RECONSTRUCTION CAPITAL II LIMITED

ANNUAL REPORT AND AUDITED FINANCIAL STATEMENTS

For the year ended 31 December 2020

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DIRECTORS AND COMPANY INFORMATION

Domicile and country of incorporation
Cayman Islands

Legal form
Limited Liability Company

Company number
HL-156549

Non-executive directors
Mihai Radoi
Zoran Melovski
Paolo Bassetti

Secretary and Registered Office
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Nominated Adviser
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30 Finsbury Square
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Broker
finnCap Ltd
1 Bartholomew Close
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DIRECTORS AND COMPANY INFORMATION (continued)

Administrator and Custodian
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Jersey
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Independent Auditor
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Cyprus

ADVISER'S REPORT
For the year ended 31 December 2020

On 31 December 2020, Reconstruction Capital II Limited ("RC2" or the "Company") had a total audited net asset value ("NAV") of €21.5m, or €0.1586 per share. The NAV per share increased by 9.38% over the course of the year.

Private Equity Programme

At the end of December 2020, the investments held under the Private Equity Programme had a total fair value of €20.25m, 14.3% above than the 2019 valuation of €17.7m. The valuations of Policolor and Mamaia were performed by independent valuers, whilst the valuation of Telecredit IFN SA was based on its audited net asset value. The valuations of the Company's investments in Reconstruction Capital Plc and The Romanian Investment Fund Limited were also based on their audited net asset values, but these were in turn based on the same valuation of their main underlying asset, Policolor SA, as adopted by the Company.

	2020 EUR	2019 EUR
Policolor S.A	13,960,000	12,000,000
Mamaia Hotel Resorts SRL ("Mamaia")	3,440,548	3,371,233
Telecredit IFN S.A. ("Telecredit")	624,545	804,859
The Romanian Investment Fund Limited	1,256,983	992,643
Reconstruction Capital Plc	972,485	555,738
	20,254,561	17,724,473

The above valuations are based on assumptions that applied as of 31 December 2020.

Policolor proved relatively resilient to the effects of the COVID pandemic, and its improved performance and prospects is reflected in the increased valuation of the business. In spite of the pandemic, the Policolor Group achieved a 5.5% year-on-year increase in sales to €64.08m, and recorded recurring EBITDA of €2.41m (compared to just €0.98m in 2019). The relocation of production to the new plants in Bucharest and Ruse was completed during the year as was the sale of the land at Theodor Pallady. A new Group CEO was appointed in September. She has initiated a turnaround plan focussed mainly on the Romanian business, including a more streamlined organisational structure and more efficient logistics.

The Mamaia hotel was closed for the redecoration of its public areas and facades during the first five months of the year. Its 2020 revenues of €1.8m were 12.6% below the revised budget prepared in May to reflect the estimated impact of the Covid-19 pandemic, and 40% below 2019, due to Covid-19 related restrictions. These included limits on the use of the restaurant, a ban on conferences and other corporate events as well as a country-wide lockdown in the spring, whose knock-on effect was a delay to the start of the season which only took off in July as opposed to June in previous years.

ADVISER'S REPORT (continued)
For the year ended 31 December 2020

Telecredit deployed €11m in factoring products to small and medium sized businesses in 2020, generating EBITDA of €0.09m, compared to an expected loss of €-0.17m in its revised budget prepared in May to reflect the impact of the Covid-19 pandemic. The Company tightened its lending criteria as well as increased its levels of provisioning during the year. This resulted in the book value of its SME portfolio shrinking from €2.3m to €1.9m over the year.

Apart from the shareholdings in RC and RIF, the other private equity investments are held through two Cyprus-based wholly-owned subsidiaries, RC2 (Cyprus) Limited and Glasro Holdings Limited, which are not consolidated in the present financial statements, in accordance with IFRS. The Assets at Fair Value shown in the present financial statements, which amounts to €22.0m, reflects the valuations of the underlying private equity holdings outlined in the above table, plus loan receivables of €1.5m, cash and cash equivalents of €0.1m, and a net €0.1m of sundry financial assets and liabilities, held by these intermediary holding companies.

Economic Overview

Due to the COVID pandemic which resulted in governments taking various measures such as lockdowns which restricted economic activity, the Romanian and Bulgarian economies reported decreased GDP in 2020, of 3.9% and 4.2% respectively. However, both countries are expected to recover during 2021, with the European Commission forecasting annual GDP increases in 2021 of 3.8% for Romania, and 2.7% for Bulgaria. The speed of the recovery will be dependent on the roll out of the Covid-19 vaccination programmes, allowing Covid related restrictions to be eased, and a combination of fiscal policies and successful deployment of the EU “Next Generation” funds, with Romania set to receive €33.5bn and Bulgaria €29bn over 2021-2027.

7 June 2021 New Europe Capital

INVESTMENT POLICY

Investment Objective and Policy of the Company

At a general shareholder meeting on 21 February 2018, the investment objective of the Company was changed so that it now aims to achieve capital appreciation and/or to generate investment income returns through the acquisition of real estate assets in Romania, including the development of such assets, and/or the acquisition of significant or controlling stakes in companies established in, or operating predominantly in Romania, primarily in the real estate sector. Any new private equity investment in companies operating in sectors other than real estate is limited to 25% of the Company's total assets at the time of effecting the investment. However, the Company may continue to make follow-on investments in existing portfolio companies (which include Policolor SA, Mamaia Resort Hotels SRL and Telecredit SA IFN) without any such limitation.

Gearing

The Company may borrow up to a maximum level of 30% of its gross assets (as defined in its articles).

Distribution Policy

The Company's investment objective is focused principally on the provision of capital growth. For further details of the Company's distribution policy, please refer to the Admission Document on the Company's website.

REPORT OF THE DIRECTORS
For the year ended 31 December 2020

The Directors present their annual report together with the audited financial statements of Reconstruction Capital II Limited (the "Company") for the year ended 31 December 2020.

The financial statements do not constitute statutory financial statements and are prepared to comply with the applicable rules of the Alternative Market ("AIM") of the London Stock Exchange.

Activities and Business Review
The Company's principal activity is holding and managing of investments in Romania and other countries in South-East Europe. A summary of the Company's business review for the year ended 31 December 2020 is contained within the Adviser's report.

Accounting Policies
The financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") adopted for use in the European Union.

Share Capital
Details of the Company's authorised and issued share capital as at 31 December 2020 are contained in note 16 of the financial statements.

Results and Dividends
The net investment income for the year amounted to EUR2,527,956 (2019: loss EUR10,163,037) and the net profit for the year amounted to EUR1,851,371 (2019: loss EUR11,008,354).

The Directors do not recommend the payment of a dividend (2019: EURnil).

Events after the Reporting Year
There have been no significant events after the reporting period that require disclosure in the financial statements.

Directors and their Interests
There was just one Director who held shares in the Company at 31 December 2020. He held the position of Director throughout 2020.

	Ordinary Shares	
	Number	% of issued share capital
Mihai Radoi	1,037,500	0.76%

Board
The Board of Directors comprised three Directors during 2020. Two of the Directors, Mihai Radoi and Paolo Bassetti, are Independent Non-Executive Directors, while Zoran Melovski is also a Director of Portadrix Investments Limited, a related party of the Company. The Directors have a range of business, financial and asset management skills and experience relevant to the direction and control of the Company.

REPORT OF THE DIRECTORS (continued)
For the year ended 31 December 2020

Board (continued)
Since all the day-to-day management responsibilities are subcontracted to the Administrator, the Company does not have a Chief Executive Officer as the roles are already effectively separated.

The Adviser has ensured that the Directors have had timely access to all relevant management, financial and regulatory information to enable informed decisions to be made. The Board meets on a regular basis at least twice each year, and additional meetings are arranged as necessary.

Due to the size of the Board, and the fact that all Directors are independent of the Administrator, the Board has not set up separate audit and remuneration committees on the grounds that the Board as a whole considers these matters.

Audit Related Responsibilities
All audit committee responsibilities are performed by the Board, with specified terms of reference.

The principal terms of reference are to appoint auditors, to set their fees, to review the scope and results of the audit, to consider the independence of the auditors, to review the internal financial and non-financial controls, to approve the contents of the draft interim and annual reports to shareholders and to review the accounting policies. In addition, the Board reviews the quality of the services of all the service providers to the Company and reviews the Company's compliance with financial reporting and regulatory requirements.

