

half yearly financial report

Please see attached the half year financial report for 2020

Attachment:

1. **half year financial report**

Non Regulated

Publication Date: 30/09/2020

THE MALL OF ENGOMI (ME) PLC
UNAUDITED CONDENSED INTERIM
FINANCIAL STATEMENTS
FOR THE PERIOD FROM 1 JANUARY 2020 TO 30
JUNE 2020

THE MALL OF ENGOMI (ME) PLC

UNAUDITED CONDENSED INTERIM FINANCIAL STATEMENTS FOR THE PERIOD FROM 1 JANUARY 2020 TO 30 JUNE 2020

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THE MALL OF ENGOMI (ME) PLC

BOARD OF DIRECTORS AND OTHER OFFICERS

Board of Directors:	Martin Olivier George Mouskides Takis Christodoulou John George Mavrokordatos
Company Secretary:	Montrago Services Limited
Legal Advisers:	Elias Neocleous & Co LLC
Registered office:	3 Verginas Street The Mall of Cyprus Strovolos 2025, Nicosia Cyprus
Bankers:	Bank of Cyprus Public Company Ltd Eurobank Cyprus Ltd
Registration number:	HE75033

THE MALL OF ENGOMI (ME) PLC

MANAGEMENT REPORT

The Board of Directors of The Mall of Engomi (ME) Plc (the "Company") presents its Management Report and unaudited condensed interim financial statements of the Company for the period from 1 January 2020 to 30 June 2020.

Principal activities and nature of operations of the Company

The principal activity of the Company, which is unchanged from last period, is the leasing/granting of rights of use of space of its property, the shopping Mall "The Mall of Engomi", for retail/commercial purposes.

Review of current position, and performance of the Company's business

The Company's turnover for the period from 1 January 2020 to 30 June 2020 was €1.443.264 compared to €1.875.044 (restated) for the period ended 30 June 2019. The operating loss of the Company for the year was €721.552 (period ended 30 June 2019: profit €1.637.051).

The loss after tax of the Company for the period from 1 January 2020 to 30 June 2020 amounted to €793.687 (2019: profit of €1.072.859).

On 30 June 2020 the total assets of the Company were €43.324.993 (31 December 2019: €44.649.147) and the net assets of the Company were €22.436.828 (31 December 2019: €23.230.515). The financial position, development and performance of the Company as presented in these unaudited condensed interim financial statements are considered satisfactory.

Principal risks and uncertainties

The principal risks and uncertainties faced by the Company are disclosed in note 1 of the condensed interim financial statements.

Future developments of the Company

The Board of Directors does not expect any significant changes in the operations, financial position and performance of the Company in the foreseeable future. Recognising the need to react to competition and for maximisation of the potential of the property owned, the Company has entered into a process of putting together a comprehensive redevelopment plan, which will aim at upgrading the Mall of Engomi to meet changing market needs and challenges. The said process is currently at the initial stage of redevelopment, and is expected to be completed within year 2021.

Existence of branches

The Company does not maintain any branches.

Use of financial instruments by the Company

The Company is primarily exposed to interest rate risk, credit risk, liquidity risk and capital risk.

The Company's risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Company's financial performance. Risk management is carried out by Management and approved by the Board of Directors. Management identifies, evaluates and hedges financial risks in close co-operation with the Company's operating units. The Board provides written principles and / or oral for overall risk management, as well as written and / or oral policies covering specific areas, such as interest rate risk, credit risk, and investment of excess liquidity.

Interest rate risk

The Company's interest rate risk arises from long-term borrowings. Borrowings issued at variable rates expose the Company to cash flow interest rate risk. Borrowings at fixed rates expose the Company to fair value interest rate risk. All borrowings as at 30 June 2020 are at variable rates.

As at 30 June 2020, the Company's liabilities which bore variable interest rates amounted to €17.549.545. The Company's management monitors the interest rate fluctuations on a continuous basis and acts accordingly. The Company does not apply hedge accounting for cash flow interest rate risk.

THE MALL OF ENGOMI (ME) PLC

MANAGEMENT REPORT

Credit risk

Credit risk arises from cash and cash equivalents, deposits with banks and financial institutions, contractual cash flows of debt instruments carried at amortised cost, as well as credit exposures to tenants, including outstanding receivables and committed transactions.

Credit risk is managed on a group basis. For banks and financial institutions, only those that are highly rated by the Board of Directors are accepted as counterparties. If lessees / users are independently rated, these ratings are used. Otherwise, if there is no independent rating, management assesses the credit quality of the lessees / users, 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 lessee / user in accordance with limits set by the Board. The utilisation of credit limits is regularly monitored. No credit limits were exceeded during the reporting period, and management does not expect any losses from non performance by these counterparties. Sales to lessees / users are settled in cash or using major credit cards.

As at 30 June 2020 the Company's credit risk arises from trade receivables amounting to €594.781, loans receivable from related parties amounting to €3.815.824 and bank balances amounting to €1.036.572.

Liquidity risk

Management monitors the current liquidity position of the Company based on expected cash flows and expected revenue receipts. On a long-term basis, liquidity risk is defined based on the expected future cash flows at the time of entering into new credit facilities or loans and based on budgeted forecasts. Management believes that it is successful in managing the Company's liquidity risk.

Capital risk management

The Company's objectives in managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

The Company monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings minus cash and cash equivalents. Total capital is calculated as "equity" as shown in the statement of financial position plus net debt. As at 30 June 2020 the Company's net debt amounted to €16.512.900 (31 December 2019: €16.968.909) and total equity of €22.436.828 (31 December 2019: €23.230.515) leading to a gearing ratio of 42,40% (2019: 41,96%).

Results

The Company's results for the period are set out on page 6.

Dividends

The Board of Directors does not recommend the payment of a dividend.

Share capital

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

Operating Environment of the Company

The Cyprus economy recorded positive growth in 2018 and 2019 after overcoming the economic recession of recent years. The overall economic outlook of the economy is challenged by downside risks emanating from the still high levels of non-performing loans, the public debt ratio as well as possible deterioration of the external environment for Cyprus. This operating environment has a significant impact on the Company's operations and financial position. Management is taking necessary measures to ensure sustainability of the Company's operations. However, the future effects of the current economic situation are difficult to predict and management's current expectations and estimates could differ from actual results, particularly due to the recent outbreak and rapid development of the corona virus disease (Covid-19). Further details are presented in Note 1.

THE MALL OF ENGOMI (ME) PLC

MANAGEMENT REPORT

Board of Directors

The members of the Company's Board of Directors as at 30 June 2020 and at the date of this report are presented on page 1. All of them were members of the Board of Directors throughout the period from 1 January 2020 to 30 June 2020.

Events after the reporting period

Any significant events that occurred after the end of the reporting period are described in note 24 to the financial statements.

