R.F. ENERGY

HOLDING SOCIETE ANONYME

Distinctive title: R.F. ENERGY S.A.

128 Vouliagmenis Avenue - 166 74

Glyfada, Attika

G.E.M.I Reg. No. 121616301000

ANNUAL FINANCIAL REPORT

January 1st, 2022 - December 31st, 2022

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R.F. ENERGY A.E.

STATEMENTS OF MEMBERS OF THE BOARD OF DIRECTORS

The members of the Board of Directors of R.F. ENERGY SA, etc. Georgios Fidakis, Vice President and CEO, Ioannis Pantousis, member of the Board of Directors, Evangelos Korovesis, Chairman of the Board of Directors, in their above capacity, declare that, to the best of their knowledge:

The Consolidated and Corporate Financial Statements for the period 1/1/2022 - 31/12/2022, which were drawn up in accordance with the applicable accounting standards, accurately reflect the assets and liabilities, net worth, financial results, and the cash flows of R.F. ENERGY S.A., as well as the companies included in the consolidation taken as a whole.

The Report of the Board of Directors truthfully depicts the development, performance, and position of R.F. ENERGY A.E. as well as the businesses included in the consolidation, including a description of the main risks and uncertainties they face.

Glyfada, 28 April 2023

Vice-President	Board Member	President
Georgios Fidakis	Ioannis Pantousis	Evangelos Korovesis

R.F. ENERGY A.E.

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Glyfada, April 28, 2023

Vice-President and Managing Director	**Board Member**	**Board Member**
Georgios Fidakis	**Ioannis Pantousis**	**Evangelos Korovesis**

ANNUAL REPORT BY THE BOARD OF DIRECTORS OF R.F. ENERGY S.A.

FOR THE FISCAL YEAR 2022

(01/01/2022 – 31/12/2022)

Dear Shareholders,

The Board of Directors of R.F. Energy S.A. furnishes its Annual Report for the 2022 fiscal year (01.01.2022 - 31.12.2022), which was prepared in accordance with the provisions of C.L. 4548/2018 (art. 145).

In this Report, information referring to the progress of different activities, the financial situation, the outcomes, and the total progress of both the Company and the Group during this specific fiscal year, are concisely mentioned, as well as coming changes. Moreover, significant facts during 2021 fiscal year and their impact on the Annual Company and Consolidated Financial Statements, contingent risks for both the Company and the Group and important transactions between the Company and its related parties according to IAS 24, are also reported.

Subsidiary companies to R.F. ENERGY S.A., as at 31/12/2022, are presented in the table below:

Name of Subsidiary	Business Activity	Participation to share capital as at 31/12/2022
Direct Participation		
• CITY ELECTRIC S.A.	Energy Production	100,00%

R.F. ENERGY S.A. is a holding company which business scope lies in development, management and exploitation of energy investing plans, focusing on Renewable Energy Sources. F.G. Europe S.A. participates in R.F. Energy's share capital, as at 31/12/2022:

Shareholding Structure

Shareholders	PERCENTAGE %
F.G. EUROPE SA	50,00
FIRST ENERGY HOLDINGS LTD	50,00

I. DEVELOPMENTS AND FINANCIAL PERFORMANCE OF THE COMPANY FOR THE PERIOD

			change	
	31/12/2022	**31/12/2021**	**amount**	**%**
Turnover (sales)	10	12	(2)	-17%
Minus : Cost of Sales	(69)	(64)	(5)	8%
Gross Profit (Losses)	**(59)**	**(52)**	**(7)**	**13%**
Other income	4.450	112	4.338	3.873%
Administrative Expenses	(403)	(374)	(29)	8%
Other Expenses	(1.841)	(235)	(1.606)	683%
Operation Profit (Losses).	**2.147**	**(550)**	**2.697**	**490%**
Financial income	-	7	(7)	-94%
Financial Expenses	(7)	(13)	6	-46%
Impairment of Participation in an Affiliated Company	(401)	-	(401)	100%
	1.739	**(556)**	**2.295**	**413%**
Income tax	-	-	-	-
Profit (loss) for the period	**1.739**	**(556)**	**2.295**	**413%**
Actuarial gains and losses from defined benefit plans	**(1)**	**-**	(1)	-100%

Other total income/(expense) for the period net of tax	**(1)**	**-**	**(1)**	**- 100%**
TOTAL ACCRUED INCOME/(EXPENSES) FOR USE	**1.738**	**(556)**	**2.294**	**-413%**

RF Energy was founded in 2006 as a holding company. for the study, development, implementation, and management of electricity projects, mainly based on Renewable Energy Sources (RES).

It is involved through its subsidiaries with all stages of the development, management, and exploitation of energy projects, starting with the study and design, construction and installation, operation, and supervision, as well as maintenance, expansion and overall project management and power stations, and its activities include the provision of consulting services and management to companies active in the field of RES.

The portfolio of projects it manages includes wind farms and hydroelectric power plants and is constantly expanding with the study and development of new energy projects. The company's design includes projects with a total capacity of 532,65 MW, while the company is always ready for new investments.

RF ENERGY Group is staffed by a team of well-trained engineers and dedicated employees with the necessary know-how, meaningful knowledge of the economic and business environment and growing experience in the RES sector. Management-guided by vision and values, with respect for the principles of Corporate Governance and Corporate Social Responsibility, RF Energy aspires to rapidly develop into a major player in the energy sector.

Financial figures of the Company during fiscal year period 2020, compared to relevant figures in the previous fiscal period, are presented in the table below:

Amounts in € thousands.

1. Revenue

The Company is active in all stages of planning, development, and operation of renewable energy production projects, starting from the initial design and planning, construction works, operation and maintenance. The Company also offers management, technology, marketing, consulting, and financial management services to other companies.

Revenue from rendering of management, administration, development, organization, and assignment of costs of energy projects in fiscal 2021 amounted to € 10 against € 12 in 2021, decreased by 17%.

2. Gross Profit/(Loss)

The Company's losses, in the period under review, amounted to €59, compared to €52 in the corresponding year of 2021, marking an increase of 13%.

3. Other income

Other Income amounts to € 4,450 for the year ended 12/31/2022, compared to € 112 in the previous year, of which the amount of € 4,392 concerns the Company's income from the return of Income Tax due to exemption from capital gains tax participation certificates, where on 29.12.2022 there was an approval decision for the refund of this amount. The remaining amount of other income, worth € 58, based on the court decision A45/2022 of the Piraeus Administrative Court of Appeal, concerns the pending application for a VAT refund of the company AEOLIKI KYLINDRIA SA.

4. Other Expenses

The Other Expenses charged to the Company amount to €1,841, compared to €235 in the previous fiscal year 2021, marking an increase of 683%. On 14.10.2022 the decision of the Arbitration Court was issued, where it awarded an amount of € 1,596 to the company XASTRIA EPE. Based on the same decision, interest of €230 was calculated.

5. Operating expenses (Administrative Function)

The operating expenses of the Company show an increase of € 29 compared to the previous year.

The operating expenses of the Company show an increase of € 29 compared to the previous year.

6. Operating profit/ (loss) before taxes, financial expenses, and depreciation (EBITDA)

The operating profit before taxes, financial expenses, and depreciation (EBITDA) of the Company was formed in 2022 at € 2,159, against losses of € 526 in 2021 and the margin/ EBITDA Index was formed at 22,149% from -4,385% which was the previous year.

7. Financial expenses/income

Amounts in thousands of Euros.

The Company

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	1/1-31/12/2022	1/1-31/12/2021
Finance Cost:		
- Interest payable	(6)	(9)
- Other bank expenses	-	(2)
-Commissions of letters of guarantee	-	2
Total finance cost	**7**	**(13)**
Finance Income:		
Dividends	-	-
Other financial revenues	-	-
Interest receivable and similar income	-	6
Total finance income	**-**	**-**
Net Finance Income	**6**	**6**

8. Profits/(Losses) before taxes

Pre-tax results increased by €2,295 for the 2022 financial year, where profits amounted to €1,739, compared to losses of €556 in the previous year.

9. Taxes

The corporate income tax rate in Greece for the fiscal year ended 31 December 2022 is 22% (2021: 22%). Taxes on the results for 2022 and 2021 are 0.

Greek tax legislation and related provisions are subject to interpretation by the tax authorities. Income tax returns are filed with the tax authorities on an annual basis, but the profits or losses declared, for tax purposes, remain temporarily outstanding until the tax authorities have examined the taxpayer's tax returns and books, at which time they will be finalized and the relevant tax obligations.

The "Annual (Tax) Certificate", provided for by paragraph 5 of article 82 of Law 2238/1994 and the provisions of Article 65A paragraph 1 of Law 4174/2013 applies during the years 2011 to 2022. For the fiscal year 2022 the tax audit by the Chartered Auditors Accountants provided for by the provisions of article 65A paragraph 1 of Law 4174/2013 is ongoing and the relevant tax compliance report is expected to be issued after the publication of the Financial Statements for the fiscal year 2022. If upon completion of the tax audit, should additional tax obligations arise, we estimate that these will not have a major impact on the Company's Financial Statements.

According to POL.1006/2016, businesses for which a tax certificate is issued without markings for violations of tax legislation are not exempt from tax audits.

The Company has been suspended according to Law 3888/2010 until the fiscal year 2009 and has not been audited by the tax authorities for the fiscal years 2010 to 2022.

10. Profits/Loss after Taxes

Profits in fiscal year 2022 amounted to € 1,739, against losses of € 556 in the previous fiscal year 2021.

11. SIGNIFICANT EVENTS AFTER THE DATE OF THE STATEMENT OF FINANCIAL POSITION

On January 30, 2023, the Energy Regulatory Authority (RAE) notified the company CITY ELECTRIC MONOPROSSOPI SA, a subsidiary of the company RF ENERGY SA, where the latter is the sole shareholder, of the decision to cancel the license to produce electricity from offshore wind park with a total power of 498.15MW at the "Plaka" location, in the marine area northeast of the island of Lemnos, of the Lemnos Regional Unit.

The company initially reserved its legal actions and then, after carefully examining all aspects, filed on March 28, 2023, an appeal to the Council of State, requesting the annulment of the decision of the Energy Regulatory Authority (RAE), as well as of the individual arrangements of the provisions of article 174 of Law 4964/2022, where it approved a new area plan for the development of Offshore Wind Farms. The subsidiary company, through a precise argumentation, expects the full justification of its actions.