The Company's internal financial controls and risk management systems have been reviewed by the Adviser. The audit programme and timetable are drawn-up and agreed with the Company's Auditor in advance of the financial year end. At this stage, matters for audit focus are discussed and agreed. The audit report isconsidered by the Board and discussed with the Auditor prior to approving and signing the financial statements.

Remuneration Responsibilities
The Board has resolved that a remuneration committee is not appropriate for the Company, as the Company has contracted the advisory and administration activities with third parties and has no employees.

The contracting parties themselves are responsible for paying their employees. The Board's policy is that the Directors' remuneration should be fair and reasonable in relation to the time commitment and responsibilities of the Directors. The Directors are not eligible for bonuses, pension benefits, share options or other benefits. Details of transactions with Directors are given in Note 21 of the financial statements.

Each of the Directors have entered into a service agreement with the Company and either party can terminate the agreement by giving to the other at least three months notice.

REPORT OF THE DIRECTORS (continued)
For the year ended 31 December 2020

Relationship with Shareholders
Shareholder relations are given high priority by the Board. The prime medium by which the Company communicates with shareholders is through the interim and annual report and financial statements which aim to provide shareholders with a full understanding of the Company's activities and its results. This information is supplemented by a quarterly calculation of the net asset value of the Company's ordinary shares, which is published via the Stock Exchange, and quarterly reports that are issued by the Adviser which are distributed by e-mail. Copies are also available from the Adviser's office upon request and on the Company's website where the shareholders are able to access all the news and published information about the Company.

The Directors subscribe to the principles of the Quoted Companies Alliance (QCA) and corporate governance disclosures required by rule 26 of AIM have been made on the Company's website.

Going Concern
The outbreak and continuing spread of the COVID-19 and the related disruption to the worldwide economy are affecting businesses across all industries. The Directors are satisfied that based on a review of expected cashflows, the Company will continue to generate sufficient cash to meet its debt covenants, commitments and ongoing expenses as they arise. Accordingly, the financial statements have been prepared on a going concern basis.

Following the annual general meeting of the Company on 22 December 2016, the life of the Company was extended for two years until the end of 2018. At a general shareholder meeting on 21 February 2018, it was decided that the next continuation vote will be held in 2023.

The Company has made a profit during the year, which has reduced the accumulated deficit of the Company to EUR89,017,183 (2019: EUR90,868,554).

The Directors have reasonable expectations and are satisfied that the Company has adequate resources to continue its operations and meet its commitments for the foreseeable future and they continue to adopt the going concern basis of preparation of the financial statements.

Directors' Responsibilities
The Directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company, for safeguarding the assets of the Company, for taking reasonable steps for the prevention and detection of fraud and other irregularities and for the preparation of the annual report and financial statements.

The financial statements have been prepared in accordance with IFRS, as issued by the International Accounting Standards Board ("IASB") and adopted by the European Union.

REPORT OF THE DIRECTORS (continued)
For the year ended 31 December 2020

Directors' Responsibilities (continued)
International Accounting Standard 1 requires that financial statements present fairly for each financial year the Company's financial position, financial performance and cash flows. This requires the faithful representation of the effects of transactions, other events and conditions in accordance with the definitionsand recognition criteria for assets, liabilities, income and expenses set out in the IASB's "Framework for the preparation and presentation of financial statements". In virtually all circumstances, a fair presentation will be achieved by compliance with all applicable IFRS.

A fair representation also requires the Directors to:

- consistently select and apply appropriate accounting policies;
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable, and understandable information;
- provide additional disclosures when compliance with the specific requirements of IFRS is insufficient to enable users to understand the impact of particular transactions, other events and conditions on the Company's financial position and financial performance; and
- state that the Company has complied with IFRS, subject to any material departures disclosed and explained in the financial statements.

Independent Auditor
The independent auditor, Grant Thornton (Cyprus) Ltd. have expressed their willingness to continue in office and the Directors intend to propose a resolution at their next meeting to reappoint them.

On behalf of the Board

Mihai Radoi
Chairman

7 June 2021

Independent Auditor's Report to the Members of Reconstruction Capital II Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the non-statutory financial statements of Reconstruction Capital II Limited (the "Company"), which comprise the statement of financial position as at 31 December 2020, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31 December 2020, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs) as adopted by the European Union.

Basis for Opinion

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

Key Audit Matters

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

Valuation and existence of unlisted investments designated at fair value through profit or loss

Refer to Notes 8, 9, 10 and 19.5 of the financial statements.

<table>
<tr><th>The key audit matter</th><th>How the matter was addressed in our audit</th></tr>
<tr><td>The Company’s investment objective is to achieve long term total return for shareholders primarily by investment in a diversified portfolio of unlisted equities in Romania. The investment portfolio as at 31 December 2020 amounted to €3,017,209 (2019: €2,561,545) and is the main driver of the Company's performance.

This area was assessed as one of the most significant risks of material misstatement due to the fact that unlisted investments do not have readily determinable prices and because of the degree of judgement exercised by management in determining the inputs used in the valuation models. The valuation methodology primarily used by the Company is based on discounted cash flow techniques making assumptions that are based on market conditions existing at the reporting date.

Unlisted investments are not safeguarded by an independent custodian. There is a risk that the Company may not have sufficient legal entitlement to these investments.</td><td>• assessing whether the Company’s accounting policy for the valuation of investments is in accordance with IFRSs as adopted by the European Union and whether the Board of Directors has accounted forinvestments in accordance with that policy;

• evaluating the assumptions used for valuing the unlisted equity portfolio. This process included assessment of audited financial statements as well as budgets used in the preceding years for each investment to assess the reliability of management's budgeting procedures;

• evaluating the projected business plans to assess the reasonableness of the assumptions used;

• using in house valuation specialist to evaluate the methodology used by the external valuer and assess whether it was correctly applied. This included corroborating the key assumptions used to external market data and other reliable sources to assess the reasonableness of the assumptions used; and

• testing the existence and legal ownership of investments by checking to shareholders’ certificates and/or share interest confirmations.

Key observations

• Based on our audit work, we concluded that the methodology, judgments and assumptions used by management in determining the value and existence of the unlisted equity portfolio were reasonable and that the accounting policy used in the financial statements in relation to the above matters were appropriate.</td></tr>
</table>

Valuation of the loan receivable designated at fair value through profit or loss

Refer to Notes 10 and 19.5 of the financial statements.

The key audit matter	How the matter was addressed in our audit
The Company has a loan receivable as at 31 December 2020 of €18,982,343 (2019: €17,090,051) from one of its subsidiaries that represents 86% of the total assets. The determination of the fair value estimation of the loan receivable at fair value through profit or loss, was one of the most significant assessed risks of material misstatement, as management estimation and judgement is required in determining the fair value of the subsidiary, including the assumptions used and the evaluation of the subsidiary's business plans, and the fair value of the loan as a result.	• obtaining the audited financial statements of the subsidiary to corroborate the outstanding balance, check its adjusted net asset value and assess whether the adjusted net asset value reflects its fair value; evaluating the assumptions used for valuing the underlying unlisted equity portfolio of the specific subsidiary; This process included assessment of audited financial statements as well as budgets used in the preceding years for each investment to assess the reliability of management's budgeting procedures; • evaluating the projected business plans to assess the reasonableness of the assumptions used; and • using in house valuation specialist to evaluate the methodology used by the external valuer and assess whether it was correctly applied. This included corroborating the key assumptions used to external market data and other reliable sources to assess the reasonableness of the assumptions used. **Key observations** • Based on our audit work, we concluded that the valuation of the loan receivable from the Company's subsidiary was not materially misstated. The methodology, judgments and assumptions used by management in determining the value of the unlisted equity portfolio of the subsidiary were reasonable and accounting policy used in the financial statements in relation to the above matters was appropriate.

Other information

The Board of Directors is responsible for the other information. The other information comprises the information included in the annual report & financial statements, other than the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, 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 we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Board of Directors for the Financial Statements

As explained more fully in the directors' responsibilities statement the Board of Directors is responsible for the preparation and fair presentation of the financial statements in accordance with IFRSs 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.

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

Auditor's Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Auditor's Responsibilities for the Audit of the Financial Statements (continued)

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.

We also provide the Board of Directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonable be thought to bear on our independence, and where applicable, related safeguards.

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

Other Matter

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

The engagement partner on the audit resulting in this independent auditor’s report is Dimitrios Chioureas.

