

**OTSM S.A. OF MAINTENANCE COMPULSORY  
STOCKS AND TRADING OF CRUDE OIL AND  
PETROLEUM PRODUCTS**

**Financial Statements**

**in accordance with IFRS as adopted by the  
European Union for the  
year ended 31 December 2023**

COMPANY REGISTRATION NUMBER: 117812701000

REGISTERED OFFICE: 8<sup>A</sup> CHIMARRAS STR, 15125 MAROUSSI, GREECE

## **Index to the Financial Statements**

### **Contents**

<b>Company Information.....</b>	<b>4</b>
<b>Independent Auditor’s Report .....</b>	<b>5</b>
<b>Statement of Financial Position .....</b>	<b>9</b>
<b>Statement of Comprehensive Income.....</b>	<b>10</b>
<b>Statement of Changes in Equity .....</b>	<b>11</b>
<b>Statement of Cash flows .....</b>	<b>12</b>
<b>Notes to the Financial Statements .....</b>	<b>13</b>
<b>1 General information.....</b>	<b>13</b>
<b>2 Summary of material accounting policies .....</b>	<b>14</b>
2.1 Basis of preparation .....	14
2.2 Foreign currency translation .....	16
2.3 Property, plant and equipment .....	17
2.4 Leases .....	17
2.5 Impairment of non-financial assets.....	18
2.6 Financial assets .....	18
2.7 Derivative financial instruments and hedging activities .....	19
2.7 Derivative financial instruments and hedging activities - continued .....	20
2.8 Oil Stock held .....	20
2.9 Trade receivables.....	20
2.10 Cash and cash equivalents .....	20
2.11 Share capital .....	20
2.12 Borrowings .....	21
2.13 Current and deferred income tax .....	21
2.14 Trade and other payables .....	21
2.15 Provisions .....	22
2.16 Revenue recognition .....	22
2.17 Dividend distribution .....	23
2.18 Changes in accounting policies.....	23
2.19 Comparative figures.....	23
<b>3 Financial risk management .....</b>	<b>23</b>
3.1 Financial risk factors.....	23
3.2 Capital risk management .....	26
3.3 Fair value estimation.....	26
3.4 Reporting variance on valuation .....	27
<b>4 Critical accounting estimates and judgements .....</b>	<b>27</b>
<b>5 Right-of-use assets.....</b>	<b>28</b>
<b>6 Oil Stock held .....</b>	<b>29</b>
<b>7 Deferred income tax asset/ (liability) .....</b>	<b>29</b>

<b>8</b>	<b>Accounts receivable and other receivables.....</b>	<b>30</b>
<b>9</b>	<b>Cash and cash equivalents.....</b>	<b>30</b>
<b>10</b>	<b>Share capital.....</b>	<b>30</b>
<b>11</b>	<b>Retained earnings and reserves .....</b>	<b>31</b>
<b>12</b>	<b>Trade and other payables.....</b>	<b>31</b>
<b>13</b>	<b>Derivative financial instruments.....</b>	<b>31</b>
<b>14</b>	<b>Borrowings.....</b>	<b>32</b>
<b>15</b>	<b>Revenue from contracts with customers .....</b>	<b>33</b>
<b>16</b>	<b>Cost of sales.....</b>	<b>33</b>
<b>17</b>	<b>Finance expenses .....</b>	<b>34</b>
<b>18</b>	<b>Lease liabilities .....</b>	<b>34</b>
<b>19</b>	<b>Income tax expense .....</b>	<b>35</b>
<b>20</b>	<b>Related party transactions.....</b>	<b>35</b>
<b>21</b>	<b>Commitments and contingencies .....</b>	<b>37</b>
<b>22</b>	<b>Events after the end of the reporting period.....</b>	<b>37</b>

## Company Information

<b>Directors</b>	Kenneth Howard Prince-Wright – Chairman of the Board (up to 26 March 2024) Emmanouil Markakis – Member and legal representative Panos Shiatis - Member Emmanouil Drillerakis – Member
<b>Registered Office:</b>	8A Chimarras Str. 15125 Maroussi, Greece
<b>Registration number:</b>	117812701000
<b>Auditors:</b>	KPMG Certified Auditors SA 44, Syngrou Avenue, 117 42 Athens, Greece AM SOEL 114



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## **Independent Auditor's Report**

To the Shareholders of  
OTSM SOCIETE ANONYME OF MAINTENANCE COMPULSORY STOCKS AND TRADING OF  
CRUDE OIL AND PETROLEUM PRODUCTS

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

#### **Opinion**

We have audited the accompanying Financial Statements of OTSM SOCIETE ANONYME OF MAINTENANCE COMPULSORY STOCKS AND TRADING OF CRUDE OIL AND PETROLEUM PRODUCTS (the "Company") which comprise the Statement of Financial Position as at 31 December 2023, the Statements of Comprehensive Income, Changes in Equity and Cash Flows for the year then ended, and notes, comprising a summary of significant accounting policies and other explanatory information.

In our opinion, the accompanying Financial Statements present fairly, in all material respects, the financial position of OTSM SOCIETE ANONYME OF MAINTENANCE COMPULSORY STOCKS AND TRADING OF CRUDE OIL AND PETROLEUM PRODUCTS as at 31 December 2023 and its financial performance and its cash flows for the year then ended, in accordance with International Financial Reporting Standards as adopted by the European Union.

#### **Basis for Opinion**

We conducted our audit in accordance with International Standards on Auditing (ISA) as incorporated in Greek legislation. Our responsibilities under those standards are further described in the Auditors' 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 International Code of Ethics for Professional Accountants as incorporated in Greek legislation, and the ethical requirements that are relevant to the audit of the financial statements in Greece and we have fulfilled our other ethical responsibilities in accordance with the requirements of the applicable legislation. 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 Board of Directors' Report, which is further referred to in the "Report on Other Legal and Regulatory Requirements", but does not include the Financial Statements and our auditors' 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 respect.

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

The Board of Directors is responsible for the preparation and fair presentation of the Financial Statements in accordance with International Financial Reporting Standards as adopted by the European Union, 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.

### 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 auditors' 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 which have been incorporated in Greek legislation 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, which have been incorporated in Greek legislation, we exercise professional judgment and maintain professional skepticism 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 auditors' 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 auditors' 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 fair presentation.

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 and Regulatory Requirements**

### ***Board of Directors' Report***

The Board of Directors is responsible for the preparation of the Board of Directors' Report. Our opinion on the financial statements does not cover the Board of Directors' Report and we do not express an audit opinion thereon. Our responsibility is to read the Board of Directors' Report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work pursuant to the provisions of paragraph 5 of Article 2 (part B) of Law 4336/2015, we note that:

- (a) In our opinion, the Board of Directors' Report has been prepared in accordance with the applicable legal requirements of Articles 150 and 153 of L. 4548/2018 and its contents correspond with the accompanying Financial Statements for the year ended 31 December 2023.
- (b) Based on the knowledge acquired during our audit, relating to OTSM SOCIETE ANONYME OF MAINTENANCE COMPULSORY STOCKS AND TRADING OF CRUDE OIL AND PETROLEUM PRODUCTS and its environment, we have not identified any material misstatements in the Board of Directors' Report.

Athens, 5 September 2024  
KPMG Certified Auditors S.A.  
AM SOEL 114

Alexandros – Petros Veldekis, Certified Auditor Accountant  
AM SOEL 26141

## Statement of Financial Position

	Note	As at	
		31 December 2023	31 December 2022
<b>ASSETS</b>			
<b>Non-current assets</b>			
Right-of-use assets	5	99.199	95.506
Deferred income tax assets	7	948	1.579
		<b>100.147</b>	<b>97.085</b>
<b>Current assets</b>			
Oil Stock held	6	97.764	13.559
Trade and other receivables	8	17.876	23.419
Derivative financial instruments	13	12.735	-
Cash and cash equivalents	9	306	11
		<b>128.681</b>	<b>36.989</b>
<b>Total assets</b>		<b>228.828</b>	<b>134.074</b>
<b>EQUITY</b>			
Share capital	10	2.000	2.000
Retained Earnings & Reserves	11	5.674	10.682
<b>Total equity</b>		<b>7.674</b>	<b>12.682</b>
<b>LIABILITIES</b>			
<b>Non-current liabilities</b>			
Lease liabilities	18	69.051	72.823
Interest bearing loans and borrowings	14	99.817	-
		<b>168.868</b>	<b>72.823</b>
<b>Current liabilities</b>			
Trade and other payables	12	18.936	8.514
Derivative financial instruments	13	-	1.062
Interest bearing loans and borrowings	14	336	15.102
Lease liabilities	18	33.014	23.891
		<b>52.286</b>	<b>48.569</b>
<b>Total liabilities</b>		<b>221.154</b>	<b>121.392</b>
<b>Total equity and liabilities</b>		<b>228.828</b>	<b>134.074</b>

The Notes on pages 12 to 36 form an integral part of these Financial Statements.

