2022

MONACO RESOURCES
ANNUAL REPORT

MONACO RESOURCES

02 MONACO RESOURCES CONSOLIDATED FINANCIAL STATEMENTS

Please note that the use of rounded amounts and percentages may result in rounding differences of one unit (KEUR, %, etc.).

CONSOLIDATED STATEMENT OF PROFIT OR LOSS

(before appropriation of result)

EUR 1.000	Note	2022	2021
Continuing Operations			
Revenue	2	1 183 096	1 520 534
Cost of sales	2	-842 490	-1 145 847
Gross profit	**2**	**340 606**	**374 687**
Operating income and expenses			
Selling expenses	3	-16 197	-26 057
Administrative expenses	3	-172 067	-157 747
		-188 264	-183 804
Operating profit		**152 342**	**190 883**
Depreciation and amortization	3	-81 233	-91 278
Non-operating expenses			
Other non operating income and expenses	4	-21 647	-7 313
Financial income and expense	4	-67 547	-83 531
Net finance cost		**-89 193**	**-90 843**
Result before tax		**-18 084**	**8 762**
Income tax expense	5	-5 476	-10 845
Result from continuing operations		**-23 560**	**-2 083**
Result		**-23 560**	**-2 083**
Result attributable to:			
Equity holders of Monaco Resources Group S.A.M.		-21 224	-7 127
Non-controlling interests		-2 336	5 044
		-23 560	**-2 083**

CONSOLIDATED STATEMENT OF OTHER COMPREHENSIVE INCOME

EUR 1.000	2022	2021
Result	**-23 560**	**-2 083**
Other comprehensive income		
Revaluation PPE (note 6)	-24 886	-94
PPA adjustment Goodwill	14	-
Deffered Tax Liabilities	-	-
Translation differences foreign companies	-10 768	-10 421
Fair value changes	53 906	-2.470
Amortisation Offtakes	-	-823
Total comprehensive result	**-5 295**	**-15 891**
Total comprehensive result attributable to:		
Equity holders of Monaco Resources Group S.A.M.	-649	-21 162
Non-controlling interests	-4 646	5 271
Total result	**-5 295**	**-15 891**

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

(before appropriation of result)

EUR 1.000	Note	31/12/2022	31/12/2021
Assets			
Non-current assets			
Property plant and equipment	6	843 613	1 241 071
Intangible fixed assets	7	853 824	866 241
Financial fixed assets	8	41 845	122 991
Total non-current assets		**1 739 282**	**2 230 302**
Current assets			
Inventories	9	14 110	109 017
Receivables, prepayments and accrued income	10	265 852	211 887
Securities	11	100	73
Cash and cash equivalents	12	152 518	225 551
Total current assets		**432 580**	**546 528**
Total assets		**2 171 861**	**2 776 830**
Equity and liabilities			
Equity			
Share capital		30 000	30 000
Reserves and retained earnings		318 382	361 101
Equity attributable to the equity holders of MRG		348 382	391 101
Non-controlling interest		218 259	310 324
Total equity		**566 641**	**701 424**
Non-current liabilities			
Loans and borrowings	14	1 099 856	1 458 062
Provisions	14	5 385	8 638
Deferred tax liabilities	5	96 067	127 773
Total non-current liabilities		**1 201 308**	**1 594 474**
Current liabilities			
Current liabilities and accruals	14	403 913	480 931
Total current liabilities		**403 913**	**480 931**
Total equity and liabilities		**2 171 861**	**2 776 830**

CONSOLIDATED STATEMENT OF CASH FLOWS

(before appropriation of result)

EUR 1.000	31/12/2022	31/12/2021
Operating profit	**152 342**	**190 883**
Working capital changes		
- Movements trade receivables	-23 704	-7 478
- Movements inventories	94 907	-57 005
- Movements on other receivables and assets	-14 569	14 719
- Movements trade payables	24 617	17 568
- Movements other payables and liabilities	15 188	-19 168
- Movements Trade finance and other financing	-36 499	-32 463
	59 940	**-83 827**
Income tax paid	-4 929	-10 845
	-4 929	**-10 845**
Cash flow from operating activities	**207 353**	**96 211**
Investments in intangible fixed assets	-408	-10 590
Investments in property plant and equipment	-101 250	-85 370
Disposals of property plant and equipment	871	385
Acquisitions of group companies	-34 088	-
Disposals of group companies	-	-
Investments in other financial assets	2 154	12 228
Disposals of other financial fixed assets	90 371	-
Cash flow from investment activities	**-42 350**	**-107 803**
Proceeds from borrowings and leasing liabilities	85 945	396 494
Repayment of borrowings and leasing liabilities	-10 107	-156 445
Movements on loans receivable	-40 811	-34 381
Other finance income and expense	-21 647	-7 313
Interest received/paid	-67 547	-83 531
Cash flow from financing activities	**-54 166**	**114 824**
Exchange rate and translation differences on movements in cash	-115	-5 374
Deconsolidation effect	-183 756	
Movements in cash	**-73 033**	**97 858**
Cash and cash equivalents at 1 January 2022	225 551	
Cash and cash equivalents at 31 December 2022	152 518	

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

(before appropriation of result)

EUR 1.000	Issued share capital	Share premium	Revaluation reserve	Translation reserve	Other reserves	Result for the year	Legal entity share in group equity	Third-party share in group equity	Group Equity
2021									
Opening Balance	**30.000**	**20.094**	**112.714**	**5.275**	**236.119**	**-6.950**	**397.252**	**260.112**	**657.365**
Total comprehensive income and expense for the period									
Profit/(loss) for the period	-	-	-	-	-	-7.127	-7.127	5.044	-2.083
Revaluation Inventory (note 9)	-	-	-2.470	-	-	-	-2.470	-	-2.470
Amortization fixed assets (note 7)	-	-	-823	-	-	-	-823	-	-823
Revaluation PPE (note 6)	-	-	-97	-	-	-	-97	3	-94
Foreign currency translation differences	-	-	-4.373	-6.046	-226	-	-10.645	224	-10.421
Total comprehensive income and expense for the period	-	-	-7.763	-6.046	-226	-7.127	**-21.162**	5.271	**-15.891**
Other movements in equity									
Allocation of prior year result	-	-	-	-	-6.950	6.950	-	-	-
Capital increase	-	-	-	3.928	9.710	-	13.638	-2.124	11.514
Acquistions	-	-	-	-	1 372	-	1 372	52 149	53 521
Other movements in equity	-	-	-	-		-	-	-5 084	-5 084
Total other movements in equity	-	-	-	3.928	4.132	6.950	**15.010**	44.941	**59.951**
Total	**30.000**	**20.094**	**104.951**	**3.157**	**240.025**	**-7.126**	**391.101**	**310.323**	**701.424**
2022									
Opening Balance	**30.000**	**20.094**	**104.951**	**3.157**	**240.025**	**-7.126**	**391.101**	**310.323**	**701.424**
Total comprehensive income and expense for the period									
Profit/(loss) for the period	-	-	-	-	-	-21 224	-21 224	-2 336	-23 560
Revaluation of fixed assets (note 7)	-	-	3 920	-	-	-	3 920	-	3 920
Revaluation PPE (note 6)	-	-	-23 292	-	-	-	-23 292	-1 594	-24 886
Adjustment IFRS 3.48	-	-	-	-	14	-	14	-	14
Fair value changes	-	-	-	-	49 986	-	49 986	-	49 986
Foreign currency translation differences	-	-	-	-8 951	-1 101	-	-10 052	-716	-10 768
Total comprehensive income and expense for the period	-	-	-19 372	-8 951	48 899	-21 224	**-649**	-4 646	**-5 295**
Other movements in equity									
Allocation of prior year result	-	-	-	-	-7 126	7 126	-	-	-
Dividend	-	-	-	-	-	-	-	-3 156	-3 156
Acquisitions	-	-	-	-	9 779	-	9 779	8 956	18 735
Disposals	-	-	-	-	-48 346	-	-48 346	-93 697	-142 043
Other movements in equity	-	-	-	-	-3 502	-	-3 502	478	-3 024
Total other movements in equity	-	-	-	-	-49 195	7 126	**-42 069**	-87 419	**-129 488**
Total	**30 000**	**20 094**	**85 579**	**-5 794**	**239 728**	**-21 224**	**348 382**	**218 259**	**566 642**

NOTES TO THE FINANCIAL STATEMENTS

NOTE 1. ACCOUNTING POLICIES

1.1 Corporate information

The activities of Monaco Resources Group S.A.M. (“Monaco Resources” or "the Group" or “the Company”) and its group companies primarily consist of the marketing and production of agricultural commodities, operating infrastructure logistics and providing services. The Company has its legal seat at 2, rue de Lujerneta, 98000 Monaco, and is registered with the number 11S05525.

The Company was incorporated as a limited liability company under the laws of Monaco on 5 September 2011 for the purpose of establishing an industrial holding company. Its major shareholder is Cycorp First Investment Ltd. In Cyprus the financial statements of Cycorp First Investment Ltd. are available at the Chamber of Commerce of Cyprus.

The Company has its corporate headquarters in Monaco, which is also the seat of the group of legal entities. The consolidated annual accounts comprise the financial information of the Company and of its investments in which it exercises a controlling interest. These investments are fully included in the consolidation.

1.2 Statement of compliance

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards as adopted by the European Union, and its interpretations adopted by the International Accounting Standards Board (IASB), and are in compliance with the provisions of the laws in Monaco. The above Standards and Interpretations are collectively referred to as “IFRS” in these financial statements. The Company is exempted from its obligation to prepare consolidated financial statements. The Company-only financial statements are prepared in accordance with accounting principles applicable in Monaco and are presented and published separately from the consolidated financial statements. This statutory company-only annual report of the Company prevails over this annual report from a legal perspective. The objective of this report is to provide an overview of the activities of the Company and its subsidiaries.

The consolidated financial statements of the Group are prepared in accordance with IFRS as adopted by the European Union.

1.3 Basis of preparation

The consolidated financial statements are prepared on a going concern basis.

The logistics division has undertaken since 2022 a process to refinance its long-term debt, but the global economic environment and market perception of R-Logitech significantly affected the price volatility of its bond maturing in March 2023 and the take-up of a new bond issued by R-Logitech Finance SA, a fellow company in the Logistics division.

After Year End 2022 though, the Group initiated a funds-raising process advised by investment bank Perella Weinberg Partners (PWP) in order to refinance the bond obligation, and at same time called a Noteholder Meeting in advance of the upcoming maturity of the bond to extend bond’s term.

Noteholders meeting held on March 29th 2023 approved with majority above 97% the term extension to June 2024 for Notes 2018/2023, with an increase of coupon from 8,5% to 10,25%, capitalisation of interest due on March 29th 2023 and possibility of further maturity extension subject to certain conditions.

These events, being liquidity events postponing interest and debt payments, are securing the longevity of the Company, and, together with Group financials and Cash Flow projections driven - among others - by Euroports strong performance track, confirm Group’s ability to continue to adopt the going concern basis on accounting.

For the Agri division, the Group continues to maintains a high equity value of EUR 115m compared a net debt of EUR 24m. The bonds have a maturity in 2026.

On an operational level, the business has grown on a relative like-for-like basis (excluding the metals division). Turnover and EBITDA have grown in 2022 compared to 2021 (28% increase and 13% increase respectively).

The consolidated financial statements have been prepared on the historical cost basis except for certain properties and financial instruments that are measured at revalued amounts or fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability

NOTE 1.

in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these consolidated financial statements is determined on such a basis, except for:

- Measurements that have some similarities to fair value but are not fair value, such as net realizable value in IAS 2 or value in use in IAS 36.

- In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability either directly or indirectly; and

- Level 3 inputs are unobservable inputs for the asset or liability.

1.4 New and revised IFRSs

A number of amendments is effective for annual periods that begin on or after 1 January 2022 and have been adapted in preparing these consolidated financial statements. None of these amendments had a significant effect on the financial statements:

Amendments to IAS 16, IAS 37, IAS 41, IFRS 1 and IFRS 3.

The following new and revised IFRSs that are relevant for the Company have been issued but are not yet effective:

Amendment to IFRS 17 Insurance Contracts (applicable for annual periods beginning on or after 1 January 2023)

Amendments to IFRS 16 Leasing (applicable for annual periods beginning on or after 1 January 2024)

Amendments to IAS 12 Income Taxes (applicable for annual periods beginning on or after 1 January 2023)

Amendments to IAS 8 Accounting Policies, Changes in Accounting Estimates and Error (applicable for annual periods beginning on or after 1 January 2023)

Amendments to IAS 1 Presentation of Financial Statements (applicable for annual periods beginning on or after 1 January 2024)

The Directors have evaluated the impact that these new standards and interpretations and consider them as not material on the financial statements of the Company in the current version of IFRS.

