MHV MEDITERRANEAN HOSPITALITY VENTURE PLC

REPORT AND UNAUDITED INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

Period from 1 January 2024 to 30 June 2024

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MHV MEDITERRANEAN HOSPITALITY VENTURE PLC

BOARD OF DIRECTORS AND OTHER CORPORATE INFORMATION

Board of Directors	Alon Bar Achilleas Dorotheou Athanasios Karagiannis Aristotelis Karytinos Christophoros Papachristophorou Alexios Pipilis Charalambos Michael (resigned 31/1/2024)
Company Secretary	Themis Secretarial Services Limited
Independent Auditors	Ernst & Young Cyprus Limited Certified Public Accountants and Registered Auditors 27 Spyrou Kyprianou Ave., 4003 Mesa Yitonia Limassol Cyprus
Registered office	Kyriakou Matsi 16, Eagle House, 6th Floor, Agioi Omologites 1082 Nicosia Cyprus

MHV MEDITERRANEAN HOSPITALITY VENTURE PLC

INTERIM MANAGEMENT REPORT

The Board of Directors of MHV Mediterranean Hospitality Venture Plc (the "Company") presents to the members its Interim Management Report and unaudited interim condensed consolidated financial statements of the Company and its subsidiaries (together referred to as "the Group"), for the period from 1 January 2024 to 30 June 2024.

Principal activities and nature of operations of the Group
The Group invests in, repositions, manages as well as develops prime real estate assets in exclusive locations across the hospitality, residential and commercial sector in Cyprus, Greece and the Mediterranean.

Hospitality

As at the reporting date, the Group owns and/or manages the following properties in the hospitality and tourism sector:

- Parklane, a Luxury Collection Resort & Spa, in Limassol, through its wholly-owned subsidiary, Parklane Hotels Limited,
- The Landmark hotel in Nicosia through its wholly-owned subsidiary, The Cyprus Tourism Development Company Limited (the "Landmank Nicosia"),
- Nikki Beach hotel in Porto Heli in Argolida, Greece, through its wholly-owned subsidiary, Porto Heli Hotel & Marina S.A.
- Moreover, the Group's subsidiary MHV Bluekey One Single Member S.A. has purchased part of the Hotel Porto Paros in Paros Greece. There are agreements in place to acquire the 100% share of this hotel and the relevant purchase price has already been prepaid. These are currently shown in prepayments until the procedures are completed and the legal title deeds are transferred to the subsidiary.

Real Estate

The Group also owns and/or develops the following real estate properties:

- Park Tower which comprises of luxury flats in Limassol, through its wholly-owned subsidiary, Parklane Hotels Limited,
- A residential complex in Pyrgos, Limassol, used for the housing of staff of the Parklane hotel. The property is owned by the wholly-owned subsidiary, Stromay Holdings Limited,
- An office and a residential tower being developed at the land plot of the Landmark Nicosia, Cyprus,

Change of Company name and listing on Cyprus Stock Exchange Emerging Companies Market
On 25 August 2023, the Company changed its name from MHV Mediterranean Hospitality Venture Limited to MHV Mediterranean Hospitality Venture Plc.

On 16 October 2023, the Cyprus Stock Exchange (CSE) announced listing of the Company on the CSE Emerging Companies Market (ISIN code CY0200721716). Total number of shares listed are 120.200.720 ordinary shares with a nominal value of €1,00 and a trading price of €3,219 per share. Trading of securities commenced on 17 October 2023.

Changes in group structure
On 5 January 2024, the Company entered into an agreement for the sale of its 50% shareholding in Aphrodite Hills Resort Limited (Note 14,19). In addition, changes in shareholders of the Company are disclosed in Note 24.

Review of current position, future developments and performance of the Group's business
The net loss for the period attributable to the shareholders of the Group amounted to €54.462.293 (2023: profit €8.365.896). On 30 June 2024 the total assets of the Group were €559.817.730 (31.12.2023: €598.413.380) and the net assets of the Group were €359.728.727 (31.12.2023: €403.524.696). The financial position, development and performance of the Group as presented in these consolidated financial statements are considered satisfactory, under the circumstances.

INTERIM MANAGEMENT REPORT

The Group's operating loss for the period ended 30 June 2024 was €51.343.064, as opposed to loss of €4.319.112 for the period ended 30 June 2023, mainly due to the following:

- the impact of the deferred exist cost that incurred during the period, paid to MHV IA Limited amounting to €40.000.000.

- impairment charge amounting to €8.697.645 on land and building during the period ended 30 June 2024, in comparison to a reversal of imapirment loss charged amounting to €316.324 during 30 June 2023.

Net finance costs increased by €743.914, from €3.063.415 for the six-month period ended 30 June 2023 to €3.807.329 for six-month period ended 30 June 2024, mainly due to the increase in the interest rates on the Group's loan facilities.

Other comprehensive income for the period ended 30 June 2024 increased to €10.666.324 compared to decrease €2.448.575 for the period ended 30 June 2023, mainly due to the revaluation gain on land and buildings in the previous year.

Principal risks and uncertainties
The principal risks and uncertainties faced by the Group are disclosed in notes 5 and 23 of the interim condensed consolidated financial statements.

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

Board of Directors
The members of the Board of Directors as at 30 June 2024 and at the date of this report are presented on page 1. Mr. Charalambos Michael resigned from the position of Director on 31 January 2024.

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.

Climate related and other uncertainties
Climate change affects the hotel industry and could potentially cause significant financial challenges related to implementing eco-friendly strategies that mitigate climate change effects. In addition, extreme weather conditions can lead to a reduction of tourists' arrivals, leading to decreased revenue. The upcoming Corporate Sustainability Reporting Directive (CSRD) adds further reporting implications since businesses such as hotels would need to transparently report sustainability information. This will require investing in data collection and reporting systems to ensure compliance with the directive and avoid imposition of penalties. In addition, "green taxes", which are coming into force to prevent further ecological destruction, are expected to increase the cost of sales and operating expenses of the hotels. However, effectively addressing these challenges can reduce "green taxes" and bring economic opportunities, such as long-term savings from energy-efficient practices and attraction of eco-conscious consumers and investors.

The Management has taken note of global awareness and concerns about the potential impact of climate change. Currently, this matter has had no significant impact on the consolidated financial statements, but Management continues to monitor developments in this area.

INTERIM MANAGEMENT REPORT

Events after the reporting period
Any significant events that occurred after the end of the reporting period are described in note 26 to the interim condensed consolidated financial statements.

By order of the Board of Directors,

THEMIS SECRETARIAL SERVICES LIMITED
Themis Secretarial Services Limited
Secretary

Limassol, 30 September 2024

MHV MEDITERRANEAN HOSPITALITY VENTURE 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 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 interim condensed consolidated financial statements of MHV Mediterranean Hospitality Venture Plc (the "Company") for the six months ended 30 June 2024, on the basis of our knowledge, declare that:

(a) The interim condensed consolidated financial statements of the Group which are presented on pages 7 to 43:

(i) have been prepared in accordance with IAS 34 "Interim Financial Reporting" as adopted by the European Union and in accordance with the provisions of Article 10, section (4) of the Law, and

(ii) give a true and fair view 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 interim 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:

Alon Bar, Non - Executive Director Alon Bar

Achilleas Dorotheou, CEO and Executive Director

Athanasios Karagiannis, Non - Executive Director

Aristotelis Karytinos, Non - Executive Director

Christophoros Papachristophorou, Non - Executive Director

Alexios Pipilis, Non - Executive Director

Responsible person for the preparation of these financial statements

Konstantinos Katechos, Chief Financial Officer

Limassol, 30 September 2024

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Report on review of interim condensed consolidated financial statements

To the Members of MHV Mediterranean Hospitality Venture Plc

Introduction

We have reviewed the interim condensed consolidated financial statements of MHV Mediterranean Hospitality Venture Plc (the "Company") and its subsidiaries (the "Group"), which are presented in pages 7 to 43 and comprise the interim condensed consolidated statement of financial position as at 30 June 2024, and the interim condensed consolidated statements of profit or loss and other comprehensive income, changes in equity and cash flows for the period from 1 January 2024 to 30 June 2024. Management is responsible for the preparation and presentation of these interim condensed consolidated financial statements in accordance with International Accounting Standard IAS 34 'Interim Financial Reporting' (IAS 34) as adopted by the European Union. Our responsibility is to express a conclusion on these interim condensed consolidated financial statements based on our review.

Scope of review

We conducted our review in accordance with International Standard on Review Engagements 2410, 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity'. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim condensed consolidated financial statements are not prepared, in all material respects, in accordance with IAS 34 'Interim Financial Reporting' as adopted by the European Union.

Andreas Avraam
Certified Public Accountant and Registered Auditor
for and on behalf of

Ernst & Young Cyprus Limited
Certified Public Accountants and Registered Auditors

Limassol, 30 September 2024

Ernst & Young Cyprus Ltd is a member firm of Ernst & Young Global Ltd.
Ernst & Young Cyprus Ltd is a limited liability company incorporated in Cyprus with registration number HE 222520. A list of the directors' names is available at the company's registered office, 10 Esperidon Street, 1087 Nicosia Nicosia, Cyprus.
Offices: Nicosia, Limassol.

