

Primero Finance ÖU

Unaudited interim financial statements

prepared in accordance with IFRS, as adopted by the EU (Regulation (EC) No 1606/2002) and IAS34

Interim Financial Statements

Statement of Profit and Loss and Other Comprehensive Income

Continuing operations	Notes	01.01.2023 30.09.2023. EUR	01.01.2022 - 30.09.2022. EUR
Interest revenue	3	4 794 150	3 713 358
Interest expense	4	(1 865 463)	(504 233)
Net interest income		2 928 687	3 209 125
Fee and commission income related to finance lease activities	5	(40 574)	9 585
Impairment expense	6	(822 880)	(640 580)
Net gain/(loss) from de-recognition of financial assets measured at	7	17 159	117 107
amortized cost			
Expenses related to peer-to-peer platform services	8	(34 048)	(42 700)
Revenue from car sales	9		10 711
Expenses from car sales	9	-	(11 218)
Selling expense	10	(63 530)	(147 343)
Administrative expense	11	(1 041 859)	(989 659)
Other operating income	12	131 542	144 127
Other operating expense	13	(625 459)	(726 077)
Profit before tax		449 038	933 078
Profit from continuing operations		449 038	933 078

Statement of Financial Position

ASSETS

NON-CURRENT ASSETS	Notes	30.09.2023. EUR	31.12.2022. EUR
		LUK	LUK
Intangible assets			
Goodwill		451 894	451 894
Other intangible assets		1 256	2 116
Total intangible assets	14	453 150	454 010
Tangible assets			
Right-of-use assets		153 869	220 082
Property, plant and equipment		19 354	17 525
Leasehold improvements		747	923
Total tangible assets	15	173 970	238 530
Non-current financial assets			
Finance lease receivables	16	4 213 320	4 387 394
Loans and advances to customers	17	3 379 020	3 329 556
Loans to related parties	18, 23	26 335 191	25 592 591
Total non-current financial assets	10, 23	33 927 531	33 309 541
TOTAL NON-CURRENT ASSETS		34 554 651	34 002 081
CURRENT ASSETS			
Receivables and other current assets			
Finance lease receivables	16	1 909 270	2 000 292
Loans and advances to customers	17	1 548 428	1 333 728
Loans to related parties	18, 23	985 286	276 411
Prepaid expense		28 197	21 253
Trade receivables		9 100	4 227
Other receivables	19	54 192	56 712
Cash and cash equivalents	20	453 387	125 452
Total receivables and other current assets		4 987 860	3 818 075
TOTAL CURRENT ASSETS		4 987 860	3 818 075
TOTAL ASSETS		39 542 511	37 820 156

Statement of Financial Position

EQUITY AND LIABILITIES

EQUITY	Notes	30.09.2023. EUR	31.12.2022. EUR
Share capital	21	60 000	60 000
Retained earnings/(losses) brought forward		15 624 153 15 175 115	15 175 115 14 096 454
for the period		449 038	1 078 661
TOTAL EQUITY		15 684 153	15 235 115
LIABILITIES			
Non-current liabilities			
Borrowings Total non-current liabilities	22	17 726 236 17 726 236	20 904 416 20 904 416
Total non-carrene napinales		17 720 250	20 304 410
Current liabilities			
Borrowings	22	5 840 939	1 408 540
Trade payable		43 538 78 366	22 161 69 721
Taxes payable Other liabilities		60 921	68 147
Accrued liabilities		108 358	112 056
Total current liabilities		6 132 122	1 680 625
TOTAL LIABILITIES		23 858 358	22 585 041
TOTAL EQUITY AND LIABILITIES		39 542 511	37 820 156