1.5 Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities (including structured entities) controlled by the Company and its subsidiaries. Control is achieved when the Company:

- has power over the investee;
- is exposed or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

The Company reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

When the Company has less than a majority of the voting rights of an investee, it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally. The Company considers all relevant facts and circumstances in assessing whether or not the Company's voting rights in an investee are sufficient to give it power, including:

- the size of the Company's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- potential voting rights held by the Company, other

NOTE 1.

vote holders or other parties;
- rights arising from other contractual arrangements; and
- any additional facts and circumstances that indicate that the Company has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

Consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Specifically, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated statement of profit or loss and other comprehensive income from the date the Company gains control until the date when the Company ceases to control the subsidiary.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies.
All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the group are eliminated in full on consolidation.

Changes in the Group's ownership interests in subsidiaries that do not result in the Group losing control over the subsidiaries are accounted for as equity transactions. The carrying amounts of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognized directly in equity and attributed to owners of the Company.

When the Group loses control of a subsidiary, a gain or loss is recognized in profit or loss and is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), and liabilities of the subsidiary and any non-controlling interests. All amounts previously recognized in other comprehensive income in relation to that subsidiary are accounted for as if the Group had directly disposed of the related assets or liabilities of the subsidiary (i.e. reclassified to profit or loss or transferred to another category of equity as specified/permitted by applicable IFRSs).

The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under IAS 39, when applicable, the cost on initial recognition of an investment in an associate or a joint venture.

1.6 Business combinations

The Company transferred its metals and minerals business to its parent company and the disclosure reflects this change.

Acquisitions of businesses are accounted for using the acquisition method. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition-date fair values of the assets transferred by the Group, liabilities incurred by the Group to the former owners of the acquiree and the equity interest issued by the Group in exchange for control of the acquiree. Acquisition-related costs are generally recognized in profit or loss as incurred.

At the acquisition date the identifiable assets acquired and the liabilities assumed are recognized at their fair value except that:

- deferred tax assets or liabilities, and assets or liabilities related to employee benefit arrangements are recognized and measured in accordance with IAS 12 Income Taxes and IAS 19 respectively;

- liabilities or equity instruments related to share-based payment arrangements of the acquiree or share-based payment arrangements of the Group entered into to replace share-based payment arrangements of the acquiree are measured in accordance with IFRS 2 at the acquisition date; and

- assets (or disposal groups) that are classified as held for sale in accordance with IFRS 5 Non-current Assets Held for Sale and Discontinued Operations are measured in accordance with that Standard.

Goodwill is measured as the excess of the sum of the consideration transferred the amount of any non-controlling interest in the acquiree and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed. If, after reassessment, the net of the acquisition-date amounts of the identifiable assets acquired and liabilities assumed exceeds the sum of

NOTE 1.

the consideration transferred, the amount of any non-controlling interests in the acquiree and the fair value of the acquirer's previously held interest in the acquiree (if any), the excess is recognized immediately in profit or loss as a bargain purchase gain.

Non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation may be initially measured either at fair value or at the non-controlling interest proportionate share of the recognized amounts of the acquiree's identifiable net assets. The choice of measurement basis is made on a transaction-by-transaction basis. Other types of non-controlling interest are measured at fair value or, when applicable, on the basis specified in another IFRS.

When the consideration transferred by the Group in a business combination includes assets or liabilities resulting from a contingent consideration arrangement, the contingent consideration is measured at its acquisition-date fair value and included as part of the consideration transferred in a business combination. Changes in the fair value of the contingent consideration that qualify as measurement period adjustments are adjusted retrospectively, with corresponding adjustments against goodwill. Measurement period adjustments are adjustments that arise from additional information obtained during the "measurement period" (which cannot exceed one year from acquisition date) about facts and circumstances that existed at the acquisition date.

The subsequent accounting for changes in the fair value of the contingent consideration that do not qualify as measurement period adjustments depends on how the contingent consideration is classified. Contingent consideration that is classified as equity is not re-measured at subsequent reporting dates and its subsequent settlement is accounted for within equity. Contingent consideration that is classified as an asset or a liability is re-measured at subsequent reporting dates in accordance with IFRS 9, or IAS 37 Provisions, Contingent Liabilities and Contingent Assets, as appropriate, with the corresponding gain or loss being recognized in profit or loss.

When a business combination is achieved in stages, the Group's previously held equity interest in the acquiree is re-measured to its acquisition-date fair value and the resulting gain or loss, if any, is recognized in profit or loss. Amounts arising from interests in the acquiree prior to the acquisition date that have previously been recognized in other comprehensive income are reclassified to profit or loss where such treatment would be appropriate if that interest were disposed of.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period (see above), or additional assets or liabilities are recognized to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognized at that date.

1.7 Goodwill

Goodwill arising on an acquisition of a business is carried at cost as established at the date of acquisition of the business (see note 1.6.) less accumulated impairment losses, if any.

For the purposes of impairment testing, goodwill is allocated to each of the Group's cash-generating units (or groups of cash-generating units) that is expected to benefit from the synergies of the combination.

A cash-generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rate based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognized directly in profit or loss. An impairment loss recognized for goodwill is not reversed in subsequent periods.

On disposal of the relevant cash-generating unit, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

1.8 Investments in associates and joint ventures

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decision about the relevant activities require unanimous consent of the parties sharing control. The results and assets and liabilities of associates or joint ventures are incorporated in these consolidated financial statements

NOTE 1.

using the equity method of accounting, except when the investment, or a portion thereof, is classified as held for sale, in which case it is accounted for in accordance with IFRS 5. Under the equity method, an investment in an associate or a joint venture is initially recognized in the consolidated statement of financial position at cost and adjusted thereafter to recognize the Group's share of the profit or loss and other comprehensive income of the associate or joint venture. When the Group's share of losses of an associate or a joint venture exceeds the Group's interest in that associate or joint venture (which includes any long-term interest that, in substance, form part of the Group's net investment in the associate or joint venture), the Group discontinues recognizing its share of further losses. Additional losses are recognized only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate or joint venture.

An investment in an associate or joint venture is accounted for using the equity method from the date on which the investee becomes an associate or a joint venture. On acquisition of the investment in an associate or a joint venture, any excess of the cost of the investment over the Group's share of the net fair value of the identifiable assets and liabilities of the investee is recognized as goodwill, which is included within the carrying amount of the investment. Any excess of the Group's share of the net fair value of the identifiable assets and liabilities over the cost of the investment, after reassessment, is recognized immediately in profit or loss in the period in which the investment is acquired.

The requirements of IFRS 9 are applied to determine whether it is necessary to recognize an impairment loss with respect to the Group's investment in an associate or a joint venture. When necessary, the entire carrying amount of the investment (including goodwill) is tested for impairment in accordance with IAS 36 Impairment of Assets as a single asset by comparing its recoverable amount (higher of value in use and fair value less costs to sell) with its carrying amount. Any Impairment loss recognized forms part of the carrying amount of the investment.

Any reversal of that impairment loss is recognized in accordance with IAS 36 to the extent that the recoverable amount of the investment subsequently increases.

The Group discontinues the use of the equity method from the date when the investment ceases to be an associate or a joint venture or when the investment is classified as held for sale. When the group retains an interest in the former associate or joint venture and the retained interest is a financial asset, the Group measures the retained interest at fair value at that date and the fair value is regarded as its fair value on initial recognition in accordance with IFRS 9. The difference between the carrying amount of the associate or joint venture at the date the equity method was discontinued, and the fair value of any retained interest and any proceeds from disposing of a part interest in the associate or joint venture is included in the determination of the gain or loss on disposal of the associate or joint venture. In addition the Group accounts for all amounts previously recognized in other comprehensive income in relation to that associate or joint venture on the same basis as would be required if that associate or joint venture had directly disposed of the related assets or liabilities. Therefore, if a gain or loss previously recognized in other comprehensive income by that associate or joint venture would be reclassified to profit or loss on the disposal of the related assets or liabilities, the Group reclassifies the gain or loss from equity to profit or loss (as a reclassification adjustment) when the equity method is discontinued.

The Group continues to use the equity method when an investment in an associate becomes an investment in a joint venture or an investment in a joint venture becomes an investment in an associate. There is no re-measurement to fair value upon such changes in ownership interests.

When the Group reduces its ownership interest in an associate or a joint venture but the Group continues to use the equity method, the Group reclassifies to profit or loss the proportion of the gain or loss that had previously been recognized in other comprehensive income relating to that reduction in ownership interest if that gain or loss would be reclassified to profit or loss on the disposal of the related assets or liabilities.

When a group entity transacts with an associate or a joint venture of the Group, profits and losses resulting from the transactions with the associate or joint venture are recognized in the Group's consolidated financial statements only to the extent of interest in the associate or joint venture that are not related to the Group.

1.9 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable. Revenue is reduced for estimated customer returns, rebates and other similar allowances.

NOTE 1.

The majority of the Group's revenue is recognized when the goods are delivered and titles have passed, at which time all the following conditions are satisfied:

- the Group has transferred to the buyer the significant risks and rewards of ownership of the goods;
- the Group retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amounts of revenue can be measured reliably;
- it is probable that the economic benefits associated with the transaction will flow to the Group;
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

The Group has one type of revenue that derives from arrangements with performance obligations satisfied over time (contract based assets) in accordance with IFRS 15. The method of this specific revenue recognition is described in note 1.5 and note 2.2.

1.10 Leasing

For any new contracts entered into on or after 1 January 2021, the Group evaluates whether a contract is, or contains a lease. A lease is defined as a contract, or part of a contract, that contains the right to use an asset for a period of time in exchange for consideration to be payed.

To apply this definition the Group assesses whether the contract meets three key evaluations of IFRS 16:

- the contract contains an identified asset, which is either explicitly identified in the contract or implicitly specified by being identified at the time the asset is made available.

- the Group has the right to obtain substantially all of the economic benefits from use of the identified asset in the period of use, considering its rights within the defined scope of the contract the Group has the right to direct the use of the identified asset throughout the period of use.

- the Group assesses whether it has the right to direct 'how and for what purpose' the asset is used in the period of use.

At lease commencement date, the Group recognises a right-of-use asset and a lease liability on the balance sheet. The right-of-use asset is measured at cost, which is made up of the following costs:

- the initial measurement of the lease liability,
- any initial direct costs incurred by the Group,
- an estimate of any costs to dismantle and remove the asset at the end of the lease, and
- any lease payments made in advance of the lease commencement date net of incentives.

The Group depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term.
The Group also assesses the right-of-use asset for impairment when such indicators exist.
At the beginning of leasing date, the Group measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease. The Group uses an incremental borrowing rate if the implicit rate is not available.

Lease payments included in the measurement of the lease liability are made up of the following:

- fixed payments
- variable payments based on an index or rate,
- amounts expected to be payable under a residual value guarantee and
- payments arising from options reasonably certain to be exercised.

Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments.

When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero.

The Group has decided to choose for the possibility of IFRS 16 to account for short-term leases and leases of low-value assets using the practical expedients. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these are recognised as an expense in profit or loss on a straight-line basis over the lease term.

On the statement of financial position, right-of-use assets have been included in property, plant and equipment and lease liabilities have been included in loans and borrowings or current liabilities and accruals.

NOTE 1.

1.11 Foreign currencies

In preparing the financial statements of each individual group entity, transactions in currencies other than the entity's functional currency (foreign currencies) are recognized at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical costs in a foreign currency are not retranslated.

Exchange differences on monetary items are recognized in profit or loss in the period in which they arise except for:

- Exchange differences on foreign currency borrowings relating to assets under construction for future reductive use which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings.

- Exchange differences on transactions entered into in order to hedge foreign currency risks.

- Exchange differences on monetary items receivable from or payable to a foreign operation for which settlement is neither planned nor likely to occur in the foreseeable future therefore forming part of the net investment in the foreign operation), which are recognized initially in other comprehensive income and reclassified from equity to profit or loss on repayment of the monetary items.

For the purposes of presenting these consolidated financial statements, the assets and liabilities of the Group's foreign operations are translated into Euros using exchange rates prevailing at the end of each reporting period. Income and expense items are translated at the average exchange rates for the period, unless exchange rates fluctuate significantly during that period, in which case the exchange rates at the dates of the transactions are used. Exchange differences arising, if any, are recognized in other comprehensive income and accumulated in equity (and attributed to non-controlling interests as appropriate).

On the disposal of a foreign operation (i.e. disposal of the Group's entire interest in a foreign operation, or a disposal involving loss of control over a subsidiary that includes a foreign operation, or a partial disposal of an interest in a joint arrangement or an associate that includes a foreign operation of which the retained interest becomes a financial asset) all of the exchange differences accumulated in equity in respect of the operation attributable to the owners of the Company are reclassified to profit or loss.

In relation to a partial disposal of a subsidiary that includes a foreign operation that does not result in the Group losing control over the subsidiary, the proportionate share of accumulated exchange differences are re-attributed to non-controlling interests and are not recognized in profit or loss. For all other partial disposals (i.e. partial disposals of associates or joint arrangements that do not result in the Group losing significant influence or joint control), the proportionate share of the accumulated exchange differences is reclassified to profit or loss.

Goodwill and fair value adjustments to identifiable assets acquired and liabilities assumed through acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the rate of exchange prevailing at the end of each reporting period. Exchange differences arising are recognized in other comprehensive income.

1.12 Retirement benefit costs and termination benefits

Payments to defined contribution retirement benefit plans are recognized as an expense when employees have rendered service entitling them to the contributions.