Dimitrios Chioureas

Certified Public Accountant and Registered Auditor

for and on behalf of

Grant Thornton (Cyprus) Limited

Certified Public Accountants and Registered Auditors

Nicosia, 7 June 2021

STATEMENT OF COMPREHENSIVE INCOME
For the year ended 31 December 2020

	Notes	2020 EUR	2019 EUR
Investment income			
Fair value loss on financial assets at fair value through profit or loss	**19.5**	(1,752,486)	(14,482,512)
Interest income	**10.3**	4,280,442	4,319,475
Net investment income/(loss)		**2,527,956**	**(10,163,037)**
Expenses			
Operating expenses	**4**	(660,299)	(845,572)
Net financial (expense)/income	**5**	(16,286)	255
Total expenses		**(676,585)**	**(845,317)**
Profit/(loss) for the year		**1,851,371**	**(11,008,354)**
Other comprehensive income		-	-
Total comprehensive income/(loss) for the year attributable to owners		**1,851,371**	**(11,008,354)**
Gain/(loss) Per Share	**7**		
Basic and diluted gain/(loss) per share		0.0136	(0.0806)

The notes on pages 19 to 47 form an integral part of these audited financial statements.

STATEMENT OF FINANCIAL POSITION
As at 31 December 2020

	Notes	2020 EUR	2019 EUR
ASSETS			
Non-current assets			
Financial assets at fair value through profit or loss	**10**	21,999,552	19,651,596
Total non-current assets		**21,999,552**	**19,651,596**
Current assets			
Trade and other receivables	**11**	13,600	16,673
Cash and cash equivalents	**12**	33,073	65,887
Total current assets		**46,673**	**82,560**
TOTAL ASSETS		**22,046,225**	**19,734,156**
LIABILITIES			
Current liabilities			
Trade and other payables	**13**	91,782	37,362
Borrowings	**14**	406,278	-
Total current liabilities		**498,060**	**37,362**
TOTAL LIABILITIES		**498,060**	**37,362**
NET ASSETS		**21,548,165**	**19,696,794**
EQUITY AND RESERVES			
Share capital	**16**	1,358,569	1,358,569
Share premium		109,206,779	109,206,779
Accumulated deficit		(89,017,183)	(90,868,554)
TOTAL EQUITY		**21,548,165**	**19,696,794**
Net Asset Value per share			
Basic and diluted net asset value per share	**17**	0.1586	0.1450

The financial statements were approved by the Board of Directors and authorised for issue on 7 June 2021.

Mihai Radoi
Chairman

Zoran Melovski
Director

The notes on pages 19 to 47 form an integral part of these audited financial statements.

STATEMENT OF CHANGES IN EQUITY
For the year ended 31 December 2020

	Share capital EUR	Share premium EUR	Accumulated deficit EUR	Total EUR
Balance at 1 January 2019	1,403,324	109,862,098	(79,860,200)	**31,405,222**
Loss for the year	-	-	(11,008,354)	**(11,008,354)**
Other comprehensive income	-	-	-	**-**
Total comprehensive loss for the year	**-**	**-**	**(11,008,354)**	**(11,008,354)**
Repurchase and cancellation of own shares	(44,755)	(655,319)	-	**(700,074)**
Transactions with owners	(44,755)	(655,319)	-	**(700,074)**
Balance at 31 December 2019	**1,358,569**	**109,206,779**	**(90,868,554)**	**19,696,794**
Profit for the year	-	-	1,851,371	**1,851,371**
Other comprehensive income	-	-	-	**-**
Total comprehensive income for the year	**-**	**-**	**1,851,371**	**1,851,371**
Balance at 31 December 2020	**1,358,569**	**109,206,779**	**(89,017,183)**	**21,548,165**

The notes on pages 19 to 47 form an integral part of these audited financial statements.

STATEMENT OF CASH FLOWS
For the year ended 31 December 2020

	Note	2020 EUR	2019 EUR
Cash flows from operating activities			
Profit/(loss) for the year		1,851,371	(11,008,354)
Adjustments for:			
Fair value loss on financial assets at fair value through profit or loss		1,752,486	14,482,512
Interest income		(4,280,442)	(4,319,475)
Interest expense		6,278	-
Net (loss)/gain on foreign exchange		8	(255)
Net cash outflow before changes in working capital		**(670,299)**	**(845,572)**
Decrease in trade and other receivables		3,073	4,338
Increase/(decrease) in trade and other payables		54,420	(58,233)
Purchase of financial assets		-	(133,603)
Repayments of financial assets		180,000	800,000
Net cash used in operating activities		**(432,806)**	**(233,070)**
Cash flows from financing activities			
Proceeds from borrowings		400,000	-
Payments to purchase own shares		-	(1,048,662)
Redemptions of B shares		-	(132,941)
Net cash generated from/(used in) financing activities		**400,000**	**(1,181,603)**
Net decrease in cash and cash equivalents before currency adjustment		**(32,806)**	**(1,414,673)**
Effects of exchange rate differences on cash and cash equivalents		(8)	255
Net decrease in cash and cash equivalents after currency adjustment		**(32,814)**	**(1,414,418)**
Cash and cash equivalents at the beginning of the year		65,887	1,480,305
Cash and cash equivalents at the end of the year	**12**	**33,073**	**65,887**

The notes on pages 19 to 47 form an integral part of these audited financial statements.

NOTES TO THE AUDITED FINANCIAL STATEMENTS
For the year ended 31 December 2020

1. Establishment

Reconstruction Capital II Limited (the "Company") was incorporated on 17 October 2005 in the Cayman Islands as a tax exempt company created to invest in private and listed equity and fixed income securities, including convertible and other mezzanine instruments, primarily in Romania, Bulgaria and Serbia. The Company was admitted to trading on the Alternative Investment Market ("AIM") of the London Stock Exchange on 23 December 2005 and started trading on 27 January 2006. These financial statements show the results of the Company for the year ended 31 December 2020.

Following a general shareholder meeting on 21 February 2018, the investment objective of the Company was changed so that it now aims to achieve capital appreciation and/or to generate investment income returns through the acquisition of real estate assets in Romania, including the development of such assets, and/or the acquisition of significant or controlling stakes in companies established in, or operating predominantly in Romania, primarily in the real estate sector. Any new private equity investments in companies operating in sectors other than real estate would be limited to 25% of the Company's total assets at the time of effecting the investment. However, the Company may continue to make follow-on investments in existing portfolio companies without any such limitation.

Following the annual general meeting of the Company on 22 December 2016, the life of the Company was extended for two years until the end of 2018. At a general shareholder meeting on 21 February 2018, it was decided that the life of the Company would be extended until the end of 2023 when the next continuation vote will be held.

2. Principal accounting policies

2.1 Basis of preparation

The financial statements of the Company have been prepared in accordance with International Financial Reporting Standards ("IFRS"), adopted for use in the European Union ("EU"). The financial statements have been prepared under the historical cost convention as modified by the revaluation of financial assets at fair value through profit or loss and under the going concern basis. These financial statements do not constitute statutory financial statements.

The Directors have reasonable expectations and are satisfied that the Company has adequate resources to continue its operations and meet its commitments for the foreseeable future and they continue to adopt the going concern basis for the preparation of the financial statements.

The preparation of financial statements in accordance with IFRS requires the use of certain critical accounting estimates. It also requires the Board of Directors to exercise its judgement in the process of applying the Company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in Note 3.

NOTES TO THE AUDITED FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2020

2. Principal accounting policies (continued)
2.1 Basis of preparation (continued)

New Accounting Standards, amendments to existing Accounting Standards and/or interpretations of existing Accounting Standards (separately or together, "New Accounting Requirements") adopted during the current year

The Directors have assessed the impact, or potential impact, of all New Accounting Requirements. In the opinion of the Directors, except for the implementation of the amendments to IAS 1 and IAS 8 and the associated amendments to the Conceptual Framework and IFRS Practice Statement 2, all of which relate to thedefinition of "material", as referred to below, there are no mandatory New Accounting Requirements applicable in the current year, that had any material effect on the reported performance, financial position, or disclosures of the Company. Consequently, no other mandatory New Accounting Requirements are listed. TheCompany has not early adopted any New Accounting Requirements that are not mandatory.

