021.

For more information on the classification of investments in subsidiaries and associates, see Note 8.

2 BASIS OF PREPARATION

(a) Statement of compliance

The consolidated financial statements of SSIF Swiss Capital S.A. for the financial year ended 31 December 2022 comprise the financial statements of the Company and of its subsidiaries, SAI Swiss Capital Assets Management SA and Transporturi Auto Giulesti (hereinafter together referred to as the "Group").

with the Accounting Regulations provided by Rule no. 39/2015 of the Financial Supervisory Authority ("FSA"), the International Financial Reporting Standards (IFRS), as adopted for use within the European Union, including the International Accounting Standards (IAS) and the Interpretations issued by the International Accounting Standards Board (IASB).

These Consolidated financial statements have been prepared based on the accounting ledgers and records of each entity in the Group, on a going concern and accrual basis. Consequently, profit and revenue are recognised when they arise and recognised in the related reporting period. At the same time, consolidated and separate financial statements under IFRS have been prepared in a prudent manner, with losses being recognised as soon as they can be foreseen.

The separate financial statements of each Group entity are presented in the currency of the primary economic environment where the entity operates (its functional currency). In these consolidated financial statements, the results and financial position of each Group entity are expressed in RON, which is the Group's functional currency and the presentation currency of these consolidated financial statements.

These consolidated financial statements comprise the following:
- consolidated statement of financial position,
- consolidated statement of profit and loss and consolidated statement of comprehensive income,
- consolidated cash flow statement,
- consolidated statement of changes in equity,
- notes to the consolidated financial statements.

2 BASIS OF PREPARATION (continued)

(b) Basis of consolidation

These consolidated financial statements incorporate the financial statements of the Company and of entities controlled by the Company (its subsidiaries). The financial statements of the subsidiaries are prepared for the same reporting period as the financial statements of the parent company, on the basis of consistent accounting policies.

Control is ensured when the Company has the power to govern the financial and operating policies of an entity so as to derive benefits from the activities thereof. Where necessary, adjustments are made to the financial statements of the subsidiaries to align the accounting policies thereof to the accounting policies of the Group. All intra-Group transactions, balances, revenue and expenses are eliminated in full for consolidation purposes.

(c) Accounting basis

These Financial statements have been prepared at historical cost, except for equity instruments listed on an active market, which are measured at fair value.

(d) Functional and presentation currency

The Group management is of the opinion that the functional currency, as defined by IAS 21 ”The Effects of Changes in Foreign Exchange Rates”, should be the Romanian Leu (“RON”). These Consolidated financial statements are presented in RON and rounded to the nearest RON, the currency which the Group management has chosen as presentation currency.

(e) Use of judgments and estimates

The preparation of these Consolidated financial statements in accordance with the International Financial Reporting Standards adopted by the European Union (“IFRS”) requires the Group management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expenses. The judgments and assumptions associated with the estimates are based on past experience, as well as on other reasonable factors. The results of these estimates form the basis of judgment concerning the carrying amount of assets and liabilities, not available from other sources of information. Actual results may differ from these estimates.

The judgments and assumptions which form the basis for the accounting estimates are periodically revised by the Group. Revisions of accounting estimates are recognised in the period when the estimate is revised, if the revision only affects that period, or in the period when the estimate is revised and the future periods, if the revision affects both current and future periods.

(f) Foreign currency translations

Transactions in foreign currencies are carried in RON at the official exchange rate applicable on transaction date. Assets and liabilities carried in foreign currency as of the statement of financial position date will be translated into RON, at the exchange rates available at the end of the reporting period. Gains and losses resulting from the settlement or conversion of foreign currency amounts will be recognised in profit or loss in the year when they occurred.

2 BASIS OF PREPARATION (continued)

The main foreign exchange rates used for foreign currency conversions as of 31 December 2022 and 31 December 2021:

	USD	EUR	CAD
31 December 2022	4,6346 RON/USD	4,9474 RON/EUR	3,4232 RON/CAD
31 December 2021	4,3707 RON/USD	4,9481 RON/EUR	3,4344 RON/CAD

3 SIGNIFICANT ACCOUNTING POLICIES

(a) Property, plant and equipment

(i) Cost

As of 31 December 2022, property, plant and equipment are carried at cost, less any accumulated depreciation and impairment losses.

Significant improvement costs are capitalized, as they extend the useful life of the assets or significantly increase their ability to generate income. Maintenance, repair and minor improvement costs are expensed as they are incurred.

Borrowing costs (interest, other similar financial expenses, as well as foreign exchange differences in relation to various financing operations for investment purposes) are capitalized and included in the value of the qualifying asset in progress only if a direct relationship can be established between the borrowing cost and the qualifying asset. During periods of significant interruption, as well as upon completion of works, borrowings costs are no longer capitalized.

Property plant and equipment items which are disposed of or decommissioned are written off from the Statement of financial position, together with any underlying accumulated depreciation. Any related profit or loss shall be accounted for as profit or loss in the statement of comprehensive income.

(ii) Depreciation

Property, plant and equipment items are depreciated on a straight line basis, considering their estimated useful lives at the time of their commissioning, so costs will be written down to the estimated residual values.

The main useful lives for different categories of property plant and equipment in 2021 and 2022:

	Years
Machinery and equipment	3-5
Vehicles	5-7
Computers	3-5
Furniture	5-10

3 SIGNIFICANT ACCOUNTING POLICIES (continued)

(b) Goodwill

Goodwill is recognised as a result of the acquisition of the subsidiaries SAI Swiss Capital Asset Management SA and Transporturi Auto Giulesti SA and is presented under non-current assets. Goodwill is not amortised but is tested for impairment on an annual basis.

(c) Intangible assets

Costs associated with the acquisition of software licenses are capitalized and amortized on a straight line basis during their 3-year useful life.

(d) Investment property

Investment property is property (land or a building, or part of a building) held by the Group to earn rentals or for capital appreciation or both rather than for:
a) use in the production or supply of goods or services or for administrative purposes; or
b) sale in the ordinary course of business.

Some properties comprise a portion that is held to earn rentals or for capital appreciation and another portion that is held for use in the production or supply of goods or services or for administrative purposes. If these portions could be sold separately (or leased out separately under a finance lease), an entity accounts for the portions separately. If the portions could not be sold separately, the property is investment property only if an insignificant portion is held for use in the production or supply of goods or services or for administrative purposes.

i) Recognition

An owned investment property shall be recognised as an asset when, and only when:

- it is probable that the future economic benefits that are associated with the investment property will flow to the entity; and
- the cost of the investment property can be measured reliably.

ii) Measurement at recognition

An investment property shall be measured initially at its cost, including transaction costs. The cost of a purchased investment property comprises its purchase price and any directly attributable expenditure. Directly attributable expenditure includes, for example, professional fees for legal services, property transfer taxes and other transaction costs).

iii) Measurement after recognition

According to IAS 40 "Investment property", the Group may measure owned investment property at fair value or at cost, less impairments.

The Group's accounting policy as of 31.12.2021 is to measure investment property after recognition at cost, less impairments. Nevertheless, the Group must determine the fair value of its investment property, for disclosure in the Group's notes to the consolidated financial statements.

3 SIGNIFICANT ACCOUNTING POLICIES (continued)

The Group checks its owned investment property for impairment on a regular basis (at least annually), on the basis of valuations by independent certified valuers. Impairment losses are recognised in profit or loss, while gains from fair value adjustments are not recognised.

As of 31.12.2022, the Group has changed its accounting policy for measurement after recognition of investment property which is currently measured at fair value. For details, see Note 4.

After initial recognition, investment property is measured at fair value. Gains or losses from changes in the fair value of investment property are recognised in profit or loss. Investment property measured at fair value is not subject to depreciation.

iv) Derecognition

An investment property shall be derecognised on disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from its disposal.
Gains or losses arising from the retirement or disposal of investment property shall be recognised in profit or loss in the period of the retirement or disposal.

(d) Right-of-use assets

IFRS 16 provides new requirements for lease accounting, eliminating the IAS 17 classification into operating and financial leases, and introducing a single lease accounting model. According to this model, the lessee is required to recognise right-of-use assets and lease liabilities within the scope of IFRS 16. Right-of-use assets are amortised on a straight line basis throughout the useful life of the asset or the term of the lease, whichever is shorter. For more details, see Note 7.

(e) Impairment of property, plant and equipment and intangible assets

Whenever certain events or movements indicate that the carrying amount of a non-current asset may be unrecoverable, an impairment test will be conducted. When the carrying amount of a non-current asset exceeds its recoverable amount, the loss incurred is immediately charged as an expense.

The recoverable amount of non-current assets is determined as the higher of fair value less cost of sale and the value-in-use. The value in use is the present value of the net cash flows expected to be derived by the entity from the continuous use of an asset. Usually, recoverable amounts are estimated individually for each group of assets. When this is not possible, assets are grouped in cash-generating units.

3 SIGNIFICANT ACCOUNTING POLICIES (continued)

(f) Accounting for the effects of hyperinflation

In accordance with IAS 29, the financial statements of the entity whose functional currency is the currency of a hyperinflationary economy should be presented in the current measuring unit as of reporting date (non-monetary items are restated by applying a general price index as of the date of purchase or of the contribution).

According to IAS 29, an economy is considered hyperinflationary if besides other factors, the cumulated inflation rate for a three-year period exceeds 100%. The continuous decrease of the inflation rate and other factors related to the characteristics of the economic environment in Romania indicate that the economy whose functional currency has been adopted by the Group has ceased to be hyperinflationary, with effect on the financial periods starting January 1, 2004. Therefore, the provisions of IAS 29 had been adopted in the preparation of the separate financial statements until 31 December 2003. Thus, the values expressed in the measuring unit current as of 31 December 2003 are treated as basis for the carrying amounts reported in the separate financial statements and are not measured values, replacement costs, or any other measurement of the current value of the assets or of the prices at which the transactions would currently take place.

For the preparation of these Consolidated financial statements, the Group has adjusted its share capital to be expressed in the current measuring unit.

(g) Financial assets and liabilities

(i) Classification

According to IFRS 9 "Financial instruments", the entity shall recognise and measure financial assets on the basis of the entity's business model and the contractual cash flows; at the same time, the entity shall recognise loss allowances for expected credit losses.

According to IFRS 9, financial assets may be classified into 3 main categories: measured at amortised cost, measured at fair value through other comprehensive income (FVOCI) and measured at fair value through profit or loss (FVPL). The classification of financial assets and liabilities is made in line with the requirements of IFRS 9, based on the outcomes of the SPPI test and the business model implemented by the Group.