INTERIM CONDENSED CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

Period from 1 January 2024 to 30 June 2024

	Note	**01/01/2024-30/06/2024 €**	01/01/2023-30/06/2023 €
Revenue	8	**31.176.537**	23.858.587
Cost of sales	9	**(23.832.892)**	(20.795.231)
Gross profit		**7.343.645**	3.063.356
Other income		**1.869**	842.654
General and administration expenses		**(9.246.398)**	(7.908.798)
Other losses	10	**(49.442.180)**	(316.324)
Operating loss		**(51.343.064)**	(4.319.112)
Finance income		**302.664**	175.870
Finance costs		**(4.000.046)**	(3.063.415)
Net finance costs		**(3.697.382)**	(2.887.545)
Share of results of joint venture	14	**-**	(892.659)
Loss before tax		**(55.040.446)**	(8.099.315)
Tax		**578.153**	(266.581)
Net loss for the period		**(54.462.293)**	(8.365.896)
Other comprehensive income			
Items that will not be classified subsequently to profit or loss:			
Revaluation gain/(loss) on land and buildings	12	**11.181.962**	(3.204.333)
Deferred taxation on revaluation of land		**(515.638)**	312.097
Share of other comprehensive income from joint venture	14	**-**	443.661
		10.666.324	(2.448.575)
Total comprehensive loss for the period		**(43.795.969)**	(10.814.471)
Basic and Diluted Earnings per share attributable to equity holders of the parent (cent)	**11**	**(45,31)**	(360.910,09)

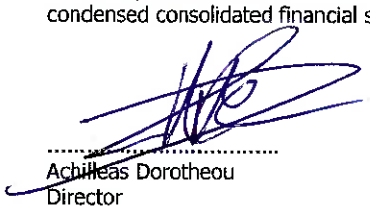
INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
30 June 2024

	Note	**30/06/2024 €**	31/12/2023 €
ASSETS			
Non-current assets			
Property, plant and equipment	12	**322.121.409**	311.842.094
Right-of-use assets		**1.715.215**	1.866.615
Intangible assets		**837.660**	852.679
Trade and other receivables	17	**34.165.797**	34.035.257
Deferred tax assets		**671.130**	671.130
		359.511.211	349.267.775
Current assets			
Inventories	16	**155.285.820**	155.681.924
Trade and other receivables	17	**15.785.059**	13.463.112
Deferred exit costs	15	**-**	40.000.000
Financial assets at fair value through profit or loss		**1.001**	1.001
Cash at bank and in hand	18	**29.234.639**	9.999.568
		200.306.519	219.145.605
Assets classified as held for sale	19	**-**	30.000.000
Total assets		**559.817.730**	598.413.380
EQUITY AND LIABILITIES			
Equity			
Ordinary shares - share capital	20	**120.200.720**	120.200.720
Ordinary shares - share premium	20	**103.684.313**	103.684.313
Revaluation Reserve		**137.383.551**	126.717.227
Accumulated (losses) /retained earnings		**(1.539.857)**	52.922.436
Total equity		**359.728.727**	403.524.696
Non-current liabilities			
Borrowings	21	**111.969.307**	107.545.247
Lease liabilities		**1.709.234**	1.774.195
Trade and other payables	22	**34.363.840**	30.004.290
Deferred tax liabilities		**14.628.327**	14.840.606
Government grants		**2.970.765**	2.884.878
		165.641.473	157.049.216

INTERIM CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
30 June 2024

	Note	30/06/2024 €	31/12/2023 €
Current liabilities			
Trade and other payables	22	**24.377.903**	10.045.696
Government grants		**39.163**	128.824
Bank overdrafts	18	**1.802.705**	1.532.045
Borrowings	21	**7.744.442**	9.738.348
Loans from shareholder	24	**-**	16.063.840
Lease liabilities		**267.356**	285.920
Current tax liabilities		**215.961**	44.795
		34.447.530	37.839.468
Total liabilities		**200.089.003**	194.888.684
Total equity and liabilities		**559.817.730**	598.413.380

On 30 September 2024 the Board of Directors of MHV Mediterranean Hospitality Venture Plc authorised these interim condensed consolidated financial statements for issue.



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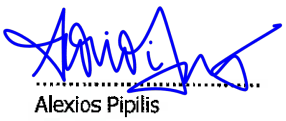
Achilleas Dorotheou
Director



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Alexios Pipilis
Director

INTERIM CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
Period from 1 January 2024 to 30 June 2024

	Note	Ordinary share capital €	Preference share capital €	Share premium €	Revaluation reserve €	Accumulated (losses)/retained earnings €	Total €
Balance at 1 January 2023		**720**	**145.200**	**248.739.113**	**118.809.086**	**54.990.239**	**422.684.358**
Comprehensive income							
Net loss for the year		-	-	-	-	(8.365.896)	(8.365.896)
Other comprehensive loss for the year		-	-	-	(2.448.575)	-	(2.448.575)
Total comprehensive loss for the year		-	-	-	(2.448.575)	(8.365.896)	(10.814.471)
Transactions with owners							
Redemption of redeemable shares during the period	14	-	(25.000)	(24.975.000)	-	-	(25.000.000)
Total transactions with owners		-	(25.000)	(24.975.000)	-	-	(25.000.000)
Balance at 30 June 2023		**720**	**120.200**	**223.764.113**	**116.360.511**	**46.624.343**	**386.869.887**
Balance at 1 January 2024		**120.200.720**	**-**	**103.684.313**	**126.717.227**	**52.922.436**	**403.524.696**
Comprehensive income							
Net loss for the period		-	-	-	-	(54.462.293)	(54.462.293)
Other comprehensive income for the period		-	-	-	10.666.324	-	10.755.592
Total comprehensive income for the period		-	-	-	10.666.324	(54.462.293)	(43.795.969)
Balance at 30 June 2024		**120.200.720**	**-**	**103.684.313**	**137.383.551**	**(1.539.857)**	**359.728.727**

Share premium is not available for distribution.

The fair value reserve for land and buildings arises from the revaluation of land and buildings. When a revalued land or building is sold, the portion of the revaluation reserve associated with that asset is transferred directly to the accumulated profits.

Companies, which do not distribute 70% of their profits after tax, as defined by the Special Contribution for the Defence of the Republic Law, within two years after the end of the relevant tax year, will be deemed to have distributed this amount as dividend on the 31 of December of the second year. The amount of the deemed dividend distribution is reduced by any actual dividend already distributed by 31 December of the second year for the year the profits relate. The Company pays special defence contribution on behalf of

the shareholders over the amount of the deemed dividend distribution at a rate of 17% (applicable since 2014) when the entitled shareholders are natural persons tax residents of Cyprus and have their domicile in Cyprus. In addition, the Company pays on behalf of the shareholders General Healthcare System (GHS) contribution at a rate of 2,65%, when the entitled shareholders are natural persons tax residents of Cyprus, regardless of their domicile.

CONSOLIDATED STATEMENT OF CASH FLOWS
Period from 1 January 2024 to 30 June 2024

	Note	**01/01/2024-30/06/2024 €**	01/01/2023-30/06/2023 €
CASH FLOWS FROM OPERATING ACTIVITIES			
Loss before tax		**(55.040.446)**	(8.099.315)
Adjustments for:			
Depreciation of property, plant and equipment	12	**3.873.430**	3.597.742
Depreciation of right-of-use assets		**151.400**	116.208
Amortisation of intangible assets		**68.359**	79.690
Share of profit from joint ventures	14	**-**	892.659
Loss from the sale of investments in joint ventures		**569.839**	-
Impairment loss on buildings	10	**8.697.645**	316.324
Settlement of deferred exit costs	10	**40.000.000**	-
Impairment charge on land under development	10	**174.696**	-
Interest expense on loan from shareholder	24.6	**155.040**	-
Bank interest income		**(172.124)**	(7.004)
Interest expense on lease liabilities		**64.307**	41.968
Interest expense on bank loans		**3.312.056**	2.427.541
Effective interest income on deferred consideration for the sale of Aphrodite Hills sub-group		**(130.540)**	(168.866)
Effective interest expense on deferred consideration of the acqusition of Parklane Hotels Limited		**-**	159.505
Finance expenses		**-**	319.372
Amortisation of arrangement fees		**99.268**	115.003
		1.822.930	(209.173)
Changes in working capital:			
Decrease/(increase) in inventories		**488.149**	(5.164.829)
Increase in trade and other receivables		**(3.027.264)**	(2.707.148)
Increase in trade and other payables		**18.699.053**	23.096.002
Cash generated from operations		**17.982.868**	15.014.852
Tax refunded/(paid)		**66.200**	(373.835)
Net cash generated from operating activities		**18.049.068**	14.641.017
CASH FLOWS FROM INVESTING ACTIVITIES			
Payment for purchase of intangible assets		**(53.340)**	-
Payment for purchase of property, plant and equipment	12	**(11.066.369)**	(7.344.818)
Proceeds from sale of JV held for sale, cash inflow on disposal		**30.000.000**	-
Increase in restricted cash balances		**20.817**	-
Bank interest received		**172.124**	-
Net cash generated from/(used in) investing activities		**19.073.232**	(7.344.818)

CONSOLIDATED STATEMENT OF CASH FLOWS
Period from 1 January 2024 to 30 June 2024

	Note	**01/01/2024-30/06/2024 €**	01/01/2023-30/06/2023 €
CASH FLOWS FROM FINANCING ACTIVITIES			
Payments on redemption of redeemable shares		**-**	(25.000.000)
Repayments of borrowings	21	**(4.472.237)**	(1.590.900)
Repayment of shareholder loan	24.6	**(16.000.000)**	-
Payments of leases liabilities		**(147.833)**	(32.400)
Proceeds from borrowings	21	**7.000.000**	-
Interest paid	21	**(4.093.251)**	(2.259.121)
Dividends paid		**(65.930)**	-
Interest paid on shareholder loan	24.6	**(218.880)**	-
Payment of loan arrangement fees	21	**(138.942)**	(37.177)
Net cash used in financing activities		**(18.137.073)**	(28.919.598)
Net increase/(decrease) in cash and cash equivalents		**18.985.227**	(21.623.399)
Cash and cash equivalents at beginning of the period		**8.402.875**	37.363.461
Cash and cash equivalents at end of the period	**18**	**27.388.102**	15.740.062

NOTES TO THE INTERIM CONDENSED CONSOLIDATED FINANCIAL STATEMENTS

Period from 1 January 2024 to 30 June 2024

1. Corporate information

Country of incorporation

MHV Mediterranean Hospitality Venture Plc (the "Company") was incorporated in Cyprus on 16 October 2018 as a private limited liability company under the provisions of the Cyprus Companies Law, Cap. 113. In July 2023, the Company was converted to a public limited company. Its registered office is at Kyriakou Matsi 16, Eagle House, 6th Floor, Agioi Omologites, 1082 Nicosia, Cyprus.