Main shareholders and related party transactions

The following shareholders of the Company held directly or indirectly over 5% of the Company's issued share capital:

	30 June 2020 Percentage of shareholding %	29 September 2020 Percentage of shareholding %
Direct shareholder:		
Atterbury Cyprus Limited	99,50	99,50
Indirect shareholders (through their indirect holdings in Atterbury Limited):		
RMH Property Holdco 2 (Pty) Ltd (South Africa)	36,38	36,38
Business Venture Investments No 1360 (Pty) Ltd (South Africa)	24,25	24,25
Brightbridge Real Estate Ltd	36,38	36,38

By order of the Board of Directors,



Montrago Services Limited
Secretary

Nicosia, 29 September 2020

MONTRAGO SERVICES LIMITED

THE MALL OF ENGOMI (ME) PLC

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

In accordance with Article 10 sections (3e) and (7) of the Transparency Requirements (Traded Securities in Regulated Markets) Law 2007 (N 100 (I)/2007) ("the Law") we, the members of the Board of Directors and the Company official responsible for the financial statements of The Mall of Engomi (ME) Plc (the "Company") for the six months ended 30 June 2020, on the basis of our knowledge, declare that:

(a) The financial statements of the Company which are presented on pages 6 to 27:

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

(ii) provide a true and fair view of assets and liabilities, the financial position and profit or loss of the Company, and

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

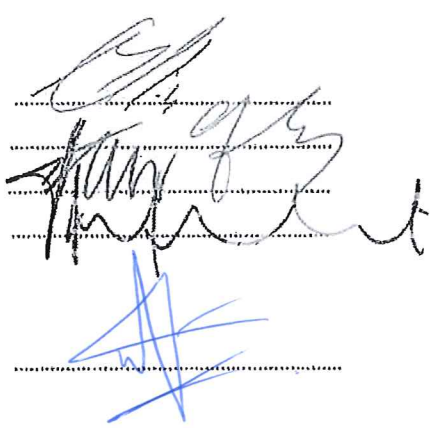
Members of the Board of Directors:

Martin Olivier - Director

George Mouskides - Director

Takis Christodoulou - Director

John George Mavrokordatos - Director

The block contains five handwritten signatures in black ink, each positioned above a horizontal dotted line. The signatures correspond to the names listed on the left: Martin Olivier, George Mouskides, Takis Christodoulou, John George Mavrokordatos, and Antonia Constantinou. The signature of Antonia Constantinou is written in blue ink.

Responsible for the preparation of the financial statements:

Antonia Constantinou (Financial Controller)

Nicosia, 29 September 2020

THE MALL OF ENGOMI (ME) PLC

CONDENSED INTERIM STATEMENT OF COMPREHENSIVE INCOME FOR THE PERIOD FROM 1 JANUARY 2020 TO 30 JUNE 2020

		Six months ended 30 June 2020	Six months ended 30 June 2019 (restated)
	Note	€	€
Rights for use of space and other income	5	1.443.264	1.875.044
Other income	6	124.318	82.241
Fair value loss on investment property	7	(1.946.217)	-
Administration and other operating expenses	8	<u>(342.917)</u>	<u>(320.234)</u>
Operating (loss)/profit		<u>(721.552)</u>	1.637.051
Net finance costs	9	<u>(384.742)</u>	<u>(410.567)</u>
(Loss)/profit before tax		(1.106.294)	1.226.484
Income tax credit/ (expense)	10	<u>312.607</u>	<u>(153.625)</u>
(Loss)/profit for the period		(793.687)	1.072.859
Other comprehensive income		-	-
Total comprehensive (loss)/ income for the period		<u>(793.687)</u>	<u>1.072.859</u>
(Loss)/Earnings per share attributable to the Company's shareholders	11	<u>(0,08)</u>	<u>0,11</u>


The notes on pages 10 to 27 form an integral part of these condensed interim financial statements.

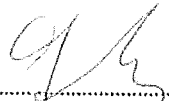
THE MALL OF ENGOMI (ME) PLC

CONDENSED INTERIM STATEMENT OF FINANCIAL POSITION AT 30 JUNE 2020

	Note	30 June 2020 €	31 December 2019 (audited) €
ASSETS			
Non-current assets			
Property and equipment		743	1,444
Investment property	12	<u>37,900,000</u>	<u>39,800,000</u>
		<u>37,900,743</u>	<u>39,801,444</u>
Current assets			
Trade and other receivables	14	571,781	382,947
Loans receivable	13	3,815,824	3,807,035
Cash at bank and in hand	16	<u>1,036,645</u>	<u>657,721</u>
		<u>5,424,250</u>	<u>4,847,703</u>
TOTAL ASSETS		<u><u>43,324,993</u></u>	<u><u>44,649,147</u></u>
EQUITY AND LIABILITIES			
Equity			
Share capital	16	1,000,000	1,000,000
Capital reserve		212,687	212,687
Retained earnings		<u>21,224,141</u>	<u>22,017,828</u>
Total equity		<u>22,436,828</u>	<u>23,230,515</u>
Non-current liabilities			
Borrowings	17	16,915,860	16,333,446
Trade and other payables	19	570,207	714,469
Deferred tax liabilities	18	<u>2,270,308</u>	<u>2,637,712</u>
		<u>19,756,375</u>	<u>19,685,627</u>
Current liabilities			
Trade and other payables	19	437,788	405,926
Borrowings	17	606,511	1,293,184
Current tax liabilities	20	<u>87,491</u>	<u>33,895</u>
		<u>1,131,790</u>	<u>1,733,005</u>
Total liabilities		<u>20,888,165</u>	<u>21,418,632</u>
TOTAL EQUITY AND LIABILITIES		<u><u>43,324,993</u></u>	<u><u>44,649,147</u></u>

On 29 September 2020 the Board of Directors of The Mall of Engomi (ME) Plc authorised these financial statements for issue.


John George Mavrokordatos
Director


George Mouskides
Director

The notes on pages 10 to 27 form an integral part of these condensed interim financial statements.

THE MALL OF ENGOMI (ME) PLC

CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD FROM 1 JANUARY 2020 TO 30 JUNE 2020

	Share capital €	Capital reserve €	Retained earnings €	Total €
Balance at 1 January 2019	1.000.000	212.687	19.376.414	20.589.101
Comprehensive income				
Net profit for the period	-	-	1.072.859	1.072.859
Balance at 30 June 2019	1.000.000	212.687	20.449.273	21.661.960
Balance at 1 January 2020	1.000.000	212.687	22.017.828	23.230.515
Comprehensive income				
Net loss for the period	-	-	(793.687)	(793.687)
Balance at 30 June 2020	1.000.000	212.687	21.224.141	22.436.828

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% and GHS contribution at 1.7%-2,65% for deemed distributions after 1 March 2019 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 10 to 27 form an integral part of these condensed interim financial statements.

