

# **NEU Property Holdings Limited**

**FINANCIAL STATEMENTS**  
for the year ended 31 December 2018

# NEU Property Holdings Limited

## Financial statements for the year ended 31 December 2018

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# **NEU Property Holdings Limited**

## **Board of Directors and other officers**

### **Board of Directors**

Michalis Louis  
Demetris Shacallis  
Charalambos Hambakis  
Spyridon Psychogios  
Georgios Chatzinikolis

### **Company Secretary**

Demetris Shacallis

### **Registered office**

41 Arch. Makariou III Avenue  
P.O.Box 1643  
Nicosia  
Cyprus

KPMG Limited  
Chartered Accountants  
14 Esperidon Street, 1087 Nicosia, Cyprus  
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## INDEPENDENT AUDITORS' REPORT

### TO THE MEMBERS OF

### NEU PROPERTY HOLDINGS LIMITED

#### Report on the audit of the financial statements

##### *Opinion*

We have audited the accompanying financial statements of the parent company NEU Property Holdings Limited (the "Company"), which are presented on pages 5 to 21 and comprise the statement of financial position as at 31 December 2018, and the statements of profit or loss and other comprehensive income, changes in equity and cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31 December 2018, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union ("IFRS-EU") and the requirements of the Cyprus Companies Law, Cap. 113, as amended from time to time (the "Companies Law, Cap. 113").

##### *Basis for opinion*

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

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**INDEPENDENT AUDITORS' REPORT**  
**TO THE MEMBERS OF**  
**NEU PROPERTY HOLDINGS LIMITED**

*Responsibilities of the Board of Directors for the financial statements*

The Board of Directors is responsible for the preparation of financial statements that give a true and fair view in accordance with IFRS-EU and the requirements of the Companies Law, Cap. 113, and for such internal control as the Board of Directors determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

*Auditors' responsibilities for the audit of the financial statements*

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

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

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

**INDEPENDENT AUDITORS' REPORT**  
**TO THE MEMBERS OF**  
**NEU PROPERTY HOLDINGS LIMITED**

*Auditors' responsibilities for the audit of the financial statements* (continued)

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves a true and fair view.

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

***Other Matter***

This report, including the opinion, has been prepared for and only for the Company's members as a body in accordance with Section 69 of the Auditors Law 2017, L.53(I)/2017, as amended from time to time and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whose knowledge this report may come to.

***Comparative figures***

The financial statements of the Company for the year ended 31 December 2017 were audited by another auditor who expressed an unmodified opinion on those financial statements on 3 September 2018.



Constantinos N. Kallis, FCA  
Certified Public Accountant and Registered Auditor  
for and on behalf of

KPMG Limited  
Certified Public Accountants and Registered Auditors  
14 Esperidon Street  
1087 Nicosia  
Cyprus

29 June 2020

# NEU Property Holdings Limited

## Statement of profit or loss and other comprehensive income for the year ended 31 December 2018

	Note	2018 €	2017 €
Reversal of impairment loss of investment in subsidiaries	8	513.219	2.000.000
Impairment of investment in subsidiaries	8	(1.732.060)	(240.159)
Loss from sale of investment in subsidiary	8	(33.829)	-
Administrative expenses	5	<u>(14.795)</u>	<u>(7.925)</u>
<b>Operating (loss)/profit</b>		<b><u>(1.267.465)</u></b>	<b><u>1.751.916</u></b>
Finance costs	6	<u>(263.081)</u>	<u>(279.337)</u>
<b>(Loss)/profit before tax</b>		<b>(1.530.546)</b>	1.472.579
Tax	7	<u>-</u>	<u>-</u>
<b>(Loss)/profit for the year</b>		<b>(1.530.546)</b>	1.472.579
Other comprehensive income		<u>-</u>	<u>-</u>
<b>Total comprehensive (expense)/income for the year</b>		<b><u>(1.530.546)</u></b>	<b><u>1.472.579</u></b>

The notes on pages 9 to 21 are an integral part of these financial statements.