	GROUP		CHANGE	
	1/1/2022-31/12/2022	**1/1/2021-31/12/2021**	**AMOUNT**	**%**
Turnover (sales)	-	-	-	-
Cost of Sales	-	(64)	64	-100%
Gross profit	**-**	**(64)**	(64)	-100%
Other income	4.491	114	4.377	3839%
Administrative Expenses	(848)	(595)	(253)	43%
Other Expenses	(1.843)	(236)	(1.607)	681%
Profit/ (Losses) of exploitation	**1.800**	**(781)**	2.581	-330%
Financial income	-	7	(7)	-100%
Financial Expenses	(7)	(13)	6	-46%
Profits/ (Loss) before taxes	**1.793**	**(787)**	2.580	-328%
Income tax	-	-	-	-

Deferred Tax	-	-	-	-
Profit for the period	**1.793**	**(787)**	**2.580**	**-328%**

On February 14, 2023, the amount of € 4,392,042.90 was deposited in the current account of the National

Bank, which amount is a tax refund due to the exemption from capital gains tax on the transfer of participation securities, based on paragraph a of paragraph 18 of article 66 of Law 4646/209, which applies to incomes acquired from 01.01.2020 onwards. The company had applied to the Income Department of the D.O.Y FAE Piraeus, on June 2, 2022, with No. Prot. 509/22, where he fully and clearly explained the reasons why he falls under the above provision.

On March 1, 2023, at the Extraordinary General Meeting of the Shareholders of the company HYPERAKTIA AEOLIKA PARKA AEGAIOU S.A., in which the company FIRST ENERGY HOLDINGS LTD, a shareholder of the company with a percentage of 50%, participates, it was unanimously decided to dissolve and liquidate the company in question, which was established on February 28, 2022. At the same meeting, the liquidators who will handle the above tasks were also unanimously appointed.

II. REFERENCE PERIOD DEVELOPMENT AND PERFORMANCE AT GROUP LEVEL

The financial figures of the Group during the year 2022 compared to the corresponding year 2021, moved as follows:

(Amounts in thousands of Euros)

In the above-mentioned sizes we observe the following:

1. Sales

There are no sales at the R.F. Group. ENERGY for 2022 as in 2021.

2. Gross Profit

There is no gross profit for the Group in the period under review.

3. Operating expenses (Administrative Operation Expenses)

The operating expenses of the Group appear to have increased by € 253 compared to the previous period.

4. Other expenses/ other income

The Other Expenses of the year under review amounted to € 1,843 compared to € 236 in the previous year.

The amount of €1,826 concerns the case of Xasteria, for the parent company, where the amount of compensation was awarded the amount of €1,596 and the remaining €230 concerns the accrued interest of the above compensation.

The Other Income of the year under review amounted to € 4,491, of which € 4,392 is the income of the parent Company from the return of Income Tax due to the exemption from the capital gains tax on the transfer of participation securities, where on 29.12.2022 there was an approval decision for the return of this amount, amount € 58, concerns a pending application for a VAT refund of the company AEOLIKI KYLINDRIA SA to the company. RF ENERGY SA based on the court decision A45/2022 of the Piraeus Administrative Court of Appeal, the amount of €25 concerns the reimbursement of fees for issuing biogas producer certificates from DAPEEP and the amount of €15 concerns profit from the sale of a producer license in the location of Paparitsa in the prefecture of Achaia, in the company FG EUROPE A.E.

5. Operating earnings before taxes, financial expenses, and depreciation (EBITDA)

The operating profit before taxes, financial expenses, and depreciation (EBITDA) of the Group was formed in 2022 at profits of € 1,812, from losses of € 757 in 2021.

6. Financial expenses/income

In the Group's financial results, the net expenses incurred were reduced compared to the 2021 fiscal year by €6.

This change is analyzed by category in the table below as follows:

(Amounts in thousands of Euros)

	GROUP	
	1/1/2022-31/12/2022	**1/1/2021-31/12/2021**
Banking and related costs	(6)	(9)
Interest on finance leases	-	(2)
Supplies of letters of guarantee	-	(2)
Cash cost discount Payroll	-	-
Total finance costs	**(7)**	**(13)**
Financial income:		
Credit interest and similar income	-	-
Other Financial Income	-	7
Total Financial income	**-**	**7**
	(6)	**(6)**

7. Profits/(Losses) before taxes

During the 2022 fiscal year, there are profits before taxes of €1,793, against losses of €787 in the 2021 fiscal year.

8. Taxes

The corporate income tax rate in Greece for the fiscal year ended 31 December 2022 is 22% (2021: 22%). The Group's current tax for 2022 amounts to €0, as for the 2021 fiscal year.

All the companies participating in the consolidation have their headquarters and submit a tax return in Greece. Greek tax legislation and related provisions are subject to interpretation by the tax authorities. Income tax returns are filed with the tax authorities on an annual basis, but the profits or losses declared, for tax purposes, remain temporarily outstanding until the tax authorities have examined the taxpayer's tax returns and books, at which time they will be finalized and the relevant tax obligations.

The tax losses, to the extent that they are recognized by the tax authorities, can be used to set off profits of the next five financial years, following the financial year to which they relate. The companies participating in the consolidation make a provision for any additional taxes and charges that may arise from future tax audits to the extent that it is possible to reliably estimate such amounts.

9. Profits/(Losses) after Taxes

Profits in the financial year 2022 amounted to € 1,793, against losses of € 787 in the financial year 2021, showing an increase of € 2,580.

	01/01/2022-31/12/2022	**01/01/2021-31/12/2021**
Tax income		4085
Tax income arising from financial results		**(4085**

10. Tangible and intangible assets

The tangible assets of the Group concern, in most of them, plots of land and fixed assets under construction of the wind farms of the subsidiary company for the completion of their construction, technical works such as the formation of A/C squares, A/C foundations, shaping of the surrounding area, as well as and IT equipment.

The amortized value amounts to € 356 on 12/31/2022, compared to € 366 on 12/31/2021, showing a decrease of € 10.

The company initially reserved its legal actions and then, after carefully examining all aspects, filed on March 28, 2023, an appeal to the Council of State, requesting the annulment of the decision of the Energy Regulatory Authority (RAE), as well as of the individual arrangements of the provisions of article 174 of Law 4964/2022, where it approved a new area plan for the development of Offshore Wind Farms. The subsidiary company, through a precise argumentation, expects the full justification of its actions.

On February 14, 2023, the amount of € 4,392,042.90 was deposited in the current account of the National Bank, which amount is a tax refund due to the exemption from capital gains tax on the transfer of participation securities, based on paragraph a of paragraph 18 of the article 66 of Law 4646/209, which applies to incomes acquired from 01.01.2020 onwards. The company had applied to the Income

Department of the D.O.Y FAE Piraeus, on June 2, 2022, with No. Prot. 509/22, where he fully and clearly explained the reasons why he falls under the above provision.

On March 1, 2023, at the Extraordinary General Meeting of the Shareholders of the company HYPERAKTIA AEOLIKA PARKA AEGAIOU S.A., in which the company FIRST ENERGY HOLDINGS LTD, a shareholder of the company with a percentage of 50%, participates, it was unanimously decided to dissolve and liquidate the company in question, which was established on February 28, 2022. At the same meeting, the liquidators who will handle the above tasks were also unanimously appointed.

III. RISKS AND UNCERTAINTIES

Apart from the risks mentioned in paragraph VII 3 of the Annual Report of the Board of Directors, there are no other risks which are estimated to significantly affect the activities of the Company and the Group.

IV. ENVIRONMENTAL ISSUES

Environmental matters are monitored with sensitivity by all members of the Company. According to its business plan, long distances from settlements and points of interest are strictly foreseen, to fully cover the minimum environmental requirements of the Law, where the said wind farm will be built, as well as various protection projects will be developed environment (projects to protect against soil erosion, tree planting, etc.).

The Company is aware of the impact its activity has on society, especially in areas adjacent to its facilities. Consequently, our communication and cooperation with the wider society and especially the neighboring local communities, is multidimensional including actions in infrastructure projects, support of local economic activity and emphasis on vulnerable social groups and the new generation.

At the same time, the Company actively participates in the recycling of paper and other recyclable materials for daily use. Also, used printing materials, batteries, and devices to be withdrawn are forwarded to recycling companies. In addition, our Company tries, where possible, to use electronic files, to limit the use of paper.

V. LABOR ISSUES

The industry in which the Company and the Group operate requires specialized skills, training, and experience. Consequently, the ability to attract and retain the appropriate human resources is an important factor for the smooth operation of the Group.

Any inability to find and employ competent personnel, especially middle and senior management level and highly specialized, could negatively affect the operation and financial condition of the Company. The provision of a fundamentally safe working environment, which additionally motivates employees and treats them with respect, giving equal opportunities to all, is a priority of the Company. Relations with employees are based on the principle of equal treatment. Both the inclusion and the path of each employee within the Company are judged based on their qualifications, performance, and ambitions, without any discrimination.

Employee training is another area of emphasis, so that each employee understands the Company's strategic goals, defines his role more effectively and develops his skills. The company monitors relevant labor legislation, respect for human rights and working conditions and is in full compliance with collective and relevant international agreements.

VI. KEY FINANCIAL INDICATORS

Some key figures that express the financial position of the Company at the end of 2022, compared to the previous year, are as follows:

	2022	2021	
General liquidity	2,86	71,38	Current liabilities
EBITDA ratio	22.149%	-4.383%	EBITDA

Some key figures that express the financial position of the Group at the end of 2022, compared to the previous year, are as follows:

	2022	2021	Explanation
General liquidity	2,72	43,91	Current assets / Current liabilities
EBITDA	-	-	EBITDA

VII. ADDITIONAL INFORMATION

1. ANTICIPATED COURSE AND DEVELOPMENT

The Company and the Group take care to keep their production equipment and facilities in the best possible condition, to achieve optimal returns.

2. EXPANSION OF ACTIVITIES – INVESTMENTS – RESEARCH – DEVELOPMENT

The Company and the Group have drawn up an investment plan for the utilization of the electricity production permits, with a total capacity of 498.15 MW.

3. RISK ANALYSIS

Financial Risk Management

Management continuously assesses the potential impact of any changes in the macroeconomic and financial environment in Greece to ensure that all necessary actions and measures are taken to minimize any impact on the Company's and the Group's activities in Greece.

The Management is not able to accurately predict the possible developments in the Greek economy, however, based on its assessment, it has concluded that no additional provisions for impairment of the Company's and the Group's financial and non-financial assets are required as of December 31, 2022.

Financial Risks

The following risks are significantly affected by the imposed capital controls as well as the macroeconomic and financial environment in Greece, as analyzed above.

- Credit Risk: Credit risk is the risk of financial loss for the Company and the Group if a customer or a financial instrument transaction does not fulfill its contractual obligations and comes mainly from customer claims and investment securities.

- Price change risk: Price change risk is the risk of changes in the predetermined energy sales price. A reduction in the predetermined energy sales price may negatively affect the Group's revenues.