Change of Company name and listing on Cyprus Stock Exchange Emerging Companies Market

On 25 August 2023, the Company changed its name from MHV Mediterranean Hospitality Venture Limited to MHV Mediterranean Hospitality Venture PLC.

On 16 October 2023, the Cyprus Stock Exchange (CSE) announced listing of the Company on the CSE Emerging Companies Market (ISIN code CY0200721716). Total number of shares listed are 120.200.720 ordinary shares with a nominal value of €1,00 and a trading price of €3,219 per share. Trading of securities commenced on 17 October 2023.

Principal activities

The Group invests in, repositions, manages as well as develops prime real estate assets in exclusive locations across the hospitality, residential and commercial sectors in Cyprus, Greece and the Mediterranean.

Hospitality

As at the reporting date, the Group owns and/or manages the following properties in the hospitality and tourism sector:

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- Moreover, the Group's subsidiary MHV Bluekey One Single Member S.A. has purchased part of the Hotel Porto Paros in Paros Greece. There are agreements in place to acquire the 100% share of this hotel and the relevant purchase price has already been prepaid. These are currently shown in prepayments until the procedures are completed and the legal title deeds are transferred to the subsidiary.

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- A residential complex in Pyrgos, Limassol, used for the housing of staff of the Parklane hotel. The property is owned by the wholly-owned subsidiary, Stromay Holdings Limited,
- An office and a residential tower being developed at the land plot of the Landmark Nicosia, Cyprus.

2. Basis of preparation

These interim condensed consolidated financial statements for the six month period ended 30 June 2024 have been prepared in accordance with the International Accounting Standard 34 "Interim Financial Reporting" as adopted by the European Union (EU). The interim condensed consolidated financial statements do not include all the information and disclosures that are required for the annual financial statements and must be read in conjunction with the Group's annual consolidated financial statements for the year ended 31 December 2023, which have been prepared in accordance with International Financial Reporting Standards as adopted by the European Union and the requirements of the Cyprus Companies Law, Cap.113.

Basis of consolidation

The Group condensed consolidated financial statements comprise the financial statements of the parent company MHV Mediterranean Hospitality Venture Plc and the financial statements of its subsidiaries, as disclosed in the Note 13 of the condensed consolidated financial statements.

The financial statements of all the Group companies are prepared using uniform accounting policies. All intercompany transactions and balances between Group companies have been eliminated during consolidation.

Going concern basis

The financial statements of the Group have been prepared on a going concern basis. The Board of Directors considers that the Group has the ability to continue its operations as a going concern for a period of at least 12 months from the date of approval of these financial statements.

3. Accounting policies

The Group has adopted all applicable new and revised International Financial Reporting Standards (IFRS) and the Amendments to IFRS as issued by the International Accounting Standards Board and adopted by the EU, as well as the Interpretations as issued by the International Financial Reporting Interpretations Committee and adopted by the EU, that relate to the Group's operations and are effective 1 January 2024.

None of these had a significant impact on the Group's interim condensed financial statements. The accounting policies adopted in the preparation of the interim condensed financial statements are consistent with those followed in the preparation of the Group's annual consolidated financial statements for the year ended December 31, 2023. The Group has not early adopted any other standard, interpretation or amendment that has been issued but is not yet effective.

4. New accounting pronouncements

Standards issued but not yet effective

Up to the date of approval of the interim condensed consolidated financial statements, certain new standards, interpretations and amendments to existing standards have been published that are not yet effective for the current reporting period and which the Group has not early adopted, as follows:

(i) Issued by the IASB but not yet adopted by the European Union

- *Amendments to IAS 21 The Effects of Changes in Foreign Exchange Rates: Lack of Exchangeability (issued on 15 August 2023) (effective for annual periods beginning on or after 1 January 2025).*

4. New accounting pronouncements (continued)

(i) Issued by the IASB but not yet adopted by the European Union (continued)

- *IFRS 18 – Presentation and Disclosures in the Financial Statements: On 9 April 2024, the IASB has published its new standard IFRS 18 – 'Presentation and Disclosures in Financial Statements', that will replace IAS 1 – 'Presentation of Financial Statements' and will be effective for annual reporting periods beginning on or after 1 January 2027. In subsequent reporting periods, management will analyse the requirements of this new standard and assess its impact.*

- *Amendments to IFRS 9 and IFRS 7 - Amendments to the Classification and Measurement of Financial instruments (issued on 30 May 2024) (effective for annual period beginning on or after 1 January 2026)*

- *IFRS 19 Subsidiaries without Public Accountability: Disclosures (issued on 9 May 2024) (effective for annual period beginning on or after 1 January 2027)*

- *Annual Improvements Volume 11 (issued on 18 July 2024) (effective for annual period beginning on or after 1 January 2026)*

- *Amendment in IFRS 10 Consolidated Financial Statements and IAS 28 Investments in Associates and Joint Ventures: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture. In December 2015 the IASB postponed the effective date of this amendment indefinitely pending the outcome of its research project on the equity method of accounting.*

The above are expected to have no significant impact on the Group's consolidated financial statements when they become effective, except IFRS 18 for which the Board will analyse its requirements and re-assess its impact upon becoming effective.

5. Critical accounting estimates, judgments and assumptions

Estimates and judgments are continuously evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results.

In preparing its interim condensed consolidated financial statements the significant estimates made by the Management of the Group for the implementation of the Group's accounting policies and significant estimates and assumptions were applied as in the consolidated financial statements for the year ended 31 December 2023.

6. Fair value measurement

All assets, liabilities and equity items for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole.

- Level 1 - quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 - inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 - inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The fair value of property, plant and equipment has been determined by external independent property appraisers who have the appropriate recognised professional qualifications and recent experience in the location and category of property being valued. The most recent external valuations were performed on 30 June 2024, with the exception of the part of the Hotel Porto Paros, acquired by the subsidiary MHV Bluekey One Single Member S.A. This property cannot be realiably measured at fair value as the hotel is not currently in use by the Group due to certain disputes with the ex owners. Thus, the Management estimated that its fair value as at 30 June 2024 aprroximates its purchase cost and carrying amount of €35.654.994.

The calculation of fair value for all properties has been categorized in Level 3 of fair value based on the data used in the appraisal technique.

There have been no transfers between different levels during the period.

Information about fair value measurements using significant unobservable inputs (Level 3)

Description	Fair value at 30 June 2024 €	Valuation technique	Unobservable input	Range (weighted average)	Relationship of unobservable inputs to fair values
Property, Plant and Equipment					
Hotels: The Landmark Nicosia Parklane, a Luxury Collection Resort & Spa Nikki Beach hotel	275.112.340	Income capitalization method/ Discounted Cash Flow Analysis	Occupancy rate	31% - 68%	The higher, the higher the fair value
			Average room rate	€230 - €444	The higher, the higher the fair value
			Discount rate	10% - 10,6%	The higher, the lower the fair value
Land under development, Nikki Beach	3.050.000	Sales comparison approach	Average selling price - residential plot	€2.441 per sq.m.	The higher, the higher the fair value

6. Fair value measurement (continued)

Description	Fair value at 30 June 2024 €	Valuation technique	Unobservable input	Range (weighted average)	Relationship of unobservable inputs to fair values
			Average selling price - commercial plot	€260 per sq.m.	The higher, the higher the fair value
			Average selling price - empty plot	€101 per sq.m.	The higher, the higher the fair value
Residential complex in Pyrgos	8.234.000	20% weight on Depreciated Replacement Cost and 80% weight on Discounted Cash Flow Analysis	Average purchase price of plot	€180 per sq.m.	The higher, the lower the fair value
			Average cost of construction per sq.m. - walled areas/covered areas	€1.500/€750 per sq.m.	The higher, the lower the fair value
			Average selling price per sq.m.	1st Floor: €3.440 - €3.540 2nd Floor: €3.540 -€3.640 Corner flats: 2% higher Common areas (kitchen) €3.000	The higher, the higher the fair value
			Discount rate	6,65%	The higher, the lower the fair value

6. Fair value measurement (continued)

Description	Fair value at 31 December 2023 €	Valuation technique	Unobservable input	Range (weighted average)	Relationship of unobservable inputs to fair values
Property, Plant and Equipment					
Hotels The Landmark Nicosia Parklane, a Luxury Collection Resort & Spa Nikki Beach hotel	265.547.322	Income capitalization method/ Discounted Cash Flow Analysis	Occupancy rate	48% - 71%	The higher, the higher the fair value
			Average room rate	€189 - €454	The higher, the higher the fair value
			Discount rate	10% - 10,6%	The higher, the lower the fair value
Land under development, Nikki Beach	2.760.000	Sales comparison approach	Average selling price - residential plot	€2.435 per sq.m.	The higher, the higher the fair value
			Average selling price - commercial plot	€256 per sq.m.	The higher, the higher the fair value
			Average selling price - empty plot	€133 per sq.m.	The higher, the higher the fair value
Residential complex in Pyrgos	8.228.000	20% weight on Depreciated Replacement Cost and 80% weight on Discounted Cash Flow Analysis	Average purchase price of plot	€180 per sq.m.	The higher, the lower the fair value
			Average cost of construction per sq.m. - walled areas/covered areas	€1.500/€750 per sq.m.	The higher, the higher the fair value