# NEU Property Holdings Limited

## Statement of financial position as at 31 December 2018

	Note	2018 €	2017 €
<b>Assets</b>			
<b>Non-current assets</b>			
Investments in subsidiaries	8	2.476.151	5.408.747
Investment in associate	9	<u>27.335</u>	<u>27.335</u>
		<u>2.503.486</u>	<u>5.436.082</u>
<b>Current assets</b>			
Cash and cash equivalents	10	<u>175.598</u>	<u>165.287</u>
<b>Total assets</b>		<u>2.679.084</u>	<u>5.601.369</u>
<b>Equity and liabilities</b>			
<b>Equity</b>			
Share capital	11	7.750.000	7.750.000
Share premium	11	73.750.000	73.750.000
Accumulated losses		<u>(87.242.823)</u>	<u>(85.712.277)</u>
<b>Total equity</b>		<u>(5.742.823)</u>	<u>(4.212.277)</u>
<b>Current liabilities</b>			
Other payables	13	4.760	4.760
Borrowings	12	<u>8.417.147</u>	<u>9.808.886</u>
<b>Total liabilities</b>		<u>8.421.907</u>	<u>9.813.646</u>
<b>Total equity and liabilities</b>		<u>2.679.084</u>	<u>5.601.369</u>

On 29 June 2020 the Board of Directors of NEU Property Holdings Limited authorised these financial statements for issue.

Michalis Louis, Director

Demetris Shacallis, Director

The notes on pages 9 to 21 are an integral part of these financial statements.



# NEU Property Holdings Limited

## Statement of changes in equity for the year ended 31 December 2018

	Ordinary Share capital €	Share premium €	Accumulated losses €	Total €
Balance at 1 January 2017	7.750.000	73.750.000	(87.184.856)	(5.684.856)
<b>Comprehensive income</b>				
Profit for the year	-	-	1.472.579	1.472.579
Balance at 31 December 2017/ 1 January 2018	<u>7.750.000</u>	<u>73.750.000</u>	<u>(85.712.277)</u>	<u>(4.212.277)</u>
<b>Comprehensive income</b>				
Loss for the year	-	-	(1.530.546)	(1.530.546)
Balance at 31 December 2018	<u>7.750.000</u>	<u>73.750.000</u>	<u>(87.242.823)</u>	<u>(5.742.823)</u>

The notes on pages 9 to 21 are an integral part of these financial statements.

# NEU Property Holdings Limited

## Statement of cash flows for the year ended 31 December 2018

	Note	2018 €	2017 €
<b>Cash flows from operating activities</b>			
(Loss)/profit before tax		(1.530.546)	1.472.579
Adjustments for:			
Impairment of investment in subsidiaries	8	1.732.060	240.159
Reversal of impairment loss of investment in subsidiaries	8	(513.219)	(2.000.000)
Loss from sale of investment in subsidiary	8	33.829	-
Interest expense	6	263.041	279.282
<b>Net cash used in operating activities</b>		<u>(14.835)</u>	<u>(7.980)</u>
<b>Cash flows from investing activities</b>			
Proceeds from sale of investments in subsidiaries	8	212.020	-
Payment for increase in investments in subsidiaries	8	(3.532.094)	-
Proceeds from reduction of share capital of investments in subsidiaries	8	5.000.000	-
<b>Net cash generated from investing activities</b>		<u>1.679.926</u>	<u>-</u>
<b>Cash flows from financing activities</b>			
Repayments of borrowings		(5.212.030)	-
Proceeds from borrowings		3.557.250	7.980
<b>Net cash (used in)/ generated from financing activities</b>		<u>(1.654.780)</u>	<u>7.980</u>
<b>Net increase in cash and cash equivalents</b>		10.311	-
<b>Cash and cash equivalents at beginning of year</b>		165.287	165.287
<b>Cash and cash equivalents at end of year</b>	10	<u>175.598</u>	<u>165.287</u>

The notes on pages 9 to 21 are an integral part of these financial statements.

# NEU Property Holdings Limited

## Notes to the financial statements

### 1 General information

#### Country of incorporation

The Company was incorporated in Cyprus on 31 August 2009 as a private limited liability company in accordance with the provisions of the Cyprus Companies Law, Cap. 113 and is domiciled in Cyprus. Its registered office is at 41 Arch. Makariou III Avenue, P.O. Box 1643, Nicosia, Cyprus.

#### Principal activities

The principal activity of the Company, which is unchanged from last year, is the holding of investments.