- Interest Rate Risk: The Company and the Group are not exposed to cash flow risk which may come from a possible future change in floating interest rates, which will positively or negatively differentiate cash inflows and/or outflows linked to assets and/or its obligations.

4. FOLLOWING BASIC ACCOUNTING PRINCIPLES

For the preparation of the statement of Financial Position for the current year and the statement of Results and Other Total Income, the basic accounting principles of the International Financial Reporting Standards were applied, as detailed in the notes accompanying the Consolidated and Corporate Financial Statements of 12/31/2022.

5. RELATED PARTY TRANSACTIONS

The Company purchases goods and receives services from related parties, while additionally providing services to them. The related parties refer to Companies that share ownership and/or management with the Company. Related parties are also the executives of the Administration as well as the members of the Board of Directors. The following table analyzes the balances of the Company's claims and liabilities with related parties as defined by IAS 24.

The company

Requirements from:	**31/12/2022**	**31/12/2021**
CITY ELECTRIC A.E.		

	323	170
ΣΑΪΜBERONIKA A.E.	-	4
FIRST ENERGY HOLDINGS	-	651
F.G. EUROPE A.E.	-	600
Total	**323**	**1.425**

Obligations to:	**31/12/2022**	**31/12/2021**
F.G. EUROPE A.E.	**31**	**-**
FIRST ENERGY HOLDINGS LTD	**31**	**-**
Total	**62**	**-**

Income:	**1/1/2022-31/12/2022**	**1/1/2021-31/12/2021**
CITY ELECTRIC A.E.	10	12
FIRST ENERGY HOLDINGS	-	6
SAIBERONICA AE	1	-
total	**11**	**18**

Expenses:	**1/1/2022-31/12/2022**	**1/1/2021-31/12/2021**
SAIBERONICA A.E.	(12)	(25)
F.G. EUROPE A.E.	(6)	(5)
total	**(18)**	**(30)**

The group

Requirements from:	31/12/2022	31/12/2021
FG EUROPE	-	600
FIRST ENERGY HOLDINGS LTD	-	651
SAIBERONICA A.E.	-	4
Total	**-**	**1.255**

Obligations to:	31/12/2022	31/12/2021
F.G. EUROPE A.E.	31	-
FIRST ENERGY HOLDINGS LTD	31	-
total	**62**	**-**

Income:	1/1/2022-31/12/2022	1/1/2021-31/12/2021
FG EUROPE	15	-
SAIBERONICA AE	1	-
Total	**16**	**0**

Expenses:	1/1/2022 - 31/12/2022	1/1/2021 - 31/12/2021
SAIBERONICA AE.	(13)	(25)
F.G. EUROPE A.E.	(7)	(5)
Total	**(20)**	**(30)**

Members of the Board of Directors

	Group	Company

Fees – Other Benefits:	1/1/2022-31/12/2022	1/1/2021-31/12/2021	1/1/2022-31/12/2022	1/1/2021-31/12/2021
Payroll	(186)	(189)	(186)	(189)
Total	**(186)**	**(189)**	**(186)**	**(189)**

6. EQUITY SHARES

On 12/31/2022 as well as on 12/31/2021, the Company does not own any shares, nor does the subsidiary company own shares of the Company. Also, during the current and previous financial year, there were no purchases and sales of the Company's own shares by the Company or by subsidiary companies.

THE VICE PRESIDENT OF THE BOARD OF DIRECTORS &

CEO

GEORGIOS FEIDAKIS

R.F. ENERGY HOLDING

SOCIETE ANONYME

Distinctive title: R.F. ENERGY S.A.

128 Vouliagmenis Avenue - 166 74

Glyfada, Attika

G.E.M.I Reg. No. 121616301000

Annual Financial Statements for the period ended December 31st, 2022, According to IFRS

The Board of Directors of R.F. ENERGY S.A. approved the Consolidated Financial Statements on 31/05/2022. The Consolidated Financial Statements have been made available to the public at the Company's website, www.rfenergy.gr.

Vice - President and Managing Director	Member of the BoD	Accounting Supervisor
GEORGIOS FIDAKIS	IOANNIS PANTOUSIS	CHRISTOPOULOS PANAGIOTIS
ID No. AK 723945	ID No. Ξ 168490	Reg. No. 78722

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INDEPENDENT AUDITOR'S REPORT

RF ENERGY S.A.

<u>Report on the Audit of the Separate and Consolidated Financial Statements</u>

Opinion

We have audited the accompanying separate and consolidated Financial Statements of RF ENERGY S.A. (the Company), which comprise the separate and consolidated statement of financial position as of December 31, 2022, the separate and consolidated statements of comprehensive income, changes in equity and cash flows statement for the year then ended, and a summary of significant accounting principles and methods and other explanatory notes.

In our opinion, the abovementioned separate and consolidated Financial Statements present fairly, in all material respects, the financial position of RF ENERGY S.A. and its subsidiaries (together the "Group") as of December 31, 2022, and its financial performance and the consolidated Cash Flows for the year then ended in accordance with International Financial Reporting Standards that have been adopted by the European Union.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) as incorporated in Greek Law. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the separate and consolidated Financial Statements section of our report. We are independent of the Group in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) as incorporated in Greek Law, together with the ethical requirements that are relevant to our audit of the separate and consolidated financial statements in Greece, 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.

Responsibilities of the Management for the separate and consolidated Financial Statements

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

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

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

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

As part of an audit in accordance with ISAsas incorporated in Greek Law, we exercise professional judgment and maintain professional skepticism throughout the audit. We are also:

- Identify and assess the risks of material misstatement of the separate and consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the separate and consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

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

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group, to express an opinion on the separate and consolidated financial statements. We are responsible for the direction, supervision, and performance of the group audit. We remain solely responsible for our audit opinion.

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

Report on Other Legal and Regulatory Matters

Taking into consideration the fact that under the provisions of Par. 5, Article 2 (part B), Law 4336/2015, the management is responsible for the preparation of the Board of Directors' Report, the following is to be noted:

a) In our opinion, the Board of Directors' Report has been prepared in compliance with the effective legal requirements of Article 43a and 107A, CL 2190/1920, and its content corresponds to the accompanying separate and consolidated financial statements for the year ended as at 31/12/2021.

b) Based on the knowledge we obtained from our audit for the Company RF ENERGY S.A. and its environment, we have not identified any material misstatement to the Board of Directors report.

Athens, May 31, 2022

The Chartered Accountant

Athanasia Koyrti

SOEL Reg. No.: 52251

Grant Thornton
An instinct for growth™

Chartered Accountants Management Consultants
56, Zefirou str., 175 64 Palaio Faliro, Greece
Registry Number SOEL 127

R.F. ENERGY S.A.

Income Group Statement

For the Period ended December 31, 2022

(All amounts in Euro thousands, unless otherwise specified)

GROUP		COMPANY	
	Σημ.	**1/1/2022-31/12/2022**	**1/1/2021-31/12/2021**
Turnover (sales)	**6**	-	-
Cost of Sales	**7**	-	(64)
Gross Profit		**-**	**(64)**
Other revenue	**9**	4.491	114

Administrative expenses	**8**	(848)	595
Other costs	**9**	(1.843)	-236
Operating profits/ (losses)		**1.800**	**(781)**
Financial income	**10**	-	7
Financial charges	**10**	(7)	13
Profit/ (Loss) before tax		**1.793**	**(787)**
Income tax	**12**	-	-
Profit / (Loss) period		**1.793**	**(787)**
Other total revenue			
Actuarial gains and losses from defined benefit plans		(1)	**-**
Other total income / (expenses) for the year net of tax		**(1)**	**-**
AGGREGATED TOTAL REVENUE FOR THE YEAR		**1.792**	**(787)**

R.F. ENERGY A.E.

Statement of Results and Total Income of the Company

For the fiscal year ended December 31, 2022

(Amounts in thousands of Euros, unless otherwise stated)

		company	
	.	**1/1/2022 31/12/2022**	**1/1/2021 31/12/2021**
Turnover (sales)	**6**	**10**	**12**
Minus: Cost of Sales	**7**	**(69)**	**(64)**
		(59)	**52**

Gross profit			
Other income	**9**	**4.450**	**111**
Administrative expenses	**8**	**(403)**	**(374)**
Other expenses	**9**	**(1.841)**	**(235)**
Operating Profits/(Losses).		**2.148**	**(550)**
Financial income	**10**	**-**	**7**
Financial expenses	**10**	**(7)**	**(13)**
Impairment of Participation in a subsidiary company	**11**	**(401)**	**-**
Profit/(Loss) before taxes		**1.740**	**(556)**
Income tax	**12**	**-**	**-**
Profits/(Loss) of use after taxes		**1.740**	**(556)**
Other comprehensive income			
Actuarial gains and losses from defined benefit plans		**(1)**	**-**
Other total income / (expenses) of use net of tax		**(1)**	**-**
ACCUMULATIVE TOTAL REVENUES FOR USE		**1.739**	**(556)**

R.F. ENERGY A.E.

Financial Position Statement as of December 31, 2022

(Amounts in thousands of Euros, unless otherwise stated)

		Group		**Company**	
		31/12/2022	**31/12/2021**	**31/12/2022**	**31/12/2021**
Non-Current assets					
Tangible assets	**15**	356	366	2	1
Tangible Assets with Right of		-	35	-	35

Use					
Investments in subsidiaries	**16**	-	-	149	300
Long term requirements		-	4	-	4
Total non-Current assets		**356**	**405**	**151**	**340**
Current assets					
Commercial and Other requests	**13**	4.734	1.681	4.922	1.814
Cash and Cash equivalents	**14**	636	5.608	606	5.531
Total Current assets		**5.370**	**7.289**	**5.528**	**7.345**
Total assets		**5.726**	**7.694**	**5.679**	**7.684**
OWN FUNDS AND OBLIGATIONS					
Equity					
Other Reserves					
Results in neon					
Total equity	**17**	1.143	1.143	1.143	1.143
		(84)	(83)	(199)	(197)
		1.626	5.395	1.741	5.563
		2.685	**6.455**	**2.685**	**6.508**
obligations					
Long obligations					
Long-term Leases obligations		-	12	-	12
Provision for benefits to employees	**22A**	23	19	23	19
Long-term forecasts		1.042	1.042	1.042	1.042
Total Long-term Liabilities		**1.065**	**1.073**	**1.065**	**1.073**
Short-term obligations					
		-	23	-	23
Short-term Leases obligations					
Income Taxes Due		11	-	11	-
Commercial and Other	**18**	1.965	143	1.919	80

obligations				
Total Current Liabilities	**1.976**	**166**	**1.930**	**104**
Total Liabilities	**3.041**	**1.239**	**2.995**	**1.177**
Total Equity and Liabilities	**5.726**	**7.694**	**5.679**	**7.684**

The accompanying notes are an integral part of the annual corporate and consolidated financial statements.