6. Fair value measurement (continued)

Description	Fair value at 31 December 2023 €	Valuation technique	Unobservable input	Range (weighted average)	Relationship of unobservable inputs to fair values
			Average selling price per sq.m.	1st Floor: €3.440 - €3.540 2nd Floor: €3.540 -€3.640 Corner flats: 2% higher Common areas (kitchen) €3.000	The higher, the higher the fair value
			Discount rate	6,75%	The higher, the higher the fair value

Sensitivity of Management's estimates 30 June 2024

Description	Change
Property, plant and equipment	
Hotels	
Change in occupancy rate/ average room rate	+/- 10%
Discount rate change	+/- 10%
Fair value range based on changes in key estimates	**€220.980.000 - €335.860.000**
Land under development, Nikki Beach	
Change in selling price	+/- 10%
Fair value range based on changes in key estimates	**€2.740.000 - €3.360.000**
Residential complex in Pyrgos	
Discount rate change	+/- 10%
Change in selling price	+/- 10%
Fair value range based on changes in key estimates	**€7.527.000- €8.954.000**

Sensitivity of Management's estimates 31 December 2023

Description	Change
Property, plant and equipment	
Hotels	
Change in occupancy rate/ average room rate	+/- 10%
Discount rate change	+/- 10%
Fair value range based on changes in key estimates	**€219.110.000 - €317.270.000**
Land under development, Nikki Beach	
Change in selling price	+/- 10%
Fair value range based on changes in key estimates	**€2.480.000 - €3.040.000**
Residential complex in Pyrgos	
Discount rate change	+/- 10%
Change in selling price	+/- 10%
Fair value range based on changes in key estimates	**€7.521.000- €8.948.000**

7. Segmental reporting

The Company's Board of Directors has not applied significant estimates and calculations regarding the definition of the Group's operating segments. The Group's hotels operations have been grouped as one operating segment in accordance with the basic principle of IFRS 8, as they have similar financial characteristics as described in paragraph 12 of IFRS 8. The same applies for the real estate property development business of the Group which has also been grouped as an operating segment.

The Board of Directors monitors internal reports to assess the Group's performance and allocate its resources. The Board of Directors relies on these internal reports to determine the segmental areas. The main segment areas of activity of the Group for which an analysis is given by area are the following:

- Hotel operations and Other

- Real Estate

All the Group's segmental areas of activity are located in Cyprus and Greece. There were no changes in the Group's areas of activity during 2024 and 2023.

The Board of Directors evaluates the performance of the operating segments based on earnings/(loss) before interest, tax, depreciation and impairment (EBITDA). The other information provided is calculated according to the consolidated financial statements.

7. Segmental reporting (continued)

Results per segment

The segment results for the year ended 30 June 2024 and 30 June 2023 are as follows:

30/06/2024	**Hotel operations and Other - Cyprus**	**Hotel operations - Greece**	**Total Hotel operations and Other**	**Real Estate - Cyprus**	**Total**
	€	**€**	**€**	**€**	**€**
Revenue/per segment	**22.964.361**	**752.732**	**23.717.093**	**7.459.443**	**31.176.537**
Earning/ (loss) before interest, tax, depreciation, amortisation and impairment (EBITDA)/per segment	**1.931.688**	**(1.238.887)**	**692.801**	**1.499.504**	**2.192.305**
Depreciation	**3.881.732**	**143.096**	**4.024.829**	**-**	**4.024.829**

30/06/2023	Hotel operations and Other - Cyprus	Hotel operations - Greece	Total Hotel operations and Other	Real Estate - Cyprus	Total
	€	€	€	€	€
Revenue/per segment	19.766.003	814.451	20.580.455	3.278.133	23.858.587
Earning/ (loss) before interest, tax, depreciation, amortisation and impairment (EBITDA)/per segment	783.386	(1.108.946)	(325.560)	116.412	(209.149)
Depreciation	3.264.527	449.423	3.713.950	-	3.713.950

The reconciliation between profit/(loss) before interest, tax, depreciation and total loss before tax are as follows:	**30/06/2024**	30/06/2023
	€	€
Earning/ (loss) before interest, tax, depreciation, amortisation and impairment (EBITDA)	**2.192.305**	(209.149)
Depreciation	**(4.024.829)**	(3.713.950)
Amortisation	**(68.359)**	(79.690)
Other losses	**(49.442.181)**	(316.324)
Operating loss	**(51.343.064)**	(4.319.113)
Finance Income	**302.664**	178.870
Finance Costs	**(4.000.046)**	(3.063.415)
Share of loss from joint venture	**-**	(892.659)
Loss before tax	**(55.040.446)**	(8.099.316)
Tax	**578.153**	(266.581)
Net loss for the period	**(54.462.293)**	(8.365.897)

Revenue from major customer
The Group has no major customer that exceeds 10% of total revenue.

7. Segmental reporting (continued)

Assets and liabilities per segment for the year ended 30 June 2024 and 30 June 2023 are as follows:

30/06/2024	**Hotel operations and Other - Cyprus**	**Hotel operations - Greece**	**Total Hotel operations and Other**	**Real Estate - Cyprus**	**Total**
	€	**€**	**€**	**€**	**€**
Assets	**315.940.982**	**85.296.923**	**401.237.905**	**157.907.695**	**559.145.600**
Liabilities	**138.877.762**	**14.639.196**	**153.516.958**	**31.943.716**	**185.460.675**

31/12/2023	Hotel operations and Other - Cyprus	Hotel operations - Greece	Total Hotel operations and Other	Real Estate - Cyprus	Total
	€	€	€	€	€
Assets	290.936.491	80.324.876	371.261.367	156.479.882	527.741.249
Liabilities	137.966.057	8.747.458	146.713.515	33.289.770	180.003.285

Assets per segment differ from total assets as per the consolidated statement of financial position as follows:	**30/06/2024**	31/12/2023
	€	€
Total assets from reportable operating segments	**559.145.599**	527.741.249
Deferred tax assets	**671.130**	671.130
Deferred exit cost	**-**	40.000.000
Financial assets at fair value through profit or loss	**1.001**	1.001
Assets classified as held for sale	**-**	30.000.000
Total assets as per consolidated statement of financial position	**559.817.730**	598.413.380

Liabilities per segment differ from total assets as per the consolidated statement of financial position as follows:	**30/06/2024**	31/12/2023
	€	€
Total liabilities from reportable operating segments	**185.460.676**	180.003.285
Deferred tax liabilities	**14.628.327**	14.840.606
Current tax liabilities	**-**	44.795
Total liabilities as per consolidated statement of financial position	**200.089.003**	194.888.685

8. 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	**01/01/2024-30/06/2024**	01/01/2023-30/06/2023
	€	€
Hotel Operations	**22.833.703**	20.192.942
Real estate development	**7.459.443**	3.278.133
Boutique sales	**-**	119.398
Other operations	**883.391**	268.114
	31.176.537	23.858.587

9. Cost of sales

	01/01/2024-30/06/2024	01/01/2023-30/06/2023
	€	€
Changes in inventories	**6.124.442**	3.234.212
Salaries	**8.734.444**	8.100.573
Purchases	**3.154.176**	3.155.419
Direct costs - goods, materials and services	**-**	97.666
Other direct costs	**1.735.585**	2.410.307
Departmental expenses	**2.574.885**	2.490.471
Commissions payable	**570.000**	604.456
Entertainment	**387.428**	281.893
Gardening expenses	**124.025**	117.796
Uniforms	**6.334**	8.463
Repairs and maintenance	**421.573**	293.976
	23.832.892	20.795.232

10. Other losses

	30/06/2024	30/06/2023
	€	€
Receivable from joint venture written off	**569.839**	-
Impairment loss on land and buildings (Note 12)	**8.697.645**	316.324
Settlement of deferred exit costs (Note 15)	**40.000.000**	-
Impairment charge - land under development (Note 16)	**174.696**	-
	49.442.180	316.324

11. Basic and Diluted Earnings per share attributable to equity holders of the parent

	30/06/2024	30/06/2023
Loss attributable to shareholders (€)	**(54.462.293)**	(8.365.896)
Weighted average number of ordinary shares in issue during the period	**120.200.720**	2.318
Basic and Diluted Earnings per share attributable to equity holders of the parent (cent)	**(45,31)**	(360.910,09)

12. Property, plant and equipment

	Land and buildings	Property under construction	Cutlery, linen & uniforms	Motor vehicles	Furniture, fixtures and office equipment	Computer hardware	Total
	€	€	€	€	€	€	€
Cost or valuation							
Balance at 1 January 2023	343.899.825	23.912.262	2.504.136	211.312	17.774.557	1.062.825	389.364.917
Reclassification	163.516	(152.000)	-	-	5.277	-	16.793
Additions	2.777.806	10.501.690	137.426	17.700	1.423.379	24.853	14.882.854
Capitalisation of borrowing costs	-	181.762	-	-	-	-	181.762
Write off of property, plant and equipment	-	-	-	-	(56.939)	-	(56.939)
Disposals from disposals of subsidiaries	-	-	-	-	(35.791)	-	(35.791)
Impairment charge	-	(390.358)	-	-	-	-	(390.358)
Reclassification to inventories (Note 16)	(77.800.000)	-	-	-	-	-	(77.800.000)
Balance at 31 December 2023/ 1 January 2024	**269.041.147**	**34.053.356**	**2.641.562**	**229.012**	**19.110.483**	**1.087.678**	**326.163.238**
Reclassification	214.893	(214.893)	-	-	-	-	-
Additions	1.845.046	(594.418)	129.114	-	970.049	18.933	2.368.724
Capitalisation of borrowing costs	-	602.059	-	-	-	-	602.059
Revaluation adjustment	2.299.182	-	-	-	-	-	2.299.182
Impairment charge (Note 10)	-	(8.697.645)	-	-	-	-	(8.697.645)
Balance at 30 June 2024	**273.400.268**	**33.846.104**	**2.770.676**	**229.012**	**20.080.532**	**1.106.611**	**331.433.203**
Depreciation							
Balance at 1 January 2023	302.848	-	-	136.149	5.353.545	911.512	6.704.054
Charge for the period	4.481.337	-	-	10.302	1.576.983	81.418	6.150.040
Disposals from disposals of subsidiaries	-	-	-	-	(6.581)	-	(6.581)
Write off of property, plant and equipment	-	-	-	-	(24.713)	-	(24.713)
Revaluation adjustment	1.498.430	-	-	-	-	-	1.498.430
Balance at 31 December 2023/ 1 January 2024	**6.282.529**	**-**	**-**	**146.451**	**6.899.234**	**992.930**	**14.321.144**
Charge for the period	2.915.015	-	-	22.901	825.386	110.128	3.873.430
Revaluation adjustment	(8.882.780)	-	-	-	-	-	(8.882.780)
Balance at 30 June 2024	**314.764**	**-**	**-**	**169.352**	**7.724.620**	**1.103.058**	**9.311.794**
Net book amount							
Balance at 30 June 2024	**273.085.504**	**33.846.104**	**2.770.676**	**59.660**	**12.355.912**	**3.553**	**322.121.409**
Balance at 31 December 2023	**262.758.618**	**34.053.356**	**2.641.562**	**82.561**	**12.211.249**	**94.748**	**311.842.094**

During the six months 2024, property under construction of €214.893 (2023: €152.000) of the subsidiary, Parklane Hotels Limited, was reclassified to the appropriate category of property, plant and equipment as it was completed and it was ready for use.

