

GLOBALWEALTH GROUP PLC

**REPORT AND CONSOLIDATED FINANCIAL
STATEMENTS**

31 December 2025

GLOBALWEALTH GROUP PLC

REPORT AND CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

CONTENTS	PAGE
Board of Directors and other officers	1
Forward looking statements	2
Consolidated Management Report	3 - 8
Declaration of the members of the Board of Directors and the company officials responsible for the preparation of the consolidated financial statements	9
Independent auditor's report	10 - 16
Consolidated statement of profit or loss and other comprehensive income	17
Consolidated statement of financial position	19
Consolidated statement of changes in equity	21
Consolidated cash flow statement	22
Notes to the consolidated financial statements	24 - 83

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 Wealth Avenue M.I.K.E.
(the new Subsidiary of the Company)
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:

A.I.L NOMINEE SERVICES LTD

Independent Auditors:

KPMG Limited

Registered office:

43 Agion Omologiton Avenue
Agioi Omologites, Nicosia
1080
Cyprus

Bankers:

Bank of Cyprus Public Company Ltd
Optima Bank S.A
Eurobank Cyprus Ltd
Alpha Bank Cyprus Ltd

Registration number:

HE415785

FORWARD LOOKING STATEMENTS

This document contains certain forward-looking statements which can usually be identified by terms used such as 'expect', 'should be', 'will be' and similar expressions or variations thereof or their negative variations, but their absence does not mean that a statement is not forward-looking. Examples of forward- looking statements include, but are not limited to, statements relating to the Group's near term and future strategic intentions, beliefs or current expectations and projections about the Group's future results of operations, financial condition, the level of the Group's assets, liquidity, performance, projected levels of growth, capital distributions (including policy on dividends and share buybacks) prospects, anticipated growth, provisions, impairments, business strategies and opportunities. By their nature, forward-looking statements involve risk and uncertainty because they relate to events, and depend upon circumstances, that will or may occur in the future. Factors that could cause actual business, strategy and/or results to differ materially from the plans, objectives, expectations, estimates and intentions expressed in such forward-looking statements made by the Group include, but are not limited to: general economic and political conditions in Cyprus, the Middle East and other European Union (EU) Member States, interest rate fluctuations, legislative, fiscal and regulatory developments and information technology, litigation and other operational risks, adverse market conditions, the impact of outbreaks, epidemics or pandemics, and geopolitical developments as well as the evolving nature of underlying science and industry and governmental standards and regulations. This creates significantly greater uncertainty about forward-looking statements. Should any one or more of these or other factors materialise, or should any underlying assumptions prove to be incorrect, the actual results or events could differ materially from those currently being anticipated as reflected in such forward-looking statements. Further, forward-looking statements may be affected by changes in reporting frameworks and accounting standards, including practices with regard to the interpretation and application. The forward-looking statements made in this document are only applicable as at the date of publication of this document. Except as required by any applicable law or regulation, the Group expressly disclaims any obligation or undertaking to release publicly any updates or revisions to any forward-looking statement contained in this document to reflect any change in the Group's expectations or any change in events, conditions or circumstances on which any statement is based.

Consolidated Management Report

The Board of Directors of GLOBALWEALTH GROUP PLC ("the Company") and its subsidiaries, GMM Global Money Managers Ltd and GMM Global Money Managers AIFM Ltd ("the Group") is pleased to present its report along with the consolidated financial statements for the financial period 01 January 2025 until 31 December 2025.

1. Incorporation

The Company GLOBALWEALTH GROUP PLC was incorporated in Cyprus on 27th November 2020 as a private limited liability company under the provisions of the Cyprus Companies Law, Cap. 113. The Company is listed in the Emerging Companies Market of the Cyprus Stock Exchange ("CSE").

2. Principal Activities and Nature of Operations

During the financial year ending 2025, the Group is effecting the strategic transformation approved on 03 July 2024, to reposition itself as a wealth-tech driven, vertically integrated investment and asset management group. Central to this repositioning is the implementation of a dual-track economic model: Capital Recycling, which focuses on originating and de-risking assets for high-velocity value realization, and Strategic Integration, which involves retaining high-performing assets within the Group's ecosystem to generate sustainable, recurring yields.

CySEC has given its final approval on 28/03/2025, and the acquisition of the UCITS and AIF management companies was completed on 24/04/2025 henceforth the consolidation of the two asset management companies has been incorporated in the period.

Through this acquisition, our asset management portfolio now spans traditional mutual and alternative investment funds across sectors such as real estate development, energy, ESG, agricultural development, tourism, and hospitality.

The Group operates primarily in the markets of Cyprus and Greece, with a strategic objective to expand its real assets and management infrastructure platform through wealth technology.

3. Financial Review and Performance

The Group's financial performance during the year ended 2025 reflects a year of significant strategic transition. The financial results for the year represent the full year real estate and investment activities segment of the Group, as well as the asset management segment from the period of approximately 8 months, 24/04/2025 until 31/12/2025. It also includes our new technology segment, primarily in wealthtech.

The Board of Directors acknowledges that the results are in line with management expectations. The Board of Directors is focused on executing the strategic directions to drive value creation for its shareholders.

- **Revenue:** The Group's revenue increased to €6,771,510, primarily driven by the asset management segment and private equity investment gains, hence not directly comparable with previous periods.
- **Profitability:** The Group recorded a net profit for the period of €4,734,166. This was primarily driven by €4.67 million in Fair Value Through Profit or Loss (FVTPL) gains from our private equity investment strategy, alongside a realized investment gain of €880,000 from the successful exit of a previous investment. Therefore, these results are not directly comparable with previous periods.
- **Financial Position:** As of 31 December 2025, total assets stood at €34,148,087, reflecting the business combination, fair value gains, and new investments.
- **Equity:** Total equity increased to €33,514,642 as at 31 December 2025, reflecting mainly the capital issued as consideration for the acquisition of the asset management companies and the increased profitability during the

year, reflected in the retained earnings.

- **Leverage and Capital Structure:** The Group is currently not leveraged, holding zero bank debt. This unleveraged position provides the Group with significant financial flexibility and agility to deploy capital swiftly for future strategic investments and acquisitions, while effectively mitigating interest rate risks during our expansion phase.
- **Operational Sustainability:** Alongside our investment gains, the core operational segments of the Group generate robust, recurring revenue profits. This underlying operational cash flow fully supports the Group's day-to-day operational needs and overheads, allowing us to organically fund the further development and expansion of our existing investments without relying on external capital for core operations.

4. Significant Events During the Period

During FY2025, the acquisition of the two asset management companies, namely GMM Global Money Managers Ltd and GMM Global Money Managers AIFM Ltd, was completed on 24 April 2025. This transaction was a cornerstone of the Group's transformation into a wealth-tech driven, vertically integrated investment and asset management group.

In line with the EGM dated 03 July 2024, approval was also granted to transfer the Company's existing real estate operations into a new wholly-owned subsidiary, Wealth Avenue MIKE. This restructuring will allow the parent company to function as a pure holding entity for its three main pillars: Wealth Avenue MIKE (Real Estate), GMM Global Money Managers Ltd (UCITS Management), and GMM Global Money Managers AIFM Ltd (Alternative Investments Management).

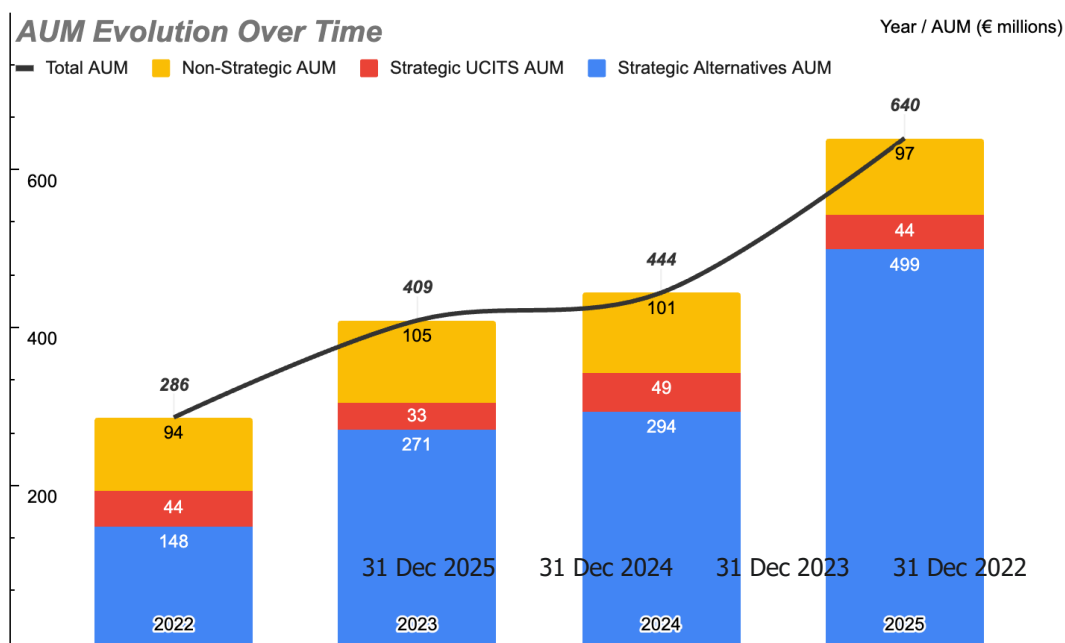
Capital and Investment Activities

- **Share Issuance:** As of 31 December 2025, the Group's total issued share capital stood at 98,273,333 ordinary shares. During the year, the Group completed private placements and issued a total of 62,794,749 new ordinary shares, as follows:
 - 59,130,974 for the competition of the acquisition of the management companies; and
 - 3,663,775 as additional capital.
- **Strategic Asset Allocation:** During FY2025, the Group initiated a strategic equity position in Wealthyhood Limited, a UK-based wealthtech firm, securing an interest of up to 34.2%. As of the reporting date, the Group has finalised the acquisition of a 9.97% stake.
- **Financial Asset Investments:** The Group diversified its portfolio through the execution of the following investments, categorized by strategic focus:
 - **Private Equity:** The Group acquired 450 convertible bonds with a nominal value of \$450,000. These instruments accrue interest and are either redeemable at nominal value, inclusive of accrued interest, upon specific events of default, or are ultimately convertible into the issuer's ordinary shares pursuant to the underlying agreement.
 - **Impact Investing:** Increasing its investment in the Greek platform fund, bringing our total investment value to €164,098. The fund is a Greek circular economy impact investing platform, aiming at delivering value for investors through a commitment to growth and innovation in sustainable circular economy investments.
 - **Strategic Equity:** The procurement of a 16% equity stake in a Greek company, which involved in hospitality, for a total consideration of €1,860,000. As of 31 December 2025, the Group had formalised the acquisition of an 8.6% interest for a total consideration of €760,000.
 - **Real Estate Origination:** The Group entered into a Share Option Agreement, incurring an option premium of €120,000, which grants a call option for 66.67% controlling interest in the entity which owns and develops the "Global Tower" a landmark mixed used development project in Nicosia. This arrangement functions as a strategic financing vehicle to discharge project-related liabilities and accelerate the development of the Global Tower.
- **Divestments and Realizations:** During FY2025, the Group disposed of convertible bonds held for a consideration of €1,100,000. The Group has acquired these convertible bonds for a total consideration of

€220,000, realizing an investment gain on disposal of €880,000.

Other Operational Milestones

The GMM entities underpin the Group's Assets Under Management (AUM), which stood at approximately €640 million as at 31 Dec 2025:



AUM Category				
Strategic Alternatives AUM	€499 million	€294 million	€271 million	€148 million
Strategic UCITS AUM	€44 million	€49 million	€33 million	€44 million
Non-Strategic AUM	€97 million	€101 million	€105 million	€94 million
Total AUM	€640 million	€444 million	€409 million	€286 million

Following the grant of the Wealth Management licence in November 2025, the Group manages approximately €11 million of segregated client assets under the Global Wealth Management brand as at 31 December 2025. To avoid double counting, segregated mandates that invest into the categories above are included in Total AUM only once.

Post-Balance Sheet Events

- Wealthyhood Limited:** The statutory non-objection period from the Hellenic Capital Market Commission (HCMC) successfully expired in 23 April 2026, increasing the Group's registered ownership to 12.59%, with the share-exchange mechanism currently in execution to acquire the remaining interest, which together with the existing holding, would increase the Group's total interest to up to 34.2%.
- Hospitality.:** Until April 2026, the Group made additional cash disbursements totaling €575,000 to further its investment in hospitality in Corfu, Greece.
- National TV Company:** In February 2026, the Group secured an exclusive option to acquire a 75% controlling interest in a local media and broadcasting company.
- Share Issuance:** Following the year end, the Group proceeded with an additional capital increase of 2,221,164 new ordinary shares.

5. Future Developments and Strategic Outlook

The Group is executing the comprehensive strategic plan, designed to transform it into a leading, wealthtech-driven investment holding group. The strategy is built on the following pillars:

- **Investing in Core Assets and Development (Capital Recycling & Integration):** The Group will actively develop and co-invest in high-potential projects across key sectors, including Energy (Hydroparks), Technology (Fintech/Wealthtech), Real Estate, and Agribusiness. Through our dual-track approach, strategic assets are actively de-risked to realize capital gains, while others are integrated to generate recurring yields. The acquisition of a 34.20% stake in Wealthyhood Limited and other financial investments, made during the period, is part of the execution of this pillar.
- **Digital Transformation and Innovation:** A central part of the strategy is the development of an information technology subsidiary focused on platformization, fractionalization and AI. This initiative aims to broaden market access to professional asset management, reduce operational costs, and enhance financial inclusion. The strategic investment in Wealthyhood Limited is part of the execution of this pillar.
- **Expanding Capabilities and Ecosystem:** The Group plans to acquire or develop companies with adjacent financial licenses, such as Electronic Money Institutions (EMI) and Crypto-Asset Service Providers (CASP), to create a unified and regulated financial ecosystem.
- **Enhanced Capital Market Presence:** The Board has been authorized to proceed with the listing of the Company's shares on the Regulated (Parallel) Market of the Cyprus Stock Exchange and to pursue a parallel listing on the Athens Stock Exchange. This is expected to increase the Group's visibility, liquidity, and access to a broader investor base.

6. Existence of branches

The Group has operations in Greece and operates through a branch

7. 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, 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.
- **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.

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, UCITS Directive). 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.

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 (e.g. DORA, GDPR).

Capital Structure and Dilution Risk The acquisition of the management companies, 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 potentially exposes the Group to the risk of incomplete or transitional accounting treatment and might require material adjustments upon finalization or annual audit.

8. Events after the reporting period

Any significant events that occurred after the end of the reporting period are described in note 45 of the consolidated financial statements

9. Dividends

The Board of Directors does not recommend the payment of a dividend and the net profit for the year is retained.

10. Share capital

The changes in the share capital of the Company during the period are stated in note 32 of the consolidated financial statements.

11. Treasury shares

The Company held treasury shares amounting to 37,386 shares, from which 31,786 have been held by the Company for a period of 2 years and the Company initiated the procedure to cancel them.

12. Participation of Directors in the Company's share capital

Disclosed in note 41 to the financial statements

13. Related party transactions

Disclosed in note 40 to the financial statements

14. Results

Disclosed in page 15 to the financial statements

15. 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.

16. Board of Directors

The members of the Group's Board of Directors as at 31 December 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.

The Group's Employee Share Option Scheme received shareholder authorization in July 2024. As of 31 December 2025, the Board of Directors has not formally activated the scheme.

17. Independent Auditors

During the year 2025 Messrs. KPMG Limited were re-appointed by Shareholders' meeting to continue as the Groups auditors.

By order of the Board of Directors,



Michael Ioannides
Chairman and CEO

05 May 2026

GLOBALWEALTH GROUP PLC

DECLARATION OF THE MEMBERS OF THE BOARD OF DIRECTORS AND THE COMPANY OFFICIALS RESPONSIBLE FOR THE PREPARATION OF THE 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 consolidated financial statements of GLOBALWEALTH GROUP PLC (the "Company") for the year ended 31 December 2025, on the basis of our knowledge, declare that:

- (a) The annual consolidated financial statements of the Group which are presented on pages 17 to 83:
 - (i) have been prepared in accordance with the applicable IFRS Accounting Standards as adopted by the European Union and the provisions of Article 9, 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 consolidated financial statements as a whole and

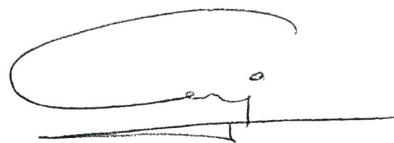
- b) The management report provides a fair view of the developments and the performance as well as the financial position of the Group as a whole, together with a description of the main risks and uncertainties which they face.

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)



5 May 2026



KPMG Limited
Chartered Accountants
14 Esperidon Street, 1087 Nicosia, Cyprus
P.O. Box 21121, 1502 Nicosia, Cyprus
T: +357 22 209000, F: +357 22 678200

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF GLOBALWEALTH GROUP PLC

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Globalwealth Group Plc (the “Company”), and its subsidiaries (the “Group”), which are presented on pages 17 to 83 and comprise the consolidated statement of financial position as at 31 December 2025, and the consolidated statements of profit or loss and other comprehensive income, changes in equity and cash flows for the year then ended, and notes to the consolidated financial statements, including material accounting policy information.