### 2 Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented in these financial statements, unless otherwise stated.

#### Basis of preparation

The financial statements of the Company have been prepared in accordance with International Financial Reporting Standards (IFRS), as adopted by the European Union (EU), and in particular with those Standards and Interpretations, issued and effective for annual periods beginning on 1 January 2018. The financial statements of the Company have also been prepared in accordance with the requirements of the Cyprus Companies Law, Cap. 113.

The financial statements have been prepared under the historical cost convention.

These separate financial statements contain information about NEU Property Holdings Ltd as an individual company and do not contain consolidated financial information as the parent of a group.

The Company is not required by the Cyprus Companies Law, Cap. 113, to prepare consolidated financial statements because the ultimate parent company, Eurobank Ergasias S.A., publishes consolidated financial statements in accordance with Generally Accepted Accounting Principles in Greece and the Company does not intend to issue consolidated financial statements for the year ended 31 December 2018.

The European Commission has concluded that since parent companies are required by the EU Accounting (2013/34/EU) Directive to prepare separate financial statements and since the Cyprus Companies Law, Cap. 113, requires the preparation of such financial statements in accordance with IFRS as adopted by the EU, the provisions in IFRS 10 'Consolidated Financial Statements' requiring the preparation of consolidated financial statements in accordance with IFRS do not apply. The consolidated financial statements of Eurobank Ergasias S.A.'s are available at its website ([www.eurobank.gr](http://www.eurobank.gr)).

# NEU Property Holdings Limited

## Notes to the financial statements

### 2 Summary of significant accounting policies (continued)

#### Going Concern basis

The company incurred a loss of €1.530.546 during the current year to 31 December 2018 and, as of that date the Company's current liabilities exceeded its current assets by €8.246.309.

The major part of the company's working capital requirements is provided by a bank overdraft from related company, Eurobank Cyprus Limited, which is repayable on demand. This bank overdraft was provided in order to enable the Company to carry its principal activity, which is the holding of investments, and it is anticipated that will be repaid from the sale of investments or reduction of their share capital.

Directors of the Eurobank Cyprus Limited have indicated that they will not demand repayment; however no formal agreement is in place.

The Board of Directors of the Company, having considered the above, continue to adopt the going concern basis in preparing the financial statements which assumes that the company will continue in operation for the foreseeable future.

#### Adoption of new and revised IFRS and interpretations by the EU

During the current year the Company adopted all the new and revised International Financial Reporting Standards (IFRS) that are relevant to its operations and are effective for the current accounting period. This adoption did not have a material effect on the accounting policies of the Company.

At the date of approval of these financial statements, standards and interpretations were issued by the International Accounting Standards Board which were not yet effective. Some of them were adopted by the European Union and others not yet. The Board of Directors expects that the adoption of these financial reporting standards in future periods will not have a material effect on the financial statements of the Company.

#### Revenue recognition

Revenues earned by the Company are recognised on the following bases:

(i) **Interest income**

Interest income is recognised on a time proportion basis using the effective interest method.

(ii) **Dividend income**

Dividend income is recognised when the right to receive payment is established.

#### Finance costs

Interest expense is recognized to profit or loss using the effective interest method.

Bank charges are recognized in profit or loss in the period which incurred.

# NEU Property Holdings Limited

## Notes to the financial statements

### 2 Summary of significant accounting policies (continued)

#### Foreign currency translation

##### (i) Functional and presentation currency

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

##### (ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

#### Current income tax

The tax expense for the year comprises current and deferred tax. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

The current income tax is calculated on the basis of the tax laws enacted or substantively enacted at the reporting date in the country in which the Company operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. If applicable tax regulation is subject to interpretation, it establishes provision where appropriate on the basis of amounts expected to be paid to the tax authorities.

#### Dividend distribution

Dividend distribution to the Company's shareholders is recognised as a liability in the Company's financial statements in the year in which the dividends are appropriately authorised and are no longer at the discretion of the Company. More specifically, interim dividends are recognised as a liability in the period in which these are authorised by the Board of Directors and in the case of final dividends, these are recognised in the period in which these are approved by the Company's shareholders.

#### Investments in subsidiaries

Subsidiaries are all entities, including structured entities, over which the Company has control. The Company controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The Company carries the investments in subsidiaries at cost less any impairment in its separate financial statements.

