

**PLANETCLEAN RECYCLING
INDUSTRIES PLC (PREVIOUSLY
ROFOLIO HOLDINGS PUBLIC
COMPANY LTD)**

FINANCIAL STATEMENTS

Period from 1 January 2020 to 30 June 2020

PLANETCLEAN RECYCLING INDUSTRIES PLC

FINANCIAL STATEMENTS

Period from 1 January 2020 to 30 June 2020

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PLANETCLEAN RECYCLING INDUSTRIES PLC

BOARD OF DIRECTORS AND OTHER OFFICERS

Board of Directors:

Andreas Karamanos - Appointed on 24 October 2019
Rana Kashif Shahzad - Appointed on 10 July 2019
Zheng Zhang - Appointed on -1 September 2016 and resigned on 10 July 2019
Antonia Constantinou - Appointed on -1 September 2016 and resigned on 10 July 2019
Panagiotis Regas - Appointed on -1 September 2016 and resigned on 10 July 2019
Thomas Patrick Brady - Appointed on 10 July 2019 and resigned on 04 December 2019

Company Secretary:

Andreas Karamanos - Appointed on 28 October 2019
Thomas Patrick Brady - Appointed on 10 July 2019 and resigned on 28 October 2019
Zheng Zhang - Appointed on 01 September 2016 and resigned on 10 July 2019

Independent Auditors:

Ekkeshis Jerodiakonou Ltd
Certified Public Accountants and Registered Auditors
39 Themistocles Dervis Str.
Off. 102
1066, Nicosia

Registered office:

15 Agion Omologiton Str.
1080, Nicosia
Cyprus

Registration number:

HE358762

PLANETCLEAN RECYCLING INDUSTRIES PLC

MANAGEMENT REPORT

The Board of Directors presents its report and audited financial statements of the Company for the period from 1 January 2020 to 30 June 2020.

Principal activities and nature of operations of the Company

The principal activities of the Company, which are unchanged from last year, are the investments in real estate.

Change of Company name

On 13 September 2019, the Company changed its name from Rofolio Holdings Public Company Ltd to Planetclean Recycling Industries Plc.

Review of current position, future developments and performance of the Company's business

The Company's development to date, financial results and position as presented in the financial statements are not considered satisfactory and the Board of Directors is making an effort to reduce the Company's losses.

Principal risks and uncertainties

The principal risks and uncertainties faced by the Company are disclosed in note 8 of the financial statements.

Use of financial instruments by the Company

The Company is exposed to liquidity risk from the financial instruments it holds.

Liquidity risk

Liquidity risk is the risk that arises when the maturity of assets and liabilities does not match. An unmatched position potentially enhances profitability, but can also increase the risk of losses. The Company has procedures with the object of minimising such losses such as maintaining sufficient cash and other highly liquid current assets and by having available an adequate amount of committed credit facilities.

Share capital

There were no changes in the share capital of the Company during the period under review.

Implementation and compliance to the Code of Corporate Governance

The Company recognises the importance of implementing sound corporate governance policies, practices and procedures. As a company listed on the Cyprus Stock Exchange (CSE), Planetclean Recycling Industries Plc has adopted CSE's Corporate Governance Code and applies its principles.

In March 2006 the CSE issued a revised Code of Corporate Governance. The Company complies with all the provisions of the revised Code

Board of Directors

The members of the Company's Board of Directors as at 30 June 2020 and at the date of this report are presented on page 1. All of them were members of the Board of Directors throughout the period from 1 January 2020 to 30 June 2020.

In accordance with the Company's Articles of Association all Directors presently members of the Board continue in office.

There were no significant changes in the assignment of responsibilities and remuneration of the Board of Directors.

PLANETCLEAN RECYCLING INDUSTRIES PLC

MANAGEMENT REPORT

Independent Auditors

The Independent Auditors, Ekkeshis Ierodiakonou Ltd, have expressed their willingness to continue in office and a resolution giving authority to the Board of Directors to fix their remuneration will be proposed at the Annual General Meeting.