In our opinion, the accompanying consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2025, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with IFRS Accounting Standards as adopted by the European Union and the requirements of the Cyprus Companies Law, Cap. 113 (the “Companies Law, Cap. 113”).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (“ISAs”). Our responsibilities under those standards are further described in the “*Auditor’s Responsibilities for the Audit of the Consolidated Financial Statements*” section of our report. We are independent of the Group in accordance with the International Code of Ethics (including International Independence Standards) for Professional Accountants of the International Ethics Standards Board for Accountants (“IESBA Code”) together with the ethical requirements in Cyprus that are relevant to our audit of the consolidated financial statements, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Limassol
P.O. Box 50161, 3601
T: +357 25 869000
F: +357 25 363842

Paphos
P.O. Box 60288, 8101
T: +357 26 943050
F: +357 26 943062

Polis Chrysochous
P.O. Box 66014, 8330
T: +357 26 322098
F: +357 26 322722

Larnaca
P.O. Box 40075, 6300
T: +357 24 200000
F: +357 24 200200

Paralimni / Ayia Napa
P.O. Box 33200, 5311
T: +357 23 820080
F: +357 23 820084

Key audit matters

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

Valuation of financial instruments measured using significant unobservable inputs	
Refer to note 29 of the consolidated financial statements.	
Key audit matter	How the matter was addressed in our audit
As at 31 December 2025, the Group holds unlisted financial assets carried at fair value through profit or loss amounting to €4.525.457, comprising equity investments, an option and convertible notes, whose valuation is subject to judgement. The fair value measurement of these instruments is classified as Level 3, as it involves significant estimation uncertainty and relies on input parameters that are not observable in an active market or comparative values are not always available. Management has engaged valuation experts to perform the valuation of these instruments, using complex valuation techniques that incorporate estimated inputs. The measurement of these financial assets involves a high degree of subjectivity and estimation uncertainty, as small changes in the unobservable inputs and assumptions may have a material impact on the fair values recognised. Based on these factors and materiality considerations, we determined the valuation of financial instruments measured using significant unobservable inputs to be a key audit matter.	Our audit procedures in response to this key audit matter, comprised, amongst others, of the following: • Examined the contractual agreements in place and reviewed the terms and conditions of each financial asset to understand the nature, structure and key characteristics of the instruments to assess whether they have been appropriately classified and accounted for. • With the support of our internal valuation specialist, assessed the appropriateness of the valuation methods applied by management's expert in determining the fair values of each financial instrument and the parameters used, having considered the characteristics of the instruments, recognised valuation practices and industry standards, and the requirements of IFRS 13. • With the support of our internal valuation specialist, challenged the reasonableness of the significant unobservable inputs and key assumptions applied in the valuation models to calculate the fair value of the financial instruments. • Where deemed appropriate, and with the assistance of our internal valuation specialist, we developed an independent expectation of the fair value of the financial instruments and compared it with management's estimate. • Tested the completeness and accuracy of the underlying data used in the valuation models, where deemed appropriate.

	• Evaluated the competence, objectivity and independence of management's valuation experts. • Assessed the completeness and accuracy of the related financial statements disclosures.
--	--

Fair valuation of the consideration transferred and fair value of the identifiable net assets acquired in a business combination, and resulting goodwill

Refer to notes 22, 23 and 25 of the consolidated financial statements.

Key audit matter	How the matter was addressed in our audit
During the year ended 31 December 2025, the Group completed the acquisition of 100% of the ordinary share capital of GMM Global Money Managers Ltd and GMM Global Money Managers AIFM Ltd, through the issuance of equity instruments of the Company. The acquisition was accounted for as a business combination. In accordance with the requirements of IFRS 3 <i>Business Combinations</i>, management engaged a valuation expert to assist in determining the fair value of the assets acquired and liabilities assumed at the acquisition date. As the consideration was settled entirely through the issuance of the Company's equity instruments, the determination of its fair value at the acquisition date, amounting to €24.360.375, involved significant judgement in the absence of a cash consideration. The resulting residual goodwill recognised in the consolidated financial statements represents a material balance. Based on these factors, we determined the fair value of consideration transferred and fair value of identifiable net assets acquired in a business combination, and the resulting goodwill, to be a key audit matter.	Our audit procedures in response to this key audit matter, comprised, amongst others, of the following: • Examined the terms of the acquisition, including the relevant board minutes, shareholder resolutions and regulatory approvals, to understand the structure of the transaction and assess whether it has been appropriately accounted for. • With the support of our internal valuation specialist, assessed the appropriateness of the valuation method used and challenged the reasonableness of the key assumptions applied in determining the fair value of the consideration transferred at the acquisition date. • With the support of our internal valuation specialist, we assessed the appropriateness of the valuation method used and challenged the reasonableness of the key assumptions applied in determining the fair value of the identifiable net assets acquired. • With the assistance of our internal valuation specialist, we have developed an independent expectation of the goodwill calculated at the acquisition date and compared it with management's estimate. • Evaluated the competence, objectivity and independence of management's valuation expert. • Assessed the completeness and accuracy of the related financial statement disclosures.

Goodwill impairment– determination of the recoverable amount	
Refer to note 22 of the consolidated financial statements.	
Key audit matter	How the matter was addressed in our audit
During the year ended 31 December 2025, the Group completed the acquisition of 100% of the ordinary share capital of GMM Global Money Managers Ltd and GMM Global Money Managers AIFM Ltd. The carrying value of goodwill as at the year end amounted to €23.044.685 in the consolidated financial statements and represents a significant portion of the Group's total assets. The impairment assessment of goodwill requires the determination of the cash-generating unit to which goodwill is allocated and the estimation of its recoverable amount. Management determined the recoverable amount using the fair value less costs of disposal approach, supported by an external expert engaged by management, applying a market multiples valuation methodology. This assessment involves a high degree of subjectivity and estimation uncertainty, particularly in identifying the appropriate cash-generating unit and in selecting the earnings multiple applied. The headroom between the recoverable amount and the carrying amount of the cash-generating unit is narrow, meaning that relatively modest changes in key assumptions could result in the recognition of an impairment loss. Based on these factors and materiality considerations, we determined the impairment of goodwill – determination of the recoverable amount to be a key audit matter.	Our audit procedures in response to this key audit matter, with the support of our internal valuation specialists, comprised, amongst others, of the following: • With the support of our internal valuation specialist, obtained and reviewed the impairment assessment performed by management's specialist to understand the methodology, assumptions and data applied and assess whether the approach is consistent with the requirements of IAS 36 <i>Impairment of Assets</i>. • Assessed the appropriateness of the Group's determination of the cash-generating unit identified by management. • With the support of our internal valuation specialist, evaluated the appropriateness of the valuation method used, including whether it is consistent with the requirements of IAS 36 and challenged the reasonableness of the key assumptions applied in determining the recoverable amount. • With the assistance of our internal valuation specialist, we have developed an independent expectation of the recoverable amount and compared it with management's estimate. • Assessed the accuracy and completeness of the underlying data used in the valuation. • Evaluated the competence, objectivity and independence of management's valuation expert. • Assessed the completeness and accuracy of the related financial statement disclosures.



Other Information

The Board of Directors is responsible for the other information. The other information comprises the Consolidated Management Report but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon, except as required by the Companies Law, Cap.113.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

With regards to the Consolidated Management Report, our report is presented in the "Report on Other Legal Requirements" section.

Responsibilities of the Board of Directors and Those Charged with Governance for the Consolidated Financial Statements

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

In preparing the consolidated financial statements, the Board of Directors is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless there is an intention to liquidate the Company or to cease the Group's operations, or there is no realistic alternative but to do so.

The Board of Directors and those charged with governance are responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

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

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.

- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves a true and fair view.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the consolidated financial statements. We are responsible for the direction, supervision and review of the audit work performed for the purposes of the group audit. We remain solely responsible for our audit opinion.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal Requirements

Pursuant to the additional requirements of the Auditors Law of 2017 ("Law L.53(I)/2017"), and based on the work undertaken in the course of our audit, we report the following:

- In our opinion, the Consolidated Management Report, the preparation of which is the responsibility of the Board of Directors, has been prepared in accordance with the requirements of the Cyprus Companies Law, Cap. 113, and the information given is consistent with the consolidated financial statements.
- In light of the knowledge and understanding of the business and the Group's environment obtained in the course of the audit, we have not identified material misstatements in the Consolidated Management Report.



Other Matter

This report, including the opinion, has been prepared for and only for the Company's members as a body in accordance with Section 69 of Law L.53(I)/2017 and for no other purpose. We do not, in giving this opinion, accept or assume responsibility for any other purpose or to any other person to whose knowledge this report may come to.

The engagement partner on the audit resulting in this independent auditor's report is Petros M. Mavrommatis.

A handwritten signature in black ink, appearing to be 'P. Mavrommatis', written over a horizontal line.

Petros M. Mavrommatis, FCCA
Certified Public Accountant and Registered Auditor

for and on behalf of
KPMG Limited

Certified Public Accountants and Registered Auditors
14 Esperidon Street
1087, Nicosia Cyprus

6 May 2026

GLOBALWEALTH GROUP PLC

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

31 December 2025

	Note	2025 €	2024 €
Revenue			
<i>Asset Management</i>			
Asset management fees		1,706,821	-
<i>Investments</i>			
Net fair value gains		1,745,404	13,589
<i>Real Estate</i>			
Sale of properties		112,040	145,000
Net fair value gains		2,351,357	-
Rental income		-	7,992
<i>Technology</i>			
Net fair value gains		569,300	-
Technology advisory fees		286,588	-
<i>Other Revenue</i>			
Other revenue		-	5,342
Total revenue	9	6,771,510	171,923
Cost of sales	10	(828,923)	(133,910)
Gross profit		5,942,587	38,013
Other operating income	11	21,392	45,588
Selling and distribution expenses	12	(69,538)	-
Administration expenses	13	(1,030,980)	(150,440)
Net impairment loss on financial assets		(40,887)	(9,432)
Other expenses	14	-	(222)
Operating profit/(loss)		4,822,574	(76,493)
Finance income		17,816	9,205
Finance costs		(95,920)	(3,456)
Net finance (costs)/income	17	(78,104)	5,749
Share of profit/(loss) from joint ventures, net of tax		5,599	(6,964)
Profit/(loss) before tax		4,750,069	(77,708)
Tax	18	(15,903)	-
Net profit/(loss) for the year		4,734,166	(77,708)
Other comprehensive income		-	-
Total comprehensive income for the year		4,734,166	(77,708)
Net profit/(loss) for the year attributable to:			
Equity holders of the parent		4,734,166	(91,875)
Non-controlling interests		-	14,167
Net profit/(loss) for the year		4,734,166	(77,708)

The notes on pages 24 to 83 form an integral part of these consolidated financial statements.

GLOBALWEALTH GROUP PLC

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

31 December 2025

	Note	2025 €	2024 €
Total comprehensive income for the year attributable to:			
Equity holders of the parent		4,734,166	(91,875)
Non-controlling interests		-	14,167
Total comprehensive income for the year		<u>4,734,166</u>	<u>(77,708)</u>
 Earnings per share (€)	 19	 <u>0.061</u>	 <u>(0.003)</u>

The notes on pages 24 to 83 form an integral part of these consolidated financial statements.

GLOBALWEALTH GROUP PLC

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

31 December 2025

	Note	2025 €	2024 €
ASSETS			
Non-current assets			
Property, plant and equipment	20	24,361	9,445
Right-of-use assets	21	75,069	-
Intangible assets	22	23,044,685	-
Investment in joint ventures	25	24,060	46,869
Lease receivables	30	-	29,590
		<u>23,168,175</u>	<u>85,904</u>
Current assets			
Inventories	27	25,000	108,580
Trade and other receivables	28	4,155,261	396,587
Loans receivable	26	225,351	-
Financial assets at fair value through profit or loss	29	6,319,205	159,137
Lease receivables	30	-	70,018
Cash at bank and in hand	31	255,095	576,468
		<u>10,979,912</u>	<u>1,310,790</u>
Total assets		<u>34,148,087</u>	<u>1,396,694</u>
EQUITY AND LIABILITIES			
Equity			
Share capital	32	98,274	35,479
Share premium	32	27,215,349	1,452,259
Other reserves	33	1,748,544	(15,991)
Retained earnings/(accumulated losses)		<u>4,452,475</u>	<u>(281,691)</u>
		33,514,642	1,190,056
Non-controlling interests	43	-	38,430
Total equity		<u>33,514,642</u>	<u>1,228,486</u>
Non-current liabilities			
Lease liabilities	35	<u>51,519</u>	<u>19,016</u>
		51,519	19,016
Current liabilities			
Trade and other payables	36	376,388	110,638
Deferred income	37	25,000	-
Borrowings	34	87,106	-
Lease liabilities	35	32,818	38,554
Current tax liabilities	38	<u>60,614</u>	<u>-</u>
		<u>581,926</u>	<u>149,192</u>
Total liabilities		<u>633,445</u>	<u>168,208</u>
Total equity and liabilities		<u>34,148,087</u>	<u>1,396,694</u>

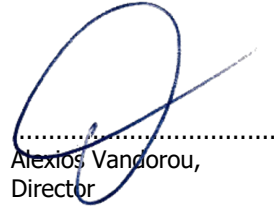
The notes on pages 24 to 83 form an integral part of these consolidated financial statements.

GLOBALWEALTH GROUP PLC

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

31 December 2025

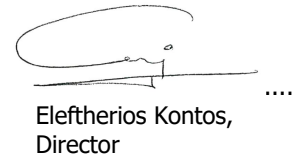
On 5 May 2026 the Board of Directors of GLOBALWEALTH GROUP PLC authorised these consolidated financial statements for issue.



.....
Alexios Vangorou,
Director



..
Maria Panagiotou,
Director



.....
Eleftherios Kontos,
Director

The notes on pages 24 to 83 form an integral part of these consolidated financial statements.

GLOBALWEALTH GROUP PLC

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

31 December 2025

	Note	Share capital €	Share premium €	Treasury shares €	Shares to be issued €	earnings/(Retained losses) €	Non-controlling interests €	Total €
Balance at 1 January 2024		34,747	1,189,301	(13,662)	57,999	(187,820)	15,067	1,095,632
Net loss for the year		-	-	-	-	(91,875)	14,167	(77,708)
Transactions with owners								
Issue of share capital	32	732	262,958	-	(57,999)	-	-	205,691
Treasury shares acquired		-	-	(10,081)	-	-	-	(10,081)
Treasury shares sold		-	-	7,752	-	-	-	7,752
Changes in ownership interest of subsidiary with NCI		-	-	-	-	(1,996)	9,196	7,200
Total transactions with owners		<u>732</u>	<u>262,958</u>	<u>(2,329)</u>	<u>(57,999)</u>	<u>(1,996)</u>	<u>9,196</u>	<u>210,562</u>
Balance at 31 December 2024/ 1 January 2025		35,479	1,452,259	(15,991)	-	(281,691)	38,430	1,228,486
Net profit for the year		-	-	-	-	4,734,166	-	4,734,166
Transactions with owners								
Issue of share capital	32	62,795	25,763,090	-	-	-	-	25,825,885
Amounts received for shares not yet issued		-	-	-	1,764,535	-	-	1,764,535
Loss of control of subsidiary with NCI		-	-	-	-	-	(38,430)	(38,430)
Total transactions with owners		<u>62,795</u>	<u>25,763,090</u>	<u>-</u>	<u>1,764,535</u>	<u>-</u>	<u>(38,430)</u>	<u>27,551,990</u>
Balance at 31 December 2025		<u>98,274</u>	<u>27,215,349</u>	<u>(15,991)</u>	<u>1,764,535</u>	<u>4,452,475</u>	<u>-</u>	<u>33,514,642</u>

The notes on pages 24 to 83 form an integral part of these consolidated financial statements.

GLOBALWEALTH GROUP PLC

CONSOLIDATED CASH FLOW STATEMENT

31 December 2025

	Note	2025 €	2024 €
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit/(loss) before tax		4,750,069	(77,708)
Adjustments for:			
Depreciation of property, plant and equipment	20	8,893	2,883
Depreciation of right-of-use assets	21	40,551	2,639
Unrealised exchange loss		16,386	-
Amortisation of computer software	22	92	-
Share of loss from joint ventures	25	(5,599)	6,964
Gain on lease derecognition		-	(119)
Gain on sub-lease recognition		-	(45,469)
Profit from the sale of investments in joint ventures		(11,591)	-
Fair value gains on financial assets at fair value through profit or loss		(4,666,062)	(13,589)
Impairment charge on cash and cash equivalents	31	-	43
Impairment charge of other receivables	28	5,887	9,389
Interest income	17	(17,816)	(14,547)
Interest expense	17	3,852	2,270
		124,662	(127,244)
Changes in working capital:			
Decrease in inventories		83,580	123,149
Increase in trade and other receivables		(2,823,967)	(346,787)
Increase in financial assets at fair value through profit or loss		(1,456,420)	(121,742)
Increase in trade and other payables		95,841	69,668
Interest received		-	5,342
Acquisition of interests in joint ventures		-	(53,833)
Proceeds from repayments of lease receivable		-	26,301
Cash used in operations		(3,976,304)	(425,146)
Proceeds from disposal of interests in joint ventures		40,000	-
Net cash used in operating activities		(3,936,304)	(425,146)
CASH FLOWS FROM INVESTING ACTIVITIES			
Payment for purchase of property, plant and equipment	20	(2,006)	(200)
Proceeds from repayments of loans granted		-	300,000
Interest received		-	10,520
Net cash (used in)/generated from investing activities		(2,006)	310,320
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from issue of share capital		1,465,510	205,691
Amounts received for shares not yet issued		1,764,535	-
Payment for purchase of treasury shares		-	(10,081)
Repayments of borrowings		(10,000)	-
Payments of leases liabilities		(28,186)	(25,731)
Unrealised exchange (loss)		(16,386)	-
Interest paid		-	(2,270)
Proceeds from sale of shares in subsidiaries		-	7,200
Proceeds from sale of treasury shares		-	7,752

The notes on pages 24 to 83 form an integral part of these consolidated financial statements.