THE MALL OF ENGOMI (ME) PLC

CONDENSED INTERIM STATEMENT OF CASH FLOWS FOR THE PERIOD FROM 1 JANUARY 2020 TO 30 JUNE 2020

		Six months ended 30 June 2020	Six months ended 30 June 2019
	Note	€	€
CASH FLOWS FROM OPERATING ACTIVITIES			
(Loss)/profit before tax		(1.106.294)	1.226.484
Adjustments for:			
Depreciation of property and equipment		701	2.048
Fair value losses on investment property	7	1.946.217	-
Impairment charge - trade receivables	14	23.000	-
Interest income	6	(85.082)	(60.784)
Finance costs	9	384.742	410.567
		<u>1.163.284</u>	<u>1.578.315</u>
Changes in working capital:			
Changes in working capital		<u>(294.159)</u>	<u>(66.336)</u>
Cash generated from operations		869.125	1.511.979
Income tax paid		-	(1.243)
Net cash generated from operating activities		<u>869.125</u>	<u>1.510.736</u>
CASH FLOWS FROM INVESTING ACTIVITIES			
Loans granted to related parties		-	(1.862.359)
Loans repayments received from related parties		-	62.560
Net cash used in investing activities		<u>-</u>	<u>(1.799.799)</u>
CASH FLOWS FROM FINANCING ACTIVITIES			
Repayments of bank borrowings, including interest		(489.000)	(627.337)
Repayment of loans from subsidiary companies		-	(350.663)
Defence contribution on deemed distribution		(1.201)	-
Net cash used in financing activities		<u>(490.201)</u>	<u>(978.000)</u>
Net increase/(decrease) in cash and cash equivalents		378.924	(1.267.063)
Cash and cash equivalents at beginning of the period		<u>657.721</u>	<u>1.303.309</u>
Cash and cash equivalents at end of the period	15	<u>1.036.645</u>	<u>36.246</u>

The notes on pages 10 to 27 form an integral part of these condensed interim financial statements.

THE MALL OF ENGOMI (ME) PLC

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS FOR THE PERIOD FROM 1 JANUARY 2020 TO 30 JUNE 2020

1. Incorporation and principal activities

General

The unaudited condensed interim financial statements consist of the financial statements of The Mall of Engomi (ME) Plc. The condensed interim financial statements should be read in conjunction with the audited financial statements for the year ended 31 December 2019.

Unaudited financial statements

The condensed interim financial statements for the six months ended on 30 June 2020, have not been audited by the external auditors of the Company.

Operating Environment of the Company

The Cyprus economy recorded positive growth in 2019 and 2020 after overcoming the economic recession of recent years. The overall economic outlook is challenged by downside risks emanating from the still high levels of non performing loans, the public debt ratio as well as possible deterioration of the external environment for Cyprus. This operating environment has a significant impact on the Company's operations and financial position. Management is taking necessary measures to ensure sustainability of the Company's operations. However, the future effects of the current economic situation are difficult to predict and management's current expectations and estimates could differ from actual results, particularly due to the recent outbreak and rapid development of the corona virus disease (COVID-19).

Outbreak of COVID-19

(i) General considerations

With the recent and rapid development of the Coronavirus (COVID 19) outbreak the world economy entered a period of unprecedented health care crisis that has already started causing considerable global disruption in business activities and everyday life. Many countries have adopted extraordinary and economically costly containment measures requiring in some cases companies to limit or even suspend normal business operations and governments to implement restrictions on travelling as well as strict quarantine measures.

Certain industries such as tourism, hospitality and entertainment have been disrupted significantly by these measures whereas others like manufacturing and financial services are expected to incur indirect losses. Considering the above unfortunate circumstances, the pace at which the outbreak expands and because of the high level of uncertainties due to the unpredictable outcome of this outbreak, the financial effect of the current crisis on the global economy and the overall business activities going forward is not possible to be estimated with reasonable certainty at this stage.

(ii) Country-wide measures

In Cyprus, following the extraordinary meeting of the Council of Ministers of the Republic that took place on 15 March 2020 and considering the fluid situation as it unfolds daily given the growing spread of the Coronavirus (COVID 19) and based on the World Health Organization's data on the situation, the Council of Ministers announced that it considers that Cyprus is entering a state of emergency. To this end, certain measures were taken with a view to safeguarding public health and ensuring the economic survival of working people, businesses, economically vulnerable groups and the economy at large. More specifically, new entry regulations have been announced with regard to protecting the population from a further spread of the disease tightening the entry of individuals in Cyprus. Additionally, a considerable number of private businesses of different types was forced to remain closed from Monday, 16th of March 2020 and for a period of four weeks. In addition, on 23 March 2020, by announcement of the President of the Republic, it was clarified that all retailers (with very limited exceptions) should be suspending their operations until further notice.

Following the improvement of the situation and the containment of the spread of the pandemic, the Government concluded on the gradual relaxation of the previously imposed measures in three phases as follows:

THE MALL OF ENGOMI (ME) PLC

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS FOR THE PERIOD FROM 1 JANUARY 2020 TO 30 JUNE 2020

Phase 1, between 4 and 20 May 2020: During this phase the following industries/sectors resumed operations:

- The construction sector and all related economic industries
- Retail trade, except those housed inside shopping malls department stores.
- Cruise ship parking for refuelling without disembarking passengers or replacing crews
- Replacement of crews for commercial vessels and the movement of private vessels to licensed areas, for mooring, maintenance and repair purpose
- Lyceums: only graduates of public and private secondary schools (from 11 May).
- The operation of planned surgeries, based on ceilings as determined by the Ministry of Health
- Dental Centres and Clinics
- Use of open or outdoor sports facilities only for high performance athletes included in the list of the Cyprus Olympic Committee, without the use of locker rooms, gyms or any other closed infrastructure
- Training for team sports only in open spaces, without the use of locker rooms, gyms or other closed related infrastructure. (from 18 May)
- Tourist and travel agencies
- Full operation of car washes
- Revision of directives for public transport (capacity up to 50%)

Phase 2, between 21 May and 8 June 2020: During this phase the following industries/sectors resumed operations:

- Hairdressing and beauty salons
- Outdoor catering services
- Libraries (from June 1)
- Museums, archaeological sites and historical sites (from June 1)
- Betting Agencies (from June 1)
- Ports in full operation (from 1 June), with the exception of disembarkation of passengers from cruise ships

Phase 3, between 9 June and 13 July 2020 : During this phase the following industries/sectors resumed operations:

- Shopping malls and department stores
- Airports and airlines (gradually and under conditions)
- Ports, service and cruise ships
- indoor and outdoor catering services
- Hotels
- Beaches: Prerequisite for maintaining a safe distance
- Theatres and open-air cinemas
- Gyms
- Sports Championships (without fans)
- Summer programs of private higher education schools

As a result of the above measures, the Mall reopened under safety measures during the third phase of the relaxation measures, on 9 June 2020.

(iii) Impact on the Company and its operations

The public policy measures put in place to contain the spread of the COVID-19 have resulted in significant operational disruption for the Company. During this time, the Company considers that the health, safety and wellbeing of all the Company's stakeholders remains the Company's highest priority. This approach will ensure the preservation and longevity of the assets and the business.

The Company considers of critical importance that long-standing relationships with stakeholders, being tenants, patrons, suppliers, service providers and financiers are maintained in all respects.

In terms of implementing practical measures to curb the spread of the virus, the Company's initial operational response included among other, the following:

- i. Hand sanitizers placed through the Malls (toilets, entrance ways, food court and offices);
- ii. Increased cleaning regime, paying particular attention to customer touch points (taps, toilet handles, soap dispenser, locks, handles, lift plates, escalator handrails, benches and management offices);

THE MALL OF ENGOMI (ME) PLC

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS FOR THE PERIOD FROM 1 JANUARY 2020 TO 30 JUNE 2020

- iii. Increased marketing and communication encouraging cleanliness and responsibility of our patrons through social media channels;
- iv. Reduction of electricity consumption; and
- v. Increased fresh air flow through the malls building to reduce the risks of the virus.