E.Markakis

P.Shiatis

P.Apostolopoulos  
Lic No OEE 53433 A' Class

Chairman of the Board

Member of the Board

RSM Business Advisors EPE



## Statement of Comprehensive Income

	Note	For the year ended	
		31 December 2023	31 December 2022
<b>Revenue from contracts with customers</b>	<b>15</b>	<b>55.199</b>	<b>35.612</b>
Cost of sales	<b>16</b>	(48.338)	(36.091)
<b>Gross profit/ (loss)</b>		<b>6.861</b>	<b>(479)</b>
General & Administrative expenses		(302)	(263)
<b>Operating profit/ (loss)</b>		<b>6.559</b>	<b>(742)</b>
Finance income		100	-
Finance expense	<b>17</b>	(4.704)	(450)
Lease finance cost	<b>17</b>	(6.332)	(2.786)
<b>Profit/ (loss) before income tax</b>		<b>(4.377)</b>	<b>(3.978)</b>
Income tax	<b>19</b>	(631)	959
<b>Profit/(loss) for the year</b>		<b>(5.008)</b>	<b>(3.019)</b>

The Notes on pages 12 to 36 form an integral part of these Financial Statements.

## Statement of Changes in Equity

	<b>Share Capital</b>	<b>Reserves</b>	<b>Retained Earnings</b>	<b>Total Equity</b>
<b>Balance at 1 January 2022</b>	<b>2.000</b>	<b>667</b>	<b>13.034</b>	<b>15.701</b>
Profit / (Loss) for the year			(3.019)	(3.019)
<b>Total comprehensive income / (loss) for the year</b>	<b>-</b>	<b>-</b>	<b>(3.019)</b>	<b>(3.019)</b>
<b>Balance at 31 December 2022</b>	<b>2.000</b>	<b>667</b>	<b>10.015</b>	<b>12.682</b>
<b>Balance at 1 January 2023</b>	<b>2.000</b>	<b>667</b>	<b>10.015</b>	<b>12.682</b>
<b>Other comprehensive income / (loss)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Profit / (Loss) for the year			(5.008)	(5.008)
<b>Total comprehensive income / (loss) for the year</b>	<b>-</b>	<b>-</b>	<b>(5.008)</b>	<b>(5.008)</b>
<b>Balance at 31 December 2023</b>	<b>2.000</b>	<b>667</b>	<b>5.007</b>	<b>7.674</b>

The Notes on pages 12 to 36 form an integral part of these Financial Statements.

## Statement of Cash flows

	Note	31 December 2023	31 December 2022
<b>Profit / (Loss) Before Tax</b>		<b>(4.377)</b>	<b>(3.978)</b>
Adjustments for:			
Financial expenses / (income) - net		10.936	3.236
Change of fair value of derivative financial instruments	<b>13</b>	(13.797)	946
Depreciation for right of use assets	<b>5</b>	31.790	24.385
Gain on derecognition of leases		(732)	-
Stock Devaluation		12.935	3.207
		<b>36.755</b>	<b>27.796</b>
<b>Changes in working capital</b>			
(Increase) / Decrease in inventories		(97.141)	-
(Increase) / Decrease in trade and other receivables		5.543	(4.770)
Increase / (Decrease) in trade and other payables		10.422	3.203
		<b>(81.176)</b>	<b>(1.567)</b>
<b>Net cash generated from / (used in) operating activities</b>		<b>(44.421)</b>	<b>26.229</b>
<b>Cash flows from investing activities</b>			
Interest income		100	-
<b>Net cash generated from / (used in) operating activities</b>		<b>100</b>	<b>-</b>
<b>Cash flows from financing activities</b>			
Proceeds from borrowings	<b>14</b>	100.000	-
Repayments of borrowings	<b>14</b>	(15.000)	-
Interest and fees paid	<b>14</b>	(4.653)	(408)
Payment of Lease Liabilities principal		(29.399)	(23.293)
Payment of Lease Liabilities interest		(6.332)	(2.786)
<b>Net cash generated from / (used in) financing activities</b>		<b>44.616</b>	<b>(26.487)</b>
<b>Net increase / (decrease) in cash and cash equivalents</b>		<b>296</b>	<b>(258)</b>
<b>Cash and cash equivalents at the beginning of the year</b>		<b>11</b>	<b>269</b>
Net increase / (decrease) in cash and cash equivalents		296	(258)
<b>Cash and cash equivalents at the end of the year</b>	<b>9</b>	<b>306</b>	<b>11</b>

The Notes on pages 12 to 36 form an integral part of these Financial Statements.

## Notes to the Financial Statements

### 1 General information

OTSM S.A. OF MAINTENANCE COMPULSORY STOCKS AND TRADING OF CRUDE OIL AND PETROLEUM PRODUCTS (the “Company”) operates in the oil industry. Based on the article of incorporation the Company’s activities include a) holding Compulsory Stock on behalf of third parties pursuant to a Compulsory Stock Obligations (CSO) Delegation Agreement and b) trading of crude oil and petroleum products.

The Company is incorporated in Greece and the address of its registered office is 8<sup>A</sup> Chimarras Str. Maroussi, Greece.

The Company is a 100% subsidiary of DMEP UK Ltd which is in turn a 100% subsidiary of DMEP HoldCo Ltd. Both DMEP HoldCo and DMEP UK are companies incorporated in the United Kingdom. The shareholders of DMEP HoldCo Ltd are Bridge Opportunity Ltd with a stake of 52% and HELLENiQ ENERGY International A.G with a stake of 48%.

The Company’s financial year commences on 1 January and ends on 31 December. The Company was incorporated on 27 September 2011 and thus its first financial period commenced on 27 September 2011 and ended on 31 December 2012.

The Company adopts International Financial Reporting Standards as adopted by the European Union.

The Company’s functional and presentation currency is the Euro, and the financial information in these Financial Statements is expressed in thousands of Euro (unless otherwise stated).

The Company’s Financial Statements are included in the consolidated financial statements of DMEP HoldCo Ltd., that is registered at the United Kingdom.

The Financial Statements of OTSM S.A. for the year ended 31 December 2023, were approved for issue by the Board of Directors on 4 September 2024. The shareholders of the Company have the power to amend the Financial Statements after issue.

## **2 Summary of material accounting policies**

The principal accounting policies adopted in the preparation of these financial statements are set out below.

### **2.1 Basis of preparation**

The financial statements of OTSM S.A. for the year ended 31 December 2023 have been prepared in accordance with International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (“IASB”), as endorsed by the European Union (“EU”) and present the financial position, results of operations and cash flows on a going concern basis.

These Financial Statements have been prepared in accordance with the historical cost basis, except for the derivative financial assets and liabilities which are measured at fair value through profit or loss.

The preparation of financial statements, in accordance with IFRS, requires the use of certain critical accounting estimates and assumptions. It also requires management to exercise its judgment in the process of applying the Company’s accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 4 “Critical accounting estimates and judgements”. Estimates and judgements are continuously evaluated and are based on historical experience and other factors, including expectations of future events as assessed to be reasonable under the present circumstances.

#### **2.1.1 Going concern**

In determining the appropriate basis of preparation of the financial statements, the Directors are required to consider whether the Company can continue in operational existence for the foreseeable future.