GLOBALWEALTH GROUP PLC

CONSOLIDATED CASH FLOW STATEMENT

31 December 2025

	Note	2025 €	2024 €
Net cash generated from financing activities		<u>3,175,473</u>	<u>182,561</u>
Net (decrease)/increase in cash and cash equivalents		(762,837)	67,465
Cash and cash equivalents at beginning of the year		576,468	509,046
Acquired through business combination		446,497	-
Changes from loss of control of subsidiaries		(7,139)	-
Impairment charge on cash and cash equivalents		<u>-</u>	<u>(43)</u>
Cash and cash equivalents at end of the year	31	<u><u>252,989</u></u>	<u><u>576,468</u></u>

The notes on pages 24 to 83 form an integral part of these consolidated financial statements.

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 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 43 Agion Omologiton Avenue, Agioi Omologites, Nicosia, 1080, Cyprus.

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

The Company is also operating through a branch in Greece, Wealthavenue Plc Ypokatastima Elladas ("the Branch"). These financial statements also 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.

Principal activities

The principal activities of the Group comprise the management of financial assets, private equity investments and alternative investment opportunities, together with regulated asset management services and the development and management of real estate projects.

Following the acquisition of GMM Global Money Managers Ltd and GMM Global Money Managers AIFM Ltd in April 2025, the Company transitioned from a real estate-focused entity into a wealth-tech driven, vertically integrated investment and asset management group, focusing on the management of financial assets, private equity investments and alternative investment opportunities, alongside its existing real estate activities.

The Group's business model is now predicated on the management of third-party capital, proprietary private equity investments, and the development of alternative investment platforms. The Group's operations are organized into three strategic business pillars:

- Investing in Core Assets and Development (Origination): The Group utilizes its proprietary balance sheet to originate, de-risk, and incubate institutional-grade assets across the Real Estate, Renewable Energy, and Technology sectors. These assets are held either for capital appreciation and subsequent disposal to third-party investors or for strategic integration into the Group's managed fund structures.
- Regulated Asset Management (GMM Entities): Through its regulated subsidiaries, the Group provides investment management services, acting as the management company for UCITS and Alternative Investment Funds (AIFs). This segment generates recurring fee-based revenue, including management and performance fees.
- Distribution: The Group invests in digital wealth management technologies designed to democratize access to professional investment services. This segment aims for long-term capital recycling and digital-led distribution of the Group's financial products.

2. Basis of preparation

These 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, and are for the year ended 31 December 2025. These consolidated financial statements have been prepared under the historical cost convention except for financial assets at fair value through profit or loss, which are measured at fair value.

3. Functional and presentation currency

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

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

4. Adoption of new or revised standards and interpretations

As from 1 January 2025, the Group adopted all changes to IFRS Accounting Standards as adopted by the European Union which are relevant to its operations. This adoption did not have a material effect on the financial statements of the Group.

The following new or amended accounting standards and interpretations have been issued by International Accounting Standards Board ("IASB") ("IFRS Accounting Standards") but are not yet effective for annual periods beginning on 1 January 2025. Those which may be relevant to the Group are set out below. The Group does not plan to adopt these new or amended accounting standards and interpretations early.

i) New or amended IFRS Accounting Standards and interpretations adopted by the EU

- IFRS 9 Financial Instruments and IFRS 7 Financial Instruments: Disclosures (Amendments): Classification and Measurement of Financial Instruments (effective for annual periods beginning on or after 1 January 2026)

The IASB, following the post-implementation review of IFRS 9, issued on 30 May 2024 amendments to IFRS 9 and IFRS 7 to address identified issues.

These amendments address the recognition and derecognition of financial assets and financial liabilities and include an accounting policy option for the derecognition of financial liabilities settled through an electronic payment system, if certain conditions are met.

In addition, the amendments introduce an additional SPPI test for financial assets with environmental, social and governance ("ESG")-linked features and other similar contingent features, which must be met to qualify for measurement at amortised cost. Additional disclosures will be required under IFRS 7 for those financial assets and liabilities with contingent features.

The amendments clarify the key characteristics of contractually linked instruments ("CLIs") and how they differ from financial assets with non-recourse features. The amendments also include factors that a company needs to consider when assessing the cash flows underlying a financial asset with non-recourse features (the "look through" test).

Finally, there are new disclosure requirements for investments in equity instruments that are measured at fair value with gains or losses presented in other comprehensive income.

Companies can choose to early-adopt amendments that relate to the classification of financial assets (including the associated disclosure requirements), separately from the amendments for the recognition and derecognition of financial assets and financial liabilities.

The Company does not expect these amendments to have a material impact on its financial statements.

- Annual Improvements to IFRS Accounting Standards – Volume 11 (effective for annual periods beginning on or after 1 January 2026)

On 18 July 2024, the IASB issued the Annual improvements to IFRS Accounting Standards - Volume 11.

These improvements aim to improve clarity and enhance the internal consistency of IFRS Accounting Standards. The amendments apply to IFRS 1, IFRS 7, IFRS 9, IFRS 10 and IAS 7. One of the key amendments resolves the existing conflict between IFRS 9 and IFRS 15 regarding the transaction price, by requiring companies to initially measure a trade receivable without significant financing component at the amount determined by applying IFRS 15. Additionally, amendments to IFRS 9 address the lack of clarity related to how a lessee accounts for the derecognition of a lease liability.

The Company does not expect these amendments to have a material impact on its financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

4. Adoption of new or revised standards and interpretations (continued)

- IFRS 18 Presentation and Disclosure in Financial Statements (effective for annual periods beginning on or after 1 January 2027)

On 9 April 2024, the IASB issued a new accounting standard that will replace IAS 1 Presentation of Financial Statements, with retrospective application. A significant change introduced by this new standard is the requirement for companies to present a more structured statement of profit or loss. This involves classifying income and expenses into five distinct categories: operating, investing, financing, income taxes, and discontinued operations.

With the adoption of IFRS 18, companies will also have to present two defined subtotals: the operating profit or loss and the profit or loss before finance expenses and income taxes. Companies' net profit or loss will not change.

Additionally, companies will need to disclose management-defined performance measures (MPMs) in a single and separate note in the financial statements if they meet the following criteria: the MPMs consist of subtotals of income and expenses included in the financial statements, are used by management in their public communications outside the financial statements and reflect management's view in relation to the company's overall financial performance. For each MPM disclosed, management will have to inform users of the financial statements how it was calculated, why it is important for their understandability and provide a reconciliation to the most comparable subtotal either listed in IFRS 18 or required by other IFRS Accounting Standards.

Moreover, the new standard is expected to provide enhanced guidance on grouping of financial information in the primary financial statements or notes based on shared characteristics.

In addition, all companies are required to use the operating profit or loss subtotal as the starting point for the statement of cash flows when presenting operating cash flows under the indirect method.

At this stage the Group evaluates the impact of the adoption of the new standard on its financial statements, particularly with respect to the structure of the Group's statements of profit or loss, the statement of cash flows and the additional disclosures required for MPMs. The Group is also assessing the impact on how information is grouped in the financial statements, including for items currently labelled as 'other'.

ii) New or amended IFRS Accounting Standards and interpretations not adopted by the EU

- IFRS 10 Consolidated Financial Statements (Amendments) and IAS 28 Investments in Associates and Joint Ventures (Amendments): Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (effective date postponed indefinitely; early adoption continues to be permitted)

The amendments address an acknowledged inconsistency between the requirements in IFRS 10 and those in IAS 28, in dealing with the sale or contribution of assets between an investor and its associate or joint venture. The main consequence of the amendments is that a full gain or loss is recognised when a transaction involves a business (as defined in IFRS 3). A partial gain or loss is recognised when a transaction involves assets that do not constitute a business. 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 Company does not expect these amendments to have a material impact on its financial statements.

5. Material accounting policies

The material accounting policies adopted in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all years presented in these consolidated financial statements unless otherwise stated.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

5. Material accounting policies (continued)

Management seeks not to reduce the understandability of these consolidated financial statements by obscuring material information with immaterial information. Hence, only material accounting policy information is disclosed, where relevant, in the related disclosure notes.

Going concern basis

The Group reported a profit for the year of €4.7 million and maintains a strong net asset position.

During the year, the Group raised significant capital and expanded its operations through acquisitions and investments.

Management has assessed the Group's cash flow projections and liquidity position and is satisfied that the Group has adequate resources to continue in operational existence for the foreseeable future.

Accordingly, the financial statements have been prepared on a going concern basis.

Basis of consolidation

The Company has subsidiary undertakings for which section 142(1)(b) of the Cyprus Companies Law Cap. 113 requires consolidated financial statements to be prepared and laid before the Company at the Annual General Meeting. The consolidated financial statements comprise the financial statements of the parent company GLOBALWEALTH GROUP PLC and the financial statements of the subsidiaries, GMM Global Money Managers Ltd, GMM Global Money Managers AIFM Ltd and Wealth Avenue M.I.K.E.

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

Subsidiaries

Subsidiaries are entities controlled by the Group. Control exists where the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases.

Non-controlling interests

Non-controlling interests (NCI) are measured at their proportionate share of the acquiree's identifiable net assets at the date of acquisition. Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

Loss of control

When the Group loses control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, and any related NCI and other components of equity. Any resulting gain or loss is recognised in profit or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost.

Business combinations

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

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

5. Material accounting policies (continued)

Business combinations (continued)

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their fair value at the acquisition date, except deferred tax assets or liabilities and liabilities are recognised and measured in accordance with IAS 12 Income Taxes.

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

Any contingent consideration is measured at fair value at the date of acquisition. If an obligation to pay contingent consideration that meets the definition of a financial instrument is classified as equity, then it is not remeasured and settlement is accounted for within equity. Otherwise, other contingent consideration is remeasured at fair value at each reporting date and subsequent changes in the fair value of the contingent consideration are recognised in profit or loss.

During the year, the Group completed the acquisition of GMM Global Money Managers Ltd and GMM Global Money Managers AIFM Ltd (together, the "GMM Entities"), as part of its strategic expansion into asset and investment management activities.

The acquisition has been accounted for using the acquisition method in accordance with IFRS 3 Business Combinations. The identifiable assets acquired and liabilities assumed were recognised at their fair values at the acquisition date.

The acquisition resulted in the recognition of goodwill, primarily attributable to the expected synergies, future growth prospects and the assembled workforce of the acquired entities.

A purchase price allocation exercise has been performed in relation to the acquisition of the GMM Entities. The identifiable assets acquired and liabilities assumed were recognised at their estimated fair values at the acquisition date, based on management's assessment and available information. Based on this assessment, management concluded that no identifiable intangible assets met the recognition criteria of IFRS 3 to be recognised separately. Accordingly, the excess of the consideration transferred over the fair value of the net identifiable assets acquired has been recognised as goodwill.

The contribution of the acquired entities to the Group's results for the year is included in the consolidated statement of profit or loss from the acquisition date.

Joint arrangements

Joint arrangements are arrangements of which the Group has joint control. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control. A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the arrangement.

Interest in joint ventures is accounted for under the equity method. They are initially recognized at cost, which includes transaction costs. Subsequent to initial recognition the consolidated financial statements include the Group's share of the profit or loss and OCI of equity-accounted investees, until the date on which joint control ceases.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

5. Material accounting policies (continued)

Joint arrangements (continued)

Transactions eliminated on consolidation

Intra group balances, and transactions and any unrealised income and expenses arising from intra group transactions are eliminated in preparing consolidated financial statements. Unrealised gains arising from transactions with associates are eliminated against the investment to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

Goodwill

Goodwill represents the excess of the cost of an acquisition over the fair value of the Group's share of the net identifiable assets of the acquired undertaking at the date of acquisition. Goodwill on acquisition of subsidiaries is included in "intangible assets".

Goodwill is tested annually for impairment and carried at cost less accumulated impairment losses. Gains and losses on the disposal of an undertaking include the carrying amount of goodwill relating to the undertaking sold. Goodwill is allocated to cash-generating units for the purpose of impairment testing.

Segmental reporting

The Group determines and presents operating segments based on the information that is internally provided to the Board of Directors, which is identified as the Chief Operating Decision Maker ("CODM").

Operating segments are reported in a manner consistent with the internal reporting used by the CODM for the purpose of allocating resources and assessing performance.

For management purposes, the Group is organised into the following reportable segments:

- **Asset Management:** Represents the regulated fund management services provided through the GMM Entities, which includes the management of UCITS and Alternative Investment Funds.
- **Investments:** Represents the Group's investments with proprietary capital, other than the investments in Real Estate and Technology.
- **Real Estate:** Includes real estate development and construction, private equity investments and other proprietary investments held for capital appreciation which are related to Real Estate.
- **Technology:** Includes investments in technology and platforms, digital wealth management initiatives and other income related to such activities.

Segment performance is evaluated based on segment results, including revenue and investment performance. Investment performance, including fair value movements on financial assets, is a key measure used by management in assessing segment performance.

Corporate and central costs are not allocated to segments.

Inter-segment transactions, if any, are eliminated on consolidation.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

5. Material accounting policies (continued)

Revenue

Recognition and measurement

Revenue represents the amount of consideration to which the Group expects to be entitled in exchange for transferring the promised goods or services to the customer, excluding amounts collected on behalf of third parties (for example, value-added taxes); the transaction price.

The Group recognises revenue when the parties have approved the contract (in writing, orally or in accordance with other customary business practices) and are committed to perform their respective obligations, the Group can identify each party's rights and the payment terms for the goods or services to be transferred, the contract has commercial substance (i.e. the risk, timing or amount of the Group's future cash flows is expected to change as a result of the contract), it is probable that the Group will collect the consideration to which it will be entitled in exchange for the goods or services that will be transferred to the customer and when specific criteria have been met for each of the Group's contracts with customers.

Revenue comprises income from contracts with customers, including asset management and advisory fees, as well as investment income arising from financial assets. Investment income includes dividend income and fair value gains on financial assets measured at fair value through profit or loss, which are recognised in accordance with IFRS 9.

Revenue from contracts with customers is recognised in accordance with IFRS 15, when control of the promised services is transferred to the customer.

Identification of performance obligations

The Group assesses whether contracts that involve the provision of a range of goods and/or services contain one or more performance obligations (that is, distinct promises to provide a service) and allocates the transaction price to each performance obligation identified on the basis of its stand-alone selling price. A good or service that is promised to a customer is distinct if the customer can benefit from the good or service, either on its own or together with other resources that are readily available to the customer (that is the good or service is capable of being distinct) and the Group's promise to transfer the good or service to the customer is separately identifiable from other promises in the contract (that is, the good or service is distinct within the context of the contract).

Revenue is measured based on the consideration to which the Group expects to be entitled in a contract with a customer and excludes amounts collected on behalf of third parties. The Group recognises revenue when it transfers control of a product or service to a customer.

- **Sale of completed properties**

The sale of completed properties is generally expected to be the only performance obligation and the Company has determined that it will be satisfied at the point in time when control is transferred to the customer. Control is transferred when the sales agreement is signed and the asset is delivered to the customer.

The Group does not have any contracts where the period between the transfer of the promised property to the customer and payment by the customer exceeds one year. As a consequence, the Group elects to use the practical expedient and does not adjust any of the transaction prices for the time value of money.

Consideration is charged and received upon signing of the sale agreement. Such consideration is not refundable and includes no financing component.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

5. Material accounting policies (continued)

Revenue (continued)

- **Rendering of services**

Rendering of services - over time:

Revenue from rendering of services comprises of asset management fees and is recognised over time while the Group satisfies its performance obligation by transferring control over the promised service to the customer in the accounting period in which the services are rendered.

Rendering of services - at a point in time:

Revenue from rendering of services at a point in time comprises of advisory fees and other fund administration fees. The Group concluded that it transfers control over its services at a point in time, upon receipt by the customer of the service, because this is when the customer benefits from the relevant service.

- **Investment income (including fair value gains)**

Revenue comprises income from contracts with customers, including asset management, other fund administration and advisory fees, as well as investment income arising from financial assets. Investment income includes dividend income and fair value gains on financial assets measured at fair value through profit or loss, which are recognised in accordance with IFRS 9.

Investment income comprises fair value gains and losses arising from financial assets measured at fair value through profit or loss. These gains and losses are primarily unrealised and reflect changes in the fair value of the Group's investment portfolio based on market conditions and investment-specific performance.

Realised gains may also arise upon disposal of such financial assets, representing the difference between the disposal proceeds and the carrying amount at the date of disposal. Given that financial assets are measured at fair value, realised gains are typically consistent with previously recognised fair value movements.

The Group manages and evaluates its investment portfolio on a fair value basis, with performance assessed primarily based on fair value movements.

- **Rental income**

Rental income is recognised on an accruals basis in accordance with the substance of the relevant agreements.

Employee benefits

The Group and its employees contribute to the Government Social Insurance Fund based on employees' salaries. The Group's contributions are expensed as incurred and are included in staff costs. The Group has no legal or constructive obligations to pay further contributions if the scheme does not hold sufficient assets to pay all employees benefits relating to employee service in the current and prior periods.

Finance income

Interest income on investments and loans is accrued on a time basis by reference to the principal outstanding and the effective interest rate including interest on investments classified as fair value through profit or loss.

Finance costs

Finance expenses include interest expense and bank charges. Finance expenses, excluding bank charges, are recognised to profit or loss using the effective interest method. Bank charges are recognised in profit or loss in the period which incurred.

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

5. Material accounting policies (continued)

Foreign currency transactions

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary items that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Foreign currency differences are generally recognised in profit or loss and presented within finance costs.

Tax

Tax liabilities and assets for the current and prior periods are measured at the amount expected to be paid to or recovered from the taxation authorities, using the tax rates and laws that have been enacted, or substantively enacted, by the reporting date. Current tax includes any adjustments to tax payable in respect of previous periods.

Dividends

Dividend distribution to the Company's shareholders is recognised in the Group's financial statements in the year in which they are approved by the Company's shareholders.