In compliance with the latest measures announced by the Government of Cyprus, the closure of the Mall of Engomi and the Mall of Cyprus started on 16 March 2020 and ended on 9 June 2020. The continued operation of supermarkets and certain restaurants fulfilling home delivery orders continued as permitted throughout the lockdown phase.

During the time of closure, there was a significant decrease in tenant revenue given the restriction on the stores that were allowed to trade.

(iv) Impact on liquidity/profitability and financial position

Management has considered the unique circumstances and the risk exposures of the Company and has concluded that the main impact on the Company's profitability/liquidity and financial position may arise from the following:

Interruption of operations

Management acknowledges the possibility that tenants will likely suffer financial losses/reduced performance. This is an issue that is being appropriately managed.

During the period of lockdown i.e. March to May 2020, all tenants were billed as normal in relation to monthly license fees. For tenants that were unable to trade due to government restrictions or whose insurance cover does not include business interruption, the Company made arrangements to absorb 50% of the license fees from 16th March 2020 up until the re-opening of the Shopping mall (i.e. June 9th) or until 30th of June (at the latest).

Reassessment of forecasts and budgets

In order to assess the actual and potential impact on the Company's financial position, financial performance and cash flows, management has undertaken a continuous process of reassessing its cash flow and profitability forecasts by incorporating downside scenarios to assess and reaffirm the entity's ability to continue in the normal course of business for a period of 12 months from the date of signing of these condensed interim financial statements. The reassessment process will be evaluated, as the changes to the pandemic evolve.

THE MALL OF ENGOMI (ME) PLC

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS FOR THE PERIOD FROM 1 JANUARY 2020 TO 30 JUNE 2020

In its comprehensive analysis, the Company has factored in among other, the following:

a. There has been an agreement between the Company and the Bank of Cyprus Public Company Ltd (which binds Eurobank Cyprus Ltd under the relevant loan syndication arrangements) and as a result no interest or principal loan instalments will be due for a period of nine months from April 2020. This significantly eases the short term monthly cash outflow obligations of the Company. The principal loan arrangements of the Company have been extended for such period of nine months further to their contractual maturity.

b. As a result of negotiations with the banks, measurement and monitoring of loan covenants for the above period is not considered suspended, but neither is it considered a source of imminent risk to the Company's operations. The Company is currently in full compliance with such covenants and expects to remain in such a position. The Company also expects that there should not be any issue concerning the Company's cross guarantee position in favour of fellow subsidiaries, as the latter's position and performance is expected to be sufficient to avoid any unfavourable developments that may burden the entity.

c. Short term credit facilities (bank overdrafts) are reviewed annually, and at this stage the Company expects to retain its facilities in line with the arrangements with the Bank.

d. The Company has obtained financial support in writing from its parent entity, so as to ensure that in the event of need, sufficient funds will be provided to the entity to meet its obligations into the short to medium term.

e. Alternative scenarios incorporate different assumptions about the date of recommencement of trading by tenants affected by the lockdown, as well as the impact of potential relaxation of claims over tenants during and post the lockdown period.

f. Potential delays in recovering debts are taken into account, to account for cash flow difficulties that may be faced by tenants, including the impact of increased expected credit losses.

g. Group financial support may be available by delaying/deferring settlements of amounts due to other Atterbury group companies, for easing cash flow pressures.

From the analysis performed, Management has concluded that there is no material uncertainty regarding the applicability of the going concern presumption for these financial statements. Management will continue to monitor the situation closely and assess additional measures as a fall back plan in case the period of disruption of operations becomes prolonged compared to what has been factored in its comprehensive analysis.

Property vacancies

During 2020, the Company entered into an agreement with an anchor tenant, to terminate occupancy effective from April 2020. Attributed to the terminated tenancy contracts is 27% of the Company's revenue for year 2019, 29% of future operating rentals as assessed on 31 December 2019, and approximately 23% of the property's total available area for leasing. Management is in the process of a property redevelopment plan, with the aim of achieving enhancements of the utilisation of the Mall of Engomi, including an improved mix of tenancy deals with respect to terms and targeted return. Management considers that, although the vacancy created will adversely impact income generation in the short term (which has been fully taken into account in its revised forecasting process) this event does not impact the viability of the Company, particularly due to the securement of financial support from the parent entity.

2. Adoption of new or revised standards and interpretations

During the current period the Company adopted all the new and revised International Financial Reporting Standards (IFRS) that are relevant to its operations and are effective for accounting periods beginning on 1 January 2020. This adoption did not have a material effect on the accounting policies of the Company.

THE MALL OF ENGOMI (ME) PLC

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS FOR THE PERIOD FROM 1 JANUARY 2020 TO 30 JUNE 2020

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

- Amendments to IAS 1 and IAS 8: Definition of Material (issued on 31 October 2018) (effective for annual periods beginning on or after 1 January 2020).

The amendments clarify the definition of material and how it should be applied by including in the definition guidance that until now has featured elsewhere in IFRS. In addition, the explanations accompanying the definition have been improved. Finally, the amendments ensure that the definition of material is consistent across all IFRS Standards. Information is material if omitting, misstating or obscuring it could reasonably be expected to influence the decisions that the primary users of general purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity.

- Amendments to References to the Conceptual Framework in IFRS Standards (effective for annual periods beginning on or after 1 January 2020)

In March 2018 the IASB issued a comprehensive set of concepts for financial reporting, the revised "Conceptual Framework for Financial Reporting" (Conceptual Framework), replacing the previous version issued in 2010. The main changes to the framework's principles have implications for how and when assets and liabilities are recognised and derecognised in the financial statements, while some of the concepts in the revised Framework are entirely new (such as the "practical ability" approach to liabilities". To assist companies with the transition, the IASB issued a separate accompanying document "Amendments to References to the Conceptual Framework in IFRS Standards". This document updates some references to previous versions of the Conceptual Framework in IFRS Standards, their accompanying documents and IFRS Practice Statements.

- Amendment to IFRS 3 Business Combinations (issued on 22 October 2018) (effective for annual periods beginning on or after 1 January 2020)

The amendments revise definition of a business. A business must have inputs and a substantive process that together significantly contribute to the ability to create outputs. The new guidance provides a framework to evaluate when an input and a substantive process are present, including for early stage companies that have not generated outputs. An organised workforce should be present as a condition for classification as a business if are no outputs. The definition of the term 'outputs' is narrowed to focus on goods and services provided to customers, generating investment income and other income, and it excludes returns in the form of lower costs and other economic benefits. It is also no longer necessary to assess whether market participants are capable of replacing missing elements or integrating the acquired activities and assets. An entity can apply a 'concentration test'. The assets acquired would not represent a business if substantially all of the fair value of gross assets acquired is concentrated in a single asset (or a group of similar assets).

3. Significant accounting policies

The principal accounting policies applied in the preparation of these condensed interim financial statements are consistent to those used in the audited financial statements for the period ended 31 December 2019, unless otherwise stated in relation to the application of the new IFRSs as from 1 January 2020.

The condensed interim financial statements of the Company have been prepared in accordance with the International Financial Reporting Standards (IFRS), as adopted by the European Union (EU), including International Accounting Standards (IAS) 34 "Interim Financial Reporting" and the requirements of the Cyprus Companies Law, Cap.113 and the Cyprus Stock Exchange Laws and Regulations.

