

# **UGM SECURITIES LTD**

## **REPORT AND FINANCIAL STATEMENTS**

Year ended 31 December 2018

# UGM SECURITIES LTD

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## REPORT AND FINANCIAL STATEMENTS

Year ended 31 December 2018

### CONTENTS

### PAGE

Board of Directors and other officers	1
Report of the Board of Directors	2 - 3
Independent auditor's report	4 - 6
Statement of profit or loss and other comprehensive income	7
Statement of financial position	8
Statement of changes in equity	9
Statement of cash flows	10
Notes to the financial statements	11 - 27
Additional information to the statement of profit or loss and other comprehensive income	28 - 30

# UGM SECURITIES LTD

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## BOARD OF DIRECTORS AND OTHER OFFICERS

<b>Board of Directors:</b>	Savvas Zannetos Zhaslan Adilbaev Ruslan Adilbaev Natalia Milovanova Askhat Sagdiev ( appointed on 4 March 2019)
<b>Company Secretary:</b>	Savvas Zannetos
<b>Independent Auditors:</b>	Finexpert Audit Limited Chartered Certified Accountants
<b>Registered office:</b>	30 Chytron street Office A32 1075 Nicosia Cyprus
<b>Bankers:</b>	Hellenic Bank Public Company Ltd ING Bank, Poland JSC Univer Capital
<b>Registration number:</b>	HE 360073

## REPORT OF THE BOARD OF DIRECTORS

The Board of Directors presents its report and audited financial statements of the Company for the year ended 31 December 2018.

### **Principal activities and nature of operations of the Company**

The company is a Cyprus Investment Firm with the licence number CIF 352/17 and the principle activity is the fund management services.

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

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

### **Principal risks and uncertainties**

The principal risks and uncertainties faced by the Company are disclosed in notes 6 and 7 of the financial statements.

#### **Credit risk**

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities - primarily trade receivables and from its financing activities, including deposits with banks, foreign exchange transactions and other financial instruments.

Credit risk related to trade receivables: This is managed based on established policies, procedures and controls relating to customer credit risk management. Credit limits are established for all customers based on internal ratings. Credit quality of the customer is assessed and outstanding customer receivables are regularly monitored. The Company does not hold collateral as security.

#### **Liquidity risk**

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

#### **Results**

The Company's results for the year are set out on page 7.

#### **Dividends**

The Company did not have any distributable profits as at 31 December 2018, thus the Board of Directors cannot recommend the payment of a dividend.

#### **Share capital**

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

#### **Board of Directors**

The members of the Company's Board of Directors as at 31 December 2018 and at the date of this report are presented on page 1. On 4 March 2019 Mr. Askhat Sagdiev was appointed as an additional director of the Company.

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

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

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## REPORT OF THE BOARD OF DIRECTORS

### **Independent Auditors**

The Independent Auditors, Finexpert Audit Limited, were appointed by the Company as first auditors and have expressed their willingness to continue in office and a resolution giving authority to the Board of Directors to fix their remuneration will be proposed at the Annual General Meeting.

By order of the Board of Directors,



Savvas Zannetos  
Secretary

Nicosia, 19 April 2019



## Independent Auditor's Report

### To the Members of UGM Securities Ltd

#### Report on the Audit of the Financial Statements

##### Opinion

We have audited the financial statements of UGM Securities Ltd (the "Company"), which are presented in pages 7 to 27 and comprise the statement of financial position as at 31 December 2018, and the statements of profit or loss and other comprehensive income, changes in equity and cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31 December 2018, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union and the requirements of the Cyprus Companies Law, Cap. 113.

##### Basis 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 Financial Statements" section of our report. We are independent of the Company in accordance with the "International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants" (IESBA Code) together with the ethical requirements that are relevant to our audit of the financial statements in Cyprus, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

##### Other information

The Board of Directors is responsible for the other information. The other information comprises the information included in the report of the Board of Directors and the additional information to the statement of profit or loss and other comprehensive income in pages 28 to 30, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the 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. We have nothing to report in this regard.

##### Responsibilities of the Board of Directors for the Financial Statements

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

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



## **Independent Auditor's Report (continued)**

### **To the Members of UGM Securities Ltd**

#### **Responsibilities of the Board of Directors for the Financial Statements (continued)**

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

#### **Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the 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 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 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 Company'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 Company'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 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 Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves a true and fair view.

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

#### **Report on Other Legal Requirements**

Pursuant to the additional requirements of the Auditors Law of 2017, we report the following:


- In our opinion, the Report 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 financial statements.
- In our opinion, and in the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Report of the Board of Directors.

## **Independent Auditor's Report (continued)**

**To the Members of UGM Securities Ltd**

### **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 the Auditors Law of 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.