Property, plant and equipment

Property, plant and equipment are stated at historical cost less accumulated depreciation and any accumulated impairment losses.

Depreciation is calculated on the straight-line method so as to write off the cost of each asset to its residual value over its estimated useful life. The annual depreciation rates used are as follows:

	%
Furniture, fixtures and office equipment	10
Computer equipment	20

The assets residual values and useful lives are reviewed, and adjusted if appropriate, at each reporting date.

Where the carrying amount of an asset is greater than its estimated recoverable amount, the asset is written down immediately to its recoverable amount.

Expenditure for repairs and maintenance of property, plant and equipment is charged to profit or loss of the year in which it is incurred. The cost of major renovations and other subsequent expenditure are included in the carrying amount of the asset when it is probable that future economic benefits in excess of the originally assessed standard of performance of the existing asset will flow to the Group. Major renovations are depreciated over the remaining useful life of the related asset.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

Deferred income

Deferred income represents income receipts which relate to future periods.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

5. Material accounting policies (continued)

Non-financial assets

At each reporting date, the Group reviews the carrying amounts of its non-financial assets (other than biological assets, investment property, inventories, contract assets and deferred tax assets) to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. Goodwill is tested annually for impairment.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or cash generating units (CGUs). Goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

The recoverable amount of an asset or CGU is the higher of its value in use and its fair value less costs of disposal. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its recoverable amount.

Impairment losses are recognised in profit or loss. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGU on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. For other assets, an impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

Computer software

Costs that are directly associated with identifiable and unique computer software products controlled by the Group and that will probably generate economic benefits exceeding costs beyond one year are recognised as intangible assets. Subsequently computer software is carried at cost less any accumulated amortisation and any accumulated impairment losses. Expenditure which enhances or extends the performance of computer software programs beyond their original specifications is recognised as a capital improvement and added to the original cost of the computer software. Costs associated with maintenance of computer software programs are recognised as an expense when incurred. Computer software costs are amortised using the straight-line method over their useful lives, not exceeding a period of three years. Amortisation commences when the computer software is available for use.

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

Computer software licenses and development costs are amortised on a straight-line basis over their estimated useful lives. Amortisation is calculated to write down the cost of the assets to their estimated residual value. The estimated useful life for software is 3 years (representing an annual amortisation rate of 33%).

Leases

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether:

- the contract involves the use of an identified asset - this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified;

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

5. Material accounting policies (continued)

Leases (continued)

- the Group has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- the Group has the right to direct the use of the asset. The Group has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Group has the right to direct the use of the asset if either:
 - the Group has the right to operate the asset; or
 - the Group designed the asset in a way that predetermines how and for what purpose it will be used.

At inception or on reassessment of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices. However, for the leases of land and buildings in which it is a lessee, the Group has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Group as lessor

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As part of this assessment, the Group considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

When the Group is an intermediate lessor, it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Group applies the exemption described above, then it classifies the sub-lease as an operating lease.

If an arrangement contains lease and non-lease components, the Group applies IFRS 15 to allocate the consideration in the contract.

The Group recognises lease payments received under operating leases as income on a straight-line basis over the lease term as part of 'other income'.

The accounting policies applicable to the Group as a lessor in the comparative period were not different from IFRS 16. However, when the Group was an intermediate lessor the sub-leases were classified with reference to the underlying asset.

The Group as lessee

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of the right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

5. Material accounting policies (continued)

Leases (continued)

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments;
- the lease payments in an optional renewal period if the Group is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, or if the Group changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Group presents its right-of-use assets and lease liabilities separately in the consolidated statement of financial position.

Short-term leases and leases of low-value assets

The Group has elected not to recognise the right of use assets and lease liabilities for short term leases that have a lease term of 12 months or less and leases of low value assets (i.e. IT equipment, office equipment etc.). The Group recognises the lease payments associated with these leases as an expense on a straight line basis over the lease term.

Financial assets - Classification

The Group classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through OCI or through profit or loss), and
- those to be measured at amortised cost.

The classification and subsequent measurement of debt financial assets depends on: (i) the Group's business model for managing the related assets portfolio and (ii) the cash flow characteristics of the asset. On initial recognition, the Group may irrevocably designate a debt financial asset that otherwise meets the requirements to be measured at amortized cost or at FVOCI or at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

For investments in equity instruments that are not held for trading, the classification will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income (FVOCI). This election is made on an investment-by-investment basis.

All other financial assets are classified as measured at FVTPL.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or OCI. For investments in equity instruments that are not held for trading, this will depend on whether the Group has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income (FVOCI).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

5. Material accounting policies (continued)

Financial assets - Recognition and derecognition

All purchases and sales of financial assets that require delivery within the time frame established by regulation or market convention ("regular way" purchases and sales) are recorded at trade date, which is the date when the Group commits to deliver a financial instrument. All other purchases and sales are recognised when the entity becomes a party to the contractual provisions of the instrument.

Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

Financial assets - Measurement

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVTPL), transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVTPL are expensed in profit or loss. Fair value at initial recognition is best evidenced by the transaction price. A gain or loss on initial recognition is only recorded if there is a difference between fair value and transaction price which can be evidenced by other observable current market transactions in the same instrument or by a valuation technique whose inputs include only data from observable markets.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

Debt instruments

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Group classifies its debt instruments:

Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in 'other income'. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in other gains/(losses) together with foreign exchange gains and losses. Impairment losses are presented as separate line item in the consolidated statement of profit or loss and other comprehensive income. Financial assets measured at amortised cost (AC) comprise: cash and cash equivalents, bank deposits with original maturity over 3 months, trade receivables and financial assets at amortised cost.

FVTPL: Assets that do not meet the criteria for amortised cost or FVOCI are measured at FVTPL. A gain or loss on a debt investment that is subsequently measured at FVTPL is recognised in profit or loss and presented net within "other gains/(losses)" in the period in which it arises.

Equity instruments

The Group subsequently measures equity investments at fair value. All equity investments are classified and measured at fair value through profit or loss (FVTPL), reflecting the Group's business model as an investment and asset management entity where such investments are managed and their performance is evaluated on a fair value basis.

Accordingly, changes in fair value are recognised in profit or loss within net fair value gains/(losses) in the period in which they arise.

In accordance with IAS 28.18, investments in associates held as part of the Group's investment activities are designated at FVTPL and are therefore not accounted for using the equity method.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

5. Material accounting policies (continued)

Financial assets - Measurement (continued)

Dividend income is recognised in profit or loss when the Group's right to receive payment is established. Impairment losses on equity instruments measured at FVTPL are not recognised separately, as they are included within fair value movements.

Financial assets - impairment - credit loss allowance for ECL

The Group assesses on a forward-looking basis the ECL for debt instruments (including loans) measured at amortised cost and FVOCI and exposure arising from loan commitments and financial guarantee contracts. The Group measures ECL and recognises credit loss allowance at each reporting date. The measurement of ECL reflects: (i) an unbiased and probability weighted amount that is determined by evaluating a range of possible outcomes, (ii) time value of money and (iii) all reasonable and supportable information that is available without undue cost and effort at the end of each reporting period about past events, current conditions and forecasts of future conditions.

The carrying amount of the financial assets is reduced through the use of an allowance account, and the amount of the loss is recognised in the consolidated statement of profit or loss and other comprehensive income within "net impairment losses on financial and contract assets. Subsequent recoveries of amounts for which loss allowance was previously recognised are credited against the same line item.

Debt instruments carried at amortised cost are presented in the consolidated statement of financial position net of the allowance for ECL. For loan commitments and financial guarantee contracts, a separate provision for ECL is recognised as a liability in the consolidated statement of financial position.

For debt instruments at FVOCI, an allowance for ECL is recognised in profit or loss and it affects fair value gains or losses recognised in OCI rather than the carrying amount of those instruments.

The impairment methodology applied by the Group for calculating expected credit losses depends on the type of financial asset assessed for impairment. Specifically:

For trade receivables and contract assets, including trade receivables and contract assets with a significant financing component, and lease receivables the Group applies the simplified approach permitted by IFRS 9, which requires lifetime expected credit losses to be recognised from initial recognition of the financial assets.

For all other financial instruments that are subject to impairment under IFRS 9, the Group applies general approach - three stage model for impairment. The Group applies a three stage model for impairment, based on changes in credit quality since initial recognition. A financial instrument that is not credit-impaired on initial recognition is classified in Stage 1.

Financial assets in Stage 1 have their ECL measured at an amount equal to the portion of lifetime ECL that results from default events possible within the next 12 months or until contractual maturity, if shorter ("12 Months ECL"). If the Group identifies a significant increase in credit risk ("SICR") since initial recognition, the asset is transferred to Stage 2 and its ECL is measured based on ECL on a lifetime basis, that is, up until contractual maturity but considering expected prepayments, if any ("Lifetime ECL"). Refer to note 6, Credit risk section, for a description of how the Group determines when a SICR has occurred. If the Group determines that a financial asset is credit-impaired, the asset is transferred to Stage 3 and its ECL is measured as a Lifetime ECL. The Group's definition of credit impaired assets and definition of default is explained in note 6, Credit risk section.

Additionally the Group has decided to use the low credit risk assessment exemption for investment grade financial assets. Refer to note 6, Credit risk section for a description of how the Group determines low credit risk financial assets.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

5. Material accounting policies (continued)

Financial assets - Reclassification

Financial instruments are reclassified only when the business model for managing those assets changes. The reclassification has a prospective effect and takes place from the start of the first reporting period following the change.

Financial assets - write-off

Financial assets are written-off, in whole or in part, when the Group exhausted all practical recovery efforts and has concluded that there is no reasonable expectation of recovery. The write-off represents a derecognition event. The Group may write-off financial assets that are still subject to enforcement activity when the Group seeks to recover amounts that are contractually due, however, there is no reasonable expectation of recovery.

Financial assets - modification

The Group sometimes renegotiates or otherwise modifies the contractual terms of the financial assets. The Group assesses whether the modification of contractual cash flows is substantial considering, among other, the following factors: any new contractual terms that substantially affect the risk profile of the asset (e.g. profit share or equity-based return), significant change in interest rate, change in the currency denomination, new collateral or credit enhancement that significantly affects the credit risk associated with the asset or a significant extension of a loan when the borrower is not in financial difficulties.

If the modified terms are substantially different, the rights to cash flows from the original asset expire and the Group derecognises the original financial asset and recognises a new asset at its fair value. The date of renegotiation is considered to be the date of initial recognition for subsequent impairment calculation purposes, including determining whether a SICR has occurred. The Group also assesses whether the new loan or debt instrument meets the SPPI criterion. Any difference between the carrying amount of the original asset derecognised and fair value of the new substantially modified asset is recognised in profit or loss, unless the substance of the difference is attributed to a capital transaction with owners.

In a situation where the renegotiation was driven by financial difficulties of the counterparty and inability to make the originally agreed payments, the Group compares the original and revised expected cash flows to assets whether the risks and rewards of the asset are substantially different as a result of the contractual modification. If the risks and rewards do not change, the modified asset is not substantially different from the original asset and the modification does not result in derecognition. The Group recalculates the gross carrying amount by discounting the modified contractual cash flows by the original effective interest rate, and recognises a modification gain or loss in profit or loss.

Cash and cash equivalents

For the purpose of the consolidated cash flow statement, cash and cash equivalents comprise cash on hand, deposits held at call with banks and bank overdrafts. In the consolidated statement of financial position, bank overdrafts are included in borrowings in current liabilities. Cash and cash equivalents are carried at amortised cost because: (i) they are held for collection of contractual cash flows and those cash flows represent SPPI, and (ii) they are not designated at FVTPL.

Classification as trade receivables

Trade receivables are amounts due from customers for goods sold or services performed in the ordinary course of business. If collection is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non-current assets. Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less loss allowance.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

5. Material accounting policies (continued)

Classification as trade receivables (continued)

Trade receivables are recognised initially at the amount of consideration that is unconditional unless they contain significant financing components, in which case they are recognised at fair value. The Group holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method.

Trade receivables are also subject to the impairment requirements of IFRS 9. The Group applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables. See note 6, Credit risk section.

Trade receivables are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Group, and a failure to make contractual payments for a period of greater than 180 days past due.

Financial liabilities - measurement categories

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense are recognised in profit or loss.

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. Any gain or loss on derecognition is also recognised in profit or loss.

Trade payables

Trade payables are initially measured at fair value and are subsequently measured at amortised cost, using the effective interest rate method.

Financial liabilities - Modifications

An exchange between the Group and its original lenders of debt instruments with substantially different terms, as well as substantial modifications of the terms and conditions of existing financial liabilities, are accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The terms are substantially different if the discounted present value of the cash flows under the new terms, including any fees paid net of any fees received and discounted using the original effective interest rate, is at least 10% different from the discounted present value of the remaining cash flows of the original financial liability. (In addition, other qualitative factors, such as the currency that the instrument is denominated in, changes in the type of interest rate, new conversion features attached to the instrument and change in loan covenants are also considered.)

If an exchange of debt instruments or modification of terms is accounted for as an extinguishment, any costs or fees incurred are recognised as part of the gain or loss on the extinguishment. If the exchange or modification is not accounted for as an extinguishment, any costs or fees incurred adjust the carrying amount of the liability and are amortised over the remaining term of the modified liability.

Modifications of liabilities that do not result in extinguishment are accounted for as a change in estimate using a cumulative catch up method, with any gain or loss recognised in profit or loss, unless the economic substance of the difference in carrying values is attributed to a capital transaction with owners and is recognised directly to equity.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

5. Material accounting policies (continued)

Financial liabilities - Modifications (continued)

Borrowing costs are interest and other costs that the Group incurs in connection with the borrowing of funds, including interest on borrowings, amortisation of discounts or premium relating to borrowings, amortisation of ancillary costs incurred in connection with the arrangement of borrowings, finance lease charges and exchange differences arising from foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs.

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset, being an asset that necessarily takes a substantial period of time to get ready for its intended use or sale, are capitalised as part of the cost of that asset, when it is probable that they will result in future economic benefits to the Group and the costs can be measured reliably.

Offsetting financial instruments

Financial assets and financial liabilities are offset and the net amount reported in the consolidated statement of financial position if, and only if, there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the asset and settle the liability simultaneously. This is not generally the case with master netting agreements, and the related assets and liabilities are presented gross in the consolidated statement of financial position.

Inventories

Inventories are stated at the lower of cost and net realisable value. Inventories comprise of completed properties (including land) in respect of property development activity. The cost is determined on a specific identification basis and includes the purchase price as per the sales agreements together with directly attributable acquisition costs. Net realisable value is the estimated selling price in the ordinary course of business, less the costs to completion and selling expenses.

Deferred income

Deferred income represents income receipts which relate to future periods.

Prepayments

Prepayments are carried at cost less provision for impairment. A prepayment is classified as non-current when the goods or services relating to the prepayment are expected to be obtained after one year, or when the prepayment relates to an asset which will itself be classified as non-current upon initial recognition. Prepayments to acquire assets are transferred to the carrying amount of the asset once the Group has obtained control of the asset and it is probable that future economic benefits associated with the asset will flow to the Group. Other prepayments are written off to profit or loss when the goods or services relating to the prepayments are received. If there is an indication that the assets, goods or services relating to a prepayment will not be received, the carrying value of the prepayment is written down accordingly and a corresponding impairment loss is recognised in profit or loss.

Share capital

Ordinary shares are classified as equity. The difference between the fair value of the consideration received by the Company and the nominal value of the share capital being issued is taken to the share premium account.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

5. Material accounting policies (continued)

Treasury shares

When shares recognised as equity are repurchased, the amount of the consideration paid, which includes directly attributable costs, net of any tax effects, is recognised as a deduction from equity. Repurchased shares are classified as treasury shares and are presented in the treasury share reserve. When treasury shares are sold or reissued subsequently, the amount received is recognised as an increase in equity and the resulting surplus or deficit on the transaction is presented within share premium.

Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made. Where the Group expects a provision to be reimbursed, for example under an insurance contract, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain.

Fair value measurement

The carrying amounts of the Group's financial assets and liabilities approximate their fair value at the reporting date.

The fair value of financial assets traded in active markets is based on quoted market prices at the reporting date. The quoted market price used for financial assets held by the Group is the current bid price. The appropriate quoted market price for financial liabilities is the current ask price.

The fair value of financial assets that are not traded in an active market is determined by using valuation techniques. The Group uses a variety of methods, such as estimated discounted cash flows, and makes assumptions that are based on market conditions existing at the reporting date.

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 fair value measurements are those derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 fair value measurements are those derived from 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 fair value measurements are those derived from valuation techniques that include inputs for the asset or liability that are not based on observable market data (unobservable inputs).
- The fair value gains recognised during the year primarily relate to the remeasurement of financial assets at fair value through profit or loss, following the expansion of the Group's investment portfolio.

Related Party transactions

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions. Related party transactions are transfers of resources or obligations between related parties, regardless of whether a price is charged. The following definitions have been applied in the financial statements of the Company: (i) subsidiary company, (ii) individuals who have significant influence over the Company and (iii) key management personnel. Significant influence is the power to participate in the financial and operating decisions of the entity.

Events after the reporting date

Assets and liabilities are adjusted for events that occurred during the period from the reporting date to the date of approval of the financial statements by the Board of Directors, when these events provide additional information for the valuation of amounts relating to events existing at the reporting date or imply that the going concern concept in relation to part or the whole of the Company is not appropriate.

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

5. Material accounting policies (continued)

Comparatives

Where necessary, comparative figures have been adjusted to conform to changes in presentation in the current year.

6. Financial risk management

Financial risk factors

The Group is exposed to market price risk, interest rate risk, credit risk, liquidity risk, currency risk, fair value measurement risk and capital risk management arising from the financial instruments it holds. The risk management policies employed by the Group to manage these risks are discussed below:

6.1 Market price risk

The Group is exposed to market price risk arising from its investment portfolio. This includes equity investments, private equity instruments, derivative instruments such as options, and hybrid instruments such as convertible bonds, which are classified at fair value through profit or loss in the consolidated statement of financial position.