1.13 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from "profit before tax" as reported in the consolidated statement of profit or loss and other comprehensive income, because items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Group's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax used in the computation of taxable

NOTE 1.

profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognized if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognized if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognized for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary differences will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognized to the extent that it is probable that there will be sufficient taxable profits against which to utilize the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized., based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the consequences that would follow from the manner in which the Group expects at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Current and deferred tax are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination the tax effect is included in the accounting from the business combination.

1.14 Property, plant and equipment and Intangible fixed assets

Property, plant and equipment are stated at cost, being the fair value of the consideration given to acquire or construct the asset, including directly attributable costs required to bring the asset to the location or to a condition necessary for operation and the direct cost of dismantling and removing the asset, less accumulated depreciation and any accumulated impairment losses.

Intangible assets include goodwill.

Property, plant and equipment (with the exception of land and buildings) are depreciated to their estimated residual value over the estimated useful life of the specific asset concerned. Identifiable intangible assets with a finite life are amortized on a straight-line basis and/or in accordance with the unit-of-production method ("UOP") over their expected useful life. Reference is made to note 1.24 for more details on the application of the UOP method. Goodwill is not amortized. Land and buildings are valued at Fair Value in accordance with IFRS 13 and changes are accounted for in other comprehensive income.

The major categories of property, plant and equipment (with the exception of land and buildings) and intangible assets are depreciated/amortized on a UOP and/or straight-line basis as follows (per annum):

Land:	Fair value model
Buildings:	0%
Plant and Equipment:	10% - 33%
Other operating assets:	up to 10%

Assets under finance leases, where substantially all the risks and rewards of ownership transfer to the Group as lessee, are capitalized and depreciated over their expected useful lives on the same basis as owned assets or, where shorter, the term of the relevant lease. All other leases are classified as operating leases, the expenditures for which are charged against income over the accounting periods covered by the lease term.

NOTE 1.

1.15 Biological assets

Monaco Resources Group includes, in its consolidated financial statements, land for the cultivation of vanilla and spices measured at fair value. Through the long lifecycle and harvest cycle a fair value approach according to IFRS respective IAS 41 was not applicable in the previous years. In the financial year 2021 significant progress was made and therefore it became apparent that Agro Natural Resources Madagascar S.A. has to account for their biological assets according to IAS 41. It is the Group's position that the vanilla plant has to be separated into a bearer plant part (vanilla tendril) and biological assets / agricultural produce.

The vanilla tendril as a bearer plant falls within the scope of IAS 16 with the result that the initial recognition of the vanilla tendril has to be accounted at cost. The initial recognition is finished after the bearer plant is classified by the Group as ready to use. The subsequent measurement of the vanilla tendril is initial recognition less amortization measured over the useful lifetime. As a consequence, all costs relating to the vanilla tendril are classified as maintenance cost.

The Group recognizes the vanilla beans as a biological asset, as vanilla beans are a biological asset, which are not classified as a bearer plant and clearly identifiable on the bearer plant. Also the entity controls the asset as a result of past events, if the company will have probable future economic benefits, and the fair value or cost of the asset can be measured reliably. Therefore the company has to value the not harvested vanilla beans on initial recognition at fair value (market value) less estimated costs to sell. The Group accounted for the profit resulting from fair value measurement of the not harvested vanilla beans since the financial year 2021. The gain on recognition of these biological assets at fair value less costs to sell is included in profit or loss (other financial income, see note 4). The vanilla beans will be subsequently measured at fair value less estimated costs to sell at the point of harvest or a subsequent reporting period.

1.16 Impairment

At the end of each reporting period the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

When a reasonable and consistent basis can be identified, Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually and whenever there is an indication that the asset may be impaired.

The recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount the carrying amount of the asset (or cash generating unit) is reduced to its recoverable amount.

An impairment loss is recognized immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash generating unit) is increased to the revised estimate of its recoverable amount but so that the increased carrying amount, does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years.

A reversal of an impairment loss is recognized immediately in profit or loss unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

1.17 Inventories

Production Inventories are stated at the lower of cost and net realizable value. Costs of inventories are determined on a first-in-first-out basis. Net realizable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

The Marketing inventories are stated at Fair Value less costs to sell.

1.18 Provisions

Provisions are recognized when the Group has a present obligation as a result of a past event it is probable that

NOTE 1.

the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all the economic benefits required to settle a provision are expected to be recovered from a third party a receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

1.19 Financial instruments

Financial assets and financial liabilities are recognized when a group entity becomes a party to the contractual provisions of the instruments.

Since 1 January 2018 the Group classifies its financial instruments as either financial assets at amortised cost, at fair value through other comprehensive income (FVTOCI) or at fair value through profit or loss (FVTPL). The classification depends on the Group´s business model for managing the financial assets and contractual terms of the cash flows.

Amortised cost : Assets that are held for collection of contractual cash flows represent solely payments of principal and interest. Interest income from those financial is included in finance income.

FVTOCI : Assets that are held for collection of contractual cash flows and for selling the financial assets, where the cash flows of the assets represent solely payments of principal and interest.Interest income from these financial assets is included in finance income using the effective interest rate method. Unrealized gains or losses are recorded as a fair value adjustment in the consolidated statement of comprehensive income and transferred to the consolidated income statement when this financial asset is sold. Exchange gains and losses and impairments related to these financial assets are immediately recognized in the consolidated income statement.

FVTPL : Assets that do not meet the criteria for amortised cost or FVTOCI. Changes in fair value of financial instruments at FVPL are immediately recognized in the consolidated income statement.

Listed redeemable notes held by the Group that are traded in an active market are classified as FVTPL and are stated at fair value at the end of each reporting period. Changes in the carrying amount of FVTPL monetary financial assets relating to changes in foreign currency rates, interest income calculated using the effective interest method and dividends on FVTPL equity investments are recognized in profit or loss. Other changes in the carrying amount of FVTPL financial assets are recognized in other comprehensive income and accumulated under the heading of investments revaluation reserve. When the investment is disposed of or is determined to be impaired, the cumulative gain or loss previously accumulated in the investments revaluation reserve is reclassified to profit or loss.

Dividends on FVTPL equity instruments are recognized in profit or loss when the Group's right to receive the dividends is established.

The fair value of FVTPL monetary financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate prevailing at the end of the reporting period. The foreign exchange gains and losses that are recognized in profit or loss are determined based on the amortised cost of the monetary asset. Other foreign exchange gains and losses are recognized in other comprehensive income.

FVTPL equity investments that do not have a quoted market price in an active market and whose fair value cannot be reliably measured and derivatives are linked to and must be settled by delivery of such unquoted equity investments are measured at cost less any identified impairment losses at the end of each reporting period.

Financial assets are initially recognised at fair value on the trade date, including, in the case of instruments not recorded at fair value through profit or loss, directly attributable costs. Other investments, provisionally priced trade receivables and derivates are carried at fair value. Trade receivables (without provisional price features), loans and other receivables are carried at amortised cost adjusted for any loss allowance.

Financial liabilities (except derivates and liabilities with provisional price features) are initially recognised at fair value of consideration received net of transaction costs as appropriate and subsequently carried at amortised cost. Derivates and financial liabilities including provisional price features are carried at FVTPL.

1.20 Impairment of financial assets

Financial assets, other than those at FVTPL, are

NOTE 1.

assessed for indicators of impairment at the end of each reporting period. Financial assets are considered to be impaired when there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been affected.

For FVTPL equity investments, a significant or prolonged decline in the fair value of the security below its cost is considered to be objective evidence of impairment. For all other financial assets, objective evidence of impairment could include:

- Significant financial difficulty of the issuer or counterparty; or
- Breach of contract, such as a default or delinquency in interest or principal payments; or
- It becoming probable that the borrower will enter bankruptcy or financial reorganization; or
- The disappearance of an active market for that financial asset because of financial difficulties.

For certain categories of financial assets, such as trade receivables assets are assessed for impairment on a collective basis even if they were assessed not to be impaired individually. Objective evidence of impairment for a portfolio of receivables could include the Group's past experience of collecting payments, an increase in the number of delayed payments in the portfolio past the average credit period, as well as observable changes in national or local economic conditions that correlate with default on receivables.

A loss allowance for expected credit losses is determined for all financial assets, other than those at FVTPL, at the end of each reporting period. The expected credit loss recognised represents a probability-weighted estimate of credit losses over the expected life of the financial instrument. The Group applies the simplified approach to measure the loss allowance for trade receivables classified as amortised cost using the lifetime expected loss provision. The expected credit loss on trade receivables is estimated using a provision matrix by reference to past default experience and an equivalent credit rating, adjusted as appropriate for current observable data and forward-looking information. For all other financial assets at amortised cost the Group recognises lifetime expected credit losses when there has been a significant increase in credit risk since initial recognition.

For financial assets carried at amortised cost, the amount of the impairment loss recognized is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate.

For financial assets that are carried at cost, the amount of the impairment loss is measured as the difference between the asset's carrying amount and the present value of the estimated future cash flows discounted at the current market rate of return for a similar financial asset. Such impairment loss will not be reversed in subsequent periods.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade receivables, where the carrying amount is reduced through the use of an allowance account.

When a trade receivable is considered uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognized in profit or loss.

For financial assets measured at amortised cost, if, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, the previously recognized impairment loss is reversed through profit or loss to the extent that the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognized.

In respect of FVTPL equity securities, impairment losses previously recognized in profit or loss are not reversed through profit or loss. Any increase in fair value subsequent to an impairment loss is recognized in other comprehensive income and accumulated under the heading of investments revaluation reserve. In respect of FVTPL debt securities, impairment losses are subsequently reversed through profit or loss if an increase in the fair value of the investment can be objectively related to an event occurring after the recognition of the impairment loss.

1.21 De-recognition of financial assets and financial liabilities

The Group derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to

NOTE 1.

control the transferred asset, the Group recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

On de-recognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognized in other comprehensive income and accumulated in equity is recognized in profit or loss.

On de-recognition of a financial asset other than its entirety (e.g. when the Group retains an option to repurchase part of a transferred asset), the group allocates the previous carrying amount of the financial asset between the part it continues to recognize under continuing involvement, and the part it no longer recognizes on the basis of the relative fair values of those parts on the date of the transfer.

The difference between the carrying amount allocated to the part that is no longer recognized and the sum of the consideration received for the part no longer recognized and any cumulative gain or losses allocated to it that had been recognized in other comprehensive income is recognized in profit or loss. A cumulative gain or loss that had been recognized in other comprehensive income is allocated between the part that continues to be recognized and the part that is no longer recognized on the basis of the relative fair values of those parts.

The Group derecognizes financial liabilities when, and only when, the Group's obligations are discharged, cancelled or they expire. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in profit or loss.

1.22 Derivatives and hedging activities

Derivative instruments, which mainly include contracts to sell or purchase commodities that do not meet the own use exemption, as well as FX derivatives to a minor extend, are initially recognised at fair value when the Company becomes a party to the contractual provisions of the instrument and are subsequently re-measured to fair value at the end of each reporting period. Fair values are determined using quoted market prices, dealer price quotations or using models and other valuation techniques, the key inputs for which include current market and contractual prices of the underlying instrument, time to expiry, yield curves, volatility of the underlying instrument and counterparty risk.

Gains and losses on derivative instruments for which hedge accounting is not applied, other than the revenue adjustment mechanism embedded within provisionally priced sales, are recognized in cost of goods sold.

Those derivatives qualifying and designated as hedges are either
(i) a Fair Value Hedge of the change in fair value of a recognized asset or liability or an unrecognized firm commitment, or
(ii) a Cash Flow Hedge of the change in cash flows to be received or paid relating to a recognized asset or liability or a highly probably transaction.

A change in the fair value of derivatives designated as a Fair Value Hedge is reflected together with the change in the fair value of the hedged item in the statement of income.

A change in the fair value of derivatives designated as a Cash Flow Hedge is initially recognized as a cash flow hedge reserve in shareholders' equity. The deferred amount is then released to the statement of income in the same periods during which the hedged transaction affects the statement of income. Hedge ineffectiveness is recorded in the statement of income when it occurs.

When a hedging instrument expires or is sold, or when a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss existing in equity at that time remains in shareholders' equity and is recognized in the statement of income when the committed or forecast transaction is ultimately recognized in the statement of income.

A derivative may be embedded in a "host contract". Such combinations are known as hybrid instruments and at the date of issuance, the embedded derivative is separated from the host contract and accounted for as a stand-alone derivative if the criteria for separation are met. The host contract is accounted for in accordance with its relevant accounting policy.

1.23 Critical accounting policies, key judgments and estimates

The preparation of the consolidated financial statements requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities as well as the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period.

The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual outcomes could differ from those estimates.

NOTE 1.

The Company has identified the following areas as being critical of understanding the Company's financial position as they require management to make complex and/or subjective judgments and estimates about matters that are inherently uncertain:

Depreciation and amortization of property plant and equipment

Certain plant and equipment are depreciated/ amortized using UOP rate of depreciation/amortization, and therefore the annual charge to operations, can fluctuate from initial estimates.