Amendments to IAS 1 Presentation of Financial Statements and IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors and Amendments to the Conceptual Framework and IFRS Practice Statement 2: Making Materiality Judgements – "Definition of Material" – effective for accounting periods commencing on or after 1st January 2020

In October 2018, the IASB issued amendments to achieve a consistent definition of materiality throughout International Financial Reporting Standards and the Conceptual Framework for Financial Reporting and to clarify certain aspects of the definition. The new definition of material in IAS 1 and IAS 8 states that, 'Information is material if omitting, misstating or obscuring it could reasonably be expected to influence 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.' The definitions of material in the Conceptual Framework and IFRS Practice Statement 2: Making Materiality Judgements were amended to align with the revised definition of material in IAS 1 and IAS 8.

The amendments clarify that materiality will depend on the nature or magnitude of information, or both. An entity is required to assess whether the information, either individually or in combination with other information, is material in the context of the financial statements as a whole.

The previous definition of material referred to 'users' but did not specify their characteristics, which could have been interpreted to imply that an entity is required to consider all possible users of general purpose financial statements when assessing materiality. The amended definition of material now refers to 'primary users', being defined as "existing and potential investors, lenders and other creditors" that must rely on general purpose financial statements for much of the financial information that they need.

The amendments must be applied prospectively. In the Director's opinion, implementation of these amendments has had no material impact on the recognition, measurement or disclosures in the Company's financial statements.

NOTES TO THE AUDITED FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2020

2. Principal accounting policies (continued)

2.1 Basis of preparation (continued)

Standards issued but not yet effective

Standards issued and not yet effective up to the reporting date of the Company's financial statements are listed below. The Company intends to adopt these standards when they become effective and endorsed by the European Union ("EU"). Based on an assessment, the Directors expect that the standards below will not have a material impact on these financial statements.

- IFRS 17 "Insurance Contracts" (originally 1 January 2021, but extended to 1 January 2023, not yet endorsed for use in the EU)
- Amendment to IAS 16 - Property, Plant and Equipment: Proceeds before intended use (effective 1 January 2022)
- Amendments to IFRS 3 - Reference to the Conceptual Framework (effective 1 January 2022)
- Amendments to IAS 37 - Onerous Contracts - Cost of Fulfilling a Contract (effective 1 January 2022)
- Amendments to IFRS 10 and IAS 28 - Sale or contribution of assets between an investor and its associate or joint venture (effective date to be confirmed by IASB)

2.2 Revenue recognition

Dividend from investments in securities is recognised when the right to receive payment is established. Withheld taxes are transferred to profit or loss.

Profits or losses from the sale of investments in securities represent the difference between the net proceeds and the carrying amount of the investments sold and is transferred to profit or loss.

The difference between the fair value of investments at fair value through profit or loss as at 31 December 2020 and the mid cost price represents unrealised gains and losses and is included in profit or loss in the yearin which it arises.

NOTES TO THE AUDITED FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2020

2. Principal accounting policies (continued)
2.3 Non-consolidated subsidiaries and investment undertakings

The Company has determined that the definition of an investment entity (as defined in IFRS 10) applies to the Company, as the following conditions exist:

- the Company has obtained funds for the purpose of providing investors with investment management services;
- the Company's business purpose, which was communicated directly to investors, is investing solely for returns from capital appreciation and investment income; and
- the performance of investments is measured and evaluated on a fair value basis.

An investment entity does not present consolidated financial statements if it is required to measure all of its subsidiaries at fair value through profit or loss. An investment entity shall not consolidate its subsidiaries or apply IFRS 3 when it obtains control of another entity, except in limited circumstances, explained below. Instead, an investment entity shall measure an investment in a subsidiary at fair value through profit or loss in accordance with IFRS 9 'Financial Instruments'.

An investment entity is exempt from consolidation on the date it meets the classification of an investment entity, and the exemption ceases when the investment entity no longer qualifies. The only exception is for subsidiaries that provide services relating to the same investment activities, which are consolidated.

The investments in associate undertakings are also measured at fair value through profit or loss under IFRS10 requirements.

2.4 Foreign currency translation

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

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

Foreign exchange gains and losses on non-monetary financial assets and liabilities such as equity investments held at fair value through profit or loss are recognised in profit or loss as part of the fair value gain or loss.

NOTES TO THE AUDITED FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2020

2. Principal accounting policies (continued)

2.5 Operating segments

Operating segments are reported in a manner consistent with the internal reporting framework provided to the Chief Operating Decision Maker, which is considered to be the Board of Directors.

2.6 Financial assets

The Company classifies its financial assets into one of the following categories, depending on the purpose for which the asset was acquired. The Company's accounting policy for each category is as follows:

2.6 a) Financial assets at fair value through profit or loss

Investments consist of mainly unlisted securities (both in subsidiaries and associate undertakings) and are initially recognised at fair value, excluding transaction costs which are expensed in profit or loss.

The financial assets, including the loan receivable from subsidiary designated at fair value through profit or loss are designated as such as the portfolio is managed and performance evaluated on a fair value basis in accordance with the Company's documented investment strategy.

Securities listed on a stock exchange or traded on any other regulated market are valued at the bid price on such exchange or market or, if no such price is available, the last traded price on such day. If there is no such price or such market price is not representative of the fair market value of any such security, then the security will be valued in a manner determined by the Directors to reflect its fair value.

Realised and unrealised gains and losses arising from changes in the fair value of financial assets arerecognised in profit or loss.

Net gains or net losses on items at fair value through profit or loss include interest or dividend income.

All purchases and sales of investment securities that require delivery within the time frame established by regulation or market convention ("regular way" purchases and sales) are recognised on the trade date, which is the date on which the Company commits to purchase or sell the asset.

NOTES TO THE AUDITED FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2020

2. Principal accounting policies (continued)
2.6 Financial assets (continued)

2.6 b) Debt instruments

Measurement of debt instruments depends on the Company's business model for managing the asset and the cashflow characteristics of the asset. These are recognised initially at fair value. They are subsequently measured at amortised cost using the effective interest rate method.

At each reporting date, the Company shall measure the loss allowance on debt instruments at an amount equal to the lifetime expected credit losses if the credit risk has increased significantly since initial recognition. If, at the reporting date, the credit risk has not increased significantly since initial recognition, the Company shall measure the loss allowance at an amount equal to 12-month expected credit losses.

Significant financial difficulties of the borrower, probability that the borrower will enter bankruptcy or financial reorganisation, and default in payments are all considered indicators that an expected credit loss may be required. A significant increase in credit risk is defined by management as any contractual payment whichis more than 90 days past due. Any contractual payment which is more than 180 days past due is considered credit impaired.

2.7 Cash and cash equivalents

Cash and cash equivalents include cash at bank and short-term highly liquid investments. Cash equivalents are highly liquid investments with original maturities of three months or less.

2.8 Financial liabilities

Financial liabilities are classified according to the substance of the financial instrument's contractual obligations, rather than the financial instrument's legal form. The Company's accounting policies for its financial liabilities are as follows:

2.9 Trade and other payables

Trade and other payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade and other payables are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities.

Trade and other payables are recognised initially at fair value plus transaction costs and subsequently measured at amortised cost using the effective interest method.

2.10 Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently carried at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in profit or loss over the period of the borrowings using the effective interest method.

NOTES TO THE AUDITED FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2020

2. Principal accounting policies (continued)

2.11 Equity

Share capital is determined using the nominal value of shares that have been issued. Additional premiums received on the initial issuing of the shares are included in the share premium.

Any initial expenses of the Company as those necessary for issues of shares, and expenses entirely related to the placing and admission, such as fees payable under the placing agreement, receiving agent's fees, registrar's fees, admission fees, and any other applicable expenses are offset against the share premium.

2.12 Dividends

Equity dividends are recognised when they become legally payable. Interim and final equity dividends are recognised when approved by the shareholders at an annual general meeting.

2.13 Share premium

Share premium is stated net of share issue costs and is not distributable by way of dividend.

3. Critical accounting estimates and assumptions

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

The fair value of balances for which estimates and assumptions have been made as at 31 December 2020 and 31 December 2019 were as follows:

	2020 EUR	2019 EUR
Financial assets at fair value through profit or loss *(Note 10)*	21,999,552	19,651,596

NOTES TO THE AUDITED FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2020

3. Critical accounting estimates and assumptions (continued)

Critical accounting estimates and assumptions and critical judgements in applying the Company's accounting policies

(i) Functional currency

The Board of Directors considers the Euro (EUR) as the currency that most faithfully represents the economic effect of the underlying transactions, events and conditions. The Euro (EUR) is the currency in which the Company measures its performance and reports its results, as well as the currency in which it receives subscriptions from its investors. This determination also considers the competitive environment in which the Company is, compared to other European investment products.

