

**J&T SECURITIES MANAGEMENT PLC**

REPORT AND FINANCIAL STATEMENTS

31 December 2020

# J&T SECURITIES MANAGEMENT PLC

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## REPORT AND FINANCIAL STATEMENTS

Year ended 31 December 2020

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# J&T SECURITIES MANAGEMENT PLC

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## BOARD OF DIRECTORS AND OTHER OFFICERS

<b>Board of Directors:</b>	Jarmila Janosova Anastasios Angelides (appointed on 2 January 2020) Baris John Nicolaides (appointed on 20 June 2018 and resigned on 2 January 2020)
<b>Company Secretary:</b>	D. H. Nominees Ltd
<b>Independent Auditors:</b>	KPSA CHARTERED ACCOUNTANTS 15 Themistokli Dervi Street 1st floor, P.O. Box 27040 1641, Nicosia Cyprus
<b>Registered office:</b>	Klimentos, 41-43 Klimentos Tower, 2nd floor, Flat/Office 22 1061, Nicosia Cyprus
<b>Bankers:</b>	J&T Banka, a.s. Postova banka, a.s.
<b>Legal Entity Identifier:</b>	315700GBLUBZ50S45F53
<b>Registration number:</b>	HE260821

# J&T SECURITIES MANAGEMENT PLC

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## MANAGEMENT REPORT

The Board of Directors presents its report and audited financial statements of the Company for the year ended 31 December 2020.

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

The principal activities of the Company, which are unchanged from last year, are the holding of investments and trading in listed securities, as well as the provision of financing.

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

The Company's development to date, financial results and position as presented in the financial statements are considered satisfactory.

As part of the Company's plans for future development, is the use of the total net proceeds from the bonds issue for refinancing of present debts purposes and for developing its business activities. In addition, the provision of funding to companies coming from the group of the shareholder.

### **Principal risks and uncertainties**

The principal risks and uncertainties faced by the Company are disclosed in notes 7, 8 and 26 of the financial statements.

### **Use of financial instruments by the Company**

The Company is exposed to market price risk, interest rate risk, credit risk and dividends from the financial instruments it holds.

The Company's financial risk management objectives and policies are to acquire ownership, investments and assets in financial markets and private equity. Nowadays, the company also provides funding to companies in the shareholder group. In the future, the company will continue to do so, while planning to increase the share of the investment to the detriment of its own exposure to group companies.

### **Market price risk**

Market price risk is the risk that the value of financial instruments will fluctuate as a result of changes in market prices. The Company's financial assets at fair value through other comprehensive income and financial assets at fair value through profit or loss are susceptible to market price risk arising from uncertainties about future prices of the investments. The Company's market price risk is managed through diversification of the investment portfolio.

### **Interest rate risk**

Interest rate risk is the risk that the value of financial instruments will fluctuate due to changes in market interest rates. The Company's income and operating cash flows are substantially independent of changes in market interest rates as the Company has no significant interest-bearing assets. The Company is exposed to interest rate risk in relation to its non-current borrowings. Borrowings issued at variable rates expose the Company to cash flow interest rate risk. Borrowings issued at fixed rates expose the Company to fair value interest rate risk. The Company's Management monitors the interest rate fluctuations on a continuous basis and acts accordingly.

### **Credit risk**

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to meet an obligation. Credit risk arises from cash and cash equivalents, contractual cash flows of debt investments carried at amortised cost, at fair value through other comprehensive income (FVOCI) and at fair value through profit or loss (FVTPL), favourable derivative financial instruments and deposits with banks and financial institutions, as well as credit exposures to wholesale and retail customers, including outstanding receivables and contract assets as well as lease receivables. Further, credit risk arises from financial guarantees and credit related commitments.

The Company's investments in debt instruments are considered to be low risk investments. The credit ratings of the investments are monitored for credit deterioration.

### **Liquidity risk**

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

# J&T SECURITIES MANAGEMENT PLC

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## MANAGEMENT REPORT

### Results and Dividends

The Company's results for the year are set out on page 9.

### Dividends

The Board of Directors may recommend the payment of a dividend after the financial statements are issued.

### Share capital

#### Authorised capital

Under its Memorandum the Company fixed its share capital at 1.000 ordinary shares of nominal value of €1 each.

On 18 August 2011, the Company increased its authorised share capital by 10.000 ordinary shares of nominal value of €1 each. As a result, the authorised share capital of the Company increased to 11.000 ordinary shares of nominal value of €1 each.

On 20 June 2018, the Shareholders resolved with a Special Resolution, to increase the Authorised Share Capital of the Company by 15.000 ordinary shares, of nominal value of €1 per share.  
The total Authorised Share Capital after the increase is 26.000 shares.  
The new shares were all issued.

On 30 December 2019, the Shareholders resolved with a Special Resolution, to increase the Authorised Share Capital of the Company by 6.000 ordinary shares, of nominal value of €1 per share.  
The total Authorised Share Capital after the increase is 32.000 shares.  
The new shares were all issued.

On 3 March 2020, Company increased its authorised share capital from 32.000 to 58.470 shares by the creation of 26.470 new shares, of nominal value of €1 per share.

On 20 November 2020, the Company increased its authorised share capital from 58.470 to 60.970 shares by the creation of 2.500 new shares, of nominal value of €1 per share.

On 7 December 2020, the Company increased its authorised share capital of the Company from 60.970 to 70.970 shares by the creation of 10.000 new shares, of nominal value of €1 per share.

#### Issued capital

Upon incorporation on 14 January 2010 the Company issued to the subscribers of its Memorandum of Association -  
On 18 August 2011, the Company increased its share capital by 10.000 ordinary shares of nominal value of €1 each at a total share premium of €50.914.000. As a result, the issued share capital of the Company increased to 11.000 ordinary shares of nominal value of €1 each.

On 20 June 2018, the Company increased its share capital by 15.000 ordinary shares of nominal value of €1 each. As a result, the issued share capital of the Company increased to 26.000 ordinary shares of nominal value of €1 each.

On 30 December 2019, the Company increased its share capital by 6.000 ordinary shares of nominal value of €1 each at a total share premium of €5.994.000. As a result, the issued share capital of the Company increased to 32.000 ordinary shares of nominal value of €1 each.

On 3 March 2020, Company increased its share capital from 32.000 to 58.470 shares. The new 26.470 shares issued are issued at their nominal value of €26.470 and a total share premium of €59.973.530.

On 20 November 2020, the Company increased its share capital from 58.470 to 60.970 shares. The new 2.500 shares issued are issued at their nominal value of €2.500 and a total share premium of €4.997.500.

On 7 December 2020, the Company increased its share capital of the Company from 60.970 to 70.970 shares. The new 10.000 shares issued are issued at their nominal value of €10.000 and a total share premium of €19.990.000.

# J&T SECURITIES MANAGEMENT PLC

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## MANAGEMENT REPORT

### **Board of Directors**

The members of the Company's Board of Directors as at 31 December 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 year ended 31 December 2020.

Mr. Baris John Nicolaidis who was appointed on 20 June 2018, resigned on 2 January 2020 and on the same date, Mr. Anastasios Angelides was appointed in his place.

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

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

### **Events after the reporting period**


Any significant events that occurred after the end of the reporting period are described in note 30 to the financial statements.

### **Independent Auditors**

The Independent Auditors, KPSA, have expressed their willingness to continue in office and a resolution giving authority to the Board of Directors to fix their remuneration will be proposed at the Annual General Meeting.

By order of the Board of Directors,

**D.H. NOMINEES LTD**

  
Michalis Hadjinestoros  
for and on behalf of  
D. H. Nominees Ltd  
Secretary

Nicosia, 29 April 2021

**KPSA**

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## **Independent Auditor's Report**

### **To the Members of J&T Securities Management PLC**

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

##### **Opinion**

We have audited the accompanying financial statements of parent company J&T Securities Management PLC (the "Company"), which comprise the statement of financial position as at 31 December 2020, and the statement of profit or loss and other comprehensive income, statement of changes in equity and cash flow statement 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 parent company J&T Securities Management PLC 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 and the requirements of the Cyprus Companies Law, Cap. 113.

##### **Basis for Opinion**

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the "Auditor's Responsibilities for the Audit of the Financial Statements" section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (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.

##### **Corporation tax**

Due to the complexity and the judgment needed for calculating the disallowed interest relating to loans payable that is to be included in the Tax Computation, the matter constitutes a key audit matter. Management judgment includes consideration of the tax regulations behind any treatment and where there are any uncertainties for the correct treatment, tax experts' opinion is sought.

Management's disclosures with regards to the uncertainties are contained in Note 8, whilst the income tax disclosures are also contained in Note 15.

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

### **To the Members of J&T Securities Management PLC**

How the matter was addressed in our audit

In order to evaluate the recognition and measurement of the disallowed interest included in the corporation tax calculation, we have performed the following work:

- (i) Analysed the tax calculations carried out by the Management for compliance with the relevant laws and regulations
- (ii) Performed analytical procedures to ensure the consistency with prior years treatment
- (iii) Evaluated the Management's assessment about which loans constitute back to back loans, the interest income of which was taxed based on the minimum margin rules
- (iv) Evaluated the Management's assessment relating to the part of the interest resulting from the debentures that could be allowed for tax purposes
- (v) Reviewed the transfer pricing study prepared for the Company and assessed whether (1) it is still valid for the year and (2) the tax margins used by the Company for the back to back loans are still within the range.

All the above were assessed and examined based on our professional judgment, valuable input, sufficient and detailed conversation with those charged with governance. It was the issue on which we had the most robust discussion with Management. Our factors in determining the above matter as a key audit matter that requires special attention, were both, quantitative and qualitative, always having in mind its complexity.

#### **Other information**

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

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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

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

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

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



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

### **To the Members of J&T Securities Management PLC**

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

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

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

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

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

for any other purpose or to any other person to whose knowledge this report may come to.

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

### **To the Members of J&T Securities Management PLC**

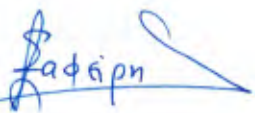
#### **Report on Other Legal Requirements**

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

- In our opinion, the Management Report has been prepared in accordance with the requirements of the Cyprus Companies Law, Cap 113, and the information given is consistent with the financial statements.
- In our opinion, and in the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Management Report.

#### **Other Matter**

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

  
Stelios Saphiris  
Certified Public Accountant and Registered Auditor  
for and on behalf of

**KPSA**

**CHARTERED ACCOUNTANTS**

15 Themistokli Dervi Street

1st floor, P.O. Box 27040

1641, Nicosia

Cyprus

Nicosia, 29 April 2021

# J&T SECURITIES MANAGEMENT PLC

## STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME Year ended 31 December 2020

	Note	2020 €	2019 €
<b>Revenue</b>	9	<b>19.453.804</b>	8.221.165
Other operating income	10	<b>3.771.881</b>	33.569
Net profit from investing activities	11	<b>9.916.511</b>	6.168.188
Administration expenses		<b>(251.501)</b>	(184.601)
Net impairment (loss) on financial and contract assets		<b>(1.170.526)</b>	(1.356.733)
Other expenses	12	<b>(163.849)</b>	(73.388)
<b>Operating profit</b>	13	<b>31.556.320</b>	12.808.200
Finance costs	14	<b>(30.682.958)</b>	(10.589.230)
<b>Profit before tax</b>		<b>873.362</b>	2.218.970
Tax	15	<b>(544.924)</b>	(82.839)
<b>Net profit for the year</b>		<b>328.438</b>	2.136.131
<b>Other comprehensive income</b>			
Financial assets at fair value through other comprehensive income - Profit transferred to net profit due to disposal		<b>609.790</b>	267.415
<b>Other comprehensive income for the year</b>		<b>609.790</b>	267.415
<b>Total comprehensive income for the year</b>		<b>938.228</b>	2.403.546

The notes on pages 15 to 62 form an integral part of these financial statements.

# J&T SECURITIES MANAGEMENT PLC

## STATEMENT OF FINANCIAL POSITION

31 December 2020

	Note	2020 €	2019 €
<b>ASSETS</b>			
<b>Non-current assets</b>			
Investments in associates	16	566.057	768.979
Financial assets at fair value through other comprehensive income	17	22.777.953	85.290.004
Non-current loans receivable	18	22.976.298	5.985
		<u>46.320.308</u>	<u>86.064.968</u>
<b>Current assets</b>			
Trade and other receivables	19	37.911.943	6.854.478
Loans receivable	18	104.932.249	-
Financial assets at fair value through profit or loss	20	145.039.857	77.824.779
Cash at bank	21	11.450.363	145
		<u>299.334.412</u>	<u>84.679.402</u>
<b>Total assets</b>		<u>345.654.720</u>	<u>170.744.370</u>
<b>EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
Share capital	22	70.970	32.000
Share premium		141.869.030	56.908.000
Other reserves		145.158	808.450
Retained earnings		11.903.953	11.575.515
<b>Total equity</b>		<u>153.989.111</u>	<u>69.323.965</u>
<b>Non-current liabilities</b>			
Borrowings	23	122.480.022	57.727.069
		<u>122.480.022</u>	<u>57.727.069</u>
<b>Current liabilities</b>			
Trade and other payables	24	3.241.886	86.308
Borrowings	23	65.595.562	43.582.158
Current tax liabilities	25	348.139	24.870
		<u>69.185.587</u>	<u>43.693.336</u>
<b>Total liabilities</b>		<u>191.665.609</u>	<u>101.420.405</u>
<b>Total equity and liabilities</b>		<u>345.654.720</u>	<u>170.744.370</u>

On 29 April 2021 the Board of Directors of J&T Securities Management PLC authorised these financial statements for issue.

.....  
Jarmila Janosova  
Director

.....  
Anastasios Angelides  
Director

The notes on pages 15 to 62 form an integral part of these financial statements.

# J&T SECURITIES MANAGEMENT PLC

## STATEMENT OF CHANGES IN EQUITY

Year ended 31 December 2020

	Note	Share capital €	Share premium €	Fair value reserve - Financial assets at fair value through other comprehensive income €	Retained earnings €	Total €
<b>Balance at 1 January 2019</b>		<b>26.000</b>	<b>50.914.000</b>	<b>534.283</b>	<b>9.439.386</b>	<b>60.913.669</b>
<b>Comprehensive income</b>						
Net profit for the year		-	-	-	2.136.131	2.136.131
Other comprehensive income for the year		-	-	274.166	-	274.166
Total comprehensive income for the year		-	-	274.166	2.136.131	2.410.297
<b>Transactions with owners</b>						
Issue of share capital	22	6.000	5.994.000	-	-	6.000.000
Total transactions with owners		6.000	5.994.000	-	-	6.000.000
<b>Balance at 31 December 2019/ 1 January 2020</b>		<b>32.000</b>	<b>56.908.000</b>	<b>808.450</b>	<b>11.575.515</b>	<b>69.323.965</b>
<b>Comprehensive income</b>						
Net profit for the year		-	-	-	328.438	328.438
Other comprehensive income for the year		-	-	(663.292)	-	(663.171)
Total comprehensive income for the year		-	-	(663.292)	328.438	(334.854)
<b>Transactions with owners</b>						

The notes on pages 15 to 62 form an integral part of these financial statements.

## J&T SECURITIES MANAGEMENT PLC

### STATEMENT OF CHANGES IN EQUITY

Year ended 31 December 2020

		Share capital	Share premium	Fair value reserve - Financial assets at fair value through other comprehensive income	Retained earnings	Total
	Note	€	€	€	€	€
Issue of share capital	22	38.970	84.961.030	-	-	85.000.000
Total transactions with owners		38.970	84.961.030	-	-	85.000.000
<b>Balance at 31 December 2020</b>		<b>70.970</b>	<b>141.869.030</b>	<b>145.158</b>	<b>11.903.953</b>	<b>153.989.111</b>

Share premium is not available for distribution.

Companies, which do not distribute 70% of their profits after tax, as defined by the Special Contribution for the Defence of the Republic Law, within two years after the end of the relevant tax year, will be deemed to have distributed this amount as dividend on the 31 of December of the second year. The amount of the deemed dividend distribution is reduced by any actual dividend already distributed by 31 December of the second year for the year the profits relate. The Company pays special defence contribution on behalf of the shareholders over the amount of the deemed dividend distribution at a rate of 17% (applicable since 2014) when the entitled shareholders are natural persons tax residents of Cyprus and have their domicile in Cyprus. In addition, from 2019 (deemed dividend distribution of year 2017 profits), the Company pays on behalf of the shareholders General Healthcare System (GHS) contribution at a rate of 2,65% (31.12.2019: 1,70%), when the entitled shareholders are natural persons tax residents of Cyprus, regardless of their domicile.