Impairments

Investments in Associates and other investments, advances, and loans and property, plant and equipment, and intangible assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying value may not be fully recoverable or at least annually for goodwill and other indefinite life intangible assets.

If an asset's recoverable amount is less than the assets' carrying amount, an impairment loss is recognized. Future cash flow estimates which are used to calculate the asset's fair value are based on expectations about future operations primarily comprising estimates about production and sales volumes, commodity prices, reserves and resources, operating rehabilitations and restoration costs and capital expenditures. Changes in such estimates could impact recoverable values of these assets.

Estimates are reviewed regularly by management.

Valuation of derivative instruments

Derivative instruments are carried at fair value and the company evaluates the quality and reliability of the assumptions and data used to measure fair value in the three hierarchy levels, Level 1, 2 and 3, as prescribed by IFRS 7.

Fair values are determined in the following ways: externally verified via comparison to quoted market prices in active markets (Level 1); by using models with externally verifiably inputs (Level2); or using alternative procedures such as comparison to comparable instruments and/or using models with unobservable market inputs requiring the Company to make market based assumptions (Level 3).

Provisions

The amount recognized as a provision, including tax, legal, restoration and rehabilitation, contractual and other exposures or obligations is the best estimate of the consideration required to settle the related liability, including any related interest charges, taking into account the risks and uncertainties surrounding the obligation. The Group assesses its liabilities and contingencies based upon the best information available, relevant tax laws and other appropriate requirements.

Fair Value measurements

In addition to recognizing derivative instruments at fair value, as discussed above, an assessment of fair value of assets and liabilities is also required in accounting for other transaction most notably, business combinations and disclosures related to fair values of marketing

inventories, financial assets and liabilities. In such instances, fair value measurements are estimated based on the amounts for which the assets and liabilities could be exchanged at the relevant transaction date or reporting period end, and are therefore not necessarily reflective of the likely cash flow upon actual settlements. Where fair value measurements cannot be derived from publicly available information, they are estimated using models and other valuation methods. To the extent possible, the assumptions and inputs take into account externally verifiable inputs. However, such information is by nature subject to uncertainty; particularly where comparable market based transactions rarely exist. The company applies the fair value model to its agricultural land assets for which valuations are obtained using generally accepted valuation techniques that have been reviewed and approved by third party experts.

Extension options for leases

When the Group has the option to extend a lease, management uses its judgement to determine whether or not an option would be reasonably certain to be exercised. The Group's Management considers all facts and circumstances including their past practice, experience and any cost that will be incurred in the future to change the lease asset if an option to extend is not taken. Based on these evaluation management decides and determine the lease term. No potential lease payments have been excluded in the lease liabilities as management is reasonably certain that all the extension options will be exercised.

NOTE 2. SEGMENT INFORMATION

2.1 General

The Company is organized in two divisions, Agribusiness and Infrastructure & Logistics. This structure is used by management to assess the performance of the Company.

The Agribusiness division consists of two distinct business streams – agriculture and food processing. Under Agribusiness, the Group is developing a number of agricultural farming projects in Africa. In the food-processing business, the Group has acquired existing food production facilities.

The Infrastructure & Logistics division, headed by R-Logitech S.A.M., focuses on ports & terminals, Logistics Services, Bulk Handling, Bagging, transportation and technology. The Infrastructure & Logistics division is helping to maintain the crucial supply chains worldwide. R-Logitech is focussed on handling essential commodities (fresh foods, agribulk, fertilisers, sugar, paper and pulp) and its facilities are primarily destinated to bulk and break bulk handling worldwide.

The Company transferred its metals and minerals business to its parent company and the disclosure reflects this change.

2.2 Segment Revenues and Results

The following is an analysis of the Group's revenue and gross profit ("GM") from continuing operations by reportable segment.

	Revenue		GM		Operating Profit		Adjusted EBITDA	
EUR 1.000	2022	2021	2022	2021	2022	2021	2022	2021
- Metals and Minerals	-	600 882	-	77 961	-	56 225	-	57 832
- Infrastructure and Logistics	1 160 218	896 930	330 116	282 574	150 916	134 329	158 416	140 329
- Agribusiness and other	22 878	22 722	10 490	14 152	1 426	329	1 426	329
Total	**1 183 096**	**1 520 534**	**340 606**	**374 687**	**152 342**	**190 883**	**159 842**	**198 490**

Segment revenue reported above represents revenue generated from external customers. Apart from service fees charged between entities for services provided, there were no inter-segment sales in the current year.

The accounting policies of the reportable segments are the same as the Group's accounting policies described in note 1.

NOTE 2.

2.3 Segment Assets and Liabilities

The following is an analysis of the Group's assets and liabilities by reportable segment.

	Assets		Liabilities	
EUR 1.000	2022	2021	2022	2021
- Metals and Minerals	-	795 309	-	576 219
- Infrastructure and Logistics services	1 911 664	1 718 304	1 421 827	1 266 785
- Agribusiness and others	260 950	263 217	184 146	232 401
Total	**2 172 614**	**2 776 830**	**1 605 973**	**2 075 405**

	Depreciation and amortization		Additions to non-current assets	
EUR 1.000	2022	2021	2022	2021
- Metals and Minerals	-	10 964	-	192 071
- Infrastructure and Logistics services	78 909	80 041	109 026	41 057
- Agribusiness and others	2 324	273	381 995	4 936
Total	**81 233**	**91 278**	**491 021**	**238 064**

The additions to non-current assets in the marketing division also include the additions of financial instruments as reported in Note 8 Financial Fixed Assets. It is included in this overview, as it is a significant position that is reported to management on a regular basis.

2.4 Geographical Information

The Group operates globally and operations are managed by the following geographical analysis:

	Revenue		GM		Non-Current assets	
EUR 1.000	2022	2021	2022	2021	2022	2021
Region						
Europe	881 289	1 199 423	271 586	289 201	1 331 963	1 564 152
Rest of the World	301 807	321 111	69 019	85 485	407 319	666 150
Total	**1 183 096**	**1 520 534**	**340 606**	**374 687**	**1 739 282**	**2 230 302**

The allocation of revenue is based on the country of incorporation of the sales counterparty. This may not necessarily be the country of the counterparty's ultimate parent and/or final destination of product. None of the Group's customers contribute over 10% of revenue.

NOTE 3. INCOME AND EXPENSES

EUR 1.000	31/12/2022	31/12/2021
Selling expenses		
Personnel	10 807	21 639
Sales and marketing expenses	5 390	4 418
Total selling expenses	**16 197**	**26 057**
Administrative expenses		
Personnel	100 564	86 677
Professional services fees	10 889	15 076
Facilities and offices	21 626	19 859
Other operating expenses	38 987	36 135
Total administrative expenses	**172 067**	**157 747**
Total operating expenses	**188 264**	**183 804**
Breakdown: depreciation and amortization		
Property Plant and Equipment	26 888	32 778
Intangible assets	18 203	11 875
Financial fixed assets	-	4 865
right-of-use assets	35 380	41 759
Impairment of stock	-	-
Total depreciation and amortization	**80 471**	**91 278**
Allocated to production costs	-762	-
As included in administrative expenses	**81 233**	**91 278**

The average number of employees of the Group during the year, converted to full-time equivalents was 4.199 of which 49 are employed in Monaco. In the personnel expenses an amount of EUR 7.298 thousand related to social security premiums and an amount of EUR 893 thousand related to pension premiums are included.

Furthermore expenses for expected loss assurance in amount of EUR 19 thousand are included in the other financial income and expenses.

Other operating expenses include a loss on recognition of biological assets at fair value less costs to sell with an amount of EUR -28 thousand (reference is made to note 1.15 and note 6).

NOTE 4. FINANCIAL INCOME AND EXPENSES

EUR 1.000	2022	2021
Financial income and expense		
Other interest income and similar income	4 026	4 296
Interest expenses and similar charges	-60 137	-77 387
Interest expense for leasing arrangements	-11 436	-10 439
Other non operating income and expenses	-20 742	-12 414
Total financial income and expense	**-88 288**	**-95 944**
Income from foreign exchange		
Forex gains	147	5 746
Forex losses	-1 052	-645
Total income from foreign exchange	**-905**	**5 101**
Total financial income and expense	**-89 193**	**-90 843**

NOTE 5. TAXATION

Income taxes consist of the following:

EUR 1.000	**2022**	**2021**
Current income tax expense	1 283	5 932
Deferred income tax	-6 759	-16 777
Total income tax expense	**-5 476**	**-10 845**

EUR 1.000	**2022**		**2021**	
	%	**EUR**	**%**	**EUR**
Taxable result		-18 084		8 762
Tax burden based on Monegasque nominal rate	30,0%	-5 425	30,0%	2 629
Tax differences.		10 902		8 216
Taxation on result on ordinary activities	**-330,2%**	**5 476**	**123,8%**	**10 845**

The effective Group taxation results from the statutory Monegasque corporate income tax rate applicable to the Company mainly due to its activities in other European countries, the newly acquired logistics operations and the increased activity in the farming operations in Africa.

NOTE 6. PROPERTY PLANT AND EQUIPMENT

The movements in Property plant and equipment are as follows:

EUR 1.000	Agricultural Land	Land and buildings	Plant and machinery	Transportation vehicles	Biological assets	Operating assets, construction & development	Mineral rights	Total
Gross carrying amount								
1 January 2021	158 617	456 053	547 419	16 911	300	108 846	126 916	1 415 062
Additions	-	54 489	13 791	6 934		11 006	6 084	92 304
Disposals		-5 214	385	-986		-3 917		-9 732
Acquisition		21 158	128 828			780		150 766
Reclassification		-3 689	-5 382			-232		-9 303
Revaluation	-69	-			-28			-97
Exchange rate differences		1 973	-935			135	-3 158	-1 985
31 December 2021	**158 548**	**524 770**	**684 106**	**22 859**	**272**	**116 618**	**129 842**	**1 637 015**
Accumulated depreciation and impairments								
1 January 2021	373	15 345	308 354	942	-	14 079	-	339 093
Additions	-	-		-	-	-	-	-
Depreciation	75	11 343	38 480	169	-	6 784	-	56 851
31 December 2021	**448**	**26 688**	**346 834**	**1 111**	**-**	**20 863**	**-**	**395 944**
Net book value at 31 December 2021	**158 100**	**498 082**	**337 272**	**21 748**	**272**	**95 755**	**129 842**	**1 241 071**

EUR 1.000	Agricultural Land	Land and buildings	Plant and machinery	Transportation vehicles	Biological assets	Operating assets, construction & development	Mineral rights	Total
Gross carrying amount								
1 January 2022	158 548	524 770	684 106	22 859	272	116 618	129 842	1 637 015
Additions		56 549	33 631	4 214	-	393	6 463	101 250
Disposals		-112 260	-205 867	-803	-136	-86 310	-136 305	-541 681
Acquisition		30 723	29 593	2 940	-	-	-	63 256
Reclassification		-3 805	7 740	1 297	-	-	-	5 232
Remeasurement IFRS 16		4 151	-4 151	-	-	-	-	-
Revaluation	-24 858	-	-	-	-28	-	-	-24 886
Exchange rate differences	-	-1 242	-301	6	-	-	-	-1 537
31 December 2022	**133 690**	**498 886**	**544 751**	**30 513**	**108**	**30 701**	**-**	**1 238 649**
Accumulated depreciation and impairments								
1 January 2022	448	26 688	346 834	1 111	-	20 863	-	395 944
Additions		-	-	-34	-	-	-	-34
Acquisition		10 832	16 499	1 664	-	-	-	28 995
Disposals		-24 827	-34 184	-765	-	-4 432	-	-64 208
Internal Transfer		-13 577	2 228	-2 901	-	-	-	-14 250
Depreciation	75	11 883	29 069	7 047	-	696	-	48 770
Exchange rate differences		380	116	-	-	-677	-	-181
31 December 2022	**523**	**11 379**	**360 562**	**6 122**	**-**	**16 450**	**-**	**395 036**
Net book value at 31 December 2022	**133 167**	**487 507**	**184 189**	**24 391**	**108**	**14 251**	**-**	**843 613**

The Company transferred its metals and minerals business to its parent company and the disclosure reflects this change.

NOTE 6.

Included in the above line items are right-of-use assets over the following:

EUR 1.000	
Agricultural Concessions	3 391
Buildings	31 345
Plant & machinery	59 728
Operating assets Construction and Development	2 854
	97 319

Agricultural land

The agricultural land assets are related to the assets held in Ghana, Republic of Congo, Republic of Guinea and Madagascar.

The overview of the assets is as follows:

Ghana: secured lands for the cultivation of crops: maize, soybean and poultry breeding. Our operation includes a waterway and grain drying facility.

Republic of Congo: lands for the cultivation of crops, mainly rice - 50 years lease in Dolisie/Louvakou.

Republic of Guinea: lands for farming in Moriah for the cultivation of seed rice and Bouliwell - Duration of 35 years.

Madagascar: Secured land for the cultivation of vanilla and spices - Long-term leases of 99 years.

Our operation owns processing and storage facilities.