R.F. ENERGY A.E.

Corporate Statement of Changes in Equity

For the fiscal year ended December 31, 2022

(Amounts in thousands of Euros, unless otherwise stated)

	Share capital	Reserve premium	Other Reserves	Retained earnings/ Accumulated losses.	Total
Balance on 12/31/2020	**1.143**	**1**	**(198)**	**9.119**	**10.065**
Net profit/(loss) for the year 2021	**-**	**-**	**-**	**(556)**	**(556)**
Revaluation of staff benefit obligations.	**-**	**-**	**-**	**-**	**-**
Aggregate Total revenue	**-**	**-**	**-**	**(556)**	**(556)**
Dividend distribution	**-**	**-**	**-**	**(3.000)**	**(3.000)**
Other	**-**	**(1)**	**-**	**-**	**(1)**
Balance on 31/12/2021	**1.143**	**-**	**-198**	**5.563**	**6.508**
Net profit/(loss) for the year 2022	**-**	**-**	**-**	**1.740**	**1.740**
Revaluation of staff benefit obligations	**-**	**-**	**- (1)**	**-**	**(1)**
Aggregate Total revenue	**-**	**-**	**(1)**	**1.740**	**1.739**
Dividend distribution	**-**	**-**	**-**	**(5.562)**	**(5.562)**
Balance on 31/12/2022	**1.143**	**-**	**-199**	**1.741**	**2.685**

1. Establishment of the company and activities of the group

R.F. Energy A.E. (hereinafter "RF" or "the Company") was founded in 2006 in Greece as a limited liability company with the purpose of participating in domestic or foreign companies whose purpose is to operate in the electricity sector. The duration of the Company was set at 50 years. The seat of the Company was designated the Municipality of Glyfada and specifically the store at 128 Vouliagmeni Street.

The Company's Board of Directors was elected by the Extraordinary General Meeting of shareholders on 08/12/2020 and constituted in a meeting on the same day, while its term is set until 07/12/2026 and is as follows.

NAME	Position
Evaggelos Korovesis	**President**
George Feidakis	**Vice President and CEO**
Ioannis Pantousis	**Member**
Nikolaos Pimplis	**Member**
Dimitra Marantou	**Member**

The companies that are included in the consolidated financial statements are, as follows:

Direct Participation Continuing Operations	Headquarters	Consolidation Method	Participation to share capital as at 31/12/2021
• CITY ELECTRIC S.A.	128 Vouliagmenis Av., Glyfada	full	100,00%

The Company's parent company, F.G. EUROPE S.A. participates in R.F. ENERGY's share capital by 50,00%. Since the Company shareholders have agreed to appoint most of the Board of Directors members from F.G. EUROPE S.A., it is understood that F.G. EUROPE S.A. controls management of R.F. ENERGY S.A. and consequently financial results of the Company are fully consolidated to the financial results of F.G. EUROPE S.A. Group of companies.

The Corporate and Consolidated Financial Statements for fiscal 2020 have been ratified by the Board of Directors on 31/05/2022.

2. Basic accounting policies

2.1 Framework of basic principles implemented in preparation of the Financial Statements

Financial statements have been prepared in accordance with the International Financial Reporting Standards (IFRS) as they have been adopted by the European Union, Financial Statements have been prepared under the historical cost convention, The principal accounting policies adopted in the preparation of the Financial Statements are described below, The preparation of the Financial Statements according to IFRS requires use of accounting estimates and use of judgment for the application of the accounting principles followed, Such cases are described in note 4, There are no Standards which have been implemented prior to having officially been put in force, Figures are presented in Euro thousands and all amounts have been rounded to the most approximate thousand.

2.2 Changes in Accounting Policies

2.2.1 New Standards, Interpretations, Revisions and Amendments to existing Standards which have entered into force and have been adopted by the European Union

The following new Standards, Interpretations and amendments to Standards have been issued by the International Accounting Standards Board (IASB), have been adopted by the European Union and their application is mandatory from 01/01/2022 or later.

• Amendments to IFRS 3 "Business Combinations", IAS 16 "Tangible Assets", IAS 37 "Provisions, Contingent Liabilities and Contingent Assets" and "Annual Improvements 2018 - 2020" (applicable for annual periods beginning on or after 01/01/2022)

In May 2020, the IASB issued a series of amendments, including limited-purpose amendments to three Standards, as well as the Board's Annual Improvements. Such amendments provide clarifications regarding the wording of the Standards or correct minor implications, missions, or conflicts between the requirements of the Standards. More specifically:

- The amendments to IFRS 3 "Business Combinations" update a reference of IFRS 3 to the Conceptual Framework of Financial Reporting without modifying the accounting requirements related to business combinations.

- The amendments to IAS 16 "Tangible Fixed Assets" prohibit a company from deducting from the cost of fixed assets amounts received from the sale of items produced during the preparation of said fixed assets to make them ready for use. Instead, the company recognizes such sales revenue and related costs in the Income Statement

- The amendments to IAS 37 "Provisions, Contingent Liabilities and Contingent Assets" specify the costs that a company should include when assessing whether a contract is loss-making.

- The Annual Improvements to IFRS - Cycle 2018-2020 make minor amendments to IFRS 1 "First-time Application of International Financial Reporting Standards", IFRS 9 "Financial Instruments", IAS 41 "Agriculture" and the Explanatory Examples accompanying the IFRS 16 "Leases".

The amendments have no effect on the consolidated and corporate Financial Statements.

2.2.2 New Standards, Interpretations, Revisions and Amendments to existing Standards which have not yet entered into force or have not been adopted by the European Union

The following new Standards, Interpretations and amendments to Standards have been issued by the International Accounting Standards Board (IASB) but have either not yet entered into force or have not been adopted by the European Union.

• IFRS 17 "Insurance Contracts" (applicable for annual periods beginning on or after 01/01/2023)

In May 2017, the IASB issued a new Standard, IFRS 17, which replaces an interim Standard, IFRS 4. The purpose of the IASB's work was to develop a single principle-based standard for accounting for all types of insurance contracts, including reinsurance contracts held by an insurance company. A single principles-based Standard will enhance the comparability of financial reporting across financial entities, jurisdictions, and capital markets.

IFRS 17 sets out the requirements that an economic entity should apply to the financial information relating to insurance contracts it issues and reinsurance contracts it holds. In addition, in June 2020, the

IASB issued amendments which, however, do not affect the fundamental principles introduced when IFRS 17 was originally issued. The amendments are designed to reduce costs by simplifying certain requirements of the Standard, lead to more easily explainable financial performance, as well as facilitate the transition by postponing the implementation date of the Standard to 2023. while providing additional assistance in reducing the effort required when first implementing the Standard. The Group will examine the impact of all the above on its Financial Statements, although they are not expected to have any changes. The above has been adopted by the European Union with an effective date of 01/01/2023.

• Amendments to IAS 1 "Presentation of Financial Statements" (applicable for annual periods beginning on or after 01/01/2023).

In February 2021, the IASB issued limited-purpose amendments to accounting policy disclosures. The purpose of the amendments is to improve the disclosures of accounting policies to provide more useful information to investors and other users of the Financial Statements. More specifically, the amendments require the disclosure of significant information related to accounting policies, rather than the disclosure of significant accounting policies. More specifically, the amendments require the disclosure of significant information related to accounting policies, rather than the disclosure of significant accounting policies. The Group will examine the impact of all the above on its Financial Statements. The above has been adopted by the European Union with an effective date of 01/01/2023.

• Amendments to IAS 8 "Accounting Policies, Changes in Accounting Estimates and Errors: Definition of Accounting Estimates" (applicable for annual periods beginning on or after 01/01/2023).

In May 2021, the IASB issued targeted amendments to IAS 12 to specify how entities should treat deferred tax arising from transactions such as leases and release obligations – transactions for which entities recognize at the same time one requirement and one obligation.

In certain cases, financial entities are exempted from recognizing deferred tax when they recognize receivables or liabilities for the first time. The amendments clarify that this exemption does not apply, and financial entities are required to recognize deferred tax on these transactions. The Group will examine the impact of all the above on its Financial Statements. The above has been adopted by the European Union with an effective date of 01/01/2023.

In December 2021, the IASB issued a limited-purpose amendment to the transition requirements in IFRS 17 to address a significant issue related to temporary accounting mismatches between insurance contract liabilities and financial assets in comparative information under of the first application of IFRS 17 "Insurance Contracts" and IFRS 9 "Financial Instruments". ». The amendment is intended to improve the usefulness of the financial information presented in the comparative period for the users of the Financial Statements. The Group will examine the impact of all the above on its Financial Statements, although they are not expected to have any changes. The above has been adopted by the European Union with an effective date of 01/01/2023.

• Amendments to IAS 1 "Classification of Liabilities as Current or Long-Term" (applicable for annual periods beginning on or after 01/01/2024)

In January 2020, the IASB issued amendments to IAS 1 that affect the requirements for the presentation of liabilities. Specifically, the amendments clarify one of the criteria for classifying a liability as non-current, the requirement for an entity to have the right to defer settlement of the liability for at least 12 months after the reporting period.

The amendments include: a) clarification that an entity's right to defer settlement should exist at the reporting date, b) clarification that the classification of the liability is not affected by management's intentions or expectations regarding the exercise of the right to defer settlement, c) explain how the borrowing conditions affect the classification, and d) clarify the requirements regarding the classification of liabilities of an entity that is to or may settle through the issue of own equity securities.

In addition, in July 2020, the IASB issued an amendment to postpone by one year the effective date of the originally issued amendment to IAS 1, because of the spread of the Covid-19 pandemic. However, in October 2022, the IASB issued an additional amendment aimed at improving the information companies provide about long-term debt commitments.

IAS 1 requires a company to classify a loan as non-current only if the company can avoid settling the loan within 12 months after the reporting date. However, a company's ability to do so often depends on compliance with its commitments. The amendments to IAS 1 specify that commitments to be met after the reporting date do not affect the classification of the loan as short-term or long-term at the reporting date.

Instead, the amendments to the standard require a company to disclose information about these commitments in the notes to the financial statements. The amendments are effective for annual periods beginning on or after January 1, 2024, with early adoption permitted. The Group will examine the impact of all the above on its Financial Statements. The above have not been adopted by the European Union.