During 2023, the Company reported losses after tax of € 5 million and its current assets exceeded its current liabilities by €110 million, excluding the impact of IFRS16, according to which the short-term portion of the lease liability is classified as a current liability, but the corresponding asset remains non-current.

Income for the year arose from:

- CSO fees charged to a related party for the holding of reserve stock of oil under a CSO Delegation Agreement and
- A storage fee charged to the same related party under a general service agreement (“GSA”) for the storage of petroleum products owned by the related party in the existing tank capacity.

As such, the business model of the Company as well as its cash flows are largely dependent on the full utilization of tank capacity (either in the form of holding compulsory stocks or in the form of storage of products). Management reasonably expects that during 2024 the above agreements will be in force under the same terms resulting in positive operating results for the Company.

The cash flow projections in the foreseeable future continue to show a positive cash generative position. The Company's business activities, together with the factors likely to affect its future development, performance and position have been set out in its business plan.

Despite the uncertainty, Management believes that even in the worst-case scenario the Company will be able to meet its obligations for the following reasons:

- The related party has committed to continue the mutual beneficial cooperation with the Company and will not seek a full repayment of their receivable from the Company as long as necessary. Therefore, the Company will be able to meet its obligations, as they fall due.
- The Company's stocks are hedged to the largest extent for oil price fluctuations.
- The Company’s operating model provides a profit margin for both the tank capacity used by the related party' for the holding of CSO, as well as any remaining capacity for co storage. Therefore, it is estimated

that its operational profitability is independent from the levels of CSO stocks held on behalf of the related party.

- No significant impact is expected on the Company's operations as a result of the macroeconomic environment.

Based on the above, the Company's management have concluded that the going concern is the appropriate basis of preparation of the current year's financial statements and there are no material uncertainties that would lead to significant doubt on the entity's ability to continue operating on a going concern basis.

## **2.1.2 New standards, amendments to standards and interpretations**

### ***New and amended standards adopted by the Company.***

The accounting principles and calculations used in the preparation of the financial statements are consistent with those applied in the preparation of the financial statements for the year ended 31 December 2022 and have been consistently applied in all periods presented in this report, except for the following IFRS amendments, which have been adopted by the Company as of 1 January 2023.

Amendments and interpretations that apply for the first time in 2023, did not have a significant impact on the financial statements of the Company for the year ended 31 December 2023. These amendments are disclosed below:

*IAS 1 Presentation of Financial Statements and IFRS Practice Statement 2: Disclosure of Accounting policies (Amendments):* In February 2021, IASB issued narrow-scope amendments that pertain to accounting policy disclosures. The objective of these amendments is to improve accounting policy disclosures so that they provide more useful information to investors and other primary users of financial statements. More specifically, companies are required to disclose material accounting policy information rather than their significant accounting policies.

According to the updated definition of material accounting policy as published by the IASB in October 2018, accounting policy information is material if when considered together with other information included in an entity's financial statements, it can be reasonably expected to influence decisions that the primary users of general purposes financial statements make on the basis of those financial statements.

Additionally, IFRS Practice Statement 2 amendments include guidance and additional examples on the application of materiality to accounting policy disclosures.

*IAS 8 Accounting policies, Changes in Accounting Estimates and Errors: Definition of Accounting Estimates (Amendments):* In February 2021, IASB issued amendments to IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors to clarify how companies should distinguish changes in accounting policies from changes in accounting estimates. The amendments introduce a new definition for accounting estimates: clarifying that they are monetary amounts in the financial statements that are subject to measurement uncertainty.

*IAS 12 Income taxes: Deferred Tax related to Assets and Liabilities arising from a Single Transaction. (Amendments):* In May 2021, IASB issued amendment to IAS 12 in order to specify how companies should account for deferred tax related to assets and liabilities arising from a single transaction, such as leases and decommissioning obligations, transactions for which entities recognize both an asset and a liability. In specific cases, the entities were exempted from the recognition of deferred tax on initial recognition of both an asset and a liability. The amendments clarify that the initial recognition exemption does not apply, and entities are required to recognize deferred tax on these transactions.

***Standards issued but not yet effective and not early adopted***

The Company has not early adopted any other of the following standard, interpretation or amendment that has been issued but is not yet effective. In addition, the Company is in the process of assessing the impact of all standards, interpretations and amendments issued but not yet effective.

*IAS 1 Presentation of Financial Statements: Classification of Liabilities as Current or Non-Current (Amendments)*: The amendments are effective for annual periods on or after 01 January 2024. In January 2020, IASB issued amendments to IAS 1 clarifying the requirements for the classification of the liabilities as current and non-current. In particular, the amendments clarify that one of the criteria for the classification of a liability as non-current is the entity's right to defer settlement for at least 12 months after the reporting date. The amendments clarify the meaning of a right to defer settlement, the requirement of this right to exist at the reporting date and that management intend in relation to the option to defer the settlement does not affect current or non-current classification.

Additionally, in July 2020, IASB issued an amendment providing clarifications for the classification of debt with covenants and deferring the effective date of the January 2020 amendments of IAS 1 by one year.

## **2.2 Foreign currency translation**

*(a) Functional and presentation currency*

Items included in the 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. Given that the Company's primary activities are in oil refining and trading, in line with industry practices, most crude oil and oil product trading transactions are based on the international reference prices of crude oil and oil products in US Dollars. The Company translates this value to Euro at the time of any transaction.

*(b) Transactions and balances*

Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year-end exchange rates are recognised in the statement of comprehensive income. They are deferred in equity if they relate to qualifying cash flow hedges and qualifying net investment hedges.

Translation differences on non-monetary financial assets and liabilities carried at fair value are reported as part of the fair value gain or loss. Translation differences on non-monetary financial assets, such as equities classified as available for sale, are included in other comprehensive income.

## **2.3 Property, plant and equipment**

Property, plant and equipment are shown at historical cost less accumulated depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognized.

Repairs and maintenance are charged to the statement of comprehensive income as incurred.

Depreciation on assets is calculated using the straight-line method to allocate the cost of each asset to its residual value over its estimated useful life. The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (refer to Note 2.4).

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount.

## **2.4 Leases**

### **2.4.1 Right-of-use assets**

The Company recognizes right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any re-measurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Unless the Company is reasonably certain to obtain ownership of the leased asset at the end of the lease term, the recognized right-of-use assets are depreciated on a straight-line basis over the shorter of its estimated useful life and the lease term. Right-of-use assets are subject to impairment on their own, or together with the cash generating unit to which they belong.

### **2.4.2 Lease liabilities**

At the commencement date of the lease, the Company recognizes lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating a lease, if the lease term reflects the Company exercising the option to terminate. The variable lease payments that do not depend on an index or a rate are recognized as expense in the period on which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Company uses the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is re-measured if there is a modification, a change in the lease term, a change in the in-substance fixed lease payments or a change in the assessment to purchase the underlying asset. The result of this re-measurement is disclosed in a line of the right-of-use assets note as modifications.

#### **(a) Short-term leases and leases of low-value assets**

The Company applies the short-term lease recognition exemption to its short-term leases (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the low-value assets recognition exemption to leases that are considered of low value (i.e., below five thousand Euros). Lease payments on short-term leases and leases of low-value assets are recognized as expense on a straight-line basis over the lease term.



#### **2.4.2 Lease liabilities (continued)**

(b) Significant judgement in determining the lease term of contracts with renewal options

The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Company has the option, under some of its leases to lease the assets for additional terms. The Company applies judgement in evaluating whether it is reasonably certain to exercise the option to renew. That is, it considers all relevant factors that create an economic incentive for it to exercise the renewal. After the commencement date, the Company reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise (or not to exercise) the option to renew (as a change in business strategy).

Lease term

The IFRS Interpretations Committee (the “Committee”) issued a decision that in assessing the notion of no more than an insignificant penalty, when establishing the lease term, the analysis should not only capture the termination penalty payment specified in the contract, but use a broader economic consideration of penalty and thus include all kinds of possible economic outflows related to termination of the contract. The Company applies this decision and uses judgment in estimating the lease term, especially in cases, where the agreements do not provide for a predetermined term. The Company considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination.