The valuation is executed by internal experts and then reviewed and confirmed by third party experts. As there is no direct market or comparable market data available, the fair value is determined in accordance with the level 3 principles under IFRS. This means that the valuation is based on generally accepted valuation methods (discounted cash flow models).

The main parameters used are local sales prices, expenses and investments that are derived from company data or other sources and converted to the applicable situation.
The weighted average costs of capital that is used in the calculations ranges from 9% to 11,93%.

The biological assets are the vanilla beans, which are not classified as a bearer plant and clearly identifiable on the bearer plant, reference is made to note 1.15.

Buildings, Plant and Machinery, Transportation Vehicles and operating assets, construction & development

The additions of 2022 are mainly related to expansion of the agricultural activities, and some smaller investments. Furthermore, maintenance expenses that extend the economic life of the production and port facilities were capitalized and will be written of in line with the accounting principles as set out in Note 1.

Revaluations are related to adjustments related from accounting alignments between Euroports and the Group's accounting policies and accounted through other comprehensive income.

Impairment

The annual impairment test did not lead to any write offs. For the accounting treatment of impairments, reference is made to note 1.16.

NOTE 7. INTANGIBLE FIXED ASSETS

A summary of the movements of intangible fixed assets is given below:

EUR 1.000	Concessions	Offtake contracts	Goodwill	Other intangible assets	Total
Gross carrying amount					
1 January 2021	715 452	14 585	331 719	31 854	1 093 610
allocation adjustment IFRS 3.48		-	241		241
Additions	41 256		110	6 097	47 463
Acquisition			7 357	3 233	10 590
Internal Transfer				-715	-715
Disposals	-1 134		-1 031	-1 233	-3 398
Revaluation	4886				4 886
Exchange rate differences	2 819	97	-	6	2 922
31 December 2021	**763 279**	**14 682**	**338 396**	**39 242**	**1 155 599**
Accumulated amortization and impairments					
1 January 2021	232 005	3 110	8 151	14 402	257 668
Disposal					-
Amortization	23 758	823	237	4 593	29 411
Exchange rate differences	2 301			-22	2 279
31 December 2021	**258 064**	**3 933**	**8 388**	**18 973**	**289 358**
Net book value at 31 December 2021	**505 215**	**10 749**	**330 008**	**20 269**	**866 241**

EUR 1.000	Concessions	Offtake contracts	Goodwill	Other intangible assets	Total
Gross carrying amount					
1 January 2022	763 279	14 682	338 396	39 242	1 155 599
Allocation adjustment IFRS 3.48					
Additions	1 175	-	-	13 362	14 537
Acquisition	14 858	-	18 598	5 479	38 935
Internal Transfer	-	-	-6 656	7 095	439
Disposals	-3 654	-14 779	-28 517	-4 658	-51 608
Revaluation	9 735	-	-14	-	9 721
Exchange rate differences	-899	97	-191	-432	-1 425
31 December 2022	**748 494**	**-**	**321 616**	**60 088**	**1 166 198**
Accumulated amortization and impairments					
1 January 2022	258 064	3 933	8 388	18 973	289 358
Disposal	-252	-3 933	-	-3 876	-8 061
Amortization	24 349	-	-	7 352	31 701
Exchange rate differences	-628	-	-	4	-624
31 December 2022	**281 533**	**-**	**8 388**	**22 453**	**312 374**
Net book value at 31 December 2022	**502 961**	**-**	**313 228**	**37 635**	**853 824**

The Company transferred its metals and minerals business to its parent company and the disclosure reflects this change.

Included in the above line items are right-of-use assets over the following:

	EUR
Concessions	156 030

Concessions

Concessions in intangible assets contain terminal operation rights, that represent contractual entitlements to operate certain terminals of ports recognized as part of previous business combinations. Furthermore there are concessions, which contain operation rights to operate airports and terminals, that are recognized at cost of acquisitions. These concessions are located amongst others in the following states: Finland, Germany, Spain, China, Belgium, Italy.

For concessions relating to IFRS 16 adoption reference is made to note 16.

The rights are amortised on a straight-line basis over the estimated economic life of the concessions of 0-39 years.

NOTE 7.

Goodwill

Goodwill is related to the investments in Euroports Group (EUR 282 million), Nectar Group (EUR 3,4 million) and R-Logistic (EUR 12,5 million) .The increase in Goodwill in 2022 with an amount of EUR 0,3 million results from the IFRS 3.48 adjustment on Euroports Group acquisition of Grosstanklager – Ölhafen Rostock GmbH (GÖR).

The reported Goodwill results from the difference between the consideration and the equity of 100% of the shares in GÖR as of 31 December 2021, after conclusion on provisional amounts.

The remaining addition of 7,3 million results from other acquisitions of Euroports Group.

The recoverable amount of each cash-generating unit, used in the annual impairment tests performed in the fourth quarter, is based on its value in use. Key assumptions used in the impairment tests for the cash-generated units were sales growth rates, operating result and the rates used for discounting the projected cash flows. These cash flow projections were determined using management's internal forecasts that cover a period of 5 years, based on the financial plans as approved by the Company's management.

The recoverable amount of each cash-generating unit, used in the annual impairment tests performed in the fourth quarter, is based on its value in use. Key assumptions used in the impairment tests for the cash-generated units were sales growth rates, operating result and the rates used for discounting the projected cash flows. These cash flow projections were determined using management's internal forecasts that cover a period of multiple years, based on the financial plans. The annual impairment test did not lead to any impairments of goodwill.

The present value of estimated cash flows has been calculated using a pre-tax discount rate of 4,1%. Moreover, the key assumption used by the management in the value in use calculations are a terminal growth rate of 1,99% and an average EBITDA growth rate of 10%.

Other Intangibles Assets Software and Software in progress. Deferred charges are depreciated over the duration of the relevant debt and software is depreciated in three years.

Impairment

NOTE 8. FINANCIAL FIXED ASSETS

EUR 1.000	Deferred tax assets	Associated companies	Other receivables	Total
Book Value				
Balance at 1 January 2021	36 630	39 888	3 809	80 327
Additions	4 157	32 844	6 331	43 332
Sales, redemptions and other	-139	-	-434	-573
Transfer from consolidating to non-consolidating	-	6 566	434	7 000
Amortization	-	-2 502	-4 865	-7 367
Associated company dividends	-	-60	-	-60
Exchange rate differences	-	144	188	332
Balance at 31 December 2021	**40 648**	**76 880**	**5 463**	**122 991**
Book Value				
Balance at 1 January 2022	40 648	76 880	5 463	122 991
Additions	9 527	279	189	9 995
Sales, redemptions and other	-18 691	-69 148	-2 532	-90 371
Amortization	-	-290	-	-290
Exchange rate differences	-	-174	113	-61
Impairments in value	-	-	-421	-421
Balance at 31 December 2022	**31 484**	**7 547**	**2 813**	**41 845**

NOTE 8.

The "Associated companies" mainly consist of investments in port operations in the Philippine's, port operations of Euroports, the "Other receivables" are mainly related to deposits that have been provided to service providers for utilities of port operation facilities and includes loans given to various companies to finance the start-up of production facilities for which we will receive potential off-takes in return.

All these loans are secured by underlying assets of those companies.

NOTE 9. INVENTORIES

EUR 1.000	31/12/2022	31/12/2021
Raw materials and consumables	9 280	57 218
Finished products	4 831	51 810
Total inventories	**14 110**	**109 017**

Agriculture

The raw materials and consumables are the acquired input resources for the new harvests in the various companies. The finished goods are mainly related to the vanilla operation in Madagascar. All material is pre-sold, which implies that the Company does not run any price risk.

This stock is valued at fair value by using the sales prices minus costs to sell and costs to process further.

No impairment has been recorded for the inventories during the year.

Logistics

The consumables consists of items of normal logistic operations, e.g., gas for trucks.

Impairments

No impairment has been recorded for the inventories during the year.

NOTE 10. RECEIVABLES, PREPAYMENTS AND ACCRUED INCOME

EUR 1.000	31/12/2022	31/12/2021
Trade receivables, prepayments and accrued income	178 328	154 624
thereof Trade receivables (Factoring)	59 784	80 470
Related parties	63 540	2 044
Contract-based assets	-	15 186
Other receivables	23 826	38 394
Taxation	158	1 639
Total receivables, prepayments and accrued income	**265 852**	**211 887**

The related parties receivable is a non-cash receivable generated from the reorganisation of the Group.

Reporting the trade receivables the Group applies a simplified approach to measure the loss allowance for trade receivables classified as amortised cost using the lifetime expected loss provision. The expected credit loss on trade receivables is estimated using a provision matrix by reference to past default experience and credit rating, adjusted as appropriate for current observable data. The following table details the risk profile of trade receivables based on the Group´s provision matrix:

EUR 1.000	Expected default rate	Carrying amount trade receivables	Credit Loss allowance
Current	0,34%	150 679	631
1-30 days past due	5,76%	5 676	107
31-60 days past due	6,92%	4 416	115
61-90 days past due	6,18%	1 089	106
more than 90 days past due	6,95%	18 221	793
Total		**180 080**	**1 752**

The provision for doubtful receivables as at 31 December 2022 amounts to a total of EUR 10 082 thousand (2021: 7 627). The difference between the Credit loss allowance as per 31 December 2021 and 31 December 2022 amounts to EUR 203 thousand and is recognized as other income.

Part of the trade receivables are pledged as collateral for trade financed loans. The credit risk of the Trade receivables is insured at renowned insurance firms and all related due trade receivables were collected in the first quarter of 2023.

Trade receivables (Factoring) are valued at fair value through profit and loss and show the value as per 31 December 2022. They correspond with the trade payables (Factoring), see note 14.

Prepayments and accrued income include prepayments for material purchased and down payments received from customers. The movement in prepayment is mainly related to marketing activities based on cut-off at year end. This cut-off is depending on the incoterms and refers to where the goods in transit are at the moment of 31 December 2022 and will ultimately translate into trade receivables.

NOTE 11. SECURITIES

EUR 1.000	01/01/2021	Acquisition	Disposal	Revaluation	31/12/2021
Unlisted securities	71	-	-	2	73
Listed securities	-	-	-	-	-
Total	**71**	**-**	**-**	**2**	**73**

EUR 1.000	01/01/2022	Acquisition	Disposal	Revaluation	31/12/2022
Unlisted securities	73	-	-	27	100
Listed securities	-	-	-	-	-
Total	**73**	**-**	**-**	**27**	**100**

These securities are held, mainly to secure Offtake contracts and are valued at market value.

NOTE 12. CASH AND CASH EQUIVALENTS

Cash and cash equivalents comprise cash held at bank, cash in hand and securities. As at 31 December 2022, an amount of EUR 1m was restricted. A non-material amount was held in non-European bank accounts (<2%).

NOTE 13. SHARE CAPITAL AND RESERVES

The movement in Equity is provided in E. Consolidated statement of changes in equity.

Isued Share Capital

The share capital amounts to EUR 30 million divided into 30 million ordinary shares with a nominal value of EUR 1,00 each, owned 100% by Cycorp First Investment Ltd.

Share Premium

The share premium amounts to EUR 20,1 million and represents a capital contribution of the shareholder.

Other reserves

Within other reserves an amount of EUR 30 million is designated as a capital reserve to the company and at later stage the Company will transform the provided funds into share premium.

Revaluation Reserve

This reserve is related to the result that applies to the revaluations of assets is non-distributional and allocated to the revaluation reserve.

Translation Reserve

The translation reserve comprises of all foreign exchange differences arising from the translation of the financial statements of foreign operations as well as from the translation of intercompany loans of permanent nature.

NOTE 14. LIABILITIES

EUR 1.000	31/12/2022	31/12/2021
Long-term liabilities		
Bank loans (> 1 year)	615 094	659 516
Bonds	212 058	539 115
IFRS 16 Leasing Liability	272 703	259 157
Provisions	5 385	8 638
Other Long-term Liabilities	-	272
	1 105 241	**1 466 700**
Current liabilities and accruals		
Bank loans (< 1 year)	30 070	66 569
Short term portion of bonds	50 766	76 277
Short term portion of IFRS 16 Leasing Liability	40 838	30 929
Trade payables	43 128	88 432
Trade payables (Factoring)	59 784	80 470
Related parties payable	245	2 888
Taxes and social security charges payable	23 650	13 969
Other current liabilities	49 585	44 078
Accrued liabilities and deferred income	105 847	77 318
	403 913	**480 931**

	Long-term borrowings	Short-term borrowings	Lease liabilities	Total
1 January 2021	989 654	431 629	284 712	1 705 994
Cash-flows				
-Repayment	-16 811	-106 141	-33 493	-118 425
-Proceeds	305 734	19 429	38 868	301 129
Non-cash				
-reclassification	-76 277	76 277	-	-
-Movement in accruals	5 243	-8 188	-	-2 946
31 December 2021	**1 207 542**	**450 002**	**290 086**	**1 910 634**

	Long-term borrowings	Short-term borrowings	Lease liabilities	Total
1 January 2022	**1 207 542**	**450 002**	**290 086**	**1 910 634**
Cash-flows				
-Repayment	-	10 107	-	-10 107
-Proceeds	-	45 344	40 601	85 945
Non-cash				
-Foreign exchange movements	-272	61	14	-197
-Reclassification	-50 766	50 766	-	-
-Transfers	-320 712	-143 833	-17 159	-481 704
-Movements in accruals	-3 254	28 529	-	25 275
31 December 2022	**832 538**	**363 076**	**313 541**	**1 529 842**

The Company transferred its metals and minerals business to its parent company and the disclosure reflects this change.