Correction of prior period errors

THE MALL OF ENGOMI (ME) PLC

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS FOR THE PERIOD FROM 1 JANUARY 2020 TO 30 JUNE 2020

3. Significant accounting policies (continued)

The Company has reconsidered the accounting practice previously adopted (up to financial year 2018) with respect to netting off income generated from service charges, utilities and other allocations to tenants, against corresponding expenses incurred. In accordance to IFRS 15, "Revenue from Contracts with Customers":

- income which falls under the scope of IFRS 15, Revenue from Contracts with Customers, and where the Company acts as a Principal, may not be netted off against related expenses
- income generated from service charges, utilities and other allocations is a non-lease component of tenancy contracts with customers, as such IFRS 15 applies.

Having considered the above; and noting that in the vast majority of instances the Company exercises control over the flow of property management services provided to tenants (as stipulated in the standard license/lease agreements) - it has been concluded that there was an error in the application of IFRS 15 in the prior period and that the error is considered to be material. Given the requirements of the relevant IAS (in particular IAS 1 and IAS 8), a prior period adjustment was rendered necessary to restate the comparative financial information in the 2020 condensed interim financial statements of the Company.

The restatement resulted in presenting the gross revenue from services charges, utilities and other property management costs to tenants; as well as presenting the services charges, utilities and other property management costs incurred by the mall under the administration and other operating expenses financial statement caption for the 2019 financial year. The restatement has no effect on the Company's previously reported operating profit, profit before tax and comprehensive income as reported in the 30 June 2019 Interim Statement of Comprehensive Income, nor to the Company's previously reported net equity position at 1 January 2019 and 31 December 2019 as reported in the Statement of Financial Position. Further more the prior period restatement has no effect on the reported Interim Statement of Cashflows reported for the period ended 30 June 2019.

The impact of the restatement on the statement of comprehensive income for the period from 1 January 2019 to 30 June 2019, is presented below:

	As previously reported	Effect of restatement	As restated
	€	€	€
Rights for use of space and other revenue (note 5)	1,644,779	223,621	1,868,400
Administration and other operating expenses (note 8)	96,613	223,621	320,234

4. New accounting pronouncements

Standards issued but not yet effective

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

New standards

- *IFRS 17 "Insurance Contracts" (effective for annual periods beginning on or after 1 January 2021).*
In May 2017, the IASB issued IFRS 17 Insurance Contracts, a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. Once effective, IFRS 17 will replace IFRS 4 Insurance Contracts that was issued in 2005. IFRS 17 applies to all types of insurance contracts (i.e. life, non-life, direct insurance and re-insurance), regardless of the type of entities that issue them, as well as to certain guarantees and financial instruments with discretionary participation features. A few scope exceptions will apply.

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NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS FOR THE PERIOD FROM 1 JANUARY 2020 TO 30 JUNE 2020

4. New accounting pronouncements (continued)

Amendments

- Amendments to IAS 1 Presentation of Financial Statements: Classification of Liabilities as Current or Non-current (issued on 23 January 2020) (effective for annual periods beginning on or after 1 January 2022) (not yet adopted by the EU):*
The amendments in Classification of Liabilities as Current or Non-Current (Amendments to IAS 1) affect only the presentation of liabilities in the statement of financial position — not the amount or timing of recognition of any asset, liability income or expenses, or the information that entities disclose about those items. They:

 - clarify that the classification of liabilities as current or non-current should be based on rights that are in existence at the end of the reporting period and align the wording in all affected paragraphs to refer to the "right" to defer settlement by at least twelve months and make explicit that only rights in place "at the end of the reporting period" should affect the classification of a liability;
 - clarify that classification is unaffected by expectations about whether an entity will exercise its right to defer settlement of a liability;
 - and make clear that settlement refers to the transfer to the counterparty of cash, equity instruments, other assets or services.
- Amendments to IFRS 4 Insurance Contracts - deferral of effective date of IFRS 9 (issued on 25 June 2020) (effective for annual periods beginning on or after 1 January 2021).*
The objective of the Amendments is to allow qualifying entities to continue to defer the application of IFRS 9. Currently IFRS 4 requires insurance entities to apply IFRS 9 from 1 January 2021, the change will mean that IFRS 9 becomes effective for annual periods beginning on or after 1 January 2023, with earlier application permitted.
- IFRS 10 (Amendments) and IAS 28 (Amendments) "Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (effective date postponed indefinitely).*
The amendments address an acknowledged inconsistency between the requirements in IFRS 10 and those in IAS 28, in dealing with the sale or contribution of assets between an investor and its associate or joint venture. The main consequence of the amendments is that a full gain or loss is recognised when a transaction involves a business (as defined in IFRS 3). A partial gain or loss is recognised when a transaction involves assets that do not constitute a business. In December 2015, the IASB postponed the effective date of this amendment indefinitely pending the outcome of its research project on the equity method of accounting.

The above are expected to have no significant impact on the Company's financial statements when they become effective. Management will consider the impact of adoption on a continuous basis.

5. Rights for use of space and other income

	Six months ended 30 June 2020	Six months ended 30 June 2019 (restated)	Six months ended 30 June 2019 (as previously reported)
	€	€	€
Rights for use of space - Minimum license fees	1.333.863	1.644.779	1.644.779
Less: Credit notes issued	(101.436)	-	-
Lease income	-	6.644	6.644
Total lease income	1.232.427	1.651.423	1.651.423
Revenue from service charge, utilities and other recoveries	210.837	223.621	-
Total revenue from contracts with tenants	1.443.264	1.875.044	1.651.423

Income from "Rights of use of space" relates to tenancy agreements that were in effect during the period to 30 June 2020. During the period (as a result of the global pandemic COVID-19 and the lockdown period in Cyprus), the Company provided discounts to tenants amounting to €101.436, which were made available under certain conditions.

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6. Other income

	Six months ended 30 June 2020 €	Six months ended 30 June 2019 €
Bank and loan interest income	85.082	60.784
Other lease related income	39.236	21.457
	<u>124.318</u>	<u>82.241</u>

7. Fair value losses on investment property

	Six months ended 30 June 2020 €	Six months ended 30 June 2019 €
Loss on revaluation - Note 12	(1.946.217)	-
	<u>(1.946.217)</u>	<u>-</u>

8. Administration and other operating expenses

	Six months ended 30 June 2020 €	Six months ended 30 June 2019 (restated) €	Six months ended 30 June 2019 (as previously reported) €
Sundry expenses	482	2.024	2.024
Auditor's remuneration	6.250	4.500	4.500
Legal fees	9.528	1.491	1.491
Cyprus stock exchange expenses	6.654	5.914	5.914
Directors' fees (note 21.1)	1.250	1.250	1.250
Other professional fees	58.718	78.813	78.813
Other common areas expenses	24.813	-	-
Property management, maintenance and utility costs	210.837	223.621	-
Bank charges	684	573	573
Depreciation	701	2.048	2.048
Sundry expenses	23.000	-	-
	<u>342.917</u>	<u>320.234</u>	<u>96.613</u>

9. Finance costs

	Six months ended 30 June 2020 €	Six months ended 30 June 2019 €
Interest expense and adjustments on modification of financial liabilities		
Interest on bank borrowings (note 17)	411.916	410.567
Gain on modification of bank borrowings (note 17)	(27.174)	-
	<u>384.742</u>	<u>410.567</u>

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10. Income tax expense/ (credit)

	Six months ended 30 June 2020 €	Six months ended 30 June 2019 €
Corporation tax - current period	54.797	103.715
Corporation tax - prior periods	-	(9)
Deferred tax - (credit)/charge (Note 18)	<u>(367.404)</u>	<u>49.919</u>
(Credit)/charge for the period	<u>(312.607)</u>	<u>153.625</u>

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%.

