

GLOBALWEALTH GROUP PLC

INTERIM CONDENSED CONSOLIDATED
FINANCIAL STATEMENTS

Period from 1 January 2025 to 30 June 2025

GLOBALWEALTH GROUP PLC

INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

Period from 1 January 2025 to 30 June 2025

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GLOBALWEALTH GROUP PLC

BOARD OF DIRECTORS AND OTHER OFFICERS

Board of Directors:	Michael Ioannides Chairman and CEO of the Company Alexios Vandorou Member and CEO of Real Estate Segment Eleftherios Kontos Vice Chairman and CIO of the Company Ilias Georgouleas Member and CEO of Global Money Managers Ltd Maria Panagiotou Member and CEO of Global Money Managers AIFM Ltd Konstantinos Georgaras Member
Company Secretary:	DGH Secretarial Ltd
Independent Auditors:	KPMG Limited
Registered office:	12 Prevezis Nicosia 1065 Cyprus
Bankers:	Bank of Cyprus Public Company Ltd Optima Bank S.A
Registration number:	HE415785

GLOBALWEALTH GROUP PLC

CONSOLIDATED MANAGEMENT REPORT

The Board of Directors of GLOBALWEALTH GROUP PLC ("the Company" or the "Group") presents the unaudited interim condensed consolidated financial statements for the financial period 01 January 2025 until 30 June 2025.

Principal activities and nature of operations of the Group

During the first half of 2025, the Group completed the strategic transformation approved on 03 July 2024. Following the final approval from CySEC on 28/03/2025, the acquisition of the UCITS and AIF management companies was completed on 24/04/2025. From that date the financial results of the two asset management companies were consolidated in the Group's financial statements.

The Group operates primarily in the markets of Cyprus and Greece, and its activities now include real estate development and management through UCITS and AIF structures and other investments.

Financial review and performance

The Group's financial performance during the first half of 2025 reflects the inclusion of new subsidiaries and the completion of the reverse takeover transaction on 24 April 2025

- **Revenue & other income:** The Group's revenue and other income increased to €1,405,158, primarily driven by the asset management segment and private equity investment gains.
- **Profitability:** The Group recorded a net profit for the period of €727,572, primarily driven by the asset management segment and private equity investment fair value gains.
- **Financial Position:** As of 30 June 2025, total assets stood at €25,628,430, reflecting the business combination including goodwill.
- **Equity:** Total equity increased to €25,375,624 as at 30 June 2025, reflecting mainly the shares issued at a premium to their nominal value, in consideration for the acquisition of the asset management companies.

The results are not directly comparable with prior periods due to the consolidation of the new subsidiaries from April 2025. The management draws attention to Note 17 regarding Intangible Assets recognition for the RTO.

Significant events during the period

During the period, the Group completed the acquisition of GMM Global Money Managers Ltd and GMM Global Money Managers AIFM Ltd, following CySEC approval. The transaction was structured as a reverse takeover and accounted for as a business combination under IFRS 3.

On 24 April 2025, 59,130,974 new ordinary shares were issued at a price of €0.372055 per share, representing total consideration of €22,000,000.

The Group also invested €579,000 in convertible notes in private equity and made an initial €541,151 investment in Wealthyhood Ltd through a convertible loan agreement.

On 14 April 2025, the Company initiated a strategic investment in the UK-based wealthtech company Wealthyhood Limited. During the period, following the signing of the term sheet and the announcement of Wealthyhood's seed round, the Company proceeded with an initial investment of €541,151 (GBP 455,000) via a convertible loan agreement. A subsequent agreement was signed on 14 September 2025 by which, in aggregate, the Company shall acquire 34.20% of total shares outstanding and 32.04% interest on a fully diluted basis in Wealthyhood Limited. The total consideration for the acquisition (including the amount of the convertible loan agreements) of the preferred shares shall be €1,540,000 in cash. The transaction includes the acquisition of additional ordinary shares from existing shareholders of Wealthyhood Limited. The consideration for this acquisition will be paid with new ordinary shares of the Company.

During the first half of 2025, the Group reassessed its investment in WEALTHLIVING I.K.E., in which it holds a 49% interest. Although in the prior year the entity was consolidated as a subsidiary due to de facto control, during the current year the Group concluded that it no longer exercises control due to the fact that members of the Board of Directors of the Group disposed their stakes totaling 10% in WEALTHLIVING I.K.E..

CONSOLIDATED MANAGEMENT REPORT

Principal risks and uncertainties

The principal risks and uncertainties faced by the Group include, but are not limited, to the following:

Use of financial instruments by the Group

The Group is exposed to market price risk, interest rate risk, credit risk and liquidity risk from the financial instruments it holds.

Market price risk

The Group is exposed to equity securities price risk because of investments held by the Group and classified on the consolidated statement of financial position either as fair value through other comprehensive income or at fair value through profit or loss. The Group is not exposed to commodity price risk.

Interest rate risk

Interest rate risk is the risk that the value of financial instruments will fluctuate due to changes in market interest rates. The Group's income and operating cash flows are substantially independent of changes in market interest rates as the Group has no significant interest-bearing assets.

Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to meet an obligation. Credit risk arises from cash and cash equivalents, contractual cash flows of debt investments carried at amortised cost, at fair value through other comprehensive income (FVOCI) and at fair value through profit or loss (FVTPL), favourable derivative financial instruments and deposits with banks and financial institutions, as well as credit exposures to wholesale and retail customers, including outstanding receivables and contract assets as well as lease receivables. Further, credit risk arises from credit related commitments.

If counterparties are independently rated, these ratings are used. Otherwise, if there is no independent rating, Management assesses the credit quality of the counterparties, taking into account its financial position, past experience and other factors.

The Group's investments in debt instruments are considered to be low risk investments.

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 Group has procedures with the object of minimising such losses such as maintaining sufficient cash and other highly liquid current assets.

Currency risk

The Company is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to the U.S. Dollar, and British Pound. Foreign currency risk arises from investments in foreign bonds and loans denominated in a currency that is not the company's functional currency. We monitor our exposure to foreign currency fluctuations and may utilize financial instruments to hedge certain exposures.

Operational and Strategic risks

The Group's operations in Cyprus and Greece are influenced by local and global economic conditions. Geopolitical instability in Eastern Europe and the Middle East, coupled with global inflationary pressures and fluctuating interest rates, poses indirect risks to operating costs and the overall economic climate.