NOTE 14.

Long Term Liabilities

The Long term liabilities are those bank loans and lease obligations which are due in more than 1 year. For maturity reference is made to note 16 and note 17.

Bonds represent the several Bonds issued by the Group:

The Agricorp Bond was launched in 2021 on the Frankfurt Exchange. The term is 5 years (maturity on 17 March 2026) with an interest of 8% per annum. The Fair value of the bonds amount to EUR 36.9 million at 31 December 2022. These placements have secured the repayment of the 2016-2022 German bond on 17 June 2022.

The R-Logitech Bond represent the 2018-2024 bond and the 2022-2027 bond traded on the Frankfurt Stock Exchange presented at fair value. First bond is due in June 2024 with an interest of 8,5% per annum till 29 March 2023 and 10,25% per annum thereafter. Second bond is due in September 2027 with an interest of 10,25% per annum.

The MRG Finance UK plc 2018 / 2023 bond which were launched in 2018 on the London Exchange (EUR 50 million) is included. The term of the bond is 5 years with an interest of 8,75 % per annum. The Fair value of the bond amounts to EUR 42,48 million at 30 June 2022.

With regards to Long term leasing, reference is made to Note 16.

Other long-term liabilities represent various long term bank loans.

Current Liabilities and Accruals

All liabilities due in less than a year plus bank credit related to trade finance are classified as current liability. Inventory and debtors have been pledged as collateral. The following rates with respective amounts apply to the bank loans:

EUR 1.000	Amount 2022	Amount 2021
Trade finance	21 270	33 272
Working capital facilities		
Euribor + markup	-	26 101
Logistics	6 373	5 080
others	2 427	2 116
Total bank loans and other financing	**30 070**	**66 569**

Trade payables (Factoring) are valued at fair value through profit and loss and show the value as per 31 December 2022. They correspond with the trade receivables (Factoring), see note 10.

NOTE 15. PROVISIONS

The provisions comprise of employment benefit related and other minor claims. No legal provision exceeds EUR 200 thousand. In the specialized marketing companies of the group risk mitigating measures are covered either through the back-to-back principle or the coverage by an adequate insurance.

NOTE 16. LEASING

The Group has leases for port operation concessions, land, warehouses and related facilities, offices, plant and machinery, some IT equipment and some vehicles. With the exception of short- term leases and leases of low-value underlying assets, each lease is reflected on the balance sheet as a right-of-use asset and a lease liability. Leases of the Group do not contain variable lease payments.

The Group classifies its right-of-use assets in a consistent manner to its property, plant and equipment (see Note 6), with the exemption of leases for port operation concessions which are classified separate within intangible assets .

Concessions, warehouses and related facilities have generally a long lease term of 15+ years.

Leases of vehicles and IT equipment are generally limited to a lease term of 2 to 5 years.

Leases of property generally have a lease term of 2 to 5 years.

Lease payments of the Group are generally fixed.

Each lease generally has restrictions that, unless there is a contractual right for the Group to sub-rent the asset to another party, the right-of-use asset can only be used by the Group. Leases are either non-cancellable or may only be cancelled by incurring a substantive termination fee.

Some leases contain an option to purchase the underlying asset at the end of the lease, or to extend the lease for a further term. The Group is prohibited from selling or pledging the underlying leased assets as security. For leases over office and other buildings, the Group must keep those properties in a good state of repair and return the properties in their original condition at the end of the lease. Furthermore, the Group has to insure items of property, plant and equipment and incur maintenance fees on such items in accordance with the lease contracts.

The table below describes the nature of the Group's leasing activities by type of right-of-use asset recognised on balance sheet:

Right-of-use asset	No. of right of use assets leased	Range of remaining term	Average remaining term	No. of leases with extension options	No. of leases with options to purchase	No. of leases with termination options
Concessions (intangible)	166	0-40 years	15	34	0	11
Concessions (tangible)	4	0-45 years	44	4	0	0
Buildings, warehouses and related facilities	33	0-27 years	6	18	2	3
Plant and machinery	517	0-10 years	3	1	270	15

NOTE 16.

Right-of-use assets

Additional information on the right-of-use assets by class of assets is as follows:

EUR	Carrying Amount	Additions	Depreciation	Disposal
Concessions (intangible)	156 933	24 869	49 022	-252
Concessions (tangible)	3 466	-	75	-
Buildings, warehouses and related facilities	25 449	25 539	10 222	1 113
Plant and machinery	64 044	15 303	32 483	-5 429
Operating assets Construction and Development	2 738	1 463	3 014	-128

The right-of-use assets are included in the same line item as where the corresponding underlying assets would be presented if they were owned.

Lease liabilities

Lease liabilities are presented in the statement of financial position as follows:

	31/12/2022	31/12/2021
Current	40 838	30 929
Non-current	272 704	241 998

The Group has no possible future lease termination options, therefore additional information on the lease liabilities and amounts in respect of possible future lease termination options not recognised are given.

At 31 December 2022 the Group had not committed to leases which had not commenced.

The lease liabilities are secured by the related underlying assets. The undiscounted maturity analysis of lease liabilities at 31 December 2022 is as follows:

Minimum lease payment due				EUR 1.000
	Within 1 year	**1-5 years**	**Over 5 years**	**Total**
31.12.2021				
Lease payments	40 850	111 143	236 764	388 757
Finance charges	9 602	31 360	77 552	118 514
Net present value	31 761	81 915	159 250	272 926
31.12.2022				
Lease payments	52 494	137 176	247 973	437 643
Finance charges	11 436	35 254	81 012	127 702
Net present value	41 545	104 088	167 908	313 541

NOTE 16.

Lease payments not recognised as a liability

The group has elected not to recognise a lease liability for short term leases (leases of expected term of 12 months or less) or for leases of low value assets. Payments made under such leases are expensed on a straight-line basis. In addition, certain variable lease payments are not permitted to be recognised as lease liabilities and are expensed as incurred.

The expense relating to payments not included in the measurement of the lease liability is as follows:

	EUR 1.000
Variable costs	1 038
Short-term leases	5 469
Leases of low value assets	50
Lease payments not recognised as a liability	**6 556**

At 31 December 2022 the Group was committed to short term leases and the total commitment at that date was EUR 1 310 thousand.

Additional profit or loss and cash flow information

Total cash outflow in respect of leases in the year EUR 1.000	-36 457

For interest expense in relation to leasing liabilities, leasing interest amount to EUR 10 439 thousand.

NOTE 17.BUSINESS DISPOSALS

After careful consideration, the Group has decided to change its long-term strategic goals. The Group considers that its highest potential growth can be pursued in the logistics business and agribusiness.

With the aim of redefining its investment strategy around logistics and agribusiness, during the year, the Group divested its metals and minerals line of business to its parent company. This decision was made in view of asset optimisation strategies of the divested activities, including disposals. As a result, the Group has seen a reduction in complexity and management at the Group level, as the business streams differed significantly. The divestment has led to significant deleveraging. The effects of this divestment are shown below:

EUR 1.000	Lunala Investments	Notes
Non-current assets	557 229	6 , 7, 8
Current assets	318 037	9, 10, 11
Non-controlling interest	93 697	Statement of Equity
Non-current liabilities	320 712	14
Current liabilities	357 511	14
Total fair value of net assets divested	122 346	-
Net consideration (non cash)	74 000	-
Effect on equity	-48 346	Statement of Equity

NOTE 18. FINANCIAL INSTRUMENTS

The table below provides an overview of the financial instruments of the Group divided into the classes amortised cost and fair value through profit and loss ("FVTPL"). Financial instruments of the class fair value through other comprehensive income ("FVTOCI") are not applicable.

2021 EUR 1.000	note	FVTPL	amortised cost	total
Financial fixed assets (other receivables)	8	-	122 991	122 991
Trade receivables	10	-	169 810	169 810
Trade receivables (Factoring)	10	80 470	-	80 470
Securities		-	73	73
Other receivables, prepayments and accrued income	10	-	42 077	42 077
Cash and cash equivalents	11	-	225 551	225 551
Total financial assets		**80 470**	**560 501**	**640 971**
Borrowings (> 1 year)	12	-	1 466 700	1 466 700
Trade payables	12	-	88 432	88 432
Trade payables (Factoring)	12	80 470	-	80 470
Trade finance	12	-	33 272	33 272
Current liabilities and accruals	12	-	278 758	278 758
Total financial liabilities		**80 470**	**1 867 162**	**1 947 632**

2022 EUR 1.000	note	FVTPL	amortised cost	total
Financial fixed assets (other receivables)	8	-	41 845	41 845
Trade receivables	10	-	178 328	178 328
Trade receivables (Factoring)	10	59 784	-	59 784
Securities		-	100	100
Other Receivables	10	-	87 524	87 524
Cash and cash equivalents	11	-	152 518	152 518
Total financial assets		**59 784**	**460 315**	**520 099**
Borrowings (> 1 year)	12	-	1 105 241	1 105 241
Trade payables	12	-	43 128	43 128
Trade payables (Factoring)	12	59 784	-	59 784
Trade finance	12	-	21 270	21 270
Current liabilities and accruals	12	-	279 731	279 731
Total financial liabilities		**59 784**	**1 449 370**	**1 509 154**

The Company transferred its metals and minerals business to its parent company and the disclosure reflects this change.

Fair Value Measurements

Fair values are primarily determined using quoted market prices or standard pricing models using observable market inputs where available and are presented to reflect the expected gross future cash in/outflows. Monaco Resources Group S.A.M. classifies the fair values of its financial instruments into a three level hierarchy based on the degree of the source and observability of the inputs that are used to derive the fair value of the financial asset or liability as follows:

Level 1 - Inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that Monaco Resources Group S.A.M. can assess at the measurement date; or

Level 2 - Inputs other than quoted inputs included in Level 1 that are observable for the assets or liabilities, either directly or indirectly; or

Level 3 - Unobservable inputs for the assets or liabilities, requiring Monaco Resources Group S.A.M to make market based assumptions.

NOTE 18.

The table below provides a summary :

2021 EUR 1.000	Level 1	Level 2	Level 3	Total
Financial fixed assets (other receivables)	-	-	-	-
Trade receivables	-	-	-	-
Trade receivables (Factoring)	80 470	-	-	80 470
Receivables, prepayments and accrued income				
Securities	-	-	73	73
Cash and cash equivalents	-	-	-	-
Total financial assets	**80 470**	**-**	**73**	**80 543**
Borrowings (> 1 year)	-	-	-	-
Trade payables	-	-	-	-
Trade payables (Factoring)	80 470	-	-	80 470
Trade finance	-	-	-	-
Current liabilities and accruals	-	-	-	-
Total financial liabilities	**80 470**	**-**	**-**	**80 470**

2022 EUR 1.000	Level 1	Level 2	Level 3	Total
Financial fixed assets (other receivables)	-	-	-	-
Trade receivables	-	-	-	-
Trade receivables (Factoring)	59 784		-	59 784
Receivables, prepayments and accrued income		-		
Securities	-	-	100	100
Cash and cash equivalents	-	-	-	-
Total financial assets	**59 784**	**-**	**100**	**59 884**
Borrowings (> 1 year)	-	-	-	-
Trade payables	-	-	-	-
Trade payables (Factoring)	59 784	-	-	59 784
Trade finance	-	-	-	-
Current liabilities and accruals	-	-	-	-
Total financial liabilities	**59 784**	**-**	**-**	**59 784**

During the year no amounts were transferred between Level 1, Level 2 and Level 3 of the fair value hierarchy.

As at 31 December 2022 no financial assets and liabilities were subject to offsetting.

The level 3 securities are mainly related to unlisted shares. In circumstances where Monaco Resources Group S.A.M. cannot verify fair value with observable market inputs (Level 3 fair values), it is possible that a different valuation model could produce a materially different estimate of fair value.

NOTE 18.

Financial and Capital Risk Management

The Group has exposure to the following risks arising from financial instruments:

Credit risk
Liquidity risk
Market risk

This note presents information about the Group's exposure to each of the above risks, the Group's objectives, policies and processes for measuring and managing risk, and the Group's management of capital.

Credit risk

Credit risk is the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's receivables from customers and loans related to raw materials:

- The financial fixed assets are secured by underlying assets of those companies. Reference is made to note 8.
- The receivables, prepayments and accrued income mainly consists of trade receivables which is secured by adequate credit insurance.

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the demographics of the Group's customer base, including the default risk of the industry and country in which customers operate, as these factors may have an influence on credit risk. During 2022 and 2021 none of the Group's revenue attributable to sales transactions with a single multinational customer exceeded 10% of the total revenue.