The notes on pages 15 to 62 form an integral part of these financial statements.

# J&T SECURITIES MANAGEMENT PLC

## CASH FLOW STATEMENT

Year ended 31 December 2020

	Note	2020 €	2019 €
<b>CASH FLOWS FROM OPERATING ACTIVITIES</b>			
<b>Profit before tax</b>		<b>873.362</b>	2.218.970
Adjustments for:			
Exchange difference arising on the translation of non-current assets in foreign currencies		<b>4.134.118</b>	(1.329.308)
Unrealised exchange profit		<b>(114.892)</b>	(327.894)
Profit from the sale of financial assets at fair value through other comprehensive income		<b>(55.857)</b>	(72.950)
Loss from the sale of financial assets at fair value through profit or loss		<b>194.077</b>	19.023
Fair value losses/(gains) on financial assets at fair value through profit or loss		<b>5.415.695</b>	(2.653.174)
Impairment charge - investments in associates	16	<b>252.422</b>	1.165.811
Reversal of impairment - debt investments at fair value through other comprehensive income	17	<b>(609.911)</b>	(15.293)
Impairment charge/(reversal of impairment) - loans to related parties	27	<b>1.177.127</b>	(52.966)
Impairment charge - trade receivables	19	<b>350.888</b>	-
Dividend income	9	<b>(2.845.442)</b>	(813.822)
Interest income	9	<b>(6.948.545)</b>	(3.928.329)
Interest expense	14	<b>7.603.611</b>	4.185.695
		<b>9.426.653</b>	(1.604.237)
<b>Changes in working capital:</b>			
Increase in trade and other receivables		<b>(31.988.914)</b>	(3.012.956)
Increase in financial assets at fair value through profit or loss		<b>(74.328.723)</b>	(947.078)
Increase in bank deposits		<b>(11.432.100)</b>	-
Increase/(Decrease) in trade and other payables		<b>3.155.578</b>	(204.951)
Assignment of loans receivable		<b>(65.904.274)</b>	-
<b>Cash used in operations</b>		<b>(171.071.780)</b>	(5.769.222)
Interest received		<b>3.685.596</b>	3.735.348
Dividends received		<b>2.825.610</b>	813.822
Tax paid		<b>(221.655)</b>	(62.201)
<b>Net cash used in operating activities</b>		<b>(164.782.229)</b>	(1.282.253)
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>			
Payment for purchase of financial assets at fair value through other comprehensive income		<b>(75.217.730)</b>	(98.823.991)
Payment for purchase of investments in associated undertakings	16	<b>(49.500)</b>	-
Loans granted		<b>(201.052.404)</b>	(68.668.809)
Loans repayments received		<b>141.743.103</b>	72.669.861
Proceeds from sale of financial assets at fair value through other comprehensive income		<b>136.706.434</b>	65.020.123
<b>Net cash generated from/(used in) investing activities</b>		<b>2.129.903</b>	(29.802.816)
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>			
Proceeds from issue of share capital		<b>85.000.000</b>	6.000.000
Repayments of borrowings		<b>(336.586.103)</b>	(103.096.471)
Proceeds from sale of repurchased own debentures		<b>157.863.400</b>	-
Proceeds from borrowings		<b>441.234.397</b>	131.151.883
Unrealised exchange (loss)/profit		<b>(2.918.671)</b>	1.075.239

The notes on pages 15 to 62 form an integral part of these financial statements.

# J&T SECURITIES MANAGEMENT PLC

## CASH FLOW STATEMENT

Year ended 31 December 2020

	2020	2019
	€	€
Interest paid	(6.762.390)	(4.046.235)
Repayment of repurchased debentures	(189.849.509)	-
Payment of coupon of repurchased debentures	448.500	-
Repayment of expenses from issue of debentures	(728.796)	-
<b>Net cash generated from financing activities</b>	<b>147.700.828</b>	<b>31.084.416</b>
<b>Net decrease in cash and cash equivalents</b>	<b>(14.951.498)</b>	<b>(653)</b>
Cash and cash equivalents at beginning of the year	145	798
<b>Cash and cash equivalents at end of the year</b>	<b>(14.951.353)</b>	<b>145</b>

Note

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The notes on pages 15 to 62 form an integral part of these financial statements.



# J&T SECURITIES MANAGEMENT PLC

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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 1. Incorporation and principal activities

#### Country of incorporation

The Company J&T Securities Management PLC (the "Company") was incorporated in Cyprus on 14 January 2010 as a private limited liability company under the provisions of the Cyprus Companies Law, Cap. 113. Its registered office is at Klimentos, 41-43, Klimentos Tower, 2nd floor, Flat/Office 22, 1061, Nicosia, Cyprus.

#### Change of Company name

On 20 June 2018, following the conversion of the Company to a Public Limited Company, the Company changed its name from J&T Securities Management Limited to J&T Securities Management PLC.

#### Principal activities

The principal activities of the Company, which are unchanged from last year, are the holding of investments and trading in listed securities, as well as the provision of financing.

### 2. Basis of preparation

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

### 3. Functional and presentation currency

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

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

During the current year 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.

### 5. Significant accounting policies

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

#### Consolidated financial statements

The Group consolidated financial statements comprise the financial statements of the ultimate parent company J&T Private Equity Group Limited, a company incorporated in Cyprus, and the financial statements of the following subsidiaries: J&T BFL Anstalt (100%, Liechtenstein), J&T Private Equity B.V. (100%, The Netherlands), J&T Private Investments II B.V. (100%, The Netherlands) and JTPEG Advisory, a.s. (100%, Slovakia). The Consolidation also includes the results of the two subsidiaries of J&T Private Equity B.V., J&T Financial Investments Limited - under liquidation proceedings (100%, Cyprus) and J&T Private Investments B.V. (100%, The Netherlands), and the results of the investments of J&T Investment Pool - I - CZK, a.s. (100%, Czech Republic - Options) and J&T Investment Pool - I - SKK, a.s. (100%, Slovakia - Options) and their investment J&T Capital Management Anstalt (50% each, Liechtenstein - Options).

# J&T SECURITIES MANAGEMENT PLC

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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 5. Significant accounting policies (continued)

#### Consolidated financial statements (continued)

The remaining subsidiaries meet the criteria to qualify as investees and are recognised at fair value through profit or loss: Kotrab Enterprises Limited (100%, Cyprus), Agunaki Enterprises Limited (100%, Cyprus), J&T Securities Management Plc (99,915%, Cyprus) and Dalinton Limited (100%, Cyprus). During 2017, additional investments were acquired or incorporated; Ellisville Group, s.r.o. - disposal during the year 2018 (0%, Czech Republic), Stocklac Limited (100%, Cyprus), JTPEG Croatia Investments, a.s. (100%, Czech Republic), Boronio CZ a.s. (100%, Czech Republic). During 2019, JTPEG CZ Investment 1, a.s. (100%, Czech Republic) was incorporated.

During 2020 and 2021, new investments recognised in the consolidation at fair value through profit or loss were acquired. These are JTPEG CZ Investment 2, a.s. (100%), J&T Thein SICAV a.s. (35%) and J&T Market Opportunities SICAV a.s. (100%), all purchased in 2020 and J&T Art Fond a.s., purchased during 2021.

Finally, the Consolidation also includes the value of the associates Nordic Telecom Holding a.s. (15%, Czech Republic) and ABS Jets, a.s. (50%, Czech Republic) at fair value through profit or loss.

These consolidated financial statements can be obtained at Klimentos, 41-43, Klimentos Tower, 2nd Floor, Flat/Office 22, 1061 Nicosia.

The consolidated financial statements for the year ended 31 December 2020 have not been prepared yet.

#### Associates

Associates are all entities over which the Company has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights. Investments in associated undertakings are stated at cost less provision for permanent diminution in value, which is recognised as an expense in the period in which the diminution is identified.

#### Revenue

##### Recognition and measurement

Revenue represents the amount of consideration to which the Company expects to be entitled in exchange for transferring the promised goods or services to the customer, excluding amounts collected on behalf of third parties (for example, value-added taxes); the transaction price. The Company includes in the transaction price an amount of variable consideration as a result of rebates/discounts only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is subsequently resolved. Estimations for rebates and discounts are based on the Company's experience with similar contracts and forecasted sales to the customer.

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

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

# J&T SECURITIES MANAGEMENT PLC

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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 5. Significant accounting policies (continued)

#### Revenue recognition (continued)

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

#### Identification of performance obligations

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

- **Interest income**

Interest income is recognised on a time-proportion basis using the effective interest method.

- **Dividend income**

Dividends are received from financial assets measured at fair value through profit or loss (FVTPL) and at fair value through other comprehensive income (FVOCI). Dividends are recognised as other income in profit or loss when the right to receive payment is established. This applies even if they are paid out of pre-acquisition profits, unless the dividend clearly represents a recovery of part of the cost of an investment. In this case, the dividend is recognised in OCI if it relates to an investment measured at FVOCI.

- **Financing component**

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

#### Finance income

Interest income is recognised on a time-proportion basis using the effective method.

#### Finance costs

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

#### Foreign currency translation

**(1) Functional and presentation currency**

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

# J&T SECURITIES MANAGEMENT PLC

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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 5. Significant accounting policies (continued)

#### Foreign currency translation (continued)

##### (2) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss. Translation differences on non-monetary items such as equities held at fair value through profit or loss are reported as part of the fair value gain or loss.

#### Tax

Current tax liabilities and assets are measured at the amount expected to be paid to or recovered from the taxation authorities, using the tax rates and laws that have been enacted, or substantively enacted, by the reporting date.

#### Dividends

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

#### Financial assets

##### Financial assets - Classification

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

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

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

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

All other financial assets are classified as measured at FVTPL.

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

##### Financial assets - Recognition and derecognition

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

# J&T SECURITIES MANAGEMENT PLC

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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 5. Significant accounting policies (continued)

#### Financial assets (continued)

#### Financial assets - Recognition and derecognition (continued)

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

#### Financial assets - Measurement

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

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

#### Debt instruments

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

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

**FVOCI:** Assets that are held for collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/(losses). Interest income from these financial assets is included in "other income". Foreign exchange gains and losses are presented in "other gains/(losses)" and impairment expenses are presented as separate line item in the statement of profit or loss and other comprehensive income.

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



# J&T SECURITIES MANAGEMENT PLC

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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 5. Significant accounting policies (continued)

#### Financial assets (continued)

#### Financial assets - Measurement (continued)

##### Equity instruments

The Company subsequently measures all equity investments at fair value. Where the Company's Management has elected to present fair value gains and losses on equity investments in OCI, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment, any related balance within the FVOCI reserve is reclassified to retained earnings. The Company's policy is to designate equity investments as FVOCI when those investments are held for strategic purposes other than solely to generate investment returns. Dividends from such investments continue to be recognised in profit or loss as other income when the Company's right to receive payments is established.

Changes in the fair value of financial assets at FVTPL are recognised in "other gains/(losses)" in the statement of profit or loss and other comprehensive income as applicable. Impairment losses (and reversal of impairment losses) on equity investments measured at FVTPL are not reported separately from other changes in fair value.

#### Financial assets - impairment - credit loss allowance for ECL

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

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

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

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

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

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

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

# J&T SECURITIES MANAGEMENT PLC

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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 5. Significant accounting policies (continued)

#### Financial assets (continued)

#### Financial assets - impairment - credit loss allowance for ECL (continued)

Financial assets in Stage 1 have their ECL measured at an amount equal to the portion of lifetime ECL that results from default events possible within the next 12 months or until contractual maturity, if shorter ("12 Months ECL"). If the Company identifies a significant increase in credit risk ("SICR") since initial recognition, the asset is transferred to Stage 2 and its ECL is measured based on ECL on a lifetime basis, that is, up until contractual maturity but considering expected prepayments, if any ("Lifetime ECL"). Refer to note 7, Credit risk section, for a description of how the Company determines when a SICR has occurred. If the Company determines that a financial asset is credit-impaired, the asset is transferred to Stage 3 and its ECL is measured as a Lifetime ECL. The Company's definition of credit impaired assets and definition of default is explained in note 7, Credit risk section.

Additionally the Company has decided to use the low credit risk assessment exemption for investment grade financial assets. Refer to note 7, Credit risk section for a description of how the Company determines low credit risk financial assets.

#### Financial assets -Reclassification

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

#### Financial assets - write-off

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

#### Financial assets - modification

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

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

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

# J&T SECURITIES MANAGEMENT PLC

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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 5. Significant accounting policies (continued)

#### Financial assets (continued)

##### Cash and cash equivalents

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

For the purpose of ECL measurement due from other banks, balances are included in Stage 1. The ECL for these balances represents an insignificant amount, therefore the Company did not recognise any credit loss allowance for due from other banks.

##### Classification as financial assets at amortised cost

These amounts generally arise from transactions outside the usual operating activities of the Company. They are held with the objective to collect their contractual cash flows and their cash flows represent solely payments of principal and interest. Accordingly, these are measured at amortised cost using the effective interest method, less provision for impairment. Financial assets at amortised cost are classified as current assets if they are 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 assets.

##### Classification as trade receivables

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

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

Trade receivables are also subject to the impairment requirements of IFRS 9. The Company applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables. See note 7, Credit risk section.

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

##### Financial liabilities - measurement categories

Financial liabilities are initially recognised at fair value and classified as subsequently measured at amortised cost, except for (i) financial liabilities at FVTPL: this classification is applied to derivatives, financial liabilities held for trading (e.g. short positions in securities), contingent consideration recognised by an acquirer in a business combination and other financial liabilities designated as such at initial recognition and (ii) financial guarantee contracts and loan commitments.

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.



# J&T SECURITIES MANAGEMENT PLC

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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 5. Significant accounting policies (continued)

#### Financial assets (continued)

##### Borrowings

Borrowings are recorded initially at the proceeds received, net of transaction costs incurred. Borrowings are subsequently stated 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.

##### Trade payables

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

##### Financial liabilities - Modifications

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

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

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

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

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

##### Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

# J&T SECURITIES MANAGEMENT PLC

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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 5. Significant accounting policies (continued)

#### Derivatives

Derivatives are initially recognised at fair value and any directly attributable transaction costs are recognised in profit or loss as incurred. Subsequent to initial recognition, derivatives are measured at fair value and any changes therein are generally recognised in profit or loss. Fair value is calculated using the current values, discounted cash flow analysis or option valuation methods. Derivatives are recorded as assets when their fair value is positive and as liabilities when their fair value is negative.

#### Offsetting financial instruments

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

#### Share capital

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

#### Provisions

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

#### Non-current liabilities

Non-current liabilities represent amounts that are due more than twelve months from the reporting date.

#### Comparatives

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

### 6. New accounting pronouncements

Certain new standards and interpretations have been issued that are mandatory for the annual periods beginning on or after 1 January 2021 or later, and which the Company has not early adopted:

# J&T SECURITIES MANAGEMENT PLC

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 6. New accounting pronouncements (continued)

- Sale or Contribution of Assets between an Investor and its Associate or Joint Venture - Amendments to IFRS 10 and IAS 28 (issued on 11 September 2014 and effective for annual periods beginning on or after a date to be determined by the IASB)
- IFRS 17 "Insurance Contracts" (issued on 18 May 2017 and effective for annual periods beginning on or after 1 January 2021)
- Classification of Liabilities as Current or Non-Current - Amendments to IAS 1 (issued on 23 January 2020 and effective for annual reporting periods beginning on or after 1 January 2022)
- Classification of liabilities as current or non-current, deferral of effective date – Amendments to IAS 1 (issued on 15 July 2020, effective for annual periods beginning on or after 1 January 2023)
- Proceeds before intended use, Onerous contracts - cost of fulfilling a contract, Reference to the Conceptual Framework - narrow scope amendments to IAS 16, IAS 37 and IFRS 3, and Annual Improvements to IFRSs 2018-2020 - amendments to IFRS 1, IFRS 9, IFRS 16 and IAS 41 (issued on 14 May 2020 and effective for annual periods beginning on or after 1 January 2022)
- Amendments to IFRS 17 and an amendment to IFRS 4 (issued on 25 June 2020 and effective for annual periods beginning on or after 1 January 2023)
- Interest rate benchmark (IBOR) reform - phase 2 amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16 (issued on 27 August 2020 and effective for annual periods beginning on or after 1 January 2021).