Anna Kallidou  
Certified Public Accountant and Registered Auditor  
for and on behalf of  
**Finexpert Audit Limited**  
**Chartered Certified Accountants**

Nicosia, 19 April 2019



# UGM SECURITIES LTD

## STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

Year ended 31 December 2018

		2018	Period from 15 September 2016 (date of incorporation) to 31 December 2017
	Note	€	€
<b>Gross profit</b>		<b>110</b>	-
Selling and distribution expenses		(196,987)	(119,037)
Administration expenses		(101,440)	(110,554)
<b>Operating loss</b>		<b>(298,317)</b>	(229,591)
Finance costs	10	(57,699)	(1,647)
<b>Loss before tax</b>		<b>(356,016)</b>	(231,238)
Tax	11	-	-
<b>Net loss for the year/period</b>		<b>(356,016)</b>	(231,238)
<b>Other comprehensive income</b>		-	-
<b>Total comprehensive expense for the year/period</b>		<b>(356,016)</b>	(231,238)

The notes on pages 11 to 27 form an integral part of these financial statements.

# UGM SECURITIES LTD

## STATEMENT OF FINANCIAL POSITION


31 December 2018

	Note	2018 €	2017 €
<b>ASSETS</b>			
<b>Non-current assets</b>			
Property, plant and equipment	12	<b>38,308</b>	47,369
Investor compensation fund	14	<b>42,715</b>	-
		<b>81,023</b>	47,369
<b>Current assets</b>			
Trade and other receivables	13	<b>2,188</b>	1,780
Cash at bank and in hand	15	<b>340,116</b>	728,388
		<b>342,304</b>	730,168
<b>Total assets</b>		<b>423,327</b>	777,537
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Share capital	16	<b>1,000,000</b>	1,000,000
Accumulated losses		<b>(587,254)</b>	(231,238)
<b>Total equity</b>		<b>412,746</b>	768,762
<b>Current liabilities</b>			
Trade and other payables	17	<b>10,581</b>	8,775
		<b>10,581</b>	8,775
<b>Total equity and liabilities</b>		<b>423,327</b>	777,537

On 19 April 2019 the Board of Directors of UGM Securities Ltd authorised these financial statements for issue.

  
Savvas Zannetos  
Director

  
Zhaslan Adilbaev  
Director

  
Ruslan Adilbaev  
Director

The notes on pages 11 to 27 form an integral part of these financial statements.

## UGM SECURITIES LTD

### STATEMENT OF CHANGES IN EQUITY

Year ended 31 December 2018

	Note	Share capital €	Accumulated losses €	Total €
Net loss for the period		-	(231,238)	(231,238)
<b>Transactions with owners</b>				
Issue of share capital	16	<u>1,000,000</u>	<u>-</u>	<u>1,000,000</u>
<b>Balance at 31 December 2017/ 1 January 2018</b>		<b>1,000,000</b>	<b>(231,238)</b>	<b>768,762</b>
Net loss for the year		<u>-</u>	<u>(356,016)</u>	<u>(356,016)</u>
<b>Balance at 31 December 2018</b>		<b><u>1,000,000</u></b>	<b><u>(587,254)</u></b>	<b><u>412,746</u></b>

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

The notes on pages 11 to 27 form an integral part of these financial statements.



# UGM SECURITIES LTD

## STATEMENT OF CASH FLOWS

Year ended 31 December 2018

		2018	Period from 15 September 2016 (date of incorporation) to 31 December 2017
		€	€
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>	Note		
<b>Loss before tax</b>		<b>(356,016)</b>	(231,238)
Adjustments for:			
Depreciation of property, plant and equipment	12	12,631	11,441
Unrealised exchange loss		<u>46,486</u>	-
		<b>(296,899)</b>	(219,797)
<b>Changes in working capital:</b>			
Increase in trade and other receivables		(408)	(1,780)
Increase in trade and other payables		<u>1,806</u>	8,775
<b>Cash used in operations</b>		<b>(295,501)</b>	(212,802)
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Payment for purchase of property, plant and equipment	12	(3,570)	(58,810)
Payment to investor compensation fund	14	<u>(42,715)</u>	-
<b>Net cash used in investing activities</b>		<b>(46,285)</b>	(58,810)
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Proceeds from issue of share capital		-	1,000,000
Unrealised exchange (loss)		<u>(46,486)</u>	-
<b>Net cash (used in)/generated from financing activities</b>		<b>(46,486)</b>	1,000,000
<b>Net (decrease)/increase in cash and cash equivalents</b>		<b>(388,272)</b>	728,388
Cash and cash equivalents at beginning of the year/period		<u>728,388</u>	-
<b>Cash and cash equivalents at end of the year/period</b>	15	<b><u>340,116</u></b>	<u>728,388</u>

The notes on pages 11 to 27 form an integral part of these financial statements.

# UGM SECURITIES LTD

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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2018

### 1. Incorporation and principal activities

#### Country of incorporation

The Company UGM Securities Ltd (the "Company") was incorporated in Cyprus on 15 September 2016 as a private limited liability company under the provisions of the Cyprus Companies Law, Cap. 113. Its registered office is at 30 Chytron street, Office A32, 1075 Nicosia, Cyprus.