The Group has established a credit policy under which each new customer is analyzed individually for creditworthiness before the Group's payment and delivery terms and conditions are offered. This is done in close cooperation with the Trade Finance banks and Credit insurance companies. Nevertheless, in principle insurance coverage is obtained for all trade receivables.

Furthermore the Group applies a simplified approach to measure the loss allowance for trade receivables using the lifetime expected loss provision.

Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulties in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation. With regards to its hedging activities, that primarily take place in the marketing activities, the Company implemented a policy that hedging is only allowed under a tri-partite agreement in order to avoid margin calls.

The Group considers that liquidity risk is mitigated. Reference is made to note 1.3 regarding going concern. The Group considers that the initiatives undertaken in connection to the extension of the term on the R-Logitech notes 2018/2024 are mitigating liquidity risk in connection to the future payment of said notes. Furthermore, the Agri division bond is due after 3 years, in 2026, with a high equity to net debt ratio."

Market risk

Market risk is the risk that results out of changes in market prices, such as foreign exchange rates, interest rates, market prices and equity prices and will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.
The Group buys and sells derivatives in order to manage market risks. All such transactions are carried out within the guidelines set by the Group. In principle all derivatives are accounted at FVTPL; if required and appropriate, the Group seeks to apply hedge accounting in order to manage volatility in profit or loss.

Currency risk

The Production and Port facilities mainly enter in to euro agreements and therefore, the currency risk is insignificant.

The other activities are mainly exposed to the USD/EUR exchange rate, as the activities are predominantly in USD and the reporting currency is in EUR. However, the currency risk is limited as contract deals are denominated in USD for the sales side. Furthermore, the local operations have a limited exposure to the local currency for the part that local resources are paid in the local currency. This effect is insignificant compared to the sales and other operating expenses.

Interest rates

To limit the interest rate risk, the Company decided to only give out and obtain loans with a fixed interest rate. For overdraft facilities the risk is limited due to the short term of these facilities.

Market price risk

The production facilities mainly produce on the basis of tolling agreements. In these agreements the purchase of material is related to the sale and the price risk is mitigated.

NOTE 18.

At 31 December 2022, the Company has a limited number of hedging instruments, which are presented under Current liabilities and accruals. These instruments are designated as FVTPL and include trade related financial and physical forward purchase and sale commitments. Fair values are primarily determined using quoted market prices or standard pricing models using observable market inputs where available and are presented to reflect the expected gross future cash in/outflows.
It is the Group's policy that transactions and activities in trade related financial instruments are netted. Note that the Company only purchases futures and options. In principle the Company does not write futures and options.

The Group assesses overall low market risks with mitigation measures already in place on FX rates, country risks, etc. the Logistics division has built long-term relationships (top 20 clients >10 y tenure) with a customer base made of blue-chip industrials & a wide SMB portfolio, and benefits from high client captivity and low dependency (e.g., top 50 rep. of 45% of port sales). Many of R-Logitech clients are locked-in thanks to integration of the group into their value chains and localization on captive hinterlands, with terminals are in immediate vicinity of key suppliers/ clients for each commodity.
For certain businesses, for example, the vanilla business, prices are fixed by local framework and as such no price risk occurs. For other Agri division business streams, a 5% increase or drop in unit prices, would correspond to a similar change in aggregate revenues, depending on the product mix at that time. A drop in sales price would mean a corresponding price in direct cost and variable cost.

2022	EUR 1.000
Futures	272
Total Current liabilities FVTPL	**272**

The total loss in the consolidated statement of income amounts to EUR 2 thousand (2021: EUR 2 thousand). All derivatives mature within the first three months of 2022. The Company had instruments for a total of EUR 272 thousand at 31 December 2022 (2021: EUR 272 thousand).

NOTE 19. REMUNERATION OF KEY MANAGEMENT

The remuneration of key management is as follows:

EUR 1.000	2022	2021
short-term employee benefits	2 640	3 000
Total	**2 640**	**3 000**

NOTE 20. TRANSACTIONS WITH RELATED PARTIES

In 2022, the Company conducted various transactions with related parties.

EUR 1.000	Note	2022	2021
Shareholder <1yr	10	63 540	-
Related parties <1yr	10	-	2 044
Total Receivables		**63 540**	**2 044**
Related parties <1yr	12	245	2 888
Total Liabilities		**245**	**2 888**
Net receivable (- liability)		**63 295**	**-845**

The related parties receivable is a non-cash receivable resulting from the reorganisation of the Group. Those loans are provided at market conditions.

NOTE 21. GUARANTEES

The Company has provided several corporate guarantees to subsidiaries and related parties and in principle these are all related to trade finance. The possibility of any cash outflow with regards to these guarantees is remote. Furthermore, Monaco Resources Group is the guarantor for the Bond issued by MRG Finance UK plc in 2018.

NOTE 22. CONTINGENT ASSETS AND LIABILITIES

In the course of business, the company is involved in discussions with business partners from time to time. These discussions may include the interpretation and compliance with the terms and conditions of agreements and may also include claims made by the company, as well as against the company. At year end, no claims against the company existed - if any - that were assessed to be probable, nor possible to be successful.

NOTE 23. AUDITOR'S REMUNERATION

EUR 1.000	2022	2021
Audit of the financial statements	45	70
Other Audit engagements	1 041	1 446
Total professional service fees	**1 086**	**1 516**

NOTE 24. LIST OF PRINCIPAL OPERATING, FINANCIAL AND INDUSTRIAL SUBSIDIARIES AND INVESTMENTS

Name	Country of incorporation	Ownership interest 2022	Ownership interest 2021
MONACO RESOURCES GROUP S.A.M.			
Consolidated (direct)			
Agricorp S.A.M.	Monaco	100,00%	100,00%
BC Bluecorp Energy Group Ltd	Cyprus	0,00%	100,00%
Lunala Investments S.A.	Luxembourg	0,00%	100,00%
M2i S.A.M.	Monaco	100,00%	100,00%
Monaco Resources France	France	100,00%	0,00%
Monaco Resources Luxembourg	Luxembourg	100,00%	100,00%
MRG Finance S.A.R.L.	Luxembourg	100,00%	100,00%
MRG Finance UK Plc	United Kingdom	100,00%	100,00%
RAH Holdco SA	Luxembourg	100,00%	0,00%
R-Logitech S.A.M.	Monaco	100,00%	100,00%
Consolidated (indirect)			
Infrastructure & Logistics			
Nectar Holdings Ltd.	United Kingdom	52,00%	52,00%
R-Logitech Holding S.A.	Luxembourg	100,00%	100,00%
R-Logistic Group Ltd.	Cyprus	100,00%	100,00%
R-Logitech Finance S.A.	Luxembourg	100,00%	0%
R-Logitech UK Ltd.	United Kingdom	100,00%	100,00%
Southern & Mediterranean Logistics S.A.M.	Monaco	100,00%	100,00%
Abidjan Port Gestion SAU	Ivory Coast	100,00%	100,00%
Absolit N.V.	Belgium	42,69%	42,69%
Albemarle Investments Limited	United Kingdom	53,36%	53,36%
Aragata Port Holding Company Limited	Cyprus	53,36%	53,36%
Avanti Logistics Oy	Finland	23,12%	0%
Barging Solutions N.V.	Belgium	41,09%	41,09%
BB Keheitys Oy	Finland	23,12%	0%
BB Logistics Oy	Finland	23,12%	0%
Blue Wave Line NV	Belgium	53,36%	53,36%
BPH International Forwarding (Shanghai) Corporation LTD	China	53,36%	53,36%
BPH Westerlund Holdings N.V.	Belgium	53,36%	53,36%
C.S. Delta Union Investment Group Ltd	Cyprus	100,00%	100,00%

NOTE 24. LIST OF PRINCIPAL OPERATING, FINANCIAL AND INDUSTRIAL SUBSIDIARIES AND INVESTMENTS

Name	Country of incorporation	Ownership interest	
		2022	2021
C.S. Totem Investment Ltd	Cyprus	100,00%	100,00%
Carbon Puerto Operaciones Portuarias, S.A.	Spain	32,02%	0%
Changsu Westerlund Warehousing Co, Ltd.	China	40,02%	40,02%
CIBEN S.A.S.	France	53,36%	53,36%
Citraco SARL	Togo	100,00%	65,00%
Comptoir Languedocien de Transit et de Manutention Port-la-nouvelle SAS	France	42,69%	42,69%
Conquest Asia	China	53,36%	53,36%
Corex SARL	Gabon	50,00%	50,00%
Cresthill Investment Ltd.	Cyprus	100,00%	0%
D-Pol	Senegal	100,00%	75,00%
EP BCo SA	Luxembourg	53,36%	53,36%
EP PaCo SA	Luxembourg	53,36%	53,36%
Eurofruitports N.V.	Belgium	27,21%	27,21%
Euroports Beteiligungsholdings GmbH	Germany	53,36%	53,36%
Euroports Asia Holdings Ltd.	Singapore	53,36%	53,36%
Euroports Belgium N.V.	Belgium	53,36%	53,36%
Euroports Benelux S.A.R.L	Luxembourg	53,36%	53,36%
Euroports Breakbulk Oy	Finland	53,36%	53,36%
Euroports Breakbulk Terminal Antwerp N.V.	Belgium	53,36%	53,36%
Euroports Bulk Terminal Oy	Finland	53,36%	53,36%
Euroports Bulk Terminal Rostock GmbH	Germany	53,36%	50,91%
Euroports Containers 524 N.V.	Belgium	53,36%	53,36%
Euroports Containers Oy	Finland	53,36%	53,36%
Euroports Düngemittel Dienstleitstung Rostock GmbH	Germany	53,36%	53,36%
Euroports Ferry Stevedoring Rostock GmbH	Germany	53,36%	53,36%
Euroports Finland Oy	Finland	53,36%	53,36%
Euroports France SAS	France	53,36%	53,36%
Euroports General Cargo Terminal GmbH	Germany	53,36%	53,36%
Euroports Germany Verwaltungs GmbH	Germany	53,36%	53,36%
Euroports Germany GmbH & Co. KG	Germany	53,36%	53,36%
Euroports Getreide Service Rostock GmbH	Germany	53,36%	53,36%
Euroports GROUP BV	Belgium	53,36%	53,36%
Euroports Hanko Oy	Finland	53,36%	0%
Euroports Holdings S.A.R.L	Luxembourg	53,36%	53,36%
Euroports Iberica TPS SL	Spain	53,36%	53,36%
Euroports Inland Terminals S.A.	Belgium	53,36%	53,36%

NOTE 24. LIST OF PRINCIPAL OPERATING, FINANCIAL AND INDUSTRIAL SUBSIDIARIES AND INVESTMENTS

Name	Country of incorporation	Ownership interest	
		2022	2021
Euroports investment (Changshu) Co. Ltd	China	53,36%	53,36%
Euroports Italy S.p.A.	Italy	53,36%	53,36%
Euroports Logijstik AS	Turkey	27,21%	27,21%
Euroports Logistics Oy	Finland	53,36%	53,36%
Euroports Logistics Spain, S.L.	Spain	53,36%	0%
Euroports Papier-Lager-und Umschlaggesellschaft GmbH	Germany	53,36%	53,36%
Euroports Pietarsaari Oy Ab	Finland	53,36%	53,36%
Euroports Port Acquisitions Luxembourg S.à r.l.	Luxembourg	53,36%	53,36%
Euroports Port Services Spain, S.L.	Spain	53,36%	0%
Euroports Rauma Oy	Finland	53,36%	53,36%
Euroports SHRU Holdings S.à r.l.	Luxembourg	53,36%	53,36%
Euroports Storage Antwerp N.V	Belgium	53,36%	53,36%
Euroports Terminals Antwerp N.V.	Belgium	53,36%	53,36%
Euroports Terminals Gent N.V.	Belgium	53,36%	53,36%
Euroports Terminals Rostock GmbH	Germany	53,36%	53,36%
Euroports TPS Port Spain S.L., Sociedad Unipersona	Spain	53,36%	53,36%
Euroports Turkey B.V.	Netherlands	27,21%	27,21%
Fast Customs N.V.	Belgium	53,36%	53,36%
GB Gestion Portuaire	Guinea	100,00%	0%
Gesamthafenbetriebsgesellschaft Rostock mbH	Germany	53,36%	53,36%
Grosstanklager – Ölhafen Rostock GmbH	Germany	44,02%	53,36%
IVK Manuport Logistics LLC	Dubai	30,68%	14,94%
Kiinteistö Oy Etalä Terminaali HCT-7	Finland	43%	0%
KP Gestion Portuaire SA	Guinea	100,00%	100,00%
Liquid Solutions BVBA	Belgium	0%	53,36%
Logiqstar International B.V.	Belgium	53,36%	0%
Logsys Bulgaria	Bulgaria	53,36%	53,36%
M2I Belgium NV	Belgium	53,36%	53,36%
Manuport Africa Logistics N.V	Belgium	53,36%	53,36%
Manuport Liquids do Brasil Ltda	Brazil	20,21%	0%
Manuport Logistic Portugal Ltda	Portugal	40,02%	0%
Manuport Logistics Arabia Ltd	Arabia	41,35%	0%
Manuport Logistics Asia Pte. Ltd.	Singapore	32,02%	32,02%
Manuport Logistics Chile SPA	Chile	20,41%	20,41%
Manuport Logistics do Brasil Ltda	Brazil	40,02%	40,02%
Manuport Logistics France S.A.S.	France	53,36%	53,36%