The Company is assessing of the impact of these new standards and interpretations and they are not expected to have any material impact on the Company when adopted. There are no other new or revised standards or interpretations that are not yet effective that would be expected to have a material impact on these separate financial statements.

### 7. Financial risk management

#### Financial risk factors

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

#### 7.1 Market price risk

Market price risk is the risk that the value of financial instruments will fluctuate as a result of changes in market prices. The Company's financial assets at fair value through other comprehensive income and financial assets at fair value through profit or loss are susceptible to market price risk arising from uncertainties about future prices of the investments. The Company's market price risk is managed through diversification of the investment portfolio.

#### 7.2 Interest rate risk

Interest rate risk is the risk that the value of financial instruments will fluctuate due to changes in market interest rates. The Company's income and operating cash flows are substantially independent of changes in market interest rates as the Company has no significant interest-bearing assets. The Company is exposed to interest rate risk in relation to its non-current borrowings. Borrowings issued at variable rates expose the Company to cash flow interest rate risk. Borrowings issued at fixed rates expose the Company to fair value interest rate risk. The Company's Management monitors the interest rate fluctuations on a continuous basis and acts accordingly.

#### 7.3 Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to meet an obligation. Credit risk arises from cash and cash equivalents, contractual cash flows of debt investments carried at amortised cost, at fair value through other comprehensive income (FVOCI) and at fair value through profit or loss (FVTPL), favourable derivative financial instruments and deposits with banks and financial institutions, as well as credit exposures to wholesale and retail customers, including outstanding receivables and contract assets as well as lease receivables. Further, credit risk arises from financial guarantees and credit related commitments.

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 7. Financial risk management (continued)

#### 7.3 Credit risk (continued)

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

Credit risk is managed on an individual basis. For banks and financial institutions, the Company has established policies whereby the majority of bank balances are held with independently rated parties with a minimum rating of ['C'].

If wholesale customers are independently rated, these ratings are used. Otherwise, if there is no independent rating, Management assesses the credit quality of the customer, taking into account its financial position, past experience and other factors. Individual credit limits and credit terms are set based on the credit quality of the customer in accordance with limits set by the Board of Directors. The utilisation of credit limits is regularly monitored. Sales to retail customers are settled in cash or using major credit cards.

There are no significant concentrations of credit risk, whether through exposure to individual customers, specific industry sectors and/or regions.

The Company's investments in debt instruments are considered to be low risk investments. The credit ratings of the investments are monitored for credit deterioration.

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

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

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

- trade receivables
- financial assets at amortised cost
- financial assets carried at FVOCI
- cash and cash equivalents
- credit commitments

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

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

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

# J&T SECURITIES MANAGEMENT PLC

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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 7. Financial risk management (continued)

#### 7.3 Credit risk (continued)

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

##### *Significant increase in credit risk*

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

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

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

Regardless of the analysis above, a significant increase in credit risk is presumed if a debtor is more than 30 days past due in making a contractual payment.

##### *Low credit risk*

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

##### *Default*

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

##### *Write-off*

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

# J&T SECURITIES MANAGEMENT PLC

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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 7. Financial risk management (continued)

#### 7.3 Credit risk (continued)

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

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

#### **Trade receivables and contract assets**

The Company assesses, on an individual basis, its exposure to credit risk arising from trade receivables and contract assets. This assessment is based on the credit history of the customers with the Company as well as the period the trade receivable or contract asset is more than 180 days past due. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. The Company has identified the GDP and the unemployment rate of the countries in which it sells its goods and services to be the most relevant factors, and accordingly adjusts the historical loss rates based on expected changes in these factors.

The average credit period on sales of goods is 60 days. No interest is charged on outstanding trade receivables.

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

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

#### **Financial assets at amortised cost, debt investments carried at FVOCI**

All of the entity's debt investments at amortised cost and FVOCI are considered to have low credit risk, and the loss allowance recognised during the year was therefore limited to 12 months expected losses. Refer to section above for a description of how the Company determines low credit risk financial assets.

There were no significant financial assets at amortised costs and debt investments carried at FVOCI written off during the year that are subject to enforcement activity.

The Company does not hold any collateral as security for any financial assets at amortised cost and debt investments carried at FVOCI balances.



# J&T SECURITIES MANAGEMENT PLC

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 7. Financial risk management (continued)

#### 7.3 Credit risk (continued)

(ii) Impairment of financial assets (continued)

#### Financial assets at amortised cost, debt investments carried at FVOCI (continued)

A summary of the assumptions underpinning the Company's expected credit loss model is as follows:

Category	Company definition of category	Basis for recognition of expected credit loss provision	Basis for calculation of interest revenue
Performing	Counterparties have a low risk of default and a strong capacity to meet contractual cash flows	Stage 1: 12 month expected losses. Where the expected lifetime of an asset is less than 12 months, expected losses are measured at its expected lifetime.	Gross carrying amount
Underperforming	Counterparties for which there is a significant increase in credit risk; as significant increase in credit risk is presumed if interest and/or principal repayments are 30 days past due (see above in more detail)	Stage 2: Lifetime expected losses	Gross carrying amount
Non-performing	Interest and/or principal repayments are 90 days past due	Stage 3: Lifetime expected losses	Amortised cost carrying amount (net of credit allowance)
Write-off	Interest and/or principal repayments are 180 days past due and there is no reasonable expectation of recovery.	Asset is written off	None

#### Loans to related parties

The gross carrying amounts below represent the Company's maximum exposure to credit risk on these assets as at 31 December 2020 and 31 December 2019:

Company internal credit rating	2020	2019
	€	€
Performing	<u>19.075.978</u>	5.985
<b>Total</b>	<u><b>19.075.978</b></u>	<u>5.985</u>

The Company does not hold any collateral as security for any loans to related parties.

There were no significant loans to related parties written off during the year that are subject to enforcement activity.

#### Receivables from related parties

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

# J&T SECURITIES MANAGEMENT PLC

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 7. Financial risk management (continued)

#### 7.3 Credit risk (continued)

(ii) Impairment of financial assets (continued)

##### Receivables from related parties (continued)

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

The gross carrying amounts below represent the Company's maximum exposure to credit risk on these assets as at 31 December 2020 and 31 December 2019:

Company internal credit rating	2020	2019
	€	€
Performing	<u>24.649.112</u>	-
<b>Total</b>	<u><b>24.649.112</b></u>	-

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

There were no significant receivables from related parties written off during the year that are subject to enforcement activity.

##### Cash and cash equivalents

The Company assesses, on an individual basis, its exposure to credit risk arising from cash at bank. This assessment takes into account, ratings from external credit rating institutions and internal ratings, if external are not available.

Bank deposits held with banks with investment grade rating are considered as low credit risk.

The gross carrying amounts below represent the Company's maximum exposure to credit risk on these assets as at 31 December 2020 and 31 December 2019:

Company internal credit rating	External credit rating	2020	2019
		€	€
Performing	B2	<u>11.450.363</u>	145
<b>Total</b>		<u><b>11.450.363</b></u>	<u>145</u>

The ECL on current accounts is considered to be approximate to 0, unless the bank is subject to capital controls. The ECL on deposits accounts is calculated by considering published PDs for the rating as per Moody's and an LGD of 40-60% as published by ECB.

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

There were no significant cash at bank balances written off during the year that are subject to enforcement activity.

##### Bonds at amortised cost

The Company assesses, on an individual basis, its exposure to credit risk arising from bonds at amortised cost. This assessment takes into account, ratings from external credit rating institutions and internal ratings, if external are not available.

The Company assesses, on an individual basis, its exposure to credit risk arising from bonds at amortised cost. This assessment takes into account, ratings from external credit rating institutions and internal ratings, if external are not available.



# J&T SECURITIES MANAGEMENT PLC

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 7. Financial risk management (continued)

#### 7.3 Credit risk (continued)

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

#### Bonds at amortised cost (continued)

The gross carrying amounts below represent the Company's maximum exposure to credit risk on these assets as at 31 December 2020 and 31 December 2019:

Company internal credit rating	External credit rating	2020	2019
		€	€
Performing	AAA - A	<u>21.885.474</u>	<u>84.474.462</u>
<b>Total</b>		<b><u>21.885.474</u></b>	<b><u>84.474.462</u></b>

The Company does not hold any collateral as security for any debt instruments.

There were no debt instruments written off during the year that are subject to enforcement activity.

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

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

Impairment losses	2020	2019
	€	€
Impairment charge - investments in associates	<b>(252.422)</b>	(1.165.811)
Impairment charge - debt investments at fair value through other comprehensive income	-	(511.303)
Impairment charge - loans to related parties	<b>(1.177.149)</b>	(3.340)
Impairment charge - trade receivables	<b>(350.888)</b>	-
Reversal of impairment - debt investments at fair value through other comprehensive income	<b>609.911</b>	267.415
Reversal of impairment - loans to related parties	<b>22</b>	56.306
<b>Net impairment (loss) on financial and contract assets</b>	<b><u>(1.170.526)</u></b>	<b><u>(1.356.733)</u></b>

*(iv) Financial assets at fair value through profit or loss*

*(v) Credit related commitments*

The primary purpose of these instruments is to ensure that funds are available to a borrower as required. Guarantees which represent irrevocable assurances that the Company will make payments in the event that a counterparty cannot meet its obligations to third parties, carry the same credit risk as loans receivable. Commitments to extend credit represent unused portions of authorisations to extend credit in the form of loans or guarantees. With respect to credit risk on commitments to extend credit, the Company is potentially exposed to loss in an amount equal to the total unused commitments, if the unused amounts were to be drawn down. The Company monitors the term to maturity of credit related commitments, because longer-term commitments generally have a greater degree of credit risk than shorter-term commitments.

#### 7.4 Liquidity risk

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

# J&T SECURITIES MANAGEMENT PLC

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 7. Financial risk management (continued)

#### 7.4 Liquidity risk (continued)

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

<b>31 December 2020</b>	Carrying amounts €	Contractual cash flows €	3 months or less €	3-12 months €	1-2 years €	2-5 years €	More than 5 years €
Bank loans	47.627.251	47.627.251	47.627.251	-	-	-	-
Debentures	125.478.717	125.478.717	1.566.300	1.429.013	-	122.483.404	-
Bank overdrafts	14.969.616	14.969.616	-	14.969.616	-	-	-
Trade and other payables	3.175.600	3.175.600	3.175.600	-	-	-	-
	<b>191.251.184</b>	<b>191.251.184</b>	<b>52.369.151</b>	<b>16.398.629</b>	<b>-</b>	<b>122.483.404</b>	<b>-</b>

31 December 2019	Carrying amounts €	Contractual cash flows €	3 months or less €	3-12 months €	1-2 years €	2-5 years €	More than 5 years €
Bank loans	2.471.942	2.471.942	2.471.942	-	-	-	-
Debentures	58.585.319	58.585.319	858.251	-	-	57.727.068	-
Trade and other payables	38.570	38.570	38.570	-	-	-	-
Loans from related parties	40.251.966	40.251.966	-	40.251.966	-	-	-
	<b>101.347.797</b>	<b>101.347.797</b>	<b>3.368.763</b>	<b>40.251.966</b>	<b>-</b>	<b>57.727.068</b>	<b>-</b>

#### 7.5 Currency risk

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

#### 7.6 Capital risk management

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

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

#### Fair value estimation

The fair values of the Company's financial assets and liabilities approximate to their carrying amounts at the reporting date except as disclosed in notes 18 and 23.

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 8. Critical accounting estimates and judgments

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

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

#### *Critical accounting estimates and assumptions*

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

- **Calculation of loss allowance**

When measuring expected credit losses the Company uses reasonable and supportable forward looking information, which is based on assumptions for the future movement of different economic drivers and how these drivers will affect each other.

Loss given default is an estimate of the loss arising on default. It is based on the difference between the contractual cash flows due and those that the lender would expect to receive, taking into account cash flows from collateral and integral credit enhancements.

Probability of default constitutes a key input in measuring ECL. Probability of default is an estimate of the likelihood of default over a given time horizon, the calculation of which includes historical data, assumptions and expectations of future conditions.

- **Income taxes**

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

#### *Critical judgements in applying the Company's accounting policies*

- **Fair value of financial assets**

The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. The Company uses its judgment 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 financial assets at fair value through other comprehensive income has been estimated based on the fair value of these individual assets.

# J&T SECURITIES MANAGEMENT PLC

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

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

#### • Impairment of investments in associates

The Company periodically evaluates the recoverability of investments in associates whenever indicators of impairment are present. Indicators of impairment include such items as declines in revenues, earnings or cash flows or material adverse changes in the economic or political stability of a particular country, which may indicate that the carrying amount of an asset is not recoverable. If facts and circumstances indicate that investment in associates may be impaired, the estimated future discounted cash flows associated with these associates would be compared to their carrying amounts to determine if a write-down to fair value is necessary.

#### • Impairment of loans receivable

The Company periodically evaluates the recoverability of loans receivable whenever indicators of impairment are present. Indicators of impairment include such items as declines in revenues, earnings or cash flows or material adverse changes in the economic or political stability of a particular country in which the borrower operates, which may indicate that the carrying amount of the loan is not recoverable. If facts and circumstances indicate that loans receivable may be impaired, the estimated future discounted cash flows associated with these loans would be compared to their carrying amounts to determine if a write-down to fair value is necessary.

#### • Impairment of financial assets

The loss allowances for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period. Details of the key assumptions and inputs used are disclosed in note 7, Credit risk section.

### 9. Revenue

Disaggregation of revenue	2020	2019
	€	€
Dividend from overseas	2.845.442	813.822
Interest income	4.292.696	3.127.805
Loan interest income	2.655.849	800.524
Net gain on trading in financial instruments	3.533.444	-
Net fair value gains on financial assets at fair value through profit or loss	6.126.373	3.479.014
	<u>19.453.804</u>	<u>8.221.165</u>

### 10. Other operating income

	2020	2019
	€	€
Profit from sale of receivables	-	5.432
Profit from share derivatives	3.771.881	-
Profit from purchase of bills of exchange	-	28.137
	<u>3.771.881</u>	<u>33.569</u>

# J&T SECURITIES MANAGEMENT PLC

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 11. Net profit from investing activities

	2020 €	2019 €
Profit from sale of financial assets at fair value through other comprehensive income	<b>1.210.923</b>	177.060
Exchange profit	<b>21.596.799</b>	6.940.101
Loss from sale of financial assets at fair value through other comprehensive income	<b>(1.155.066)</b>	(104.110)
Loss from sales of financial assets at fair value through profit or loss	<b>(194.077)</b>	(19.023)
Fair value losses on financial assets at fair value through profit or loss	<b>(11.542.068)</b>	(825.840)
	<b>9.916.511</b>	6.168.188

### 12. Other expenses

	2020 €	2019 €
Broker commission and charges	<b>163.849</b>	73.388
	<b>163.849</b>	73.388

### 13. Operating profit

	2020 €	2019 €
Operating profit is stated after (crediting)/charging the following items:		
Profit from the sale of financial assets at fair value through other comprehensive income (Note 17)	<b>(55.857)</b>	(72.950)
Directors' fees	<b>952</b>	476
Auditors' remuneration for the statutory audit of annual accounts	<b>28.500</b>	22.500
Auditors' remuneration - prior years	<b>4.275</b>	3.800

### 14. Finance costs

	2020 €	2019 €
<b>Finance costs</b>		
<b>Interest expense</b>		
Loan interest	<b>261.369</b>	856.410
Bank overdraft interest	<b>704.141</b>	5.857
Loan interest on REPO agreements	<b>700.340</b>	185.102
Debenture interest	<b>5.937.194</b>	3.138.325
Interest on taxes	<b>567</b>	-
<b>Sundry finance expenses</b>		
Bank charges	<b>15.100</b>	15.012
<b>Net foreign exchange losses</b>		
Realised foreign exchange loss	<b>13.855.617</b>	2.987.546
Unrealised foreign exchange loss	<b>9.208.630</b>	3.400.978
	<b>30.682.958</b>	10.589.230

# J&T SECURITIES MANAGEMENT PLC

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 15. Tax

	2020	2019
	€	€
Corporation tax	407.950	45.637
Overseas tax	136.974	37.202
<b>Charge for the year</b>	<b>544.924</b>	<b>82.839</b>

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

	2020	2019
	€	€
Profit before tax	873.362	2.218.970
Tax calculated at the applicable tax rates	109.170	277.371
Tax effect of expenses not deductible for tax purposes	5.228.543	1.233.105
Tax effect of allowances and income not subject to tax	(4.961.849)	(1.466.715)
10% additional charge	32.086	1.876
Overseas tax in excess of credit claim used during the year	136.974	37.202
<b>Tax charge</b>	<b>544.924</b>	<b>82.839</b>

The corporation tax rate is 12,5%.