Investments in equity instruments are always measured at fair value. However, entity may make an irrevocable election to present in other comprehensive income subsequent changes in the fair value of an investment in an equity instrument that is neither held for trading nor for short-term profit taking. When equity instruments are held for trading, subsequent changes in fair value are recognised in profit or loss.

The Group has identified the following categories of financial assets and liabilities:

- Financial assets at amortised cost, including:
  - Loans and receivables (mainly comprising trade receivables and other receivables, client balances and cash and cash equivalents)
  - Other financial assets
- Financial assets at fair value through other comprehensive income
- Financial assets at fair value through profit or loss
- Financial liabilities at amortised cost
- Financial liabilities at fair value through profit or loss.

3 SIGNIFICANT ACCOUNTING POLICIES (continued)

(ii) Recognition

Assets and liabilities are recognised on the date when the Group becomes a party to the contractual provisions of the respective financial instrument.

At initial recognition, financial assets and liabilities are measured at fair value, except for investments in shares whose fair value could not be determined reliably and are recognised at cost.

The fair value of a financial instrument at initial recognition is normally the transaction price, i.e. the price paid to issue or acquire the asset or received to issue or assume the liability.

(iii) The fair value of financial instruments

Fair value is the amount for which a financial instrument can be exchanged between two parties in an arm's length transaction. Fair value is an approximation of realisable value and it may never be effectively realised. Financial instruments in the Separate Statement of financial position include bank account balances, receivables and other receivables, client balances, financial assets at fair value through other comprehensive income and trade liabilities. The accounting policies applicable to recognition are disclosed in the accounting policies.

(iv) Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position only when a legally enforceable right to set off exists and the Group intends to settle on a net basis or realise the asset and settle the liability simultaneously.

Income and expenses are presented on a net basis only when permitted by the accounting standards or for the profit or loss resulted from a group of similar transactions, such as those from the trading activity of the Group.

(v) Amortised cost measurement

The amortised cost of a financial asset or financial liability is the amount at which the financial asset or financial liability is measured at initial recognition less principal repayments, plus or minus accumulated amortisation using the effective interest method, less write-downs for impairment loss.

(vi) Fair value measurement

Fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction.

The determination of fair value for financial assets and liabilities is based on price quotes on an active market. A financial instrument has an active market if quoted prices are readily and regularly available and those prices represent actual and regularly occurring market transactions on an arm's length basis.

The fair value of instruments traded on an active market is determined by multiplying the number of shares held by the closing price on the last trading date in the corresponding reporting period.

3 SIGNIFICANT ACCOUNTING POLICIES (continued)

If a financial asset is listed on several active markets, the Group uses the price quote on the most favourable market, considering all barriers/costs associated with access to each market.

Available-for-sale financial assets for which there is no active market and whose fair value cannot be determined reliably are measured at cost and are periodically tested for impairment.

For all the other financial instruments, fair value is determined using valuation techniques. Valuation techniques include the net present value method, the discounted cash flow method, comparison with similar instruments with observable market data and other valuation methods.

Values resulting from valuation methods are adjusted taking into consideration a number of factors, since valuation techniques do not reliably reflect all the factors considered by market participants in actual transactions. Adjustments are accounted for to reflect risk models, the differences between bid and ask prices, liquidity risks, as well as other factors. The Group management considers these adjustments to be necessary for a more accurate presentation of financial instruments held at fair value in the Statement of financial position.

(vii) Impairment recognition and measurement

Impairment of financial assets under IFRS 9

The Group recognises impairment losses for financial assets other than those measured at fair value through profit or loss or fair value through other comprehensive income, namely trade receivables and other receivables, client balances and cash and cash equivalents which are measured at amortised cost.

An entity shall measure expected credit losses of a financial instrument in a way that reflects:
the time value of money; and
reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions.

The amount of impairment loss will be recognised as a loss adjustment.

As of 31.12.2021 and 31.12.2022, the Group reported no impairment losses on the financial assets measured at amortised cost, due to the nature thereof, except for the receivables arising from the loans granted to Mobila Radauti and Mecanica Roates (see Note 8 d). The Company’s trade receivables outstanding as of 31.12.2022 were collected in January 2023.

(viii) Derecognition

The Group derecognises a financial asset when the rights to the cash flows from that financial asset expire or when the Group has transferred its rights to the cash flows from the financial asset in a transaction which has transferred substantially all the risks and rewards of ownership of the financial asset.

3 SIGNIFICANT ACCOUNTING POLICIES (continued)

Any continuing involvement in the transferred financial assets created or retained by the Group will be recognised as asset or liability.

The Group will derecognise a financial liability when the obligation specified in the contract is cancelled or expires. This normally occurs when the liability is reimbursed or redeemed.

On derecognition of a financial asset in its entirety, the difference between:
- its carrying amount and
- the sum of (i) the consideration received (including any new asset obtained less any new liability assumed) and (ii) any cumulative gain or loss that had been recognised in other comprehensive income shall be recognised in profit or loss.

(h) Cash and cash equivalents

Current account balances and overnight deposits due within 3 months are cash and cash equivalents held on behalf of the Group. Current account balances and overnight deposits held on behalf of clients are not accounted for as cash and cash equivalents as they do not provide a basis to assess the ability of the Group to generate cash and cash equivalents and the needs of the entity to utilise those cash flows. According to IAS 7 "Cash flow statement", cash and cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

Cash and cash equivalents are held for the purpose of meeting short-term cash commitments rather than for investment or other purposes. For an investment to qualify as a cash equivalent, it must be readily convertible to a known amount of cash and be subject to an insignificant risk of changes in value. Therefore, an investment normally qualifies as a cash equivalent only when it has a short maturity of three months or less from the date of acquisition.

(i) Dividends payable

Dividends declared by the Group are recognised as payables on date of the Group's Annual General Meeting of Shareholders approving the distribution of dividends, which is also the date when the Group's obligation to pay out dividends arises.

According to the legislation in force, the Group may cancel the shareholders' right to collect dividends unclaimed for more than 3 years from the date of their first distribution. When the right to such dividends expires, the Group will recognise their value as income through profit or loss.

(j) Provisions

Provisions are liabilities of uncertain timing or amount. Provisions will be recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

3 SIGNIFICANT ACCOUNTING POLICIES (continued)

(k) Share capital

The Company's share capital as of 31 December 2022, as registered with the Trade Register, amounts to RON 9,348,840 (the same as of 31 December 2021) and comprises 934,884 shares with a nominal value of RON 10 per share. The company's subscribed share capital is fully paid up. Financial statements show the Company's share capital considering the effects of inflation, under IAS 29.

(l) Investments in associates

An associate is an entity over which the Group has significant influence, which is neither a subsidiary, nor a joint venture. The Group recognises its interests in associates as investments and accounts for such investments under the equity method, in accordance with IAS 28 Investments in associates.

For consolidation purposes, investments in associates are accounted for under the equity method. Under the equity method, investments in associates are initially recognised at cost and adjusted thereafter for the post-acquisition change in the Group's share of the associate's net assets. Goodwill relating to an associate is included in the carrying amount of the investment and amortisation of that goodwill is not permitted. The Group will measure any additional impairment loss in relation to its net investment in associates.

The Group's statement of comprehensive income shows the associate's share in the Group's profit or loss. When changes are recognised directly as equity for the associate, the Group will recognise its share in such changes and disclose it in the statement of changes in equity, when appropriate.

The data reported by associates and the Group are identical and uniform accounting policies are used by the Group and the associates for like transactions and events in similar circumstances.

(m) Operating lease liabilities

Under IFRS 16, the lessee is required to recognise a right-of-use asset and a lease liability.

Lease payments shall be discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined – which is usually the case with Group leases - the lessee shall use the lessee's incremental borrowing rate, which is the rate of interest that the lessee would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of use asset in a similar economic environment.

(n) Income tax

Deferred income taxes are recognised for temporary differences between the tax base of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognised to the extent they arise from the initial recognition of goodwill; deferred income taxes are not accounted for when they arise from the initial recognition of an asset or liability in a transaction which is not a business combination or which at the time of the transaction, affects neither accounting profit nor taxable profit. Deferred tax assets and liabilities are measured using the tax rates (and tax laws) that have been adopted or substantively adopted by the balance sheet date and would be enacted in the period when deferred tax assets/deferred tax liabilities are recovered/settled.

3 SIGNIFICANT ACCOUNTING POLICIES (continued)

(o) Income tax (continued)

According to local tax laws, the tax losses incurred by the company that ceases to exist as a result of a legal merger by acquisition can be taken over and recovered by the entity that takes over the assets of the acquired company. The annual tax loss reported since 2011, determined on the basis of the corporate income tax returns, is recovered from the taxable profit reported in the following 7 consecutive years. A deferred tax asset shall be recognised for the carryforward of unused tax losses to the extent that it is probable that future taxable profit will be available against which the unused tax losses and unused tax credits in the previous years can be utilised. The deferred tax asset is reduced to the extent that the related tax benefit is unlikely to be realised.

A deferred tax asset shall be recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised.

An entity shall recognise a deferred tax asset for all deductible temporary differences arising from investments in joint arrangements, to the extent that it is probable that the temporary difference will reverse in the foreseeable future and taxable profit will be available against which the temporary difference can be utilised.

An entity shall offset current tax assets and current tax liabilities if, and only if, the entity has a legally enforceable right to set off the recognised amounts and the tax assets and tax liabilities relate to income taxes levied by the same taxation authority and the taxation authority permits the entity to make or receive a single net payment.

The applicable tax rate used to determine current and deferred income tax as of 31 December 2022 was 16% (31 December 2021: 16%).

(p) Disclosure of events after the reporting period

Events after the reporting period are those favourable and unfavourable events that occur between the end of the reporting period and the date when the financial statements are authorised for issue. Two types of events can be identified:

(a) that provide evidence of conditions that existed at the end of the reporting period (adjusting events after the reporting period); and

(b) those that are indicative of conditions that arose after the reporting period (non-adjusting events after the reporting period).

The Group reported no significant events after the financial year ended 31 December 2022, except as shown in Note 28.

(q) Contingent assets and liabilities

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. An example is a claim that the entity is pursuing through legal processes, where the outcome is uncertain.

The entity shall not recognise a contingent asset since this may result in the recognition of income that may never be realised. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and its recognition is appropriate.

3 SIGNIFICANT ACCOUNTING POLICIES (continued)

(q) Contingent assets and liabilities

The Group shall not recognise a contingent liability. A contingent liability is disclosed unless the possibility of an outflow of resources embodying economic benefits is remote.