• Amendments to IFRS 16 "Leases: Lease Obligation on a Sale and Leaseback" (applicable for annual periods beginning on or after 01/01/2024)

In September 2022, the IASB issued limited-purpose amendments to IFRS 16 Leases that add requirements for how an entity accounts for a sale and leaseback after the date of the transaction. A sale and leaseback is a transaction in which a company sells an asset and leases the same asset back for a period of time from the new owner. IFRS 16 includes requirements regarding the accounting treatment of a sale and leaseback at the date the transaction takes place. However, the Standard did not specify how to measure the transaction after that date. The issued amendments add to IFRS 16's sale and leaseback requirements, thus supporting the consistent application of the accounting standard. These amendments will not change the accounting treatment for leases other than those arising from a sale and leaseback transaction. The Group will examine the impact of all of the above on its Financial Statements. The above have not been adopted by the European Union.

2.3 Consolidation

2.3.1 Subsidiaries

The consolidated financial statements include the financial statements of the parent company and the financial units controlled by the Company (Subsidiaries). Control is achieved where the Company has the power to determine the financial and operational decisions of an economic unit with the purpose of obtaining a benefit from its activities. During the acquisition of a business, assets, liabilities, and equity, as well as its contingent liabilities, are valued at their fair value on the acquisition date. The cost of the acquisition, by the amount that exceeds the fair value of the acquired net assets (assets - liabilities - contingent liabilities), is recorded as goodwill in the year in which the acquisition took place. If the acquisition cost is less than the above fair value, this difference is recorded in the results of the fiscal year in which the acquisition took place. Minority rights are recorded in proportion to fair value. In subsequent financial years, any losses are distributed to the minority in proportion, in addition to the minority rights. The results of the acquired or sold subsidiaries within the financial year are included in the consolidated income statement from or until the date of acquisition or sale, respectively. The financial statements of the subsidiaries are adjusted accordingly, so that they are drawn up based on the accounting principles of the group.

Intercompany transactions and intracompany balances are eliminated upon consolidation. Subsidiaries in the corporate financial statements are valued at a cost less than any accumulated impairment provisions.

2.4 Currency Conversions

The Company keeps its accounting books in Euros. Transactions made in foreign currencies are converted into Euros based on the official rate of the foreign currency valid on the day of the transaction. At the date of the Statement of Financial Position, any receivables and liabilities in foreign currencies are converted into Euro based on the official rate of the foreign currency valid on the corresponding date. Foreign exchange gains or losses are included in the Income Statement.

2.5 Tangible assets

Tangible assets are valued at acquisition cost less accumulated depreciation and impairment losses. The acquisition cost includes all directly attributable costs for the acquisition of the fixed assets. Expenditures incurred in subsequent years increase the book value only if it is probable that future economic benefits will flow to the company and their cost can be reliably estimated. Repairs and maintenance are recorded in the results when they are carried out. On sale, the differences between the price received and the book value are recorded as gains or losses in the results. Carrying amounts are reviewed for impairment when there are indications that these values are not recoverable. When the book values exceed the estimated recoverable values, an impairment loss is recognized, and the tangible assets are reduced to their recoverable value. The recoverable amount is the higher of fair value less costs to sell and value in use. To estimate the value in use, the estimated future cash flows are discounted to their present value, using a pre-tax interest rate, which reflects current market assessments of the time value of money and the risks associated with these assets. In accordance with the provisions of IAS 16, the company recognizes the costs related to the obligations for the retirement of fixed assets in the period in which they are created and to the extent that a reasonable assessment of their fair value can be made. The related costs of withdrawal are capitalized as part of the value of the fixed assets acquired and depreciated accordingly.

2.6 Borrowing Costs

From 1 January 2009, borrowing costs directly related to the purchase, construction, or production of assets, and for which a significant period is required to bring them to their intended state for use or sale, are capitalized as part of those assets' elements. All other borrowing costs are recorded in the results as incurred and include interest and other costs for obtaining loans.

2.7 Depreciation

	Useful life years	Depreciation Rates

Hydroelectric projects	50	2%
Building installations on third party properties	15–25	4% - 7%
Machinery and mechanical equipment	15–33	3% - 7%
Furniture and other equipment	4 –7	14% - 25%
Means	4–10	10% - 25%
Other intangible assets	10-15	7% - 10%
Power generation licenses	35-45	2% - 2,5%

Depreciation of Tangible Assets is calculated using the straight-line depreciation method, based on rates approximating the average useful life of the Assets, which is reviewed on an annual basis. The value of the improvements in third party properties depreciated during the lease term. The estimated years of average useful life and depreciation factors per asset category are as follows:

8 Intangible assets, business combinations and goodwill

Intangible assets relate mainly to electricity generation licenses and rights to operate tangible assets granted under contracts, where they are initially recognized at acquisition cost and valued at acquisition cost less depreciation and any impairment losses. Business/farm combinations are considered based on the acquisition accounting method.

Under this method, the assets (including previously unrecognized intangible assets) and liabilities (including contingent liabilities) of the acquired operation are recognized at fair values at the date of the transaction. Goodwill from farm combinations is the difference, at the date of the transaction, between the price and fair value of individual assets acquired and liabilities incurred. At the transaction date (or on the date of completion of the relevant allocation of the redemption price), the goodwill acquired is allocated to the cash generating units or groups of cash-generating units that are expected to benefit from such consolidation. If the difference between the consideration and fair value of the net assets recognized exceeds the cost of the business combination, then the Company:

1. reassess the recognition and measurement of identifiable net assets and consolidation costs, and immediately recognize in the profit and loss account the negative difference between the redemption price and the fair value of the net assets (negative goodwill).

Goodwill is valued at historical cost less accumulated impairment losses. Goodwill is not depreciated but is subject to impairment testing on an annual basis or more frequently if events or changes in circumstances indicate that its value may have been impaired. If the carrying amount of a cash-generating unit, including attributable goodwill, exceeds its recoverable amount, then an impairment loss is recognized. The impairment is determined by estimating the recoverable amount of the cash-generating units related to goodwill. If a part of a cash-generating unit to which goodwill has been allocated is sold, then the goodwill attributable to the part sold shall be included in the carrying amount of that portion for the purpose of determining profit or loss. The value of goodwill attributable to the part sold shall be determined based on the relative values of the part sold and the part of the cash-generating unit that remains. Goodwill arising from acquisitions or combinations of companies has been allocated and monitored at Group level in the key cash-generating units identified in relation to the provisions of IAS 36 Asset Impairment. When the Group increases its stake in existing subsidiaries (acquisition of minority stakes), the total difference between the acquisition price and the proportion of minority interests acquired (positive or negative) is settled directly in equity because it is considered an entity-to-shareholder transaction (entity concept method). Correspondingly, when minority interests are sold (without the final holding leading to loss of control of the subsidiary), the related gains or losses are recognized directly in equity.

2.9 Impairment of assets other than goodwill

Assets subject to depreciation are tested for impairment when there are indications that their carrying amount will not be recovered. The recoverable value is the higher of the fair value less the costs required for the sale and the use value of the asset. The use value is determined by discounting future flows at the appropriate discount rate. If the recoverable value is less than the depreciable value, then the depreciable value is reduced to the amount recoverable. Impairment losses are recorded as expenses in the profit and loss account for the year in which they arise, unless the asset has been revalued, in which case the impairment loss reduces the corresponding revaluation reserve. Where in a subsequent financial year the impairment loss must be reversed, the depreciation value of the asset shall be increased up to the amount of the revised estimate of recoverable value, to the extent that the new depreciation value does not exceed the depreciation value that would have been determined had the impairment loss not been recorded in previous years. The reversal of the impairment loss is recorded as income unless the asset has been revalued, in which case a reversal of the impairment loss increases the corresponding revaluation reserve. For the estimation of impairment losses, assets are included in the smallest possible cash-generating units.

2.10 Financial instruments financial assets

Initial recognition and subsequent measurement

Purchases and sales of investments are recognized on the date of the transaction, which is also the date on which the Group and the Company commit to buy or sell the assets. Investments are initially recognized at fair value in addition to costs directly attributable to the transaction, except for those items that are measured at fair value with changes in profit or loss.

The measurement of the Group's financial assets after their initial recognition depends on their classification into the following categories:

(a) Financial assets measured at fair value with changes recognized in profit or loss.

These are financial assets that meet any of the following conditions: Financial assets held for commercial purposes (including derivatives other than those that are defined and effective hedging instruments) are those acquired or created with a view to sale or repurchase and finally those that form part of a portfolio of recognized financial instruments managed by the purpose of speculation. At initial recognition it is defined by the enterprise as an item measured at fair value, with recognition of changes in the Statement of Comprehensive Income. The Group and the Company do not hold Derivatives at the time of preparation of the Financial Statements for the year ended 31/12/2022.

(b) Other financial assets

It includes non-derivative financial assets that are either identified in this category or cannot be included in any of the above. Available-for-sale financial assets are then measured at fair value and the related gains or losses are placed in a reserve of therefore comprehensive income until those assets are sold or classified as impaired. At the time of sale or when they are classified as impaired, gains or losses are transferred to profit or loss. Interest earned on holding the available-for-sale asset is recognized as interest income using the effective interest method. The fair value of available-for-sale financial assets includes the fair value of any guarantees.

(c) Receivables from customers

Receivables from customers are initially recorded at fair value and subsequently valued at amortized cost using the effective interest rate, minus any impairment losses. The fair values of financial assets traded on active markets are determined by current ask prices. For non-negotiable items, fair values are determined using valuation techniques such as analysis of recent transactions, comparable items traded and discounting cash flows. Non-traded in active market equity instruments classified as Available-for-sale financial assets whose fair value cannot be reliably determined are measured at their cost of acquisition.

Derecognition of financial assets

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

- The rights to inflow cash resources have expired.

- The Group and the Company reserve the right to cash flow from this asset but have at the same time assumed an obligation to third parties to repay them in full without significant delay in the form of a transfer agreement. The Group has transferred the right to inject cash resources from that asset while at the same time either (a) it has transferred substantially all risks and benefits or (b) it has not transferred substantially all risks and benefits but has transferred control of that asset. Where the Group has transferred cash inflow rights from that asset but has not transferred substantially all risks and rewards or control of that asset, then the asset is recognized to the extent of the Company's continued involvement in that asset. Continued participation, which takes the form of a guarantee on the transferred asset, is valued at the lower of the initial balance of the asset and the maximum amount that the Group can be called upon to pay.