During the six months 2024, €578.693 and €23.366 (2023: €174.400 and €7.362) of interest and amortised loan arrangement fees respectively were capitalised in property under construction of the subsidiary, The Cyprus Tourism Development Company Limited (Note 21). With the exception of project specific borrowings which are capitalised as incurred, the rate used to determine the amount of borrowing costs eligible for capitalisation was 3,61% (2023: 6,48%).

The land and buildings have been used as collateral in the Group's loan agreements.

12. Property, plant and equipment (continued)

If the land and buildings were stated on the historical cost basis, the amounts would be as follows:

	30/06/2024	31/12/2023
	€	€
Cost	**174.318.102**	163.767.770
Accumulated depreciation	**(23.247.175)**	(20.332.160)
Net book amount	**151.070.927**	143.435.610

Fair value hierarchy

The methodology and information used to estimate fair values at the reporting date are given in Note 6.

13. Investments in subsidiaries

The details of the subsidiaries are as follows:

Name	Country of incorporation	Principal activities	30/06/2024 Holding %	31/12/2023 Holding %
The Cyprus Tourism Development Company Limited	Cyprus	Hotels, tourism and real estate	100	100
Parklane Hotels Limited	Cyprus	Hotels, tourism and real estate	100	100
Porto Heli Hotel & Marina S.A	Greece	Hotels, tourism and real estate	100	100
MHV Bluekey One Single Member S.A.	Greece	Hotels, tourism and real estate	100	100
Stromay Holdings Limited	Cyprus	Holding of investments	100	100
Parklane Beach Bar Limited	Cyprus	Dormant	100	100

All subsidiaries are included in the consolidation.

14. Investments in joint ventures

	2024	2023
	€	€
Balance at 1 January	**-**	26.374.913
Additions	**-**	648.988
Share of joint venture gain	**-**	4.205.854
Dividends received	**-**	(569.840)
Share of other comprehensive income	**-**	(91.105)
Loss on liquidation of joint venture	**-**	(10.969)
Impairment charge prior to reclassification to held for sale	**-**	(557.841)
Transfer to Assets classified as held for sale (Note 19)	**-**	(30.000.000)
Balance at 30 June/31 December	**-**	-

14. Investments in joint ventures (continued)

The details of the joint ventures are as follows:

Name	Country of incorporation	Principal activities	30/06/2024 Holding %	31/12/2023 Holding %
L'Union Branded Residences	Cyprus	Dormant	-	-
Aphrodite Hills Resort Limited sub-group	Cyprus	Hotels, Tourism and Real Estate	-	50

On 18 September 2023, the Registrar of Companies certified the struck off of the partnership 'L'Union Branded Residences'.

On 5 January 2024, the Group signed an agreement to sell fully its 50% holding in Aphrodite Hills Resort Limited sub-group to W.R.A. Consultants Ltd. The consideration price as per the agreement is €30.000.000. As of 31 December 2023, the carrying amount of the investment in joint venture was €30.557.841 prior to its reclassification. Management assessed that on 31 December 2023, IFRS 5 criteria for assets held for sale classification were met.

Non-current assets classified as held for sale are measured at the lower of the assets previous carrying amount and fair value less costs to sell. Therefore, before the reclassification to Assets classified as held for sale (Note 19) an impairment charge of €557.481 was recognised in the statement of profit or loss and other comprehensive income for the year ended 31 December 2023. On the same date the investment in joint venture was reclassified to Assets classified as held for sale (Note 19).

The joint venture investment in Aphrodite Hills Resort Limited sub-group, comprises of Aphrodite Hills Resort Limited and its following subsidiaries and associate:

Name	Country of incorporation	Principal activities	**30/06/2024 Holding %**	31/12/2023 Holding %
Aphrodite Hotels Limited	Cyprus	Hotels, Tourism and Real Estate	-	50
Aphrodite Hill Services Limited	Cyprus	Provision of drainage and security services to properties located at Aphrodite Hills	-	50
Aphrodite Hills Property Management Limited	Cyprus	Provision of repairs, maintenance and rentals to owners/residents	-	50
The Aphrodite Tennis & Spa Limited	Cyprus	Operation of a tennis academy	-	50
Aphrodite Hills Pantopoleion Limited	Cyprus	Operation of supermarkets at Aphrodite Hills	-	22,5%

14. Investments in joint ventures (continued)

Significant aggregate amounts in respect of Joint Venture 'Aphrodite Hills Resort Limited ' sub-group:

	2024	2023
	€	€
Non-current assets	**-**	78.235.289
Current assets	**-**	50.948.533
Non-current liabilities	**-**	(38.902.927)
Current liabilities	**-**	(29.165.214)
Net assets (100%)	**-**	61.115.681
Group's share of net assets (50%)	**-**	30.557.841
Impairment loss recognised in investment in joint venture before the classification as held for sale	**-**	(557.841)
Reclassification to Assets classified as held for sale (Note 19)	**-**	(30.000.000)

	01/01/2024-30/06/2024	**01/01/2023-30/06/2023**
	€	€
Revenue	**-**	17.044.356
Cost of sales	**-**	(14.557.961)
Other operating income	**-**	259.367
Marketing and administrative expenses	**-**	(4.531.990)
Net finance costs	**-**	(871.479)
Share of loss of associate	**-**	97.052
Tax	**-**	779.336
Loss for the period (100%)	**-**	(1.785.319)
Other comprehensive income (100%)	**-**	887.323
Loss and total comprehensive income (100%)	**-**	(897.996)
Group's share of loss (50%)	**-**	(892.659)
Group's share of other comprehensive income (50%)	**-**	443.661

The difference on the group's share of net assets and the carrying amount of interest in joint venture relates to the fact that the inventory is carried at the lower of cost and net realisable value in the financial statements of the sub-group whereas the carrying amount represents the fair value of the inventory at the date of the recognition of the investment in joint ventures.

15. Deferred exit costs

	30/06/2024	31/12/2023
	€	€
Deferred exit costs classified as current assets	**-**	40.000.000
	-	40.000.000
Less current portion	**-**	(40.000.000)
Non-current portion	**-**	-

Pursuant to certain agreements between the Company and MHV IA Limited, the Company was required to make certain payments to MHV IA in case of achieving certain performance return hurdles, which were assessed as non-financial variables, during the next seven years or upon the successful closing of a sale of the Group (the 'sale exit trigger') if earlier.

On 8 December 2023, a share purchase agreement was signed for the sale of 55% of the Company's shares from Ascetico Limited (seller) to Prodea Real Estate Investment Company S.A. (buyer), with the closing of the sale being conditional on certain items including relevant approval of the transaction from respective governmental authorities. As a result of this transaction, and the sale exit trigger event occurring upon the completion of the sale, the Company proceeded with the payment of an agreed amount of €40.000.000 (the 'deferred exit costs') to MHV IA Limited.

As of 31 December 2023, the sale was not finalised and the Company had an unconditional right to request MHV IA to refund the deferred exit costs paid should the sale transaction not be completed successfully by the relevant contractual longstop date. Hence, as at 31 December 2023 the payment was deferred and shown as Deferred exit costs within Current assets on the consolidated statement of financial position.

On 24 January 2024, Prodea Investments conluded the acquisition of an additional 55% stake in MHV from the Cypriot group companies Yoda Plc. The Deferred exit costs expensed in the condensed consolidated statement of profit or loss and other comprehensive income on the same date (Note 10).

16. Inventories

	30/06/2024	31/12/2023
	€	€
Hotels inventories	**1.904.545**	1.427.691
Real estate inventory:		
Stock of completed property - Parklane Park Tower I	**19.681.417**	25.729.263
Land under development - Parklane East and West Towers	**78.176.228**	78.012.228
Land under development - Landmark Office Tower	**41.000.000**	38.037.583
Land under development - Landmark Residential Tower	**14.523.630**	12.475.159
	155.285.820	155.681.924

The cost of inventories recognised as expense and included in "cost of sales" amounted to €6.124.442 (2023: €3.234.212).

Inventories are stated at the lower of cost and net realisable value.

An amount of €174.696 (six months 2023: nil) was recognised in the statement of profit or loss and other comprehensive income as impairment in value of land under development of Landmark Office Tower (Note 10).

During the year six months 2024, €219.635 and €8.616 (2023: €106.108 and €4.679) of interest and amortised loan arrangement fees respectively were capitalised in land under development of Landmark Office Tower and an amount of €38.490 (2023: €213.352) of interest and amortised loan arrangement fees was capitalised in land under development of Landmark Residential Tower (Note 21). With the exception of project specific borrowings which are capitalised as incurred, the rate used to determine the amount of borrowing costs eligible for capitalisation was 3,61% (2023: 6,48%).