Fluctuations in energy prices, high inflation, and volatility in foreign exchange and interest rates. The impact of new tariffs imposed by the US and the reaction from China, disrupting global supply chains, may indirectly affect the Group's operational costs and asset values.

The asset management industry is undergoing rapid technological change. Failure to innovate and adapt could impact the Group's competitive position. The strategic focus on digital transformation is designed to mitigate this risk.

The financial services and real estate sectors are highly competitive. The Group faces competition from established players as well as agile fintech entrants.

The Group faces the risk of failing to successfully integrate the operations, administrative processes, and human capital of the acquired entities and investments. Delays or failures in integration could prevent the realization of anticipated commercial synergies and strategic objectives

Regulatory Compliance risk

The acquisition of GMM Global Money Managers Ltd and GMM Global Money Managers AIFM Ltd subjects the Group to strict financial services regulations and compliance requirements (e.g., CySEC, MiFID II, AIFMD). Failure to maintain licenses, adhere to capital adequacy, or comply with operational conduct rules could result in significant penalties, revocation of licenses, and reputational damage.

GLOBALWEALTH GROUP PLC

CONSOLIDATED MANAGEMENT REPORT

Technology and Cybersecurity risk

The investments in technology platforms, introduce significant exposure to technology risks, including system outages, data breaches, and failure to comply with evolving data protection regulations (GDPR).

Capital Structure and Dilution risk

The RTO, the Employee Share Option Scheme and any other capital increase for acquisitions or otherwise will substantially increase the Group's issued share capital. This poses a risk of dilution to existing shareholders' ownership percentage and could negatively impact the profitability of the Group on a per share basis.

Financial Accounting risk

The initial accounting treatment of new investments and the RTO (Note 18) potentially exposes the Group to the risk of incomplete or transitional accounting treatment and might require material adjustments upon finalization or annual audit.

Share Capital

The changes in the share capital of the Company during the period are stated in Note 27 of the interim financial statements.

Corporate Governance Code

The Board of Directors, as at the date of this report has not decided to adopt the Corporate Governance Code as it is not required by the Cyprus Stock Exchange Emerging Companies Market.

Board of Directors

The members of the Group's Board of Directors as at 30 June 2025 and at the date of this report are presented on page 1. 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 of the Board of Directors, as shown on page 1. However the Company operates on a pay-for-performance and since 03 July 2024 the EGM authorized the Board of Directors to establish a share option scheme.

These interim condensed consolidated financial statements are unaudited and have not been reviewed by the Company's external auditors. The information presented is factual and historical in nature and does not include forward-looking statements.

By order of the Board of Directors,



Michael Ioannides
Chairman and CEO
14 October 2025

GLOBALWEALTH GROUP PLC

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

In accordance with Article 10 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 interim condensed consolidated financial statements of GLOBALWEALTH GROUP PLC (the "Company") for the period from 1 January 2025 to 30 June 2025, on the basis of our knowledge, declare that:

(a) The annual interim condensed consolidated financial statements of the Group which are presented on pages 6 to 31:

(i) have been prepared in accordance with the applicable IFRS Accounting Standards as adopted by the European Union and the provisions of Article 10, section (4) of the law, and

(ii) provide a true and fair view of the particulars of assets and liabilities, the financial position and profit or loss of the Group and the entities included in the interim condensed consolidated 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 Group as a whole, together with a description of the main risks and uncertainties which they face.

Members of the Board of Directors:

Michael Ioannides

Alexios Vadorou

Eleftherios Kontos

Ilias Georgouleas

Maria Panagiotou

Konstantinos Georgaras

Responsible for drafting the financial statements

Eleftherios Kontos (Financial Manager)


14 October 2025

GLOBALWEALTH GROUP PLC

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

Period from 1 January 2025 to 30 June 2025

		from 1 January 2025 to 30 June 2025 €	from 1 January 2024 to 30 June 2024 €
	Note		
Revenue	6	591,394	-
Cost of sales	7	(83,580)	-
Gross profit		507,814	-
Other operating income	8	813,764	-
Selling and distribution expenses		(21,003)	(53)
Administration expenses	9	(536,620)	(37,120)
Other expenses	10	(11,475)	-
Operating profit/(loss)		752,480	(37,173)
Finance income		296	9,205
Finance costs		(28,515)	(583)
Net finance (costs)/income	13	(28,219)	8,622
Share of results of associates before tax		3,361	(11,424)
Profit/(loss) before tax		727,622	(39,975)
Tax	14	(50)	-
Net profit/(loss) for the period/year		727,572	(39,975)
Other comprehensive income		-	-
Total comprehensive income for the period/year		727,572	(39,975)

The notes on pages 12 to 31 form an integral part of these interim condensed consolidated financial statements.

GLOBALWEALTH GROUP PLC

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

30 June 2025

	Note	2025 €	2024 €
ASSETS			
Non-current assets			
Property, plant and equipment	15	31,541	9,445
Right-of-use assets	16	66,429	-
Intangible assets	17	19,488,504	-
Investments in associates	19	40,285	-
Investment in joint ventures	20	35,394	46,869
		<u>19,662,153</u>	<u>56,314</u>
Current assets			
Inventories	22	25,000	108,580
Trade and other receivables	23	2,811,278	413,685
Loans receivable	21	65,000	-
Financial assets at fair value through profit or loss	24	2,061,659	159,137
Lease receivables	25	-	82,510
Cash at bank and in hand	26	1,003,340	576,468
		<u>5,966,277</u>	<u>1,340,380</u>
Total assets		<u>25,628,430</u>	<u>1,396,694</u>
EQUITY AND LIABILITIES			
Equity			
Share capital	27	94,610	35,479
Share premium	27	23,393,128	1,452,259
Other reserves	28	(15,991)	(15,991)
Retained earnings /(accumulated losses)		<u>438,357</u>	<u>(281,691)</u>
		23,910,104	1,190,056
Non-controlling interests		-	38,430
Advances from shareholders	29	<u>1,465,520</u>	<u>-</u>
Total equity		<u>25,375,624</u>	<u>1,228,486</u>
Non-current liabilities			
Lease liabilities	30	<u>38,623</u>	<u>55,368</u>
		38,623	55,368
Current liabilities			
Trade and other payables	31	195,123	110,638
Lease liabilities	30	17,210	2,202
Current tax liabilities	32	<u>1,850</u>	<u>-</u>
		<u>214,183</u>	<u>112,840</u>
Total liabilities		<u>252,806</u>	<u>168,208</u>
Total equity and liabilities		<u>25,628,430</u>	<u>1,396,694</u>

The notes on pages 12 to 31 form an integral part of these interim condensed consolidated financial statements.