(ii) Fair value of financial instruments

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

The fair value of the Company's subsidiaries and associates, which are unlisted equity securities, has been determined by using an adjusted net asset approach. The adjusted net asset approach is a way of determining a value indication of an entity's assets and/or equity interest using one or more methods. The most common method within this approach is the Net Asset Value, Net Asset Value representing net equity of the entity afterassets and liabilities have been adjusted to their fair values.

The critical inputs and assumptions applied in the valuations are stated in Note 19.

Based on the adjusted net asset approach, Management has accepted the fair value estimations of unlisted equity investments as at 31 December 2020, which resulted in a net fair value loss of EUR1.7m. This loss is comprised of a fair value loss of EUR2.4m (being the fair value loss on the loan receivable from the unconsolidated subsidiary, RC2 (Cyprus), as described in note 10.3) and a fair value gain of EUR0.6m for investments in associates respectively, recognised in profit or loss (2019: net fair value loss EUR14.4m) (Note 19.5).

The fair value of unlisted equity securities held by the Company's subsidiaries and associates has been determined by independent valuers using a discounted cash flow approach, which is based on the investee company's management's business plans for the period 2021-2025, with the exception of Telecredit IFN SA which is valued on an audited net assets basis according to IFRS (see Note 19.5). The inputs used in valuing these investments are not based on observable market data and require judgement, considering factors specific to the investment. The valuation methodology applied by the independent valuers is consistent with IFRS and International Valuation Standards ("IVS").

(iii) Investment entity status

The Board of Directors considers that the Company meets the criteria set out in IFRS 10 'Consolidated Financial Statements' to be classified as an investment entity, disclosed in note 2.3 and as a result of this classification, the Company is required to account for subsidiaries and associates at fair value through profit orloss, except for subsidiaries and associates providing services that are related to the Company's investment activity, which are consolidated.

NOTES TO THE AUDITED FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2020

3. Critical accounting estimates and assumptions (continued)

Critical accounting estimates and assumptions and critical judgements in applying the Company's accounting policies (continued)

(iii) Investment entity status (continued)

Management has assessed that all of its subsidiaries (Note 8) and associates (Note 9) should not be consolidated and therefore be accordingly measured at fair value through profit or loss for the purposes of the financial statements as at 31 December 2020 and 2019.

4. Operating expenses

		2020 EUR	2019 EUR
Advisory fees	(Note 21.1)	453,827	639,085
Legal and professional fees, including transaction fees		86,709	76,739
Administration and custodian fees		65,555	59,687
Directors' fees	(Note 21.1)	24,000	28,500
Audit fees		23,000	27,000
Insurance premium		6,410	6,410
Bank charges		798	2,221
Other expenses		-	5,930
		660,299	845,572

Advisory fees

New Europe Capital SRL, the Adviser, received an advisory fee equivalent to 2.25% per annum of the average monthly net asset value of the Company, which was accrued and invoiced on a monthly basis for advisory services provided.

The Company reimburses the Adviser in respect of its out-of-pocket expenses (including reasonable travel expenses) incurred in connection with the performance of its duties.

Performance fees

The Adviser is also entitled to a performance fee of 20% of any increase in the Net Asset Value in excess of the Base Net Asset Value (adjusted to reflect any dividends or share buy backs, but before the deduction of any accrued management fee and performance fee). The performance fee shall accrue quarterly and be payable annually in arrears (pro rata for partial periods) within three months after the end of each calendar year.

The Base Net Asset Value is the greater of the Net Asset Value at the time of issue of the Shares and the highest Net Asset Value based on which a performance fee is paid in any prior calendar year ("Prior High Net Asset Value") plus an additional annually compounding hurdle rate of 8 per cent. The total performance feefor the year was EUR nil (2019: EUR nil).

NOTES TO THE AUDITED FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2020

4. Operating expenses (continued)

Administrator and custodian fees
The current administrator and custodian, Sanne Fiduciary Services Limited, receives a variable monthly fee based on the Company's Net Asset Value ("NAV"), payable quarterly in arrears. An amount of EUR20,329 was outstanding at the year end (2019: EUR14,362).

Directors' fees
The Directors are considered to be key management personnel of the Company. The remuneration of each Director is detailed in Note 21.1.

In addition, the Directors were entitled to be reimbursed for their reasonable out of pocket expenses incurred in discharging their duties as directors. During the current and prior years, the Directors did not benefit from any long term incentive schemes or post-employment benefits and no Director made gains from exercising anyshare options.

5. Net financial (expense)/income

	2020 EUR	2019 EUR
Net (loss)/gain on foreign exchange	(8)	255
Finance costs	(16,278)	-
	(16,286)	255

6. Income tax

The Company is exempt from income tax in the Cayman Islands.

7. Gain/(loss) per share

	2020 EUR	2019 EUR
Earnings		
Earnings for the purposes of basic earnings per share, being net profit/(loss) attributable to ordinary shareholders of the Company	1,851,371	(11,008,354)
Number of shares		
Weighted average number of shares for the purposes of earnings per share	136,574,313	136,574,313
Basic and diluted gain/(loss) per share	**0.0136**	**(0.0806)**

There are no potentially dilutive instruments.

NOTES TO THE AUDITED FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2020

8. Subsidiaries

The Company has the following subsidiaries:

	Principal activity	Principal place of business and Country of incorporation	Proportion of ownership interest	
			2020	**2019**
Holding company: Reconstruction Capital II Limited				
RC2 (Cyprus) Limited	Investment holding	Cyprus	100%	100%
Glasro Holdings Limited	Investment holding	Cyprus	100%	100%
Holding company: RC2 (Cyprus) Limited				
Mamaia Resort Hotels S.R.L.	Hotel management	Romania	63%	63%
Holding company: Glasro Holdings Limited				
Telecredit IFN S.A.	Factoring services	Romania	85%	85%

9. Associates

The Company has the following associates:

	Principal activity	Principal place of business and Country of incorporation	Proportion of ownership interest	
			2020	**2019**
Holding company: Reconstruction Capital II Limited				
Reconstruction Capital Plc	Investment holding	Isle of Man	23%	23%
The Romanian Investment Fund Limited	Investment holding	Cayman Islands	27%*	27%*

NOTES TO THE AUDITED FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2020

9. Associates (continued)

	Principal activity	Principal place of business and Country of incorporation	Proportion of ownership interest 2020	2019
Holding company: RC2 (Cyprus) Limited				
Policolor S.A.	Paint and varnish manufacture	Romania	40%	40%

* The Company's proportion of ownership interest in The Romanian Investment Fund comprises direct and indirect holdings of 11.3% and 16.11%, respectively, and were unchanged as at 31 December 2020.

10. Financial assets at fair value through profit or loss

	2020 EUR	2019 EUR
Non-current investments		
Investments in subsidiaries	787,741	1,013,164
Investments in associates	2,229,468	1,548,381
Loan receivable	18,982,343	17,090,051
	21,999,552	19,651,596

10.1 Investments in subsidiaries

	2020 EUR	2019 EUR
Cost	76,653,660	76,653,660
Net unrealised loss on investments	(75,865,919)	(75,640,496)
Fair value of non-current investments	787,741	1,013,164

Included in investments in subsidiaries is an equity investment in RC2 (Cyprus) Limited, a wholly-owned subsidiary of the Company, with a fair value of EUR nil at the year end (2019: EUR nil).

Also included is an equity investment in the wholly owned subsidiary Glasro Holdings Ltd which was valued at EUR787,741 at 31 December 2020 (2019: EUR1,013,164), a decrease of EUR225,423 from its value at the end of 2019.

NOTES TO THE AUDITED FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2020

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

10.2 Investments in associates

	2020 EUR	2019 EUR
Cost	3,566,648	3,566,648
Net unrealised loss on investments	(1,337,180)	(2,018,267)
Fair value of non-current investments	2,229,468	1,548,381

Included in investments in associates are investments in Reconstruction Capital Plc and The Romanian Investment Fund Limited with fair values of EUR972,484 and EUR1,256,984, respectively, at the year end (2019: EUR555,738 and EUR992,643, respectively).