(r) Employee benefits

Employee benefits are all forms of consideration given by the entity in exchange for service rendered by employees.

SWISS CAPITAL S.A. makes monthly payments to the state pension, health, and unemployment funds for the account of its employees, as required by the laws in force.

(s) Revenue

(i) Dividend income

Dividend income from equity instruments is recognised in profit or loss on the date of approval by the General Meeting of Shareholders of the distribution of profit in the companies where the entity is a shareholder. Dividend income from unlisted shares is recognised in profit or loss on dividend reporting date.

When the Group receives or decides to receive dividends in the form of shares in lieu of cash, divided income is recognised as the amount of cash surrendered, plus a corresponding investment instrument.

When shares are received free of charge without consideration in cash, and only some of the shareholders receive such free shares, the shares received are measured at fair value and, a corresponding amount is recognised as dividend income. On the other hand, if all shareholders receive pro-rata free shares, no dividend income is recognised, since the distribution of free shares does not have an impact on the fair value of the Group’s holdings.

Dividends received from subsidiaries are recognised by the Company as dividend income in the Company’s Separate financial statements, provided that the Company is entitled to collect such dividends.

The Company will engage in legal claims for the collection of overdue dividends (mediation, disputes, etc.). The Company is entitled to collect penalties for late divided payments, at the penalty rate set out in the legal provisions in force. Income from penalties charged on overdue dividends is recognises in the financial year when collection becomes certain.

Dividend income is disclosed gross of withholding tax which is recognised as income tax.

(ii) Fee and commission income

Fee and commission income includes:
- income from securities brokerage
- corporate finance and intermediation of public offerings
- revenue from investment fund management

Fee and commission income is recognised when underlying transactions occur.

3 SIGNIFICANT ACCOUNTING POLICIES (continued)

(r) Revenue (continued)

(iii) Interest income

Interest income and interest expense are recognised in profit or loss using the effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument (or, when appropriate, a shorter period) to the net carrying amount of the financial asset or financial liability.

Interest income is recognised on current accounts, bank deposits and loans to clients for margin trading.

(iv) Income from securities disposals

Gains and losses from the disposal of financial assets are recognised in profit or loss when the financial asset is derecognised.

(v) Gains and losses from foreign exchange differences

Gains and losses from foreign exchange differences are disclosed on a net basis and include both realised and unrealised foreign exchange differences. Most such gains and losses are associated with the monthly restatement of assets and liabilities in foreign currencies.

(s) Expenses

All expenses are recognised in profit or loss on an accrual basis. Third party service costs are expensed in the period in which services were performed.

(t) Related parties

Related parties are those legal entities or individuals who, either by ownership, contractual rights, family relations or other types of relationships, have the ability to control the other party directly or indirectly.
A party is related to the entity if directly or indirectly, through one or several intermediaries:

a) controls or is controlled by or is under the joint control of the entity (this includes the parent companies, the subsidiaries or the member subsidiaries);

b) has an interest in the entity that offers a significant influence on the respective entity; or

c) holds joint control over the entity.

Related parties can be represented by members of the key management of the entity or of the parent company, as well as by close family members.

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

u) New standards and interpretations

***New Standards or IASB interpretations in force for the first time in the financial year ended 31 December* 2022**

The following amendments to the existing standards issued by the International Accounting Standards Board (IASB) and adopted by the EU were in force in the reporting period:

Amendments to IAS 16 "Property, plant and equipment" – Proceeds before intended use adopted by the EU on 28 June 2021 (effective for annual reporting periods beginning on or after 1 January 2022)

The amendments prohibit a company from deducting from the cost of property, plant and equipment amounts received from selling items produced while the company is preparing the asset for its intended use. Instead, a company will recognize such sales proceeds and related cost in profit or loss.

Amendments to IAS 37 "Provisions, contingent liabilities and contingent assets" – Onerous contracts – Costs of fulfilling a contract adopted by the EU on 28 June 2021 (effective for annual reporting periods beginning on or after 1 January 2022).

The amendments specify that the "cost of fulfilling" a contract comprises the "costs that relate directly to the contract". Costs that relate directly to a contract can either be incremental costs of fulfilling that contract or an allocation of other costs that relate directly to fulfilling contracts.

Amendments to IFRS 3 "Business combinations" – Reference to the conceptual framework (Amendments to IFRS 3) adopted by the EU on 28 June 2021 (effective for annual reporting periods beginning on or after 1 January 2022).

The amendments:
(a) update IFRS 3 so that it refers to the 2018 Conceptual Framework instead of the 1989 Framework;
(b) add to IFRS 3 a requirement that, for transactions and other events within the scope of IAS 37 or IFRIC 21, an acquirer applies IAS 37 or IFRIC 21 (instead of the Conceptual Framework) to identify the liabilities it has assumed in a business combination; and
(c) add to IFRS 3 an explicit statement that an acquirer does not recognise contingent assets acquired in a business combination.

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

u) New standards and interpretations (continued)

Amendments to various standards due to "Annual improvements (2018-2020) to IFRS Standards (IFRS 1, IFRS 9, IFRS 16 and IAS 41)" having as main purpose the elimination of inconsistencies and clarifications on the scope of the Standards, adopted by the EU on 28 June 2021 (The amendments to IFRS 1, IFRS 9, and IAS 41 are all effective for annual reporting periods beginning on or after 1 January 2022. The amendment to IFRS 16 only regards an illustrative example, so no effective date is stated).

The amendments:
(a) clarify that a subsidiary that applies paragraph D16(a) of IFRS 1 to measure cumulative translation differences using the amounts reported by its parent, based on the parent's date of transition to IFRS Standards (IFRS 1);
(b) clarify which fees an entity includes when it applies the '10 per cent' test in paragraph B3.3.6 of IFRS 9 in assessing whether to derecognise a financial liability. An entity includes only fees paid or received between the entity (the borrower) and the lender, including fees paid or received by either the entity or the lender on the other's behalf (IFRS 9);
(c) remove from the example the illustration of the reimbursement of leasehold improvements by the lessor in order to resolve any potential confusion regarding the treatment of lease incentives that might arise because of how lease incentives are illustrated in that example (Example 13 accompanying IFRS 16); and
(d) remove the requirement in paragraph 22 of IAS 41 for entities to exclude taxation cash flows when measuring the fair value of a biological asset using a present value technique (IAS 41).
The adoption of the amendments above had no significant impact on the Company's financial statements.

Standards and interpretations issued by the IASB and adopted by the EU, but not yet in force

The following amendments to existing standards were issued by the IASB and adopted by the EU, but not yet in force as of the approval date of these financial statements:

IFRS 17 "Insurance contracts" incorporating the amendments to IFRS 17 issued by the IASB on 25 June 2020 and adopted by the EU on 19 November 2021 (effective for annual reporting periods beginning on or after 1 January 2023).

The new standard requires insurance liabilities to be measured at present value and provides a more uniform measurement and presentation approach for all insurance contracts. The requirements are intended to achieve consistent, principles-based accounting for insurance contracts. IFRS 17 overrides IFRS 4 "Insurance Contracts" and all related interpretations when applied. The amendments to IFRS 17 "Insurance Contracts" issued by the IASB on 25 June 2020 extend the date of initial IFRS 17 application by two years for annual reporting periods beginning on or after 1 January 2023.

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

u) New standards and interpretations (continued)

In addition, the amendments issued on 25 June 2020 introduce simplifications and clarifications to certain requirements in the standard and provide additional practical expedients on the initial application of IFRS 177.

Amendments to IFRS 17 "Insurance contracts" – Initial application of IFRS 17 and IFRS 9 – Comparative information, adopted by the EU on 8 September 2022 (effective for annual reporting periods beginning on or after 1 January 2023).

The amendment is a transition option relating to comparative information presented on initial application of IFRS 17 and IFRS 9.

Amendments to IAS 1 "Presentation of financial statements" – Disclosure of accounting policies adopted by the EU on 2 March 2022 (effective for annual reporting periods beginning on or after 1 January 2023).

The amendments require entities to disclose their material accounting policy information rather than their significant accounting policies and offers guidance and examples to help entities apply materiality judgements to accounting policy disclosure.

Amendments to IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors" – Definition of accounting estimates adopted by the EU on 2 March 2022 (effective for annual reporting periods beginning on or after 1 January 2023).

The amendments focus on accounting estimates and provide guidance on how an entity should distinguish between accounting policies and accounting estimates.

Amendments to IAS 12 "Income taxes" Deferred Tax related to Assets and Liabilities arising from a Single Transaction adopted by the EU on 11 August 2022 (effective for annual reporting periods beginning on or after 1 January 2023).

The amendments narrowed the scope of the recognition exemption so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences.

<u>Standards and interpretations issued by the IASB, but not yet adopted by the EU</u>

The IFRS Standards currently adopted by the EU are not significantly different from the regulations adopted by the IASB, with the exception of the following standards and amendments, whose application was not yet approved by the EU by 31 December 2022 (the effective dates below are applicable to the IFRS Standards issued by the IASB):

Amendments to IAS 1 "Presentation of financial statements" – Classification of Liabilities as Current or Non-current (effective for annual reporting periods beginning on or after 1 January 2023).

The amendments clarify the requirements for the presentation of liabilities in the statement of financial position. The amendments to IAS 1 issued by the IASB on 15 July 2020 extend the date of initial application by one year for annual reporting periods beginning on or after 1 January 2023.

3. SIGNIFICANT ACCOUNTING POLICIES (continued)

u) New standards and interpretations (continued)

Amendments to IAS 1 "Presentation of financial statements" – Non-current Liabilities with Covenants (effective for annual reporting periods beginning on or after 1 January 2024).

The amendments improved the information an entity provides when its right to defer settlement of a liability for at least twelve months is subject to compliance with covenants.

Amendments to IFRS 16 "Leases" – Lease Liability in a Sale and Leaseback (effective for annual reporting periods beginning on or after 1 January 2024).

Amendments to IFRS 16 require a seller-lessee to measure the right-of-use asset arising from a sale and leaseback transaction at the proportion of the previous carrying amount of the asset that relates to the right of use the seller-lessee retains. Accordingly, in a sale and leaseback transaction the seller-lessee recognises only the amount of any gain or loss that relates to the rights transferred to the buyer-lessor.

IFRS 14 "Regulatory deferral accounts" (effective for annual reporting periods beginning on or after 1 January 2016) – The European Commission decided not to launch the approval process of this interim standard, but wait for the final version to be approved.