GLOBALWEALTH GROUP PLC

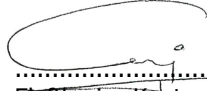
CONSOLIDATED STATEMENT OF FINANCIAL POSITION

30 June 2025

On 14 October 2025 the Board of Directors of GLOBALWEALTH GROUP PLC authorised these interim condensed consolidated financial statements for issue.



.....
Alexios Vantorou
Director



.....
Eleftherios Kontos
Director

The notes on pages 12 to 31 form an integral part of these interim condensed consolidated financial statements.

GLOBALWEALTH GROUP PLC

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

Period from 1 January 2025 to 30 June 2025

	Note	Share capital €	Share premium €	Treasury shares €	Advances from shareholders €	Reserve for own shares €	Accumulated losses €	Non-controlling interests €	Total €
Balance at 1 January 2024 as previously reported		34,747	1,189,301	(13,662)	-	57,999	(75,871)	15,067	1,207,581
Impact of correction of errors (Note 8)		-	-	-	-	-	(111,949)	-	(111,949)
Balance at 1 January 2024 as restated		34,747	1,189,301	(13,662)	-	57,999	(187,820)	15,067	1,095,632
Comprehensive income									
Net loss for the year		-	-	-	-	-	(91,875)	14,167	(77,708)
Total comprehensive income for the year		-	-	-	-	-	(91,875)	14,167	(77,708)
Transactions with owners									
Issue of share capital	27	732	262,958	-	-	(57,999)	-	-	205,691
Total transactions with owners		732	262,958	-	-	(57,999)	-	-	205,691
		-	-	(2,329)	-	-	-	-	(2,329)
Acquisition		-	-	-	-	-	(1,996)	9,196	7,200
Balance at 31 December 2024		35,479	1,452,259	(15,991)	-	-	(281,691)	38,430	1,228,486
Balance at 1 January 2025		35,479	1,452,259	(15,991)	-	-	(281,691)	38,430	1,228,486
Comprehensive income									
Net profit for the period		-	-	-	-	-	727,572	-	727,572
Total comprehensive income for the period		-	-	-	-	-	727,572	-	727,572
Transactions with owners									
Issue of share capital	27	59,131	21,940,869	-	-	-	-	-	22,000,000
Proceeds for the period/year		-	-	-	1,465,520	-	-	-	1,465,520
Total transactions with owners		59,131	21,940,869	-	1,465,520	-	-	-	23,465,520
Reclassification of subsidiary to Associate		-	-	-	-	-	(7,524)	(38,430)	(45,954)
Balance at 30 June 2025		94,610	23,393,128	(15,991)	1,465,520	-	438,357	-	25,375,624

The notes on pages 12 to 31 form an integral part of these interim condensed consolidated financial statements.

GLOBALWEALTH GROUP PLC

CONSOLIDATED CASH FLOW STATEMENT

Period from 1 January 2025 to 30 June 2025

		from 1 January 2025 to 30 June 2025	from 1 January 2024 to 30 June 2024
	Note	€	€
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit/(loss) before tax		727,622	(39,975)
Adjustments for:			
Depreciation of property, plant and equipment	15	1,564	-
Depreciation of right-of-use assets	16	6,806	-
Unrealised exchange loss		23,730	-
Amortisation of computer software	17	92	-
Share of profit from associates	19	(3,361)	-
Share of loss from joint ventures	20	11,475	-
Fair value gains on financial assets at fair value through profit or loss		(806,240)	-
Interest income	13	(296)	(9,205)
Interest expense	13	659	-
Reclassification of a subsidiary to Associate		(40,285)	-
Other		(1,164)	-
		(79,398)	(49,180)
Changes in working capital:			
Decrease in inventories		83,580	140,171
Increase in trade and other receivables		(2,397,593)	(360,889)
Increase in financial assets at fair value through profit or loss		(1,096,282)	(122,012)
Increase in trade and other payables		84,485	69,430
Cash used in operations		(3,405,208)	(322,480)
Tax refunded		1,800	-
Net cash used in operating activities		(3,403,408)	(322,480)
CASH FLOWS FROM INVESTING ACTIVITIES			
Payment for purchase of intangible assets	17	(19,530,763)	-
Payment for purchase of property, plant and equipment	15	(59,233)	(200)
Payment for purchase of investments in associated undertakings	19	(36,924)	-
Loans granted		17,510	-
Loans repayments received		-	218,805
Deposits in joint ventures	20	-	(46,869)
Interest received		296	9,205
Net cash (used in)/generated from investing activities		(19,609,114)	180,941
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from issue of share capital		22,000,000	205,691
Advances from shareholders		1,465,520	-
Payment for purchase of treasury shares		-	(10,081)
Payments of leases liabilities		(1,737)	(32,695)
Unrealised exchange (loss)		(23,730)	-
Interest paid		(659)	-

The notes on pages 12 to 31 form an integral part of these interim condensed consolidated financial statements.

GLOBALWEALTH GROUP PLC

CONSOLIDATED CASH FLOW STATEMENT

Period from 1 January 2025 to 30 June 2025

	from 1 January 2025 to 30 June 2025	from 1 January 2024 to 30 June 2024
	€	€
Net cash generated from financing activities	23,439,394	162,915
Net increase in cash and cash equivalents	426,872	21,376
Cash and cash equivalents at beginning of the period/year	576,468	555,090
Cash and cash equivalents at end of the period/year	26 1,003,340	576,466

The notes on pages 12 to 31 form an integral part of these interim condensed consolidated financial statements.

GLOBALWEALTH GROUP PLC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

Period from 1 January 2025 to 30 June 2025

1. Incorporation and principal activities

Country of incorporation

The Company GLOBALWEALTH GROUP PLC (the "Company") was incorporated in Cyprus on 27th November 2020 as a private limited liability company under the provisions of the Cyprus Companies Law, Cap. 113. Its registered office is at 12 Prevezis, Nicosia, 1065, Cyprus.