#### **2.5 Impairment of non-financial assets**

Assets that have an indefinite useful life are not subject to amortization and, are tested annually for impairment. Assets that are subject to amortization or depreciation are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized 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 (discounted cash flows an asset is expected to generate based upon management’s expectations of future economic and operating conditions). 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 suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

#### **2.6 Financial assets**

The Company classifies its financial assets in the following categories: Financial assets at fair value through profit or loss and loans and receivables. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition and re-evaluates this designation at every reporting date. As at 31 December 2023 all financial assets represent derivative financial instruments for hedging purposes and loans and receivables as classified below:

##### **2.6.1 Loans and receivables**

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market and with no intention of trading. They are included in current assets, except for maturities greater than 12 months after the balance sheet date. These are classified as non-current assets. Loans and receivables include “Trade and other receivables” and “Cash and cash equivalents” in the statement of financial position.

## **2.6.2 Recognition and measurement**

Purchases and sales of financial assets are recognized on trade-date - which is the date on which the Company commits to purchase or sell the asset. Financial assets are initially recognized at fair value plus transaction costs for all financial assets not carried at fair value through profit or loss. Financial assets are derecognized when the rights to receive cash flows from the investments have expired or have been transferred and the Company has transferred substantially all risks and rewards of ownership.

Loans and receivables are carried at amortized cost using the effective interest method.

## **2.6.3 Impairment of financial assets**

For trade receivables, the Company applies a simplified approach in calculating Expected Credit Losses (ECLs). Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date.

Impairment testing is described in Note 2.9.

## **2.6.4 Offsetting financial instruments**

Financial assets and liabilities are offset and the net amount is reported in the balance sheet, when there is a legally enforceable right to offset the recognized amounts and there is a decision to settle on a net basis or realize the asset and settle the liability simultaneously, otherwise assets and liabilities are presented separately in the financial statements. The clearance of the balances can be done at a net basis if respecting agreement with the counterparty exists.

## **2.7 Derivative financial instruments and hedging activities**

As part of its risk management policy, the Company utilizes financial and commodity derivatives to mitigate the impact of future price volatility of crude oil and petroleum products. Derivatives are initially recognized at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. The method of recognizing the resulting gain or loss depends on whether the derivative is designated as a hedging instrument, and if so, the nature of the item being hedged. Depending on the characteristics of each transaction, the respective derivative may be designated as a hedging instrument. In cases where it is designated, the Company designates these derivatives as either:

- (a) Hedges of the fair value of recognised assets or liabilities or a firm commitment (fair value hedge) or;
- (b) Hedges of a particular risk associated with a recognised asset or liability or a highly probable forecast transaction (cash flow hedge).

The Company documents, at the inception of the transaction, the relationship between hedging instruments and hedged items, as well as its risk management objectives and strategy for undertaking various hedging transactions.

The documentation also includes both at hedge inception and on an ongoing basis how it will assess the effectiveness of changes in the hedging instrument's fair value in offsetting the exposure to changes in the hedged item's fair value or cash flows attributable to the hedged risk. Such hedges are expected to be highly effective in achieving offsetting changes in fair value or cash flows and are assessed on an ongoing basis to determine that they actually have been highly effective throughout the financial reporting periods for which they were designated.

### **Cash flow hedges**

The effective portion of changes in the fair value of these derivatives is recognized in other comprehensive income. The gain or loss relating to the ineffective portion is recognized immediately in the statement of comprehensive income within 'Other operating income / (expenses) and other gains / (losses)'. Amounts accumulated in equity are recycled in the statement of comprehensive income in the periods when the hedged item affects profit or loss (i.e. when the forecast transaction being hedged takes place) within cost of sales.

## **2.7 Derivative financial instruments and hedging activities (continued)**

When a hedging instrument expires or is sold, or a hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss existing in equity at that time remains in equity and is recognized when the forecast transaction is ultimately recognized in the statement of comprehensive income. When a forecast transaction is no longer expected to occur, the derivative is de-designated and the cumulative gain or loss that was reported in equity is immediately transferred to the statement of comprehensive income within “Other operating income / (expenses) and other gains / (losses)”.

Derivatives held for trading

Derivatives that do not qualify for hedge accounting are classified as held for trading and accounted for at fair value through profit or loss. Changes in the fair value of the derivative instruments that do not qualify for hedge accounting are recognized immediately in the statement of comprehensive income.

## **2.8 Oil Stock held**

Oil stocks are stated at the lower of cost and net realizable value (NRV). Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

The cost of oil stock is determined using the costing formula of weighted average. Goods exchanged or swapped for goods of a similar nature and value are not regarded as sales and purchases.

## **2.9 Trade receivables**

Trade receivables, which generally are settled within one month, are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method, less provision for impairment. A provision for impairment of trade receivables is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of the receivables.

Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganization and default or delinquency in payments are considered indicators the receivable is impaired. The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. The amount of the provision is recognized in the statement of comprehensive income and is included in “General and administrative costs”.

## **2.10 Cash and cash equivalents**

Cash and cash equivalents includes cash in hand, deposits held at call with banks, other short-term highly liquid investments such as marketable securities and time deposits with original maturities of three months or less. Cash deposited in special accounts for the settlement of derivatives are classified under other receivables.

## **2.11 Share capital**

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction from the proceeds, net of tax.

## **2.12 Borrowings**

Borrowings essentially represent the major part of the Company's financial liabilities.

Borrowings are recognized initially at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortized cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognized in the statement of comprehensive income over the period of the borrowings using the effective interest rate method.

Fees paid on the establishment of loan facilities are recognized as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down, in this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalized as a pre-payment for liquidity services and amortized over the period of the facility to which it relates.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the end of the reporting period. At the end of the reporting period payable amounts of bank overdrafts are included within borrowings in current liabilities on the statement of financial position. In the statement of cash flows, bank overdrafts are shown within financing activities.

## **2.13 Current and deferred income tax**

The tax expense for the period comprises current and deferred tax. Tax is recognized in the statement of comprehensive income, except to the extent that it relates to items recognized directly in equity. In this case, the tax is also recognized in equity.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the country where the Company operates and generates taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the balance sheet method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the Financial Statements. The deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction, other than a business combination, that at the time of the transaction affects neither accounting nor taxable profit or loss.

Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the balance sheet date and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Deferred income tax assets are recognized to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilized.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the taxable entity or different taxable entities, where there is an intention to settle the balances on a net basis.

## **2.14 Trade and other payables**

Trade and other payables are recognized initially at fair value and subsequently are measured at amortized cost and using the effective interest method. Accounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities.

## **2.15 Provisions**

Provisions for environmental restoration and legal claims are recognized when: The Company has a present legal or constructive obligation as a result of past events; it is more likely than not that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated. Provisions are not recognized for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value reflects current market assessments of the time value of money and the increases specific to the liability.

## **2.16 Revenue recognition**

The Company recognizes revenue, (except for interest and dividend income and other related income from financial instruments recognized under IFRS 9), upon the transfer of promised services to customers in amounts that reflect the consideration to which the Company expects to be entitled in exchange for those goods. The Company identifies the contract for the sale of the goods as well as the separate performance obligations arising from it and then determines the transaction price and allocates it to the obligations under the contract. Revenue is recognized as the entity satisfies its obligations.

In accordance with IFRS 15, revenue is recognized at the amount that the entity expects to be entitled to as consideration for the transfer of goods, when the customer obtains control of the goods, specifying the timing of the transfer of control - either at a point in time or over time. Revenue is defined as the amount that an entity expects to be entitled to in exchange for the services or goods transferred to a customer, excluding amounts received on behalf of third parties (value added tax, other sales taxes).

The Company assesses whether it acts as a principal or agent in each of its revenue arrangements. The Company has concluded that in all sales transactions it acts as a principal.