11. (Loss)/ Earnings per share attributable to equity holders of the parent

	Six months ended 30 June 2020 €	Six months ended 30 June 2019 €
(Loss)/profit attributable to shareholders (€)	<u>(793.687)</u>	<u>1.072.859</u>
Weighted average number of ordinary shares in issue during the period	<u>10.000.000</u>	<u>10.000.000</u>
(Loss)/ Earnings per share attributable to equity holders of the parent - basic and diluted	<u>(0,08)</u>	<u>0,11</u>

12. Investment property

	30 June 2020 €	31 December 2019 €
Balance at 1 January	39.800.000	39.275.000
Additions for the period/ year	46.217	-
Fair value adjustment for the period/year - Note 7	<u>(1.946.217)</u>	<u>525.000</u>
Balance at 31 December	<u>37.900.000</u>	<u>39.800.000</u>

For year-end reporting purposes, the investment properties are valued annually at fair value comprising open market value based on valuations by an independent, professionally qualified valuer. Fair value is based on an active market process and adjusted if necessary, for any differences in the nature, location or condition of the specific asset. If the information is not available, the Company uses alternative valuation methods such as recent prices or less active markets or discounted cash flow projections. These valuations are prepared annually by independent valuers and reviewed and adopted by management. Changes in fair value are recorded in profit or loss and are included in "fair value gains/(losses) on investment property".

The Company's investment property is measured at fair value. The Company holds one class of investment property being the Mall of Engomi.

In accordance with the Company's practices, direct operating expenses (including repairs and maintenance) arising from investment property that generated rental and other income during the period, are recharged to tenants and do not accrue in profit or loss.

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NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS FOR THE PERIOD FROM 1 JANUARY 2020 TO 30 JUNE 2020

12. Investment property (continued)

Valuation processes of the Company

The Company's investment properties were most recently valued internally by management as at 30 June 2020. As part of this process, which was rendered necessary due to the recent developments of the Covid-19 pandemic and its potential impact on the business operations, as well as the evolving business assumptions and plans for the redevelopment of the Mall of Engomi, management applied the same discounted cashflow valuation technique performed by independent and qualified valuers at Landtourist Valuations LLC, who possess a recognised relevant professional qualification and have recent experience in the locations and segments of the Investment properties valued.

In addition management applied the same market assumptions and conditions that were used in the 30 June 2020 external valuation performed by Landtourist Valuations LLC for the Mall of Cyprus (MC)Plc and updated it with the significant business and valuations assumption where was deemed necessary to reflect prevailing conditions at the interim reporting date of 30 June 2020.

Management has considered the key assumptions and has concluded on a fair value loss of the investment property of €1.946.217 (2019 gain for the year ended 31 December 2019: €525.000).

Bank borrowings are secured on the Company's investment property for €24.711.817 (31 December 2019: €24.711.817) (Note 17) as follows:

(i) By 1st mortgage on the Company's land and buildings for €11.772.263

(ii) By 2nd mortgage on the Company's land and buildings for €10.439.554

(iii) By 3rd mortgage on the Company's land and buildings for €2.500.000

Fair value hierarchy

The following table analyses investment property carried at fair value, by valuation method. The different levels have been 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 fair value measurement for all of the investment properties has been categorized as a Level 3 fair value based on the inputs to the valuation technique used at each of 30 June 2020 and 31 December 2019.

Valuation technique and significant unobservable inputs

The following table shows the valuation technique used in measuring the fair value of investment property, as well as the significant unobservable inputs used.

Period end 30 June 2020:

<u>Property</u>	<u>Valuation</u> <u>Valuation</u> <u>€ technique</u>	<u>Discount rate</u> <u>%</u>	<u>Terminal</u> <u>capitalisation</u> <u>rate</u> <u>%</u>	<u>Revenue in</u> <u>year 1</u> <u>€</u>	<u>Revenue</u> <u>growth %</u>
Cyprus	37.900.000 Income approach Discounted cash flows	10,25 -	8,5	3.253.605	1,3

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NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS FOR THE PERIOD FROM 1 JANUARY 2020 TO 30 JUNE 2020

12. Investment property (continued)

Year end 31 December 2019:

<u>Property</u>	<u>Valuation</u> € <u>Valuation</u> <u>technique</u>	<u>Discount rate</u> %	<u>Terminal</u> <u>capitalisation</u> <u>rate</u> %	<u>Revenue in</u> <u>year 1</u> €	<u>Revenue</u> <u>growth %</u>
Cyprus	39.800.000 Income approach Discounted cash flows	10,00 -	8,25	3.253.605	1,3

Valuation techniques underlying management's estimation of fair value

The valuation was determined using discounted cash flow projections based on significant unobservable inputs. These inputs include:

Future rental cash inflows	Based on the actual location, type and quality of the properties and supported by the terms of any existing lease, other contracts or external evidence such as current market rents for similar properties;
Discount rates	Reflecting current market assessments of the uncertainty in the amount and timing of cash flows;
Estimated vacancy rates	Based on current and expected future market conditions after expiry of any current lease
Maintenance costs	Including necessary investments to maintain functionality of the property for its expected useful life;
Capitalisation rates	Based on actual location, size and quality of the properties and taking into account market data at the valuation date;
Terminal value	Taking into account assumptions regarding maintenance costs, vacancy rates and market rents

Sensitivity analysis has been presented for discount rates, capitalisation rates and vacancy rates, which rank as the most significant on an impact basis.

For land and buildings with a total carrying amount of €37.900.000, the valuation was determined using discounted cash flow projections. Properties valued using the discounted cash flows model take into account future rental values, vacant spaces and maintenance costs discounted to the present value using an estimated discount rate. These values are adjusted for differences in the market conditions such as demand and finance affecting market sales.

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NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS FOR THE PERIOD FROM 1 JANUARY 2020 TO 30 JUNE 2020

13. Loans receivable

Loan receivable from The Mall of Cyprus (MC) Plc:

	30 June 2020	31 December 2019
	€	€
Balance at 1 January	-	1,862,329
Borrowings advanced during the period/year	-	1,799,797
Interest charged (note 6)	-	60,784
Borrowings assigned to related companies	-	(3,722,910)
Balance at 30 June/ 31 December	-	-

The loan receivable from fellow subsidiary The Mall of Cyprus (MC) Plc, was fully repaid during the prior year, with an additional total amount of €1,799,797 being drawn prior to its settlement in July 2019. The loan was unsecured, bore interest at the 3 month Euribor plus 4,38% during its year of repayment and had no fixed repayment terms, as such it was classified as current.

