

CERDIOS SE

Half-Year Financial Report

1 January - 30 June 2024

Table of contents

Statement of Comprehensive Income	4
Balance Sheet	5
Statement of Changes in Equity	7
Statement of Cash Flow	8
Notes to the Half-Year Financial Report	9
1 General Information	9
2 Initial Application of IFRS Standards	10
3 Accounting Principles	12
3.1 Historical Cost Method.....	12
3.2 Revenue Recognition.....	12
3.3 Impairment of Assets.....	12
3.4 Cash and short-term deposits	13
3.5 Intangible assets.....	13
3.6 Trade payables.....	13
3.7 Provisions.....	13
3.8 Financial instruments.....	14
3.9 Equity.....	14
3.10 Changes in Accounting Standards	15
4 Notes to the Income Statement	16
4.1 Revenue.....	16
4.2 Other operating expenses.....	16
5 Notes to the Balance Sheet	17
5.1 Cash and cash equivalents.....	17
5.2 Financial assets and financial liabilities.....	17
5.3 Provisions.....	18
6 Related party disclosures	19

7	Events after the reporting period.....	19
----------	---	-----------

Statement of Comprehensive Income

from January 1 to June 30

<i>In EUR</i>	Notes	01.01 - 30.06.2024	01.01 - 30.06.2023
Revenue	4.1	100,000.00	-
Other operating income		9.08	-
Amortisation and impairment of intangible assets		-456.00	-456.00
Other operating expenses	4.2	-99,856.31	-14,205.80
Operating result		-303.23	-14,661.80
Financial result		-	-
Profit before taxes		-303.23	-14,661.80
Income taxes		-	-
Net result for the period / loss for the period		-303.23	-14,661.80
Items to be reclassified to profit or loss		-	-
Items not to be reclassified to profit or loss		-	-
Other comprehensive income		-	-
Total comprehensive income		-303.23	-14,661.80

<i>In EUR</i>	01.01 - 30.06.2024	01.01 - 30.06.2023
Undiluted loss per share	-0.00	-0.06
Diluted loss per share	-0.00	-0.06

Balance Sheet

as of June 30, 2024, December 31, 2023, and January 1, 2023

In EUR

Assets	Notes	30.06.2024	31.12.2023	01.01.2023
Non-current assets				
Intangible assets		913.00	1,369.00	2,281.00
Total non-current assets		913.00	1,369.00	2,281.00
Current assets				
Other assets		-	494.92	-
Other financial assets	5.2	8,498.73	3,242.69	852.04
Cash and cash equivalents	5.1	156,200.79	158,049.00	192,574.18
Total current assets		164,699.52	161,786.61	193,426.22
Total assets		165,612.52	163,155.61	195,707.22
Equity and liabilities				
Equity				
Subscribed capital	3.9	250,000.00	250,000.00	250,000.00
Retained earnings	3.9	-105,206.15	-104,902.92	-65,592.78
Total equity		144,793.85	145,097.08	184,407.22
Non-current liabilities				
Total non-current liabilities		-	-	-
Current liabilities				
Trade payables	5.2	366.85	6,512.87	-
Provisions	5.3	17,510.00	11,545.66	11,300.00
VAT Liabilities		2,941.82	-	-
Total current liabilities		20,818.67	18,058.53	11,300.00

Total liabilities	20,818.67	18,058.53	11,300.00
Total equity and liabilities	165,612.52	163,155.61	195,707.22

Statement of Changes in Equity

as of June 30, 2024, and June 30, 2023

<i>In EUR</i>	Subscribed Capital	Retained Earnings	Equity
Balance as of January 1, 2023	250,000.00	-65,592.78	184,407.22
Half-year loss	-	-14,661.80	-14,661.80
Balance as of June 30, 2023	250,000.00	-80,254.58	169,745.42

<i>In EUR</i>	Subscribed Capital	Retained Earnings	Equity
Balance as of January 1, 2024	250,000.00	-104,902.92	145,097.08
Half-year loss	-	-303.23	-303.23
Balance as of June 30, 2024	250,000.00	-105,206.15	144,793.85