Revenue is recognised as follows:

### *(a) Sales of goods – Oil stock transactions*

Revenue on sale of goods is recognized when the significant risks and rewards of ownership of the goods have passed to the buyer. Sales of goods are recognized when the Company has delivered the products to the customer; the customer has accepted the products; and collectability of the related receivables is reasonably assured. Sales of goods undertaken in the course of ordinary activities that are incidental to the main revenue-generating activities are not regarded as sales. These incidental activities relate to the regular semi-annual renewal of safety stock. When goods are exchanged or swapped for goods which are of a similar nature and value the exchange is not regarded as a transaction which generates revenue.

### *(b) Sales of services*

Revenue from services is a distinct performance obligation where revenue is recognized over time since the customer simultaneously receives and consumes the benefits provided by the entity's performance as the entity performs. The transaction price is determined in the contract, and it does not include variable consideration.

At the end of the financial year the Company recognizes a contract asset for accrued revenue not yet invoiced to Customers, which is included in Contractual assets in the Statement of Financial Position. When the relevant invoice is issued to customers, the Company recognizes a related receivable as the issue of the invoice is the point at which the Company's right to consideration becomes unconditional (as only the passage of time is required for such consideration to become payable). The Company's right becomes unconditional once the relevant invoices are issued.

The Company assesses contract assets for impairment in accordance with IFRS 9.

## **2.17 Dividend distribution**

Dividend distribution to the Company's shareholders is recognised as a liability in the Company's Financial Statements in the period in which the dividends are approved, by the Company's Shareholders' General Meeting.

## **2.18 Changes in accounting policies**

The Company adopted the amendments described in paragraph 2.1.2 for the first time for the annual reporting period commencing 1 January 2023.

## **2.19 Comparative figures**

Where necessary, comparative figures are reclassified to conform to changes in presentation in the current year.

The Company has adopted Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to IAS 12) from 1 January 2023. The amendments narrow the scope of the initial recognition exemption to exclude transactions that give rise to equal and offsetting temporary differences - e.g. leases and decommissioning liabilities. For leases and decommissioning liabilities, an entity is required to recognise the associated deferred tax assets and liabilities from the beginning of the earliest comparative period presented, with any cumulative effect recognised as an adjustment to retained earnings or other components of equity at that date. For all other transactions, an entity applies the amendments to transactions that occur on or after the beginning of the earliest period presented.

The Company previously accounted for deferred tax on leases by applying the 'integrally linked' approach, resulting in a similar outcome as under the amendments, except that the deferred tax asset or liability was recognised on a net basis. Following the amendments, the Company has recognised a separate deferred tax asset in relation to its lease liabilities and a deferred tax liability in relation to its right-of-use assets. However, there was no impact on the statement of financial position because the balances qualify for offset under paragraph 74 of IAS 12. There was also no impact on the opening retained earnings as at 1 January 2022 as a result of the change. The key impact for the Company relates to disclosure of the deferred tax assets and liabilities recognised (see Note 19).

## **3 Financial risk management**

### **3.1 Financial risk factors**

The Company's activities include oil transactions which involve crude oil, diesel and unleaded gasoline as well as holding CSO's on behalf of third parties. As such, the Company is exposed to a variety of financial and commodity markets risks including foreign exchange and commodity price risk, credit risk, liquidity risk, cash flow risk and fair value interest-rate risk. In line with international best practices and within the context of local markets and legislative framework, the Company's overall risk management policies aim at reducing possible exposure to market volatility and / or mitigating its adverse effects on the financial position of the Company to the extent possible.

Commodity price risk management is supervised by Management following approval of the Company's Board of Directors.

#### *(a) Market risk*

##### *(i) Foreign exchange risk*

As explained in note 2.2 "Foreign currency translation", the functional and presentation currency of the Company is the Euro. However, in line with industry practice in all international crude oil and oil trading transactions, underlying commodity prices are based on international reference prices quoted in US dollars.

Foreign currency exchange risk arises on two types of exposure:

- **Financial Position translation risk:** All of the oil stock held by the Company is reported in Euro while its underlying value is determined in USD. Thus, a possible devaluation of the USD against the Euro leads to a reduction in the realizable value of oil stock included in the Statement of Financial Position. In order to manage this risk, the Company has entered into derivative transactions involving cash flow hedges. There are no financial assets or liabilities in foreign currency.
- **Gross Margin transactions and translation risk:** Transactions in crude oil and oil products are based on international Platt's USD prices. This leads to exposure in terms of the Gross Margin translated in Euro. This exposure is linearly related to the Gross margin of the Company in that the appreciation of Euro vs. USD leads to a respective translation loss on the period results. USD denominated transactions are cash settled in Euro by applying market USD to Euro exchange rates.

(ii) Commodity price risk

The Company's primary activity as an entity which has undertaken part of a third party's compulsory stock obligation, results into exposure to commodity price risk. Changes in current or forward absolute price levels vs acquisition costs affect the value of oil stock. Essentially commodity price risk is driven from crude oil price fluctuations between the date that it acquires oil stock and the one that it sells the oil stock.

In the case of price risk, the level of exposure is determined by the amount of priced oil stock carried at the end of the reporting period. In periods of sharp price decline, as the Company's policy is to report its oil stock at the lower of historical cost and net realizable value, results are affected by the reduction in the carrying value of the oil stock. The extent of the exposure, relates directly to the level of oil stocks and the rate of price decrease. This exposure is hedged with derivatives to the extent that the cost of such instruments is considered positive, from a risk – return point of view and subject to the structure of the market (contango vs. backwardation).

An immediate 5% increase or decrease in all open derivatives contracts reference prices, would decrease or increase respectively, the Company's total comprehensive income by € 4,8 million as at 31 December 2023 (2022: € 0,7 million). In case of price decreases, this figure is offset with the respective losses arising from the Company's oil stocks.

(iii) Cash flow and fair value interest rate risk

The Company's income and operating cash flows are substantially independent of changes in market interest rates. Borrowings issued at variable rates expose the Company to cash flow interest rate risk, while borrowings issued at fixed rates expose the Company to fair value interest rate risk. The Company's borrowings are all of variable rates of interest. Depending on the levels of net debt at any given period of time, any change in the base interest rates (EURIBOR), has a proportionate impact on the Company's results. At 31 December 2023, if interest rates on Euro denominated borrowings had been 0,5% higher with all other variables held constant, pre-tax profit for the year would have been € 0,5 million lower (2022: € 0,1 million higher losses).

(b) Credit risk

Credit risk is managed by the Company's Management. Credit risk arises from cash and cash equivalents, derivative financial instruments, as well as credit exposures to customers, including outstanding receivables and committed transactions. If customers are independently rated, these ratings are used. Otherwise, if there is no independent rating, the credit quality of the customer is assessed, taking into account its financial position, past experience and other factors. The utilization of credit limits and indication of impairment are regularly monitored.

The counterparties of the derivative financial instruments are local Greek Banks with credit rating either BB or BB- from Fitch.

The Financial instruments that have the major credit exposure are as follows:

	<b>31 December 2023</b>	<b>31 December 2022</b>
Trade and other receivables	17.876	23.419
Derivative financial instruments	12.735	-
Cash and cash equivalents	306	11
<b>Total</b>	<b>30.917</b>	<b>23.430</b>

*(c) Liquidity risk*

Prudent liquidity risk management entails maintaining sufficient cash, by securing the availability of funding through the issued bond loan and the credit terms of the fee agreements entered into with third parties. In that way, the Company fully meets, its working capital needs. Further details of the bond loan are provided in note 14, “Borrowings”.

The table below analyses the Company’s financial liabilities and net-settled derivative financial liabilities into relevant maturity groupings based on the remaining period from the balance sheet to the contractual maturity date. The amounts disclosed in the table are the contractual cash flows. Trade and other payables equal their carrying balance as the impact of discounting is not significant.