The standard is intended to allow first-time adopters of IFRS, which currently recognise regulatory deferral accounts under previous GAAP, to continue to do so on their transition to IFRS.

Amendments to IFRS 10 "Consolidated financial statements" and IAS 28 "Investments in Associates and Joint Ventures" - Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (the effective date of the amendments was postponed indefinitely, until the research on the equity method is completed).

The amendments address an acknowledged inconsistency between the requirements in IFRS 10 and those in IAS 28 in dealing with the sale or contribution of assets between an investor and its associate or joint venture. The main consequence of the amendments is that a full gain or loss is recognised when a transaction involves a business.

The Company expects the adoption of these new standards and Amendments to existing standards to have no significant impact on the Company's financial statements upon initial application.

The principles of financial asset and liability hedges have not been adopted by the EU.

According to the Company's estimates, financial asset and liability hedges under IAS 39 "Financial Instruments: Recognition and Measurement" would have no significant impact on the Company's financial statements if applied as of the balance sheet date.

4 CHANGES IN ACCOUNTING POLICIES AND CORRECTIONS OF ACCOUNTING ERRORS

4.1 Changes in accounting policies

As of 01 January 2022, the Group has changed its accounting policy to measure investment property at fair value recognised in profit or loss under IAS 40 "Investment property", instead of the previous measurement model at cost less impairment.
The Group has adopted the change in order to disclose reliable and relevant information on investment property in the Group's consolidated financial statements.

Consequently, for the financial year ended 31 December 2021, the investment property amounting to 406.000 RON was measured at cost less impairment. The Company estimated that the amount reported as of 31 December 2021 is an approximation of the market value of the investment property, so this was the selling price of the investment property in March 2022 (for details, see Note 6). Thus, the Group is of the opinion that no fair value adjustments were necessary.

	31 December 2021 *reported	**Adjustments from changes in accounting policies**	**31 December 2021 *restated**
Investment property	406.000	-	406.000

The change in the Group's accounting policies has no impact on the Group's income statement, statement of changes in equity or cash flow statement as of 31 December 2021.

5 PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS

Balances and variations in property, plant and equipment and intangible assets in the financial year ended 31 December 2021:

Description	**Land and buildings**	**Equipment and vehicles**	**Other PP&E**	**Total PP&E**	**Intangible assets**	**Total non-current assets**
Cost as of 31 December 2020	**176.896**	**1.944.297**	**404.664**	**2.525.857**	**930.320**	**3.456.176**
Acquisitions	75.596	308.877	160.531	545.004	4.900	549.004
Disposals	-	111.902	25.579	137.481	-	137.481
Cost as of 31 December 2021	**252.494**	**2.141.272**	**539.616**	**2.933.382**	**935.220**	**3.868.602**
Depreciation and amortisation as of 31 December 2020	**176.896**	**1.613.701**	**314.221**	**2.104.818**	**831.101**	**2.935.919**
Increases	13.489	82.156	66.750	162.395	87.942	250.337
Reductions	-	74.601	25.579	100.180	-	100.180
Depreciation and amortisation as of 31 December 2021	**190.384**	**1.621.256**	**355.392**	**2.167.032**	**919.043**	**3.086.075**
Net carrying amount						
As of 31 December 2020		**330.596**	**90.443**	**421.038**	**99.217**	**520.255**
As of 31 December 2021	**62.110**	**520.016**	**184.224**	**766.350**	**16.177**	**782.527**

5 PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLE ASSETS (continued)

Balances and variations in property, plant and equipment and intangible assets in the financial year ended 31 December 2022:

Description	Land and buildings	Equipment and vehicles	Other PP&E	Total PP&E	Intangible assets	Total non-current assets
Cost as of 31 December 2021	**252.494**	**2.141.272**	**539.616**	**2.933.382**	**935.220**	**3.868.602**
Acquisitions	-	-	564.878	564.878	51.410	616.288
Disposals	-	76.779	39.352	116.131	-	116.131
Cost as of 31 December 2022	**252.494**	**2.064.493**	**1.065.142**	**3.382.129**	**986.630**	**4.368.757**
Depreciation and amortisation as of 31 December 2021	**190.384**	**1.621.256**	**355.392**	**2.167.032**	**919.043**	**3.086.075**
Increases	45.358	128.726	159.809	333.893	10.247	344.140
Reductions	-	76.779	39.352	116.131	-	116.131
Depreciation and amortisation as of 31 December 2022	**235.742**	**1.673.203**	**475.849**	**2.384.794**	**929.290**	**3.314.084**
Net carrying amount						
As of 31 December 2021	**62.110**	**520.016**	**184.224**	**766.350**	**16.177**	**782.527**
As of 31 December 2022	**16.752**	**391.290**	**589.293**	**997.333**	**57.339**	**1.054.671**

6. INVESTMENT PROPERTY

Description	**Land**
Cost as of 31.12.2021	**500.000**
Acquisitions of subsidiaries	13.071.224
Acquisitions of investment property	1.372.540
Increases from fair value measurement	34.592.028
Disposals	500.000
Cost as of 31.12.2022	**49.035.792**
Impairment as of 31.12.2021	**94.000**
Increases	-
Reductions	94.000
Impairment as of 31.12.2022	**-**
Net carrying amount	
As of 31.12.2021	**406.000**
As of 31.12.2022	**49.035.792**

On 29 October 2020, the Group acquired a 1.642 sq.m. plot of land within the built-up area of Radauti, Suceava county. As of 31 December 2020, the Group estimates there is no evidence of impairment, so the land’s market price is equal to its purchase price. As of 31 December 2021, the Group estimates an impairment of 94.000 RON. The land was sold in March 2022 at the price of 406.000 RON.

The subsidiary Transporturi Auto Giulesti, fully consolidated as of 16.02.2022, owns land and buildings plus a house and a piece of land acquired in 2022 which are held as investment property. The fair value thereof according to the report prepared by a certified appraiser amounts to 49.035.792 RON.

7. RIGHT-OF-USE ASSETS

Description	Operating lease right-of-use assets
Cost as of 31.12.2021	**1.602.517**
Acquisitions	1.396.974
Disposals	-
Cost as of 31.12.2022	**2.999.491**
Depreciation as of 31.12.2021	**1.025.602**
Increases	632.257
Reductions	-
Depreciation as of 31.12.2022	**1.657.859**
Net carrying amount	
As of 31.12.2021	**576.915**
As of 31.12.2022	**1.341.632**

Upon initial adoption of IFRS 16, namely as of 1 January 2019, the Group recognised right-of-use assets associated with the operating lease concluded by the Group for its registered office amounting to 939.780 RON.

On the initial application date for IFRS 16, the Group chose the simplified approach permitted by IFRS 16, according to which the Group may recognise a right-of-use asset at an amount equal to the lease liability associated with the operating lease, without restating comparative information.

For more information on the operating leases in force upon initial adoption of IFRS 16, as well as on the operating lease liabilities recognised and the interest expense associated with them, see Note 14.

8. FINANCIAL ASSETS

a) Financial assets at fair value through profit or loss

RON	**31 December 2022**	**31 December 2021**
Listed shares	43.422.532	58.794.928
Unlisted fund shares	3.411.388	32.294
Unlisted bonds (Altur)	7.261.108	-
Unlisted shares	649.592	649.592
Total	**54.744.620**	**59.476.814**

For foreign listed shares, the quotations used are those published on the Bloomberg website, while for Romanian listed shares, the quotations used are those published on the website of the Bucharest Stock Exchange (BSE).

As of 31.12.2021, listed shares include a 43% holding in Mobila Radauti SA measured at 1.149.318 RON, using the quotation published on the BSE website. In 2021, Mobila Radauti SA was undergoing insolvency proceedings. Even though the Company held 43.33% of the shares of Mobila Radauti SA, under IAS 28 "Investments in Associates and Joint Ventures", the Company had no significant influence over Mobila Radauti SA, as the latter was under receivership in the course of the insolvency proceedings. Thus, as of 31 December 2021, shareholding in MOBT was classified as financial asset at fair value through profit or loss.

As of 28 October 2022, the insolvency proceedings were completed and Mobila Radauti SA resumed business. As of the same date, the Company has significant influence over Mobila Radauti SA, with a shareholding of 42.03%. Consequently, the investment in MOBT was classified as investment in associates and measured under the equity method, according to the Group's accounting policies (Nota 3 l)). See Note 8 d) for further information.

Unlisted shares in the amount of 649,592 RON include shares in the Investor Compensation Fund amounting to 29,790 RON and the shares of Depozitarul Central (Central Securities Depository) acquired by the Group on 28 June 2018 and 18 July 2019, accounting for 2.1642% of the shares of Depozitarul Central.

The market value of these unlisted shares was determined by the Group using alternative, level 3, valuation methods, i.e. the adjusted net asset method. The information used by the Group to estimate the market value of the shares is extracted from the audited financial statements of Depozitarul Central under IFRS, as at 31.12.2021. Adjustments to the reported net book value of the assets of Depozitarul Central relate to the derecognition of balance sheet items stated at cost, whose fair value cannot be estimated (e.g. intangible assets), the derecognition of deferred expenses and deferred income, and adjustments to the financial assets carried and measured at amortised cost to report them at fair value, as disclosed in the notes to the audited financial statements of Depozitarul Central.

The fair value of fund shares is determined using inputs that are not based on observable data (level 3), while the fair value of unlisted shares is determined using inputs that are based on observable data (level 2), as detailed in Note 3 h).

8. FINANCIAL ASSETS (continued)

b) Financial assets at fair value through other comprehensive income

RON	**31 December 2022**	**31 December 2021**
Listed shares	81.748.313	64.037.884
Unlisted shares	753.340	3.340
Total	**82.501.653**	**64.041.224**

As of 31 December 2021 and 31 December 2022, shares at fair value through other comprehensive income include the shares of IMPACT Developer & Constructor S.A. and the shares of Gabriel Resources which were quoted on the Canadian stock exchange.
The fair value of shares was determined by multiplying the number of shares held as of reporting date by the closing price on the last trading date in the corresponding reporting period.

As shown in Note 3 g) to these consolidated financial statements, investments in equity instruments are always measured at fair value. Nevertheless, the Group management may make an irrevocable election to present subsequent changes in the fair value of an investment in an equity instrument in other comprehensive income, provided that the instrument is not held for trading. If the equity instrument is held for trading, i.e. for sale in the short term for profit, subsequent changes in the fair value of the investment will be presented in profit or loss.