10.3 Loan receivable at fair value through profit or loss

	2020 EUR	2019 EUR
Loan to unconsolidated subsidiary	18,982,343	17,090,051

Included in the balance of loan to unconsolidated subsidiary is a loan to RC2 (Cyprus) Limited, which is designated at fair value through profit or loss and which bears interest of 8% per annum on the outstanding principal. The loan was repayable on demand. However on 19 April 2018, and effective from 31 December 2017, the Company signed an addendum to the loan agreement with RC2 (Cyprus) Ltd, whereby the Company will not impose the repayment of the outstanding amount or part of the outstanding amount until 31 December 2023. The Company has also committed to provide financial support to RC2 (Cyprus) Limited.

	2020 EUR	2019 EUR
Changes in loan receivable		
Opening balance	17,090,051	25,075,006
Loan repayments	(180,000)	(800,000)
Interest income	4,280,442	4,319,475
Fair value loss on loan receivable	(2,208,150)	(11,504,430)
	18,982,343	17,090,051

The valuation of the loan is based on the adjusted net asset value of RC2 (Cyprus) Limited which is available to repay the loan principal and interest payable to the Company (Note 19.5). The value of the loan receivable increased by EUR1,892,292 during the year. The increase is a result of the accrued interest income of EUR 4,280,442 being offset by the fair value loss on the receivable of EUR2,208,150 and loan repayments of EUR180,000.

NOTES TO THE AUDITED FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2020

11. Trade and other receivables

	2020 EUR	2019 EUR
Other receivables and prepayments	13,600	16,673

12. Cash and cash equivalents

	2020 EUR	2019 EUR
Cash at bank	33,073	65,887

13. Trade and other payables

		2020 EUR	2019 EUR
Advisory fees	(Note 21.1)	48,453	-
Auditor's fees		23,000	23,000
Administration fees		20,329	14,362
		91,782	37,362

14. Borrowings

		2020 EUR	2019 EUR
Loan from related party	(Note 21.4)	406,278	-
		406,278	-

On 6 August 2020, the Company entered into an agreement with Portadrix Investments Limited for a loan facility of EUR1,000,000, bearing interest of 5% per annum and repayable on or before 6 December 2021. As at year end, the amount disbursed amounted to EUR400,000 (2019: EURnil).

	2020 EUR	2019 EUR
Changes in borrowings		
Opening balance	-	-
Loan received	400,000	
Interest expense	6,278	-
Closing balance	406,278	-

NOTES TO THE AUDITED FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2020

15. Reserves

Reserve	**Description and purpose**
Share premium	Amount subscribed for share capital in excess of par value, as reduced by bonus issues
Retained earnings/(Accumulated deficit)	Cumulative net gains and losses recognised in the Statement of Comprehensive Income, and cumulative transfers from other recognised reserves, where permitted or required

16. Share capital

	2020		**2019**	
	Number of shares	**EUR**	**Number of shares**	**EUR**
Authorised				
Ordinary shares of EUR0.01 each	300,000,000	3,000,000	300,000,000	3,000,000
B shares of EUR1 each	17,000,000	17,000,000	17,000,000	17,000,000
Issued and fully paid				
Ordinary shares of EUR0.01 each	135,856,913	1,358,569	135,856,913	1,358,569

	2020		**2019**	
	Number of shares	**EUR**	**Number of shares**	**EUR**
Ordinary shares				
Share capital at 1 January	135,856,913	1,358,569	140,332,376	1,403,324
Share cancellations	-	-	(4,475,463)	(44,755)
	135,856,913	1,358,569	135,856,913	1,358,569

(i) On 21 January 2019, the Company purchased for cancellation 1,710,611 of its Ordinary Shares of EUR 0.01 each at a price of EUR 0.16 per share.

(ii) On 23 January 2019, the Company purchased for cancellation 2,364,852 of its Ordinary Shares of EUR 0.01 each at a price of EUR 0.16 per share.

(iii) On 12 December 2019, the Company purchased for cancellation 300,000 of its Ordinary Shares of EUR 0.01 each at a price of EUR 0.12 per share.

(iv) On 16 December 2019, the Company purchased for cancellation 100,000 of its Ordinary Shares of EUR 0.01 each at a price of EUR 0.12 per share.

NOTES TO THE AUDITED FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2020

17. Net Asset Value per share

	2020 EUR	2019 EUR
Net assets	21,548,165	19,696,794
Closing number of shares	135,856,913	135,856,913
Basic and diluted net asset value per share	0.1586	0.1450

There are no potentially dilutive instruments.

18. Financial assets and liabilities

The carrying amounts of the Company's financial assets and liabilities are:

		2020 EUR	2019 EUR
Financial assets at fair value through profit or loss			
Investments in subsidiaries	(Note 10.1)	787,741	1,013,164
Investments in associates	(Note 10.2)	2,229,468	1,548,381
Loan receivable	(Note 10.3)	18,982,343	17,090,051
		21,999,552	19,651,596
Financial assets at amortised cost			
Trade and other receivables	(Note 11)	13,600	16,673
Cash and cash equivalents	(Note 12)	33,073	65,887
		46,673	82,560
Financial liabilities at amortised cost			
Trade and other payables	(Note 13)	91,782	37,362
Borrowings	(Note 14)	406,278	-
		498,060	37,362

NOTES TO THE AUDITED FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2020

19. Financial risk management

The Company is exposed to the following financial risks resulting from its financial instruments: market risk, credit risk and liquidity risk.

The Company's risk management is coordinated by its Board of Directors, which manages the assets to achieve the Company's investment objectives.

19.1 Market risk

The Company is exposed specifically to interest rate risk and price risk, which result from both its operating and investing activities.

The Company, through its subsidiaries, invests in securities of issuers which are believed by the investment team to have growth potential. Investment in such securities may present greater opportunities for growth but also involves greater risk than is customarily associated with the securities of more established issuers. Such issuers may have limited product lines, markets or financial recourses and therefore being subject to more erratic market movements than securities of larger companies and may be dependent for their management on one or two key individuals.

The market for buying and selling private company securities in Romania, Bulgaria and neighbouring countries is substantially less developed. Investments in unlisted securities are more speculative and involve a higher degree of risk and lower level of liquidity.

The Company measures these risks by monitoring its exposure to certain markets, industries and countries. The details of these exposures are analysed at the level of the Company's subsidiaries as follows:

	2020 EUR	2019 EUR
Sector		
Consumer and corporate loans	787,741	1,013,164
Other private equity investments	21,211,811	18,638,432
	21,999,552	19,651,596
Other items	46,673	82,560
Geographical analysis		
Consumer and corporate loans		
Romania	787,741	1,013,164

NOTES TO THE AUDITED FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2020

19. Financial risk management (continued)
19.1 Market risk (continued)

	2020 EUR	2019 EUR
Other private equity investments		
Romania	21,211,811	18,638,432
Other items		
Jersey	46,673	82,560

Consumer and corporate loans have been allocated based on the location of the borrower. Other private equity investments and other items are disclosed based on the location of the underlying investments.

The Company trades in financial instruments, taking positions in unlisted instruments. All investments in securities represent a risk of loss of capital. The Company's equity securities are susceptible to market price risk arising from uncertainties about future prices of the instruments. The exposure to price risk of unlisted equity investments is presented in note 19.5 under "Fair value information".

19.2 Credit risk

The Company is exposed to credit risk as a result of holding financial assets at fair value through profit or loss, cash and cash equivalents, trade and other receivables. The maximum exposure to credit risk at 31 December is:

	2020 EUR	2019 EUR
Financial assets at fair value through profit or loss	21,999,552	19,651,596
Loans and receivables	46,673	82,560
	22,046,225	19,734,156

Trade and other receivables and cash and cash equivalents are classified as loans and receivables, therefore the total credit risk exposure from loans and receivables is EUR46,673 (2019: EUR82,560).

There are no trade and other receivables which are impaired (2019: EURnil).

The Company's cash and cash equivalents are held with regional and foreign banks and are diversified appropriately. The Moody's credit ratings of the banks where the Company held cash and cash equivalents was A1 (2019: Aa3).

In accordance with the Company's policy, the Adviser monitors credit risk on a daily basis, and management reviews it on a quarterly basis.

NOTES TO THE AUDITED FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2020

19. Financial risk management (continued)

19.3 Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. The Company manages its liquidity needs through the ability to borrow in the short term from shareholders and the cash inflows of dividends from its unlisted investments.

The table below sets out the Company's contractual undiscounted cash flows. The fair values of amounts due within 12 months equal their carrying value, as the impact of discounting is not significant. The balance due to related parties under '1 to 12 months' bears an interest rate of 5% until 6 December 2021.