<b>31 December 2023</b>					
	Up to 1 year	1 to 2 years	2 to 5 years	Total	Carrying amount
<b>Liabilities</b>					
Bond Loans	5.606	101.289	-	<b>106.895</b>	100.908
Lease liabilities	38.774	38.774	34.896	<b>112.444</b>	102.065
Trade and other payables	18.936	-	-	<b>18.936</b>	18.936
	<b>63.316</b>	<b>140.063</b>	<b>34.896</b>	<b>238.275</b>	<b>221.909</b>
<b>31 December 2022</b>					
	Up to 1 year	1 to 2 years	2 to 5 years	Total	Carrying amount
<b>Liabilities</b>					
Bond Loans	15.295	-	-	<b>15.295</b>	15.102
Lease liabilities	26.079	26.079	49.551	<b>101.709</b>	96.714
Derivatives	1.062	-	-	<b>1.062</b>	1.062
Trade and other payables	8.514	-	-	<b>8.514</b>	8.514
	<b>50.950</b>	<b>26.079</b>	<b>49.551</b>	<b>126.580</b>	<b>121.392</b>

*(d) Economic Risk -Macroeconomic environment*

The international refining environment in 2023 continued to exhibit volatility, albeit to a lesser extent compared to 2022. Both the demand for and production of crude oil were impacted by tensions in Ukraine, the EU's decisions regarding sanctions against Russia, geopolitical tensions in the Middle East, the decisions made by crude oil producing nations regarding oil supply, the expansion of global refining capacity due to the operation of new refineries, and the levels of refinery production, both regionally and globally.

The Company does not operate in the affected areas, nor does it have a large exposure to commodities affected by the crisis in the abovementioned regions, therefore its financials have not been affected. Especially given the risks of the Red Sea crisis, the Company is not exposed to any Supply risk. However, management is closely monitoring developments, it continuously assesses the situation and its possible impact and is ready to take promptly all the necessary and effective measures and actions to minimize any impact on its business.



Although Management cannot fully predict any potential development in the Greek and global economy, based on its assessment, has concluded that there is no need for any additional provisions for impairment of the financial and on-financial assets of the Company as at 31 December 2023.

### 3.2 Capital risk management

The Company's objective with respect to capital structure, which includes both equity and debt funding, is to safeguard its ability to continue as a going concern and to have in place an optimal capital structure from a cost perspective.

Consistent with others in the industry, the Company monitors capital on the basis of the gearing ratio. The ratio is calculated as net debt divided by total capital employed. Net debt is calculated as total borrowings (including "current and non-current borrowings" as shown in the Statement of Financial Position) less "Cash & Cash equivalents". Total capital employed is calculated as "Total Equity" as shown in the Statement of Financial Position plus net debt.

Due to the nature of the Company's operations the gearing ratio is high.

The gearing ratio as at 31 December 2023 and 2022 was as follows:

	<b>31 December 2023</b>	<b>31 December 2022</b>
Total Borrowings (Note 14)	100.153	15.102
Less: Cash and equivalents (Note 9)	(306)	(11)
<b>Net Debt</b>	<b>99.847</b>	<b>15.091</b>
Total Equity	7.674	12.682
<b>Total capital employed</b>	<b>107.521</b>	<b>27.773</b>
<b>Gearing ratio</b>	<b><u>93%</u></b>	<b><u>54%</u></b>
Lease liabilities	102.065	96.714
<b>Net debt (incl. lease liabilities)</b>	<b>201.912</b>	<b>111.816</b>
<b>Total Capital Employed (incl. lease liabilities)</b>	<b>209.586</b>	<b>124.487</b>
<b>Gearing ratio (incl. lease liabilities)</b>	<b><u>96%</u></b>	<b><u>90%</u></b>

### 3.3 Fair value estimation

The table below analyses financial instruments carried at fair value, by valuation method. The different levels are defined as follows:

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

The following table presents the Company's assets and liabilities that are measured at fair value at 31 December 2023 and 2022:

<b>As at 31 December 2023</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>
Assets	-	12.735	-
Liabilities	-	-	-
<b>Derivatives financial instruments</b>	-	<b>12.735</b>	-
<hr/>			
<b>As at 31 December 2022</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>
Assets	-	-	-
Liabilities	-	1.062	-
<b>Derivatives financial instruments</b>	-	<b>1.062</b>	-

The valuation prices for Company's derivatives are provided by financial institutions and are based on marketable data (traded futures).

The fair value of financial instruments traded in active markets (such as publicly traded derivatives) is based on quoted market prices at the balance sheet date. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. These instruments are included in level 1.

The fair value of financial instruments that are not traded in an active market (for example, over-the-counter derivatives) is determined by using valuation techniques. These valuation techniques maximize the use of observable market data where it is available and rely as little as possible on entity specific estimates. If all significant inputs required to determine the fair value of an instrument are observable, the instrument is included in level 2.

If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

### **3.4 Reporting variance on valuation**

For risk management purposes the Company aims to maintain a fully hedged position through derivatives, which however are not designated as hedges and thus no hedge accounting is applied. The valuation of its oil stocks at the balance sheet date is done on the basis of the lower of cost and NRV (10 days average after the balance sheet date on a consistent basis) whereas the valuation of the derivative contracts is done on the basis of the forward prices prevailing at the balance sheet date and refer to the future date of closing the hedged position. The different basis of valuation creates a mismatch which may impact either positively or negatively the results of the Company. As of 31 December 2023, if the stock was sold and the derivative contract closed then the Company's loss would be the same (2022: € 3.6 million lower losses before tax).

## **4 Critical accounting estimates and judgements**

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

The Company 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 addressed below.

(a) *Recoverability of deferred tax assets*

Deferred tax assets include certain amounts which relate to carried forward tax losses. In most cases, such tax losses are available for set off for a limited period of time since they are incurred. The Company makes assumptions on whether these deferred tax assets will be recoverable using the estimated future taxable income based on the approved business plan.

(b) *NRV test*

The Company uses its judgement based on the experience in the industry to select the best estimate for future selling prices, on a consistent basis. An average of spot prices during a period close to the end of each reporting period is selected to be the basis for this estimate unless there is commitment or certainty that stock at the balance sheet date will be disposed in predetermined dates which alternatively form the basis of the NRV estimate.

## 5 Right-of-use assets

	<b>Oil Tanks</b>
<b>Cost</b>	
<b>As at 1 January 2022</b>	<b>192.534</b>
Modification	1.423
<b>As at 31 December 2022</b>	<b><u>193.957</u></b>
<b>Accumulated Depreciation</b>	
<b>As at 1 January 2022</b>	<b>74.066</b>
Charge for the period	24.385
<b>As at 31 December 2022</b>	<b><u>98.451</u></b>

	<b>Oil Tanks</b>
<b>Cost</b>	
<b>As at 1 January 2023</b>	<b>193.957</b>
Additions	84.130
Derecognition	(48.408)
Modification	(239)
<b>As at 31 December 2023</b>	<b><u>229.440</u></b>
<b>Accumulated Depreciation</b>	
<b>As at 1 January 2023</b>	<b>98.451</b>
Charge for the period	31.790
<b>As at 31 December 2023</b>	<b><u>130.241</u></b>
<b>Net Book Value at 31 December 2023</b>	<b><u>99.199</u></b>

The Company leases oil tanks from Hellenic Petroleum R.S.S.O.P.P. under a lease contract with a duration of 5 years (24.11.2021 – 24.11.2026). During April 2023, the lease contract was amended to increase the capacity of tanks leased, by adding additional tanks and replacing others.

## 6 Oil Stock held

	<b>31 December 2023</b>	<b>31 December 2022</b>
Crude oil	97.764	12.713
Unleaded gasoline	-	846
<b>Total</b>	<b>97.764</b>	<b>13.559</b>

The write-down of oil stock to its net realizable value recorded during 2023 was € 16,2 million and is included in "Cost of sales" in the Statement of Comprehensive Income. (2022: € 3,5 million)

As of 31 December 2023, oil stock represents compulsory stock obligation (CSO) delegated by Hellenic Petroleum R.S.S.O.P.P. to the Company under a CSO Delegation Agreement in line with the legal framework.