#### Investments in associates

Associates are all entities over which the Company has significant influence but not control or joint control over the financial and operating policies, generally accompanying a shareholding of between 20% and 50% of the voting rights. Investments in associates are accounted for at cost less any impairment.

# NEU Property Holdings Limited

## Notes to the financial statements

### 2 Summary of significant accounting policies (continued)

#### **Impairment of non-financial assets**

Assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment. Assets that are subject to depreciation or amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash generating units). Non-financial assets, other than goodwill, that have suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.

Impairment losses are recognised in profit or loss.

An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognised.

#### **Share capital**

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

Share premium is the amount by which the fair value of the consideration received exceeds the nominal value of the shares issued.

#### **Provisions**

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and the amount has been reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as interest expense.

#### **Financial instruments**

##### *Recognition and initial measurement*

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

# NEU Property Holdings Limited

## Notes to the financial statements

### 2 Summary of significant accounting policies (continued)

#### Financial instruments (continued)

##### *Recognition and initial measurement (continued)*

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Company has transferred substantially all the risks and rewards of ownership.

##### *Classification and subsequent measurement*

On initial recognition, a financial asset is classified as measured at: amortised cost; Fair Value through Other Comprehensive income (FVOCI) debt investment; Fair Value through Other Comprehensive income (FVOCI) equity investment; or FVTPL. The classification and subsequent measurement of debt financial assets depends on: (i) the Company's business model for managing the related assets portfolio and (ii) the cash flow characteristics of the asset.

**Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in 'other income'. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other gains/(losses) together with foreign exchange gains and losses. Impairment losses are presented as separate line item in the statement of profit or loss and other comprehensive income. Financial assets measured at amortised cost (AC) comprise: cash and cash equivalents, bank deposits with original maturity over 3 months, trade receivables and financial assets at amortised cost.

##### *Impairment*

From 1 January 2018, the Company assesses on a forward looking basis the ECL for debt instruments (including loans) measured at AC and FVOCI and with the exposure arising from loan commitments and financial guarantee contracts. The Company measures ECL and recognises credit loss allowance at each reporting date. The measurement of ECL reflects: (i) an unbiased and probability weighted amount that is determined by evaluating a range of possible outcomes, (ii) time value of money and (iii) all reasonable and supportable information that is available without undue cost and effort at the end of each reporting period about past events, current conditions and forecasts of future conditions.

The carrying amount of the financial assets is reduced through the use of an allowance account, and the amount of the loss is recognised in the statement of profit or loss and other comprehensive income within "net impairment losses on financial and contract assets".

##### *Cash and cash equivalents*

For the purpose of the cash flow statement, cash and cash equivalents comprise deposits held at call with banks. Cash and cash equivalents are carried at AC because: (i) they are held for collection of contractual cash flows and those cash flows represent SPPI, and (ii) they are not designated at FVTPL.



# NEU Property Holdings Limited

## Notes to the financial statements

### 2 Summary of significant accounting policies (continued)

#### Financial instruments (continued)

##### *Financial liabilities – classification, subsequent measurement and gains and losses*

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

The financial liabilities of the Company are measured as follows:

##### *Other payables:*

Other payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

##### *Borrowings*

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption value is recognised in profit or loss over the period of the borrowings, using the effective interest method, unless they are directly attributable to the acquisition, construction or production of a qualifying asset, in which case they are capitalised as part of the cost of that asset.

Borrowing costs are interest and other costs that the Company incurs in connection with the borrowing of funds.

Borrowings are classified as current liabilities, unless the Company has an unconditional right to defer settlement of the liability for at least twelve months after the reporting date.

##### *Offsetting financial instruments*

Financial assets and financial liabilities are offset and the net amount reported in the statement of financial position when, and only when, the Company has a currently enforceable legal right to offset the recognised amounts and it intends to settle them on a net basis, or to realise the asset and settle the liability simultaneously.

#### **Comparatives**

Where necessary, comparative figures have been adjusted to conform with changes in the presentation for the current year.

# NEU Property Holdings Limited

## Notes to the financial statements

### 3 Financial risk management

#### (i) Financial risk factors

The Company's activities expose it to a variety of financial risks: credit risk, market risk (including interest rate risk) and liquidity risk.