Loan receivable from Atterbury Cyprus Limited:

	30 June 2020	31 December 2019
	€	€
Balance at 1 January	3,807,035	-
Borrowings advanced during the period/year	-	3,722,910
Interest charged (note 6)	85,082	84,125
Set off	(76,293)	-
Balance at 30 June/ 31 December	3,815,824	3,807,035

In July 2019, the Company extended a loan to its parent Atterbury Cyprus Limited as part of the settlement of the loan receivable from fellow subsidiary The Mall of Cyprus (MC) Plc. The loan is unsecured and bears interest at the total variable rate of 4,38%. Total interest income recognised in the statement of comprehensive income during the period amounts to €85,082 (year ended 31 December 2019: €84,125).

	30 June 2020	31 December 2019
	€	€
Loans to parent (Note 21.4)	3,815,824	3,807,035
	3,815,824	3,807,035
Less current portion	(3,815,824)	(3,807,035)
Non-current portion	-	-

The effective interest rates on loans receivables were as follows:

	30 June 2020	31 December 2019
Loans to fellow subsidiary	-%	4,38%
Loans to parent	4,38%	4,38%

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NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS FOR THE PERIOD FROM 1 JANUARY 2020 TO 30 JUNE 2020

14. Trade and other receivables

	30 June 2020	31 December 2019
	€	€
Trade receivables	635.122	427.712
Less: provision for impairment of receivables	<u>(63.341)</u>	<u>(40.341)</u>
Trade receivables - net	571.781	387.371
Deposits and prepayments	-	<u>(4.424)</u>
	<u><u>571.781</u></u>	<u><u>382.947</u></u>

The Company has recognised a loss of €23.000 (2019: €40.341) relating to the increase in the provision for impairment of trade receivables during the period ended 30 June 2020. The loss has been included in administration and other operating expenses in profit or loss.

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

Movement in provision for impairment of receivables:

	30 June 2020	31 December 2019
	€	€
Balance at 1 January	40.341	-
Impairment losses for the period/ year	<u>23.000</u>	<u>40.341</u>
Balance at 30 June 2020/ 31 December 2019	<u><u>63.341</u></u>	<u><u>40.341</u></u>

15. Cash at bank and in hand

Cash balances are analysed as follows:

	30 June 2020	31 December 2019
	€	€
Cash at bank and in hand	<u>1.036.645</u>	<u>657.721</u>
	<u><u>1.036.645</u></u>	<u><u>657.721</u></u>

Cash and cash equivalents by type:

	30 June 2020	31 December 2020	31 December 2019
	€	€	€
Current account	1.036.572	657.584	-
Cash in hand	<u>73</u>	<u>137</u>	<u>657.721</u>
	<u><u>1.036.645</u></u>	<u><u>657.721</u></u>	<u><u>657.721</u></u>

16. Share capital

	30 June 2020	30 June 2020	31 December 2019	31 December 2019
	Number of shares	€	Number of shares	€
Authorised				
Ordinary shares of €0,10 each	<u>10.000.000</u>	<u>1.000.000</u>	<u>10.000.000</u>	<u>1.000.000</u>
Issued and fully paid				
Balance at 1 January	<u>10.000.000</u>	<u>1.000.000</u>	<u>10.000.000</u>	<u>1.000.000</u>
Balance at 30 June 2020	<u><u>10.000.000</u></u>	<u><u>1.000.000</u></u>	<u><u>10.000.000</u></u>	<u><u>1.000.000</u></u>

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NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS FOR THE PERIOD FROM 1 JANUARY 2020 TO 30 JUNE 2020

17. Borrowings

	30 June 2020	31 December 2019
	€	€
Current borrowings		
Bank loans	606.511	1.293.184
Non-current borrowings		
Bank loans	<u>16.915.860</u>	<u>16.333.446</u>
Total	<u><u>17.522.371</u></u>	<u><u>17.626.630</u></u>

On 22 July 2019, the Company together with its parent and its fellow subsidiary, entered into a facility agreement with its existing banker i.e. Bank of Cyprus Public Company Limited. The agreement comprises four facilities as shown in the table below:

Facility	Commitment	Interest rate	Interest rate per amendment agreement	Maturity per initial loan agreement	Maturity per revised loan agreement
Facility A	€20.000.000	3m Euribor + 4,00%	3m Euribor + 4,00%	15/06/2026	15/06/2027
Facility B	€90.000.000	3m Euribor + 3,71%	3m Euribor + 3,71%	15/05/2032	16/10/2032
Facility C	€18.900.000	3m Euribor + 3,65%	3m Euribor + 3,65%	30/05/2030	15/05/2031
Ancillary Facility	€3.000.000	3m Euribor + 4,20%	3m Euribor + 4,20%	N/A	N/A

Ancillary facility represents the aggregated amount of overdrafts of the Company and its fellow subsidiary, amounting to €1.000.000 and €2.000.000 respectively. Facilities A and B were granted to fellow subsidiary, The Mall of Cyprus (MC) Plc and Facility C was granted to the Company and was applied to settle existing facilities with the Bank of Cyprus Public Company Ltd.

The securities concerning bank borrowings are disclosed in notes 12 and 21.6.

The bank has imposed the following covenants, in respect of the Group (defined as the Company, its parent and fellow subsidiary) on the agreement:

- Debt Service Cover Ratio: no less than or equal to 1.1 times
- Debt to Equity Ratio: shall not exceed 1.4 times
- Loan to Value Ratio: shall not exceed 60%

On 10 October 2019, the Bank of Cyprus Public Company Limited syndicated a portion of Facility C (a principal amount of €5 million) to Eurobank Cyprus Ltd, as permitted by the agreement, on the same terms and conditions as set out in the facility agreement.

As stated in Note 1, the Company reached an agreement with the Bank of Cyprus Public Company Ltd in terms of which no interest or principal loan instalments will be due for a period of nine months from April 2020 to December 2020. As part of this agreement, the maturity date of the loans has been extended for a period of 12 months from the contractual expiration/maturity of the loans presented in the Facility table above. The banks have also indicated certain relaxations in the enforceability of loan covenants during the mentioned period.

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17. Borrowings (continued)

The bank loans are secured as follows:

- a) Atterbury Cyprus Limited guaranteed the loans of the Company for the amount of €23.200.000.
- b) The Mall of Cyprus (MC) Plc guaranteed the loans of the Company for the amount of €23.200.000.
- c) By floating charge of €23.000.000 on the assets of the Mall of Engomi (ME) Plc.
- d) By the assignment of €23.000.000 from the rights of use of space in the Shacolas Emporium Park.

Maturity of non-current borrowings:

	30 June 2020	31 December 2019
	€	€
Between one to two years	1.334.669	1.341.183
Between two and five years	4.285.585	4.329.692
After five years	11.295.606	10.662.571
	<u>16.915.860</u>	<u>16.333.446</u>

The weighted average effective interest rates at the reporting date were as follows:

	30 June 2020	31 December 2019
	%	%
Bank loans	3,65%	3,65%

18. Deferred tax

Deferred tax is calculated in full on all temporary differences under the liability method using the applicable tax rates (Note 10). The applicable corporation tax rate in the case of tax losses is 12,5% (there are no tax losses available for offset at 30 June 2020 and 31 December 2019).