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

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

### 16. Investments in associates

	2020	2019
	€	€
Balance at 1 January	768.979	1.934.790
Additions	49.500	-
Impairment charge	(252.422)	(1.165.811)
<b>Balance at 31 December</b>	<b>566.057</b>	<b>768.979</b>

The details of the investments are as follows:

<u>Name</u>	<u>Country of incorporation</u>	<u>Principal activities</u>	<b>2020</b> <b>Holding</b> <b>%</b>	2019 Holding %	<b>2020</b> €	2019 €
Red Stone Now s.r.o.	Czech Republic	Provision and collection of funds	49,9	49,9	<b>566.057</b>	768.979
Red Stone Now SK a.s.	Slovak Republic	Provision of services	49,75	-	-	-
					<b>566.057</b>	<b>768.979</b>

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 16. Investments in associates (continued)

A. Red Stone Now s.r.o.

On 31 October 2018, the Company ("New Shareholder") signed a "Declaration on the Transfer of Deposit Obligations" with Red Stone Now, s.r.o.

Per the agreement, the sole shareholder of Red Stone Now, s.r.o., decided to increase the share capital by CZK 200.000, of which CZK 199.600 were undertaken by the Company and CZK 400 by the existing shareholder.

Based on this, the Company holds the 49,9% of the share capital in Red Stone Now, s.r.o.

According to the "Shareholder Contract" signed on 31 October 2018 the Company is the owner of the Investor Share which represents the 49,9% of the share capital for the amount of CZK 199.600 and the shareholder of the remaining share capital is the owner of the Founding Share which represents 50,1% of the share capital for the amount of CZK 200.400.

Based on the Agreement, the "Founding Share" bears the following characteristics:

- (a) The obligation of joint selling, which means that in a case of disposal of shares the Founding shares will have to be disposed under the same conditions as the Investor's share will be sold.
- (b) The obligation not to transfer his interest to another partner or to a third party without the prior consent of the holder of the Investor Share.
- (c) The obligation not to impose on his share without prior consent of the holder of the Investor Share any of the third party rights in particular no liens or pre-emption rights.

On the other hand, "Investor Share" bears the following characteristics:

- (a) A preferential right to a share in the profits.
- (b) A preferential right to a share in any personal funds determined by the General meeting to be paid to the shareholders.
- (c) Preferential right to share in the entire liquidation balance.
- (d) The right to be informed immediately by the holder of the Founding Share in case an offer is received from third party for the purchase of Founding share and the right of the holder of the Investor Share to sell it under the same terms as the Founding Share.
- (e) The obligation not to transfer his interest to another partner or to a third party without the prior consent of the holder of the Founding Share.

Per Amendment No.1 signed on 22 January 2020, the Preferred Right to a Profit Share and Preferred Right to Share in Other Company Resources and Priority Right to the Liquidation Balance and Right to Joint Selling shall be terminated at the moment the Company, on the basis of Preferred Rights to Profit Share and Preferential Right to Share of Other Company Resources, will pay the Investor an amount equal to the actually provided Investment plus interest at the amount of 12,4 % p.a. of the actually provided Investment, i.e. after subtracting the amount already paid.

Per the "Agreement on Provision of Surcharge" concluded on 31 October 2018, the Company and Red Stone Now s.r.o., agreed that the Company shall provide to Red Stone Now s.r.o. the additional amounts of CZK 9.954.373 as a "First Surcharge" and the amount of CZK 40.000.000 as a "Second Surcharge".

Per the "Settlement Contract" dated 31 October 2018, the Company ("Creditor"), and Red Stone Now, s.r.o., according to which:

- (1) the Company has a receivable amounting to CZK 50.153.973 (Principal: CZK 50.000.000 plus Accrued Interest: CZK 153.973) for the repayment of the loan and the loan receivable concluded on 24 September 2018;
- (2) the Company owes to Red Stone Now, s.r.o. the amount of CZK 199.400 for acquisition of the shares in Red Stone Now, s.r.o.; and
- (3) the Company owes to Red Stone Now, s.r.o. the amount of CZK 49.954.373 (representing the first and second surcharges) under the "Agreement on Provision of Surcharge" concluded on 31 October 2018, the Parties agreed to set off their mutual claims.



# J&T SECURITIES MANAGEMENT PLC

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 16. Investments in associates (continued)

However, on 20 November 2018, the Company ("Pledgor") concluded an Agreement on Pledge of Shareholding Interest with a third party ("Pledgee") according to which the Company has established a Pledge for the shares held in Red Stone Now s.r.o. in favour of the Pledgee to secure the receivable of the Pledgee under the Loan Agreement dated 11 November 2018 (initial amount CZK 50.000.000).

As at 31 December 2019, the value of the investment was below the cost recorded in the accounts of the Company. An impairment in the amount of €1.165.811,09 was made.

As at 31 December 2020, the value of the investment was below the cost recorded in the accounts of the Company. An impairment in the amount of €202.922,22 was made.

#### B. Red Stone Now SK a.s.

On 15 July 2020, the Company subscribed for 99 newly issued shares by Red Stone Now SK a.s. with a nominal value of €500 per share. The monetary contribution for the subscription is equal to the total nominal value of the shares, €49.500, which is payable up to 15 working days following the subscription of the new shares.

The total issued share capital amounts to €99.500 and corresponds to 199 shares. The shareholding of the Company further to the subscription is 49,75%.

The contribution was settled on 16 July 2020.

On 26 January 2021, the Company ("Pledgor 2") entered into an Agreement on the establishment of a lien on shares with a third party ("Pledgee") and an individual ("Pledgor 1") for the proper fulfilment of the Secured Receivables of the Pledgee against the Debtor, Red Stone Now SK a.s., which result from the Loan Agreement signed between the Pledgee as the Creditor and the Debtor. The initial credit provided amounts to €2.000.000 and the total 99 shares held by the Company and the total 100 shares held by Pledgor 1 are pledged.

On 8 February 2021, the Company ("Depositor 2") entered into the Custody Agreement of paper securities with an individual ("Depositor 1") and J&T Mezzanine, a.s. ("Custodian"), according to which, the Custodian undertakes to take over from Depositor 1 mass stock no.1 replacing 100 pieces of shares issued by Red Stone Now SK a.s. and from the Company mass stock no.2 replacing 99 pieces of shares issued by the same party. The Retribution for the activity of this Contract is €1 per Depositor and it is paid immediately after the Contract is signed.

The Retribution was settled on 7 April 2021.

As at 31 December 2020, the net equity of the investment was negative and a full impairment in the amount of €49.500 was made.

### 17. Financial assets at fair value through other comprehensive income

	2020	2019
	€	€
Balance at 1 January	85.290.004	50.430.282
Additions	75.217.730	99.067.880
Disposals	(139.689.865)	(67.947.614)
Reversal of impairment/(Impairment charge)	609.911	(243.888)
Exchange differences	(2.630.245)	892.938
Revaluation difference transferred to equity	(15.912)	15.102
Interest income	3.996.330	3.075.304
<b>Balance at 31 December</b>	<b>22.777.953</b>	<b>85.290.004</b>

These investments in equity instruments are not held for trading. Instead, they are held for medium to long-term strategic purposes. Accordingly, Management of the Company have elected to designate these investments in equity instruments as at FVTOCI as they believe that recognising short-term fluctuations in these investments' fair value in profit or loss would not be consistent with the Company's strategy of holding these investments for long-term purposes and realising their performance potential in the long run.



# J&T SECURITIES MANAGEMENT PLC

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 17. Financial assets at fair value through other comprehensive income (continued)

	2020	Cost	2020	Fair values
	€	2019	€	2019
Securities listed on a Stock Exchange	<b>19.906.370</b>	84.051.085	<b>22.777.953</b>	85.290.004
	<b>19.906.370</b>	84.051.085	<b>22.777.953</b>	85.290.004

(A) On 31 December 2019, the Company holds 124 pieces of fixed rate perpetual notes of J&T Banka 10% PERP, 16 pieces of fixed rate perpetual notes of J&T Banka 9% PERP EUR and 51 pieces of fixed rate perpetual notes of J&T Banka 9% PERP CZK.

Additionally, on 31 December 2019, the Company holds 19 coupon bonds in Gladonia Limited (Gladonia 3,00/20), 216 coupon bonds in Nordic Telecom Holding a.s. (Nordic T.H. 6,00/24), 401 coupon bonds in Nordic Investors Group a.s. (Nordic IG 0,00/27), 189 coupon bonds in J&T Energy Financing EUR VII, a.s. (JTEF VII 2025), 33 coupon bonds in J&T Finance Group SE (JTFG X 4,75/24) and 1.000 coupon bonds of TD Beta s.r.o. (TD Beta 5,00/26).

(B) On 31 December 2020, the Company holds 124 pieces of fixed rate perpetual notes of J&T Banka 10% PERP, 16 pieces of fixed rate perpetual notes of J&T Banka 9% PERP EUR and 81 pieces of fixed rate perpetual notes of J&T Banka 9% PERP CZK.

Additionally, on 31 December 2020, the Company holds 243 coupon bonds in Nordic Investors Group a.s. (Nordic IG 0,00/27), 39 coupon bonds in J&T Energy Financing EUR VII, a.s. (JTEF VII 2025) and 50 coupon bonds in Alpha Quest Funds SICAV p.l.c. (ALPHA QUEST 4,5/21).

#### (i) Disposal of equity investments

On disposal of these equity investments, any related balance within the FVOCI reserve is reclassified to retained earnings.

#### (ii) Disposal of debt investments

On disposal of these debt investments, any related balance within the FVOCI reserve is reclassified to profit or loss.

#### (iii) Amounts recognised in profit or loss and other comprehensive income

The following are included in profit or loss with respect to financial assets at fair value through other comprehensive income:

	2020	2019
	€	€
Profit from sale of financial assets at fair value through other comprehensive income	<b>1.210.923</b>	177.060
Loss from sale of financial assets at fair value through other comprehensive income	<b>(1.155.066)</b>	(104.110)
Reversal of impairment - debt investments at fair value through other comprehensive income	<b>609.911</b>	267.415
Impairment charge - debt investments at fair value through other comprehensive income	-	(511.303)
<b>Net profit/(loss) on financial assets at fair value through other comprehensive income</b>	<b>665.768</b>	(170.938)

# J&T SECURITIES MANAGEMENT PLC

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 18. Non-current loans receivable

	2020	2019
	€	€
Balance at 1 January	5.985	7.293.915
New loans granted	201.052.404	68.668.808
Repayments	(142.174.961)	(73.352.269)
Interest charged	2.600.216	800.524
Reversal of impairment / Impairment charge	(1.083.181)	56.119
Assignment of loans	65.904.274	(3.448.759)
Exchange differences	1.603.810	(12.353)
<b>Balance at 31 December</b>	<b>127.908.547</b>	<b>5.985</b>

	2020	2019
	€	€
Loans receivable	67.510.269	-
Loans to related parties (Note 27.4)	60.398.278	5.985
	127.908.547	5.985
Less current portion	(104.932.249)	-
Non-current portion	22.976.298	5.985

The loans are repayable as follows:

	2020	2019
	€	€
Within one year	104.932.249	-
Between one and five years	22.976.298	5.985
	127.908.547	5.985

The exposure of the Company to credit risk in relation to loans receivable is reported in note 7 of the financial statements.

	2020	2019
	€	€

The effective interest rates on receivables (current and non-current) were as follows:

	2020	2019
Loans receivable	5% - 5,50%	1year Pribor + 5,54%, 5,8%- 6%
Loans to related parties	0,80%, 6,10%	2weekly Repo + 1% /2,50% - 6,10%

I. Loans to related parties relate to the following:

(1) On 22 October 2014, the Company ("Creditor") concluded Credit Contract 21/JSML/2014 with J&T Private Equity B.V. ("Debtor") for a loan with a credit limit of CZK 600.000.000, bearing interest at 7,35% per annum, which is repayable until 22 October 2018.

According to Amendment No.1 concluded on 16 October 2018, the credit limit of the loan was increased to CZK 800.000.000, the interest rate was decreased to 6,10% per annum and the repayment date of the loan was extended until 16 October 2023.

# J&T SECURITIES MANAGEMENT PLC

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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 18. Non-current loans receivable (continued)

On 31 December 2018, the outstanding balance of the Principal of 21/JSML/2014 is CZK 105.219.072,27.

On 31 December 2019, the outstanding balance of the Principal of 21/JSML/2014 is CZK 152.632,89.

The loan was fully settled on 19 March 2020.

The loan was terminated on 1 April 2020 per the Termination Agreement signed.

(2) On 05 November 2014, the Company ("Creditor") concluded Credit Contract 22/JSML/2014 with J&T Private Equity B.V. ("Debtor") for a loan with a credit limit of CZK 601.350.000, bearing interest at 2,50% per annum, which is repayable until 22 October 2018.

According to Amendment No.1 concluded on 22 October 2018, the repayment date of the loan was extended until 16 October 2023.

On 31 December 2018, the outstanding balance of the Principal of 22/JSML/2014 is CZK 109.012,50.

The loan was fully settled on 25 February 2019.

The loan was terminated on 1 April 2020 per the Termination Agreement signed.

(3) On 26 March 2020, the Company ("Creditor") entered into a Loan Contract No.38/JSML/2020/JTPE with J&T Private Equity B.V. ("Debtor"), for the granting of a loan in the amount of €23.800.000, which bears interest at the rate of 0,80% per annum and is repayable within 7 days after the Company has delivered to the Debtor a written request for payment.

The loan was fully settled on 4 September 2020.

(4) On 26 March 2020, the Company ("Creditor") entered into a Loan Contract No.39/JSML/2020/JTPE with J&T Private Equity B.V. ("Debtor"), for the granting of a loan in the amount of CZK 525.000.000, which bears interest at the rate of 0,80% per annum and is repayable within 7 days after the Company has delivered to the Debtor a written request for payment.

The loan was fully settled on 9 July 2020.

(5) On 21 April 2020, the Company ("Creditor") entered into a Loan Contract No.40/JSML/2020/JTPE with J&T Private Equity B.V. ("Debtor"), for the granting of a loan in the amount of CZK 539.393.000, which bears interest at the rate of 0,80% per annum and is repayable within 7 days after the Company has delivered to the Debtor a written request for payment.

The loan was fully settled on 30 September 2020.

(6) On 28 April 2020, the Company ("Creditor") entered into a Loan Contract No.41/JSML/2020/JTPE with J&T Private Equity B.V. ("Debtor"), for the granting of a loan in the amount of €66.875.000, which bears interest at the rate of 0,80% per annum and is repayable within 7 days after the Company has delivered to the Debtor a written request for payment.

The loan was fully settled on 26 January 2021.

(7) On 4 August 2020, the Company ("Creditor") entered into a Loan Contract No.42/JSML/2020/JTPE with J&T Private Equity B.V. ("Debtor"), for the granting of a loan in the amount of CZK 866.000.000, which bears interest at the rate of 0,80% per annum and is repayable within 7 days after the Company has delivered to the Debtor a written request for payment.

The loan was fully settled on 29 March 2021.

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 18. Non-current loans receivable (continued)

(8) On 13 October 2020, the Company ("Creditor") entered into a Loan Contract No.43/JSML/2020/JTPE with J&T Private Equity B.V. ("Debtor"), for the granting of a loan in the amount of CZK 450.943.000, which bears interest at the rate of 0,80% per annum and is repayable within 7 days after the Company has delivered to the Debtor a written request for payment.