The fair value of these instruments is affected by changes in market conditions, including equity prices, interest rates, volatility and other relevant valuation inputs.

The Group manages market risk through active portfolio management and diversification strategies.

The Group has no significant exposure to commodity price risk.

Sensitivity analysis

An increase in the unlisted equity fund prices, private equity investments and other investments exposed to market price risk by 5% as at 31 December 2025 would have increased profit or loss and equity by €315,960 (2024: €3,607). A corresponding decrease would have had an equal and opposite effect on profit or loss and equity.

Post-tax profit for the year would increase/decrease as a result of gains/losses on equity securities classified as at fair value through profit or loss.

6.2 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.

At the reporting date the interest rate profile of interest-bearing financial instruments was:

	2025 €	2024 €
Fixed rate instruments		
Financial assets	427,477	139,920
Financial liabilities	-	(57,720)
	427,477	82,200

Sensitivity analysis

Any increase/(decrease) in interest rates will have no effect on results and equity of the Group, because, all financial instruments are fixed rate.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

6. Financial risk management (continued)**6.3 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 at fair value through profit or loss (FVTPL), favourable derivative financial instruments as well as credit exposures to customers, including outstanding receivables and contract assets as well as lease receivables.

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

	2025	2024
	€	€
Financial assets at fair value through profit or loss	6,319,205	159,137
Lease receivables	-	52,920
Cash and cash equivalents	255,094	576,511
Trade receivables	2,730,241	4,874
Accrued income	466,237	-
Other receivables	1,564,208	352,731
Shareholders' current account	1,328	1,328
Loans receivable	225,351	-
Receivables from related parties	632,884	-
	<u>12,194,548</u>	<u>1,147,501</u>

(i) Risk management

Management assesses the credit quality of the customer, taking into account its financial position, past experience and other factors.

The Group has two balances included in other receivables (€165.000 receivable from Joint Venture Kennedy Residences and €388.160 receivable from Joint Venture Gregou Residences, including ECL (€15.276). These balances are interest free and are repayable on demand. The nature of the transactions is financing (2024: € 0%).

The Group's most significant exposure to credit risk arises from trade receivables, receivables from related parties and other receivables.

The Group applies the simplified approach under IFRS 9 in measuring expected credit losses for trade receivables, recognising lifetime expected credit losses.

For receivables from related parties and other receivables, the Group assesses expected credit losses on an individual basis, taking into account the financial position of counterparties, historical experience and forward-looking information.

Management recognises an allowance for expected credit losses where necessary.

The Group continuously monitors credit risk exposure and adjusts its assessment as necessary.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

6. Financial risk management (continued)**6.3 Credit risk (continued)***(i) Risk management (continued)*

At 31 December 2025, the maximum exposure to credit risk for trade and other receivables by geographic region was as follows:

	2025	2024
	€	€
Greece	882,884	360,587
Cyprus	2,450,734	36,000
United Kingdom	789,651	-
Canada	417,477	-
	4,540,746	396,587

The Group has exposure to concentration of credit risk in respect of certain balances with joint ventures, which are monitored closely by management based on the financial position and performance of the underlying projects.

Credit risk also arises from other receivables, including amounts due from the sale of financial instruments and prepayments made for the acquisition of financial assets.

As at the reporting date, this includes a receivable from the sale of a bond instrument amounting to €1,100,000, which is due from third parties and expected to be settled by 31 July 2026, as well as prepayments for the acquisition of preference shares of Wealthyhood Limited amounting to €502,889. Management assesses these balances as recoverable based on the contractual terms and the creditworthiness of the counterparties.

Receivables arising from the disposal of financial instruments are monitored as part of the Group's credit risk management framework.

These policies enable the Group to reduce its credit risk significantly.

(ii) Impairment of financial assets

The Group has the following types of financial assets that are subject to the expected credit loss model:

- trade receivables
- loans receivable
- cash and cash equivalents
- other receivables
- receivables from related parties

The impairment methodology applied by the Group for calculating expected credit losses depends on the type of financial asset assessed for impairment. Specifically:

- For trade receivables the Group applies the simplified approach permitted by IFRS 9, which requires lifetime expected losses to be recognised from initial recognition of the financial assets.
- For all other financial assets that are subject to impairment under IFRS 9, the Group applies general approach - three stage model for impairment. The Group applies a three-stage model for impairment, based on changes in credit quality since initial recognition. A financial asset that is not credit-impaired on initial recognition is classified in Stage 1. Financial assets in Stage 1 have their ECL measured at an amount equal to the portion of lifetime ECL that results from default events possible within the next 12 months or until contractual maturity, if shorter ("12 Months ECL"). If the Group identifies a significant increase in credit risk ("SICR") since initial recognition, the asset is transferred to Stage 2 and its ECL is measured based on ECL on a lifetime basis, that is, up until contractual maturity but considering expected prepayments, if any ("Lifetime ECL"). If the Group determines that a financial asset is credit-impaired, the asset is transferred to Stage 3 and its ECL is measured as a Lifetime ECL.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

6. Financial risk management (continued)

6.3 Credit risk (continued)

(ii) Impairment of financial assets (continued)

Impairment losses are presented as net impairment losses on financial and contract assets within operating profit. Subsequent recoveries of amounts previously written off are credited against the same line item.

Significant increase in credit risk

The Group considers the probability of default upon initial recognition of the asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk the Group compares the risk of a default occurring on the financial asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forwarding-looking information. Especially the following indicators are incorporated:

- internal credit rating
- external credit rating (as far as available)
- actual or expected significant adverse changes in business, financial or economic conditions that are expected to cause a significant change to the borrower's/counterparty's ability to meet its obligations
- actual or expected significant changes in the operating results of the borrower/counterparty
- significant increases in credit risk on other financial instruments of the same borrower/counterparty
- significant changes in the value of the collateral supporting the obligation or in the quality of third-party guarantees or credit enhancements
- significant changes in the expected performance and behaviour of the borrower/counterparty, including changes in the payment status of counterparty in the Group and changes in the operating results of the borrower/counterparty.

Macroeconomic information (such as market interest rates or growth rates) is incorporated as part of the internal rating model. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Group has identified the GDP and the unemployment rate of the countries in which it sells its goods and services to be the most relevant factors, and accordingly adjusts the historical loss rates based on expected changes in these factors. No significant changes to estimation techniques or assumptions were made during the reporting period.

Regardless of the analysis above, a significant increase in credit risk is presumed if a debtor is more than 60 days past due in making a contractual payment.

Low credit risk

The Group has decided to use the low credit risk assessment exemption for investment grade financial assets. Management consider 'low credit risk' for listed bonds to be an investment grade credit rating with at least one major rating agency. Other instruments are considered to be low credit risk when they have a low risk of default and the issuer has a strong capacity to meet its contractual cash flow obligations in the near term.

Default

A default on a financial asset is when the counterparty fails to make contractual payments within 90 days of when they fall due.

Write-off

Financial assets are written off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the Group. The Group categorises a debt financial asset for write off when a debtor fails to make contractual payments greater than 180 days past due. Where debt financial assets have been written off, the Group continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognised in profit or loss.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

6. Financial risk management (continued)

6.3 Credit risk (continued)

(ii) Impairment of financial assets (continued)

The Group's exposure to credit risk for each class of (asset/instrument) subject to the expected credit loss model is set out below:

Trade receivables and contract assets

The Group applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables (including those with a significant financing component, and contract assets).

To measure the expected credit losses, trade receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due. The contract assets relate to unbilled work in progress and have substantially the same risk characteristics as the trade receivables for the same types of contracts. The Group has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets.

The expected loss rates are based on the payment profiles of sales over a period of 36 months before 31 December 2025 or 1 January 2025 respectively and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Group has identified the GDP and the unemployment rate of the countries in which it sells its goods and services to be the most relevant factors, and accordingly adjusts the historical loss rates based on expected changes in these factors.

The average credit period on services rendered is 90 days. No interest is charged on outstanding trade receivables.

The Group always measures the loss allowance for trade receivables at an amount equal to lifetime ECL.

There were no significant trade receivable and contract asset balances written off during the year that are subject to enforcement activity.

Receivables from related parties

For receivables from related parties lifetime ECL was provided for them upon initial application of IFRS 9 until these financial assets are derecognised as it was determined on initial application of IFRS 9 that it would require undue cost and effort to determine whether their credit risk has increased significantly since initial recognition to the date of initial application of IFRS 9.

For any new loans to related parties, which are not purchased or originated credit-impaired financial assets, the impairment loss is recognised as 12-month ECL on initial recognition of such instruments and subsequently the Group assesses whether there was a significant increase in credit risk.

The Group does not hold any collateral as security for any receivables from related parties.

There are two balances included in other receivables (€165,000 receivable from Joint Venture Kennedy Residences and €388,160 receivable from Joint Venture Gregou Residences, including ECL (€15,276). These balances are interest free and are repayable on demand. The nature of the transactions is financing (2024: € 0%).

Lease receivables

Management estimates the loss allowance on lease receivables at the end of the reporting period at an amount equal to lifetime ECL.

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

6. Financial risk management (continued)

6.3 Credit risk (continued)

(ii) Impairment of financial assets (continued)

Lease receivables (continued)

None of the lease receivables at the end of the reporting period is past due, and taking into account the historical default experience and the future prospects of the industries in which the lessees operate, together with the value of collateral held over these lease receivables, Management consider that no lease receivable is impaired.

There has been no change in the estimation techniques or significant assumptions made during the current reporting period in assessing the loss allowance for lease receivables.

Cash and cash equivalents

The Group assesses, on a group basis, its exposure to credit risk arising from cash at bank. This assessment takes into account, ratings from external credit rating institutions.

The gross carrying amounts below represent the Group's maximum exposure to credit risk on these assets as at 31 December 2025 and 31 December 2024:

No. of banks	Moody's credit rating	2025 €	2024 €
1	A3	-	915
1	Ba1	143,410	568,454
2	BAa1	103,265	-
Total		246,675	569,369

Impairment on cash and cash equivalents has been measured on a 12-month expected loss basis and reflects the short maturities of the exposures. The Group considers that its cash and cash equivalents have low credit risk based on the external credit ratings of the counterparties.

The Group uses a similar approach for assessment of ECLs for cash and cash equivalents to those used for debt securities.

The Group recognised an impairment allowance on its cash and cash equivalents as at 31 December 2025 as shown below.

The Group does not hold any collateral as security for any cash at bank balances.

(iii) Net impairment losses on financial and contract assets recognised in profit or loss

During the year, the following gains/(losses) were recognised in profit or loss in relation to impaired financial assets and contract assets:

Impairment losses	2025 €	2024 €
Impairment charge on cash and cash equivalents	-	(43)
Impairment charge - trade receivables	(35,000)	-
Impairment charge - other receivables	(5,887)	(9,389)
Net impairment loss on financial and contract assets	(40,887)	(9,432)

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

6. Financial risk management (continued)

6.4 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 and by having available an adequate amount of committed credit facilities.

The following tables detail the Group's remaining contractual maturity for its financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group can be required to pay. The table includes both interest and principal cash flows.

31 December 2025	Carrying amounts €	Contractual cash flows €	3 months or less €	3-12 months €	1-5 years €	More than 5 years €
Lease liabilities	84,337	88,700	-	35,360	53,340	-
Bank overdrafts	2,106	2,106	-	2,106	-	-
Trade and other payables	46,658	46,658	-	46,658	-	-
Payables to related parties	39,805	39,805	-	39,805	-	-
Borrowings	85,000	85,000	-	85,000	-	-
	257,906	262,269	-	208,929	53,340	-

31 December 2024	Carrying amounts €	Contractual cash flows €	3 months or less €	3-12 months €	1-5 years €	More than 5 years €
Lease liabilities	57,570	59,520	-	39,810	19,710	-
Trade and other payables	10,379	10,379	-	10,379	-	-
	67,949	69,899	-	50,189	19,710	-

6.5 Currency risk

Currency risk is the risk that the value of financial instruments will fluctuate due to changes in foreign exchange rates. Currency risk arises when future commercial transactions and recognised assets and liabilities are denominated in a currency that is not the Group's measurement currency. The Group is exposed to foreign exchange risk arising from various currency exposures primarily with respect to the Euro, US Dollar and the British Pound. The Group's Management monitors the exchange rate fluctuations on a continuous basis and acts accordingly.

The carrying amounts of the Group's foreign currency denominated monetary assets and monetary liabilities at the reporting date are as follows:

	Liabilities		Assets	
	2025	2024	2025	2024
	€	€	€	€
United States Dollars	-	-	417,477	-
British Pounds	-	-	1,906,412	-
	-	-	2,323,889	-

The following significant exchange rates have been applied during the year.

	Average rate		Year-end spot rate	
	2025	2024	2025	2024
	€	€	€	€
Euro				
USD 1	1.1629	-	1.1753	-
GBP 1	0.8660	-	0.8718	-

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

6. Financial risk management (continued)

6.5 Currency risk (continued)

Sensitivity analysis

A 10% strengthening of the Euro against the following currencies at 31 December 2025 would have increased (decreased) equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant. For a 10% weakening of the Euro against the relevant currency, there would be an equal and opposite impact on the profit and other equity.

	Equity/Profit or loss	
	2025	2024
	€	€
United States Dollars	40,764	-
British Pounds	173,302	-
	214,066	-

6.6 Fair value measurement

The Group measures certain financial assets at fair value through profit or loss. Fair values are determined using valuation techniques in accordance with IFRS 13 and are categorised into a three-level fair value hierarchy based on the inputs used.

The analysis of financial assets and liabilities recognized at fair value after initial recognition, grouped into levels 1 to 3, based on the degree to which fair value has been determined, is presented in the below table:

- Level 1: investments measured at fair value using quoted prices in active markets
- Level 2: investments measured at fair value based on valuation models in which all significant inputs that affect significantly the fair value are based on observable market data.
- Level 3: investments measured at fair value based on valuation models in which all significant inputs that affect significantly the fair value are not based on observable market data.

The Group's investment portfolio primarily comprises unlisted equity instruments, private equity investments, derivative instruments and convertible instruments, which are largely classified within Level 3 of the fair value hierarchy.

These investments are valued using a range of valuation techniques, including discounted cash flow models, market multiples, net asset value approaches and option pricing models, depending on the nature of the instrument.

Significant unobservable inputs include discount rates, growth rates, volatility assumptions and valuation multiples.

Changes in these assumptions could have a material impact on the fair value of the instruments.

Further quantitative disclosures relating to fair value hierarchy, valuation techniques, Level 3 inputs and sensitivity analysis are provided in the note on Financial assets at fair value through profit or loss.

Due to the use of unobservable inputs in certain valuations, particularly for private equity and structured investments, the fair value measurements are subject to estimation uncertainty.

6.7 Capital risk management

Capital includes equity shares and share premium.

The Group manages its capital to ensure that it will be able to continue as a going concern while maximising the return to shareholders through the optimisation of the debt and equity balance. The Group's overall strategy remains unchanged from last year.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

7. Critical accounting estimates, judgments and assumptions

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively - that is, in the period during which the estimate is revised, if the estimate affects only that period, or in the period of the revision and future periods, if the revision affects the present as well as future periods.

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of the Group's accounting policies and the reported amounts of assets, liabilities, income and expenses. The estimates and underlying assumptions are based on historical experience and various other factors that are deemed to be reasonable based on knowledge available at that time. Actual results may deviate from such estimates.

Critical accounting estimates and assumptions

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Significant judgments and assumptions made in determining that the Company has control of another entity, whereby the Company maintained control over another entity even though it holds less than half of the voting rights of the other entity.

The Group held a 49% direct equity interest in Wealth Living IKE. Control was exerted through a combination of this holding and a 10% voting block held by members of the Board of Directors, which allowed the Group to unilaterally direct relevant activities (a de facto control position under IFRS 10).

On 1 January 2025, the disposal of the personal stakes by the Board members decoupled the Group's voting power from the management block. The members of the Board of Directors sold their personal stakes to the same party, who has currently 51% of the voting rights. While the Group retains its 49% ownership, it no longer possesses the unilateral power to appoint the majority of the board or direct the strategic operations of Wealth Living IKE without the consent of other shareholder. The Group no longer satisfies the "Power" criterion of IFRS 10 nor the significant influence criterion under IAS 28, and as a result the investment was derecognised as a subsidiary and recognised as a financial asset at fair value through profit or loss under IFRS 9.

Critical judgements in applying the Group's accounting policies

- **Fair value of financial assets**

The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. The Group uses its judgment to select a variety of methods and make assumptions that are mainly based on market conditions existing at each reporting date.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

7. Critical accounting estimates, judgments and assumptions (continued)

- **Impairment of non-financial assets**

The Group assesses at each reporting date whether there is any indication that non-financial assets may be impaired. Where such an indication exists, the recoverable amount of the asset is estimated.

Following the acquisition, the Group restructured its operations into a vertically integrated asset management ecosystem. Management has assessed the Group's cash-generating units (CGU) in accordance with IAS 36, and determined that the Group operates as a single CGU.

This judgement is based on the operational and economic integration of the Group's activities, where profitability is highly interdependent. Management concluded that the CGU represents the smallest identifiable group of assets that generates cash inflows largely independent of the cash inflows from other assets or group of assets.

The impairment assessment of goodwill is considered a key source of estimation uncertainty. Determining whether goodwill is impaired requires an estimation of the recoverable amount of the cash-generating unit to which goodwill has been allocated. This is based on fair value less costs of disposal (FVLCD) calculations, which require the Group to apply a market multiple on the net profits of the year expected to arise from the cash-generating unit.