In September 2023, the subsidiary, Parklane Hotels Limited, obtained planning permit to build two additional towers, East and West Towers for resale. Therefore, due to the change in use, the amount of €77.800.000 has been reclassified from Property, Plant and Equipment (Note 12) to inventories in September 2023. The land was transferred at fair value on date of transfer, which was determined by external, independent property valuers, having appropriate recognised professional qualifications and recent experience in the location and category of the property. The cost of East and West Towers also include professional fees related to their construction.

The Group's inventories have been used as collateral in the loan agreements.

17. Trade and other receivables

	30/06/2024	31/12/2023
	€	€
Trade receivables	**6.436.282**	3.406.315
Trade receivables from related parties (Note 24.4)	**753.174**	1.840.787
Less: loss allowance on trade receivables	**(40.499)**	(38.286)
Trade receivables - net	**7.148.957**	5.208.816
Receivables from related parties (Note 24.4)	**29.434**	699.644
Shareholders' current accounts - debit balances (Note 24.7)	**-**	101.262
Deposits and prepayments	**27.824.710**	27.542.892
Advances to subcontractors	**3.508.543**	3.117.719
VAT receivable	**1.826.817**	1.190.646
Deferred consideration receivable	**8.922.250**	8.791.710
Prepaid loan arrangement fee for unutilised loan	**571.871**	717.412
Other receivables	**118.274**	128.268
	49.950.856	47.498.369
Less non-current receivables	**(34.165.797)**	(34.035.257)
Current portion	**15.785.059**	13.463.112

An amount of €26.730.147 (2023: € 26.730.147), which is included in the 'Deposits and prepayments', relates to an advance payment for the purchase of the Porto Paros hotel complex on the island of Paros in Greece. The amount is classified as non-current.

The amount of €8.922.250 (2023: €8.791.7107) relates to the deferred consideration receivable in respect of the sale of the investment in Aphrodite Hills Resort Limited sub-group. Under the sale agreement an amount of €10.500.000 is receivable on five installments. The last installment is receivable on 24 November 2027. On 24 November 2023, the Company received the first installment of €1.000.000. The second instalment of €1.500.000 is receivable on 24 November 2024 and is classified as current. The remaining amount of €7.422.250 is classified as non-current. The amount of €10.500.000 was discounted using a discount rate of 3% as at 24 November 2022, resulting to €9.480.977. The effective interest income for the six months 2024 amounted to €130.540.

The amount of €3.508.543 (2023: €3.117.719) relates to advance payments paid to subcontractors for the renovation of The Landmark Hotel, of the subsidiary, The Cyprus Tourism Development Company Limited.

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

18. Cash at bank and in hand

	30/06/2024	31/12/2023
	€	€
Cash in hand	**561.462**	171.067
Cash at bank	**28.629.345**	9.763.853
Restricted bank accounts	**43.832**	64.648
	29.234.639	9.999.568

During 2024, an amount of €723.908 (2023: €794.019) was held for the repayment of the forced acquisition of the previous shareholders, of the subsidiary "The Cyprus Tourism Development Company Limited" during the year 2019.

An amount of €121.050 (2023: €121.062) is held as reserve on the deposit accounts of the subsidiary Porto Heli Hotel & Marina S.A. to secure debt service.

The restricted cash represents balances of Parklane Hotel Limited that have a limited use for guarantees issued by banks.

For the purposes of the consolidated statement of cash flows, the cash and cash equivalents include the following:

	30/06/2024	31/12/2023
	€	€
Cash at bank and in hand excluding restricted bank accounts	**29.190.807**	9.934.920
Bank overdrafts	**(1.802.705)**	(1.532.045)
	27.388.102	8.402.875

Non-cash transactions

There were no non-cash transactions during the period ended 30 June 2024.

The principal non-cash transactions during 2023 were:

- The redemption of 120.200 redeemable preference shares at a nominal value €1 plus premium of €999 per redeemable preference share. The issue and allotment of 120.200.720 ordinary shares at a nominal value €1 each (Note 20). The total redemption value of €120.200.000 settled off against the total issue and allotment value of €120.200.000;

- The issue and allotment of 120.200.000 ordinary shares at a nominal value €1 each (Note 20).

- Acquisiton of additional shares in Aphrodite Hills Resort Limited amounting to €646.997 (Note 14).

- A dividend receivable from Aphrodite Hills Resort Limited amounting to €569.840, which was declared in December 2023;

- The consideration amounting to €225.000 regarding the disposal of MHV Lifestyle Limited was setted off with an equal amount owned by the Company to the subsidiary.

19. Assets classified as held for sale

During 2023, the Directors resolved to dispose the investment in joint venture Aphrodite Hills Resort Limited sub-group. Negotiations with interested parties have taken place during the year ended 31 December 2023. The investment in joint venture, which was expected to be sold within twelve months, was classified as an asset held for sale and is presented separately in the consolidated statement of financial position.

19. Assets classified as held for sale (continued)

On 5 January 2024, the Company entered into an agreement for the sale of its 50% shareholding in Aphrodite Hills Resort Limited to W.R.A. Consultants Ltd ("WRA"), a private limited company duly registered in the Republic of Cyprus. On 5 February 2024, WRA obtained the necessary approval from the Commission for the Protection of Competition of the Republic of Cyprus and on 19 February 2024 the transfer of shares held by the Company in Aphrodite Hills Resort Limited ("AHRL") to WRA took place. The total consideration payable to the Company by WRA was €30.000.000 in cash which constituted a transaction at arm's length. As at 31 December 2023, the carrying amount was €30.000.000.

The carrying amount before the classification as asset held for sale was €30.557.481 (Note 14). Thus, an impairment loss of of €557.481 was recognised in the consolidated statement of profit or loss and other comprehensive income for the year ended 31 December 2023.

The asset classified as held for sale is as follows:

	30/06/2024	31/12/2023
	€	€
Investment in joint venture	**-**	30.000.000
Net assets	**-**	30.000.000

20. Share capital

	2024	**2024**	2023	2023
	Number of shares	**€**	Number of shares	€
Authorised				
Ordinary shares of €1 each	120.397.790	120.397.790	120.397.790	120.397.790
Issued and fully paid				
Balance at 1 January	120.200.720	120.200.720	145.920	145.920
Issue of ordinary shares	-	-	120.200.000	120.200.000
Redemption of Redeemable preference shares	-	-	(145.200)	(145.200)
Balance at 30 June/31 December	**120.200.720**	**120.200.720**	120.200.720	120.200.720

Authorised capital

On 21 July 2023 the Authorised Capital of the Company increased from €197.789,01 (1.000 Ordinary shares of €1 each, 196.789 Redeemable Preference Shares of €1 each and 1 Preference Share of €0,01 each) to €120.397.790 (120.201.000 ordinary shares of nominal value €1 each, 196.789 redeemable preference shares of nominal value €1 each and 100 redeemable preference shares of nominal value €0,01 each).

On 21 July 2023, after the redemption and the issuance and allotment of shares, the Authorised share capital of the Company was first consolidated, converted and denominated to €120.397.790 divided into 120.201.000 ordinary shares of nominal value €1 each and 196.790 redeemable preference shares of nominal value €1 each and then converted and reclassified to €120.397.790 divided into 120.397.790 ordinary shares of nominal value €1 each.

Issued capital

On 12 January 2023, the Company redeemed in cash 25.000 of the redeemable preference shares as follows:

20. Share capital (continued)

a) 5.000 redeemable preference shares of nominal value €1 each held by Flowpulse Limited for a total amount of €5.000.000 being the aggregate amount of the consideration for which they were issued;

b) 6.250 redeemable preference shares of nominal value €1 each held by Prodea Real Estate Investment Company S.A. for a total amount of €6.250.000 being the aggregate amount of the consideration for which they were issued;

c) 10.625 redeemable preference shares of nominal value €1 each held by Papabull Investments Limited for a total amount of €10.625.000 being the aggregate amount of the consideration for which they were issued;

d) 3.125 redeemable preference shares of nominal value €1 each held by Ascetico Limited for a total amount of €3.125.000 being the aggregate amount of the consideration for which they were issued.

On 21 July 2023, the Company redeemed 120,200 of the redeemable preference shares as follows:

a) 24.040 redeemable preference shares of nominal value €1 each held by Flowpulse Limited for a total amount of €24.040.000 being the aggregate amount of the consideration for which they were issued;

b) 30.050 redeemable preference shares of nominal value €1 each held by Prodea Real Estate Investment Company S.A. for a total amount of €30.050.000 being the aggregate amount of the consideration for which they were issued;

c) 66.110 redeemable preference shares of nominal value €1 each held by Ascetico Limited for a total amount of €66.110.000 being the aggregate amount of the consideration for which they were issued;

On 21 July 2023, the Company issued and allotted 120.200.000 ordinary shares (pro rata to their current shareholding in the Company) for a nominal value of €1,00 each to the following shareholders of the Company: 24.040.000 ordinary shares to Flowpulse Limited, 30.050.000 ordinary shares to Prodea Real Estate Investment Company S.A. and 66.110.000 ordinary shares to Ascetico Limited. The total redemption value of €120.200.000 settled off against the total issue and allotment value of €120.200.000. As a result, the 120.200.000 ordinary shares issued as at 21 July 2023 were deemed as fully paid up.

As of 31 December 2024, the issued share capital of the Company remained €120.200.720 divided into 120.200.720 ordinary shares of nominal value of €1 each.