## 7 Deferred income tax asset/ (liability)

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes relate to the same fiscal authority. The offset amounts are presented below. The gross movement in the deferred income tax asset/(liability) is as follows:

	<b>31 December 2023</b>	<b>31 December 2022</b>
Beginning of the year	1.579	620
Income statement charge	(631)	959
<b>End of year</b>	<b>948</b>	<b>1.579</b>

Deferred tax relates to the tax effect of the following types of deductible/ (taxable) temporary differences:

	<b>As at 1 January 2022</b>	<b>Income statement charge</b>	<b>As at 31 December 2022</b>	<b>Income statement charge</b>	<b>As at 31 December 2023</b>
Unamortised up front loan fees	-	-	-	(164)	(164)
Valuation of derivative financial instruments	26	208	234	(3.035)	(2.801)
Inventory valuation	(219)	511	292	2.204	2.496
Tax losses	786	-	786	-	786
Right of use assets	(26.062)	5.051	(21.011)	(812)	(21.823)
Lease liabilities	26.089	(4.811)	21.278	1.176	22.454
<b>Net deferred income tax asset</b>	<b>620</b>	<b>959</b>	<b>1.579</b>	<b>(631)</b>	<b>948</b>

All the above amounts except for the Deferred Tax Asset on Tax losses which is expected to be utilized in the next 5-year period, will be utilized within the next twelve months. The tax losses for which no Deferred Tax Asset was recognised amount to € 5,9 mil (2022: € 14,7 mil).

## 8 Accounts receivable and other receivables

	<b>31 December 2023</b>	<b>31 December 2022</b>
Trade receivables	5.458	13.475
Other receivables	2.519	3.204
Contract assets	9.801	6.724
Prepaid expenses	98	16
<b>Total</b>	<b><u>17.876</u></b>	<b><u>23.419</u></b>

Trade receivables represent fee income receivable from related parties.

Other receivables represent mainly margin accounts of € 2,5 million (2022: € 2,5 million) maintained at financial institutions which serve as collateral against outstanding derivative transactions.

Contract assets represent accrued income in accordance with the agreements that the Company has in place. The whole amount of contract assets as of 31 December 2022 was fully invoiced during 2023.

As at 31 December 2023, there are no past due, doubtful or impaired receivables. In addition, there is no risk of impairment for trade receivable, since based on historical data the Company never incurred any such losses for the amount receivable from related parties.

## 9 Cash and cash equivalents

	<b>31 December 2023</b>	<b>31 December 2022</b>
Cash at bank	<u>306</u>	<u>11</u>
<b>Total cash and cash equivalents</b>	<b><u>306</u></b>	<b><u>11</u></b>

All cash and cash equivalents are denominated in Euro and are readily available.

## 10 Share capital

	<b>Number of shares (authorised and issued)</b>	<b>Nominal Value</b>	<b>Total Share Capital</b>
<b>As at 31 December 2023 and 2022</b>	<b><u>666.667</u></b>	<b><u>3,00</u></b>	<b><u>2.000.001</u></b>

The amounts in the above table are stated in Euro.

All ordinary shares were authorized, issued and fully paid. The nominal value of each ordinary share is € 3,00 (2022: € 3,00).

The bond loan restricts the issue of any shares, payment of dividends or any other distribution to shareholders unless the Company obtains bondholders consent.

## 11 Retained earnings and reserves

	Retained Earnings	Statutory reserve	Total
<b>Balance at 1 January 2022</b>	<b>13.034</b>	<b>667</b>	<b>13.701</b>
Profit/ (loss) after tax	(3.019)	-	<b>(3.019)</b>
<b>Balance at 31 December 2022</b>	<b>10.015</b>	<b>667</b>	<b>10.682</b>
<b>Balance at 1 January 2023</b>	<b>10.015</b>	<b>667</b>	<b>10.682</b>
Profit/ (loss) after tax	(5.008)	-	<b>(5.008)</b>
<b>Balance at 31 December 2023</b>	<b>5.007</b>	<b>667</b>	<b>5.674</b>

### *Statutory reserves*

Under Greek law, corporations are required to transfer a minimum of 5% of their annual net profit as reflected in their statutory books to a statutory reserve until such reserve equals one third of outstanding share capital. This reserve cannot be distributed during the existence of the corporation but can be used to offset accumulated losses. Profit appropriation has to be approved by the Shareholder's General assembly.

## 12 Trade and other payables

	31 December 2023	31 December 2022
Trade payables	14.297	8.442
Accrued Expenses	3.812	35
Other payables	827	37
<b>Total</b>	<b>18.936</b>	<b>8.514</b>

Accrued expenses are mainly comprised of amounts accrued in respect of the services rendered (i.e. lease and operation of tanks).

The fair value of trade and other payables approximate their carrying amount as they relate to short term and interest free liabilities.

## 13 Derivative financial instruments

Commodity Derivative type	31 December 2023		
		Assets	Liabilities
	<u>Bbls'000</u>	€	€
Commodity Swaps maturing in April 2024	1.376	12.735	-
<b>Total</b>	<b>1.376</b>	<b>12.735</b>	<b>-</b>
	31 December 2022		
		Assets	Liabilities
	<u>Bbls'000</u>	€	€
Commodity Swaps maturing in April 2023	178	-	1.062
<b>Total</b>	<b>178</b>	<b>-</b>	<b>1.062</b>

The Company uses derivative financial instruments to manage certain exposures to fluctuations in commodity prices and foreign currency exchange rates on a highly probable forecast transaction. As at 31 December 2023 and 2022 derivative financial instruments included in the Statement of Financial Position are stated at their fair value.

The maximum exposure to credit risk at the reporting date is the fair value of potential derivative liabilities in the statement of financial position.

## 14 Borrowings

As of 31 December 2022, borrowings amounted to € 15 million. On 27 April 2023, the Company refinanced its bond loan with a new bond loan with a nominal amount of € 150 million maturing on April 2025. The outstanding amount of the bond loan as of 31 December 2023 is € 100 million.

The effective interest rate for the year ending 2023 and 2022 was 4,8% and 3,0% respectively, comprising of the margin, Euribor and amortisation of loan fees.

The carrying amounts of the Company's borrowings which approximate their fair value are denominated in Euro.

Below is a table listing notional amount, accrued interest and unamortized fees composing borrowings:

	<b>31 December 2023</b>	<b>31 December 2022</b>
<b>Current interest bearing loans and borrowings</b>		
Notional amount	-	15.000
Accrued Interest Expense	908	102
Unamortized upfront fees	(572)	-
<b>Current interest bearing loans and borrowings</b>	<b>336</b>	<b>15.102</b>
<b>Non - Current interest bearing loans and borrowings</b>		
Notional amount	100.000	-
Accrued Interest Expense	-	-
Unamortized upfront fees	(183)	-
<b>Total non - current interest bearing loans and borrowings</b>	<b>99.817</b>	<b>-</b>

The movement of the loans carrying amount has as follows:

	<b>1 January 2023</b>	<b>Cash flows borrowings proceeds</b>	<b>Cash flows borrowings repayments</b>	<b>Cash flows interest &amp; fees paid</b>	<b>Non-cash movements</b>	<b>31 December 2023</b>
	€	€	€	€	€	€
Interest bearing loans and borrowings	15.102	100.000	(15.000)	(4.653)	4.704	100.153
<b>Total</b>	<b>15.102</b>	<b>100.000</b>	<b>(15.000)</b>	<b>(4.653)</b>	<b>4.704</b>	<b>100.153</b>

	1 January 2022	Cash flows borrowings proceeds	Cash flows borrowings repayments	Cash flows interest & fees paid	Non-cash movements	31 December 2022
	€	€	€	€	€	€
Interest bearing loans and borrowings	15.062	-	-	(335)	375	15.102
<b>Total</b>	<b>15.062</b>	<b>-</b>	<b>-</b>	<b>(335)</b>	<b>375</b>	<b>15.102</b>

## 15 Revenue from contracts with customers

	31 December 2023	31 December 2022
Sale of services CSO fees	18.342	5.418
Sale of services Storage fees	36.858	30.194
<b>Total</b>	<b>55.199</b>	<b>35.612</b>

All sales are provided exclusively in Greece to related parties. Sales represent fees charged to Hellenic Petroleum R.S.S.O.P.P in accordance with a CSO Delegation agreement and a Storage Agreement that have been put in place.

The delegation fee is calculated based upon the requirements of the legal framework which stipulate that it should be based upon the operating costs of storing safety stocks and a reasonable return for capital employed in the storage operations.