The Company is listed on the Cyprus Stock Exchange ("CSE") on the Emerging Companies Market.

The Company is also operating through a branch in Greece, Wealthavenue Plc Ypokatastima Elladas ("the Branch"). These financial statements include the financial performance, cash flows and financial position of the Branch. The Branch operates under Commercial Registration No. 164969401001 issued in Greece on 11 July 2022. The Branch performs real estate construction activities. The address of the registered office of the Branch is 43 Leoforos Iasonidou, Ellinikou Argyroupolis, 16777 Athens.

Unaudited financial statements

The interim condensed consolidated financial statements for the six months ended on 30 June 2024 and 2025 respectively, have not been audited or reviewed by the external auditors of the Company. The information presented is factual and historical in nature and does not include forward-looking statements.

2. Basis of preparation

These interim condensed consolidated financial statements have been prepared in accordance with IFRS Accounting Standards as adopted by the European Union (EU) and the requirements of the Cyprus Companies Law, Cap. 113. These interim condensed consolidated financial statements have been prepared under the historical cost convention except in the case of the financial assets and financial liabilities at fair value through profit or loss, which are measured at their fair value.

The preparation of financial statements in conformity with IFRS Accounting Standards requires the use of certain critical accounting estimates and requires Management to exercise its judgment in the process of applying the Group's accounting policies. It also requires the use of assumptions that affect the reported amounts of assets and liabilities and 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. Although these estimates are based on Management's best knowledge of current events and actions, actual results may ultimately differ from those estimates.

3. Functional and presentation currency

The interim condensed consolidated financial statements are presented in Euro (€) which is the functional currency of the Group.

4. Adoption of new or revised standards and interpretations

During the current period the Group adopted all the new and revised IFRS Accounting Standards that are relevant to its operations and are effective for accounting periods beginning on 1 January 2025. This adoption did not have a material effect on the accounting policies of the Group.

5. Material accounting policies

The interim condensed consolidated financial statements, which are presented in Euro, have been prepared in accordance with IFRS Accounting Standards, including IAS 34 "Interim Financial Reporting"

The accounting policies used in the preparation of the interim condensed consolidated financial statements are in accordance with those used in the annual financial statements for the year ended 31 December 2024.

GLOBALWEALTH GROUP PLC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

Period from 1 January 2025 to 30 June 2025

5. Material accounting policies (continued)

Costs that are incurred during the financial year are anticipated or deferred for interim reporting purposes if, and only if, it is also appropriate to anticipate or defer that type of cost at the end of the financial year.

Corporation tax is calculated based on the expected tax rates for the whole financial year.

These interim condensed consolidated financial statements must be read in conjunction with the annual financial statements for the year ended 31 December 2024.

6. Revenue

The Group derives its revenue from contracts with customers for the transfer of goods and services over time and at a point in time in the following major product lines.

Disaggregation of revenue

	from 1 January 2025 to 30 June 2025	from 1 January 2024 to 30 June 2024
	€	€
Sales of properties	112,040	-
Rendering of services	479,354	-
	591,394	-

7. Cost of sales

	from 1 January 2025 to 30 June 2025	from 1 January 2024 to 30 June 2024
	€	€
Cost of properties sold	83,580	-
	83,580	-

8. Other operating income

	from 1 January 2025 to 30 June 2025	from 1 January 2024 to 30 June 2024
	€	€
Gain on derecognition of a subsidiary to associate	7,524	-
Fair value gains on financial assets at fair value through profit or loss	806,240	-
	813,764	-

GLOBALWEALTH GROUP PLC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

Period from 1 January 2025 to 30 June 2025

9. Administration expenses

	from 1 January 2025 to 30 June 2025 €	from 1 January 2024 to 30 June 2024 €
Staff costs	131,519	-
Rent	6,122	-
Common expenses	488	1,455
Licenses and taxes	591	-
Immovable property tax	1,114	-
Electricity	1,929	-
Water supply and cleaning	1,636	1,223
Insurance	650	-
Repairs and maintenance	478	-
Sundry expenses	9,560	9,086
Telephone and postage	1,255	39
Courier expenses	102	-
Stationery and printing	257	-
Subscriptions and contributions	224	72
Computer supplies and maintenance	149	-
Computer software	5,940	-
Auditors' remuneration	1,488	-
Accounting fees	1,500	1,500
Legal and professional	1,240	-
Directors' fees	10,500	-
Other professional fees	43,162	15,150
Overseas travelling	8,249	-
Travelling	12,504	1,205
Inland travelling and accommodation	4,519	720
Entertaining	3,627	-
Management fees	26,482	-
Consulting and Accounting	48,870	-
Services received	4,464	-
Software license	1,450	-
Marketing fees	192,864	-
CSE Expenses	4,925	6,670
Other expenses	300	-
Amortisation of computer software	92	-
Depreciation of right-of-use assets	6,806	-
Depreciation	1,564	-
	536,620	37,120

10. Other expenses

	from 1 January 2025 to 30 June 2025 €	from 1 January 2024 to 30 June 2024 €
Share of loss from joint ventures	11,475	-
	11,475	-

GLOBALWEALTH GROUP PLC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

Period from 1 January 2025 to 30 June 2025

11. Expenses by nature

	from 1 January 2025 to 30 June 2025	from 1 January 2024 to 30 June 2024
	€	€
Changes in inventories of finished goods and work in progress	83,580	-
Staff costs (Note 12)	131,519	-
Depreciation and amortisation expense	8,463	-
Auditors' remuneration	1,488	-
Expense relating to leases	6,122	-
Other expenses	326,451	37,173
Total expenses	557,623	37,173

12. Staff costs

	from 1 January 2025 to 30 June 2025	from 1 January 2024 to 30 June 2024
	€	€
Salaries	115,667	-
Social security costs	12,093	-
GHS contribution	1,446	-
Social cohesion fund	2,313	-
	131,519	-