	Carrying amount EUR	Contractual cash flows EUR	Less than 1 month EUR	1 to 12 months EUR
31 December 2020				
Trade and other payables	91,782	91,782	20,329	71,453
Loan from related party	406,278	406,278	-	406,278
	498,060	498,060	20,329	477,731
31 December 2019				
Trade and other payables	37,362	37,362	14,362	23,000

19.4 Capital management and procedures

The current Company policy is to fund investments through equity. No future change in this policy is envisaged. In the medium term, the intention is that capital will be managed so as to maximise the return to shareholders while maintaining a capital base to allow the Company to operate effectively in the marketplace and sustain the future development of the business.

The Company's equity is summarised in the Statement of Changes in Equity and consists of share capital, share premium and accumulated deficit.

NOTES TO THE AUDITED FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2020

19. Financial risk management (continued)

19.4 Capital management and procedures (continued)

The amounts managed as capital by the Company for the reporting years under review are summarised as follows:

	2020 EUR	2019 EUR
Equity	21,548,165	19,696,794
Cash and cash equivalents	(33,073)	(65,887)
Capital	21,515,092	19,630,907
Equity	21,548,165	19,696,794
Borrowings	406,278	-
Overall financing	21,954,443	19,696,794
Proportion of capital to overall financing	98%	100%

The Company has complied with its maximum level of gearing of 30% of gross assets, in accordance with the Company's Admission Document, with the current gearing level standing at 1.8% (2019: 0%) of gross assets. The increase is as a result of the loan received from Portadrix Investments Limited (Note 14).

19.5 Fair value information

All of the Company's investments, as well as the loan receivable, are carried at fair value. Usually the fair value of the financial instruments can be reliably determined within a reasonable range of estimates.

The carrying amounts of the Company's loans and receivables and financial liabilities at amortised cost at the reporting date approximate their fair value.

The major methods and assumptions used in estimating the fair values of financial instruments classified as Level 3 are disclosed in note 3 and below. As the major methods and assumptions used in estimating the fair values are subjective, the Company has conducted a sensitivity analysis on key areas based on the Adviser's reasonable expectations.

NOTES TO THE AUDITED FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2020

19. Financial risk management (continued)
19.5 Fair value information (continued)

Estimation of fair values - non-consolidated subsidiaries
The Company undertakes valuations of its private equity investments at fair value through profit or loss as at each financial reporting date. In 2020 the Company used an adjusted net asset approach to value its investments in subsidiaries at fair value through profit or loss. Estimates of the value of an entity can be developed using the adjusted net asset approach by adjusting the entity's Statement of Financial Position to approximate current market values of its assets and liabilities. The adjusted net asset approach is a way of determining a value indication of an entity's assets and/or equity interest using one or more methods. The mostcommon method within this approach is the Net Asset Value representing net equity of the entity after assets and liabilities have been adjusted to their fair values.

The valuation of the investments in Reconstruction Capital Plc and The Romanian Investment Fund Limited are based on their audited net asset values which are in turn based on the same valuations of their main underlying asset, Policolor SA, as adopted by the Company.

Reconstruction Capital Plc
As at 31 December 2020, all significant assets included in the Statement of Financial Position of Reconstruction Capital Plc were recorded at fair value. The equity value of the Company's investment in Reconstruction Capital Plc amounted to EUR972,484.

As at 31 December 2020, if the net assets of Reconstruction Capital Plc increased or decreased by 5%, the effect from the corresponding change on the fair value of the investment would be reflected as follows in the financial statements of the Company:

- 5% increase: increase in the Company's total assets of 0.22% or EUR48,624 and an increase in the Company's post-tax profit of 2.63% or EUR48,624;
- 5% decrease: decrease in the Company's total assets of 0.22% or EUR48,624 and a decrease in the Company's post-tax profit of 2.63% or EUR48,624;

The Romanian Investment Fund Limited
As at 31 December 2020, all significant assets included in the Statement of Financial Position of TheRomanian Investment Fund Limited were recorded at fair value. The equity value of the Company's Investment in The Romanian Investment Fund Limited amounted to EUR1,256,984.

As at 31 December 2020, if the net assets of The Romanian Investment Fund Limited increased or decreased by 5%, the effect from the corresponding change on the fair value of the investment would be reflected as follows in the financial statements of the Company:

- 5% increase: increase in the Company's total assets of 0.29% or EUR62,849 and an increase in the Company's post-tax profit of 3.39% or EUR62,849;
- 5% decrease: decrease in the Company's total assets of 0.29% or EUR62,849 and a decrease in the Company's post-tax profit of 3.39% or EUR62,849;

NOTES TO THE AUDITED FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2020

19. Financial risk management (continued)
19.5 Fair value information (continued)

Glasro Holdings Limited
As at 31 December 2020, all significant assets included in the Statement of Financial Position of Glasro Holdings Limited were recorded at fair value. The equity value of the Company's investment in Glasro Holdings Limited amounted to EUR787,741.

As at 31 December 2020, if the net assets of Glasro Holdings Limited increased or decreased by 5%, the effect from the corresponding change on the fair value of the investment would be reflected as follows in the financial statements of the Company:

- 5% increase: increase in the Company's total assets of 0.18% or EUR39,387 and an increase in the Company's post-tax profit of 2.13% or EUR39,387;
- 5% decrease: decrease in the Company's total assets of 0.18% or EUR39,387 and a decrease in the Company's post-tax profit of 2.13% or EUR39,387;

RC2 (Cyprus) Limited
At 31 December 2020, the Company's investment in RC2 (Cyprus) Limited had a fair value of EUR nil. The loan receivable (see note 10.3) from RC2 (Cyprus) Limited had a fair value of EUR18,982,343 determined on an adjusted net value approach as explained in note 10.3. The fair value of the loan receivable reflects the fair value of the underlying investments made by RC2 (Cyprus) Limited in Policolor and Mamaia.

As at 31 December 2020, if the net asset position of RC2 (Cyprus) Limited increased or decreased by 5%, the effect from the corresponding change on the fair value of the loan would be reflected as follows in the financial statements of the Company:

- 5% increase: increase in the Company's total assets of 4.3% or EUR949,117 and an increase in the Company's post-tax profit of 51.26% or EUR949,117;
- 5% decrease: decrease in the Company's total assets of 4.3% or EUR949,117 and a decrease in the Company's post-tax profit of 51.26% or EUR949,117;

The equity investment in the subsidiary would not have any impact from the above changes in net assets.

NOTES TO THE AUDITED FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2020

19. Financial risk management (continued)

19.5 Fair value information (continued)

The investments held through the Company's non-consolidated subsidiaries are valued as at each financial reporting date. The determination of fair value is supported by an independent valuer which is engaged to perform the valuation of the investments. The selection of the independent valuer is at the discretion of the Company's Board of Directors. The independent valuer follows up a documented valuation procedure when determining the amount that is most representative for the fair value by describing:

- the appropriate valuation techniques to be used;
- the market conditions and the information available;
- the investment horizon and the type of investment; and
- the industry in which the investee operates.

The Board of Directors reviews and approves the valuation reports prepared by the independent valuer.

<u>Policolor S.A.</u>
Policolor S.A. was valued by an independent valuer as at 31 December 2020. The major assumptions used in the valuation are as follows:

- weighted average cost of capital of 11.3%;
- EBITDA margin rate between 5.5% and 10.4%;
- revenue growth rate between 2% and 7.8%;
- long term growth rate of 2%.

Increase/(decrease) in the Company's net assets relative to changes in valuation assumptions:

	+0.5%	**-0.5%**
Weighted average cost of capital	(960,000)	1,080,000
	+5%	**+5%**
EBITDA margin rate	1,400,000	(1,400,000)
	+5%	**+5%**
Revenue growth rate	1,400,000	(1,400,000)
	+0.5%	**+0.5%**
Long term growth rate	760,000	(640,000)

<u>Mamaia Resort Hotels S.R.L.</u>
Mamaia Resort Hotels S.R.L. was valued by an independent valuer as at 31 December 2020. The major assumptions used in the valuation are as follows:

- weighted average cost of capital of 9.2%;
- EBITDA margin rate between 11.3% and 21.2%;
- revenue growth rate between 2.5% and 53.5%; and
- long term growth rate of 2%.