#### Principal activities

The company is a Cyprus Investment Firm with the licence number CIF 352/17 and the principle activity is the fund management services.

### 2. Basis of preparation

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union (EU) and the requirements of the Cyprus Companies Law, Cap.113. The financial statements have been prepared under the historical cost convention.

### 3. Adoption of new or revised standards and interpretations

As from 1 January 2018, the Company adopted all the IFRSs and International Accounting Standards (IAS), which are relevant to its operations.

The adoption of these Standards had a material effect on the financial statements as follows:

- IFRS 9 "Financial Instruments"
- IFRS 15 "Revenue from contracts with customers"

As explained below, in accordance with the transition provisions of IFRS 9 and IFRS 15, the Company has elected the simplified approach for adoption of the standards. Accordingly, IFRS 9 and IFRS 15 were adopted without restating the comparative information. The comparative information is prepared in accordance with IAS 39 and IAS 18 and IAS 11, and the impact of adoption has been recognised in the opening retained earnings.

#### (i) IFRS 9 "Financial instruments"

IFRS 9 "Financial instruments" replaces the provisions of IAS 39 that relate to recognition and derecognition of financial instruments and classification and measurement of financial assets and financial liabilities. IFRS 9 further introduces new principles for hedge accounting and a new forward-looking impairment model for financial assets.

The new standard requires debt financial assets to be classified into two measurement categories: those to be measured subsequently at fair value (either through other comprehensive income (FVOCI) or through profit or loss (either FVTPL or FVPL) and those to be measured at amortized cost. The determination is made at initial recognition. For debt financial assets the classification depends on the entity's business model for managing its financial instruments and the contractual cash flows characteristics of the instruments. For equity financial assets it depends on the entity's intentions and designation.

In particular, 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. Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income. Lastly, assets that do not meet the criteria for amortised cost or fair value through other comprehensive income are measured at fair value through profit or loss.

For investments in equity instruments that are not held for trading, the classification depends on whether the entity has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income. If no such election has been made or the investments in equity instruments are held for trading they are required to be classified at fair value through profit or loss.



## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2018

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

#### (i) IFRS 9 "Financial instruments" (continued)

IFRS 9 also introduces a single impairment model applicable for debt instruments at amortised cost and fair value through other comprehensive income and removes the need for a triggering event to be necessary for recognition of impairment losses. The new impairment model under IFRS 9 requires the recognition of allowances for doubtful debts based on expected credit losses (ECL), rather than incurred credit losses as under IAS 39. The standard further introduces a simplified approach for calculating impairment on trade receivables as well as for calculating impairment on contract assets and lease receivables; which also fall within the scope of the impairment requirements of IFRS 9.

For financial liabilities, the standard retains most of the requirements of IAS 39. The main change is that, in case where the fair value option is taken for financial liabilities, the part of a fair value change due to the entity's own credit risk is recorded in other comprehensive income rather than in profit or loss, unless this creates an accounting mismatch.

With the introduction of IFRS 9 "Financial Instruments", the IASB confirmed that gains or losses that result from modification of financial liabilities that do not result in derecognition shall be recognized in profit or loss.

IFRS 9 relaxes the requirements for hedge effectiveness by replacing the bright line hedge effectiveness tests. It requires an economic relationship between the hedged item and hedging instrument and for the "hedge ratio" to be the same as the one management actually use for risk management purposes. Contemporaneous documentation is still required but is different to that currently prepared under IAS 39.

The Company has adopted IFRS 9 with a date of transition of 1 January 2018, which resulted in changes in accounting policies for recognition, classification and measurement of financial assets and liabilities and impairment of financial assets.

The Company's new accounting policies following adoption of IFRS 9 at 1 January 2018 are set out in note 4.

#### Impact of adoption

In accordance with the transition provisions in IFRS 9, the Company has elected the simplified transition method for adopting the new standard. Accordingly, the effect of transition to IFRS 9 was recognised as at 1 January 2018 as an adjustment to the opening retained earnings (or other components of equity, as appropriate). In accordance with the transition method elected by the Company for implementation of IFRS 9 the comparatives have not been restated but are stated based on the previous policies which comply with IAS 39. Consequently, the revised requirements of IFRS 7 "Financial Instruments: Disclosures" have only been applied to the current period. The comparative period disclosures repeat those disclosures made in the prior year.

On 1 January 2018 for debt instruments held by the Company, management has assessed which business models apply to the financial assets and whether the contractual cash flows represent solely payments of principal and interest (SPPI test). In addition separate assessment for equity instruments held by the Company was performed, in respect of whether they are held for trading or not. As a result of both assessments Management has classified its debt and equity instruments into the appropriate IFRS 9 categories.