Deferred tax liability

	30 June 2020	31 December 2019
	€	€
Balance at 1 January	2.637.712	2.471.731
Movement in profit or loss due to:		
Fair value (losses)/ gains on investment property	(213.489)	38.118
Difference between depreciation and wear & tear allowances	(153.915)	127.863
Balance at 31 December	<u>2.270.308</u>	<u>2.637.712</u>

Deferred taxation liability arises as follows:

	30 June 2020	31 December 2019
	€	€
Fair value gains on investment property	1.235.294	1.448.784
Difference between depreciation and wear & tear allowances	1.035.014	1.188.928
	<u>2.270.308</u>	<u>2.637.712</u>

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NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS FOR THE PERIOD FROM 1 JANUARY 2020 TO 30 JUNE 2020

18. Deferred tax (continued)

The Company recognises deferred tax attributed to the following:

- Differences between wear & tear allowances and depreciation: The Company recognises deferred tax liabilities at each reporting period end between the assessed disposal value of eligible assets used in the business (property and equipment and buildings under investment property) and their tax written down values, taking into account the result of balancing additions that would arise for income tax purposes. The applicable rate is 12.5%.
- Differences on revaluation of investment property: Land and Buildings classified as investment property, upon disposal would be taxed under the capital gains regime, at the rate of 20%.

19. Trade and other payables

	30 June 2020	31 December 2019
	€	€
Trade payables	15.698	72.613
Payables to parent (Note 21.5)	-	21.776
Value added tax	294.506	205.166
Surplus billings for tenant service charges	57.334	-
Accruals	12.170	18.247
Deposits by tenants	517.515	640.432
Deferred income	95.406	116.763
Payables to fellow subsidiaries (Note 21.5)	15.366	45.398
	<u>1.007.995</u>	<u>1.120.395</u>
Less non-current payables	<u>(570.207)</u>	<u>(714.469)</u>
Current portion	<u>437.788</u>	<u>405.926</u>

"Deposits by tenants" relate to initial deposits made by tenants upon the inception of each individual agreement, to be refunded by the Company upon termination.

"Deferred income" relates to capital expenditure incurred by the Company on behalf of certain tenants, in transforming/enhancing the space occupied in the Mall of Engomi with individualised features and improvements. Amounts released in profit or loss under "other operating income", are based on the duration of each individual tenancy (note 6).

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

20. Current tax liabilities

	30 June 2020	31 December 2019
	€	€
Corporation tax	88.692	33.895
Special contribution for defence	(1.201)	-
	<u>87.491</u>	<u>33.895</u>

21. Main shareholders and related party transactions

In accordance with IAS 24 "Related Party Disclosures", parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial and operational decisions. In considering each possible related party relationship, attention is directed to the substance of the relationship, not merely the legal form. Related parties may enter into transactions which unrelated parties might not, and transactions between related parties may not be effected on the same terms, conditions and amounts as transactions between unrelated parties.

THE MALL OF ENGOMI (ME) PLC

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS FOR THE PERIOD FROM 1 JANUARY 2020 TO 30 JUNE 2020

21. Main shareholders and related party transactions (continued)

The Company is controlled by Atterbury Cyprus Limited, incorporated in Cyprus, which owns 99,5% of the Company's shares at the reporting date and at the date of approval of these interim financial statements.

Atterbury Cyprus Limited is controlled by Atterbury Europe B.V., incorporated in Netherlands, which owns 97,50% of the Company's shares.

The main shareholders of the Company as at 30 June 2020 are (i) Brightbridge Real Estate Ltd (Cyprus) through its indirect 36,56% shareholding in Atterbury Cyprus Limited (the parent company), (ii) RMB Holdings Limited (South Africa) through its indirect 36,56% shareholding in Atterbury Cyprus Limited and (iii) Business Venture Investments No 1360 (Pty) Ltd (South Africa) through its indirect 24,38% shareholding in Atterbury Cyprus Limited.

The following transactions were carried out with related parties (refer also to note 17 for further information on borrowings with related parties):

21.1 Directors' remuneration

The remuneration of Directors was as follows:

	Six months ended 30 June 2020	Six months ended 30 June 2019
	€	€
Directors' fees	1.250	1.250
	<u>1.250</u>	<u>1.250</u>

21.2 Sales of goods and services

	Six months ended 30 June 2020	Six months ended 30 June 2019
	€	€
<u>Name</u>		
The Mall of Cyprus (MC) Plc (Note 6)	-	60.784
Atterbury Cyprus Limited (Note 6)	85.082	-
	<u>85.082</u>	<u>60.784</u>

21.3 Purchases of goods and services

	Six months ended 30 June 2020	Six months ended 30 June 2019
	€	€
<u>Nature of transactions</u>		
Purchases of services	159.191	208.118
	<u>159.191</u>	<u>208.118</u>

21.4 Loans to related parties (Note 13)

	30 June 2020	31 December 2019
	€	€
<u>Name</u>		
Atterbury Cyprus Limited - parent	3.815.824	3.807.035
	<u>3.815.824</u>	<u>3.807.035</u>

21.5 Payables to related parties (Note 19)

	30 June 2020	30 June 2019
	€	€
<u>Name</u>		
Atterbury Cyprus Limited	-	21.776
The Mall of Cyprus (MC) Plc	15.366	45.398
	<u>15.366</u>	<u>67.174</u>

THE MALL OF ENGOMI (ME) PLC

NOTES TO THE CONDENSED INTERIM FINANCIAL STATEMENTS FOR THE PERIOD FROM 1 JANUARY 2020 TO 30 JUNE 2020

21. Main shareholders and related party transactions (continued)

21.6 Guarantees

The following guarantees were provided to the Company by its parent and other related entities as security for its borrowings:

- a) Guarantee from Atterbury Cyprus Limited to secure bank borrowings for the amount of €23.200.000.
- b) Guarantee from The Mall of Cyprus (MC) Plc to secure bank borrowings for the amount of €23.200.000.

In addition, the parent entity has committed in writing to provide support to the Company so as to ensure that in the event of need, sufficient funds will be provided to the Company to meet its obligations in the short to medium term, and for at least twelve months from the date of authorising these financial statements.

22. Contingent liabilities

The Company, together with its parent entity, guarantees the bank loans of The Mall of Cyprus (MC) Plc for the amount of €132.000.000 (€108.000.000 for Facility B, and €24.000.000 for Facility A- note 17). It is not expected that any loss will result from the guarantees provided by the Company, since the property of the borrower is also pledged as security. As such, in the event of default, Management considers that a call in priority of the mortgage and against other assets possessed by the fellow subsidiary, is most likely to satisfy any claims prior to any right to call on guarantees given by the Company. As such, no resulting liabilities are expected to arise.

23. Commitments

License fee/Operating lease commitments - where the Company is the lessor

The Company's license fee/operating lease income is derived from Income from rights for use of space. The Company leases out its investment property.

Operating leases, in which the Group is the lessor, relate to investment property owned by the Group with varying duration lease terms. Where applicable, operating lease contracts contain market review clauses in the event that the lessee is given an option to renew. Lessees do not have an option to purchase the property at the expiry of the lease period.

The unguaranteed residual values do not represent a significant risk for the Company. The Company did not identify any indications that this situation will change.

24. Events after the reporting period

There were no material events after the reporting period, which have a bearing on the understanding of the financial statements.