As regards the shares of Gabriel Resources and Green Tech International SA, the Group management decided that they are not held for trading, i.e. for sale in the short term for profit, and has therefore made an irrevocable election to present subsequent changes in fair value in other comprehensive income.

Unlisted shares also included the shares held in the Investor compensation Fund as well as the shares of Green Tech International SA acquired in 2022 via loan conversion.

Variations in financial assets at fair value through other comprehensive income in the years ended 31 December 2022 and 31 December 2021 are detailed in the table below:

RON	**Shares at fair value**	**Unlisted shares**	**Total**
1 January 2021	**20.407.007**	**3.340**	**20.410.347**
Net variation in the period	2.591.706	-	2.591.706
Changes in fair value	41.039.171	-	41.039.171
31 December 2021	**64.037.884**	**3.340**	**64.041.224**
Net variation in the period	16.217.142	750.000	16.967.142
Changes in fair value	1.493.287	-	1.493.287
31 December 2022	**81.748.313**	**753.340**	**82.501.653**

8. FINANCIAL ASSETS (continued)

The impact of deferred tax on changes in fair value in 2022 is 244.162 RON, resulting in changes in fair value net of deferred tax in the amount of 1.249.126 RON. The impact of deferred tax on changes in fair value in 2021 is 6.566.272 RON, resulting in changes in fair value net of tax in the amount of 34.472.899 RON (see Note 17).

(c) Financial assets at amortised cost

- ***non-current***

	31 December 2022	31 December 2021
ANRP points	249.247	743.209
Total	**249.247**	**743.209**

In 2019, the Group acquired a number of 2.303.736 ANRP (National Authority for Property Restitution) points at the total acquisition cost of 1.404.010 RON. The manner in which ANRP points may be realised is set out in Law no. 165/2013, according to which one ANRP point equals 1 RON; moreover, ANRP points may be sold in equal instalments for a maximum period of 5 years.

Taking into consideration the date when the Group acquired the ANRP points and the proceedings started by previous owners with respect to the sale of the points, the Group may collect corresponding amounts from the Romanian Government in three or four instalments.

On acquisition date, the Group observed the provisions of IFRS 9 for the classification and measurement of financial assets, namely ANRP points (the SPPI test and holding for the collection of contractual cash flows) and concluded that the amortised cost method (including the application of the effective interest rate) was the most appropriate for disclosing ANRP points in the financial statements. These financial assets are not tradable on a regulated market.

In the underlying period, the Group collected 2 series of proceeds amounting to 666.636 RON; as of 31.12.2022, the Group had one more series of proceeds to collect.

- ***current***

	31 December 2022	31 December 2021
Short-term loans	1.685.714	2.690.000
Expected credit losses under IFRS 9	(838.094)	(1.145.154)
Total	**847.620**	**1.545.346**

In 2019, the Group granted Mobila Radauti SA a secured short-term loan amounting to 1,500,000 RON for the payment of tax overdues (initial maturity: 30.06.2020). At the same time, Mobila Radauti, as borrower, has set up a 1st rank mortgage over property owned by it in favour of the Group's parent company. In 2020, Mobila Radauti became insolvent and the Group started to take the necessary steps for being included in the insolvent borrower's creditor list.

8. FINANCIAL ASSETS (continued)

(c) Financial assets at amortised cost

In 2021, the Group acquired from two creditors of the debtor Mobila Radauti SA receivables amounting to 240.500 RON. Consequently, on 31.12.2021, the receivables to be collected from Mobila Radauti SA amounted to 1.740.500 RON.

As of 16 June 2022, the loan amounting to 1.500.000 RON has been reimbursed in full by Mobila Radauti. The receivables taken over from the debtors of Mobila Radauti have been also collected.

In December 2022, the Group granted Mobila Radauti SA another loan amounting to 550.000 RON; the loan was reimbursed on 26.06.2023, together with all accruing interest.

Under IFRS 9, the Company performed an assessment of the related receivables in order to identify any potential impairment as of 31.12.2022 and concluded that it should report no expected credit loss. As of 31.12.2021, for the initial loan granted to Mobila Radauti, the Company reported an expected credit loss amounting to 469.584 RON, determined using a number of estimates concerning the recoverable amount of the receivables arising from the loan and the present value of future cash flows arising from the sale of the security, as follows:

- the market value of the security was determined by an independent valuator (member of the National Association of Romanian Certified Valuators) at 1.913.700 RON as of 31.12.2019;
- the Company further applied a 25% haircut for 2021, taking into account the borrower's current status (insolvent) and the likelihood of realising the security as a matter of urgency (liquidation);
- average security realisation time: 2-3 years;
- applicable discount rate: the effective interest rate of the loan granted.

In December 2020, the Company granted Mecanica Roates (a company listed on the Bucharest Stock Exchange) a loan for the maximum amount of 2.000.0000 RON, of which, as of 31.12.2022, 1.135.714 RON (950.000 RON as of 31.12.2021) had been drawn for the payment of tax overdues. The loan matures on 31.12.2023 and has an interest rate of 7% per annum, payable in full on maturity. The loan is not secured. On 31.12.2022, the Company performed an assessment with regard to the collectability of the Mecanica Rotes receivables and concluded that, taking into consideration the specific nature of the loan, an allowance amounting to 838.094 RON (675.570 RON as of 31 December 2021) should be reported.

Expected credit losses under IFRS 9	**31 December 2022**	**31 December 2021**
Balance as of 1 January	1.145.154	469.584
Impairment losses	162.524	675.570
Reversals of impairment	(469.584)	-
Balance as of 31 December	**838.094**	**1.145.154**

8. FINANCIAL ASSETS (continued)

d) Investments in associates

	31 December 2022	31 December 2021
Mobila Radauti (i)	1.053.984	-
Transporturi Auto Giulesti SA (ii)	-	14.317.772
Total	**1.053.984**	14.317.772

(i) On 30.12.2021, the Group acquired shares in a stock exchange transaction resulting in a 43% shareholding in Mobila Radauti (settlement date: 04.01.2022). As of 31.12.2021, MOBILA RADAUTI was an insolvent company under receivership. As of 31 December 2021, the Group concluded that it had no control over the company under IFRS 10, nor significant influence under IAS 28. Consequently, the investment in Mobila Radauti is disclosed in the Group’s consolidated financial statements as financial asset at fair value through profit or loss.

As of 28 October 2022, the insolvency proceedings were completed and Mobila Radauti SA resumed business. As of the same date, the Company has significant influence over Mobila Radauti SA, with a shareholding of 42%. Consequently, the investment in MOBT was classified as investment in associates and measured under the equity method, under IAS 28 “Investments in associates and joint ventures”.

According to the investment policy detailed in Note 3 (l), investment in the associate MOBT as of 31 December 2022 is recognised at cost plus post-acquisition changes in the Group's share of the associate’s net assets. Thus, as of 31 December 2022, investment in the associate MOBT initially recognised at cost was adjusted by 482.096 RON, accounting for the Group’s share in the loss reported by MOBT after 28.10.2022; consequently, the Group also reported an expense in the consolidated statement of comprehensive income, line “Net profit / (loss) from associates and joint ventures”.

(ii) On 23.12.2021 (settlement date 28.12.2021), the Group purchased shares in Transporturi Auto Giulesti SA ("TRGI"), i.e. 51.08% of the company’s shares. Considering the acquisition date (28.12.2021), the Group concluded that, as of 31 December 2021, the Group had no control over TRGI under IFRS 10 “Consolidated financial statements”, but a significant influence over TRGI under IAS 28 “Investments in Associates and Joint Ventures”. Thus, the investment was classified as investment in associates.

Consequently, as of 31 December 2021, the shares held in Transporturi Auto Giulesti SA were consolidated in the Group’s financial statements under the equity method, under IAS 28 Investments in Associates and Joint Ventures”.

According to the investment policy detailed in Note 3 (l), investment in the associate TRGI as of 31 December 2021 is recognised at cost plus post-acquisition changes in the Group's share of the associate’s net assets.

8. FINANCIAL ASSETS (continued)

Taking into account the figures reported by TRGI and the short period of time between the acquisition date and the balance sheet date (3 days), the Group performed an assessment and estimated that the post-acquisition change in the Group's share of the associate's net assets until the reporting date of the Group's consolidated financial statements is immaterial, so no post-acquisition change in the Group's share of TRGI's net assets and profit or loss were reported.

Under IAS 28, as of 31.12.2021, the carrying amount of the investment also includes goodwill in the amount of 7.507.537 RON, which is not amortised. Goodwill was determined as the difference between the acquisition price and the Group's share in TRGI's net assets as of 31 December 2021 (51.08%). The net assets considered were reported in the company's audited financial statements (prepared in accordance with the local financial reporting standards applicable in Romania), available on the website of the Bucharest Stock Exchange ("BSE"); as of 31 December 2021, the company's net assets amounted to 13.331.313 RON.

The Group estimated that the assets and liabilities disclosed in TRGI's statutory financial statements reflect the market value thereof, so no further impairment adjustments were necessary

According to the analysis performed by the Group as well as to the provisions of IFRS 10 "Consolidated financial statements", the Group acquired control over TRGI as of 16 February 2022, when the first TRGI Shareholder Meeting took place. Thus, as of the same date, investment in TRGI was classified as investment in a subsidiary and was initially accounted for under IFRS 3 "Business combinations". Considering the date when control was acquired, the Group has performed an analysis of the net assets and the financial data reported by TRGI in the first 2 months of 2022 and estimated that they are immaterial. Consequently, investment in the subsidiary TRGI was recognised on the basis of the company's net assets as of 31.12.2021, with a goodwill amounting to 7.507.537 RON, as detailed above.

In 2022, the Group further purchased 2.037.779 TRGI shares, of which 2.027.460 shares subscribed in the TRGI share capital increase of 27.12.2022. Following the share capital increase, the Company's shareholding in TRGI was raised to 92.672114%. Consequently, as of 31 December 2022, the Group holds control over TRGI under IFRS 10 "Consolidated financial statements", while the investment in TRGI is classified as investment in subsidiaries and fully consolidated in the Group's financial statements.

e) Other financial assets at fair value through profit or loss

In 2022, the Company granted a loan amounting to 3.750.000 RON to GREEN TECH International, at the initial interest rate of 5%; as of 01.11.2022, the interest rate was raised to 8.75 %. According to the subsequent addenda, the loan maturity is now 30.10.2023. if, on maturity date, GREEN TECH International fails to reimburse both the loan and the accruing interest, the Company has the right and the borrower the obligation to convert the entire amount of the debt into newly issued GREEN TECH International shares.