As a result of the adoption of IFRS 9 the Company revised its impairment methodology for each class of assets subject to the new impairment requirements. From 1 January 2018, the Company assesses on a forward looking basis the expected credit losses associated with its debt instruments carried at amortised cost and FVOCI, cash and cash equivalents and bank deposits with original maturity over 3 months and loan commitments and financial guarantees. The impairment methodology applied depends on whether there has been a significant increase in credit risk and whether the debt instruments qualify as low credit risk and whether the debt investments qualify as low credit risk.

The Company has the following types of assets that are subject to IFRS 9's new expected credit loss model: trade receivables, contract assets, financial assets at amortised cost, cash and cash equivalents, bank deposits with original maturity over 3 months, debt financial assets at FVOCI and loans commitments and financial guarantees.



## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2018

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

#### (i) IFRS 9 "Financial instruments" (continued)

The Company has adopted the simplified expected credit loss model for its trade receivables, trade receivables with significant financing component, lease receivables and contract assets, as required by IFRS 9, paragraph 5.5.15, and the general expected credit loss model for financial assets at amortised cost, cash and cash equivalents, bank deposits with original maturity over 3 months, debt financial assets at FVOCI and loan commitments and financial guarantees.

- *Investments in equity securities previously classified as financial assets at FVTPL:*

Equity securities - held for trading are required to be held as FVTPL under IFRS 9. As a result there was no impact on the amounts recognised in relation to the investments in equity securities held for trading that were previously classified as financial assets at FVTPL from the adoption of IFRS 9. Under IAS 39 equity securities designated as at fair value through profit or loss at inception were those that were managed and their performance was evaluated on a fair value basis, in accordance with the Company's documented investment strategy. Information about these financial assets was provided internally on a fair value basis to the Company's key management personnel. Under IFRS 9 investments in equity instruments are always measured at fair value, so as a result there was no impact from the adoption of IFRS 9 and other equity securities other than those held for trading were classified as financial assets at FVTPL.

- *Other financial instruments:*

For all other financial assets Management assessed that the Company's business model for managing the assets is "hold to collect" and these assets meet SPPI tests. As a result all other financial assets were classified as financial assets at amortised cost and reclassified from the category "loans and receivables" under IAS 39, which was "retired". Previously under IAS 39 these financial assets were also measured at amortised cost. Thus there were no impact of adoption of IFRS 9 as of 1 January 2018.

At 31 December 2017, all of the Company's financial liabilities were carried at amortised cost. Starting from 1 January 2018 the Company's financial liabilities continued to be classified at amortised cost.

The assessment of the impact of adoption of IFRS 9 on the Company's accounting policies required management to make certain critical judgments in the process of applying the principles of the new standard. The judgments that had the most significant effect on Management's conclusion are disclosed in note 7.

- *Assets reclassified to amortised cost category and the assets reclassified out of fair value through profit or loss to fair value through other comprehensive income category*

The main reasons for reclassifications were as follows:

- ◆ Securities within the liquidity portfolio identified as held to collect. Following the assessment of its business model for securities within the Company's liquidity portfolio, which are mostly held to collect the contractual cash flows and sell, the Company has identified certain securities which are managed separately and for which the past practice has been (and the Company's intention remains) hold to collect the contractual cash flows. Consequently, the Company has assessed that the appropriate business model for this group of securities is held to collect. These securities, which were previously classified as AFS, were reclassified at AC from the date of initial application. The remainder of the Company's liquidity portfolio is held to collect contractual cash flows and sell.
- ◆ Reclassification from retired categories with no change in measurement. In addition to the above, the following debt instruments have been reclassified to new categories under IFRS 9, as their previous categories under IAS 39 were retired, with no changes to their measurement basis:
  - those previously classified as AFS and now classified as measured at FVOCI; and
  - those previously classified as HTM and now classified as measured at AC.



## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2018

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

#### (ii) IFRS 15 "Revenue from Contracts with Customers"

IFRS 15 "Revenue from contracts with customers" and related amendments superseded IAS 18 "Revenue", IAS 11 "Construction Contracts" and related interpretations. The new standard replaces the separate models for recognition of revenue for the sale of goods, services and construction contracts under previous IFRS and establishes uniform requirements regarding the nature, amount and timing of revenue recognition. IFRS 15 introduces the core principle that revenue must be recognised in such a way to depict the transfer of goods or services to customers and reflect the consideration that the entity expects to be entitled to in exchange for transferring those goods or services to the customer; the transaction price.

The new standard provides a principle-based five-step model that must be applied to all categories of contracts with customers. Any bundled goods or services must be assessed as to whether they contain one or more performance obligations (that is, distinct promises to provide a good or service). Individual performance obligations must be recognised and accounted for separately and any discounts or rebates in the contract price must generally be allocated to each of them.