21. Borrowings

	2024	2023
	€	€
Balance at 1 January	**117.283.595**	81.366.187
Cash transactions:		
Additions	**7.000.000**	39.500.000
Repayment of principal	**(4.472.237)**	(4.716.045)
Repayment of interest	**(4.093.251)**	(4.094.957)
Arrangement fees paid	**(138.942)**	(114.752)
Non-cash transactions:		
Loan arrangement fees capitalisation	**(145.541)**	(453.025)
Interest of the year	**3.312.056**	5.096.853
Amortisation of arrangement fees	**131.251**	205.474
Interest capitalised in the year (Note 12, 16)	**836.818**	493.860
Balance at 30 June/31 December	**119.713.749**	117.283.595

	30/06/2024	31/12/2023
	€	€
Current borrowings		
Bank loans	**7.744.442**	9.738.348
Non-current borrowings		
Bank loans	**111.969.307**	107.545.247
Total	**119.713.749**	117.283.595

Maturity of borrowings:

	30/06/2024	31/12/2023
	€	€
Within one year	**7.744.442**	9.738.348
Between one and five years	**58.091.885**	55.329.584
After five years	**53.877.422**	52.215.663
	119.713.749	117.283.595

Loan amounting to: €3.344.606 (Porto Heli Hotel & Marina S.A)

In March 2020, the subsidiary issued a Bond Loan Program, with Piraeus Bank as paying agent and representative of the Bondholders. The purpose of the Loan was on the one hand the partial refinancing of equity with the return of the relevant amount to the previous parent company, on the other hand the financing of renovation investment of the hotel complex within 2020.

To secure the bank loan, a mortgage has been registered on the company's property. There is also a pledge on the insurance policy and deposit accounts and on the shares of the company. Some of the financial indicators of the loan agreement which are assessed on an annual basis, were not observed on 31 December 2023. However, the Company requested and obtained from Piraeus Bank on 8 April 2024, a waiver from the obligation to observe the non-observed financial indicators for the year 2023. The loan was classified as short-term. As of today, there has been no cancellation of the loan.

21. Borrowings (continued)

Loan amounting to: €63.776.332 (Parklane Hotels Limited (''Parklane''))

On 8 July 2021 (the loan agreement date), Parklane Hotel Limited obtained loan facilities of €70.000.000 from Eurobank, split as follows:

- Facility A: a total of €50.000.000 which is repayable with 6-month loan repayments on the 12 years anniversary of the loan agreement date, and

- Facility B: a total of €20.000.000 which is repayable with 6-month loan repayments on the 5 1/2 year anniversary of the loan agreement date. The Facility B was fully repaid during the year ended 31 December 2022.

On 30 November 2023 (the loan agreement date), Parklane Hotel Limited obtained €24.000.000 loan facilities from Eurobank under:

- Facility C: a total of €24.000.000 which is repayable in full on the 5 year anniversary of the loan agreement date.

The bank loan is secured as follows:

- By first rank mortgage of €70.000.000 over Parklane's properties
- By first rank pledge of €70.000.000 over Parklane's shares
- By first rank floating charge of €70.000.000 over Parklane's assets
- By assignment of Parklane's receivables and insurance policies of €70.000.000
- By subordination and pledge of €70.000.000 of shareholder loans
- By first rank mortgage of €70.000.000 over Parklane's bank accounts
- By first rank mortgage of €8.400.000 on four blocks of flats in Limassol of subsidiary Stromay Holdings Limited
- By corporate guarantee of €8.400.000 related to subsidiary Stromay Holdings Limited
- By floating charge of €8.400.000 on the assets of subsidiary Stromay Holdings Limited
- By third rank mortgage of €1.000.000 over Parklane's properties

The loan is subject to a floating interest rate equal to 6 months Euribor plus a margin of 2,75% per annum.

Loan amounting to: €52.592.811 (The Cyprus Tourism Develoment Company Limited (''CTDC''))

On 28 January 2022, The Cyprus Tourism Development Company Limited signed a term loan facility agreement of up to € 82,000,000 with Apha Bank S.A. with an interest of 3 month Euribor (or zero if negative) plus margin (margin 2.95% for development facility and 2.75% for investment facility). The loan consists of two tranches (tranche A and tranche B).

Tranche A is up to €30,500,000 and is for the purpose of partial repayment of the existing debt, partial funding of the working capital and partial financing of fees. As at 30 June 2024, the Company utilised in full the tranche A.

Tranche B of the development facility is up to €51.500.000 and is mainly for the purpose of partial financing of the hotel renovation, partial financing of the office tower development costs and partial financing of interest during construction (IDC). As at 30 June 2024, the Company utilised €22.500.000 of the tranche B.

The bank loan is secured as follows:

- First rank mortgage on the land and development (including hotel and office tower) securing 130% the facility and hedging.

21. Borrowings (continued)

- Guarantee to be provided by the shareholder in relation to the obligation to cover
  a) any construction time and cost overruns of the project,
  b) any obligations for return to buyers of advance payments /installments received from residential tower sale/pre-sale agreements, in case of cancellation of the respective sales/pre-sales,
  c) any shortfall in case of not realisation of the office tower sale to Prodea (i.e. reduction of the development facility balance to €46.500.000 upon project completion) or the actual acquisition price achieved for the office tower being lower than €70.000.000 (i.e. completion of the project development),
  d) any other material economic/financial obligations of CTDC potentially identified during the due diligence phase, to be released on the Ramp Up Trigger Date.
- Pledge over CTDC's shares
- Assignment/pledge of CTDC's receivables. Pledge over future receivables deriving from the office tower, to be released upon acquisition of the office tower by Prodea, as per Prodea Forward Purchase Agreement
- Assignment/pledge of the key project documents
- Assignment of the Prodea Forward Purchase Agreement with Prodea.
- Assignment / pledge on movable assets.
- Floating charge on CTDC's assets.
- Pledge of insurances, the facility agent to be named first loss payee.
- Direct agreements with the project manager and the contractor, in form and in substance satisfactory to the lenders, ensuring inter alias lenders step-in rights.
- Acknowledgment letter by the hotel franchisor, in form and in substance satisfactory to the lenders, ensuring inter alias lenders step-in rights.
- Assignment/pledge/subordination of shareholder loans.
- Subordination of the Prodea Forward Purchase Agreement initial installments.
- Assignment/pledge of VAT receivables.

22. Trade and other payables

	30/06/2024	31/12/2023
	€	€
Trade payables	**8.595.619**	3.992.749
Advances for sale of part of a subsidiary (see Note 1 below)	**10.400.000**	-
Advances from customers	**1.638.940**	924.593
Social insurance and other taxes	**2.304.582**	564.109
VAT payable	**629.753**	1.430.191
Employee leave liability	**1.124.232**	801.334
Accrued renovation costs	**-**	2.917
Provisions for legal claims	**-**	124.054
Accruals	**992.269**	2.374.176
Other creditors	**1.570.815**	1.278.843
Deferred income from sale of properties (see Note 2 below)	**31.485.533**	27.517.525
Payables to other related parties (Note 24.5)	**-**	1.039.495
	58.741.743	40.049.986
Less non-current payables	**(34.363.840)**	(30.004.290)
Current portion	**24.377.903**	10.045.696

1. On 24 January 2024, the Company entered into a share purchase agreement with a buyer in respect of the forward sale of 30% ownership in one of its subsidiaries in Greece, subject to varying terms and conditions for its completion. The advances for partial sale of subsidiary relate to the 1st consideration payment received as per the sale agreement totaling €10,4 million. The 2nd consideration payment is due upon completion of the transaction at which point the transfer of the legal ownership of the shares to the buyer will also occur.

Under the agreement the Company is also required to make certain future earnout payments to the buyer, varying based on the future financial performance of the subsidiary on the 3rd anniversary of its hotel operational date.

Finally, under the agreement, the buyer holds a put option to sell subsidiary shares back to the Company at an exercise price based on an EBITDA multiple formula, while the Company holds a call option to buy subsidiary shares back from the buyer at an exercise price based on another EBITDA multiple formula. The options are exercisable during the option period, which is defined as the 3rd to 5th anniversary of subsidiary hotel operational date.

Completion of the transaction is expected within first quarter of 2025.

2. The deferred income relates to deposits received for the sale of flats in Residential Tower and the sale of Office Tower of the subsidiary, The Cyprus Tourism Development Company Limited ("CTDC"). During the period ended 30 June 2024 and the year ended 31 December 2023, CTDC entered into sale agreements for the sale of flats in Residential tower. As per the agreements a certain deposit amount should be paid to the company for each sale. On 14 March 2023, the share purchase agreement (SPA) which was executed on 28 December 2021 for the sale of Office Tower to Panphila Investments Limited (a subsidiary of Prodea Investments) was amended. In particular certain requirements as to the lease as a pre-requisite to the payment of the deposit were amended. As CTDC has achieved the pre-requisite lease, the buyer paid the relevant amount of deposit. As of the reporting date, the towers are both included in Inventories (Note 16) as Land under development. The deposits are expected to be converted into revenue at the time of delivery of the flats and tower to the buyers.

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

23. Operating Environment of the Group

The geopolitical situation in Eastern Europe intensified on 24 February 2022 with the commencement of the conflict between Russia and Ukraine. As at the date of authorising these interim condensed consolidated financial statements for issue, the conflict continues to evolve as military activity proceeds. In addition to the impact of the events on entities that have operations in Russia, Ukraine, or Belarus or that conduct business with their counterparties, the conflict is increasingly affecting economies and financial markets globally and exacerbating ongoing economic challenges.

On October 7, 2023, a conflict began between Hamas and Israel on the Israel-Gaza border. Entities that have direct or indirect business activities, interests or investments in war area or conduct transactions with counterparties that do, may have significant implications related to the war, including disruptions to suppliers, customers or employees. In addition, the conflict may have serious consequences for the world economy, which currently are difficult to estimate.

The impact on the Group largely depends on the nature and duration of uncertain and unpredictable events, such as further military action, additional sanctions, and reactions to ongoing developments by global financial markets.