Where continued involvement is in the form of call and/or put options on the asset (including cash-settled rights), the degree of continued involvement of the Group and the Company is the value of the asset transferred that the Group may repurchase, except in the case of a put option to the asset which is measured at fair values; where the Group's continued interest is limited to the lower of the fair value of the asset transferred and the exercise price of the option. Impairment of financial assets

At each statement of financial position date, the Group assesses whether there are objective indications to suggest that the financial assets have been impaired. For shares of companies classified as available-for-sale financial assets, such an indication is a significant or sustained decline in fair value relative to acquisition cost and in a stable stock market environment. If an impairment is established, the loss accumulated in equity, which is the difference between acquisition cost and fair value, is transferred to profit or loss. Impairment losses (losses on bad debts) are recognized when there is objective evidence that the Group is unable to collect all amounts due under the contractual terms. The amount of the impairment loss is the difference between the carrying amount of the receivables and the present value of the estimated future cash flows, discounted at the original effective interest rate. The amount of the impairment loss is recorded as an expense in profit or loss. Debts deemed irrecoverable shall be cancelled.

Financial liabilities

Initial recognition and measurement

Financial liabilities consist of financial liabilities at fair value through profit and loss account, loans and liabilities or derivative financial instruments that have been identified as effective hedge instruments. Financial liabilities are recognized at fair value plus, in the case of loans, transaction costs directly attributable to the acquisition or issuance of the financial liability. The Group's IFRS 16 financial and lease liabilities include trade liabilities, other long-term and short-term liabilities, short- and long-term loans and derivative financial instruments. The post-initial measurement of financial liabilities depends on the category in which they are classified:

(a) Borrowing and commercial obligations

Bank loans provide financing for the Group's operations. The division into short-term and long-term is made according to the contracts in force, if their repayment is foreseen in the next twelve months or later, respectively. After initial recognition, loans are measured at amortized cost using the effective interest method. Gains and losses are recognized in the profit and loss account when liabilities are derecognized as well as during amortization through the application of the effective interest method. The amortized cost shall be calculated considering any discount or premium on acquisition as well as any costs or expenses forming part of the effective interest rate. This depreciation is included in the financial expenses of the profit and loss account.

(b) Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit and loss account comprise financial liabilities held for commercial purposes that have qualified as financial liabilities at fair value through profit or loss since their initial recognition. Financial liabilities are classified as held for commercial purposes if they have been acquired with a view to their short sale. This category includes derivative financial instruments that have not been identified as effective hedging instruments. Losses or gains on liabilities held for commercial purposes are recognized in the profit and loss account.

Derecognition

A financial liability ceases to be recognized when the liability is paid, that is, when the commitment specified in the contract is fulfilled, cancelled, or expires. When an existing financial liability is exchanged for another liability to the same lender that contains significantly different terms, or the terms of an existing liability are significantly modified, that exchange or conversion is treated as a derecognition of the original liability and recognition of a new liability. The difference in corresponding book values is recognized in profit or loss.

2.11 Cash and cash equivalents

Cash and cash equivalents include cash, demand deposits and liquid and low risk short-term investments of up to 3 months.

2.12 Share capital

Common registered shares are classified in equity. Share Capital Increase expenses are deducted from Equity net of taxes. Direct costs relating to the issue of shares for the acquisition of undertakings shall be included in the acquisition cost of the acquired undertaking. The acquisition cost of own shares reduced by income tax (if applicable) is shown as a deduction from the Company's own funds, until the same shares are sold or cancelled. Any gain or loss from the sale of our own shares, net of direct other costs and income tax, if applicable, is shown as a reserve in Own Funds.

2.13 Borrowing

Borrowings are initially recognized at fair value, adjusted for costs directly related to those transactions. Subsequently, they are valued at amortized cost using the effective interest method. Gains or losses on these assets are recognized as financial income or expense through the process of amortization at the effective interest rate.

2.14 Income Tax - Deferred Income Tax

The income tax burden for the fiscal year consists of current taxes and deferred taxes, that is, taxes resulting from temporary differences between the book value and the tax base of assets and liabilities. Income tax is recorded in the Income Statement, except for tax relating to transactions recorded directly in Equity, which in this case is recorded directly, in a similar manner, in Equity.

Current and deferred income tax are calculated based on the relevant items in the financial statements of each of the companies included in the consolidation in accordance with the tax laws in force in Greece. The current income tax relates to tax on the taxable profits of the Company as reformed in accordance with the requirements of the tax law and was calculated based on the applicable tax rate. Deferred income taxes refer to cases of temporary differences between tax recognition of assets and liabilities and their recognition for the purposes of preparing the Financial Statements and are calculated using the tax rates that will apply during the years when the assets are expected to be recovered and liabilities settled. Deferred taxation is calculated using the liability method on all temporary tax differences, at the balance sheet date, between the tax base and the carrying amount of assets and liabilities.

The expected tax implications of temporary tax differences are identified and displayed either as future (deferred) tax liabilities or as deferred tax assets. Deferred tax assets are recognized for all deductible temporary differences and unused tax losses, to the extent that there is likely to be sufficient future taxable income against which unused tax losses and credit taxes may be used. The value of deferred tax assets is checked at each balance sheet date and decreases to the extent that there is not expected to be sufficient taxable income to cover the deferred tax asset. The Company sets off deferred tax assets and deferred tax liabilities if and only if there is a legally enforceable right to set off current tax assets against current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income tax imposed by the same tax authority.

2.15 Staff benefits

Short-term benefits

Short-term benefits to staff in cash and in kind are recorded as an expense when they become accrued.

Provisions for Defined Employee Benefit Plans:

Employee benefit plans for severance pay are included in defined benefit plans in accordance with IAS 19 – Employee Benefits. Liabilities arising from defined employee benefit plans shall be calculated at the discounted value of future staff benefits accrued on the balance sheet date. These liabilities are calculated based on economic and actuarial assumptions. The net cost for the year is included in the income statement and consists of the present value of benefits accrued during the financial year, the interest on the future liability and the vested cost of service Actuarial gains or losses are recognized directly in equity in accordance with the requirements of revised IAS 19 Employee Benefits. Non-vested seniority costs shall be recognized on a fixed basis on the average remaining service use of staff expected to receive benefits.

The defined benefit is calculated annually by an independent actuary using the projected unit credit method. The discount rate on designated liabilities after leaving the service is determined by reference to market yields, high-quality corporate bonds at the balance sheet date. In countries where there is no "remarkable" deep market, government bond market yields are used. The currency and estimated duration of the bonds are compatible with those of defined employee benefits. Other assumptions of the actuarial study concern the discount rate, the rate of increase in employees' remuneration, the increase in the consumer price index and the expected remaining working life. The assumptions used involve significant uncertainty and the Company's Management proceeds to their continuous reassessment.

2.16 Predictions

Provisions are recognized when the Company has a present commitment (legal or implied) because of a past event and it is likely that there will be an outflow of resources incorporating economic benefits to settle the commitment and the amount thereof can be reliably estimated. If the impact of the lifetime value of money is material, the provisions are recognized on a discounted basis. using a pre-tax interest rate that reflects current market estimates of the lifetime value of money and the risks associated with the liability. When discounting provisions, the increase in provision due to the passage of time is recognized as borrowing costs. The provisions are reviewed at each balance sheet date and if it is no longer likely that there will be an outflow of resources incorporating economic benefits to settle the commitment, the provisions are reversed. Forecasts are used only for the purpose for which they were originally created. Contingent assets and contingent liabilities are not recognized.

2.17 Revenue recognition

On 1 January 2018, the Group adopted IFRS 15, using the modified retrospective method, i.e. the impact of the transition was recognized cumulatively under "Profit balance renewed", while the comparative amounts were not restated. However, the Group had no impact on its profitability or financial position at the first application of IFRS 15. Therefore, no adjustment was made to the 'Retained earnings balance' on 1 January 2018.

The new standard establishes a five-step model for determining revenue from contracts with customers. In accordance with IFRS 15, revenue is recognized in the amount to which an entity expects to be entitled in exchange for the transfer of goods or services to a customer. The standard also defines the accounting of the additional costs of obtaining a contract and the direct costs required to complete that contract. Revenue is defined as the amount to which an entity expects to be entitled in exchange for goods or services transferred to a customer, other than amounts collected on behalf of third parties (value added tax, other sales taxes). Variable amounts are included in the consideration and are calculated either using the 'expected value' method or the 'most likely amount' method.

An entity recognizes revenue when (or as) it satisfies a performance obligation by transferring the promised goods or services to the customer. The customer gains control of the good or service if he can direct the use and derive substantially all economic benefits from that good or service. Control is inherited during a period or at a specific time.

Proceeds from the sale of goods are recognized when control of the goods is transferred to the customer, usually upon delivery, and there is no unfulfilled obligation that could affect the customer's acceptance of the goods.

Revenues from the provision of services are recognized in the accounting period in which the services are provided and are measured according to the nature of the services provided, using either output methods or input methods.

A claim on a customer is recognized when there is an unconditional right for the entity to receive the price for the contract's performed obligations to the customer.

A contract asset is recognized when the Group (or Company) has satisfied its obligations to the customer, before the customer pays or before payment becomes due, for example when the goods or services are transferred to the customer before the Group (or Company) has the right to issue an invoice.

The contractual obligation is recognized when the Group (or the Company) receives a consideration from the customer (prepayment) or when it retains a right to a price which is unconditional (deferred revenue) before the performance of the obligations of the contract and the transfer of the goods or services. The contractual liability is recognized when the obligations of the contract are performed, and the income is recorded in the profit and loss statement.

1. **Proceeds** from the sale of Electricity: The proceeds from the sale of electricity are the use to which they relate. When preparing the financial statements, income from electricity purchased from LAGIE or another customer that has not yet been invoiced is considered as income receivable unvoiced. The adoption of IFRS 15 for the recognition of revenues from the sale of electricity has no effect on the Group's accounting policy.

2. **Provision of services:** Service revenues are accounted for based on the stage of completion of the service in relation to its estimated total cost. The adoption of IFRS 15 for the recognition of service revenue has no effect on the Group's accounting policy.

3. **Interest income: Interest** income is recognized when interest becomes accrued (using the effective interest method). The adoption of IFRS 15 for the recognition of interest income has no impact on the Group's accounting policy.

2.18 Leases

Group as lessee

The Group and the Company lease various assets such as buildings.

As lessee, under the previous accounting policy, the Group and the Company classified leases as operational or financial based on the assessment of whether all risks and benefits associated with ownership of an asset are transferred, regardless of the final transfer or non-transfer of title to that asset. In accordance with IFRS 16, the right to use the assets and lease obligations are recognized for most of the leases to which the lessee is contracted, except for low-value leases, the payments of which were recorded on a fixed basis in the profit and loss statement throughout the life of the lease. The Group depicts lease liabilities under the headings "Long-term Lease Liabilities" and "Short-term Lease Liabilities" in the Statement of Financial Position.

Significant accounting policies: Leases are recognized in the Statement of Financial Position as a right to use an asset and a lease obligation on the date the leased asset becomes available for use. Each rent is divided between the lease obligation and the interest, which is charged to profit or loss over the term of the lease, to obtain a fixed interest rate for the remainder of the financial obligation in each period.