By order of the Board of Directors,



Andreas Karamanos
Secretary

23 / 09 2020

PLANETCLEAN RECYCLING INDUSTRIES PLC

DECLARATION OF THE MEMBERS OF THE BOARD OF DIRECTORS AND THE COMPANY OFFICIALS RESPONSIBLE FOR THE PREPARATION OF THE FINANCIAL STATEMENTS

In accordance with Article 9 sections (3c) and (7) of the Transparency Requirements (Traded Securities in Regulated Markets) Law 2007 (N 190 (I)/2007) ("the Law") we, the members of the Board of Directors and the Company official responsible for the financial statements of Planetclean Recycling Industries Plc (the "Company") for the period from 1 January 2020 to 30 June 2020, on the basis of our knowledge, declare that:

- (a) The annual financial statements of the Company which are presented on pages 5 to 9:
- (i) have been prepared in accordance with the applicable International Financial Reporting Standards as adopted by the European Union and the provisions of Article 5, section (4) of the law, and
- (e) provide a true and fair view of the particulars of assets and liabilities, the financial position and profit or loss of the Company and the entities included in the financial statements as a whole and
- b) The management report provides a fair view of the developments and the performance as well as the financial position of the Company as a whole, together with a description of the main risks and uncertainties which they face.

Members of the Board of Directors:

Andreas Karamanos

Rana Kashif Shahzad

Responsible for drafting the financial statements

(Financial Manager)

28/09 2020

PLANETCLEAN RECYCLING INDUSTRIES PLC

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME Period from 1 January 2020 to 30 June 2020

	Note	30 June 2020 €	30 June 2019 €
Other operating income	3	2,236	-
Administration expenses		<u>(3,850)</u>	<u>(1,243)</u>
Net loss for the period/year		(1,614)	(1,243)
Other comprehensive income		<u>-</u>	<u>-</u>
Total comprehensive income for the period/year		<u>(1,614)</u>	<u>(1,243)</u>

Companies which do not distribute 70% of their profits after tax, as defined by the relevant tax law, within two years after the end of the relevant tax year, will be deemed to have distributed as dividends 70% of these profits. Special contribution for defence at 17% will be payable on such deemed dividends to the extent that the ultimate shareholders are both Cyprus tax resident and Cyprus domiciled. The amount of deemed distribution is reduced by any actual dividends paid out of the profits of the relevant year at any time. This special contribution for defence is payable by the Company for the account of the shareholders.

The notes on pages 7 to 9 form an integral part of these financial statements.

PLANETCLEAN RECYCLING INDUSTRIES PLC

STATEMENT OF FINANCIAL POSITION

30 June 2020

	Note	30 June 2020 €	30 June 2019 €
ASSETS			
Non-current assets			
Loans to associates	9	-	-
Current assets			
Financial assets at fair value through profit or loss		-	-
Other asset (describe)		-	-
EQUITY AND LIABILITIES			
Equity			
Share capital	6	26,005	26,000
Accumulated losses		(26,005)	(30,165)
Total equity		-	(4,165)
Current liabilities			
Trade and other payables	7	-	4,165
		-	4,165
Total equity and liabilities		-	-

The notes on pages 7 to 9 form an integral part of these financial statements.

PLANETCLEAN RECYCLING INDUSTRIES PLC

NOTES TO THE FINANCIAL STATEMENTS

Period from 1 January 2020 to 30 June 2020

1. New accounting pronouncements

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

2. Segmental analysis

30 June 2020

	€	Total €
Profit before tax	<u>(1,614)</u>	<u>(1,614)</u>

30 June 2019

	€	Total €
Profit before tax	(1,243)	(1,243)
Liabilities	4,165	4,165

3. Other operating income

	30 June 2020 €	30 June 2019 €
Sundry operating income	<u>2,236</u>	-
	<u><u>2,236</u></u>	<u><u>-</u></u>

4. Expenses by nature

	30 June 2020 €	30 June 2019 €
Auditors' remuneration	1,000	893
Other expenses	<u>2,850</u>	<u>350</u>
Total expenses	<u><u>3,850</u></u>	<u><u>1,243</u></u>

5. Tax

The corporation tax rate is 12,5%.