The Company does not have a formal risk management policy programme. Instead the susceptibility of the Company's to financial risks such as interest rate risk, credit risk and liquidity risk is monitored as part of its daily management of the business.

#### **Credit risk**

Credit risk arises from cash and cash equivalents and deposits with banks and financial institutions.

During the year ended 31 December 2018, the Company maintained balances with Eurobank AD, Beograd amounting to €175.598 (2017: €165.287).

#### **Market risk**

##### ***Interest rate risk***

Cash flow interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Fair value interest rate risk is the risk that the value of a financial instrument will fluctuate because of changes in market interest rates.

Interest margins may increase as a result of such changes but may reduce or create losses in the event that unexpected adverse movements arise.

The Company is not exposed to any material interest rate risk.

#### **Liquidity risk**

Liquidity risk is the risk that arises when the maturity of assets and liabilities does not match. An unmatched position potentially enhances profitability, but can also increase the risk of losses.

The table below analyses the Company's financial liabilities into relevant maturity groupings based on the remaining period at the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

	Less than 1 year 2018 €	Gross nominal outflow 2018 €	2017 €
Borrowings – Bank overdraft	8.417.147	8.417.147	9.808.886
Other payables	4.760	4.760	4.760
<b>At 31 December</b>	<b>8.421.907</b>	<b>8.421.907</b>	<b>9.813.646</b>

# NEU Property Holdings Limited

## Notes to the financial statements

### 3 Financial risk management (continued)

#### (ii) Capital risk management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The capital as defined by management at 31 December 2018 and 31 December 2017 consists of equity as shown on the face of the statement of financial position.

#### (iii) Fair value estimation

The carrying value of other payables and borrowings are assumed to approximate their fair value at the reporting date.

### 4 Critical accounting estimates and judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are deemed to be reasonable based on knowledge available at that time. Actual results may deviate from such estimates.

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

#### • Impairment assessment for investments in subsidiaries

The Company follows the guidance of IAS 36 in determining whether an investment in subsidiary is impaired. This determination requires significant judgment. The Company assesses at the end of each reporting period whether there is an indication of impairment. If such an indication exists, the Company estimates the recoverable amount of the investment.

### 5 Administrative expenses

	2018	2017
	€	€
Other certification fees	1.647	3.165
Professional services	<u>13.148</u>	<u>4.760</u>
<b>Total administrative expenses</b>	<b><u>14.795</u></b>	<b><u>7.925</u></b>

# NEU Property Holdings Limited

## Notes to the financial statements

### 6 Finance costs

	2018 €	2017 €
Interest expense on bank borrowings	263.041	279.282
Sundry finance expenses	<u>40</u>	<u>55</u>
<b>Total finance costs (Note 14)</b>	<b><u>263.081</u></b>	<b><u>279.337</u></b>

### 7 Income tax

	2018 €	2017 €
Income tax expense	<u>=</u>	<u>=</u>

The tax on the Company's profit before tax differs from the theoretical amount that would arise using the applicable tax rate as follows:

	2018 €	2017 €
(Loss)/profit before tax	<u>(1.530.546)</u>	<u>1.472.579</u>
Tax calculated at the applicable corporation tax rate of 12,5%	(191.318)	184.072
Tax effect of income and allowances not subject to tax	(64.152)	(250.000)
Tax effect of expenses and losses not deductible for tax purposes	254.875	65.333
Tax effect of tax losses carried forward	<u>595</u>	<u>595</u>
Income tax charge	<u>=</u>	<u>=</u>

The Company is subject to corporation tax on taxable profits at the rate of 12,5%.

Due to tax losses sustained in the year, no tax liability arises in the Company. Tax losses may be carried forward for five years. Group companies may deduct losses against profits arising during the same tax year. As at 31 December 2018, the balance of tax losses which is available for offset against future taxable profits amounts to €29.850 for which no deferred tax asset is recognised in the statement of financial position.

Under certain conditions interest income may be subject to defence contribution at the rate of 30%. In such cases this interest will be exempt from corporation tax. In certain cases, dividends received from abroad may be subject to defence contribution at the rate of 17%.

Gains on disposal of qualifying titles (including shares, bonds, debentures, rights thereon etc.) are exempt from Cyprus income tax.