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

Management is continuously reassessing their operating model and relevant cash flows using revised assumptions and incorporating downside scenarios in assessing actual and potential financing needs, taking into consideration the main impacts identified above.

The Group's management has proactively taken the following measures:

- Reduction in operational costs and renegotiated payment terms with key suppliers and creditors
- Entrance into new contractual terms with new tour operators and agents with the aim to attract alternative markets from Middle East, UK and Central Europe
- Focus on local market
- Actions to sale or long-term leasing of stock of completed property and land under development

Management will continue to monitor both the conflict between Russia and Ukraine and the conflict between Israel-Gaza closely and also the sanctions imposed on Russia and their impact on the tourism industry and its business. The management will assess and seek additional measures as a fall-back plan in case the crisis becomes prolonged.

Climate change affects the hotel industry and could potentially cause significant financial challenges related to implementing eco-friendly strategies that mitigate climate change effects. In addition, extreme weather conditions can lead to a reduction of tourists' arrivals, leading to decreased revenue. The upcoming Corporate Sustainability Reporting Directive (CSRD) adds further financial implications since businesses such as hotels would need to transparently report sustainability information. This will require investing in data collection and reporting systems to ensure compliance with the directive and avoid imposition of penalties. In addition, "green taxes", which are coming into force to prevent further ecological destruction, are expected to increase the cost of sales and operating expenses of the hotels. However, effectively addressing these challenges can reduce "green taxes" and bring economic opportunities, such as long-term savings from energy-efficient practices and attraction of eco-conscious consumers and investors. The Group is committed to responding to the challenges of climate change.

Management believes that it is taking all the necessary measures to maintain its viability and development of its activities in the current economic environment.

24. Related party transactions

As of 31 December 2023, the shareholders of the Company were: Ascetico Limited with 54,999%, Prodea Real Estate Investment Company S.A with 25%, Flowpulse Limited with 19,999% and other shareholders with 0,002%.

On 24 January 2024, Prodea Real Estate Investment Company S.A announced that it concluded the acquisition of an additional 54,999% stake in MHV from Ascetico Limited. As a result as of that date Prodea holds a 79,99% stake in MHV.

As of 30 June 2024, the shareholders of the Company were: Prodea Real Estate Investment Company S.A with 79,99%, Flowpulse Limited with 19,999% and other shareholders with 0,002%.

The following transactions were carried out with related parties:

24.1 Remuneration of key management personnel

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

	01/01/2024-30/06/2024	01/01/2023-30/06/2023
	€	€
Salaries including discretionary bonuses	**498.768**	496.155

The remuneration of the Directors of the parent company (included in the key management compensation above) includes salaries and discretionary bonuses in the amount of €217.514 (2023: €271.155).

24.2 Sales and other income

		01/01/2024-30/06/2024	01/01/2023-30/06/2023
	Nature of transactions	**€**	€
Prodea Real Estate Investment Company S.A.	Accommodation income	**3.352**	9.367
Invel Real Estate Advisors LLP	Accommodation income	**-**	3.953
Invel Real Estate Management Ltd	Accommodation income	**8.771**	1.400
Shareholder (Yoda group)	Accommodation income and F&B services	**17.674**	65.974
		29.797	80.694

24.3 Purchases and other expenses

		01/01/2024-30/06/2024	01/01/2023-30/06/2023
	Nature of transactions	**€**	€
Invel Real Estate Management Ltd	Consulting services	**-**	450.000
		-	450.000

24. Related party transactions (continued)

24.4 Receivables from related parties (Note 17)

Name	Nature of transactions	**30/06/2024** **€**	31/12/2023 €
MHV IA Limited	Financing	**29.433**	-
Aphrodite Hills Resort Limited	Dividends receivable	**-**	569.840
Aphrodite Hills Resort Limited	Recharge of expenses	**-**	67.839
Invel Real Estate Management Ltd	Trade	**29.197**	28.869
Invel Real Estate Advisors Greece IKE	Trade	**616**	616
Panphila Investments Limited	Trade	**723.361**	1.840.787
Yoda Plc	Trade	**-**	32.480
		782.607	2.540.431

The receivables from related parties were provided interest free and there was no specified repayment date.

24.5 Payables to related parties (Note 22)

Name	Nature of transactions	**30/06/2024** **€**	31/12/2023 €
Invel Real Estate Management Ltd	Consulting services	**-**	1.039.495
		-	1.039.495

24.6 Loans from shareholder

	Terms	**30/06/2024** **€**	31/12/2023 €
Ascetico Limited	Finance	**-**	16.063.840
		-	16.063.840

On 8 December 2023 the Company entered into a loan agreement with Ascetico Limited for the amount of €16.000.000. As per the loan agreement, the loan bore interest at the rate of 3% plus 6-month Euribor and was repayable on 8 December 2024. On 19 February 2024 the loan was repaid in full.

24.7 Debit balances of current accounts of shareholders (Note 17)

	30/06/2024 **€**	31/12/2023 €
Shareholders	**-**	101.262

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

25. Contingent liabilities and commitments

MHV MEDITERRANEAN HOSPITALITY VENTURE PLC

The Company's subsidiary Parklane Hotels Limited entered into a facility agreement with Eurobank Cyprus Limited on 8 July 2021 for an amount up to €70.000.000. The facility agreement was amended and restated on 30 November 2023 such that Eurobank Cyprus Limited made available to Parklane Hotels Limited an additional amount of €24.000.000. As a condition to the facility agreement, MHV Mediterranean Hospitality Venture PLC has granted to Eurobank Cyprus Limited a share pledge and first rank security under a share security agreement dated 8 July 2021 and amended on 30 November 2023. Pursuant to the said share security agreement (as amended), MHV Mediterranean Hospitality Venture PLC guarantees, covenants and agrees with the security agent (Eurobank Cyprus Limited) that it will pay the Secured Obligations on demand when they become due and agrees to indemnify the security agent for any losses, costs, charges, expenses and liabilities incurred from any breach or inability to pay. The guarantee has been given with limited recourse to the value of the monetary proceeds of the shares in the subsidiary.

The Company's subsidiary The Cyprus Tourism Development Company Limited ("CTDC") has entered into a facility agreement with Alpha Bank Cyprus Limited on January 2022 for an amount of up to €82.000.000. Pursuant to the terms of the facility agreement, MHV Mediterranean Hospitality Venture PLC has agreed to grant a share pledge and assign all of its rights, title and interest in CTDC's shares in favour of Alpha Bank Cyprus Limited, under a first ranking equitable mortgage and deed of pledge of share certificate and charge of shares dated 11 February 2022. Pursuant to the said deed of pledge, MHV Mediterranean Hospitality Venture PLC covenants that it shall on demand pay, perform and discharge the Secured Obligations to Alpha Bank Cyprus Limited which are due and payable but unpaid. The guarantee has been given with limited recourse to the value of the monetary proceeds of the shares in the subsidiary.

The Company's 100% subsidiary Porto Heli Marina S.A, (the "Issuer") issued bonds in an aggregate principal amount of €4.250.000 all of which have been purchased by Piraeus Bank SA. under terms of the Greek law governed bond loan programme dated 20 March 2020. As a security for the obligations of the Issuer under the Bond Loan the previous shareholder of the Issuer under the corporate name EIDIKOU SKOPOU DEKA EPTA S.A. (the "Initial Pledgor") granted a first ranking share pledge in favour of the bank over all of its shares in the Issuer. Pursuant to share purchase agreement dated 8 April 2021 between the Initial Pledgor and the Company the former sold and transferred to the latter 1.405 common nominal shares of €33,00 each which constituted the total 100% issued shares of the Issuer at the time and as a result the Company became the sole shareholder of the Issuer. The Company has entered into the transactions contemplated by the share pledge agreement and meets all of its obligations thereunder.

THE CYPRUS TOURISM DEVELOPMENT COMPANY LIMITED

The Company's subsidiary The Cyprus Tourism Development Company Limited ("CTDC") is proceeding with the development of two towers (a residential and an office tower) and the renovation of the Landmark hotel in Nicosia, Cyprus. As at the date of signing of these interim consolidated financial statements, the following commitments had been undertaken with respect to this development:

A revised contract with K. Athienitis Contractors Limited for the construction of the two towers and the underground hotel parking at The Landmark Nicosia Hotel in Nicosia was signed on 6 September 2024 for an amount of €85 million.

A contract with Stilles d.o.o. for the procurement of hotel rooms FF&E at The Landmark Nicosia Hotel in Nicosia was signed on 22 November 2023 for an amount of €5.2 million and on 25 April 2024 it was amended to €6.1 million.

PORTO HELI HOTEL & MARINA S.A.

On 18 June 2024, a contract was signed by the Company's subsidiary Porto Heli Hotel & Marina S.A. with Easy Facilities Technical S.A. for additional restoration and anti-flood works at the subsidiary's property at Porto Heli Greece. The contract's value amounted to €0.2 million.

25. Contingent liabilities and commitments (continued)

STROMAY HOLDINGS LIMITED

Stromay Holdings Limited provides guarantees for the subsidiary's Parklane Hotels Limited borrowings, amounting to €8.400.000.

The Group had no other contingent liabilities and commitments as at 30 June 2024.

26. Events after the reporting period

As explained in note 23 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.

Depending on the duration of the conflicts, and continued negative impact on economic activity, the Group might experience negative results, and impact on its operations after the reporting period. Management will continue to monitor the situation closely and will assess the need for additional measures in case the crisis becomes prolonged.

On 10 August 2024 the Company’s subsidiary MHV Bluekey One Single Entity S.A. signed a private agreement, followed by a preliminary notary agreement on 4 September 2024 for the settlement of a legal dispute and the conclusion of the acquisition of a hotel property in Greece. A final notary contract was expected to be signed in the next few months.

Except for the matters mentioned above, there were no other material events after the reporting period, which have a bearing on the understanding of the financial statements.

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