The amendments to IFRS 15 clarify how to identify a performance obligation in a contract, how to determine whether a Company is a principal (that is, the provider of a good or service) or an agent (responsible for arranging for the good or service to be provided) and how to determine whether the revenue from granting a license should be recognised at a point in time or over time. In addition to the clarifications, the amendments include two additional reliefs to reduce cost and complexity for a Company when it first applies the new standard.

### 4. Significant accounting policies

The principal accounting policies adopted in the preparation of these financial statements are set out below. Apart from the accounting policy changes resulting from the adoption of IFRS 9 and IFRS 15 effective from 1 January 2018, these policies have been consistently applied to all the years presented, unless otherwise stated. The principal accounting policies in respect of financial instruments and revenue recognition applied till 31 December 2017 are presented in note 21.

#### Revenue

##### Recognition and measurement

Revenue represents the amount of consideration to which the Company 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 Company includes in the transaction price an amount of variable consideration as a result of rebates/discounts only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognized will not occur when the uncertainty associated with the variable consideration is subsequently resolved. Estimations for rebates and discounts are based on the Company's experience with similar contracts and forecasted sales to the customer.

The Company 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 Company 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 Company's future cash flows is expected to change as a result of the contract), it is probable that the Company 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 Company's contracts with customers.

The Company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement. In evaluating whether collectability of an amount of consideration is probable, the Company considers only the customer's ability and intention to pay that amount of consideration when it is due.



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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2018

### 4. Significant accounting policies (continued)

#### Revenue recognition (continued)

Estimates of revenues, costs or extent of progress toward completion are revised if circumstances change. Any resulting increases or decreases in estimates are reflected in the statement of profit or loss and other comprehensive income in the period in which the circumstances that give rise to the revision become known by management.

#### Identification of performance obligations

The Company 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 Company'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).

- **Rendering of services**

Revenue from rendering of services is recognised over time while the Company satisfies its performance obligation by transferring control over the promised service to the customer in the accounting period in which the services are rendered. For fixed-price contracts, revenue is recognised based on the actual service provided to the end of the reporting period as a proportion of the total services to be provided because the customer receives and uses the benefits simultaneously. This is determined based on the actual labour hours spent relative to the total expected labour hours.

- **Commission income**

Commission income is recognised when the right to receive payment is established.

- **Contract assets and contract liabilities**

In case the services rendered by the Company as of the reporting date exceed the payments made by the customer as of that date and the Company does not have the unconditional right to charge the client for the services rendered, a contract asset is recognised. The Company assesses a contract asset for impairment in accordance with IFRS 9 using the simplified approach permitted by IFRS 9 which requires expected lifetime losses to be recognised from initial recognition of the contract asset. An impairment of a contract asset is measured, presented and disclosed on the same basis as a financial asset that is within the scope of IFRS 9. If the payments made by a customer exceed the services rendered under the relevant contract, a contract liability is recognised. The Company recognises any unconditional rights to consideration separately from contract assets as a trade receivable because only the passage of time is required before the payment is due.

Contract assets 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 Company, and a failure to make contractual payments for a period of greater than 180 days past due.



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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2018

### 4. Significant accounting policies (continued)

#### Revenue recognition (continued)

- **Costs to obtain or fulfil contracts with customers**

The Company recognizes the incremental costs incurred by the Company to obtain contracts with customers and the costs incurred in fulfilling contracts with customers that are directly associated with the contract as an asset if those costs are expected to be recoverable, and record the in "Other assets" in statement of financial position. Incremental costs of obtaining contracts are those costs that the Company incurs to obtain a contract with customer that would not have been incurred if the contract had not been obtained. The asset is amortised on a straight-line basis over the term of the specific contract it relates to, consistent with the pattern of recognition of the associated revenue and recognised in "cost of sales" in statement of profit or loss and other comprehensive income. Additionally the asset is assessed for impairment and any impairment loss is recognized in "cost of sales" in statement of profit or loss and other comprehensive income.

The Company recognize the incremental costs of obtaining a contract as an expense when incurred if the amortization period of the asset that the entity otherwise would have recognized is one year or less.

#### Employee benefits

The Company and its employees contribute to the Government Social Insurance Fund based on employees' salaries. The Company's contributions are expensed as incurred and are included in staff costs. The Company 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 costs

Interest expense and other borrowing costs are charged to profit or loss as incurred.

#### Foreign currency translation

**(1) Functional and presentation currency**

Items included in the Company's financial statements are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The financial statements are presented in Euro (€), which is the Company's functional and presentation currency.

**(2) Transactions and balances**

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

#### Tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported in profit or loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting date.

#### Dividends

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



## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2018

### 4. Significant accounting policies (continued)

#### 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:

	%
Motor vehicles	20%
Furniture, fixtures and office equipment	10%
Computer equipment	20%
Computer software	33.33%

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 Company. 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.

#### Impairment of non-financial assets

Assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment. Assets that are subject to depreciation or amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). Non financial assets, other than goodwill, that have suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.