NOTE 24. LIST OF PRINCIPAL OPERATING, FINANCIAL AND INDUSTRIAL SUBSIDIARIES AND INVESTMENTS

Name	Country of incorporation	Ownership interest	
		2022	2021
Manuport Logistics Germany GmbH	Germany	40,02%	40,02%
Manuport Logistics Investments BV	Netherlands	53,36%	53,36%
Manuport Logistics Malta (Holding) Limited	Malta	53,36%	53,36%
Manuport Logistics Malta Limited	Malta	53,36%	53,36%
Manuport Logistics Marseille S.A.S.	France	53,36%	53,36%
Manuport Logistics N.V.	Belgium	53,36%	53,36%
Manuport Logistics Netherlands B.V.	Netherlands	53,36%	0%
Manuport Logistics Spain S.L.	Spain	53,36%	53,36%
Manuport Logistics USA LLC	USA	39,65%	53,36%
Manuport OOO	Russia	0%	27,21%
Manuport Participaçoes LTDA.	Brazil	39,49%	39,49%
Manuport Road Transport Belgium N.V.	Belgium	53,36%	53,36%
Manuport Road Transport France SAS	France	53,36%	53,36%
Manuport Road Transport Spain S.L.	Spain	48,02%	0%
Manuport Services N.V.	Belgium	53,36%	53,36%
Manuports Liquids Do Peru SAC	Peru	20%	0%
Manuports Logistics Greece	Greece	32,02%	32,02%
Marium OY	Finland	36%	0%
Mira Tasıma Hizmetleri Insaat Sanayi ve Ticaret Limited sirketi	Turkey	37,35%	37,35%
Mira Transport USA, Inc.	USA	37,35%	37,35%
NAT Shipping Bagging Services LTD	United Kingdom	52,00%	52,00%
Nectar (East Africa) LTD	United Kingdom	52,00%	52,00%
Nectar Bulk Handling Guinea SARL	Guinea	52,00%	0%
Nectar Cargo Handling Belgium BV	Belgium	52,00%	0%
Nectar Coal Handling (Mozambique) LTDA	Mozambique	39,00%	39,00%
Nectar (West Africa) Nigeria LTD	Nigeria	40,00%	40,00%
Nectar Ghana LTD	Ghana	52,00%	52,00%
Nectar Group LTD	United Kingdom	52,00%	52,00%
Nectar Mozambique LTDA	Mozambique	39,00%	39,00%
Nectar Senegal SARL	Senegal	40,00%	40,00%
Nectar Sierra Leone Bulk Terminal LTD	Sierra Leone	52,00%	41,60%
Oy Timberpark Ab	Finland	40,24%	40,24%
Promar Agencies N.V.	Belgium	26,68%	26,68%
R-Logistic Africa Terminals PVE LTD	Mauritius	100,00%	100,00%
R-Logistic Afrique SA	Ivory Coast	100,00%	100,00%
R-Logistic Benin SA	Benin	100,00%	100,00%

NOTE 24. LIST OF PRINCIPAL OPERATING, FINANCIAL AND INDUSTRIAL SUBSIDIARIES AND INVESTMENTS

Name	Country of incorporation	Ownership interest 2022	2021
R-Logistic Burkina Faso SA	Burkina Faso	70,00%	70,00%
R-Logistic Cameroun SA	Cameroun	100,00%	60,00%
R-Logistic Central Africa Republic	Central African Republic	100,00%	60,00%
R-Logistic Congo SA	Congo	100,00%	100,00%
R-Logistic France S.A.S.	France	100,00%	100,00%
R-Logistic Guinée SA	Guinea	100,00%	100,00%
R-Logistic Mali SA	Mali	75,00%	75,00%
R-Logistic Mauritanienne & Océans S.A.	Mauritania	51,00%	51,00%
R-Logistic Niger SA	Niger	80,00%	100,00%
R-Logistic S.A.S.	France	100,00%	100,00%
R-Logistic Terminals PVE LTD	Mauritius	100,00%	100,00%
R-Logistic Tchad SACA	Chad	100,00%	60,00%
R-Logistic Togo SA	Togo	100,00%	99,00%
R-Logistic Waterway Management Limited	Cyprus	100,00%	100,00%
R-Logitech SA	Luxembourg	100,00%	100,00%
Rostock Trimodal GmbH	Germany	34,58%	34,58%
SALS AD	Bulgaria	35,58%	35,58%
Sempre Storages Oy	Finland	11,52%	0%
Société de Gestion Fluviale SA	Guinea	100,00%	100,00%
Société des Ports Fluviaux du Congo SAU	Congo	100,00%	100,00%
Terminal Rinfuse Venezia S.P.A.	Italy	53,36%	53,36%
Thaumas N.V	Belgium	53,36%	53,36%
Vertex Smart Solutions, S.L.	Spain	53,36%	0%
Westerlund Bulk Terminals N.V.	Belgium	53,36%	53,36%
Zhuhai Galoan Euroports Terminals Co. Ltd.	China	26,68%	26,68%
Agribusiness			
Agricorp Invest SA	Luxembourg	100,00%	100,00%
Agri Resources Group SA	Luxembourg	100,00%	100,00%
Agro Resources SAM	Monaco	99,99%	99,99%
Agri Resources International S.A.R.L.	Luxembourg	100,00%	100,00%
Agro Resources Mauritius Ltd.	Mauritius	80,00%	80,00%
Karma Produce International S.A.R.L.	Luxembourg	51,00%	51,00%
Integrated Food S.A.R.L.	Luxembourg	100,00%	100,00%
Agri Resources Madagascar S.A.	Madagascar	79,20%	79,20%
Agri Resources Comores S.A.R.L.	Comores	64,00%	0,00%

NOTE 24. LIST OF PRINCIPAL OPERATING, FINANCIAL AND INDUSTRIAL SUBSIDIARIES AND INVESTMENTS

Name	Country of incorporation	Ownership interest 2022	2021
Agri Fruits and Vegetables S.A.R.L.	Luxembourg	80,00%	80,00%
Agri Resources Congo S.A.	Congo	99,69%	99,69%
Agri Resources Benin S.A.	Benin	90,00%	90,00%
ARG Services Ltd	Mauritius	80,00%	0,00%
Bonum D.O.O.	Macedonia	40,80%	40,80%
Bonum M D.O.O.	Macedonia	40,80%	40,80%
Cinq Freres Ingredients Ltd	Mauritius	80,00%	80,00%
Ghana Agri S.A.	Luxembourg	100,00%	100,00%
Peltina E.O.O.D.	Bulgaria	80,00%	80,00%
Prang Agro Resources Ltd.	Ghana	90,00%	90,00%
Societe Agricole de Guinee S.A.R.L.	Guinea	75,00%	75,00%
Finance & Investments			
RAA Acquisition SA	Luxembourg	100,00%	100,00%
Non-consolidated (Associates)			
Beira Grain Terminal	Mozambique	6,50%	6,50%
Botnia Terminals Oy	Finland	21,34%	0%
Container Depot München GmbH	Germany	20,28%	20,28%
Container Depot München GmbH & Co. Service KG	Germany	23,11%	23,11%
HPG SA	Gabon	39,00%	39,00%
Logistic et Transport Algerie EURL	Algeria	100,00%	100,00%
Manuport Assessoria Aduaneira e Logistica LTDA	Brazil	10,41%	10,41%
Nou Vela	France	5,34%	5,34%
R-Logistic Sénégal SA	Senegal	100,00%	75,00%
SEMOP Port La Nouvelle	France	0,03%	0,03%
Servei Mancomunat de Prevencio del Port de Tarrago	Spain	7,44%	7,44%
SNR SCIC	France	<5,33%	0%
Sociedad de Estiba y Desestiba del Puerto de Tarra	Spain	14,54%	14,54%
Sucre Oceane SAS	France	26,68%	26,68%
Sugarlab 518 N.V.	Belgium	0%	26,68%
Tank Transit Consulting SA	Senegal	75,00%	75,00%
WEbarge N.V.	Belgium	24,01%	24,01%
STL Trade DMCC	UAE	100,00%	100,00%

SIGNING OF THE FINANCIAL STATEMENTS

Monaco, April 28th 2023

Pascale Younès
Director

03

MONACO RESOURCES

OTHER INFORMATION

OTHER INFORMATION

INDEPENDENT AUDITOR'S REPORT

Reference is made to the independent auditor's report on page 52.

SUBSEQUENT EVENTS

Nothing to report.

APPROPRIATION OF RESULTS

The profit earned in a financial year is at the disposal of the general meeting. The Company may pay dividends only insofar as its equity exceeds the paid-in and called-up capital plus the reserves the company is required by law to maintain. Dividends are paid after adoption of the annual accounts, if the annual accounts demonstrate that dividend payments are permissible. Dividends are due and payable immediately after they are declared, unless the general meeting fixes another date in the relevant resolution. A shareholder's claim to a dividend will lapse five years after the dividend becomes due and payable. The general meeting may resolve to pay interim dividends and to pay dividends from a reserve that the Company is not required by law to maintain. The general meeting may resolve to pay dividends in kind. The shares held by the Company in its own capital are to be disregarded in the calculation of the amount of dividend to be paid on shares.

APPROPRIATION OF RESULT FOR THE FINANCIAL YEAR 2021

The Company-only annual report of 2021 was approved in the General Meeting of Shareholders. The General Meeting of Shareholders has determined that the appropriation of result in accordance with the proposal being made to add the result of 2021 to other reserves.

PROPOSED APPROPRIATION OF RESULT FOR THE FINANCIAL YEAR 2022

The Board of Directors proposes to transfer the result over the financial year 2022 to other reserves. The financial statements do not yet reflect this proposal.

04

MONACO RESOURCES

INDEPENDENT AUDITOR'S REPORT

INDEPENDANT AUDITOR'S REPORT

To the Members of Monaco Resources Group Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of MONACO RESOURCES GROUP (the "Company") and its subsidiaries (the "Group"), which are presented in pages 1 to 76 and comprise the consolidated statement of financial position as at 31 December 2022, and the consolidated statements of comprehensive income, changes in equity and cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2022, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union and the requirements of the Cyprus Companies Law, Cap. 113.

Basis fo Opinion

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

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Fair Value valuation

Key Audit Matter	Audit procedures performed
We considered the fair value of the assumed agricultural land presented under property plant and equipment, note 7 as a key audit matter because of the complexity in the Management's assumptions in deriving to the fair value. The fair value is subject to the future performances of the companies, industries, commodity prices, projects as well as foreign exchange rates. This requires management to closely monitor the carrying values. In 2022 no impairments were noted. We considered going concern for the Logistics Division to be a key audit matter at the planning stage of our audit because of the events that are presented in note 1.3. "Basis for preparation". In auditing the financial statements, we have concluded that the Directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.	We reviewed management's assessment of the indicators of any impairment and challenged significant underlying assumptions. Furthermore, we assessed the appropriateness of management's recoverable value models, which included the inherent model inputs and significant assumptions. The valuation was carried out by a third party, we checked the appropriateness of the third party valuation in connection with ISA 620. Our evaluation of the Directors' assessment of the Group's ability to continue to adopt the going concern basis of accounting and in response to the key audit matter included: • Reviewing the Directors' going concern assessment, forecasts and covenant compliance for the Group for a period of at least 12 months from the date of approval of the financial statements. • Detailed enquiries of the Board and management on reasonableness of the assumptions made in the preparation of these forecasts. • Assessing actions performed by the Logistics Division with regards to the extension of the term of the 2018/2023 Notes to 24 June 2024 with the possibility of further maturity extensions if certain conditions are met. • Reviewing the Logistics Division's facility agreements, including the actions for refinancing in 2023, and other key documents for significant matters that could impact on the going concern assessment.

RESPONSIBILITIES OF THE BOARD OF DIRECTORS FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The Board of Directors is responsible for the preparation of consolidated financial statements that give a true and fair view in accordance with International Financial Reporting Standards as adopted by the European Union and the requirements of the Cyprus Companies Law, Cap. 113, and for such internal control as the Board of Directors determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the Board of Directors 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 the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

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

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements. As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the 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.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

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

• Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.

• Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves a true and fair view.

• Obtain sufficient and appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the 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 the Board of Directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

OTHER MATTERS

We were appointed as auditors of Monaco Resources Group S.A.M on November 29, 2022 by engagement letter.

April 28, 2023

Moisis Aristidou
Certified Public Accountant and Registered Auditor
for and on behalf of

Baker Tilly Klitou and Partners Ltd
Certified Public Accountant and Registered Auditor
Corner C Hatzopoulou & 30 Griva Digheni Avenue
1066 Nicosia
Cyprus

MONACO RESOURCES

CONTACT

MONACO RESOURCES

HEADQUARTERS
MONACO RESOURCES GROUP S.A.M.
Athos Palace
2, rue de la Lüjerneta
98000 Monaco
www.monacoresources.com

+ 377 97 98 65 70
info@monacoresources.com