The revenue growth rate in 2021 is estimated at 53.5% compared to that of 2020. The reasons for this are that the hotel was closed for renovations in the first 5 months of 2020 and then the early summer season was affected by the national lockdown and restrictions on hotel and restaurant operations. Revenue growth rates after 2021 range from 2% to 5.9%.

NOTES TO THE AUDITED FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2020

19. Financial risk management (continued)

19.5 Fair value information (continued)

Mamaia Resort Hotels S.R.L. (continued)

Increase/(decrease) in the Company's net assets relative to changes in valuation assumptions:

	+0.5%	**-0.5%**
Weighted average cost of capital	(264,658)	308,767
	+5%	**-5%**
EBITDA margin rate	277,260	(270,959)
	+5%	**-5%**
Revenue growth rate	277,260	(277,260)
	+0.5%	**-0.5%**
Long term growth rate	226,849	(195,342)

Telecredit IFN SA

Telecredit IFN SA was not valued by an independent valuer as at 31 December 2020 because it has changed its business model as a result of new restrictions on lending to individuals introduced by the National Bank of Romania effective 1 January 2019. The valuation of EUR 624,545 reflects Glasro Holdings Limited’s share of Telecredit IFN SA’s net asset value audited under IFRS as at 31 December 2020.

As at 31 December 2020, if the net asset position of Telecredit IFN SA increased or decreased by 5%, the effect from the corresponding change on the fair value of the loan would be reflected as follows in the financial statements of the Company:

- 5% increase: increase in the Company's total assets of 0.14% or EUR 31,227 and a decrease in the Company's post-tax loss of 1.69% or EUR 31,227;
- 5% decrease: decrease in the Company's total assets of 0.14% or EUR 31,227 and an increase in the Company's post-tax loss of 1.69% or EUR 31,227;

Fair value hierarchy

IFRS 13 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. IFRS 13 establishes a three-tier fair value hierarchy that prioritises the inputs to valuation techniques to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurement) and lowest priority to unobservable inputs (level 3 measurement).

NOTES TO THE AUDITED FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2020

19. Financial risk management (continued)
19.5 Fair value information (continued)

Fair value hierarchy (continued)

The three levels of the fair value hierarchy under IFRS 13 are described below:

Level 1	quoted prices (unadjusted) in active markets for identical assets or liabilities, that the Company can access at the measurement date;
Level 2	inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and
Level 3	unobservable inputs for the asset or liability.

The following tables present the financial assets at fair value through profit or loss by level within the valuation hierarchy:

Level 3	**2020 EUR**	**2019 EUR**
Investments in subsidiaries	787,741	1,013,164
Investments in associates	2,229,468	1,548,381
Loan to subsidiary	18,982,343	17,090,051
	21,999,552	19,651,596

Investments measured at fair value on a recurring basis using significant unobservable inputs (Level 3) were as follows:

	2020 EUR	**2019 EUR**
Balance at 1 January	19,651,596	30,614,632
Total gains or losses for the year:		
Fair value loss	(1,752,486)	(14,482,512)
Interest income and loan repayments	4,100,442	3,519,476
Balance at 31 December	~~21,999,552~~	~~19,651,596~~

The above amounts are in respect of assets held at year end.

NOTES TO THE AUDITED FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2020

20. Operating segments

According to its Admission Document, the Company's main objective is to generate returns for its shareholders through two primary routes: to achieve medium and long term capital appreciation through the investment in and subsequent disposal of significant or controlling stakes in companies, both listed and private(the Private Equity Programme), and to make portfolio investments in listed equities and fixed income securities (the Trading Programme) through its subsidiary, RC2 (Cyprus) Limited. On this basis, the Chief Operating Decision Maker, which is considered to be the Board of Directors, has identified its operating segments.

Reportable segments
The Directors have identified two reportable segments based on the Company's current operations - the private equity programme and other items.

31 December 2020	Private equity programme EUR	Other items EUR	Total per financial statements EUR
Reportable segment total assets	21,999,552	46,673	22,046,225
Reportable segment profit before tax	2,527,956	(676,585)	1,851,371
Reportable segment total liabilities	-	(498,060)	(498,060)
Fair value loss on financial assets at FVTPL	(1,752,486)	-	(1,752,486)
Interest income	4,280,442	-	4,280,442
Financial costs		(16,278)	(16,278)
Net loss on foreign exchange	-	(8)	(8)
Operating expenses	-	(660,299)	(660,299)
31 December 2019			
Reportable segment total assets	19,651,596	82,560	19,734,156
Reportable segment loss before tax	(10,163,037)	(845,317)	(11,008,354)
Reportable segment total liabilities	-	(37,362)	(37,362)
Fair value gain on financial assets at FVTPL	(14,482,512)	-	(14,482,512)
Interest income	4,319,475	-	4,319,475
Net gain on foreign exchange	-	255	255
Operating expenses	-	(845,572)	(845,572)

The geographical location of the investments held under the private equity programme is disclosed in Note 19.1.

NOTES TO THE AUDITED FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2020

21. Related party transactions

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial or operational decisions.

21.1 Key management compensation

		2020 EUR	2019 EUR
Advisory fees	(Note 4)	453,827	639,085
Directors' fees	(Note 4)	24,000	28,500
		477,827	667,585

a. Advisory fees (Note 4)

New Europe Capital SRL was the Adviser to the Company during the year. The advisory fees are accrued and are payable monthly in arrears. Total advisory fees for the year amounted to EUR 453,827 (2019: EUR 639,085). Total fees outstanding as at 31 December 2020 were EUR 48,453 (2019: EUR nil).

There were no performance fees paid or payable in respect of 2020 (2019: EUR nil).

Advisory fees which are unpaid for over a month attract an interest of 10% (2019: 10%) on the entire balance. No interest was charged during the year (2019: EUR nil).

b. Directors' fees (Note 4)

		2020 EUR	2019 EUR
Martin Derbyshire	*(resigned on 2 September 2019)*	-	6,667
Mihai Radoi		14,000	18,500
Paolo Bassetti	*(appointed 2 September 2019)*	10,000	3,333
		24,000	28,500

NOTES TO THE AUDITED FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2020

21. Related party transactions (continued)

21.2 Related parties' interests

	2020		2019	
Ordinary shares	**Number**	**% of issued share capital**	**Number**	**% of issued share capital**
Held by directors				
Mihai Radoi	1,037,500	0.76%	1,037,500	0.76%
Held by other related parties				
Ion Florescu and related parties *	81,862,859	60.26%	81,862,859	60.26%

* As at 31 December 2020, 39,030,555 of the Company's shares were held by Ion Florescu, 42,726,319 shares were owned by Portadrix Investments Limited, which is wholly-owned by The Florescu Family Trust, and 105,985 shares were owned by New Europe Capital SRL, which is the adviser to the Company and is 84% owned by Portadrix investments Limited.

21.3 Loan to unconsolidated subsidiary

The details of the loan to RC2 (Cyprus) Limited are disclosed in Note 10.

21.4 Loan from related party

The details of the loan from Portadrix Investments Limited are disclosed in Note 14.

21.5 Pledges and guarantees

There were no pledges or guarantees held as at 31 December 2020.

21.6 Ultimate controlling party

No single party is considered to be the ultimate controlling party of the Company.

22. Contingent Liability

Romar Holding Limited

In January 2012 an action was filed in the District Court of Nicosia on behalf of the Company against Else Holding Limited, Romar Holding Limited (both Cypriot companies) and Erghin Hagacalil, a Romanian citizen. The Company is claiming against the afore-mentioned defendants an amount of EUR 4 million plus interest and costs, for, inter alia, breach by the Defendants of an Investment and Shareholders' Agreement dated 18 April 2007 as well as of a later Supplemental Investment and Shareholders' Agreement. The Defendants have filed a defence by which they deny they owe any amount to the Company and are claiming, by way of counterclaim, an amount of EUR 6 million for alleged damages caused to them by the Company in respect of the subject matter of the Investment and Shareholders' Agreements. The Company strongly denies and actively defends the counterclaim and is rigorously pursuing the original action against the Defendants. A datefor a hearing was initially established for October 2020 but has been postponed until the second half of September 2021.

In the opinion of the lawyer retained by the Company, the Company has a good case both for its claim and defence of the counterclaim.

NOTES TO THE AUDITED FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2020

23. Events after the reporting date

Events after the reporting date have been evaluated up to the date of authorisation and issuance of these financial statements and there have been no significant events that require disclosures or adjustments for in these financial statements.