In the current year, this assessment relates to the cash-generating unit identified and involves significant judgement in determining key assumptions, including profits, growth expectations and valuation inputs. Changes in these assumptions could have a material impact on the outcome of the impairment assessment.

Other non-financial assets are reviewed for impairment when indicators exist; however, no significant estimation uncertainty arises in relation to these assets.

- **Business combinations**

The Group exercises significant judgement in accounting for business combinations, including the acquisition of subsidiaries. This involves determining the fair value of the identifiable assets acquired and liabilities assumed at the acquisition date, as well as assessing whether any identifiable intangible assets meet the recognition criteria under IFRS 3.

In identifying the accounting acquirer in the acquisition of the GMM Entities, the Company has considered all relevant facts and circumstances in accordance with IFRS 3. Among the factors considered, following the completion of the acquisition, no single shareholder, nor any group of shareholders acting in concert, holds a majority of the voting rights or maintains a controlling interest in the Company; consequently, no individual party has the power to unilaterally direct the relevant strategic, operational, or financial activities of the combined entity. Furthermore, the transaction was initiated and driven by the Company's management, and to the best of management's knowledge, there are no formal agreements or other arrangements between shareholders to act in concert. Accordingly, the combination has been accounted for as a business combination under IFRS 3, with the Company as the acquirer.

Judgement was applied in the purchase price allocation relating to the acquisition of the GMM Entities, including the assessment of whether any identifiable intangible assets should be recognised separately. Based on management's assessment and available information, no identifiable intangible assets were recognised, and the excess of consideration over the fair value of net assets acquired was recognised as goodwill.

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

8. Segmental analysis

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker ("CODM"), being the Board of Directors.

The CODM monitors segment performance based primarily on revenue generation and operating profitability.

The Group's operations are organised into the following reportable segments, reflecting its strategic transformation during the year:

Reportable segments

Asset Management:	Represents the regulated fund management services provided through the GMM Entities, which includes the management of UCITS and Alternative Investment Funds.
Investments:	Represents the Group's investments with proprietary capital, other than the investments in Real Estate and Technology.
Real Estate:	Includes real estate development and construction, private equity investments and other proprietary investments held for capital appreciation which are related to Real Estate.
Technology:	Includes investments in technology and platforms, digital wealth management initiatives and other income related to such activities.

i) Information about reportable segments

Information related to each reportable segment is set out below. Segment profit/(loss) before tax is used to measure performance because management believes that this information is most relevant in evaluating the results of the respective segments relative to other entities that operate in the same industries.

2025	Asset Management €	Investments €	Real estate €	Technology €	Other €	Total €
Segment profit/(loss) before tax	961,478	1,744,928	2,368,619	855,258	(1,180,214)	4,750,069
External revenues	1,706,821	1,745,405	2,463,396	855,888	-	6,771,510
Segment revenue	1,706,821	1,745,405	2,463,396	855,888	-	6,771,510
Interest income	17,816	-	-	-	-	17,816
Interest expense	-	-	-	-	(3,852)	(3,852)
Depreciation	-	-	-	-	8,893	8,893
Share of profit (loss) of equity-accounted investees	-	-	5,599	-	-	5,599
Impairment losses on other receivables	-	-	(15,276)	-	-	(15,276)
Segment assets	884,498	2,181,274	3,046,164	2,409,127	25,627,024	34,148,087
Equity-accounted investees	-	-	24,060	-	-	24,060
Capital expenditure	-	-	-	-	2,006	2,006
Segment liabilities	(60,668)	-	-	-	(572,777)	(633,445)

2024	Property Sales €	Property Leasing €	Other €	Total €
Segment profit/(loss) before tax	(12,073)	32,305	(97,940)	(77,708)
External revenues	145,000	13,334	13,589	171,923
Segment revenue	145,000	13,334	13,589	171,923
Interest income	-	-	9,205	9,205
Interest expense	-	(2,270)	-	(2,270)
Depreciation	-	(2,883)	(2,883)	(2,883)

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

8. Segmental analysis (continued)

Share of profit (loss) of equity-accounted investees	(6,964)	-	-	(6,964)
Other material items of income and expense and non-cash items:				
Change in fair value of financial assets at fair value through profit or loss	-	-	13,589	13,589
Gain on recognition of sub-leases	-	45,470	-	45,470
Impairment losses on other receivables	(9,389)	-	-	(9,389)
Segment assets	488,850	144,208	763,636	1,396,694
Equity-accounted investees	46,869	-	-	46,869
Capital expenditure	-	200	-	200
Segment liabilities	(905)	(68,856)	(98,447)	(168,208)

ii) Reconciliation of information on reportable segments to the amounts reported in the financial statements

Revenues	2025	2024
	€	€
Total revenue for reportable segments	<u>6,771,510</u>	<u>171,923</u>
Consolidated revenue	<u>6,771,510</u>	<u>171,923</u>

Profit/(loss) before tax	2025	2024
	€	€
Total profit/(loss) before tax for reportable segments	<u>5,928,009</u>	<u>20,231</u>
Loss before tax for other segments	<u>(1,177,940)</u>	<u>(97,939)</u>
Consolidated profit before tax	<u>4,750,069</u>	<u>(77,708)</u>

Assets	2025	2024
	€	€
Total assets for reportable segments	<u>8,521,063</u>	<u>633,059</u>
Assets for other segments	<u>25,627,024</u>	<u>763,635</u>
Consolidated total assets	<u>34,148,087</u>	<u>1,396,694</u>

Liabilities	2025	2024
	€	€
Total liabilities for reportable segments	<u>(60,668)</u>	<u>(69,761)</u>
Liabilities for other segments	<u>(572,777)</u>	<u>(98,447)</u>
Consolidated total liabilities	<u>(633,445)</u>	<u>(168,208)</u>

Other material items

2025	Reportable segment totals	Adjustments	Consolidated totals
	€	€	€
Interest income	17,816	-	17,816
Interest expense	-	(3,852)	(3,852)
Depreciation	-	8,893	8,893
Share of profit/(loss) of equity-accounted investees	5,599	-	5,599
Impairment losses on other receivables	(15,276)	-	(15,276)
2024	Reportable segment totals	Adjustments	Consolidated totals
	€	€	€
Interest income	-	9,205	9,205

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

8. Segmental analysis (continued)

Interest expense	(2,270)	-	(2,270)
Depreciation	(2,883)	-	(2,883)
Share of profit/(loss) of equity-accounted investees	6,964	-	6,964
Other material items of income and expense and non-cash items:			
Change in fair value of financial assets at fair value through profit or loss	-	13,589	13,589
Gain on recognition of sub-leases	-	45,470	45,469
Impairment losses on other receivables	(9,389)	-	(9,389)

iii) Geographic information

There are no reportable revenues or non-current assets in the Company's country of domicile. In presenting the geographic information, segment revenue has been based on the geographic location of customers and segment assets were based on the geographic location of the assets.

Revenue	2025 €	2024 €
Greece	955,641	171,923
United Kingdom	855,888	-
Canada	21,803	-
Cyprus	4,938,178	-
	6,771,510	171,923

Non-current assets	2025 €	2024 €
Greece	24,040	85,904
Cyprus	23,144,116	-
	23,168,175	85,904

9. 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 operating lines.

Disaggregation of revenue	2025 €	2024 €
Sales of properties	112,040	145,000
Rendering of services	1,993,409	-
Interest income on the net investment in the lease	-	5,342
Net fair value gains on financial assets at fair value through profit or loss	4,666,061	13,589
Rental income	-	7,992
	6,771,510	171,923

Revenue comprises income from contracts with customers, including asset management and advisory fees, as well as investment income arising from financial assets.

Rendering of services comprise of asset management fees, advisory fees and other fund administration fees. Asset management fees are recognised over time as the services are rendered. Advisory fees and other fund administration fees are recognised at a point in time.

Revenue from the sale of properties is recognised at the point in time when control of the property is transferred to the customer, which generally coincides with the transfer of legal title.

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

9. Revenue (continued)

(continued)

Revenue includes fair value gains and losses arising from financial assets measured at fair value through profit or loss. These gains are primarily unrealised and reflect changes in the valuation of the Group's investment portfolio. During the year, a portion of the gains relates to realised gains on disposal of investments.

The following table provides information about receivables, contract assets and contract liabilities from contracts with customers:

	2025	2024
	€	€
Contract assets	590,739	-
Contract liabilities	25,000	-
	615,739	-

The contract assets primarily relate to the Group's rights to consideration for work completed but not billed at the reporting date. The amount of contract assets was not impacted by an impairment charge for the year ended 31 December 2025. The contract assets are transferred to receivables when the rights become unconditional. This usually occurs when the Group issues an invoice to the customer.

10. Cost of sales

	2025	2024
	€	€
Cost of properties sold	83,580	123,149
Electricity and fuel	-	4,487
Water supply and cleaning	-	354
Services received	512,251	3,281
Commissions payable	53,716	-
Subscriptions	32,404	-
Consulting and accounting	146,972	-
Depreciation on right-of-use assets	-	2,639
	828,923	133,910

11. Other operating income

	2025	2024
	€	€
Exchange profit	9,444	-
Gain on recognition of sub-lease	-	45,469
Profit from sale of investments in joint ventures	11,591	-
Sundry operating income	357	119
	21,392	45,588

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

12. Selling and distribution expenses

	2025	2024
	€	€
Advertising	69,538	-
	69,538	-

13. Administration expenses

	2025	2024
	€	€
Staff costs (Note 16)	415,274	-
Rent	30	1,806
Common expenses	8,165	3,522
Licenses and taxes	775	2,763
Immovable property tax	-	2,340
Electricity	5,193	-
Water supply and cleaning	4,343	-
Insurance	15,037	-
Repairs and maintenance	2,898	-
Sundry expenses	4,979	6,316
Telephone and postage	4,126	128
Courier expenses	543	-
Stationery and printing	2,392	-
Subscriptions and contributions	8,228	422
Staff training	1,966	-
Computer supplies and maintenance	24,379	-
Computer software	62,370	-
Certification and legalisation expenses	114	-
Auditors' remuneration - current year	119,274	20,000
Auditors' remuneration - prior years	36,250	500
Accounting fees	9,356	5,400
Legal and professional	12,650	-
Directors' fees	23,500	-
Other professional fees	103,778	91,097
Revenue stamps	-	140
Fines	551	23
Overseas travelling	39,852	-
Travelling	40,238	1,205
Inland travelling and accommodation	14,508	2,738
Irrecoverable VAT	-	48
Entertaining	11,532	105
Cyprus Stock Exchange expenses	9,143	9,004
Amortisation of computer software	92	-
Depreciation of right-of-use assets	40,551	-
Depreciation of property, plant and equipment	8,893	2,883
	1,030,980	150,440

The total fees charged to the Group for the statutory audit of the annual financial statements of the Company and its subsidiaries for the year ended 31 December 2025, amounted to €119,274 (2024: €20,000). No non-assurance services have been provided by the Company's statutory auditor during the year.

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

14. Other expenses

	2025	2024
	€	€
Sundry operating expenses	-	222
Sundry expenses	35,000	-
	35,000	222

15. Expenses by nature

	2025	2024
	€	€
Changes in inventories of finished goods and work in progress	90,997	-
Staff costs (Note 16)	415,273	-
Depreciation and amortisation expense	49,536	5,521
Auditors' remuneration	119,274	20,500
Auditors' remuneration - prior years	36,250	-
Expense relating to leases	864	1,806
Impairment losses on financial assets	5,887	-
Other expenses	382,437	122,613
Total expenses	1,100,518	150,440

16. Staff costs

	2025	2024
	€	€
Salaries	361,929	-
Social security costs	36,120	-
GHS contribution	9,976	-
Social cohesion fund	7,249	-
	415,274	-
Average number of employees (including Directors in their executive capacity)	19	3

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

17. Finance income/(costs)

	2025 €	2024 €
Finance income		
Bank interest	466	-
Loan interest income	<u>17,350</u>	<u>9,205</u>
	<u>17,816</u>	<u>9,205</u>
Finance costs		
Interest expense		
Interest on obligations under finance leases	(3,852)	(2,270)
Sundry finance expenses		
Bank charges	(10,628)	(1,186)
Other finance expenses	(55,610)	-
Net foreign exchange losses		
Unrealised foreign exchange loss	<u>(25,830)</u>	<u>-</u>
	<u>(95,920)</u>	<u>(3,456)</u>
Net finance (costs)/income	<u>(78,104)</u>	<u>5,749</u>

Finance income includes interest on cash balances and financial instruments not classified within revenue.

Finance income includes interest income not directly attributable to the Group's operating segments.

Interest income is analysed as follows:

	2025 €	2024 €
Financial assets carried at amortised cost:		
Bank deposits	466	-
Loans receivable	<u>17,350</u>	<u>9,205</u>
Total interest income	<u>17,816</u>	<u>9,205</u>

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

18. Tax

	2025 €	2024 €
Corporation tax	15,791	-
Defence contribution	112	-
Charge for the year	15,903	-

In December 2025, an increase in the corporate tax rate in Cyprus from 12,5% to 15% was substantively enacted, effective from 1 January 2026. Furthermore, the special defence contribution rate on dividends received Cyprus tax resident individuals has been reduced from 17% to 5% for profits earned from 1 January 2026 onwards. In addition, effective from 1 January 2026, interest income accrued by Cyprus registered companies will always be subject to corporate income tax at the applicable corporate income tax rate and will be exempted from the special defence contribution. The above changes do not affect the amounts of current income tax recognised as at 31 December 2025. However, this change will affect the Company's future current tax charge accordingly.

The Group is subject to corporation tax in the countries in which it operates as follows:

- Greece: 22%
- Cyprus: 12,5%

The tax on the Group's profit before tax differs from theoretical amount that would arise using the applicable tax rates as follows:

	2025 €	2024 €
Profit/(loss) before tax	4,750,069	(77,708)
Tax calculated at the applicable tax rates	592,778	(9,714)
Tax effect of expenses not deductible for tax purposes	9,294	2,809
Tax effect of allowances and income not subject to tax	(590,477)	(1,699)
Tax effect of tax loss for the year	3,556	8,604
10% additional charge	640	-
Defence contribution current year	112	-
Tax charge	15,903	-

The Group's effective tax rate is significantly lower than the statutory rate primarily due to fair value gains on financial assets that are treated as securities for Cyprus tax purposes and are therefore exempt from taxation.

The Group has assessed the tax impact of fair value gains recognised during the year. The majority of such gains relate to financial assets that are treated as securities for Cyprus tax purposes and are therefore exempt from taxation. Accordingly, no taxable temporary differences arise and no deferred tax liability has been recognised.

Due to tax losses sustained in the year, no tax liability arises on the Group. Tax losses may be carried forward for five years. As at 31 December 2025, the balance of tax losses which is available for offset against future taxable profits amounts to €310.476 for which no deferred tax asset is recognised in the statement of financial position, because it is not probable that future taxable profit will be available against which the Company can use the benefits therefrom.

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

19. Earnings per share

The calculation of basic EPS has been based on the following profit attributable to ordinary shareholders and weighted-average number of ordinary shares outstanding.

Diluted earnings per share is equal to basic earnings per share as there are no material dilutive instruments.

	2025	2024
Profit/(loss) attributable to shareholders (€)	4,734,166	(91,875)
Weighted average number of ordinary shares in issue during the year	78,032,512	35,315,611
Profit/(loss) per share attributable to equity holders of the parent (€)	0.061	(0.003)

Weighted average number of ordinary shares

	2025
	€
Issued ordinary shares at 1 January	35,478,584
Effect of shares issued on 24 April	40,824,672
Effect of shares issued on 9 July	1,766,642
Effect of treasury shares held	(37,386)
	78,032,512

Weighted average number of ordinary shares

	2024
	€
Issued ordinary shares at 1 January	34,746,111
Effect of shares issued on 3 March	573,938
Effect of treasury shares held	(4,438)
	35,315,611

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

20. Property, plant and equipment

	Furniture, fixtures and office equipment €	Computer Hardware €	Total €
Cost			
Balance at 1 January 2024	14,216	-	14,216
Additions	200	-	200
Balance at 31 December 2024/ 1 January 2025	14,416	-	14,416
Acquisitions through business combinations	28,459	54,419	82,878
Additions	-	2,006	2,006
Derecognition due to loss of control on subsidiary	(14,416)	-	(14,416)
Balance at 31 December 2025	28,459	56,425	84,884
Depreciation			
Balance at 1 January 2024	2,088	-	2,088
Charge for the year	2,883	-	2,883
Balance at 31 December 2024/ 1 January 2025	4,971	-	4,971
Acquisitions through business combinations	10,240	41,390	51,630
Charge for the year	3,997	4,896	8,893
Derecognition due to loss of control on subsidiary	(4,971)	-	(4,971)
Balance at 31 December 2025	14,237	46,286	60,523
Net book amount			
Balance at 31 December 2025	14,222	10,139	24,361
Balance at 31 December 2024	9,445	-	9,445

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

21. 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)	<u>(111,126)</u>
Balance at 31 December 2024/ 1 January 2025	-
Acquisitions through business combinations	267,396
Additions	<u>9,826</u>
Balance at 31 December 2025	<u>277,222</u>
Depreciation	
Balance at 1 January 2024	31,701
Charge for the year	2,639
Termination of lease arrangement	(3,423)
Derecognition of right-of-use asset (transfer to lease receivable)	<u>(30,917)</u>
Balance at 31 December 2024/ 1 January 2025	-
Acquisitions through business combinations	161,602
Charge for the year	<u>40,551</u>
Balance at 31 December 2025	<u>202,153</u>
Net book amount	
Balance at 31 December 2025	<u>75,069</u>

The Group leases several assets including offices. The average lease term is 4 years (2024: 4 years).