#### Cash and cash equivalents

For the purpose of the statement of cash flows, cash and cash equivalents comprise cash at bank and in hand. Cash and cash equivalents are carried at AC 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.

#### Financial liabilities - measurement categories

##### Trade payables

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

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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2018

### 4. Significant accounting policies (continued)

#### 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.

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 Company 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 Company 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 Company, and a failure to make contractual payments for a period of greater than 180 days past due.

#### Share capital

Ordinary shares are classified as equity.

#### Provisions

Provisions are recognised when the Company 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 Company 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.

#### Comparatives

No comparatives appear in these financial statements as this is the first period of the Company's operations.

### 5. New accounting pronouncements

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



## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2018

### 6. Financial risk management

#### Financial risk factors

The Company is exposed to credit risk, liquidity risk, currency risk and capital risk management arising from the financial instruments it holds. The risk management policies employed by the Company to manage these risks are discussed below:

#### 6.1 Credit risk

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.

##### *(i) Risk management*

Credit risk is managed on a group basis.

For banks and financial institutions, only independently rated parties with a minimum rating of 'C' are accepted. If customers are independently rated, these ratings are used.

Otherwise, if there is no independent rating, management assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. Individual credit limits and credit terms are set based on the credit quality of the customer in accordance with limits set by the Board of Directors. The utilisation of credit limits is regularly monitored.

##### *(ii) Impairment of financial assets*

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

- trade receivables
- cash and cash equivalents

#### Trade receivables and contract assets

The Company 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, lease contracts 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 Company defines default as a situation when the debtor is more than 90 days past due on its contractual payments. 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 Company 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 2018 or 1 January 2018 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 Company 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.

Trade receivables and contract assets 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 Company, and a failure to make contractual payments for a period of greater than 180 days past due.

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



# UGM SECURITIES LTD

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2018

### 6. Financial risk management (continued)

#### 6.1 Credit risk (continued)

(ii) Impairment of financial assets (continued)

*Previous accounting policy for impairment of trade receivables*

In the prior year, the impairment of trade receivables was assessed based on the incurred loss model. A provision for impairment of trade receivables was established when there was objective evidence that the Company will not be able to collect all amounts due according to the original terms of receivables. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or delinquency in payments (more than 120 days overdue) were considered indicators that the trade receivable was impaired. The amount of the provision was the difference between the carrying amount and the recoverable amount, being the present value of estimated future cash flows, discounted at the effective interest rate.

#### 6.2 Liquidity risk

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

The following tables detail the Company'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 Company can be required to pay. The table includes both interest and principal cash flows.

<b>31 December 2018</b>	Carrying amounts €	Contractual cash flows €	3 months or less €	3-12 months €	1-2 years €	2-5 years €	More than 5 years €
Trade and other payables	6,520	6,520	-	6,520	-	-	-
	<b>6,520</b>	<b>6,520</b>	<b>-</b>	<b>6,520</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>31 December 2017</b>	Carrying amounts €	Contractual cash flows €	3 months or less €	3-12 months €	1-2 years €	2-5 years €	More than 5 years €
Trade and other payables	496	496	-	496	-	-	-
	<b>496</b>	<b>496</b>	<b>-</b>	<b>496</b>	<b>-</b>	<b>-</b>	<b>-</b>

#### 6.3 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 Company's measurement currency. The Company is exposed to foreign exchange risk arising from various currency exposures primarily with respect to the US Dollar. The Company's Management monitors the exchange rate fluctuations on a continuous basis and acts accordingly.

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

# UGM SECURITIES LTD

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2018

### 6. Financial risk management (continued)

	Liabilities		Assets	
	2018 €	2017 €	2018 €	Period from 15 September 2016 (date of incorporation) to 31 December 2017 €
United States Dollars	-	-	110	-
	-	-	110	-

#### 6.4 Capital risk management

Capital includes equity shares and share premium, convertible preference shares and loan from parent company.

The Company 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 Company's overall strategy remains unchanged from last year.

### 7. Critical accounting estimates and judgments

The preparation of financial statements in conformity with IFRSs requires the use of certain critical accounting estimates and requires Management to exercise its judgment in the process of applying the Company's accounting policies. It also requires the use of assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based on Management's best knowledge of current events and actions, actual results may ultimately differ from those estimates.

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

#### *Judgments*

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:

- **Provision for bad and doubtful debts**

The Company reviews its trade and other receivables for evidence of their recoverability. Such evidence includes the customer's payment record and the customer's overall financial position. If indications of irrecoverability exist, the recoverable amount is estimated and a respective provision for bad and doubtful debts is made. The amount of the provision is charged through profit or loss. The review of credit risk is continuous and the methodology and assumptions used for estimating the provision are reviewed regularly and adjusted accordingly.