8. FINANCIAL ASSETS (continued)

On the loan commencement date, the Company observed the provisions of IFRS 9 for the classification and measurement of the financial asset, namely the loan granted ANRP points (the SPPI test and holding for the collection of contractual cash flows) and concluded that the financial asset does not pass the SPPI test (i.e. the likelihood of converting the loan into shares), so the financial asset was measured at fair value through profit or loss.

On 29 May 2023, Green Tech International performed an early reimbursement of the amount of 1.500.000 RON of the total amount of the loan outstanding as of 31 December 2022.

Considering the short term maturity and the market aligned interest rate, the Company contends that the amount of 3.150.000 RON reasonably estimates the market value of the loan as of 31 December 2022.

f) Fair value hierarchy

The table below examines the financial instruments measured at fair value according to their valuation method. The various levels have been defined as follows:

Level 1: quoted prices in active markets for identical assets or liabilities.
Level 2: inputs other than quoted prices that are observable for the asset or liability, either directly or indirectly.
Level 3: inputs for the asset or liability that are not based on observable data.

	31 December 2021	**LEVEL 1**	**LEVEL 2**	**LEVEL 3**
Financial assets at fair value through other comprehensive income – listed shares	64.037.884	64.037.884	-	-
Financial assets at fair value through other comprehensive income – unlisted shares	3.340	-	-	3.340
Financial assets at fair value through profit or loss	59.476.814	58.794.928	-	681.886
Total	**123.518.038**	**122.832.812**	**-**	**685.226**

	31 December 2022	**LEVEL 1**	**LEVEL 2**	**LEVEL 3**
Financial assets at fair value through other comprehensive income – listed shares	81.748.313	81.748.313	-	-
Financial assets at fair value through other comprehensive income – unlisted shares	753.340	-	-	753.340
Financial assets at fair value through profit or loss	54.744.620	43.422.533	7.261.108	4.060.979
Financial assets at fair value through profit or loss – loans granted	3.150.000	-	-	3.150.000
Total	**140.396.273**	**125.170.846**	**7.261.108**	**7.964.319**

9 OTHER NON-CURRENT FINANCIAL ASSETS

Other non-current financial assets are mainly accounted for by guarantees paid as follows:

Other non-current financial assets	**31 December 2022**	**31 December 2021**
Depozitarul Central guarantee fund	210.313	202.080
Rompetrol guarantee	38.114	28.114
Depozitarul Central margin	16.977	16.312
Hill Investitii & Constructii S.R.L. guarantee	191.310	184.025
Company credit card collateral	30.000	30.000
Vista bank loan collateral	4.947.400	-
SNN (Nuclearelectrica) guarantee	-	5.500
Total	**5.434.114**	**466.031**

10 RECEIVABLES

Receivables	**31 December 2022**	**31 December 2021**
Trade receivables	8.883.961	4.703.214
Adjustments for the impairment of trade receivables	(13.749)	(13.749)
Other receivables, of which:	**1.997.238**	**2.527.675**
- Prepaid expenses	639.715	653.804
- Accounts receivable and other receivables	918.473	623.901
- Income tax receivable	413.053	1.084.925
- Other receivables from the state budget + the Single National Social Security budget (FNUASS)	25.997	165.045
Total	**10.867.450**	**7.217.140**

All Group receivables have maturities of less than 1 year.

11 FINANCIAL ASSETS AND LIABILITIES

Accounting classifications and fair values

The table below shows the carrying amounts and fair values of the Group's financial assets and liabilities as of:

31 December 2022:

	Loans and receivables	Financial assets at fair value through profit or loss	Financial assets at fair value through other comprehensive income	Financial liabilities at amortised cost	Carrying amount	Fair value
Equity instruments at fair value						
Financial assets at fair value through other comprehensive income – listed shares	-	-	81.748.313	-	**81.748.313**	**81.448.313**
Financial assets at fair value through profit or loss	-	57.894.620	-	-	**57.894.620**	**57.894.620**
Financial assets at fair value through other comprehensive income – unlisted shares	-	-	753.340	-	**753.340**	**753.340**
Other non-current assets	5.434.114	-	-	-	**5.434.114**	**5.434.114**
Trade receivables and other receivables	10.867.450	-	-	-	**10.867.450**	**10.867.450**
Client balances	66.853.833	-	-	-	**66.853.833**	**66.853.833**
Cash and cash equivalents	1.508.992	-	-	-	**1.508.992**	**1.508.992**
Trade payables and provisions	-	-	-	(125.881.251)	**(125.881.251)**	**(125.881.251)**
Total	**84.664.389**	**57.894.620**	**82.501.653**	**(125.881.251)**	**99.179.411**	**99.179.411**

11 FINANCIAL ASSETS AND LIABILITIES (continued)

31 December 2021:

	Loans and receivables	Financial assets at fair value through profit or loss	Financial assets at fair value through other comprehensive income	Financial liabilities at amortised cost	Carrying amount	Fair value
Equity instruments at fair value						
Financial assets at fair value through other comprehensive income – listed shares	-	-	64.037.884	-	**64.037.884**	**64.037.884**
Financial assets at fair value through profit or loss	-	59.476.814	-	-	**59.476.814**	**59.476.814**
Financial assets at fair value through other comprehensive income – unlisted shares	-	-	3.340	-	**3.340**	**3.340**
Other non-current assets	466.031	-	-	-	**466.031**	**466.031**
Trade receivables and other receivables	7.217.138	-	-	-	**7.217.138**	**7.217.138**
Client balances	51.628.335	-	-	-	**51.628.335**	**51.628.335**
Cash and cash equivalents	2.615.822	-	-	-	**2.615.822**	**2.615.822**
Trade payables and provisions	-	-	-	(80.313.677)	**(80.313.677)**	**(80.313.677)**
Total	**62.927.326**	**59.476.814**	**64.041.224**	**(80.313.677)**	**105.131.687**	**105.131.687**

12 CLIENT BALANCES

	31 December 2022	31 December 2021
BRD Groupe Societe Generale	4.244.018	18.064.970
Techventures Bank	6.027.712	23.194.670
Banca Transilvania	110.913	308.613
Vista Bank	28.327.084	-
Credit Europe Bank	28.144.106	10.060.082
Total	**66.853.833**	**51.628.335**

Client balances account for sums received from the Group's clients for trading to their accounts. The Group is keeping client funds separately from its own funds, in accounts opened with banks in Romania, selected based on expertise and good standing criteria.

13 CASH AND CASH EQUIVALENTS

	31 December 2022	31 December 2021
Current accounts	545.379	246.687
O/N bank deposits	950.968	2.365.934
Cash on hand	12.646	3.201
Total	**1.508.992**	**2.615.822**

14 OPERATING LEASE LIABILITIES

The table below shows the lease liabilities reported under IFRS 16, as well as the 2022 and 2021 rents, financial expenses and lease payments associated with the existing operating lease. Right-of-use assets and impairment losses are also shown in Note 5.

	31 December 2022	31 December 2021
Interest expense associated with the lease liability	50.882	45.356
Short-term lease expense	-	-
Lease liability as of the end of the financial year, of which:	1.370.505	658.863
- *short term*	*505.913*	*490.016*
- *long term*	*864.592*	*168.847*
Total cash outflows associated with leases	693.863	463.371
Gains or losses from sales and leases	(4.354)	(3.464)

15. SHARE CAPITAL AND RESERVES

(a) Share capital

The share capital as of 31 December 2022 amounts to RON 9.348.840 (the same as of 31 December 2021) and comprises 934,884 shares with a nominal value of RON 10 per share. The subscribed share capital is fully paid up.

The shareholding structure as of 31 December 2022 and 31 December 2021:

Juravle Bogdan	47,50%
Apostol Sorin	47,50%
Blajut Ionel Olimpiu	3%
Gunescu Eduard-Cristian	2%

The reconciliation of share capital under IFRS (International Financial Accounting Standards) and RAS (Romanian Accounting Standards) is shown in the table below:

RON	**31 December 2022**	**31 December 2021**
Paid up share capital	9.348.840	9.348.840
Effects of hyperinflation - IAS 29	759.939	759.939
Share capital, restated	**10.108.779**	**10.108.779**

The effect of hyperinflation on share capital amounted to RON 759,939 and was reported by diminishing retained earnings by the same amount.

(b) Reserves from the revaluation of financial assets at fair value through other comprehensive income and legal reserves

This reserve comprises accumulated net changes in the fair values of financial assets at fair value through other comprehensive income as of classification date until derecognition or impairment.

The Reserve from the revaluation of financial assets at fair value through other comprehensive income is reported net of applicable deferred tax.

As per the applicable legal requirements, the Group sets up legal reserves amounting to 5% of profit under RAS, up to 20% of the Group's share capital. In 2014, the Group's legal reserves were increased by 285.976 RON, up to 20% of the Group's share capital. Legal reserves may not be distributed to shareholders.

(c) Retained earnings

RON	**31 December 2022**	**31 December 2021**
Retained earnings in the previous years	70.329.992	35.164.015
Profit/loss in the period	29.461.859	32.819.245
Retained earnings, total	**99.791.851**	**67.983.260**

16 LIABILITIES AND PROVISIONS

a) Liabilities as of 31 December 2021 and 31 December 2022

Liabilities as of 31 December 2021:

		Maturity		
	31 December 2021	**less than 1 year**	**1-5 years**	**more than 5 years**
Trade payables	1.994.860	1.994.860		
Accounts payable	41.915.503	41.915.503	-	-
Payroll	189.678	189.678	-	-
Social security payables	366.086	366.086	-	-
VAT payable	53.263	53.263		
Current and deferred income tax	8.400.258	8.400.258		
Payroll taxes	61.868	61.868	-	-
Provisions	605.593	605.593		
Lease liabilities	658.864	490.017	168.847	-
Other accounts payable	12.905.053	12.905.053	-	-
Bank loans	13.162.650	5.965.411	7.197.239	
Total	**80.313.677**	**72.947.591**	**7.366.086**	**-**

Liabilities as of 31 December 2022:

		Maturity		
	31 December 2022	**less than 1 year**	**1-5 years**	**more than 5 years**
Trade payables	1.776.041	1.776.041		
Accounts payable	65.883.255	65.883.255	-	-
Payroll	226.538	226.538	-	-
Social security payables	312.249	312.249	-	-
VAT payable	48.419	48.419		
Current and deferred income tax	7.212.753	7.212.753		
Payroll taxes	54.517	54.517	-	-
Provisions	473.626	473.626		
Lease liabilities	1.370.505	505.914	864.591	-
Other accounts payable	8.386.743	8.386.743	-	-
Bank loans	40.060.403	36.462.288	3.598.115	
Total	**125.881.252**	**121.418.545**	**4.462.706**	**-**

Trade payables are payables to internal and external suppliers.
Accounts payable are payables to clients in capital market transactions.
Other accounts payable include: payables in relation to house account or client accounts for trading on regulated local and international markets; payables to the FSA (Financial Supervisory Authority) as levies on trading operations; client guarantees in various offerings.