# NEU Property Holdings Limited

## Notes to the financial statements

### 8 Investments in subsidiaries

The Company's investments in subsidiaries, all of which are unlisted, were as follows:

Name	Principal activity	Country of incorporation	2018 % holding	2017 % holding	2018 €	2017 €
NEU II Property Holdings Ltd	Finance company	Cyprus	0	100	-	245.849
NEU 03 Property Holdings Ltd	Finance company	Cyprus	100	100	376.117	376.117
IMO Property Investments A.D. Beograd	Real estate services	Serbia	100	100	1.800.034	-
NEU BG Central Office Ltd (former NEU III Property Holding Ltd)	Finance company	Cyprus	100	100	300.000	4.786.781
ERB New Europe Funding III Ltd	Dormant	Cyprus	100	100	-	-
IMO Property Investments Sofia SA	Real estate services	Bulgaria	100	100	-	-
IMO Property Investments Bucuresti SA	Real estate services	Romania	99.99	99.99	-	-
IMO II Property Investments SA	Real estate services	Romania	99.99	99.99	-	-
					<b>2.476.151</b>	<b>5.408.747</b>

The Company periodically evaluates the recoverability of investments in subsidiaries whenever indicators of impairment are present. Indicators of impairment include such events as negative performance, negative changes to the financial position and/or specific events which may indicate that the carrying amount of the investments is not recoverable. If facts and circumstances indicate that investment in subsidiaries may be impaired, the net asset value of these subsidiaries would be compared to their carrying amounts to determine if a write-down to fair value is necessary.

On 16 July 2018 the Board of Directors approved the commencement of the liquidation procedures of NEU BG Central Office Ltd together with the share capital reduction of €5.000.000. The funds from the capital reduction were partially used on 28 November 2018 for the increase in investment in IMO Property Investments A.D. Beograd i.e. investing €3.532.094.

During the year 2018, a reversal of impairment loss for NEU BG Central Office Ltd was recognised amounting to €513.219 (2017: €2.000.000). During the year 2018, an impairment loss for IMO Property Investments A.D. Beograd was recognised amounting to €1.732.060. For the year ended 31 December 2019, management concluded that the investment will be fully impaired, recognising an additional impairment amounting to €1.800.034. On 1 September 2018 the Company sold the investment in NEU II Property Holdings Ltd with a loss of €33.829 recognized in profit or loss.

During the year 2017, impairment loss was recognised for IMO Property Investments A.D. Beograd and NEU 03 Property Holdings Ltd of €208.941 and €31.218, respectively.

# NEU Property Holdings Limited

## Notes to the financial statements

### 9 Investment in associate

	2018 €	2017 €
At beginning of the year	27.335	27.335
Additions	-	-
At end of the year	<u>27.335</u>	<u>27.335</u>

### 10 Cash and cash equivalents

	2018 €	2017 €
Cash at bank	<u>175.598</u>	<u>165.287</u>
	<u>175.598</u>	<u>165.287</u>

For the purpose of the cash flow statement, the cash and cash equivalents comprise the above amount. Cash and cash equivalents are denominated in Euro.

### 11 Share capital

	No. of shares	Ordinary shares €'000	Share premium €'000	Total €'000
At 31 December 2018 / 2017	7.750	7.750	73.750	81.500

There were no changes in the Company's share capital in the year ended 31 December 2018.

#### Authorised capital

Under its Memorandum the Company fixed its share capital at 8.000.000 ordinary shares of nominal value of €1 each.

#### Issued capital and fully paid

Upon incorporation, the Company issued to the subscribers of its Memorandum of Association 7.750.000 ordinary shares of €1 each at par.

### 12 Borrowings

	2018 €	2017 €
Current		
Bank overdraft (Note 14)	<u>8.417.147</u>	<u>9.808.886</u>
Total borrowings	<u>8.417.147</u>	<u>9.808.886</u>

The bank overdraft carries interest at 3 months Euribor plus margin of 1%, is denominated in Euro and is payable upon demand. It is provided by Eurobank Cyprus Limited, a Group company.

The carrying amount of borrowings approximates their fair value.

# NEU Property Holdings Limited

## Notes to the financial statements

### 13 Other payables

	2018 €	2017 €
Other creditors	<u>4.760</u>	<u>4.760</u>
	<u>4.760</u>	<u>4.760</u>

The fair value of other payables which are due within one year approximates their carrying amount at the reporting date.