# UGM SECURITIES LTD

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2018

### 7. Critical accounting estimates and judgments (continued)

- **Income taxes**

Significant judgment is required in determining the provision for income taxes. There are transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The Company recognises liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

- **Impairment of financial assets**

The loss allowances for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period. Details of the key assumptions and inputs used are disclosed in note 6, Credit risk section.

- **Impairment of non-financial assets**

The impairment test is performed using the discounted cash flows expected to be generated through the use of non-financial assets, using a discount rate that reflects the current market estimations and the risks associated with the asset. When it is impractical to estimate the recoverable amount of an asset, the Company estimates the recoverable amount of the cash generating unit in which the asset belongs to.

### 8. Expenses by nature

		Period from 15 September 2016 (date of incorporation) to 31 December 2017
	2018	2017
	€	€
Staff costs (Note 9)	168,560	85,454
Depreciation and amortisation expense	12,631	11,441
Auditors' remuneration	2,083	1,500
Other expenses	115,153	131,196
<b>Total expenses</b>	<b>298,427</b>	<b>229,591</b>

### 9. Staff costs

		Period from 15 September 2016 (date of incorporation) to 31 December 2017
	2018	2017
	€	€
Salaries	152,000	72,298
Social security costs	16,560	13,156
	<b>168,560</b>	<b>85,454</b>

# UGM SECURITIES LTD

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2018

### 10. Finance costs

	2018 €	Period from 15 September 2016 (date of incorporation) to 31 December 2017 €
Net foreign exchange losses	46,486	-
Bank charges	11,213	1,647
<b>Finance costs</b>	<b>57,699</b>	<b>1,647</b>

### 11. Tax

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

	2018 €	Period from 15 September 2016 (date of incorporation) to 31 December 2017 €
Loss before tax	(356,016)	(231,238)
Tax calculated at the applicable tax rates	(44,502)	(28,905)
Tax effect of expenses not deductible for tax purposes	-	2,543
Tax effect of allowances and income not subject to tax	7,902	500
Tax effect of tax loss for the year/period	36,600	25,862
<b>Tax charge</b>	<b>-</b>	<b>-</b>

The corporation tax rate is 12,5%.

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

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



# UGM SECURITIES LTD

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2018

### 12. Property, plant and equipment

	Motor vehicles	Furniture, fixtures and office equipment	Computer software	Total
	€	€	€	€
<b>Cost</b>				
Additions	37,200	21,610	-	58,810
<b>Balance at 31 December 2017/ 1 January 2018</b>	<b>37,200</b>	<b>21,610</b>	<b>-</b>	<b>58,810</b>
Additions	-	-	3,570	3,570
<b>Balance at 31 December 2018</b>	<b>37,200</b>	<b>21,610</b>	<b>3,570</b>	<b>62,380</b>
<b>Depreciation</b>				
Charge for the year	7,440	4,001	-	11,441
<b>Balance at 31 December 2017/ 1 January 2018</b>	<b>7,440</b>	<b>4,001</b>	<b>-</b>	<b>11,441</b>
Charge for the year	7,440	4,001	1,190	12,631
<b>Balance at 31 December 2018</b>	<b>14,880</b>	<b>8,002</b>	<b>1,190</b>	<b>24,072</b>
<b>Net book amount</b>				
<b>Balance at 31 December 2018</b>	<b>22,320</b>	<b>13,608</b>	<b>2,380</b>	<b>38,308</b>
<b>Balance at 31 December 2017</b>	<b>29,760</b>	<b>17,609</b>	<b>-</b>	<b>47,369</b>

### 13. Trade and other receivables

	2018 €	2017 €
Trade receivables	110	-
Receivables from parent (Note 18.2)	1,378	1,080
Deposits and prepayments	700	700
	<b>2,188</b>	<b>1,780</b>

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

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

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

### 14. Investor compensation fund

	2018 €	2017 €
Balance at 1 January/15 September	-	-
Additions	42,715	-
<b>Balance at 31 December</b>	<b>42,715</b>	<b>-</b>

# UGM SECURITIES LTD

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2018

### 15. Cash at bank and in hand

Cash balances are analysed as follows:

	2018 €	2017 €
Cash at bank and in hand	<b>340,116</b>	728,388
	<b>340,116</b>	728,388

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

### 16. Share capital

	2018 Number of shares	2018 €	2017 Number of shares	2017 €
<b>Authorised</b>				
Ordinary shares of €1 each	<b>1,000,000</b>	<b>1,000,000</b>	1,000,000	1,000,000
		€		€
<b>Issued and fully paid</b>				
Balance at 1 January/15 September	<b>1,000,000</b>	<b>1,000,000</b>	-	-
Issue of shares on incorporation	-	-	1,000	1,000
Additional issue of shares	-	-	999,000	999,000
<b>Balance at 31 December</b>	<b>1,000,000</b>	<b>1,000,000</b>	1,000,000	1,000,000

### 17. Trade and other payables

	2018 €	2017 €
Social insurance and other taxes	<b>2,558</b>	6,778
Accrued salaries	<b>194</b>	179
Accruals	<b>1,503</b>	1,501
Other creditors	<b>6,326</b>	317
	<b>10,581</b>	8,775

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

### 18. Related party transactions

The Company is controlled by Elidi Capital Ltd, incorporated in Cyprus, which owns 100% of the Company's shares.