Amounts recognised in profit and loss:

	2025 €	2024 €
Gain on sub-lease recognition	-	45,469
Gain on lease derecognition	-	119
Rent on low value assets	(2,856)	(1,806)
Depreciation of right-of-use assets	(40,551)	(2,639)
Interest expense on lease liabilities	<u>(3,852)</u>	<u>(2,270)</u>

Amounts recognized in statement of cash flows:

	2025 €	2024 €
Total cash outflows from leases	<u>-</u>	<u>28,001</u>

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

22. Intangible assets

	Goodwill	Computer software	Total
	€	€	€
Cost			
Balance at 31 December 2024/ 1 January 2025	-	-	-
Acquisitions through business combinations	23,044,685	42,259	23,086,944
Balance at 31 December 2025	23,044,685	42,259	23,086,944
Amortisation			
Balance at 31 December 2024/ 1 January 2025	-	-	-
Acquisitions through business combinations	-	42,167	42,167
Amortisation for the year (Note 15)	-	92	92
Balance at 31 December 2025	-	42,259	42,259
Net book amount			
Balance at 31 December 2025	23,044,685	-	23,044,685

Goodwill arose due to the business combination that occurred on 24 April 2025, in which the Company completed the acquisition of 100% of the share capital of GMM Global Money Managers Ltd and GMM Global Money Managers AIFM Ltd (collectively, the "GMM Entities").

The fair value of the consideration transferred for the acquisition was determined to be €24,360,375. This consideration represents a 62.5% equity interest in the combined entity. The consideration was satisfied through the issuance and allotment of 59,130,974 new ordinary shares to the shareholders of the GMM Entities, at an implied per share price of €0.411973. The valuation utilized the trading comparables method. A conservative median midpoint PE multiple of 7.8x was applied to the actual FY2025 net profit. This multiple represents the median-midpoint derived from a peer group of integrated European asset managers.

As of the acquisition date, the fair value of the identifiable net assets acquired amounted to €1,315,690 (GMM Global Money Managers AIFM Ltd: €603,696 and GMM Global Money Managers Ltd: €711,994) which represents the fair value of assets less liabilities of the GMM Entities. These assets consisted primarily of cash, cash equivalents, and fee-related receivables. Due to the short-term nature of these instruments, their book values were considered equivalent to their fair values. No separate intangible assets were recognized.

Goodwill of €23,044,685 is recognized as the excess of the purchase consideration over the fair value of the identifiable net assets and has been allocated to the combined entity, which the Group designated as a single CGU. This reflects the economic reality that the profitability arising from deal origination and incubation are inextricably linked to GMM's fund management and distribution infrastructure. This vertically integrated ecosystem represents the smallest identifiable group of assets generating independent cash inflows and profitability.

As of December 31, 2025, the Group assessed the recoverable amount using the Fair Value Less Costs of Disposal (FVLCD) approach, using the unobservable Level 3 input, namely the Price to Earnings (P/E) multiple. The testing concluded that the recoverable amount exceeds the carrying value, and no impairment loss was recognized as at 31 December 2025.

Sensitivity

The valuation is sensitive to changes in the P/E multiple and net profit figures. The table below illustrates how the combined entity's valuation fluctuates based on a +/- 10% change in net profit and a +/- 1.0x change in the P/E Multiple:

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

22. Intangible assets (continued)

The following sensitivity analysis illustrates a range of potential valuation outcomes based on the interplay between three profit scenarios and three applied multiples, centered on a baseline valuation of €41.2m derived from a 7.8x current base multiple and the base profit case. In a pessimistic downside scenario, where a compressed 6.8x multiple is applied to a pessimistic profit case, the valuation floor is estimated at €32.3m. Conversely, an optimistic upside scenario involving an expanded 8.8x multiple and an optimistic profit case yields a peak valuation of €51.1m.

A break-even analysis indicates that an impairment would be triggered only if the 2025 net profit fell below €4.8M and/or if the market PE multiple compressed below 6.8x.

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

23. List of 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 %
Wealth-Living I.K.E.	Greece	Real estate - Sub-lease of rented properties	-	49
GMM Global Money Managers Ltd	Cyprus	Fund management services	100	-
GMM Global Money Managers AIFM Ltd	Cyprus	Fund management services	100	-
Wealth Avenue M.I.K.E.	Greece	Real estate investment and development	100	-

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 €24,360,375.

On 24 April 2025, following regulatory approval, the Company completed 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 14,782,744 ordinary shares with a nominal value of €0.001 each, at an implied price of €0.411973 per share, corresponding to a total consideration of €6,090,094.

On 24 April 2025, following regulatory approval, the Company completed 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 44,348,230 ordinary shares with a nominal value of €0.001 each, at an implied price of €0.411973 per share, corresponding to a total consideration of €18,270,281.

Wealth Avenue M.I.K.E. is a wholly owned subsidiary incorporated in Greece during 2025 with fully paid share capital €50,000. The Company's intended activities include real estate investment and development, as well as related advisory services

As at 31 December 2025, the company had not commenced significant operations and its assets primarily consist of share capital contributed, held in cash. As at 31 December 2025, the Company had not commenced significant operations and its assets primarily consist of share capital contributed, held in cash.

During the year, the Group reassessed the de-facto control previously exerted over Wealth Living I.K.E. During the previous year, the Group held a 49% direct equity interest in Wealth Living I.K.E. Control was exerted through a combination of this holding and a 10% voting block held by members of the Board of Directors, which allowed the Group to unilaterally direct relevant activities. On 1 January 2025, the disposal of the personal stakes by the Board members decoupled the Group's voting power from the management block. The members of the Board of Directors sold their personal stakes to the same party, who has currently 51% of the voting rights. While the Group retains its 49% ownership, it no longer possesses the unilateral power to appoint the majority of the board or direct the strategic operations of Wealth Living I.K.E without the consent of other shareholder. The Group no longer satisfies the "Power" criterion of IFRS 10 nor the significant influence criterion under IAS 28, and as a result the investment was derecognised as a subsidiary effective from 1 January 2025.

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

24. Acquisition of subsidiaries

During the year the Group acquired through business combinations the following subsidiaries. All these transactions have been accounted for with the acquisition method of accounting.

During the year ended 31 December 2025, the Group completed the acquisition of 100% of the issued share capital of GMM Global Money Managers Ltd and GMM Global Money Managers AIFM Ltd in April 2025.

The acquisition forms part of the Group's strategic expansion into asset management and investment activities, transitioning into an integrated investment and asset management platform.

The consideration was settled through the issue of shares.

<u>Name</u>	<u>Acquisition date</u>	<u>Percentage acquired</u>	<u>Country and principal activity</u>
GMM Global Money Managers Ltd	24/04/2025	100	Cyprus
GMM Global Money Managers AIFM Ltd	24/04/2025	100	Cyprus

The assets and liabilities acquired were as follows:

	GMM Global Money Managers Ltd	GMM Global Money Managers AIFM Ltd	Acquiree's carrying amount before combination	Fair value
	€	€	€	€
Intangible assets	92	-	92	92
Property, plant and equipment	10,312	20,937	31,249	31,249
Right-of-Use assets	48,126	57,668	105,794	105,794
Refundable taxes	8,342	-	8,342	8,342
Loans to third parties	-	208,001	208,001	208,001
Trade and other receivables	443,340	546,449	989,789	989,789
Cash at bank and in hand	299,791	146,705	446,496	446,496
Trade and other payables	(47,889)	(158,193)	(206,082)	(206,082)
Bank overdrafts	(1,780)	-	(1,780)	(1,780)
Current borrowings	-	(95,000)	(95,000)	(95,000)
Lease liabilities	(48,340)	(60,331)	(108,671)	(108,671)
Corporation tax due	-	(62,540)	(62,540)	(62,540)
Net assets of subsidiaries]	711,994	603,696	1,315,690	1,315,690
Net assets acquired	711,994	603,696	1,315,690	1,315,690

Net cash flow on acquisition of subsidiaries

	2025 €	2024 €
Cash and cash equivalents acquired	446,496	-
Net cash inflow on acquisition	446,496	-

25. Investment in joint ventures

	2025 €	2024 €
Balance at 1 January	46,869	-
Additions	-	53,833
Share of results from joint ventures net of tax	5,599	(6,964)
Disposals	(28,408)	-
Balance at 31 December	24,060	46,869

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

25. Investment in joint ventures (continued)

The details of the joint ventures are as follows:

Name	Country of incorporation	Principal activities	2025 Holding %	2024 Holding %	2025 €	2024 €
KENNEDY RESIDENCES	Greece	Development of residential buildings	50	50	12,627	11,193
GREGOU RESIDENCES	Greece	Development of residential buildings	55	55	11,433	5,397
P. KYRIAKOU 12	Greece	Development of residential buildings	-	33.33	-	<u>30,279</u>
					<u>24,060</u>	<u>46,869</u>

The Group has joint control in the joint ventures and are strategic to the Group's activities as they are engaged in the construction of residential apartments in Greece with an aim to sale.

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.

On 30 December 2025, the Company disposed of its 33.3% interest in P. KYRIAKOU 12 KOINOPRAXIA for a total consideration of €40,000. The carrying amount of the investment at the date of disposal was €28,409, resulting in a gain on disposal of €11,591 recognized in the statement of profit or loss for the year ended 31 December 2025.

The disposal was made to a related party. Further details are disclosed in the related parties note.

26. Loans receivable

	2025 €	2024 €
Loans receivable	<u>225,351</u>	-
	<u>225,351</u>	-

Loans receivable are analysed as follows:

	2025 €	2024 €
Principal:		
Balance at 1 January	-	-
Acquisitions through business combinations	<u>183,744</u>	-
Balance at 31 December	<u>183,745</u>	-

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

26. Loans receivable (continued)

	2025 €	2024 €
Interest:		
Balance at 1 January	-	-
Acquisitions through business combinations	24,256	-
Interest charged	17,350	-
Balance at 31 December	41,606	-
Total principal and interest at 31 December	225,351	-

The exposure of the Group to credit risk in relation to loans receivable is reported in note 6 of the consolidated financial statements.

The Group provides financing facilities to the underlying investments of funds managed by its subsidiaries to support working capital requirements and manage liquidity. As of the reporting date, these facilities include a USD 148,000 facility and a EUR 53,000 facility, both of which carry an annual interest rate of 8%. These loans are repayable by 31 December 2026, or as otherwise agreed in writing. In the event of a default—which includes failure to pay or significant adverse changes in the financial condition of the borrower—overdue amounts are subject to a default interest rate of 5% per annum.

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

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

27. 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: €123,149).

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 year ended 31 December 2025 (2024: Nil).

28. Trade and other receivables

	2025 €	2024 €
Trade receivables	2,730,241	4,874
Less: credit loss on trade receivables	(1,558,981)	-
Trade receivables - net	1,171,260	4,874
Shareholders' current accounts - debit balances (Note 40.5)	1,328	1,328
Receivables from other related parties (Note 40.2)	95,000	7,200
Deposits and prepayments	253,965	15,140
Accrued income	466,237	-
Other receivables (Note 40)	2,117,368	345,531
Less: credit loss on other receivable (Note 40)	(15,276)	(9,389)
VAT	65,379	31,903
	4,155,261	396,587

Deposits and prepayments include an amount of €250,000 relating to consideration paid for the acquisition of additional shares in a Greek company operating in the hospitality industry, for which the transfer of ownership had not been completed as at the reporting date.

Other receivables comprise:

- Receivable from sale of bond instrument – €1,100,000
- Prepayment for acquisition of preference shares – €502,889

The receivable from the sale of bond instrument relates to amounts due from third parties following the disposal of financial instruments, with settlement expected by 31 July 2026.

The prepayment for acquisition of preference shares represents consideration paid for the acquisition of financial instruments, for which the shares have not yet been issued as at the reporting date. The balance represents consideration paid for the acquisition of equity instruments and is expected to be settled through the issuance of preference shares. Upon issuance, the amount will be reclassified to financial assets at fair value through profit or loss, in accordance with IFRS 9. The investment is classified as a financial asset at fair value through profit or loss upon initial recognition.

The Group's trade and other receivables include balances relating to financing arrangements with joint ventures.

Included in other receivables are amounts due from joint ventures, as follows: i) JV Gregou: €388,160 and ii) JV Kennedy: €165,000. These balances are repayable on demand and are considered recoverable based on the underlying performance and asset backing of the respective joint ventures.

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

28. Trade and other receivables (continued)

Management continuously monitors these balances and assesses expected credit losses in accordance with IFRS 9. An expected credit loss allowance has been recognised for balances due from joint ventures, reflecting management's assessment of recoverability based on the financial position of the counterparties and forward-looking information. Other receivables are assessed individually, and no material expected credit losses have been identified for these balances. Prepayments are not subject to IFRS 9 impairment requirements.

No significant increase in credit risk has been identified during the year.

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

Movement in provision for impairment of receivables:

	2025 €	2024 €
Balance at 1 January	9,389	-
Impairment losses recognised on receivables	40,887	9,389
Additions	1,523,981	-
Balance at 31 December	1,574,257	9,389

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

The exposure of the Group to credit risk and impairment losses in relation to trade and other receivables is reported in note 6 of the consolidated financial statements.

29. Financial assets at fair value through profit or loss

	2025 €	2024 €
	2025 €	2024 €
Balance at 1 January	159,137	23,536
Additions	3,119,137	122,012
Disposals	(1,625,131)	-
Change in fair value	4,666,062	13,589
Balance at 31 December	6,319,205	159,137

Financial assets at fair value through profit or loss comprise investments in equity instruments, private equity funds, derivative instruments and debt instruments. These investments are held as part of the Group's investment and asset management activities and are managed and evaluated on a fair value basis.

On the derecognition of Wealth Living I.K.E., the fair value of the Group's retained interest was classified as a financial assets at FVTPL. The fair value of Wealth Living I.K.E. recognized was €36,923.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

29. 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	164,098	72,137
Convertible bond instrument	427,477	87,000
Derivative/option instruments	2,471,357	-
Equity investments	3,256,273	-
	6,319,205	159,137

During the year, the Group expanded its investment portfolio through the acquisition of shares in a Greek company operating in the hospitality industry. These instruments are classified as financial assets at fair value through profit or loss. As at 31 December 2025, the investment has been revalued to €1,599,700. The valuation reflects management's assessment of the underlying asset performance, contractual terms and market conditions. The resulting fair value gain has been recognised in profit or loss.

The Company had entered into convertible loan agreements with Wealthyhood Limited. These instruments were classified at fair value through profit or loss on their initial recognition. The instruments, including accrued interest, were converted into shares in the issuer. The entity had also made a further cash investment in Wealthyhood Limited, with a part of it relating to issue of ordinary shares and a part still remaining unsatisfied within prepayments. As at 31 December 2025, the investment has been revalued to €1,619,650 based on the on the share price observable from a recently completed funding round. The resulting fair value gain has been recognised in profit or loss.

On 27 March 2025, the Company acquired 450 unsecured convertible loan notes. The total amount invested during the year was €395,674. These instruments bear interest and are either redeemable at nominal value together with accrued interest on certain events of default or ultimately convertible into ordinary shares of the issuer in accordance with the terms of the agreement. The instruments are classified as financial assets at fair value through profit or loss.

The Group held derivative financial instruments relating to option-based investments with a fair value of €2,471,357 at year end. These instruments are classified as financial assets at fair value through profit or loss.

During the year, the Group disposed of its investment in convertible bonds for total consideration of €1,100,000. The investment had an initial cost of €220,000. Cumulative fair value gains of approximately €880,000 were recognised in profit or loss on disposal.

The Group held a 49% direct equity interest in Wealth Living I.K.E. Control was exerted through a combination of this holding and a 10% voting block held by members of the Board of Directors, which allowed the Group to unilaterally direct relevant activities. For further details of the reassessment of Wealth Living I.K.E. please refer to Note 7.

Movements in fair value are recognised in profit or loss within revenue as net fair value gains/(losses) on financial assets at fair value through profit or loss.

During the year, additions and fair value gains were recognised in relation to Level 3 and Level 2 financial instruments.

The fair value gains recognised in relation to the above investments are primarily unrealised and arise from the remeasurement of financial assets based on investment-specific performance and underlying market conditions. Realised gains are recognised upon disposal of investments, including the disposal of the convertible bonds during the year.

Included within the fair value gains recognised during the year are realised gains of €880,000 arising from the disposal of the convertible bonds.

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

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

The Group manages its investment portfolio on a fair value basis, and fair value movements represent a key component of its performance.

Fair value gains are presented by operating segment in the consolidated statement of profit or loss.

Fair value hierarchy

The Group classifies financial assets measured at fair value using a fair value hierarchy that reflects the significance of the inputs used in making the measurements:

Level 1: quoted prices in active markets

Level 2: observable inputs other than quoted prices

Level 3: unobservable inputs

The Group's financial assets at fair value through profit or loss are primarily classified within Level 3, as their valuation is based on significant unobservable inputs. Certain investments, such as Wealthyhood Ltd, are classified within Level 2, as their valuation is based on observable inputs such as recent funding rounds.