GLOBALWEALTH GROUP PLC

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

Period from 1 January 2025 to 30 June 2025

13. Finance income/(costs)

	from 1 January 2025 to 30 June 2025 €	from 1 January 2024 to 30 June 2024 €
Finance income		
Bank interest	296	-
Loan interest income	-	9,205
	<u>296</u>	<u>9,205</u>
Finance costs		
Interest expense		
Interest on obligations under finance leases	(659)	-
Sundry finance expenses		
Bank charges	(4,126)	(583)
Net foreign exchange losses		
Unrealised foreign exchange loss	(23,730)	-
	<u>(28,515)</u>	<u>(583)</u>
Net finance (costs)/income	<u>(28,219)</u>	<u>8,622</u>

Interest income is analysed as follows:

	2025 €	2024 €
Financial assets carried at amortised cost:		
Bank deposits	296	-
Other loans and receivables	-	9,205
Total interest income	<u>296</u>	<u>9,205</u>

14. Tax

	from 1 January 2025 to 30 June 2025 €	from 1 January 2024 to 30 June 2024 €
Defence contribution	50	-
Charge for the period/year	<u>50</u>	<u>-</u>

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Period from 1 January 2025 to 30 June 2025

15. Property, plant and equipment

	Furniture, Computer fixtures and office equipment	Hardware - cost	Total
	€	€	€
Cost			
Balance at 1 January 2024	14,216	-	14,216
Additions	200	-	200
Balance at 31 December 2024	14,416	-	14,416
Balance at 1 January 2025	14,416	-	14,416
Additions	16,773	54,676	71,449
Derecognition due to Reclassification from subsidiary to Associate	(14,416)	-	(14,416)
Balance at 30 June 2025	16,773	54,676	71,449
Depreciation			
Balance at 1 January 2024	2,088	-	2,088
Charge for the period	2,883	-	2,883
Balance at 31 December 2024	4,971	-	4,971
Balance at 1 January 2025	4,971	-	4,971
Acquisitions through business combinations	1,972	36,372	38,344
Charge for the period	-	1,564	1,564
Derecognition due to Reclassification from subsidiary to Associate	(4,971)	-	(4,971)
Balance at 30 June 2025	1,972	37,936	39,908
Net book amount			
Balance at 30 June 2025	14,801	16,740	31,541
Balance at 1 January 2025	9,445	-	9,445

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16. Right-of-use assets

	Land and buildings
	€
Cost	
Balance at 1 January 2024	121,394
Termination of lease arrangement	(10,268)
Derecognition of right-of-use asset (transfer to lease receivable)	(111,126)
Acquisitions through business combinations	<u>146,668</u>
Balance at 30 June 2025	<u>146,668</u>
Depreciation	
Balance at 1 January 2024	31,701
Charge for the period	2,639
Termination of lease arrangement	(3,423)
Derecognition of right-of-use asset (transfer to lease receivable)	(30,917)
Acquisitions through business combinations	<u>73,433</u>
Charge for the period	<u>6,806</u>
Balance at 30 June 2025	<u>80,239</u>
Net book amount	
Balance at 30 June 2025	<u>66,429</u>

The Group leases several assets including offices The average lease term is 4.00 years (2024: 4.00 years).

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17. Intangible assets

	Goodwill	Computer software	Total
	€	€	€
Cost			
Additions	19,488,504	42,259	19,530,763
Balance at 30 June 2025	19,488,504	42,259	19,530,763
Amortisation			
Acquisitions through business combinations	-	42,167	42,167
Amortisation for the period (Note 11)	-	92	92
Balance at 30 June 2025	-	42,259	42,259
Net book amount			
Balance at 30 June 2025	19,488,504	-	19,488,504

Goodwill represents the premium paid to acquire the business of GMM GLOBAL MONEY MANAGERS LTD and GMM GLOBAL MONEY MANAGERS AIFM LTD and is measured at cost less any accumulated impairment losses.

During the period, the Group completed the acquisition of GMM GLOBAL MONEY MANAGERS LTD and GMM GLOBAL MONEY MANAGERS AIFM LTD for total consideration of €22.000.000. The transaction resulted in the recognition of provisional goodwill amounting to €19.488.504.

As at 30 June 2025, the initial accounting for the business combination is incomplete at the time the financial statements were authorised for issue. In this respect, the remaining disclosure requirements could not be made since the fair valuation of the net assets acquired has not yet been finalised.

Management expects to finalise the valuation and fair value assessment by end of the year ended 31 December 2025, at which time any necessary adjustments to the provisional amounts, including goodwill, will be reflected retrospectively as required by IFRS 3.

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18. Investments in subsidiaries

The details of the subsidiaries are as follows:

<u>Name</u>	<u>Country of incorporation</u>	<u>Principal activities</u>	2025 Holding %	2024 Holding %	2025 €	2024 €
WEALTH LIVING IKE	Greece	Real estate - Sub-lease of rented properties		49	-	29,400
GMM GLOBAL MONEY MANAGERS LTD	Cyprus	Mutual fund management services	100		5,621,253	-
GMM GLOBAL MONEY MANAGERS AIFM LTD	Cyprus	Mutual fund management services	100		16,378,747	-
					22,000,000	29,400

During the period, the Group completed the acquisition of GMM GLOBAL MONEY MANAGERS LTD and GMM GLOBAL MONEY MANAGERS AIFM LTD for total consideration of €22.000.000.

On 24 April 2025, following regulatory approval, the Company completed a reverse takeover through the acquisition of 100% of the share capital of GMM Global Money Managers Ltd, as previously approved by the shareholders at the Extraordinary General Meeting held on 3 July 2024. As consideration, the Company issued 15.108.643 ordinary shares with a nominal value of €0,001 each, at an issue price of €0,372055 per share, corresponding to a total consideration of €5.621.253. The initial accounting for the business combination is incomplete at the time the financial statements were authorised for issue. In this respect, the remaining disclosure requirements could not be made since the fair valuation of the net assets acquired has not yet been finalised.

On 24 April 2025, following regulatory approval, the Company completed a reverse takeover through the acquisition of 100% of the share capital of GMM Global Money Managers AIFM Ltd, as previously approved by the shareholders at the Extraordinary General Meeting held on 3 July 2024. As consideration, the Company issued 44.022.331 ordinary shares with a nominal value of €0,001 each, at an issue price of €0,372055 per share, corresponding to a total consideration of €16.378.747. The initial accounting for the business combination is incomplete at the time the financial statements were authorised for issue. In this respect, the remaining disclosure requirements could not be made since the fair valuation of the net assets acquired has not yet been finalised.