# UGM SECURITIES LTD

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2018

### 18. Related party transactions (continued)

The following transactions were carried out with related parties:

#### 18.1 Directors' remuneration

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

	2018 €	Period from 15 September 2016 (date of incorporation) to 31 December 2017 €
Directors' fees	8,000	-
	<u>8,000</u>	<u>-</u>

#### 18.2 Receivables from parent company

Name	Nature of transactions	2018 €	2017 €
Elidi Capital Ltd	Finance	1,376	1,080
		<u>1,376</u>	<u>1,080</u>

The receivables from parent company were provided interest free, and there was no specified repayment date.

### 19. Contingent liabilities

The Company had no contingent liabilities as at 31 December 2018.

### 20. Commitments

The Company had no capital or other commitments as at 31 December 2018.

### 21. Accounting policies up to 31 December 2017

Accounting policies applicable to the comparative period ended 31 December 2017 that were amended by IFRS 9 and IFRS 15, are as follows.

#### Revenue recognition

Revenue comprises the invoiced amount for the sale of goods and services net of Value Added Tax, rebates and discounts. Revenues earned by the Company are recognised on the following bases:

- **Rendering of services**

Sales of services are recognised in the accounting period in which the services are rendered by reference to completion of the specific transaction assessed on the basis of the actual service provided as a proportion of the total services to be provided.

#### Financial instruments

Financial assets and financial liabilities are recognised in the Company's statement of financial position when the Company becomes a party to the contractual provisions of the instrument.

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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2018

### **21. Accounting policies up to 31 December 2017 (continued)**

#### **Financial instruments (continued)**

##### Trade receivables

Trade receivables are measured at initial recognition at fair value and are subsequently measured at amortised cost using the effective interest rate method. Appropriate allowances for estimated irrecoverable amounts are recognised in profit or loss when there is objective evidence that the asset is impaired. The allowance recognised is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the effective interest rate computed at initial recognition.

### **22. Events after the reporting period**

On 22 March 2019 the Company issued 2,500,000 additional ordinary shares of nominal value of €1 each at par.

**Independent auditor's report on pages 4 to 6**



## UGM SECURITIES LTD

### DETAILED INCOME STATEMENT

Year ended 31 December 2018

			Period from 15 September 2016 (date of incorporation) to 31 December 2017
		<b>2018</b>	
	Page	€	€
<b>Revenue</b>			
Commissions receivable		<b>110</b>	-
<b>Operating expenses</b>			
Administration expenses	29	<b>(101,440)</b>	(110,554)
Selling and distribution expenses	29	<b>(196,987)</b>	(119,037)
<b>Operating loss</b>		<b>(298,317)</b>	(229,591)
Finance costs	30	<b>(57,699)</b>	(1,647)
<b>Net loss for the year/period before tax</b>		<b>(356,016)</b>	(231,238)

# UGM SECURITIES LTD

## OPERATING EXPENSES

Year ended 31 December 2018

		Period from 15 September 2016 (date of incorporation) to 31 December 2017
	2018	2017
	€	€
<b>Administration expenses</b>		
Directors' fees	8,000	-
Other rent	7,500	1,500
Licenses and taxes	-	23,250
Insurance	-	727
Telephone and postage	1,712	660
Staff training	3,570	2,269
Computer supplies and maintenance	7,830	14,197
Auditors' remuneration	2,083	1,500
Accounting fees	6,000	1,000
Legal fees	41,713	51,851
Fines	185	132
Motor vehicle running costs	1,602	1,066
Domain and hosting	26	306
Administration expenses	8,588	655
Depreciation	12,631	11,441
	<b>101,440</b>	<b>110,554</b>

		Period from 15 September 2016 (date of incorporation) to 31 December 2017
	2018	2017
	€	€
<b>Selling and distribution expenses</b>		
Salaries	144,000	72,298
Social security costs	16,560	13,156
Rent	10,027	28,350
Repairs and maintenance	255	5,167
Subscriptions and contributions	26,145	66
	<b>196,987</b>	<b>119,037</b>



## UGM SECURITIES LTD

### FINANCE EXPENSES

Year ended 31 December 2018

	2018 €	Period from 15 September 2016 (date of incorporation) to 31 December 2017 €
<b>Finance costs</b>		
<b>Sundry finance expenses</b>		
Bank charges	11,213	1,647
<b>Net foreign exchange losses</b>		
Unrealised foreign exchange loss	46,486	-
	<u>57,699</u>	<u>1,647</u>