(9) On 14 December 2020, the Company ("Creditor") entered into a Loan Contract No.44/JSML/2020/JTPE with J&T Private Equity B.V. ("Debtor"), for the granting of a loan in the amount of €45.000.000, which bears interest at the rate of 0,80% per annum and is repayable within 7 days after the Company has delivered to the Debtor a written request for payment.

II. Other loans relating to Agreements concluded during 2015 to 2020 relate to the following:

(1) On 16 June 2016, the Company ("Creditor") entered into a Loan Contract with a third party ("Debtor") for the granting of a loan in the amount of €1.626.700, which bears interest at 6% per annum and is repayable on 15 December 2016.

Per Amendment No.1 signed on 14 December 2016, the repayment date was extended until 15 September 2017.

Per Amendment No.2 signed on 14 September 2017, the repayment date was further extended until 15 March 2018.

Per Amendment No.3 signed on 14 March 2018, the repayment date was further extended until 15 March 2019.

Per Amendment No.4 signed on 14 March 2019, the repayment date was further extended until 15 March 2020. In addition, the parties agreed that as from 14 March 2019, the accrued interest (i.e. €267.670,14) shall be capitalised and become part of the loan.

On 31 December 2018, the outstanding balance of the Principal was €1.626.700.

On 13 September 2019, the Company ("Assignor") entered into an Agreement on Assignment Agreement with a third party ("Assignee") for the assignment of the receivable from the third party resulting from the Credit Contract signed on 16 June 2016, in the total amount of €1.951.356,95, which consists of principal in the amount of €1.894.370,14 and accrued interest in the amount of €56.986,81.

The receivable is assigned for a consideration of €1.951.356,95, which is payable within three days from the day of signing this Agreement.

The consideration was settled on the same day.

(2) On 02 May 2017, the Company ("Assignee") entered into an Agreement on Assignment of Receivable with a financial institution ("Assignor") for the assignment of the loan initially payable to the Assignor resulting from Overdraft Loan Agreement entered between the Assignor as the Creditor and a third party as the Borrower on 05 May 2006.

As at the date of the assignment, the loan has a total amount of CZK 17.282.325,81, which consists of principal in the amount of CZK 16.883.062,01, the accrued interest amount to CZK 352.044,33 and the default interest amounts to CZK 47.219,47.

The fee for the assignment of the receivable amounts to CZK 17.282.325,81 and it is payable within three days from the signing of this Agreement.

Per Amendment No.19 to the Credit Contract CZK 60/KTK/2006 signed on 29 April 2016, the Parties agree that as of the effectiveness of this Agreement the interest rate of the receivable is 1Y PRIBOR + 5,54 % per annum.

The interest rate is always set for a year period, since the rate announced by the Czech National Bank on the last day of the previous calendar year is always applied for the PRIBOR rate.

In case the value of the 1Y PRIBOR rate declines below 0,00% per annum, the parties agree that this rate will be replaced by a fixed rate of 0,00% per annum for the duration of this period.

In addition, the repayment date of the loan is extended until 28 April 2017.

# J&T SECURITIES MANAGEMENT PLC

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 18. Non-current loans receivable (continued)

Per Amendment No.20 to the Credit Contract CZK 60/KTK/2006 signed on 2 May 2017 between the Company ("Creditor") and a third party ("Debtor"), the repayment date has been extended to 31 December 2017. In addition, the Parties agreed that the interest assigned and the default interest in the amount of CZK 352.044,33 and CZK 47.219,47 respectively shall be capitalised and become part of the principal.

Per Amendment No.21 signed on 29 December 2017, the parties agreed for the prolongation of the repayment date of the loan to 30 June 2018.

Per Amendment No.22 signed on 29 June 2018, the parties agreed for the prolongation of the repayment date of the loan to 31 December 2018.

Per Amendment No.23 signed on 18 December 2018, the parties agreed for the prolongation of the repayment date of the loan to 31 December 2019.

On 31 December 2018, the outstanding balance of Principal was CZK 17.282.325,81.

On 12 September 2019, the Company ("Assignor") entered into an Agreement on Assignment of Claim with a third party ("Assignee") for the assignment of the receivable from another third party resulting from the Assignment Agreement signed on 2 May 2017, in the total amount of CZK 19.928.936,45, which consists of principal in the amount of CZK 17.282.325,81 and accrued interest in the amount of CZK 2.646.610,64.

Along with the receivable, its security is also assigned (Blanc promissory note and pledge over real estate).

The receivable is assigned for a consideration of CZK 19.928.936,45, which is payable within three days from the day of signing this Agreement.

The consideration was settled on the same day.

(3) On 3 November 2017, the Company ("Assignee") entered into an Agreement on Assignment of Receivables with a third party ("Assignor") for the assignment of the following receivables from a third party ("Debtor"):

(i) Receivable resulting from a Loan Contract signed on 8 August 2006, which bears interest of 10% per annum and consists of principal in the amount of CZK 10.068.704,47 and accrued interest of CZK 8.833.477,78. The principal assigned was in the amount of CZK 9.928.440,70.

Per Amendment No.2 signed between the original parties on 16 August 2007, the repayment date is until 31 December 2020 and per Amendment No.4 signed on 17 June 2011, the principal amount of the loan is up to the amount of CZK 13.000.000.

Per the Novation Agreement to the obligation originating from the Loan Contract of 8 August 2006, concluded on 30 April 2018, the interest rate was reduced to 5,8% per annum.

(ii) Receivable resulting from a Loan Contract signed on 25 April 2013, which bears interest of 3,5% per annum, which consists of accrued interest in the amount of CZK 138.081,52.

The receivables are assigned for a consideration equal to the nominal value of the receivables, CZK 18.900.000, which is payable within three months from the day of the signing of this Agreement, i.e. until 3 February 2018.

According to the original Loan Contract, the repayment date of the outstanding accrued interest is 31 December 2024.

On 31 December 2018, the outstanding balance of the Principal is CZK 6.999.584,28.

On 12 September 2019, the Company ("Assignor") entered into an Agreement on Assignment of Claim with a third party ("Assignee") for the assignment of the receivable from another third party resulting from the Assignment Agreement signed on 3 November 2017, in the total amount of CZK 18.879.897,09, which consists of principal in the amount of CZK 9.049.584,28 and accrued interest in the amount of CZK 9.830.312,81.

Along with the receivable, its security is also assigned (lien on shares issued by a Maltese company).

The receivable is assigned for a consideration of CZK 18.879.897,09, which is payable within three days from the day of signing this Agreement.

The consideration was settled on the same day.

# J&T SECURITIES MANAGEMENT PLC

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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 18. Non-current loans receivable (continued)

The loans assigned (relating to notes III. 2 and 3 above) are secured with 93.750 shares that the Debtor holds in a Maltese Company, which are pledged.

The Share Pledge Agreement was concluded on 31 December 2013 between the Debtor ("Pledgor") and a third party ("Pledgee").

Per the Notice and Request to provide Security signed between the Company ("Assignee", "New Creditor") and the Debtor, together with the assignment of the loans to the Company, the security and rights under the Share Pledge Agreement signed on 31 December 2013, were also assigned.

According to the Notice, the Company applies its rights to all dividends, interest and other monies paid or payable in respect of the Pledged Shares and also applies its right to be provided by additional adequate security in relation to any assets to which the Debtor has ownership with a nominal and / or market value above CZK 22.000.000, up to the total amount of CZK 25.000.000.

Further to the Assignment Agreements concluded on 12 September 2019, all securities were assigned to the Assignee.

(4) On 28 June 2019, the Company ("Lender") entered into a Loan Agreement with a third party ("Borrower") according to which, the Borrower is the mother company of third party 2 and the loan to be provided is a bridge loan for financing of the operation and business activities of third party 2.

The loan is in the amount of CZK 213.000.000, bears interest at the rate of 7% per annum and it is repayable until 31 July 2019.

No future drawdowns of the loan are possible and the Company may at any time until the full repayment of the loan request the Borrower to provide it with a security in a form and to the extent satisfactory to the Lender.

The loan was fully settled on 29 July 2019.

(5) On 6 September 2019, the Company ("Lender") entered into a Loan Agreement with a third party ("Borrower") according to which, the Borrower is the mother company of third party 2 and the loan to be provided is a bridge loan for financing of the operation and business activities of third party 2.

The loan is in the amount of CZK 31.000.000, bears interest at the rate of 8% per annum and it is repayable 2 months from the signing date.

No future drawdowns of the loan are possible and the Company may at any time until the full repayment of the loan request the Borrower to provide it with a security in a form and to the extent satisfactory to the Lender.

Per Amendment No.1 signed on 5 November 2019, the repayment date has been extended until 31 December 2019.

The loan was fully settled on 20 December 2019.

(6) On 31 October 2019, the Company ("Lender") entered into a Loan Agreement with a third party ("Borrower") for the provision of a loan in the amount of CZK 20.000.000, which bears interest at the rate of 7% per annum and is repayable until 31 December 2019.

The loan is provided for the financing of the operations and the business activities of the Borrower.

No future drawdowns of the loan are possible and the Company may at any time until the full repayment of the loan request the Borrower to provide it with a security in a form and to the extent satisfactory to the Lender.

The loan was fully settled on 20 December 2019.

(7) On 28 November 2019, the Company ("Lender") entered into a Loan Agreement with a third party ("Borrower") for the provision of a loan in the amount of CZK 125.000.000, which bears interest at the rate of 7% per annum and is repayable until 31 May 2020.

The loan is provided for the financing of the operations and the business activities of the Borrower.

No future drawdowns of the loan are possible and the Company may at any time until the full repayment of the loan request the Borrower to provide it with a security in a form and to the extent satisfactory to the Lender.

The loan was fully settled on 20 December 2019.



## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 18. Non-current loans receivable (continued)

(8) On 20 March 2020, the Company ("Assignee") entered into an Assignment Agreement with J&T Private Investments II B.V. ("Assignor") for the assignment of the following receivable:

Receivable of the Assignor towards a third party ("Debtor") in the amount of €50.937.350,51, which consists of principal in the amount of €50.363.346,34 and accrued interest in the amount of €574.004,17, resulting from the Assignment Agreement dated 31 December 2019, representing unpaid remuneration of part C.

From the above, the part in the amount of €30.000.000 is assigned, consisting of principal in the amount of €29.661.935,20 and accrued interest in the amount of €338.064,80.

Per the Assignment Agreement signed on 31 December 2019, the assigned receivable bears interest at the rate of 5,20% per annum and it is repayable on 31 December 2021.

The remuneration for the assignment consists of two parts:

part A in the amount of €29.661.935,20 along with interest of 5,20% per annum, and part B in the amount of €338.064,80.

The remuneration is payable until 31 March 2020.

The remuneration was settled on 20 March 2020.

On 20 March 2020, the Company ("Preferred Creditor") entered into a Debt Subordination Agreement with J&T Private Investments II B.V. ("Creditor") and a third party ("Debtor") according to which the Parties wish to ensure that the Debtor's obligations to the Creditor arising from the Assignment Agreement concluded on the same date, are subordinated to Preferred Receivable.

The Creditor agrees that without the consent of the Preferred Creditor, its receivables towards Debtor under the Agreement may be repaid only after the repayment of all existing or future claims towards the Debtor arising from the Preferred Receivable ("Priority Receivables").

The Creditor undertakes to the Preferred Creditor that before the date when all Priority Receivables shall have been paid, it shall not without consent of the Preferred Creditor demand or accept from the Debtor any payment relating to the Agreement or any other payment towards the Creditor's receivables from the Debtor ("Subordinated Receivables").

(9) On 14 May 2020, the Company ("Assignee") entered into a Contract on Assignment of the Receivable with a third party ("Assignor") for the assignment of the receivable from another third party ("Debtor") arising from the Credit Contract signed on 11 December 2017, which on the date of the assignment consists of principal in the amount of €12.206.315,05 and accrued interest in the amount of €912.965,52. The total amount of the assigned receivable is €13.119.280,57.

The loan bears interest at the rate of 5% per annum and is repayable on 14 December 2020.

The remuneration for the assignment of the loan is equal to the loan assigned and it is payable until 14 May 2020.

The remuneration was settled on the same day.

On 14 May 2020, the Company ("Assignee") entered into a Contract on Assignment of the Agreement with a third party ("Assignor"), another third party ("Third party 2") and third party 3 ("Debtor") according to which the Assignor, Third party 2 and the Debtor concluded on 11 December 2017, the Debt Subordination Agreement based on which the debts of the Debtor to Third party 2 are subordinated.

The Company fully substitutes the Assignor to the Debt Subordination Agreement.

On 10 December 2020, the Company ("Creditor") entered into a Novation Agreement with a third party ("Debtor") for the replacement of the Receivable with a new loan, which bears interest at 5% per annum and is repayable until 31 December 2021.



# J&T SECURITIES MANAGEMENT PLC

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 18. Non-current loans receivable (continued)

(10) On 9 July 2020, the Company ("Assignee") entered into an Agreement on Assumption of Rights and Obligations to the Credit Contract with J&T Private Investments II B.V. ("Creditor") for the assignment of the receivable from a third party ("Debtor") arising from the Credit Contract signed on 7 June 2018, which on the date of the assignment consists of principal in the amount of CZK 548.131.000 and accrued interest in the amount of CZK 58.449.759,27.

Per the initial Credit Contract, the interest rate of the loan assigned is 5,50%.

Per Amendment No.2 signed on 27 March 2020, the repayment date is 31 January 2023.

The initial parties also declared that the Contract is secured by 696.491.752 profit participation certificates of fund J&T FVE uzavreny podilovy fond, which fund manager is J&T Investicni Spolecnost, which on 9 July 2020 were transferred to the Company.

The remuneration for the assignment of the loan is equal to the loan assigned, i.e. CZK 606.580.759,27 and it is payable within three days from signing this Agreement.

The remuneration was settled on the same day.

### 19. Trade and other receivables

	2020	2019
	€	€
Trade receivables	415.903	807.861
Unpaid dividends receivable	19.832	-
Shareholders' current accounts - debit balances (Note 27.6)	24.649.112	6.000.000
Deposits and prepayments	45.135	46.617
Loans receivable	9.010.080	-
Option on shares instruments - positive	3.771.881	-
	<u>37.911.943</u>	<u>6.854.478</u>

For a summary of key terms and conditions relating to the balances with related parties, refer to note 27 of the financial statements.

The exposure of the Company to credit risk and impairment losses in relation to trade and other receivables is reported in note 7 of the financial statements.

(A) On 31 December 2020 and 31 December 2019, Trade receivables mainly relate to the balances of broker accounts held with a regulated financial institution.

(B) Shareholders' current account relates to the following:

(i) On 30 December 2019, the Company and J&T Private Equity Group Limited ("Shareholder") entered into a Subscription Agreement further to the creation of 6.000 ordinary shares. The share capital of the Company is increased to 32.000 ordinary shares from 26.000. The new shares are subscribed by the Shareholder at a subscription price of €6.000 plus a premium of €5.994.000.

The amount of €5.000.000 was settled on 3 March 2020 and the amount of €1.000.000 on 5 March 2020.

(ii) Per the Resolution of the Directors further to the Extraordinary General Meeting held on 3 March 2020, the increase of the share capital of the Company from 32.000 to 58.470 shares was resolved. The new 26.470 shares issued are issued at their nominal value of €26.470 and a premium of €59.973.530. The total subscription price is €60.000.000. All shares were subscribed by J&T Private Equity Group Limited. The increased capital was settled on 3 and 5 March 2020.

# J&T SECURITIES MANAGEMENT PLC

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 19. Trade and other receivables (continued)

(iii) On 20 November 2020, the Company entered into a Subscription Agreement with J&T Private Equity Group Limited ("Shareholder"), according to which, based on the Shareholder Resolution further to the extraordinary General Meeting held on the same day, the increase of the share capital of the Company from 58.470 to 60.970 shares was resolved. The new 2.500 shares issued are issued at their nominal value of €2.500 and a premium of €4.997.500. The total subscription price is €5.000.000. All shares were subscribed by J&T Private Equity Group Limited.

The consideration is payable by 20 May 2021.