Asset usage rights are first measured at their cost, and then reduced by the amount of accumulated depreciation and any impairment. The right of use is amortized in the shortest period between the useful life of the asset or its lease term, using the fixed method. The initial measurement of asset usage rights consists of the • amount of the initial measurement of the lease obligation,

• lease payments made on or before the commencement date, less the number of discounts or other incentives offered.

• initial costs directly linked to rent,

• restoration costs.

Finally, they are adjusted to specific remeasurements of the respective lease obligation.

Lease obligations are initially calculated at the present value of rents, not paid at the beginning of the lease. They are discounted at the imputed interest rate of the lease or, if this rate cannot be determined by the contract, at the differential lending rate (IBR). The differential borrowing rate is the cost that the lessee would have to pay to borrow the necessary capital to acquire an asset of similar value to the leased asset, in a similar economic environment and on similar terms and assumptions.

Lease obligations include the net present value of:

• fixed rents (including 'essentially' fixed rents),

• variable rents, which depend on an indicator,

• residual value, expected to be paid,

• the exercise price of a purchase option if the lessor is almost certain to exercise the option.

• penalties for terminating a lease if the landlord chooses this right.

After their initial measurement, lease obligations are increased by their financial costs and decreased by the payment of rents. Finally, they are reassessed when there is a change: a) in rents due to a change in an indicator, b) in the estimation of the amount of residual value expected to be paid, or c) in the evaluation of a purchase or extension option, which is relatively certain to be exercised, or an option to terminate the contract, which is relatively certain not to be exercised.

2.19 Distribution of dividends

Dividends distributed to Shareholders are presented as an obligation at the time they are approved by the General Meeting of Shareholders.

On October 5, 2022, by decision of the General Meeting, it was decided to distribute a dividend to the two shareholders, totaling five million five hundred sixty-two thousand seven hundred twenty-eight euros and forty-seven cents (€ 5,562,728.47), with the largest part of the liability being offset by Cash Facilities granted to the Company's shareholders by the latter.

2.20 Government subsidies

Government Grants are recognized in the Statement of Financial Position initially as deferred income when receipt of the grant is reasonably assured, and the Group will meet the requirements required.

Grants relating to Group expenses are recognized as other operating income on a systematic basis in the financial years in which the corresponding expenses are recognized. Grants related to the cost of acquiring Group assets are recognized as other operating income on a systematic basis according to the useful life of the asset.

2.21 Long-term receivables / liabilities

Long-term assets and liabilities that are interest-free or bear an interest rate lower than current market interest rates are shown at their net present value. Discount differences are presented as financial income expenses in the Profit and Loss Account of each financial year in which they arise.

2.22 Related Parties

Related party transactions and balances are presented separately in the Financial Statements. These related parties basically concern the main shareholders and the management of a company and/or its subsidiaries, companies with common ownership and/or management with the company and companies which are members of the same Group.

2.23 Capital management

The Group's policy is to maintain a strong capital base, to provide confidence on the part of investors and creditors and to support its future growth. The management monitors the own funds which it perceives in their entirety, apart from minority rights, so that the ratio of foreign (minus the company's deposits) to the company's own funds is approximately 3 to 1.

3. Financial risk management

3.1 Financial risk factors

a . Foreign exchange risk: There is no significant exposure to foreign exchange risk.

b . Credit risk: There is no exposure to significant credit risk.

C. Cash Flow and Interest Rate Risk: The Company and the Group are exposed to cash flow risk arising from a possible change in interest rates, which will positively or negatively differentiate cash inflows and/or outflows associated with assets and/or liabilities. The Group and the Company as at 31/12/2022 have no financial debt obligations.

***d*. Market Risk**: There is currently no significant exposure to market risks.

e. Liquidity Risk: The management of liquidity risk includes ensuring sufficient reserves and equivalents as well as ensuring creditworthiness through approved funding limits.

4. Significant accounting assessments and management judgments

The preparation of Financial Statements in accordance with IFRS requires estimates and assumptions that may affect the accounting balances of assets and liabilities, the disclosures required for contingent assets and liabilities at the date of preparation of the Financial Statements, as well as the amounts of income and expenses recognized during the accounting year.

The use of available information and the application of subjective judgement are integral elements for making assessments. Actual future results may differ from the above estimates, and any deviations may have a material impact on the Financial Statements. The Company makes estimates and assumptions about the development of future events. The most important considerations refer to the calculation of depreciation of fixed assets and grants, the calculation of tax liabilities and deferred taxes, the recovery of specific assets and the provision for the removal of equipment of production facilities. Management's assessments and judgments are under constant review based on historical data and expectations for future events deemed reasonable under the rules.

5. Capital structure

The Company and the Group ensure that their capital structure provides them, always, with full compliance with the applicable provisions of laws to which they are subject and the terms of the grant programs in which they have entered.

	Group		**Company**	
	1/1/2022-31/12/2022	**1/1/2021 - 31/12/2021**	**1/1/2022-31/12/2022**	**1/1/2021-31/12/2021**
Service sales	**-**	**-**	**10**	**12**
Total	**-**	**-**	**10**	**12**

6. Turnover (sales)

During the financial year, the Group recorded no sales, while the Company's sales concern the provision of administrative & consulting services to its subsidiary.

	Group		Company	
	01/01/2022-31/12/2022	01/01/2021-31/12/2021	01/01/2022-31/12/2022	1/1/2021-31/12/2021
Staff remuneration and costs	-	(47)	(48)	(47)
Third Party Benefits	-	(1)	(3)	(1)
Miscellaneous costs	-	(10)	(15)	(10)
Depreciation	-	(5)	(2)	(5)
Total	**-**	**(64)**	**(69)**	**(64)**

7. Cost of Sales

	GROUP		COMPANY	
	1/1/2022-31/12/2022	1/1/2021-31/12/2021	1/1/2022-31/12/2022	1/1/2021-31/12/2021
Staff remuneration and costs	(240)	(189)	(192)	(189)
Third Party Fees and Expenses	(489)	(321)	(125)	(115)
Third Party Benefits	(15)	(7)	(11)	(5)
Taxes – Fees	(12)	(12)	(3)	(2)
Miscellaneous costs	(80)	(43)	(64)	(43)
Depreciation	(11)	(22)	(9)	(19)
Predictions	-	(1)	-	(1)
Total	**(848)**	**(595)**	**(403)**	**(374)**

	GROUP		COMPANY	
Other costs:	1/1/2022-31/12/2022	1/1/2021-31/12/2021	1/1/2022-31/12/2022	1/1/2021-31/12/2021

Extraordinary and inorganic	(1.829)	-	(1.829)	-
Expenses for previous years	(13)	-	(12)	-
Other	-	(236)	-	(235)
Grand Total	**(1.843)**	**(236)**	**(1.841)**	**(235)**

During the financial year, the Company recognized an amount of € 1,826 for compensation and related accounted interest, € 1,596 and € 230 respectively, which are related to the adjudication of the Xasteria case.

Other revenue:

	GROUP		**COMPANY**	
-	**1/1/2022-31/12/2022**	**1/1/2021-31/12/2021**	**1/1/2022-31/12/2022**	**1/1/2021-31/12/2021**
Other revenue	**1**	**11**	**1**	**111**
Extraordinary profits (no contingent differences)	**4.490**	**-**	**4.450**	**-**
	-	**112**	**-**	**112**
Grand Total	**4.491**	**1142**	**4.450**	**1112**

The amount of € 4.5 mil. recognized by the Company in the heading of Other Income in 2022 concerns exempt income, and mainly concerns income of the Company from Income Tax refund due to exemption from capital gains tax on the transfer of participation titles, where on 29.12.2022 there was an approval decision for the refund of the amount of € 4.392.

10. Financial income / (expenses)

	Group		**Company**	
	1/1/2022-31/12/2022	**1/1/2021-31/12/2021**	**1/1/2022-31/12/2022**	**1/1/2021-31/12/20201**

Bank and related charges	**(6)**	**(9)**	**(6)**	**(9)**
Letters of guaranteed commissions	**-**	**(2)**	**-**	**(2)**
Leasing interest	**-**	**(2)**	**-**	**(2)**
Grand Total	**(7)**	**(13)**	**(7)**	**(13)**
Financial income:				
Credit interest and related income	**-**	**-**	**-**	**-**
Other financial income	**-**	**7**	**-**	**7**
Grand Total	**-**	**7**	**-**	**7**
Total Financial Expenses (net)	**(7)**	**(6)**	**(6)**	**(6)**

11. Impairment of participation in a subsidiary

Within 2021 proceeded to a comprehensive impairment test of its participation in the subsidiary company CITY ELECTRIC The impairment test carried out resulted in an impairment for this subsidiary of € 401 which was recognized in the profit and loss account of the parent company. The Company's participation in the subsidiary company on 31/12/2022 amounts to **€149, from € 300 on 31/12/2021.**

12. Income tax

The corporate income tax rate in Greece for the financial year ended 31 December 2022 amounts to 22% (2021: 22%).

The income tax for the fiscal year 2022 for the Group and the Company is zero.

The amount of € 4.5 mil. recognized by the Company in the heading of Other Income in 2022 concerns exempt income, as an amount of € 4,392 concerns income of the Company from an Income Tax refund due to exemption from capital gains tax on the transfer of participation titles, where on 29.12.2022 there was an approval decision for the refund of this amount,

All companies participating in the consolidation are based and file a tax return in Greece. Greek tax legislation and related provisions are subject to interpretation by the tax authorities. Income tax returns are filed with the tax authorities on an annual basis, but profits or losses declared for tax purposes remain temporarily pending until the tax authorities review the taxpayer's tax returns and books, at which time the relevant tax obligations will be finalized. Tax losses, to the extent that they are recognized by the tax authorities, may be used to offset profits for the five following the financial year to which they relate. The companies involved in the consolidation shall make provision for any additional taxes and charges that may result from future tax audits to the extent that those amounts can be reliably estimated.

According to POL.1006/2016, businesses for which a tax certificate is issued without marking violations of tax legislation are not exempted from tax inspection.

13. Commercial and Other Receivables

	GROUP		COMPANY	
	31/12/2022	**31/12/2021**	**31/12/2022**	**31/12/2021**
Customers	**6**	**13**	**6**	**13**
Receivables from the State	**4.722**	**312**	**4.590**	**275**
Suspense asset accounts	**4**	**3**	**4**	**4**
Other amounts receivable from affiliated enterprises	**-**	**1.352**	**323**	**1.522**
Advances to suppliers	**2**	**2**	**-**	**1**
Total	**4.734**	**1.681**	**4.922**	**1.814**

14. Cash and cash equivalents

	group		Company	
	31/12/2022	**31/12/2021**	**31/12/2022**	**31/12/2021**
Fund	36	18	35	18
Demand and time deposits	600	5.589	571	5.513
Total	**636**	**5.608**	**606**	**5.531**

Any differences in sums are due to rounding.