During the year 2025, the Group reassessed its investment in WEALTHLIVING I.K.E., in which it holds a 49% interest. Although in the prior year the entity was consolidated as a subsidiary due to de facto control, during the current year the Group concluded that it no longer exercises control as defined by IFRS 10. Accordingly, WEALTHLIVING I.K.E. ceased to be consolidated and is now accounted for as an associate under the equity method in accordance with IAS 28. Comparative figures include the entity as a subsidiary.

19. Investments in associates

	2025 €	2024 €
Additions	36,924	-
Share of results of associates before tax	3,361	-
Balance at 30 June/31 December	40,285	-

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19. Investments in associates (continued)

The details of the investments are as follows:

<u>Name</u>	<u>Country of incorporation</u>	<u>Principal activities</u>	2025 Holding %	2024 Holding %	2025 €	2024 €
WEALTH LIVING IKE	Greece	Real estate - Sub-lease of rented properties	49	49	40,285	-
					40,285	-

During the year 2025, the Group reassessed its investment in WEALTHLIVING I.K.E., in which it holds a 49% interest. Although in the prior year the entity was consolidated as a subsidiary due to de facto control, during the current year the Group concluded that it no longer exercises control as defined by IFRS 10. Accordingly, WEALTHLIVING I.K.E. ceased to be consolidated and is now accounted for as an associate under the equity method in accordance with IAS 28. Comparative figures include the entity as a subsidiary.

20. Investment in joint ventures

	2025 €	2024 €
Balance at 1 January	46,869	-
Share of loss from partnerships and joint ventures	(11,475)	-
Deposits	-	46,869
Balance at 30 June/31 December	35,394	46,869

The details of the joint ventures are as follows:

<u>Name</u>	<u>Country of incorporation</u>	<u>Principal activities</u>	2025 Holding %	2024 Holding %	2025 €	2024 €
KENNEDY RESIDENCES	Greece	Development of residential buildings	50	50	5,226	11,193
GREGOU RESIDENCES	Greece	Development of residential buildings	55	55	5,329	5,397
P. KYRIAKOU 12	Greece	Development of residential buildings	33.33	33.33	24,839	30,279
					35,394	46,869

During the year, the Group identified impairment indicators for its investments in joint ventures, but considers them temporary and did not recognise any impairment due to the following reasons:

- the investments are in a net asset position as at the year end.
- Each joint venture is responsible for the construction of a residential building, with the intention that the completed apartments will be sold. The projects are currently under development and the budgets of these projects have a profit higher than the carrying amount of each investment in the Company's records.

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Period from 1 January 2025 to 30 June 2025

21. Loans receivable

	2025	2024
	€	€
Loans to other related parties (Note 34.3)	<u>65,000</u>	-
	<u>65,000</u>	-

The fair values of loans receivables approximate to their carrying amounts as presented above.

GLOBALWEALTH GROUP PLC

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22. Inventories

	2025	2024
	€	€
Properties for resale	25,000	108,580
	25,000	108,580

The cost of inventories recognised as expense and included in "cost of sales" amounted to €83,580 (2024: € -).

The Group reviews its inventory records for evidence regarding the saleability of inventory and its net realizable value on disposal. No provision for obsolete and slow-moving inventory was recorded in the statement of profit or loss during the period ended 30 June 2025 (2024: Nil).

23. Trade and other receivables

	2025	2024
	€	€
Trade receivables	2,153,545	21,972
Shareholders' current accounts - debit balances (Note 34.5)	6,328	1,328
Receivables from other related parties (Note 34.2)	50,000	-
Deposits and prepayments	8,246	140
Accrued income	47,698	-
Other receivables (Note 34.6)	528,379	367,731
Less: credit loss on other receivable (Note 34.6)	(9,389)	(9,389)
VAT	26,471	31,903
	2,811,278	413,685

The Group does not hold any collateral over the trading balances.

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

24. Financial assets at fair value through profit or loss

	2025	2024
	€	€
	2025	2024
	€	€
Balance at 1 January	159,137	23,536
Additions	1,096,282	122,012
Change in fair value	806,240	13,589
Balance at 30 June/31 December	2,061,659	159,137

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Period from 1 January 2025 to 30 June 2025

24. Financial assets at fair value through profit or loss (continued)

Financial assets mandatorily measured as at fair value through profit or loss are analysed as follows:

	2025 €	2024 €
Financial assets at fair value through profit or loss		
Unlisted private equity fund	98,594	72,137
Convertible loan-Bond (Non-listed securities)	<u>1,963,065</u>	<u>87,000</u>
	2,061,659	159,137

On 25 July 2024, the Company acquired 87 notes of €1,000 each, with an aggregate principal amount of €87,000. The notes have a 2 years duration, are unsecured and bear interest of 7% per annum. Under certain conditions being met, the notes are convertible at the option of the noteholder. Additionally, during the period ended 30 June 2025, the Company acquired 133 more notes and revalued the notes to an amount of EUR 1.026.240 as at 30/06/2025.

On 27 March 2025, the Company entered into an agreement with Captor Capital Corp., a company registered in Toronto, Canada, for the acquisition of 450 unsecured convertible loan notes with a nominal value of US\$1,000 each. The notes bear interest at 6.5% per annum and are either redeemable at nominal value together with accrued interest on 27 May 2026, or convertible into ordinary shares of the issuer in accordance with the terms of the agreement. The total amount paid during the period was EUR 395.674.

During the period ended 30 June 2025, the Company entered into an agreement with Wealthyhood Ltd, for the acquisition unsecured convertible loan notes for a total amount paid EUR 541.151 and they are either redeemable at nominal value together with accrued interest or convertible into ordinary shares of the issuer in accordance with the terms of the agreement.

The unlisted private equity fund are valued using the published fund prices as at 31 December 2024.

25. Lease receivables

	2025 €	2024 €
Balance at 1 January	82,510	-
New loans granted	-	82,510
Derecognition due to Reclassification of subsidiary to Associate	<u>(82,510)</u>	<u>-</u>
Balance at 30 June/31 December	-	82,510

The Group is not exposed to foreign currency risk as a result of the lease arrangements, as all leases are denominated in €. Residual value risk on equipment under lease is not significant, because of the existence of a secondary market with respect to the equipment.

The Group's finance lease arrangements do not include variable payments.