16 LIABILITIES AND PROVISIONS (continued)

In 2016, the Parent Company took out an overdraft from Bank Alpinum Liechtenstein. The overdraft limit is EUR 600,000, while the applicable interest rate is EURIBOR 3M + 3%, payable at the end of each quarter. In December 2021, the overdraft limit was increased to 2.600.000 EUR, with a 3.75% interest payable at the end of each quarter. No amount from the overdraft limit increase was used as of December 2021.

In December 2021, the Parent Company took out an investment loan from Techventures Bank; the loan amounts to 2.000.000 EUR, has a maturity of 36 months and an interest rate equal to EURIBOR 3 M + 3.5% margin p.a., with a grace period of 3 months. As of 31 December 2021, the loan had been fully drawn. In accordance with the provisions set out in the loan agreement, the loan will be reimbursed in 33 equal annual instalments. The loan is backed by a mortgage security set up over shares listed on the Bucharest Stock Exchange.

In 2022, the Parent Company took out 2 loans from Vista Bank, one as an investment loan and one as a working capital line of credit. The loans have a maturity of 12 months, an interest rate equal to EURIBOR 3M + a 4% margin and a grace period of 11 months. The loans are backed by a mortgage security set up over shares listed on the Bucharest Stock Exchange**.**

b) Changes in provisions in 2022:

	31.12.2021	**Increases**	**Reversals**	**31.12.2022**
Provisions for accrued holiday entitlements	605.593	473.626	605.593	473.626
TOTAL	**605.593**	**473.626**	**605.593**	**473.626**

Provisions for accrued holiday entitlements are associated with holidays for the year 2021 and 2022 to be taken in 2023.

17 RESERVES FROM THE REVALUATION OF FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

	31 December 2022	**31 December 2021**
Differences from the revaluation of financial assets at fair value through other comprehensive income under IFRS (a)	53.343.120	51.849.833
Deferred tax liability (b)	(8.540.140)	(8.295.978)
Fair value reserve from the revaluation of financial assets at fair value through other comprehensive income, net of tax (a-b)	**44.802.980**	**43.553.855**

Deferred tax liabilities as of 31.12.2022 and 31.12.2021 resulted from the revaluation of shareholding in IMPACT Developer & Contractor SA and Gabriel Resources.

18 REVENUE FROM FEES AND OTHER SERVICES

	31 December 2022	31 December 2021
Income from trading fees on BSE (Bucharest Stock Exchange)	12.539.918	30.376.341
Income from fees on client transactions in international markets	7.779.009	3.098.400
Income from public offerings	5.501.162	6.109.273
Income from financial advisory services	455.571	690.727
Revenue from other services provided	109.677	131.738
Net turnover	**26.385.337**	**40.406.479**

19 NET GAINS FROM FINANCIAL INSTRUMENTS

	31 December 2022	31 December 2021
(Net loss)/Gains from the measurement of financial assets at fair value through profit or loss	(14.425.514)	12.517.425
Net gain/(Loss) from the sale of financial assets at fair value through profit or loss	(2.210.581)	158.331
Net loss from financial instruments	**(16.636.095)**	**12.675.756**

20 EMPLOYEE BENEFITS

Payroll:

	31 December 2022	31 December 2021
Personnel expenses	5.556.777	5.325.356
Other social security expenditure	156.604	213.293
Total	**5.713.381**	**5.538.649**
Number of employees	**28**	**28**

The Group does not pay out remunerations to Board members.

In 2022, the Group made no contributions to voluntary pensions schemes on behalf of employees and paid out no voluntary health insurance premiums. The Group only paid out contributions to the state pension and health funds, as required by the legal provisions in force.

The Group is not bound by any contractual obligations on behalf of Board members and executive officers. The Group has no future obligations in the form of guarantees set up on behalf of Board members and executive officers.

21 OTHER EXPENSES

Expenses for third party services account for goods and services provided by third party suppliers and providers for the adequate performance of the Group's core business, plus financial and legal advisory services received.

	31 December 2022	31 December 2021
Maintenance and repair expenses	302.710	296.066
Rent and utility expenses	121.941	31.305
Insurance costs	18.912	13.175
Fees and commissions	4.412.529	5.013.048
Advertising costs	-	1.484
Transportation of goods and persons	31.758	21.612
Business trips and worker posting	366.022	194.412
Postage and telecommunication costs	79.592	128.472
Third party services	3.833.106	1.971.137
Miscellaneous	976.048	1.613.808
Other advisory expenses	100.291	105.123
Hospitality expenses	793.369	558.724
Bank fees and commissions	157.646	159.076
Other operating expenses	268.910	262.170
Total	**11.462.834**	**10.369.613**

The Group's statutory auditor for the year 2022 was Mazars Romania SRL. The audit fee for the auditing of the Group's consolidated financial statements amounted to EUR 16,000, as provided for in the Audit Services Agreement entered into by the parties. In the course of 2022, the Group's statutory auditor did not deliver prohibited non-audit services under art. 5(1) of (EU) Regulation no. 537/2014 of the European Parliament and the Council.

Other expenses mainly include fees payable to capital market entities, local taxes and levies, and net provision expenses.

Other operating expenses mainly include water and energy costs, inventory, as well as research and development costs.

22 INCOME TAX

The tax system in Romania is in a state of ongoing development and is subject to numerous interpretations and amendments, sometimes with retroactive effect. The entity's management cannot be certain that its views on the Group's business will not be interpreted differently by tax authorities. In some cases, although the level of tax due on a particular transaction may be extremely low, it is possible that considerable penalties may apply if such penalties are calculated as a percentage of the value of the transaction (0.02% per day of delay). In Romania, the statute of limitations for tax overdues is 5 years.

In Romania, tax audits are frequent and consist of thorough accounting record checks. Such checks sometimes take place after a significant number of months or years after payment obligations are established. The penalty regime is punitive in nature. Consequently, entities may owe significant taxes and fines. In addition, tax laws are subject to frequent changes and state authorities are often inconsistent in their interpretation of legal provisions. However, the entity's directors are of the opinion that sufficient reserves have been established for all significant tax liabilities.

22 INCOME TAX (continued)

Further information concerning income tax:

RON	**2022**	**2021**
Current income tax		
Current income tax (16%)	518.097	4.410.981
Deferred tax (income)/expense	(1.360.553)	-
Total tax (income)/expense	**(842.457)**	**4.410.981**

RON	**2022**	**2021**
Deferred income tax payable/receivable		
- Deferred income tax receivable related to 2019 recoverable tax losses	(1.360.554)	-
- Deferred income tax payable related to available-for-sale financial assets	8.540.140	8.295.979
Deferred income tax (net)	**7.179.586**	**8.295.978**

Current tax is determined on the basis of taxable income, in accordance with the tax returns filed by each consolidated entity. Reconciliation of profit before tax and income tax expense in profit or loss:

RON	**2022**	**2021**
Net profit/(loss) in the period	**28.619.402**	**32.819.620**
Tax loss in the previous years	**-**	**--**
Non-eligible expenses	2.436.753	6.988.195
Non-taxable income	(37.567.989)	(595.099)
Other expense items	70.410	-
Gross dividends	(641.773)	(19.272)
Accrued taxable income/tax loss	**(7.083.197)**	**39.193.444**
Current income tax payable	**558.097**	**4.558.380**
Effective tax rate	*n/a*	*12%*
Sponsorship expenses within the limits established by law	40.000	136.000
Other eligible expenses	-	11.399
Current income tax payable	**518.097**	**4.410.981**

22 INCOME TAX (continued)

In 2022, the Parent Company reported a loss amounting to 8.503.460 RON, so there was no income tax payable.

The current tax income payable amounting to 518.097 RON is accounted for by the income tax payable by the subsidiaries SAI Swiss Capital Asset Management SA (511.440 RON) and Transporturi Giulesti SA (6.656 RON), respectively.

23 DEFERRED INCOME TAX ASSETS/LIABILITIES

As of 31 December 2021, the Group reported deferred income tax assets and liabilities as follows:

RON	**Assets**	**Liabilities**	**Net**
Financial assets at fair value through other comprehensive income – recognised in equity	51.849.833	-	51.849.833
Total	**51.849.833**	**-**	**51.849.833**
Deferred income tax liabilities – 16%			**8.295.978**
Net of deferred income tax			**43.553.855**

As of 31 December 2022, the Group reported deferred income tax assets and liabilities as follows:

RON	**Assets**	**Liabilities**	**Net**
Financial assets at fair value through other comprehensive income – recognised in equity	53.343.120	-	53.343.120
Total	**53.343.120**	**-**	**53.343.120**
Deferred income tax liabilities – 16%			**8.540.140**
Net of deferred income tax			**44.802.980**

Deferred income tax recognised by diminishing equity amounted to RON 8.540.140 as of 31 December 2022 (31 December 2021: 8.295.978 RON) and resulted from available-for-sale financial assets measured at fair value through other comprehensive income.

24 DIVIDEND INCOME

	2022	**2021**
Dividend income from financial assets at fair value through profit or loss	642.083	1.233
Total dividend income	**642.083**	**1.233**

25 RELATED PARTY TRANSACTIONS

Related party transactions include transactions between the Group and:

- FDI ACTIVE DINAMIC;
- FII ACTIVE PLUS;
- FII ACTIVE INVEST;
- Members of Group management.

Transactions between Swiss Capital and SAI SWISS CAPITAL ASSET MANAGEMENT S.A. include brokerage fees for the transactions of the following investment funds: FDI Active Dinamic, FII Active Plus, and FII Active Invest.

	31 December 2022	**31 December 2021**
Capital market transaction fees	8.126.302	2.851.620

Transactions between the Group and members of the Group management include capital market transactions:

	31 December 2022	**31 December 2021**
Capital market transaction fees	18.077	5.026

Capital market transaction fees also included fees and commissions collected for payment to capital market entities (BSE, FSA, international markets).

26 CONTINGENT ASSETS AND LIABILITIES

It is the opinion of the Group management that there are no outstanding legal proceedings or claims with a significant impact on the Group's consolidate financial statements which have not been properly provisioned or disclosed in these Consolidated financial statements.