The cash represents cash in the Company's and the Group's coffers and bank deposits available on demand.

15. Tangible fixed assets

	Tangible Fixed Assets with right Use	
	Buildings	**Total**
Acquisition value	**58**	**58**
Accumulated depreciation	**(23)**	**(23)**
Depreciation value 01/01/22	**35**	**35**
1/1-31/12/2021		
Additions	**-**	**-**
Depreciation period	**(12)**	**(12)**
Reductions	**(58)**	**(58)**
Depreciation of Reductions	**35**	**35**
31/12/2022		
Acquisition value	**-**	**-**
Accumulated depreciation	**-**	**-**
Depreciation value 31/12/2022	**-**	**-**

16 Interests in subsidiaries and associates

The balance of the Company's holdings breaks down as follows:

Subsidiary	**31/12/2021**	**Share capital increase**	**Share capital reduction**	**Sale/write-down of interests**	**31/12/2022**
CITY ELECTRIC A.E.	300	250	-	(401)	149
TOTAL	**300**	**250**	**-**	**(401)**	**149**

The percentage participation of the Company in the above subsidiary on 31/12/2022 was as follows:

	Turnout	
Subsidiary name	**31/12/2022**	**31/12/2021**
CITY ELECTRIC A.E.	100,00%	100,00%

17. Share capital (All amounts in this note refer to Euro)

On December 31, 2022, the Company's Share Capital amounts to one million one hundred forty-three thousand two hundred and thirty-nine euros and eighty-eight cents (€1,143,239.88), divided into three million eight thousand five hundred twenty-six (3,008,526) common registered shares with a nominal value of thirty-eight-euro cents (€0.38) each.

18. Commercial and other obligations

	group		company	
	31/12/2022	**31/12/2021**	**31/12/2022**	**31/12/2021**
Affiliated enterprises (Note 21)	63	-	63	-
Suppliers	1.634	42	1.602	42
Supplier cheques payable	-	10	-	10
Accrued expenses	243	65	233	3
Miscellaneous creditors	1	1	1	1
Taxes-Fees	15	15	11	14
Insurance organizations	9	9	9	9
Total	**1.965**	**143**	**1.919**	**80**

19. Interest rate and liquidity risk

Interest rate risk

The Group and the Company do not show any borrowing as of 31 December 2022 and therefore there is no Interest Rate Risk.

- Liquidity Risk

The management of liquidity risk includes ensuring that there are sufficient reserves and equivalents as well as ensuring creditworthiness through approved funding limits.

20. Statutory reserve

According to the provisions of Greek company law, the creation of a regular reserve, with the annual transfer of an amount equal to 5% of the annual profit after tax, is mandatory until the amount of the reserve reaches 1/3 of the Share Capital. The statutory reserve is distributed only upon dissolution of the Company but may be offset against accumulated losses.

21. Related Party Transactions

The Company purchases goods and receives services from related parties, while also providing services to them. Related parties concern Companies that have common ownership and/or Management with the Company and its affiliates. Related parties are also the executives of the Management as well as the members of the Board of Directors. The table below analyzes the balances of the company's receivables and liabilities with the related parties as defined by IAS 24.

The Company

Requirements from:	**31/12/2022**	**31/12/2021**
CITY ELECTRIC A.E.	323	170
SAIBERONICA A.E.	-	4
FIRST ENERGY HOLDINGS AE	-	651
F.G. EUROPE A.E.	-	600
Total	**323**	**1.425**

Amounts owed to:	**31/12/2022**	**31/12/2021**
F.G. EUROPE A.E.	31	-
FIRST ENERGY HOLDINGS LTD	31	-
Total	**62**	**-**

Income:	**1/1/2022-31/12/2022**	**1/1/2021-31/12/2021**
CITY ELECTRIC A.E.	**10**	**12**
FIRST ENERGY HOLDINGS LTD	**-**	**6**
SAIBERONICA	**1**	**-**
Total:	**11**	**18**

Outcome:	**1/1/2022-31/12/2022**	**1/1/2021-31/12/2021**

SAIBERONICA A.E.	**(12)**	**(25)**
F.G. EUROPE A.E.	**(6)**	**(5)**
Total:	**(18)**	**(30)**

The Group

Requirements from:	**1/1/2022-31/12/2022**	**1/1/2021-31/12/2021**
F.G EUROPE A.E.	-	600
FIRST ENERGY HOLDINGS LTD	-	651
SAIBERONICA A.E.	-	4
Total	**-**	**1.255**

Amounts owed to:	**1/1/2022-31/12/2022**	**1/1/2021-31/12/2021**
F.G. EUROPE A.E.	31	-
FIRST ENERGY HOLDINGS LTD	31	-
Total	**62**	**-**

22. Provisions

A) Termination of service obligations

According to Greek labor law, employees are entitled to compensation in cases of dismissal or retirement, the amount of which is related to the remuneration of employees, the length of service and the manner of departure (dismissal or retirement). Employees who resign or are dismissed for good cause are not entitled to compensation. In particular, the compensation due in case of termination of a contract due to retirement and completion of 15 years of service with the same employer are as follows:

1) Termination of contract due to retirement

Employees who belong to the pension branch of any Insurance Organization, if they meet the conditions for a full old-age pension, if they are craftsmen, they can leave, and if they are employees, they can leave or be dismissed by the employer.

In these cases, they are entitled to 50% of the statutory redundancy pay if they do not have supplementary insurance or 40% if they do. Employees with a fixed-term contract who are dismissed or leave before their expiry to retire are also entitled to this reduced allowance. It is noted that the employer cannot dismiss a craftsman who has fulfilled the conditions for a full old-age pension, with payment of a reduced compensation. Only employees have this option.

2) With 15 years of service:

Employees who are linked to an employment relationship of indefinite duration and have completed 15 years of service with the same employer or the age limit provided by the relevant Insurance Organization and when there is no limit of 65 years of age, may leave their job with the consent of their employer, in which case they are entitled to receive 50% of the legal compensation.

The provision for severance pay is based on an independent actuarial study dated 31 December 2021 using the Projected Unit Credit method (IAS 19, par. 67). In addition, the possibility of voluntary departure of active officials was considered when drafting the study.

The account activity from 01/01/2022 to 31/12/2022 was as follows:

Accounting in accordance with IAS 19	**Group**		**Company**	
	2022	**2021**	**2022**	**2021**
Amounts recognized in the Statement of Financial Position				
Present value of unfunded liabilities	23	19	23	19
Net liability recognized in the statement of financial position	**23**	**19**	**23**	**19**
<u>Amounts recognized in the profit and loss statement</u>				
Current Employment Costs	3	1	3	1
Interest on liability	-	-	-	-
Total exit to income statement	**3**	**1**	**3**	**1**

Actuarial assumptions

Discount rate	3,53%	0,30%	3,53%	0,30%
Future salary increases 2023	-	-	-	-
2024-2026	1,00%	0,50%	1,00%	0,50%
2027-2029	2,00%	1,00%	2,00%	1,00%
2030+	3,30%	1,60%	3,30%	1,60%
Inflation	3,30%	1,70%	3,30%	1,70%
Expected remaining working life	10,24	11,24	10,24	11,24
Program Duration	3,7	3,01	3,7	3,01
Changes in net liability recognized in the statement of financial position				
Net liability at the beginning of the year	**19**	**17**	**19**	**17**
Total expenditure recognized in profit and loss account	3	1	3	1
Statement of actuarial (profit) and loss	1	-	1	-
Cost of staff transport	-	-	-	-
Net liability at year-end	**23**	**19**	**23**	**19**

The above results depend on the assumptions (economic and demographic) of the actuarial study. Thus, on the valuation date 31/12/2022:

1. If an interest rate higher by 0.1% had been used, then the Present Liability Value would have been 0.21% higher, while if it had been lowering by 0.1%, the actuarial liability would have been 0.20% lower.
2. If an assumption of a 0.1% higher remuneration increase had been used, then the Present Liability Value would have been 0.21% higher, while if it had been lowering by 0.1%, the actuarial liability would have been 0.18% lower.

As at 31/12/2022 the Group and the Company employ 4, as at 31/12/2021.

(b) Other provisions

In 2016, AEOLIAN ADERES S.A. (former subsidiary of the Group) was notified of a decision to modify the inclusion of the investment in the "Soros" area of Argolida, with a subsidy rate of 30% compared to the initially recognized 40%. The amount that may be required amounts to € (1.042) and is expected to be paid by RF Energy.

23. Commitments, contingent liabilities, and uncertainties

Disputes of any kind in dispute or under arbitration may not have a significant impact on the financial condition or operation of the Company.

The tax obligations of the Company are not final, as there are uncontrolled uses detailed in note 12**.**

24. SIGNIFICANT EVENTS AFTER THE DATE OF THE STATEMENT OF FINANCIAL POSITION

On January 30, 2023, the Regulatory Authority for Energy (RAE), notified to CITY ELECTRIC SINGLE MEMBER SA, a subsidiary of RF ENERGY SA, where the latter is the sole shareholder, the decision to cancel the license for the production of electricity from an offshore wind park with a total capacity of 498.15MW at the location "Plaka", in the sea area northeast of the island of Lemnos, of the Regional Unit of Lemnos. The company initially reserved its legal actions and then, after carefully examining all aspects, filed on March 28, 2023, an appeal to the Council of State, requesting the annulment of the decision of the Regulatory Authority for Energy (RAE), as well as the individual regulations of the provisions of article 174 of Law 4964/2022, where it approved a new plan of areas for the development of Offshore Wind Parks. The subsidiary company, through a precise argument, expects the full vindication of its actions.

On February 14, 2023, the amount of € 4,392,042.90 was deposited in NBG's current account, which is a tax refund due to exemption from capital gains tax on the transfer of participation titles, based on per. A' of para. 18 of article 66 of Law 4646/209, which applies to income earned from 01.01.2020 onwards. The company had applied to the Revenue Department of the Tax Office FAE Piraeus, on June 2, 2022, with No. Cfi. 509/22, in which it explained fully and clearly why it falls within that provision.

On March 1, 2023, at the Extraordinary General Meeting of the Shareholders of AEGEAN OFFSHORE WIND FARMS S.A., in which FIRST ENERGY HOLDINGS LTD participates, shareholder of the company with a percentage of 50%, it was unanimously decided to dissolve and liquidate the said company, which had been established on February 28, 2022. At the same meeting, the liquidators who will carry out the above operations were also unanimously appointed.