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26. Cash at bank and in hand

Cash balances are analysed as follows:

	2025 €	2024 €
Cash at bank and in hand	1,003,383	576,511
Accumulated impairment losses on cash and cash equivalents	(43)	(43)
	<u>1,003,340</u>	<u>576,468</u>

27. Share capital and share premium

	2025 Number of shares	2025 €	2024 Number of shares	2024 €
Authorised				
Ordinary shares of €0.001 each	500,000,000	500,000	500,000,000	500,000
Issued and fully paid	Number of shares	Share capital €	Share premium €	Total €
Balance at 1 January 2024	34,746,111	34,747	1,189,301	1,224,048
Issue of shares of nominal value of €0.001 each at a premium	732,473	732	262,958	263,690
Balance at 31 December 2024	35,478,584	35,479	1,452,259	1,487,738
Balance at 1 January 2025	35,478,584	35,479	1,452,259	1,487,738
Issue of shares of nominal value of €0.001 each at a premium	59,130,974	59,131	21,940,869	22,000,000
Balance at 30 June 2025	94,609,558	94,610	23,393,128	23,487,738

Issued capital

On 30 June 2022, the company issued 1,442,959 additional ordinary shares of nominal value €0.001 each, with a share premium of € 0.269 per share.

On 15 February 2023 the Company resolved to increase its issued share capital by 628.165 ordinary shares of nominal value of € 0.001 each share, with share premium as follows:

b) 230.711 ordinary shares of €0.001 each share with share premium of €0.279 each share and

c) 66.667 ordinary shares of €0.001 each share with share premium of €0.299 each share and

d) 293.750 ordinary shares of €0.001 each share with share premium of €0.319 each share

Further to the decision of the Annual General Meeting dated 07.09.2023, the Company has proceeded with the issuance and allotment of 577.487 ordinary shares at the total price of €0,34 each share, by the private placement method.

Further to the decision of the board of directors dated 20.03.2024, the Company has proceeded with the issuance and allotment of 732.473 ordinary shares at the total price of €0,359 each share, by the private placement method.

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27. Share capital and share premium (continued)

In an Extraordinary General Meeting dated 4 July 2024, the Board of Directors approved the establishment of an employee share option scheme pursuant to which up to 32,000,000 ordinary shares in the share capital of the Company, with the same terms as the already issued shares of the Company at any given time, will be available for allotment and issuance at their nominal value by the Board of Directors to eligible employees and/or managers of the Company or of companies in the Company's group. As at 31 December 2024, the scheme has not yet been established.

On 24 April 2025, following regulatory approval, the Company completed a reverse takeover through the acquisition of 100% of the share capital of GMM Global Money Managers Ltd, as previously approved by the shareholders at the Extraordinary General Meeting held on 3 July 2024. As consideration, the Company issued 15,108,643 ordinary shares with a nominal value of €0,001 each, at an issue price of €0,372055 per share, corresponding to a total consideration of €5,621,253.

On 24 April 2025, following regulatory approval, the Company completed a reverse takeover through the acquisition of 100% of the share capital of GMM Global Money Managers AIFM Ltd, as previously approved by the shareholders at the Extraordinary General Meeting held on 3 July 2024. As consideration, the Company issued 44,022,331 ordinary shares with a nominal value of €0,001 each, at an issue price of €0,372055 per share, corresponding to a total consideration of €16,378,747.

Share premium

The share premium consists of amounts incurred from the issue of shares at prices higher than their nominal value.

Share premium is not available for distribution.

All ordinary shares rank equally with regard to the Company's residual assets. Holders of these shares are entitled to dividends as declared from time to time and are entitled to one vote per share at general meetings of the Company.

28. Other reserves

	Treasury shares	Prepaid share reserve	Total
	€	€	€
Balance at 1 January 2024	(13,662)	57,999	44,337
Issue of share capital	-	(57,999)	(57,999)
Purchase of treasury shares	(10,081)	-	(10,081)
Sale of own shares	7,752	-	7,752
Balance at 31 December 2024	(15,991)	-	(15,991)
Balance at 1 January 2025	(15,991)	-	(15,991)
Balance at 30 June 2025	(15,991)	-	(15,991)

The Company's treasury shares comprises the cost of the Company's own shares held. At 31 December 2024, the Company held 37,386 of the Company's shares (2023: 31,786)

Retained earnings include accumulated profits or losses of the Group and is available for distribution.

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29. Advances from shareholders

	2025	2024
	€	€
Proceeds during the period /year	1,465,520	-
Balance at 30 June/31 December	1,465,520	-

The advance from shareholders is made available to the Board of Directors for future increases of the share capital of the Company and are not refundable.

30. Lease liabilities

	2025	2024
	€	€
Balance at 1 January	57,570	90,265
Additions	64,237	-
Repayments	(9,062)	(28,001)
Interest	658	2,270
Derecognition due to Reclassification of subsidiary to Associate	(57,570)	-
Termination of lease	-	(6,964)
Balance at 30 June/31 December	55,833	57,570

It is the Group's policy to lease apartments with intention to be sub-leased in Greece. For period from 1 January 2025 to 30 June 2025, the average effective borrowing rate was 3.0% (2024: 3.5%). Interest rates are fixed at the contract date, and thus expose the Group to fair value interest rate risk. All leases are on a fixed repayment basis and no arrangements have been entered into for contingent rental payments.

The borrowing rate represents the borrowing rate available for the Group for similar assets.

All lease obligations are denominated in Euro.

The fair values of lease obligations approximate to their carrying amounts as presented above.

The Group's obligations under leases are secured by the lessors' title to the leased assets.

31. Trade and other payables

	2025	2024
	€	€
Trade payables	63,646	9,594
Social insurance and other taxes	11,457	1,902
Accruals	77,459	98,357
Other creditors	2,407	785
Defence and GHS contribution on rent payable	349	-
Payables to other related parties (Note 34.4)	39,805	-
	195,123	110,638

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

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32. Current tax liabilities

	2025	2024
	€	€
Corporation tax	<u>1,850</u>	-
	<u>1,850</u>	-

33. Operating Environment of the Group

The Group operates in Cyprus and in Greece.

The Cypriot economy, in the latest years, has been in a phase of continuous growth, recording progress of 3,4% in 2024. Inflation dropped to 1,8% compared to 3,9% in 2023. It is expected that in 2025, the economy will show growth of 3,1% compared to 2024 and in the years 2026-27 to fluctuate around 3,2% in real terms.