### 14 Related party transactions

The immediate controlling party of NEU Property Holdings Ltd is Eurobank Ergasias S.A., who produces consolidated financial statements available for public use, and owns 100% of the shares of NEU Property Holdings Ltd.

In May 2019, following the increase of the share capital of Eurobank Ergasias S.A. (the 'Bank') in the context of the merger with absorption of Grivalia Properties REIC, the percentage of the Bank's ordinary shares with voting rights held by the Hellenic Financial Stability Fund (HFSF) decreased from 2.38% to 1.40%.

The HFSF is still considered to have significant influence over the Bank. In particular, in the context of the Law 3864/2010, as in force, HFSF exercises its voting rights in the Bank's General Assembly only for decisions concerning the amendment of the Bank's Articles of Association, including the increase or decrease of the Bank's capital or the granting of a corresponding authorization to the Bank's Board, decisions concerning the mergers, divisions, conversions, revivals, extension of duration or dissolution of the Bank, the transfer of assets (including the sale of subsidiaries), or any other issue requiring approval by an increased majority as provided for in Company Law 4548/2018. In addition, the Bank has entered into a new Relationship Framework Agreement (RFA) with the HFSF on 4 December 2015 replacing the previous one, signed on 26 August 2014, which regulates, among others, (a) the Bank's corporate governance, (b) the restructuring plan and its monitoring, (c) the monitoring of the implementation of the Bank's Non-Performing Loans (NPLs) management framework and of the Bank's performance on NPLs resolution, (d) the Material Obligations and the switch to full voting rights, (e) the monitoring of the Bank's actual risk profile against the approved Risk and Capital Strategy, (f) the HFSF's prior written consent for the Bank's Group Risk and Capital Strategy and for the Bank's Group Strategy, Policy and Governance regarding the management of its arrears and non-performing loans and any amendment, extension, revision or deviation thereof, and (g) the duties, rights and obligations of HFSF's Representative in the Bank's Board.

A number of banking transactions are entered into with related parties in the normal course of business and are conducted on an arm's length basis. These include loans, deposits and guarantees. In addition, as part of its normal course of business in investment banking activities, the Group at times may hold positions in debt and equity instruments of related parties.

Following the completion of the merger of Eurobank Ergasias S.A. with Grivalia Properties REIC, Fairfax group has increased its percentage holding in the Eurobank Ergasias S.A.'s share capital, which as at 31 December 2019 stands at 31,27%.



# NEU Property Holdings Limited

## Notes to the financial statements

### 14 Related party transactions (continued)

Related party transactions carried out during the year and outstanding balances with related parties as at 31 December 2018 and 31 December 2017 are as follows:

	With Eurobank Ergasias S.A. Group	With Eurobank Ergasias S.A. Group
	2018 €	2017 €
Cash at bank (Note 10)	175.598	165.287
Bank overdraft (Note 12)	8.417.147	9.808.886
Finance costs (Note 6)	<u>263.081</u>	<u>279.337</u>

### 15 Events after the reporting date

There were no material events after the reporting date other than those disclosed in note 8 and as per the below.

With the recent and rapid development of the Coronavirus disease (COVID-19) outbreak the world economy entered a period of unprecedented health care crisis that has already caused considerable global disruption in business activities and everyday life. Many countries have adopted extraordinary and economically costly containment measures. Certain countries have required companies to limit or even suspend normal business operations. Governments, including the Republic of Cyprus, have implemented restrictions on travelling as well as strict quarantine measures.

The financial effect of the current crisis on the global economy and overall business activities cannot be estimated with reasonable certainty at this stage, due to the pace at which the outbreak expands and the high level of uncertainties arising from the inability to reliably predict the outcome.

The event is considered as a non-adjusting event and is therefore not reflected in the recognition and measurement of the assets and liabilities in the financial statements as at 31 December 2018.

Management has considered the unique circumstances and the risk exposure of the Company and has concluded that the event is not expected to have an immediate material impact on the Company's operations. Management will continue to monitor the situation closely and will assess the need for actions in case the period of disruption becomes prolonged.

Independent Auditor's Report on pages 2 to 4.