Statement of Cash Flow

from January 1 to June 30

<i>In EUR</i>	Notes	01.01 - 30.06.2024	01.01 - 30.06.2023
Cash flow from operating activities			
Profit before tax		-303.23	-14,661.80
Adjustments to reconcile the result before taxes to net cash flows:			
Amortisation and impairment of intangible assets		456.00	456.00
Decrease / (increase) in other assets not attributable to investing or financing activities		-4,761.12	-6,929.02
Increase / (decrease) in other liabilities not attributable to investing or financing activities		-3,204.20	-
Increase / (decrease) in provisions		5,964.34	-3,580.77
Net cash flow from operating activities		-1,848.21	-24,715.59
Cash flows from investing activities			
Expenditure on intangible assets		-	-
Net cash flow from investing activities		-	-
Cash flow from financing activities			
Net cash flow from financing activities		-	-
Cash and cash equivalents at beginning of period		158,049.00	192,574.18
Cash and cash equivalents at end of period	5.1	156,200.79	167,858.59

Notes to the Half-Year Financial Report

1 General Information

CERDIOS SE, formerly registered in the commercial register of the District Court of Düsseldorf under the registration number HRB 97836, has moved its headquarters from Düsseldorf to Neugasse 17 in Vaduz, Principality of Liechtenstein. The new registration of CERDIOS SE in the commercial register of the District Court of Vaduz as a Societas Europaea was completed on June 10, 2024, under the registration number FL-0002.772.994-1.

The relocation of the registered office is carried out in accordance with the Council Regulation (EC) No. 2157/2001 of 8 October 2001 on the Statute for a European Company (SE) and the corresponding national implementing laws. With the registration of the relocation in the commercial register of the new location, the company's registered office is officially relocated. All legal relationships and liabilities of CERDIOS SE remain unaffected by the relocation of the registered office.

The purpose of the company is defined as follows: Within the scope of its general business strategy, the company may establish subsidiaries, branches, and operational sites both domestically and internationally, and may directly or indirectly participate in other companies, advise, manage, and coordinate them, as well as conduct their business. Furthermore, the purpose of the company includes the strategic management, control, and coordination of subsidiaries within the framework of a managing holding company and of third-party companies (especially by providing chargeable administrative, financial, commercial, and technical services) and their long-term value enhancement, as well as generally providing services in the field of business consulting. The company is authorised to spin off its business operations, in whole or in part, into affiliated companies of any legal form. The company may acquire or dispose of companies, consolidate them under unified management, and enter into corporate agreements with them. The company is entitled to all legal transactions and actions that appear suitable to directly or indirectly promote the company's purpose and general business strategy. The company may carry out the actions necessary or appropriate to achieve its purpose and business strategy itself or have them carried out by third parties. The execution of activities is at the discretion of the company and its representative bodies, and there are no content restrictions of any kind. Deviations from the general business strategy are permissible, provided they serve the purpose of promotion. Activities requiring permission are not carried out.

2 Initial Application of IFRS Standards

This interim financial statement represents the initial IFRS financial statement prepared in accordance with IFRS. Accordingly, IFRS 1 (First-time Adoption of International Financial Reporting Standards) was applied. The IFRS opening balance sheet was prepared as of January 1, 2023.

This initial IFRS interim financial statement covers the half-year ending on June 30, 2024, and the fiscal year ending on December 31, 2023.

The transition date determined according to IFRS 1 is January 1, 2023. The comparative figures for the preceding comparison periods for the IFRS interim financial statements as of June 30, 2024, were determined based on an IFRS opening balance sheet as of January 1, 2023. The IFRS interim financial statements take into account all IFRS standards adopted as of June 30, 2024, and mandatorily applicable in the European Union for all presented periods. In the course of the initial preparation of the IFRS interim financial statements, no standards and interpretations published by the IASB were voluntarily applied early before the mandatory date of first application.

The differences arising between the carrying amounts of assets and liabilities according to IFRS and the carrying amounts of assets and liabilities according to HGB as of January 1, 2023, will be recognised directly in equity (outside of the income statement) at the time of the transition to IFRS.

As permitted under IFRS 1, CERDIOS SE has availed itself of a number of exemptions. These relate to the accounting for lease liabilities and rights-of-use assets in accordance with IFRS 16 (see IFRS 1.18 in conjunction with IFRS 1.D9D) as well as revenue recognition in accordance with IFRS 15 (see IFRS 1.18 in conjunction with IFRS 1.D34f). For further details, see below.

Application of IFRS 16

CERDIOS SE measures the lease liability for all lease agreements at the transition time to IFRS at the present value of the remaining lease payments, discounted at the incremental borrowing rate. The right-of-use asset is measured at cost, which is determined from the present value of the lease payments not yet made. CERDIOS SE uses a single discount rate for a group of lease agreements with similar characteristics.

For lease agreements that end within twelve months of transitioning to IFRS, there is no recognition of right-of-use assets and lease liabilities. CERDIOS SE does not include initial direct costs in the valuation of a right-of-use asset at the time of transition to IFRS. To determine the lease term, CERDIOS SE considers information acquired subsequently regarding the extension and termination options included in the contracts.