The Greek economy, in the last years, has been in a phase of development and continuous improvement of the economic climate. The Company has managed to maintain and strengthen its presence in the country without any particular problems.

The imposition of sanctions against Russia and its associated legal and natural persons, both by the European Union and the USA, and by a number of countries around the world, continued in 2024 due to the prolonged war between Russia and Ukraine. Compliance with sanctions creates an additional need to continuously strengthen counterparty assessment and control procedures and policies.

The prolonged inflation has resulted in increased operating costs for businesses and governments in most countries. The significant increases in borrowing rates for both the US Dollar and the Euro aimed at restraining inflation, resulted in a significant increase in borrowing costs. The gradual decrease in borrowing rates that started in the second half of 2024 is expected to continue in 2025.

The developments in the Middle East with the ongoing crisis between Israel and the Palestinian Hamas and the Lebanon-based Hezbollah, combined with the collapse of the regime in Syria, are causing further instability in the region. Attacks on shipping in the Red Sea by the Houthis in Yemen are forcing many carriers to change routes, negatively affecting the already tensed supply chain.

In response to the recent global economic changes, the new government of the US has implemented significant tariffs on imported products to balance the country's trade balance, creating global turmoil and an initial collapse in financial markets. The reactions of most countries leave room for normalisation of trade relations, both with countries such as South Korea and Japan, but also with countries in the Middle East and the European Union. The big concern arises from the strong reaction of China, which announced the imposition of significant tariffs on imports from the US.

This development is expected to adversely affect the global supply chain and disrupt the trade balances of the countries that are trying to determine their reactions.

The Group has limited direct exposure to Russia, Ukraine, and Belarus and as such does not expect significant impact from direct exposures to these countries.

Despite the limited direct exposure, the conflict is expected to negatively impact the tourism and services industries in Cyprus. Furthermore, the increasing energy prices, fluctuations in foreign exchange rates, unease in stock market trading, rises in interest rates, supply chain disruptions and intensified inflationary pressures may indirectly impact the operations of the Group. The indirect implications will depend on the extent and duration of the crisis and remain uncertain.

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33. Operating Environment of the Group (continued)

Management has considered the unique circumstances and the risk exposures of the Group and has concluded that there is no significant impact in the Group's profitability position. The event is not expected to have an immediate material impact on the business operations. Management will continue to monitor the situation closely.

34. Related party transactions

The following transactions were carried out with related parties:

34.1 Directors' remuneration

The remuneration of Directors and other members of key management was as follows:

	from 1 January 2025 to 30 June 2025 €	from 1 January 2024 to 30 June 2024 €
Directors' fees	10,500	-
Directors' remuneration	24,800	-
	35,300	-

34.2 Receivables from related parties (Note 23)

<u>Name</u>	<u>Nature of transactions</u>	2025 €	2024 €
Global Group AE	Finance	50,000	-
		50,000	-

34.3 Loans to related parties (Note 21)

	<u>Terms</u>	2025 €	2024 €
Global Group AE	Finance	65,000	-
		65,000	-

34.4 Payables to related parties (Note 31)

<u>Name</u>	2025 €	2024 €
LLPO Holdings Ltd	39,805	-
	39,805	-

34.5 Shareholders' current accounts - debit balances (Note 23)

	2025 €	2024 €
Shareholders current account	6,328	1,328

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

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34. Related party transactions (continued)

34.6 Receivables from Joint Ventures

	<u>Nature of transactions</u>	2025 €	2024 €
Kennedy Residences	Finance	165,000	140,000
Gregou Residences	Finance	300,000	200,000
Allowance for impairment losses		(9,389)	(9,389)
		<u>455,611</u>	<u>330,611</u>

The above balances include an allowance for impairment losses of € 9.389 (€3.866 for Kennedy and €5.523 for Gregou Residences).

These balances are interest free and are repayable on demand.

34.7 Purchases of services

	<u>Nature of transactions</u>	2025 €	2024 €
Global Group SA	Marketing	164,917	-
Global Group SA	Technical support	26,784	-
		<u>191,701</u>	<u>-</u>

35. 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 2025 and 09 October 2025 (5 days before the date of approval of the financial statements by the Board of Directors) were as follows:

	30 June 2025 %	9 October 2025 %
Alexios Vadorou	13.1	12.7
Eleftherios Kontos	8.2	7.9
Michail Ioannidis	23.5	22.6
Ilias Georgouleas	20.9	20.1
Maria Panayiotou	0.5	0.5

36. Shareholders holding more than 5% of share capital

The persons holding more than 5% of the share capital as at 30 June 2025 and 09 October 2025 (5 days before the date of approval of the financial statements by the Board of Directors) were as follows:

	30 June 2025 %	9 October 2025 %
Andronikos Vadorou	6	5.7
Alexios Vadorou	13.1	12.7
Eleftherios Kontos	8.2	7.9
LLPO Holdings Ltd	23.5	22.6
Rosioco Development Ltd	12.4	11.9
Volentol Holding Ltd	6.6	6.4

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Period from 1 January 2025 to 30 June 2025

37. Events after the reporting period

On 14 September 2025, the Company entered into the Subscription and Shareholders' Agreement with the existing shareholders of Wealthyhood Ltd. The Company shall acquire 24,202 preferred shares in Wealthyhood Ltd, representing 12.59% of total shares outstanding and 11.8% interest on a fully diluted basis. In addition, the Company shall acquire 41,520 ordinary shares representing 21.61% of total shares outstanding and 20.24% interest on a fully diluted basis. In aggregate, the Company shall acquire 34.20% of total shares outstanding and 32.04% interest on a fully diluted basis. The total consideration for the acquisition of the preferred shares shall be €1,540,000 in cash. The investment includes the acquisition of additional ordinary shares from existing shareholders of Wealthyhood Ltd. The consideration for this acquisition will be paid with new ordinary shares of the Company.

As explained in note 33 the geopolitical situation in Eastern Europe and the Middle East remains intense with the continuation of the conflict between Russia and Ukraine and the Israel-Gaza conflict. As at the date of authorising these interim condensed consolidated financial statements for issue, the conflicts continue to evolve as military activity proceeds and additional sanctions are imposed.