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

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

Due to tax losses sustained in the period, no tax liability arises on the Company. Unrecognised deferred tax assets

PLANETCLEAN RECYCLING INDUSTRIES PLC

NOTES TO THE FINANCIAL STATEMENTS

Period from 1 January 2020 to 30 June 2020

6. Share capital

	2020 Number of shares	2020 €	2019 Number of shares	2019 €
Authorised				
Ordinary shares of €1 each	<u>26,000</u>	<u>26,000</u>	26,000	26,000
Issued and fully paid				
Balance at 1 January	26,000	26,000	26,000	26,000
Issue of shares	-	5	-	-
Balance at 30 June/31 December	<u>26,000</u>	<u>26,005</u>	26,000	26,000

7. Trade and other payables

	30 June 2020 €	30 June 2019 €
Shareholders' current accounts - credit balances (Note 9.1)	-	2,083
Accruals	-	2,082
	<u>-</u>	<u>4,165</u>

The fair values of trade and other payables due within one year approximate to their carrying amounts as presented above.

8. Operating Environment of the Company

The Cypriot economy has recorded positive growth in 2017 and 2018 after overcoming the economic recession of recent years. The overall economic outlook of the economy remains favourable, however there are still downside risks emanating from the still high levels of non-performing loans, the public debt ratio, as well as possible deterioration of the external environment for Cyprus.

This operating environment may have a significant impact on the Company's operations and financial position. Management is taking necessary measures to ensure sustainability of the Company's operations. However, the future effects of the current economic situation are difficult to predict and Management's current expectations and estimates could differ from actual results.

The Company's Management is unable to predict all developments which could have an impact on the Cyprus economy and consequently, what effect, if any, they could have on the future financial performance, cash flows and financial position of the Company.

On the basis of the evaluation performed, the Company's management has concluded that no provisions or impairment charges are necessary. The Company's Management believes that it is taking all the necessary measures to maintain the viability of the Company and the smooth conduct of its operations in the current business and economic environment.

PLANETCLEAN RECYCLING INDUSTRIES PLC

NOTES TO THE FINANCIAL STATEMENTS

Period from 1 January 2020 to 30 June 2020

9. Related party transactions

The following transactions were carried out with related parties:

9.1 Shareholders' current accounts - credit balances (Note 7)

	30 June 2020	30 June 2019
	€	€
Shareholder	-	2,083
	-	2,083

The shareholders' current accounts are interest free, and have no specified repayment date.

10. Participation of Directors in the company's share capital

The percentage of share capital of the Company held directly or indirectly by each member of the Board of Directors (in accordance with Article (4) (b) of the Directive DI 190-2007-04), as at 30 June 2020 and 27 September 2020 (5 days before the date of approval of the financial statements by the Board of Directors) were as follows:

	30 June 2020	27 September 2020
	%	%
Andreas Karamanos	51	51

The shareholding interest of Mr. Andreas Karamanos includes his direct participation with a percentage of 51%.

11. Shareholders holding more than 5% of share capital

The persons holding more than 5% of the share capital as at 30 June 2020 and 21 September 2020 (5 days before the date of approval of the financial statements by the Board of Directors) were as follows:

	30 June 2020	21 September 2020
	%	%
Katerina Menelaou	9	9
Andreas Karamanos	51	51
Andreas Matsas	30	30

12. Significant agreements with management

At the end of the year, no significant agreements existed between the Company and its Management.

13. Contingent liabilities

The Company had no contingent liabilities as at 30 June 2020.

14. Commitments

The Company had no capital or other commitments as at 30 June 2020.

15. Events after the reporting period

There were no material events after the reporting period, which have a bearing on the understanding of the financial statements.

PLANETCLEAN RECYCLING INDUSTRIES PLC

ADDITIONAL INFORMATION TO THE STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

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Computation of corporation tax	
Calculation of tax losses for the five year period	

PLANETCLEAN RECYCLING INDUSTRIES PLC

DETAILED INCOME STATEMENT

Period from 1 January 2020 to 30 June 2020

	Page	30 June 2020 €	30 June 2019 €
Revenue			
Other operating income			
Sundry operating income		<u>2,236</u>	-
		2,236	-
Operating expenses			
Administration expenses	3	<u>(3,850)</u>	<u>(1,243)</u>
Net loss for the period/year before tax		<u>(1,614)</u>	<u>(1,243)</u>

PLANETCLEAN RECYCLING INDUSTRIES PLC

SELLING AND DISTRIBUTION EXPENSES

Period from 1 January 2020 to 30 June 2020

	30 June 2020	30 June 2019
	€	€
Administration expenses		
Annual levy	350	350
Auditors' remuneration	1,000	893
Other professional fees	2,500	-
	<u>3,850</u>	<u>1,243</u>