## 16 Cost of sales

	31 December 2023	31 December 2022
Cost of services rendered	6.005	4.383
Depreciation of right of use assets	31.790	24.385
Gain on derecognition of leases	(732)	-
(Gains) /Losses arising from goods sold incidental to main revenue generating activity	(14.698)	(5.306)
Stock Devaluation	16.520	3.585
(Gains)/ losses in derivative financial instruments	9.453	9.044
<b>Total</b>	<b>48.338</b>	<b>36.091</b>

The analysis of (gains) / losses of derivatives financial instruments are as follows:

	31 December 2023	31 December 2022
Realized (gains)/ losses of the year	22.188	7.984
Unrealized (gains)/losses at year end	(12.735)	1.062
<b>Total</b>	<b>9.453</b>	<b>9.044</b>



## 17 Finance expenses

	31 December 2023	31 December 2022
<b>Finance Expense:</b>		
Interest expense	(4.264)	(442)
Other finance costs	(440)	(8)
Lease finance cost	(6.332)	(2.786)
<b>Total Finance Expense</b>	<b>(11.036)</b>	<b>(3.236)</b>

## 18 Lease liabilities

Set out below are the carrying amounts of lease liabilities and the movements during the period:

<b>As at 1 January 2022</b>	<b>118.584</b>
Modification	1.423
Interest Cost	2.786
Repayment - principal & interest	(26.079)
<b>At 31 December 2022</b>	<b>96.714</b>
<b>As at 1 January 2023</b>	<b>96.714</b>
Additions	84.130
Derecognition	(49.142)
Modification	(239)
Interest Cost	6.332
Repayment – principal & interest	(35.730)
<b>At 31 December 2023</b>	<b>102.065</b>
<b>Current</b>	<b>33.014</b>
<b>Non-current</b>	<b>69.051</b>

The following are the amounts recognized in the statement of comprehensive income:

	31 December 2023	31 December 2022
Depreciation expense for right-of-use assets	31.790	24.385
Interest expense on lease liabilities	6.332	2.786
<b>Total amount recognised in statement of comprehensive income</b>	<b>38.122</b>	<b>27.171</b>

The maturity table of the undiscounted cash flows of the lease liabilities is presented below (Note 5):

	Less than 1 year	Between 1 and 5 years	Total
<b>31 December 2023</b>			
Lease liability	38.774	73.670	112.444

## 19 Income tax expense

	<b>31 December 2023</b>	<b>31 December 2022</b>
Deferred tax	(631)	959
<b>Total</b>	<b>(631)</b>	<b>959</b>

The corporate income tax rate of legal entities in Greece for 2023 is 22% (2022: 22%).

In accordance with the applicable tax provisions, tax audits are conducted as follows:

	<b>31 December 2023</b>	<b>31 December 2022</b>
<b>Profit / (Loss) before Tax</b>	<b>(4.377)</b>	<b>(3.978)</b>
Tax calculated at corporation tax rate 22% (2022: 22%)	963	875
Surplus finance cost for which no Deferred tax asset was recognized	(521)	-
Current year's tax losses for which no deferred tax is recognized	(1.073)	84
<b>Tax (Charge) / Credit</b>	<b>(631)</b>	<b>959</b>
<b>Effective tax rate</b>	<b>14,42%</b>	<b>24,11%</b>

In accordance with thin capitalization rules the net interest expense is deductible up to 30% of tax EBITDA. The net interest expense that exceeds the EBITDA threshold and can be offset against future taxable profits without any time constraints as of 31 December 2023, amounted to € 6,7 million (31 December 2022: € 5,1 million).

For financial years ending 31 December 2011 onwards, Greek companies meeting certain criteria were subject to annual tax audits from their statutory auditors. This audit results in the issuance of a Tax Certificate, however the tax authorities reserve the right of future tax audit, taking into consideration the statute of limitation provisions. The Company has been audited by its respective statutory auditor and has obtained unqualified tax audit certificates for the fiscal years up to 2022 inclusive.

The Management considers that any additional taxes and surcharges that may arise from future audits by the tax authorities will not have a significant impact on the financial position and results of the Company. It is noted that according to the general provisions, financial years up to (and including) 2017 are time-barred.

The tax compliance examination for the tax year ended 31 December 2023 is currently in progress. Management believes that no additional material liabilities will arise, over those already recognized in the Financial Statements, as a result of the tax compliance audit which is in progress

## 20 Related party transactions

Included in the statement of comprehensive income are proceeds and expenses, which arise from transactions between the Company and related parties. Such transactions are mainly comprised of sales and purchases of goods and services in the ordinary course of business.

Transactions have been carried out with the following related parties:

- Hellenic Petroleum R.S.S.O.P.P S.A
- HELLENiQ Energy Holdings S.A
- HELLENiQ Energy Digital Single Member
- HELPE Real Estate Single Member
- Basil Capital Limited

During the year ended 31 December 2023, transactions and balances with the above related entities are as follows:

	<b>For the year ended</b>	
	<b>31 December 2023</b>	<b>31 December 2022</b>
<b>Sales of goods and services HELPE R.S.S.O.P.P</b>		
Sales of goods incidental to main revenue generating activity	142.542	39.216
Exchange of goods	193.038	34.978
Sales of Services	55.199	35.612
<b>Total</b>	<b>390.779</b>	<b>109.806</b>
<b>Purchases of goods and services</b>		
Purchases of good incidental to main revenue generating activity	228.572	34.288
Exchange of goods - HELPE R.S.S.O.P.P	193.038	34.978
Purchases of Services -HELPE R.S.S.O.P.P	41.734	31.553
Purchases of Services -HELLENiQ Energy Holdings	-	5
Purchases of Services -HELLENiQ Energy Digital	6	5
Leasing HELPE Real Estate	5	4
Purchases of Services- Basil Capital Limited	13	14
<b>Total</b>	<b>463.368</b>	<b>100.847</b>
<b>Balances due to / from related parties</b>		
	<b>31 December 2023</b>	<b>31 December 2022</b>
<b>Balances due from related parties</b>		
HELPE R.S.S.O.P.P.	5.457	13.475
HELLENiQ Energy Holdings	-	1
<b>Total</b>	<b>5.457</b>	<b>13.476</b>
<b>Balances due to related parties</b>		
HELPE R.S S.O.P.P.	(14.286)	(8.439)
HELLENiQ Energy Digital	-	(1)
HELPE Real Estate	(1)	(2)
<b>Total</b>	<b>(14.287)</b>	<b>(8.442)</b>
<b>Net balances to related parties</b>	<b>(8.830)</b>	<b>5.034</b>

Included in the statement of financial position are balances which have arisen from sales/purchases of goods and services in the ordinary course of business on an arm's length basis. The variances in the amounts and balances as compared with the prior year figures, depend on the amount of transaction that took place during the year as well as oil prices on the dates of the transaction.

Sale of services represent co-storage rentals and delegation fees for the stockholding of compulsory stocks while purchase of services represent tank operation and tank rental fees. Furthermore, purchase of services from HELPE R.S S.O.P.P. include depreciation of right of use assets (Note 16) and lease finance costs (Note 17).

The delegation fee is calculated based upon the requirements of the legal framework which stipulate that it should be based upon the operating costs of storing safety stocks and a reasonable return for capital employed in the storage operations.

The natural directors did not receive any remuneration from their employer related to the services rendered as a director of the Company (2022 nil). Personal Director services were provided by Basil Capital Limited ("Basil") who appointed a physical director up to March 2024. Total management fees charged to OTSM during the year amounted to € 13 (2022: € 14).

## **21 Commitments and contingencies**

### *(a) Litigation*

The Company is not involved in any pending litigation.

### *(b) Put and call option*

The Company is counterparty to outstanding put and call option agreements with HELPE to sell oil stock to HELPE on 27 April 2024. The put and call options may be exercised by either counterparty at any time before these dates under certain conditions. The value of these options (put and call) is immaterial due to the fact that the terms of the agreement are such that the transaction will be market priced resulting in zero payoff at any time of exercise.

## **22 Events after the end of the reporting period**

No material events took place after the end of the reporting period and up to the date of the publication of the financial statements.