27 SIGNIFICANT RISK MANAGEMENT

In Romania, the market economy is still in transition, so there is a high degree of uncertainty concerning the possible direction of economic policies and developments in the future. Uncertainty concerning the political, legal and taxation regimes, including all the adverse changes which may occur, can have a significant impact on the Group's ability to operate on the market. Likely changes and their impact on the Group's consolidated financial position or future results cannot be reliably estimated.

a) Market risk

Market risk is the risk that changes in market prices or rates, such as share prices, interest rates and foreign exchange rates may have an impact on the Group's income or the value of the financial instruments held. The purpose of market risk management is to keep market risk within acceptable limits, while at the same time improving profitability.

(i) Market risk of equity instruments

The market risk of equity instruments is the risk that equity instrument values fluctuate as a result of changes in market prices, as a result of issuer-specific factors or factors with an impact on all instruments traded on the market.

The market risk of equity instruments is the result of fluctuations in the values of available-for-sale and held for trading shares and is the most significant risk for the Group. Investments in a diversified range of financial instruments are the main market risk management technique.

(ii) Interest rate risk

The Group transfers cash to overnight bank deposits at a fixed interest rate.

As of the reporting date, the Group's cash and cash equivalents were as follows:

Cash and cash equivalents	**31 December 2022**	**31 December 2021**
Current accounts	545.379	246.687
Bank deposits	950.968	2.365.934
Cash on hand	12.646	3.201
Total	**1.508.992**	**2.615.822**

27 SIGNIFICANT RISK MANAGEMENT (continued)

(iii) Foreign exchange risk

The Group is exposed to foreign exchange risk in respect of the current accounts and deposits with banks, and the receivables and liabilities denominated in foreign currencies, namely euro (EUR), US dollar (USD) and Canadian dollar (CAD).

The Group hedges its foreign currency risk by matching receipts in foreign currency with payments in foreign currency. Foreign currency positions are determined on a regular basis and debit or credit positions for each currency are hedged by selling or purchasing foreign currency to current accounts.

2021	**RON**	**EUR**	**USD**	**OTHER**	**TOTAL**
Financial assets at fair value through profit or loss	48.829.615	-	-	10.647.199	59.476.814
Financial assets at fair value through other comprehensive income	59.849.200	-	-	4.192.024	64.041.224
Other non-current assets	466.031	-	-	-	466.031
Financial assets at amortised cost	14.317.772				14.317.772
Trade receivables and other receivables	2.288.555				2.288.555
Other non-current assets	2.752.279	2.038.434	2.123.834	302.591	7.217.138
Client balances	47.772.312	2.809.475	935.203	111.346	51.628.336
Cash and cash equivalents	2.508.835	85.825	11.698	9.464	2.615.822
Total assets	**178.784.599**	**4.933.734**	**3.070.735**	**15.262.624**	**202.051.692**
(Short and long-term) bank loans	-	13.162.650	-	-	13.162.650
Trade payables	51.057.493	3.026.838	3.129.564	376.699	57.590.594
Total liabilities	**51.057.493**	**16.189.488**	**3.129.564**	**376.699**	**70.753.244**
Net assets	**127.727.106**	**(11.255.754)**	**(58.828)**	**14.885.925**	**131.298.448**

2022	**RON**	**EUR**	**USD**	**OTHER**	**TOTAL**
Financial assets at fair value through profit or loss	36.984.364	3.419.643	-	17.490.613	57.894.620
Financial assets at fair value through other comprehensive income	52.879.279	-	-	29.622.374	82.501.653
Other non-current assets	486.714	4.947.400	-	-	5.434.114
Financial assets at amortised cost	1.053.984				1.053.984
Trade receivables and other receivables	1.096.868				1.096.868
Other non-current assets	2.950.512	6.789.655	642.247	485.036	10.867.450
Client balances	64.973.878	1.186.276	537.842	155.838	66.853.834
Cash and cash equivalents	1.241.065	241.175	10.021	16.732	1.508.993
Total assets	**161.666.664**	**16.584.149**	**1.190.110**	**47.770.593**	**227.211.516**
(Short and long-term) bank loans	-	40.060.403	-	-	40.060.403
Trade payables	69.173.902	6.091.284	1.103.499	428.446	76.797.131
Total liabilities	**69.173.902**	**46.151.687**	**1.103.499**	**428.446**	**116.857.534**
Net assets	**92.492.762**	**(29.567.538)**	**86.611**	**47.342.147**	**110.353.982**

27 SIGNIFICANT RISK MANAGEMENT (continued)

b) Credit risk

Credit risk is the risk of financial loss given the counterparty's failure to meet contractual obligations.

The maximum exposure of the Group to credit risk as of 31 December 2022 and 31 December 2021 is shown in the table below:

	31 December 2022	**31 December 2021**
Other non-current assets	5.434.114	466.031
Trade receivables and other receivables	10.867.450	7.217.138
Total	**16.301.564**	**7.683.169**

The Group observes closely the information available on the banks where its account balances are maintained (as deposits and current accounts), and investment/divestment decisions are made based on the reviews conducted.

c) Liquidity risk

Liquidity risk is the risk that the Group may not be able to meet its liabilities when due.

The Group's policy seeks to ensure that sufficient liquidity is maintained to meet liabilities when due. The Group carefully plans and monitors its cash flows in order to prevent liquidity risk.

The structure of assets and liabilities in the period between the reporting date and the contractual maturities thereof for the financial year ended 31 December 2022 and 31 December 2021:

27 SIGNIFICANT RISK MANAGEMENT (continued)

c) Liquidity risk (continued)

RON	**Carrying amount**	**Less than 1 year**	**More than 1 year**	**No set maturity**
31 December 2021				
Financial assets				
Other financial assets at fair value through other comprehensive income	64.041.224	-	-	64.041.224
Other non-current assets	466.031	-	-	466.031
Investments in associates	14.317.772	-	-	14.317.772
Trade receivables and other receivables	7.217.138	7.217.138	-	-
Financial assets at amortised cost	2.288.555	2.084.448	204.107	-
Financial assets at fair value through profit or loss	59.476.814	59.476.814	-	-
Client balances	51.628.335	51.628.335	-	-
Cash and cash equivalents	2.615.822	2.615.822	-	-
Total financial assets	**202.051.691**	**123.022.558**	**204.107**	**78.825.027**
Financial liabilities				
Trade liabilities and other current liabilities	71.412.106	64.046.020	7.366.086	
Provisions	605.593	605.593	-	-
Total financial assets	**72.017.699**	**64.651.613**	**7.366.086**	**-**

RON	**Carrying amount**	**Less than 1 year**	**More than 1 year**	**No set maturity**
31 December 2022				
Financial assets				
Other financial assets at fair value through other comprehensive income	82.501.653	-	-	82.501.653
Other non-current assets	5.434.114	-	-	5.434.114
Investments in associates	1.053.984	-	-	1.053.984
Trade receivables and other receivables	10.867.450	10.867.450	-	-
Financial assets at amortised cost	1.096.867	1.096.867	-	-
Financial assets at fair value through profit or loss	57.894.620	57.894.620	-	-
Client balances	66.853.833	66.853.833	-	-
Cash and cash equivalents	1.508.992	1.508.992	-	-
Total financial assets	**227.211.513**	**138.221.763**	**-**	**88.989.751**
Financial liabilities				
Trade liabilities and other current liabilities	118.228.040	113.765.333	4.462.707	
Provisions	473.626	473.626	-	-
Total financial assets	**118.744.728**	**114.238.959**	**4.462.707**	**-**

27 SIGNIFICANT RISK MANAGEMENT (continued)

d) Capital adequacy

The Parent Company is subject to legal requirements concerning capital adequacy. Thus, the amount of equity according to IFRS statutory accounting regulations, namely RON 108.530.502 as of 31 December 2021 and RON 133.783.712 as of 31 December 2022 are over the required legal limit.

e) Cash flow risk

Cash flow risk is the risk that future cash flows associated with monetary items may fluctuate in size. For instance, in the case of financial instruments with variable interest rates, fluctuations will result in an effective change in the financial instrument's interest, usually with no impact on fair value.

Due to the nature of its business, the Group is not exposed to major estimated cash flow fluctuations, from financial instruments or interest rates.

f) Transfer pricing

Romanian tax laws make reference to the "market value" principle, whereby transactions between related parties must be performed at market value. Local taxpayers performing relate-party transactions must prepare and submit transfer pricing files to Romanian tax authorities, at the request in writing thereof. Failure to submit or incomplete submission of transfer pricing files may result in penalties for non-compliance; moreover, tax authorities may give transactions and circumstances interpretations which could differ from those of the management and, as a result, may impose additional tax liabilities arising from transfer pricing adjustments. The Group's management believes that no losses will be incurred in the event of a tax audit on transfer pricing. However, the impact of varying interpretations by tax authorities cannot be reliably estimated. Such impact may be significant for the Group's financial position and/or operations. The Group's management is of the opinion that it will be able to provide the necessary information in the event of an audit.

g) Taxation

All amounts due as Government taxes and levies have been paid or reported in the Group's Statement of financial position.

The tax system in Romania is currently undergoing consolidation and harmonization with European legislation, so different interpretations by tax law authorities may arise, resulting in additional taxes and penalties. When government authorities identify that violations of the laws in force have occurred, such findings may result in: property seizures, additional tax liabilities, fines, and late payment surcharges. Therefore, tax penalties resulting from violations of the legal provisions in force may amount to significant sums paid to government authorities.

The Group is of the opinion that it has determined and paid all its taxes, duties, penalties and/or interests on arrears in due time.

In Romania, the records produced throughout each tax year may be subject to audits for a period of 5 years.

28 EVENTS AFTER THE REPORTING PERIOD

On 29 May 2023, Green Tech International performed an early reimbursement of the amount of 1.500.000 RON of the total amount of the loan outstanding as of 31 December 2022.

No other subsequent events with potential significant impact on the financial statements were reported.

Financial statements signed off this day, 31 August 2023:

Moroianu Nicolae	**Juravle Bogdan**	**Avram Ioana Valeria**
BoD Chair	**CEO**	**Chief Accountant**

I, DANIELA ANCA AELENEI, certified English, Italian and Romanian translator and interpreter, Certificate no. 4024 of 6 December 2002 issued by the Romanian Ministry of Justice, hereby certify that this is a true translation from Romanian into English, that the original wording has been translated in full, with no omissions, and that the translation retains the same content and meaning as the original.