The Group measures certain financial instruments at fair value using a hierarchy that prioritizes the use of observable market data. For instruments classified within Level 3, the Group utilizes valuation techniques involving significant unobservable inputs that require management's judgment. The valuation techniques and significant inputs used for the Group's key investments are as follows:

Investment	Input Level	Valuation methodology	Key inputs	Input figures
Greek Hospitality Company	Level 3	Discounted Cash Flow	WACC, Terminal Growth Rate	10.9%, 1%
Global Tower Option	Level 3	Binomial Option Pricing	Cost of equity	18.8%
Wealthyhood Ltd	Level 2	Market approach	Share price	€87.07
Sporos Platform A.K.E.S	Level 2	Market approach	% on NAV	0.69%
Convertible bond	Level 3	Hybrid	Discount rate, volatility	3.5%, 6.1%

Reconciliation of Level 3 fair value measurements

	2025 €
Balance at 1 January	-
Additions	6,160,588
Disposals	(1,625,131)
Balance at 31 December	<u>4,535,457</u>

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

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

Sensitivity analysis

The fair value of Level 3 financial instruments is sensitive to changes in significant unobservable inputs. Reasonably possible changes at the reporting date to one of the significant unobservable inputs, holding other inputs constant, would have the following effects on profit or loss:

	Increase in input €	Decrease in input €
Greek Hospitality Company		
WACC ($\pm 0.50\%$)	(83,254)	92,164
Growth rate ($\pm 0.25\%$)	19,425	(18,467)
Global Tower Option		
Cost of equity ($\pm 2\%$)	(175,637)	190,218
Convertible bond instrument		
Volatility ($\pm 5\%$)	760	782

30. Lease receivables

	2025 €	2024 €
Balance at 1 January	99,608	-
Recognition of lease receivable	-	125,909
Repayments	-	(31,643)
Interest charged	-	5,342
Derecognition due to loss of control of subsidiary	(99,608)	-
Balance at 31 December	-	99,608
Less non-current portion	-	(29,590)
Current portion	-	70,018
	2025 €	2024 €
Amounts receivable under finance leases:		
Year 1	-	70,018
Year 2	-	16,870
Year 3	-	12,720
Year 4	-	5,300
Undiscounted lease payments	-	104,908
Less: unearned finance income	-	(5,300)
Present value of lease payments receivable	-	99,608
Undiscounted lease payments analysed as:		
Recoverable after 12 months	-	34,890
Recoverable within 12 months	-	70,018
	-	-

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.

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

30. Lease receivables (continued)

The following table presents the amounts included in profit or loss:

	2025 €	2024 €
Finance income on the net investment in finance leases	-	5,342
Income relating to variable lease payments not included in the net investment in finance leases	-	5,342

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

31. Cash at bank and in hand

	2025 €	2024 €
Cash at bank and in hand	184,955	576,511
Bank deposits	70,183	-
Accumulated impairment losses on cash and cash equivalents	(43)	(43)
	255,095	576,468

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

	2025 €	2024 €
Cash at bank and in hand	184,912	576,468
Bank overdrafts (Note 34)	(2,106)	-
	182,806	576,468

The exposure of the Group to credit risk and impairment losses in relation to cash and cash equivalents is reported in note 6 of the consolidated financial statements.

32. 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/ 1 January 2025	35,478,584	35,479	1,452,259	1,487,738
Issue of shares for the acquisition of nominal value of €0.001 each at a premium	59,130,974	59,131	24,301,244	24,360,375
Issue of additional shares	3,663,775	3,664	1,461,846	1,465,510
Balance at 31 December 2025	98,273,333	98,274	27,215,349	27,313,623

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

32. Share capital and share premium (continued)

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 7 September 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 March 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.

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 2025, the scheme has not yet been activated.

On 24 April 2025, following regulatory approval, the Company completed 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 14,782,744 ordinary shares with a nominal value of €0,001 each, at an issue price of €0,411973 per share, corresponding to a total consideration of €6,090,091.

On 24 April 2025, following regulatory approval, the Company completed 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 44,348,230 ordinary shares with a nominal value of €0.001 each, at an implied issue price of €0.411973 per share, corresponding to a total consideration of €18,270,273.

On 9 July 2025, the Company has proceeded with the issuance and allotment of 3,663,775 ordinary shares at the total price of €0.40 each share, by the private placement method.

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.

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

33. Other reserves

	Treasury shares €	Shares to be issued €	Total €
Balance at 1 January 2024	(13,662)	57,999	44,337
Issue of ordinary shares	-	(57,999)	(57,999)
Purchase of own shares	(10,081)	-	(10,081)
Sale of own shares	7,752	-	7,752
Balance at 31 December 2024/ 1 January 2025	(15,991)	-	(15,991)
Amounts received for shares not yet issued	-	1,764,535	1,764,535
Balance at 31 December 2025	(15,991)	1,764,535	1,748,544

Shares to be issued represent amounts received from shareholders in respect of shares not yet issued at year-end. Upon issue, these amounts are transferred to share capital and share premium.

During the year, the Company issued share capital and share premium as part of its capital raising activities to support the acquisition of subsidiaries and expansion of investment activities (Note 32).

Treasury shares represent shares of the Company held by the Group. As at 31 December 2025, the Group held 37,386 treasury shares (2024: 37,386). Out of these, 31,786 have been held for a period of two years and the Company initiated the procedure to cancel them.

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

34. Borrowings

	2025 €	2024 €
Current borrowings		
Bank overdrafts (Note 31)	2,106	-
Loans from Directors and shareholders (Note 40.4)	85,000	-
	-	-
Total	87,106	-

Borrowings are analysed as follows:

	2025 €	2024 €
Balance at 1 January	-	-
Acquired via business combination	96,780	-
Additions	326	-
Repayments	(10,000)	-
Balance at 31 December	87,106	-
Interest:		
Balance at 1 January	-	-
Balance at 31 December	87,106	-

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

34. Borrowings (continued)

As at 31 December 2025, bank overdrafts consist of three credit card accounts. Two facilities, each with a limit of €2,000, bear a total interest rate of 9.75% per annum on debit balances, while the third facility with a €100 limit is subject to 0% interest rate. The facilities are secured by a lien over funds totalling €4,100 and are repayable on demand.

35. Lease liabilities

	2025 €	2024 €
Balance at 1 January	57,570	90,265
Acquisitions through business combinations	108,671	-
Repayments	(28,186)	(28,001)
Interest expense	3,852	2,270
Derecognition due to loss of control of subsidiary	(57,570)	-
Termination of lease	-	(6,964)
Balance at 31 December	84,337	57,570

	Minimum lease payments		The present value of minimum lease payments	
	2025 €	2024 €	2025 €	2024 €
Not later than 1 year	35,360	39,810	32,818	38,554
Later than 1 year and not later than 5 years	53,340	19,710	51,519	19,016
	88,700	59,520	84,337	57,570
Future finance charges	(4,365)	(1,950)	-	-
Present value of lease liabilities	84,337	57,570	84,337	57,570

The Group rents offices in Cyprus. The average lease term is 48 months. For year ended 31 December 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.

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

36. Trade and other payables

	2025	2024
	€	€
Trade payables	38,594	9,594
Social insurance and other taxes	10,441	1,902
Accruals	278,911	98,357
Other creditors	8,064	785
Defence and GHS contribution on rent payable	573	-
Payables to other related parties (Note 40.3)	39,805	-
	<u>376,388</u>	<u>110,638</u>

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

The exposure of the Group to liquidity risk in relation to financial instruments is reported in note 6 of the consolidated financial statements.

37. Deferred income

	2025	2024
	€	€
Client advances	25,000	-
	<u>25,000</u>	<u>-</u>

38. Current tax liabilities

	2025	2024
	€	€
Corporation tax	60,614	-
	<u>60,614</u>	<u>-</u>

39. Operating Environment of the Group

The Group operates in Cyprus and in Greece.

On 24 February 2022, the war between Russia and Ukraine commenced and ever since restrictions have been implemented by many countries and organisations across the world. In addition, further turbulence in the Middle East is escalating the global instability.

Furthermore, on 28 February 2026, the geopolitical situation in the Middle East escalated due to the armed conflict. The situation has created heightened uncertainty in international relations and financial markets, with potential implications for global trade, energy supply, and overall economic stability.

Although the conflict is taking place outside Cyprus, it may have indirect effects on the Cypriot economy, given its openness and reliance on international trade, tourism, shipping, and financial services. Potential consequences include volatility in energy and commodity prices, disruptions in global supply chains, fluctuations in foreign exchange and capital markets, and heightened uncertainty in sectors such as tourism and transport.

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 is evolving and the high level of uncertainties arising from the inability to reliably predict the outcome.

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

39. Operating Environment of the Group (continued)

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

The Group has no direct exposure to the Middle East, as such, does not expect any direct impact.

The management of the Group is monitoring the economic uncertainty, market turbulence and the high inflation rates caused in both the Cyprus and the global economy and is taking all necessary measures to minimise the impact to its operations and results.

The Group has no direct exposure to Russia, Ukraine, Iran and Belarus.

40. Related party transactions

The following transactions were carried out with related parties:

During the year, the Group disposed of its 33.33% interest in the joint venture P. Kyriakou 12 to GTPK Estates I.K.E., a related party, for a total consideration of €40,000. GTPK Estates I.K.E. is controlled and managed by a Key Management Personnel (KMP). The disposal resulted in a gain of €11,591 recognised in the consolidated financial statements, calculated based on the carrying amount of the investment under the equity method. The gain recognised at the parent company level differed, as it was calculated based on the cost of the investment, and has been adjusted in consolidation. Following completion of the transaction, the Group has no remaining interest in the joint venture. The transaction was carried out on an arm's length basis and approved following appropriate conflict of interest procedures.

All transactions with related parties are carried out on an arm's length basis.

40.1 Directors' remuneration

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

	2025	2024
	€	€
Directors' fees	23,500	-
Directors' remuneration	163,226	-
	186,726	-

The Directors' remuneration disclosed above consists solely of compensation paid to the Directors of the GMM Entities during the period.

40.2 Receivables from related parties (Note 28)

Name	Nature of transactions	2025	2024
		€	€
Global Group A.E.	Finance	95,000	-
		95,000	22,200

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

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

40. Related party transactions (continued)

40.3 Payables to related parties (Note 36)

<u>Name</u>	<u>Nature of transactions</u>	2025 €	2024 €
LLPO Holdings Ltd	Finance	39,805	-
		<u>39,805</u>	<u>-</u>

The payables to related parties were provided interest-free and there was no specified repayment date.

40.4 Loans from Directors and shareholders (Note 34)

	2025 €	2024 €
Directors and shareholders	85,000	-

The loan was provided interest-free and there was no specified repayment date.

40.5 Shareholders' current accounts - debit balances (Note 28)

	2025 €	2024 €
Shareholders' current accounts - debit balances	1,328	1,328

Shareholders' current accounts - debit balances are interest-free and have no specified repayment date.

40.6 Receivables from Joint Ventures

	<u>Nature of transactions</u>	2025 €	2024 €
Kennedy Residences	Finance	165,000	140,000
Gregou Residences	Finance	388,160	200,000
Allowance for impairment losses		(15,276)	(9,389)
		<u>537,884</u>	<u>330,611</u>

The above balances include an allowance for impairment losses of € 15,276.

These balances are interest-free and are repayable on demand.

41. 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 31 December 2025 and 27 April 2026 (5 days before the date of approval of the financial statements by the Board of Directors) were as follows:

	31 December 2025 %	27 April 2026 %
Alexios Vadorou	12.6	12.4
Eleftherios Kontos	7.9	7.7
Michael Ioannides	22.6	22.1
Ilias Georgouleas	19.7	19.3
Maria Panayiotou	0.5	0.5
Konstantinos Georgaras	-	-

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

42. Shareholders holding more than 5% of share capital

The persons holding more than 5% of the share capital as at 31 December 2025 and 27 April 2026 (5 days before the date of approval of the financial statements by the Board of Directors) were as follows:

	31 December 2025 %	27 April 2026 %
Alexios Vadorou	12.6	12.4
Eleftherios Kontos	7.9	7.7
LLPO Holdings Ltd	22.6	22.1
Rosioco Development Ltd	12.0	11.7
Volentol Holding Ltd	6.4	6.3

43. Non-controlling interests

The following table summarises the information relating to the Group's subsidiary that has material NCI, before any intra-group eliminations:

31 December 2024 NCI percentage	51%
	€
Non-current assets	39,034
Current assets	105,174
Non-current liabilities	(19,016)
Current liabilities	(49,840)
Net assets	75,352
Net assets attributable to NCI (51%)	38,430
Revenue	13,334
Profit for the period	32,305
Profit for the year allocated to NCI (51%)	14,145

In June 2024, the Group disposed 15 percent interest in Wealth Living I.K.E., its ownership from decreasing 65 to 49 percent. The I.K.E., Living I.K.E.'s net Group's financial on of carrying amount of Wealth assets in the consolidated statements the date the disposal was €57,612.

	€
Carrying amount of NCI disposed (€57,612 X 15%)	9,218
Consideration received from NCI	(7,200)
Decrease in equity attributable to owners of the Company	2,018

The decrease in equity attributable to owners of the Company comprised a decrease in retained earnings of €2,018.

During the year, the Group held non-controlling interests in WealthLiving I.K.E., which were derecognised following the loss of control of the entity on 1 January 2025.

The loss of control resulted in the derecognition of non-controlling interests amounting to €38,430, with the remaining investment recognised as an associate in accordance with applicable accounting standards.

Prior to the loss of control, the non-controlling interest represented 51% of the equity of the entity.

As at 31 December 2025, the Group does not have any non-controlling interests.

GLOBALWEALTH GROUP PLC

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

44. Reconciliation of movements of liabilities to cash flows arising from financing activities

	Lease liabilities €	Borrowings €	Share capital/ premium €	Other reserves €	Accumulated losses €	NCI €	Total €
Balance at 1 January 2024	90,265	-	1,224,048	44,337	(187,820)	15,067	1,185,897
<i>Changes from financing cash flows</i>							
Proceeds from the issue of ordinary shares	(32,695)	-	263,690	(60,328)	(93,871)	23,363	100,159
Total changes from financing cash flows	(32,695)	-	263,690	(60,328)	(93,871)	23,363	100,159
Balance at 31 December 2024/ 1 January 2025	57,570	-	1,487,738	(15,991)	(281,691)	38,430	1,286,056
<i>Changes from financing cash flows</i>							
Proceeds from the issue of ordinary shares	-	-	1,465,510	1,764,535	-	-	3,230,045
Repayments of borrowings	-	(10,000)	-	-	-	-	(10,000)
Payments of lease liabilities	(24,334)	-	-	-	-	-	(24,334)
Interest paid	(3,852)	-	-	-	-	-	(3,852)
Total changes from financing cash flows	(28,186)	(10,000)	1,465,510	1,764,535	-	-	3,191,859
Other changes							
<i>Liability-related</i>							
Acquisitions through business combinations	108,671	95,000	-	-	-	-	203,671
Changes from loss of control of subsidiaries	(57,570)	-	-	-	-	-	(57,570)
Interest expense	3,852	-	-	-	-	-	3,852
Total liability-related other changes	54,953	95,000	-	-	-	-	149,953
Total equity-related other changes	-	-	24,360,375	-	4,734,166	(38,040)	29,056,501
Balance at 31 December 2025	84,337	85,000	27,313,623	1,748,544	4,452,475	-	33,683,979

45. Events after the reporting period

Regarding the acquisition of a 34.2% interest in Wealthyhood Ltd, the Group notes that the statutory period for the Hellenic Capital Market Commission (HCMC) to issue an objection expired on 23 April 2026. Having satisfied this regulatory milestone without objection, as of 27 April 2026 the Group is the registered owner of 12.59% of the share capital of Wealthyhood Ltd and the process for the execution of the share-exchange has commenced.

Pursuant to the agreement dated 20 November 2025, the Group proceeded with the transfer of €325,000 on 10 February 2026, the transfer of €150,000 on 31 March 2026, and the transfer of €100,000 on 15 April 2026 for the investment in the Greek Hospitality Company. Following this disbursement, the Group's total registered equity participation in the entity has increased to 16%.

Effective 1 January 2026, the CEO related total net annual fixed remuneration package has been determined at €224,000. Of this total amount, €144,000 is payable in cash and €80,000 is payable through the issuance of ordinary shares of the Company.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

31 December 2025

45. Events after the reporting period (continued)

Effective 2 February 2026, the Group, alongside its subsidiary GMM Global Money Managers Ltd, capitalised outstanding receivables owed by Global Group S.A. in exchange for ordinary shares in Global Group S.A. The aggregate amount of the receivables capitalised for both companies is €216,900.

On 12 January 2026 the Company issued additional 2,221,164 ordinary shares for capital increase.

On 24 February 2026, the Group has secured an exclusive option to acquire a 75% controlling interest in a national TV-licensed company. The exercise of this option is contingent upon the successful completion of all necessary regulatory approvals.

The geopolitical situation in the Middle East escalated on 28 February 2026, due to armed conflict. As of the date of approval of these financial statements, the conflict in the Middle East continues to evolve as military action persists. The conflict has caused significant instability in global energy markets and disruptions in the supply of oil and gas, contributing to increased uncertainty in commodity prices and potential inflationary pressures. Broader consequences have also been observed in financial markets and global supply chains, particularly in the energy and transport sectors, as heightened geopolitical tensions surrounding key shipping routes intensify market uncertainty.

Challenges for companies may include, disruptions in supply chains, increased energy and raw material costs and heightened uncertainty in operational and financial planning.

The effects on the Group depend largely on the nature and duration of uncertain and unpredictable events, such as further military action and the reaction of global financial markets to ongoing developments.

The financial impact of the current crisis on the global economy and overall business activity cannot be estimated with reasonable certainty at this stage, due to the pace at which the conflict is evolving and the high degree of uncertainty arising from the inability to reliably predict its outcome.

The Group has no direct exposure to the Middle East and therefore does not expect a significant impact. Although the Group has no direct exposure, the conflict may create negative impacts on the Cypriot and Greek economy. Increased energy prices, fluctuations in exchange rates, heightened volatility in financial markets, supply chain disruptions, and rising inflationary pressures may indirectly affect the operations of the Group. Furthermore, potential negative impacts on the tourism sector, which is a key pillar of the Cypriot and Greek economy, may further affect economic activity and business conditions. The indirect consequences will depend on the extent and duration of the impacts and remain unknown.

Management has examined the specific circumstances and risks to which the Group is exposed and has concluded that there is no significant impact in the financial statements, or the liquidity of the Group. The event is not expected to have an immediate material impact on business operations.

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

Independent auditor's report on pages 10 to 16