Application of IFRS 15

A first-time adopter may apply the transition provisions of IFRS 15 paragraph C5 according to IFRS 1.D34. In this case, the date of first application is understood to be the beginning of the reporting period in which the company first applies the IFRS. If a first-time adopter decides to apply these transition provisions, they must also apply IFRS 15 paragraph C6.

According to IFRS 1.D35, a first-time adopter is not required to reassess contracts that were fulfilled before the earliest presented period. A fulfilled contract is one in which the company has transferred all goods and services that have been identified in accordance with the accounting principles applicable up to that time.

CERDIOS SE is making use of this exemption. In accordance with IFRS 1.D35, the company does not adjust contracts that were concluded before the earliest presented period.

Transition to IFRS

The transition to IFRS does not have any impact on the presentation of the financial position, financial performance, and cash flows - balance sheet and thus the equity - at the transition date of January 1, 2023, at the end of the interim comparison period on June 30, 2023, and at the end of the comparison period for the fiscal year on December 31, 2023. Furthermore, the transition to IFRS does not have any impact on the statement of comprehensive income and the cash flow statement for the interim comparison period on June 30, 2023, and at the end of the comparison period for the fiscal year on December 31, 2023. Therefore, no reconciliation statements are required.

3 Accounting Principles

The half-year financial report for the first half of 2024 has been prepared in accordance with IAS 34 "Interim Financial Reporting."

The interim report does not include all the information and disclosures required for a year-end financial statement and should therefore be read in conjunction with the statutory financial statements as of December 31, 2023.

The preparation of financial statements in accordance with IFRS requires the consideration of accounting estimates. The financial statements are presented in EURO (EUR).

The company has prepared the half-year financial report on the basis that it will continue to operate as a going concern. It is based on historical cost.

The various minor amendments to existing standards and interpretations during the reporting half-year have no significant impact on the company's results and financial position. The significant accounting policies are outlined below.

3.1 Historical Cost Method

The financial statements have been prepared on the basis of historical cost, except for certain financial assets and liabilities that are measured at fair value.

3.2 Revenue Recognition

Revenue is measured based on the consideration specified in a contract with a customer. The company recognises revenue when the customer obtains control of an asset.

3.3 Impairment of Assets

Assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may no longer be recoverable. An impairment loss is recognised for the amount by which the carrying amount of the asset exceeds its recoverable amount. The recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. If it is not possible to estimate the recoverable amount for an individual asset, the assets are grouped into CGU's. A cash-generating unit is the smallest identifiable group of assets that generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets. For non-financial assets other than

goodwill an assessment is made at each reporting date to determine whether there is an indication that previously recognised impairment losses no longer exist or have decreased.

3.4 Cash and short-term deposits

For the purpose of the statement of cash flow, cash and cash equivalents consist of cash and short-term deposits

3.5 Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. These assets have a finite useful life and following initial recognition, intangible assets are carried at cost less any accumulated amortisation and accumulated.

3.6 Trade payables

Liabilities are recognised initially at fair value (which generally corresponds to cost of acquisition) at the time of their incurrence and are subsequently measured at amortised cost. Foreign currency liabilities are valued at the spot rates on the balance sheet date.

The amounts represent outstanding liabilities for goods and services received by the company before the end of the financial year. The amounts are unsecured and are usually paid within 30 days of recognition. Trade payables are classified as current liabilities unless payment is not due within 12 months after the reporting period. They are initially recognised at fair value and subsequently measured at amortised cost using the effective interest method.

3.7 Provisions

Provisions are recognised when there is a present obligation to a third party as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If a provision cannot be recognised because one of these criteria is not met, the corresponding obligations are disclosed as contingent liabilities, provided that the likelihood of an outflow of resources is low. Provisions for obligations that are not expected to result in an outflow of resources in the following year are recognised at the present value of the expected outflow. The amount of the provision is reviewed at each balance sheet date. Provisions denominated in foreign currencies are converted at the exchange rate on the balance sheet

date. If existing provisions are not legally enforceable within the statutory limitation period or if the likelihood of an outflow of resources is low, they are reversed through profit or loss.

Provisions are measured at present value based on the management's best estimate of the expenditures required to settle the present obligation at the end of the reporting period. The increase in the provision due to the passage of time is recognised as an interest expense.