(iv) On 7 December 2020, the Company entered into a Subscription Agreement with J&T Private Equity Group Limited ("Shareholder"), according to which, based on the Shareholder Resolution further to the extraordinary General Meeting held on the same day, the increase of the share capital of the Company from 60.970 to 70.970 shares was resolved. The new 10.000 shares issued are issued at their nominal value of €10.000 and a premium of €19.990.000. The total subscription price is €20.000.000. All shares were subscribed by J&T Private Equity Group Limited.

The consideration is payable by 30 June 2021.

(C) As at 31 December 2020, Loans receivable represent a REPO Agreement for 5.140.000 shares in Moneta Money Bank. The Company purchased and agreed to buy back the above shares for a total of €9.117.747,57 (CZK 239.267.000) plus interest.

(D) Option on shares instruments relate to the following:

On 30 December 2020, the Company ("Seller") entered into a Call and Put Option Agreement with J&T Private Equity Group Limited ("JTPEG", "Purchaser") according to which, JTPEG shall have the right to purchase the shares that the Company has in its ownership, which consist of 6.024.022 ordinary shares of nominal value of €1,00 per piece, issued by Best Hotel Properties a.s. The remuneration for the exercise of the Put Option or the Call Option shall be €10.060.116,74, which shall be payable within two months following the exercise date. The exercise date shall be the day of delivery of the Call Option or the Put Option Notice. The Call and Put Option Period starts from the date of the signing of this Agreement and ends on 30 December 2021.

### 20. Financial assets at fair value through profit or loss

	2020	2019
	€	€
Balance at 1 January	77.824.779	73.807.180
Additions	745.751.760	103.428.387
Disposals	(672.561.246)	(102.500.332)
Change in fair value	(4.471.563)	2.653.174
Exchange differences	(1.503.873)	436.370
<b>Balance at 31 December</b>	<b>145.039.857</b>	<b>77.824.779</b>

	Fair values 2020	Cost 2020	Fair values 2019	Cost 2019
	€	€	€	€
Securities listed on a Stock Exchange	83.575.499	92.780.141	35.964.843	30.618.046
Non-listed securities	61.464.358	49.626.961	41.859.936	39.213.416
	<b>145.039.857</b>	<b>142.407.102</b>	<b>77.824.779</b>	<b>69.831.462</b>

The financial assets at fair value through profit or loss are marketable securities and are valued at market value at the close of business on 31 December by reference to Stock Exchange quoted bid prices. Financial assets at fair value through profit or loss are classified as current assets because they are expected to be realised within twelve months from the reporting date.

# J&T SECURITIES MANAGEMENT PLC

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

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

In the cash flow statement, financial assets at fair value through profit or loss are presented within the section on operating activities as part of changes in working capital. In the statement of profit or loss and other comprehensive income, changes in fair values of financial assets at fair value through profit or loss are recorded in operating income.

The Company's investments which exceeded 5% of the class "Securities listed on a Stock Exchange" and/or 5% of net assets are shown below:

Investment	Type of investment	Percentage in the investment category	Percentage of net assets	2020 €	2019 €
Tatry mountain resorts, a.s.	Security	13,79%	19,58%	<b>30.146.231</b>	-
J&T Ostravice Active Life	Unit certificate	6,65%	0,39%	<b>602.043</b>	598.501
Best Hotel Properties a.s. (BHP)	Security	18,76%	4,08%	<b>6.288.235</b>	8.281.027
J&T Investment Pool - I - SKK, a.s.	Security	36,22%	16,36%	<b>25.199.311</b>	24.150.569
J&T Investment Pool - I - CZK, a.s.	Security	20,40%	11,62%	<b>17.891.778</b>	17.709.224
				<b>80.127.598</b>	<b>50.739.321</b>

(A) On 31 December 2019, the Company holds 215.429 shares in Tatry mountain resorts, a.s. (TMR), 2.724.022 in Best Hotel Properties a.s. (BHP) and 842.086 in CEZ, a.s.

In addition, the Company holds 70.917 shares in TMR, which are used as a pledge on the various REPO agreements with other financial institutions. Based on the various agreements, the Company sold and agreed to purchase back the above shares for a total of €2.058.829,79 plus interest.

It also holds 25.959 shares in CEZ, a.s., which are used as a pledge on one REPO agreement, based on which, the Company sold and agreed to purchase back the above shares for a total of €410.312,44 (CZK 10.425.134,40) plus interest.

Moreover, the Company still holds 153 pieces of J&T Ostravice Active Life.

Finally, the Company holds 163 pieces of J&T Investment Pool - I - SKK, a.s. and 102 pieces of J&T Investment Pool - I - CZK, a.s.

(B) On 31 December 2020, the Company holds 924.731 shares in Tatry mountain resorts, a.s. (TMR), 65.045 in CEZ, a.s. (CEZ), 15.000 in Prabos Plus a.s., 430.322 in O2 Czech Republic a.s. (O2), 4.000 in Aston Martin Lagonda Global Holdings PLC, 1.916.000 in Globalworth Real Estate Investments Limited and 4.011.747 in J&T Investments, sub-fund of J&T Investicni Spolecnost, a.s.

In addition, the Company holds 795.000 shares in CEZ, and 2.465.459 shares in O2 C.R. which are used as a pledge on the various REPO agreements with other financial institutions. Based on the various agreements, the Company sold and agreed to purchase back the above shares for a total of €10.222.732,49 and €16.756.283,86 respectively plus interest.

It also holds 2.391.203 shares in J&T Investments, sub-fund, which are used as a pledge on one REPO agreement, based on which, the Company sold and agreed to purchase back the above shares for a total of €1.909.908,16 (CZK 50.119.614,88) plus interest.

Moreover, the Company still holds 153 pieces of J&T Ostravice Active Life.

Finally, the Company holds 163 pieces of J&T Investment Pool - I - SKK, a.s., 102 pieces of J&T Investment Pool - I - CZK, a.s. and 6.024.022 shares in Best Hotel Properties a.s. (BHP) which are not listed.

In addition, during 2020, the Company entered into the following Agreements:

# J&T SECURITIES MANAGEMENT PLC

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

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

(i) On 5 March 2020, the Company ("Purchaser") entered into an Agreement on Purchase of Securities with a third party ("Seller") for the acquisition of 638.385 shares in Tatry mountain resorts, a.s. ("TMR") of a total nominal value of €4.468.695 which represent a share of 9,517909%, for a purchase price of €23.492.568, which is payable upon signature of this Agreement.

The purchase price was settled on the same day.

(ii) On 5 August 2020, the Company ("Seller") entered into an Agreement on Purchase of Securities with Stocklac Limited ("Purchaser") for the disposal of 924.731 shares in Tatry mountain resorts, a.s. ("TMR") of a total nominal value of €6.473.117 which represent a share of 13,787143%, for a purchase price of €32.735.477,40, which is payable until 31 December 2020.

The purchase price was set-off on 3 December 2020.

(iii) On 3 December 2020, the Company ("Seller") entered into a Termination of the Agreement on Purchase of Securities with Stocklac Limited ("Purchaser"), for the termination of the Agreement on Purchase of Securities and the cancellation of the 924.731 shares of Tatry mountain resorts, a.s. ("TMR") of a total nominal value of €6.473.117 which represent a share of 13,787143%.

The Parties agreed on a compensation for termination of the Agreement in the amount of €20.000, which is payable within 10 working days from the execution of this Termination.

The compensation was settled on the same day.

(iv) On 28 December 2020, the Company ("Seller") entered into an Agreement on Purchase of Securities with a third party ("Buyer") for the disposal of 18.500.000 investment shares in J&T Investments, pondfond J&T for a purchase price of €18.681.300, which is payable within 3 days from the signing of the Agreement. The purchase price was settled on 30 December 2020.

(v) On 30 December 2020, the Company ("Buyer") entered into a Purchase Agreement with a third party ("Seller") for the acquisition of 3.300.000 shares in Best Hotel Properties a.s. ("BHP") of a total nominal value of €1 per share. The purchase price is payable in two instalments, whereas the first part of the purchase price which amounts to €3.102.000, is payable within 10 days from signing this Agreement (paid on 8 January 2021). The second part of the purchase price will be determined as the difference between the value of the shares determined by their valuation as of 31 December 2020 and the first part of the purchase price, while the total value paid by the Purchaser for one share will not exceed €3,14.

The second part of the purchase price shall be paid within 6 months from the entry into force for the transfer of the shares. In case the resulting amount of the second part of the purchase price will have a negative value, the first part of the purchase price is considered to be the total purchase price.

### 21. Cash at bank

	2020	2019
	€	€
Cash at bank and in hand	18.263	145
Bank deposits	11.432.100	-
	<u>11.450.363</u>	<u>145</u>

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

	2020	2019
	€	€
Cash at bank and in hand	18.263	145
Bank overdrafts (Note 23)	(14.969.616)	-
	<u>(14.951.353)</u>	<u>145</u>

# J&T SECURITIES MANAGEMENT PLC

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 21. Cash at bank (continued)

#### Cash and cash equivalents by currency:

	2020	2019
	€	€
Euro	3.611	78
Czech koruna	14.652	67
	<u>18.263</u>	<u>145</u>

The exposure of the Company to credit risk and impairment losses in relation to cash and cash equivalents is reported in note 7 of the financial statements.

### 22. Share capital

	2020	2020	2019	2019
	Number of shares	€	Number of shares	€
<b>Authorised</b>				
Ordinary shares of €1 each	11.000	11.000	11.000	11.000
Increase of Authorised share capital in 2019 - Ordinary shares of €1 each	21.000	21.000	21.000	21.000
Increase of Authorised share capital in 2020 - Ordinary shares of €1 each	38.970	38.970	-	-
	<u>70.970</u>	<u>70.970</u>	<u>32.000</u>	<u>32.000</u>
<b>Issued and fully paid</b>				
Balance at 1 January	32.000	32.000	26.000	26.000
Issue of shares	38.970	38.970	6.000	6.000
<b>Balance at 31 December</b>	<u>70.970</u>	<u>70.970</u>	<u>32.000</u>	<u>32.000</u>

#### Authorised capital

Under its Memorandum the Company fixed its share capital at 1.000 ordinary shares of nominal value of €1 each.

On 18 August 2011, the Company increased its authorised share capital by 10.000 ordinary shares of nominal value of €1 each. As a result, the authorised share capital of the Company increased to 11.000 ordinary shares of nominal value of €1 each.

On 20 June 2018, the Shareholders resolved with a Special Resolution, to increase the Authorised Share Capital of the Company by 15.000 ordinary shares, of nominal value of €1 per share.

The total Authorised Share Capital after the increase is 26.000 shares.

The new shares were all issued.

On 30 December 2019, the Shareholders resolved with a Special Resolution, to increase the Authorised Share Capital of the Company by 6.000 ordinary shares, of nominal value of €1 per share.

The total Authorised Share Capital after the increase is 32.000 shares.

The new shares were all issued.

On 3 March 2020, Company increased its authorised share capital from 32.000 to 58.470 shares by the creation of 26.470 new shares, of nominal value of €1 per share.



## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 22. Share capital (continued)

On 20 November 2020, the Company increased its authorised share capital from 58.470 to 60.970 shares by the creation of 2.500 new shares, of nominal value of €1 per share.

On 7 December 2020, the Company increased its authorised share capital of the Company from 60.970 to 70.970 shares by the creation of 10.000 new shares, of nominal value of €1 per share.

### Issued capital

Upon incorporation on 14 January 2010 the Company issued to the subscribers of its Memorandum of Association -

On 18 August 2011, the Company increased its share capital by 10.000 ordinary shares of nominal value of €1 each at a total share premium of €50.914.000. As a result, the issued share capital of the Company increased to 11.000 ordinary shares of nominal value of €1 each.

On 20 June 2018, the Company increased its share capital by 15.000 ordinary shares of nominal value of €1 each. As a result, the issued share capital of the Company increased to 26.000 ordinary shares of nominal value of €1 each.

On 30 December 2019, the Company increased its share capital by 6.000 ordinary shares of nominal value of €1 each at a total share premium of €5.994.000. As a result, the issued share capital of the Company increased to 32.000 ordinary shares of nominal value of €1 each.

Per the Resolution of the Directors further to the Extraordinary General Meeting held on 3 March 2020, the increase of the share capital of the Company from 32.000 to 58.470 shares was resolved. The new 26.470 shares were all issued at their nominal value of €26.470 and a premium of €59.973.530. The total subscription price is €60.000.000. All shares were subscribed by J&T Private Equity Group Limited. The increased capital was settled on 3 and 5 March 2020.

On 20 November 2020, the Company entered into a Subscription Agreement with J&T Private Equity Group Limited ("Shareholder"), according to which, based on the Shareholder Resolution further to the extraordinary General Meeting held on the same day, the increase of the share capital of the Company from 58.470 to 60.970 shares was resolved. The new 2.500 shares were all issued at their nominal value of €2.500 and a premium of €4.997.500. The total subscription price is €5.000.000. All shares were subscribed by J&T Private Equity Group Limited. The consideration is payable by 20 May 2021.

On 7 December 2020, the Company entered into a Subscription Agreement with J&T Private Equity Group Limited ("Shareholder"), according to which, based on the Shareholder Resolution further to the extraordinary General Meeting held on the same day, the increase of the share capital of the Company from 60.970 to 70.970 shares was resolved. The new 10.000 shares were all issued at their nominal value of €10.000 and a premium of €19.990.000. The total subscription price is €20.000.000. All shares were subscribed by J&T Private Equity Group Limited. The consideration is payable by 30 June 2021.

# J&T SECURITIES MANAGEMENT PLC

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 23. Borrowings

	2020	2019
	€	€
Balance at 1 January	101.309.227	72.379.363
Additions	441.237.780	131.151.883
Repayments	(342.643.784)	(107.136.848)
Interest for the year	6.898.903	4.179.837
Exchange differences	(1.429.753)	734.992
Movement of bank loan overdraft	14.969.616	-
Repurchase of own long term debentures	(189.849.509)	-
Payment of coupon of repurchased debentures	448.500	-
Capitalised expenses	(728.796)	-
Sale of repurchased own long term debentures	157.863.400	-
<b>Balance at 31 December</b>	<b>188.075.584</b>	<b>101.309.227</b>

	2020	2019
	€	€
<b>Current borrowings</b>		
Bank overdrafts (Note 21)	14.969.616	-
Bank loans	47.630.633	2.471.942
Debentures	2.995.313	858.250
Loans from related parties (Note 27.5)	-	40.251.966
	<b>65.595.562</b>	<b>43.582.158</b>

#### Non-current borrowings

Bank loans	(3.382)	-
Debentures	122.483.404	57.727.069
	<b>122.480.022</b>	<b>57.727.069</b>
<b>Total</b>	<b>188.075.584</b>	<b>101.309.227</b>

Maturity of non-current borrowings:

	2020	2019
	€	€
Between two and five years	122.480.022	57.727.069
	<b>122.480.022</b>	<b>57.727.069</b>

On 31 December 2020, the bank loans and the bank loan overdraft are secured as follows:

- By a pledge of 70.917 shares in Tatry Mountain resorts, a.s. (TMR) in 2019.
- By a pledge of 795.000 shares in CEZ, a.s. (CEZ) (2019: 25.959 shares in CEZ).
- By a pledge of 2.465.459 shares in O2 Czech Republic a.s. (O2) (2019: - shares in O2).
- By a pledge of 2.391.203 shares in J&T Investments, sub-fund (2019: - shares in J&T Investments, sub-fund).
- By a pledge of 216 own debentures (JTSEC 4,6/2024) (2019: - own debentures).
- By a blank promissory note
- By a Notarial Deed.



# J&T SECURITIES MANAGEMENT PLC

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 23. Borrowings (continued)

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

	2020	2019
	%	%
Bank loan overdrafts	5%	-
Bank loans	2,05%-3,50%	2,50%-3,00%
Debentures	4,60%, 5%	5%
Loans from related parties	-	4%, 4,50%

(A) Loans from related parties during 2019 and 2020 relate to the following:

(i) On 16 June 2016, the Company ("Debtor") entered into Loan Contract 26/JSML/2016 with J&T Private Equity B.V. ("Creditor") for the granting of a loan in the amount of €1.626.700, which bears interest at the rate of 4,20% per annum and is repayable on 15 December 2016.

Per Amendment No.1 signed on 14 December 2016, the repayment date has been extended until 15 September 2017.

Per Amendment No.2 signed on 14 September 2017, the repayment date has been extended until 15 March 2018.