3.8 Financial instruments

CERDIOS SE classifies its financial instruments as follows:

Trade payables

Trade payables are recognised at fair value at the time of initial recognition. The carrying amounts of trade payables approximate to their fair values due to their short-term nature. Subsequently, trade payables are measured at amortised cost. Trade payables are unsecured and are generally settled within 30 to 60 days of receipt.

Other financial assets

CERDIOS SE recognises financial assets when it becomes a contractual party to a financial instrument. Financial assets are initially measured at fair value. Transaction costs do not arise for the financial assets of CERDIOS SE during the reporting period.

CERDIOS SE recognises an allowance for expected credit losses (ECLs) on financial assets measured at amortised cost. For other receivables, the company estimates allowances for doubtful accounts based on expected credit losses over the lifetime of the assets. Based on the company's assessment, the expected credit losses are not significant and have therefore not been recognised.

3.9 Equity

Subscribed capital

The subscribed capital amounts to 250,000 EUR and consists of 250,000 bearer shares with a nominal value of 1 EUR each. All shares are fully paid (December 31, 2023: 250,000 EUR bearer shares at 1 EUR each; January 1, 2023: 250,000 EUR bearer shares at 1 EUR each).

Retained earnings

Retained earnings include all retained profits from the current and prior periods, as well as accumulated losses.

3.10 Changes in Accounting Standards

The various minor amendments to existing standards and interpretations during the reporting year have no significant impact on the company's results and financial position. The company does not expect any impact from the various new and revised standards and interpretations that are mandatory for implementation from January 1, 2025 (or later) and that have not yet been applied.

4 Notes to the Income Statement

4.1 Revenue

The revenue amounting to 100,000 EUR results from a business development consulting contract (previous period: 0 EUR).

4.2 Other operating expenses

The other operating expenses are composed as follows:

<i>In EUR</i>	01.01 - 30.06.2024	01.01 - 30.06.2023
Legal and consulting fees	67,606.25	654.39
Financial statement and audit fees	14,627.15	9,310.50
Financial transaction costs	11,362.82	600.00
Expenses for licenses and concessions	2,810.71	633.08
Miscellaneous	2,096.23	1,719.12
Premises costs	1,353.15	1,288.71
Total other operating expenses	99,856.31	14,205.80

5 Notes to the Balance Sheet

5.1 Cash and cash equivalents

Cash and cash equivalents are composed as follows:

<i>In EUR</i>	30.06.2024	31.12.2023	01.01.2023
Bank deposits	156,200.79	158,049.00	192,574.18
Total cash and cash equivalents	156,200.79	158,049.00	192,574.18

Cash and cash equivalents include bank deposits, which are measured and classified at amortised cost.

5.2 Financial assets and financial liabilities

Financial assets measured at amortised cost:

<i>In EUR</i>	30.06.2024	31.12.2023	01.01.2023
Prepaid expenses	7,859.70	2,603.66	213.01
Security deposits	639.03	639.03	639.03
Total other financial assets	8,498.73	3,242.69	852.04
Thereof current:	8,498.73	3,242.69	852.04
Thereof non-current:	-	-	-

For financial assets measured at amortised cost, the market value corresponds to the carrying amount.

Financial liabilities measured at amortised cost:

<i>In EUR</i>	30.06.2024	31.12.2023	01.01.2023
Trade Payables	366.85	6,512.87	-
Total financial liabilities	366.85	6,512.87	-
Thereof current:	366.85	6,512.87	-
Thereof non-current:	-	-	-

5.3 Provisions

The provisions are composed as follows:

<i>In EUR</i>	30.06.2024	31.12.2023	01.01.2023
Provisions for financial statement and audit fees	14,420.00	11,545.66	11,300.00
Provisions for legal and consulting fees	3,090.00	-	-
Total provisions	17,510.00	11,545.66	11,300.00
Thereof current	17,510.00	11,545.66	11,300.00
Thereof non-current	-	-	-

6 Related party disclosures

A related party within the meaning of IAS 24 is a person or entity that is under significant influence of CERDIOS SE, has significant influence over CERDIOS SE, or that is under the influence of another related party of CERDIOS SE.

In June 2024, CERDIOS SE provided consulting services amounting to 100,000.00 EUR to Synthetica AD, a related party of CERDIOS SE. As of June 30, 2024, Synthetica AD directly held a 90% stake in CERDIOS SE. The consideration was fully settled by June 30, 2024, and there are no outstanding balances.

Related parties also include Milena Guentcheva, Milen Minchev, and Desislava Krasteva.

7 Events after the reporting period

There are no subsequent events after the balance sheet date.

Executive Director

Vaduz, 18th August 2024

/s/ Desislava Krasteva