Per Amendment No.3 signed on 15 March 2018, the repayment date has been extended until 15 March 2019.

Per Amendment No.4 signed on 14 March 2019, the repayment date has been extended until 15 March 2020. In addition, the parties agreed that as from 14 March 2019, the accrued interest (i.e. €187.369,10) shall be capitalised and become part of the loan.

On 31 December 2018, the outstanding balance of Principal is €1.626.700.

The loan was fully settled on 13 September 2019.

(ii) On 03 May 2017, the Company ("Debtor") entered into Loan Contract 31/JSML/2017 with J&T Private Equity B.V. ("Creditor") for the granting of a loan in the amount of CZK 17.282.325.81, which bears interest at 1 year PRIBOR plus a fixed rate of 5,21% per annum and is repayable until 02 May 2018.

On 28 February 2018, a Contract on Novation of Obligations was concluded between the Parties, according to which, the original Loan Contract 31/JSML/2017 is replaced by a Credit Contract, which has a credit limit of CZK 38.000.000 and bears interest at 1 year PRIBOR plus a fixed rate of 5,21 % per annum. The repayment date is still 02 May 2018.

Per Amendment No.1 to the Credit Contract concluded on 28 February 2018, signed on 02 May 2018, the repayment date has been extended until 31 December 2018.

Per Amendment No.2 to the Credit Contract concluded on 28 February 2018, signed on 31 December 2018, the repayment date has been extended until 31 December 2019.

On 31 December 2018, the outstanding balance of the Principal is CZK 35.433.527,59.

The loan was fully settled on 13 September 2019.

(iii) On 01 October 2018, the Company ("Debtor") entered into Credit Contract 32/JSML/2018 with J&T Private Equity B.V. ("Creditor") for the granting of a loan with a credit limit in the amount of €10.000.000, which bears interest at 4% per annum and is repayable until 31 December 2020.

On 31 December 2018, the outstanding balance of the Principal of 32/JSML/2018 is €7.212.340,79.

# J&T SECURITIES MANAGEMENT PLC

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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 23. Borrowings (continued)

On 01 October 2018, the Company ("Buyer") entered into a Securities Purchase Agreement with a third party ("Seller"), for the acquisition of 163 shares in J&T Investment Pool - I - SKK, a.s. for the total purchase price of €22.625.663,25 and 102 shares in J&T Investment Pool - I - CZK, a.s. for the total purchase price of €16.357.780,90. The total purchase price of €38.983.444,15 was payable within one year from the signing of the Agreement.

On 01 October 2018, the Company ("Original Debtor"), entered into a Contract on Debt Assumption with a third party ("Creditor") and J&T Private Equity B.V. ("New Debtor"). According to the Agreement, the parties agreed that the Company shall assign to the New Debtor the debt towards the third party according to the above Securities Purchase Agreement (purchase price - €38.983.444,15), for the compensation amount of €38.983.444,15.

On 01 October 2018, the Company entered into a Set Off Agreement for Mutual Receivables, with J&T Private Equity B.V. (JTPE). According to the Agreement, the Company holds a monetary receivable with JTPE originated from the Credit Contract concluded on 01 January 2014 for the amount of €36.900.638,16 ("Receivable 1") and a monetary receivable with JTPE originated from the Credit Contract concluded on 19 September 2014 for the amount of €505.630,46 ("Receivable 2"). On the other hand, JTPE holds a monetary receivable towards the Company originated from the Contract on Debt Assumption concluded on 01 October 2018 for the amount of €38.983.444,15 ("Receivable 3").

The parties agreed that the parties shall set off their mutual claims and Receivable 1 and Receivable 2 shall become extinct while Receivable 3 shall be reduced by €37.406.268,62 and shall be considered as the drawing of financial means based on the Credit Contract 32/JSML/2018, concluded on 30 November 2018 in the amount of €1.577.175,53.

Per Amendment No.1 signed on 29 November 2019, the credit limit was increased to the amount of €15.000.000.

On 31 December 2019, the outstanding balance of the Principal of 32/JSML/2018 is €11.351.599,86.

The loan was fully settled on 5 March 2020.

(iv) On 19 June 2019, the Company ("Debtor") entered into Credit Contract 33/JSML/2019/JTPE with J&T Private Equity B.V. ("Creditor") for the granting of a loan with a credit limit in the amount of CZK 20.433.972,61, which bears interest at the rate of 4,00% per annum and is repayable on 20 December 2019. The loan was fully settled on 20 December 2019.

(v) On 23 August 2019, the Company ("Debtor") entered into Credit Contract 34/JSML/2019/JTPE with J&T Private Equity B.V. ("Creditor") for the granting of a loan with a credit limit in the amount of €38.100.000, which bears interest at the rate of 4,50% per annum and is repayable on 31 December 2019.

Per Amendment No.1 signed on 31 December 2019, the repayment date has been extended until 31 December 2020.

The loan was fully settled on 3 March 2020.

On the same day a Termination Agreement was signed.

On 31 December 2019, the outstanding balance of the Principal of 34/JSML/2019 is €28.791.325,59.

(vi) On 9 September 2019, the Company ("Debtor") entered into Loan Contract 35/JSML/2019/JTPE with J&T Private Equity B.V. ("Creditor") for the granting of a loan in the amount of CZK 31.000.000, which bears interest at the rate of 7,50% per annum and is repayable on 9 November 2019.

Per Amendment No.1 signed on 8 November 2019, the repayment date has been extended until 31 December 2019. The loan was fully settled on 20 December 2019.

(vii) On 17 October 2019, the Company ("Debtor") entered into Loan Contract 36/JSML/2019/JTPE with J&T Private Equity B.V. ("Creditor") for the granting of a loan in the amount of €5.210.410,96, which bears interest at the rate of 4,50% per annum and is repayable on 28 September 2020. The loan was fully settled on 18 December 2019.

# J&T SECURITIES MANAGEMENT PLC

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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 23. Borrowings (continued)

(viii) On 31 October 2019, the Company ("Debtor") entered into Loan Contract 37/JSML/2019/JTPE with J&T Private Equity B.V. ("Creditor") for the granting of a loan in the amount of CZK 20.000.000, which bears interest at the rate of 6,65% per annum and is repayable on 31 December 2019.

Per Amendment No.1 dated November 29, 2019 the maturity date was prolonged until May 31, 2020 and the credit limit was raised to CZK 145.000.000.

The loan was fully settled on 20 December 2019.

#### (B) Bank Loans

Bank loans represent REPO agreements with financial institutions.

On 06 May 2013, the Company entered into an Agreement on the Exercise of Voting Rights Associated with Shares with a regulated financial institution for the security of loans by transfer of securities.

On 31 December 2019, the bank loans represent REPO agreements for 70.917 shares in Tatry mountain resorts, a.s. Based on the various agreements, the Company sold and agreed to purchase back the above shares for a total of €2.058.829,79 plus interest.

The bank loans also represent REPO agreements for 29.959 shares in CEZ, a.s. Based on the various agreements, the Company sold and agreed to purchase back the above shares for a total of €410.312,44 (CZK 10.425.134,40) plus interest.

On 31 December 2020, the bank loans represent REPO agreements for 795.000 shares in CEZ, and 2.465.459 shares in O2 which are used as a pledge on the various REPO agreements with other financial institutions. Based on the various agreements, the Company sold and agreed to purchase back the above shares for a total of €10.222.732,49 and €16.756.283,86 respectively plus interest.

It also holds 2.391.203 shares in J&T Investments, sub-fund, which are used as a pledge on one REPO agreement, based on which, the Company sold and agreed to purchase back for a total of €1.909.908,16 (CZK 50.119.614,88) plus interest.

Finally, it holds 5.140.000 shares in Moneta Money Bank, a.s. which are used as a pledge on one REPO agreement, based on which the Company sold and agreed to purchase back for a total of €9.899.268,79 (CZK 259.775.600) plus interest.

The bank loans also represent REPO agreements for 103 repurchased debentures of the Company (JTSEC 4,6/2024). Based on the various agreements, the Company sold and agreed to purchase back the above shares for a total of €8.761.997,43 plus interest.

#### (C) Debentures 2018

(i) Per the Resolution of the Board of Directors signed on 14 September 2018, the Board agreed to issue 400 pieces of bonds, with possibility of increase up to 50% of the total issue volume, which have a nominal value of CZK 3.000.000 each (total of CZK 1.200.000.000) and maturity in year 2023.

(ii) On 20 September 2018, the Company ("Issuer") entered into a Mandate Agreement on provision of services related to the issue of the bonds with a regulated financial institution ("Manager") and a third party ("Arranger"), for the issue of 400 fixed rate bonds of 5% per annum, with an interest period of 6 months, in the total principal amount of CZK 1.200.000.000, due in 2023, which can be increased to 500 fixed rate bonds in the total principal amount of CZK 1.800.000.000.

The Company authorises the Arranger to proceed with various of services, since the Arranger is equipped with required experience for the provision of support to the Issuer costs of the Czech National Bank (CNB).

# J&T SECURITIES MANAGEMENT PLC

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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 23. Borrowings (continued)

On 20 September 2018, the Company ("Issuer") entered into an Agreement with a regulated financial institution ("Administrator"), according to which the Administrator agrees that in relation to the issue of the bonds, it will act as an administrator, a listing agent and a calculation agent. The Administrator shall notify the Company of the total amount of financial means, which are to be remitted to the internal account of the Administrator.

The Company shall pay remuneration to the Administrator, in the manner and the maturity dates agreed by and between the Company and the Administrator in a Special Arrangement to this Agreement.

According to the Special Arrangement with the Administrator signed on the same date, the Company agrees to pay to the Administrator an annual remuneration of 0,10% of the overall volume of the issue of bonds, which is payable on the issue date for the first year and for each subsequent year, on the anniversary thereof.

Per the Agreement on Placement of Bonds signed on the same date between the Company ("Issuer") and a regulated financial institution ("Manager"), the Manager intends to ensure the process of the subscription and purchase of bonds and to identify proper subscribers who will subscribe the entire issue of bonds.

The remuneration for the services provided shall be agreed in the Special Arrangement to this Agreement.

According to the Special Arrangement to the Agreement on Placement of Bonds signed on the same date, the Company agrees to pay to the Manager a remuneration of 2% of the overall volume of the bonds subscribed during the issue period or additional issue period, which is payable retrospectively on a monthly basis against an invoice issued by the Manager after the end of each calendar month of its activity as Manager for the previous calendar month.

The remuneration specified above is exclusive of the value added tax.

In October 2018, the Company issued 400 bonds of total nominal value of CZK 1.200.000.000.

On 3 December 2018, the Company issued additionally 100 bonds of total nominal value of CZK 300.000.000.

On 31 December 2020 and 2019, the issued bonds of the Company have a total nominal value of CZK 1.500.000.000.

On 16 and 22 April 2020, the interest payments relating to the fixed rate debentures were made.

On 16 April 2021, the interest payments relating to the fixed rate debentures were made.

#### (D) Debentures 2020

Per the Resolution signed on 3 February 2020, the Directors resolved to issue 1.000 additional bonds of a total nominal value of €100.000.000 with maturity in the year 2024. The bonds will be traded in the Bratislava Stock Exchange.

On 6 March 2020, 201 bonds were issued.

On 3 February 2020, the Company ("Issuer") entered into a Mandate Agreement to Procure the Issue of the Bonds with a third party ("Arranger") according to which the Company has the intention to issue senior unsecured 4,60% fixed rate bonds for the total value of €100.000.000, in individual denominations of €100.000 each, due in 2024.

The bonds may be issued once as of the Issue date or from time to time during the Subscription period and shall be traded on the Bratislava Stock Exchange.

The Company appoints the Arranger to prepare the issue of the bonds and the documents associated with the issue.

The Arranger's remuneration amounts to 0,20% of the total anticipated volume of the issue of the bonds in the nominal value.

According to the Schedule No.3 to the Mandate Agreement, dated 16 March 2020, the following investment instruments can serve as security under the Mandate:

- i. Tatry Mountain Resorts, a.s.
- ii. CEZ, a.s.
- iii. O2 Czech Republic AS.

# J&T SECURITIES MANAGEMENT PLC

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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 23. Borrowings (continued)

On 21 February 2020, the Company ("Issuer") entered into a Subscription Agreement with J&T Banka, a.s. ("Manager") according to which, the offering and the subscription of the bonds will commence on the date of the publication of the Prospectus.

The bonds will be issued with the benefit of the Administration Agreement between the issuer and the administrator.

The subscription period starts on 24 February 2020 and expires on 19 February 2021.

The Commission to be paid to the Manager as compensation for the management services is 1,60% of the nominal value of the subscribed bonds. The Commission is payable monthly based on an invoice issued by the Manager at the beginning of each month.

On 21 February 2020, the Company ("Issuer") entered into an Administration Agreement with J&T Banka, a.s. ("Administrator") according to which, the Company authorises the Administrator to act as the Issue administrator as well as the fiscal and paying agent in respect of the bonds.

The Administrator will also act as the listing agent of the bonds and is also responsible to pay out interest on the bonds and the nominal value of the bonds by transfer to an account.

A fee is payable to the Administrator for its services specified in the Side Agreement to the Administration Agreement signed on the same day, which has been agreed for the period from the issue of the bonds until the day immediately preceding the first anniversary of the Issue date and each additional year of duration of the Administration Agreement.

The fee for each period represents the 0,01% per annum of the Issue volume.

On 8 March 2021, the interest payments relating to the fixed rate debentures were made.

#### (E) Bank loan overdraft

On 19 December 2019, the Company ("Borrower") entered into a Loan Agreement No. 054/19/550088 with a financial institution ("Creditor") for the provision of a bank overdraft in the form of authorised debit balance on the Account of the Company up to the amount of €15.000.000, which bears interest at the rate of 5% per annum, which is repayable within one year after the effect of the Loan Agreement to the Account of the Company.

The following conditions should be complied with prior to the drawdown:

- i. Conclusion of the Loan Agreement,
- ii. Conclusion of Blank Note Issuance and Completion Agreement,
- iii. Preparation and submission of a Notarial Deed on the acknowledgement of the debt and direct enforceability containing the Company's legal obligation, which constitutes an instrument permitting enforcement over the entire property of the Company,
- iv. Issuance of the Company's blank promissory note and its subsequent handover to the Creditor, and
- v. Payment of the processing fee for the provision of loan.

The above conditions need to be met by 19 March 2020, so as the Company to be entitled to draw the loan funds.

The fees payable relating to the loan are the following:

- i. loan processing fee of €15.000 due as of the date of signature of the Loan Agreement, and
- ii. Commitment fee for the amount of the loan funds not drawn at 1% per annum, subject to specific terms included in the Agreement. The fee is due on a monthly basis.

The loan is secured by:

- i. a blank promissory note, and
- ii. a Notarial Deed.

Per Amendment No.1 signed on 28 January 2020, the Company shall not conclude a loan contract, subject of which is receiving any form of financial assistance, within the duration of the credit relationship, without a prior written consent of the Creditor.

The condition shall not be applied in case of relationship not exceeding the amount of €10.000.000.

# J&T SECURITIES MANAGEMENT PLC

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 23. Borrowings (continued)

Per Amendment No.2 signed on 15 December 2020, the repayment date is extended until 17 December 2021.

In addition, the Company is obliged to conclude the following documentation:

Agreement on issuing and filling of the blank promissory note and the Notarial Deed on acknowledgment of obligation and direct enforceability.

The Agreement on Issuing and Filling of the Blank Promissory Note was concluded on 15 December 2020.

### 24. Trade and other payables

	2020	2019
	€	€
Trade payables	3.102.000	-
VAT	3.423	2.952
Derivative financial instruments	14.288	7.153
Accruals	62.863	44.786
Other creditors	59.312	31.417
	<u>3.241.886</u>	<u>86.308</u>

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

As at 31 December 2020, Trade payables relate to the following.

On 30 December 2020, the Company ("Buyer") entered into a Purchase Agreement with a third party ("Seller") for the acquisition of 3.300.000 shares in Best Hotel Properties a.s. ("BHP") of a total nominal value of €1 per share.

The purchase price is payable in two instalments, whereas the first part of the purchase price which amounts to €3.102.000, is payable within 10 days from signing this Agreement (paid on 8 January 2021). The second part of the purchase price will be determined as the difference between the value of the shares determined by their valuation as of 31 December 2020 and the first part of the purchase price, while the total value paid by the Purchaser for one share will not exceed €3,14.

The second part of the purchase price shall be paid within 6 months from the entry into force for the transfer of the shares.

In case the resulting amount of the second part of the purchase price will have a negative value, the first part of the purchase price is considered to be the total purchase price.

### 25. Current tax liabilities

	2020	2019
	€	€
Corporation tax	348.139	24.870
	<u>348.139</u>	<u>24.870</u>

### 26. Operating Environment of the Company

On 11 March 2020, the World Health Organisation declared the Coronavirus COVID- 19 outbreak to be a pandemic in recognition of its rapid spread across the globe. Many governments are taking increasingly stringent steps to help contain, and in many jurisdictions, now delay, the spread of the virus, including: requiring self-isolation/ quarantine by those potentially affected, implementing social distancing measures, and controlling or closing borders and "locking-down" cities/regions or even entire countries. These measures have slowed down the economies both in Cyprus but globally as well with the potential of having wider impacts on the respective economies as the measures persist for a greater period of time.



# J&T SECURITIES MANAGEMENT PLC

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 26. Operating Environment of the Company (continued)

This operating environment may have 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.

The Company's Management is unable to predict all developments which could have an impact on the Cyprus economy and consequently, what effect, if any, they could have on the future financial performance, cash flows and financial position of the Company.

On the basis of the evaluation performed, the Company's management has concluded that no provisions or impairment charges are necessary. The Company's Management believes that it is taking all the necessary measures to maintain the viability of the Company and the smooth conduct of its operations in the current business and economic environment.

### 27. Related party transactions

The Company is controlled by J&T Private Equity Group Limited, incorporated in Cyprus, which owns 100% of the Company's shares.

Until 15 December 2016, the ultimate controlling parties were nine non resident individuals and one resident individual.

However, as from 15 December 2016, the ultimate controlling parties are eight non resident individuals and one resident individual.

As from 20 June 2018, the ultimate controlling party is still J&T Private Equity Group Limited (99,77%) but the shareholders are:

- (1) J&T Private Equity Group Limited, incorporated in Cyprus, which owns 99,77% of the Company's shares,
- (2) Berg Nominees Limited (Cyprus - 0,038%),
- (3) Mrs. Evridiki Havva (Cypriot individual - 0,038%),
- (4) Mrs. Maria Skarpari (Cypriot individual - 0,038%),
- (5) Global Bridge Trustees Limited (Cyprus - 0,038%),
- (6) Profel Corporate Limited (Cyprus - 0,038%),
- (7) Mrs. Eleni Stylianou (Cyprus - 0,038%).

As from 7 December 2020, the ultimate controlling party is still J&T Private Equity Group Limited (99,915%) but the shareholders are:

- (1) J&T Private Equity Group Limited, incorporated in Cyprus, which owns 99,915% of the Company's shares,
- (2) Berg Nominees Limited (Cyprus - 0,014%),
- (3) Mrs. Evridiki Havva (Cypriot individual - 0,014%),
- (4) Mrs. Maria Skarpari (Cypriot individual - 0,014%),
- (5) Global Bridge Trustees Limited (Cyprus - 0,014%),
- (6) Profel Corporate Limited (Cyprus - 0,014%),
- (7) Mrs. Eleni Stylianou (Cyprus - 0,014%).

The following transactions were carried out with related parties:

#### 27.1 Directors' remuneration

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

	2020	2019
	€	€
Directors' fees	<u>952</u>	<u>476</u>
	<u>952</u>	<u>476</u>



# J&T SECURITIES MANAGEMENT PLC

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 27. Related party transactions (continued)

#### 27.2 Interest income

	2020	2019
	€	€
J&T Private Equity B.V.	<u>452.089</u>	<u>574.552</u>
	<u>452.089</u>	<u>574.552</u>

#### 27.3 Interest expense

	2020	2019
	€	€
J&T Private Equity B.V.	<u>261.369</u>	<u>856.410</u>
	<u>261.369</u>	<u>856.410</u>

#### 27.4 Loans to related parties (Note 18)

	2020	2019
	€	€
J&T Private Equity B.V.	<u>60.398.278</u>	<u>5.985</u>
	<u>60.398.278</u>	<u>5.985</u>

#### 27.5 Loans from related parties (Note 23)

	2020	2019
	€	€
J&T Private Equity B.V.	<u>-</u>	<u>40.251.966</u>
	<u>-</u>	<u>40.251.966</u>

#### 27.6 Shareholders' current accounts - debit balances (Note 19)

	2020	2019
	€	€
Shareholders' current accounts	<u>24.649.112</u>	<u>6.000.000</u>
	<u>24.649.112</u>	<u>6.000.000</u>

### 28. Contingent liabilities

The Company had no contingent liabilities as at 31 December 2020.

### 29. Commitments

The Company had no capital or other commitments as at 31 December 2020 except from the following.

On 20 November 2018, the Company ("Pledgor") concluded an Agreement on Pledge of Shareholding Interest with a third party ("Pledgee") according to which the Company has established a Pledge for the shares held in Red Stone Now s.r.o. in favour of the Pledgee to secure the receivable of the Pledgee under the Loan Agreement dated 11 November 2018 (initial amount CZK 50.000.000).

On 30 December 2020, the Company ("Seller") entered into a Call and Put Option Agreement with J&T Private Equity Group Limited ("JTPEG", "Purchaser") according to which, JTPEG shall have the right to purchase the shares that the Company has in its ownership, which consist of 6.024.022 ordinary shares of nominal value of €1,00 per piece, issued by Best Hotel Properties a.s.. The remuneration for the exercise of the Put Option or the Call Option shall be €10.060.116,74, which shall be payable within two months following the exercise date. The exercise date shall be the day of delivery of the Call Option or the Put Option Notice. The Call and Put Option Period starts from the date of the signing of this Agreement and ends on 30 December 2021.

# J&T SECURITIES MANAGEMENT PLC

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## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### 30. 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, except from the following.

On 26 January 2021, the Company ("Pledgor 2") entered into an Agreement on the establishment of a lien on shares with a third party ("Pledgee") and an individual ("Pledgor 1") for the proper fulfilment of the Secured Receivables of the Pledgee against the Debtor, Red Stone Now SK a.s., which result from the Loan Agreement signed between the Pledgee as the Creditor and the Debtor. The initial credit provided amounts to €2.000.000 and the total 99 shares held by the Company and the total 100 shares held by Pledgor 1 are pledged.

On 8 February 2021, the Company ("Depositor 2") entered into the Custody Agreement of paper securities with an individual ("Depositor 1") and J&T Mezzanine, a.s. ("Custodian"), according to which, the Custodian undertakes to take over from Depositor 1 mass stock no.1 replacing 100 pieces of shares issued by Red Stone Now SK a.s. and from the Company mass stock no.2 replacing 99 pieces of shares issued by the same party. The Retribution for the activity of this Contract is €1 per Depositor and it is paid immediately after the Contract is signed. The Retribution was settled on 7 April 2021.

On 1 March 2021, the Company ("Creditor") entered into a Loan Contract No.45/JSML/2021/JTPE with J&T Private Equity B.V. ("Debtor"), for the granting of a loan in the amount of CZK 461.700.000, which bears interest at the rate of 0,80% per annum and is repayable within 7 days after the Company has delivered to the Debtor a written request for payment.

On 8 March 2021, the interest payments relating to the fixed rate debentures issued on 6 March 2020, were made.

On 12 March 2021, the Company ("Buyer") entered into an Agreement on Purchase of Securities with a third party ("Seller") for the acquisition of 4.100.000 investment shares in J&T Investments, podfond J&T, for the purchase price of €4.166.010, which is payable 3 days after the signing of this Agreement. The purchase price was settled on 15 March 2021.

On 22 March 2021, the Company ("Buyer") entered into an Agreement on Purchase of Securities with a third party ("Seller") for the acquisition of 1.500.000 investment shares in J&T Investments, podfond J&T, for the purchase price of €1.524.900, which is payable 3 days after the signing of this Agreement. The purchase price was settled on 30 March 2021.

On 15 April 2021, the Company ("Seller") entered into an Agreement on Purchase of Securities with Stocklac Limited ("Purchaser") for the disposal of 800.000 pieces of shares in Tatry mountain resorts, a.s. with a total nominal value of €5.600.000, which represent a shareholding of 11,927484%, for a purchase price of €27.760.000, which is payable until 20 April 2020. The purchase price was settled on the agreed date.

On 16 April 2021, the interest payments relating to the fixed rate debentures JTSEC 6,25/18 were made.

On 20 April 2021, the Company ("Buyer") entered into a Securities Purchase Agreement with J&T Private Equity Group Limited ("Seller") for the acquisition of 40 pieces of shares in J&T Investment Pool - I - SKK, a.s. with a total nominal value of €1.327.760, for a purchase price of €6.281.891,20, which is payable within 30 working days after signing this Agreement. The purchase price was settled on 20 April 2021.

On 20 April 2021, the Company ("Buyer") entered into an Agreement on Purchase of Securities with J&T Private Equity Group Limited ("Seller") for the acquisition of 119 pieces of shares in J&T Investment Pool - I - CZK, a.s. with a nominal value of CZK 1.000.000 each, for a purchase price of €21.484.810,60 (equivalent to CZK 556.521.048,93), which is payable within 30 working days after signing this Agreement. The purchase price was settled on 20 April 2021.

## NOTES TO THE FINANCIAL STATEMENTS

Year ended 31 December 2020

### **30. Events after the reporting period (continued)**

With the recent and rapid development of the Coronavirus disease (COVID-19) outbreak, the world economy entered a period of unprecedented health care crisis that has already caused considerable global disruption in business activities and everyday life. Many countries have adopted extraordinary and economically costly containment measures. Certain countries have required companies to limit or even suspend normal business operations. Governments, including the Republic of Cyprus, have implemented restrictions on travelling as well as strict quarantine measures.

Industries such as tourism, hospitality and entertainment are expected to be directly disrupted significantly by these measures. Other industries such as manufacturing and financial services are expected to be indirectly affected and their results to also be negatively affected.

The financial effect of the current crisis on the global economy and overall business activities cannot be estimated with reasonable certainty at this stage, due to the pace at which the outbreak expands and the high level of uncertainties arising from the inability to reliably predict the outcome.

The event is considered as a non-adjusting event and is therefore not reflected in the recognition and measurement of the assets and liabilities in the financial statements as at 31 December 2020.

Management has considered the unique circumstances and the risk exposures of the Company and has concluded that they do not expect any substantial increase in its credit risk due to the measures being adopted in response to the COVID 19 pandemic. The event is not expected to have an immediate material impact on the business operations. Management will continue to monitor the situation closely and will assess the need for further adjustments in case the period of disruption becomes prolonged.

**Independent auditor's report on pages 5 to 8**

# J&T SECURITIES MANAGEMENT PLC

## DETAILED INCOME STATEMENT

Year ended 31 December 2020

	Page	2020 €	2019 €
<b>Revenue</b>			
Dividend income		2.845.442	813.822
Interest income		4.292.696	3.127.805
Loan interest income		2.655.849	800.524
Net gain on trading in financial instruments		3.533.444	-
Net fair value gains on financial assets at fair value through profit or loss		6.126.373	3.479.014
<b>Other operating income</b>			
Profit from purchase of bills of exchange		-	28.137
Profit from sale of receivables		-	5.432
Profit from share derivatives		3.771.881	-
Profit from sale of financial assets at fair value through other comprehensive income		1.210.923	177.060
Reversal of impairment - debt investments at fair value through other comprehensive income		609.911	267.415
Reversal of impairment - loans to related parties		22	56.306
Exchange profit		<u>21.596.799</u>	<u>6.940.101</u>
		<b>46.643.340</b>	15.695.616
<b>Operating expenses</b>			
Administration expenses	64	<u>(251.501)</u>	<u>(184.601)</u>
		<b>46.391.839</b>	15.511.015
<b>Other operating expenses</b>			
Broker commission and charges		(163.849)	(73.388)
Impairment charge - debt investments at fair value through other comprehensive income		-	(511.303)
Impairment charge - loans to related parties		(1.177.149)	(3.340)
Impairment charge - trade receivables		(350.888)	-
Loss from sale of financial assets at fair value through other comprehensive income		(1.155.066)	(104.110)
Loss from sales of financial assets at fair value through profit or loss		(194.077)	(19.023)
Fair value losses on financial assets at fair value through profit or loss		(11.542.068)	(825.840)
Impairment charge - investments in associates		<u>(252.422)</u>	<u>(1.165.811)</u>
<b>Operating profit</b>		<b>31.556.320</b>	12.808.200
Finance costs	65	<u>(30.682.958)</u>	<u>(10.589.230)</u>
<b>Net profit for the year before tax</b>		<u><b>873.362</b></u>	<u>2.218.970</u>

# J&T SECURITIES MANAGEMENT PLC

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## OTHER OPERATING EXPENSES

Year ended 31 December 2020

	2020	2019
	€	€
<b>Administration expenses</b>		
Municipality taxes	200	444
Annual levy	350	350
Courier expenses	985	845
Certification and legalisation expenses	10.806	4.617
Auditors' remuneration for the statutory audit of annual accounts	28.500	22.500
Auditors' remuneration - prior years	4.275	3.800
Accounting fees	14.790	14.790
Other professional fees	108.983	58.097
Translation fees	2.176	3.646
Directors' fees	952	476
Fines	-	12.000
Legal and professional	6.327	2.230
Administration and fees for bonds	73.157	60.806
	<b>251.501</b>	<b>184.601</b>

# J&T SECURITIES MANAGEMENT PLC

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## FINANCE EXPENSES

Year ended 31 December 2020

	2020	2019
	€	€
<b>Finance costs</b>		
<b>Interest expense</b>		
Loan interest	261.369	856.410
Bank overdraft interest	704.141	5.857
Loan interest on REPO agreements	700.340	185.102
Debenture interest	5.937.194	3.138.325
Interest on taxes	567	-
<b>Sundry finance expenses</b>		
Bank charges	15.100	15.012
<b>Net foreign exchange losses</b>		
Realised foreign exchange loss	13.855.617	2.987.546
Unrealised foreign exchange loss	9.208.630	3.400.978
	<u>30.682.958</u>	<u>10.589.230</u>

# J&T SECURITIES MANAGEMENT PLC

## COMPUTATION OF CORPORATION TAX

Year ended 31 December 2020

	Page	€	€
Net profit per income statement	63		873.362
<u>Add:</u>			
Broker commission and charges		163.849	
Loss from sale of financial assets at fair value through other comprehensive income		1.155.066	
Loss from sales of financial assets at fair value through profit or loss		194.077	
Fair value losses on financial assets at fair value through profit or loss		11.542.068	
Impairment charge - investments in associates		252.422	
Impairment charge - loans to related parties		1.177.149	
Impairment charge - trade receivables		350.888	
Realised foreign exchange loss		13.855.617	
Unrealised foreign exchange loss		9.208.630	
Annual levy		350	
Interest on taxes		567	
Non-allowable interest		3.869.094	
Deemed interest on loans receivable		<u>58.566</u>	
			<u>41.828.343</u>
			42.701.705
<u>Less:</u>			
Profit from share derivatives		3.771.881	
Profit from sale of financial assets at fair value through other comprehensive income		1.210.923	
Profit from sale of financial assets at fair value through profit or loss		3.533.444	
Fair value gains on financial assets at fair value through profit or loss		6.126.373	
Reversal of impairment - debt investments at fair value through other comprehensive income		609.911	
Reversal of impairment - loans to related parties		22	
Dividends received		2.845.442	
Realised foreign exchange profit		12.273.277	
Unrealised foreign exchange profit		<u>9.323.522</u>	
			<u>(39.694.795)</u>
<b>Chargeable income for the year</b>			<u><u>3.006.910</u></u>
<b><u>Calculation of corporation tax</u></b>	<b>Income</b>	<b>Rate</b>	<b>Total</b>
	€	%	€ c
<b>Tax at normal rates:</b>			
Chargeable income as above	<u>3.006.910</u>	12,50	375.863,75
Tax paid provisionally	<u>440.000</u>		<u>(55.000,00)</u>
			320.863,75
10% additional charge			<u>32.086,38</u>
<b>TAX PAYABLE</b>			<u><u>352.950,13</u></u>