Consolidated Statement of Changes in Equity

	Fo Share capital EUR	reign currency translation reserve EUR	Retained earnings/ (Accumulated loss) EUR	Reserve the EUR	Total equity attributable to Equity holders of Parent Company EUR	Non controlling interest EUR	Total EUR
Balance at 01.01.2022	60 000	-	14 096 454	-	14 156 454	-	14 156 454
Profit for the period	-	-	933 078	-	933 078	-	933 078
Reserve	-	-	-	-	-		-
Dividends distribution	-	-	-	-	-	-	-
Balance at 30.09.2022.	60 000	-	15 029 532	-	15 089 532	-	15 089 532
Balance at 01.01.2023.	60 000	-	15 175 115	-	15 235 115		15 235 115
Profit for the reporting year	-	-	449 038	-	449 038	-	449 038
Share capital increase/(decrease)		-		-	-	-	-
Reserve Dividends distribution			- -		-	- -	-
Balance at 30.09.2023.	60 000	-	15 624 153	-	15 684 153	-	15 684 153

Statement of Cash Flows

Cash flows to/from operating activities	01.01.2023 30.09.2023.	01.01.2022 - 30.09.2022.
Profit before tax	EUR 449 038	EUR 933 078
Adjustments for:	449 030	933 076
Amortization and depreciation	65 710	39 661
Interest expense	1 865 463	504 233
Interest income	(4 794 150)	(3 713 358)
Loss on disposal of property, plant and equipment	11 892	785
Impairment expense	805 721	523 473
Operating profit before working capital changes	(1 596 326)	(1 712 128)
Increase in finance lease receivables, loans and advances to customers	(814 086)	
and other current assets	(814 086)	(1 114 895)
Increase in accrued liabilities	(3.608)	(69 733)
	(3 698) 22 796	
Increase/(decrease) in trade payable, taxes payable and other liabilities		45 807
Cash generated to/from operations	(2 391 314)	(2 850 949)
Interest received	4 085 274	3 593 059
Interest paid	(1 421 445)	(479 612)
Net cash flows to/from operating activities	272 515	262 498
Cash flows to/from investing activities		
Purchase of property, plant and equipment and intangible assets	(12 182)	(30 360)
Loan repayments received	6 891 401	2 095 000
Loans issued	(7 634 000)	(4 287 000)
Net cash flows to/from investing activities	(754 781)	(2 222 360)
Cash flows to/from financing activities		
Proceeds from borrowings	12 889 656	8 227 398
Repayments for borrowings	(12 074 344)	(6 123 656)
Payments made for loan acquisition costs	(5 111)	(6 201)
Net cash flows to/from financing activities	810 201	2 097 541
Effect of exchange rates on cash and cash equivalents		
Change in cash	327 935	137 679
Cash at the beginning of the year	125 452	151 874
Cash at the end of the year	453 387	289 553

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Notes to the Financial Statements

1. Corporate information

Primero Finance OÜ (hereinafter "the Company") is an Estonian company incorporated on January 8, 2013 as a limited liability company, subject to general company law.

2. Summary of significant accounting policies

Basis of preparation

The interim 9 months report of the Company is, to the best of the Directors' knowledge, prepared in accordance with the applicable set of accounting standards and gives a true and fair view of the assets, liabilities, financial position and profit or loss of the Company.

These interim financial statements for the period ended 30.09.2023. are prepared in accordance with IFRS, as adopted by EU (Regulation (EC) No 1606/2002) and IAS34. The Company's annual financial statements and its financial result are affected by accounting policies, assumptions, estimates and management judgement, which necessarily have to be made in

the course of preparation of the financial statements.

The Company makes estimates and assumptions that affect the reported amounts of assets and liabilities within the current and next financial period. All estimates and assumptions required in conformity with IFRS are best estimates undertaken in accordance with the applicable standard. Estimates and judgements are evaluated on a continuous basis, and are based on past experience and other factors, including expectations with regard to future events. Accounting policies and management's judgements for certain items are especially critical for the Company's results and financial situation due to their materiality. Future events occur which cause the assumptions used in arriving at the estimates to change. The effect of any changes in estimates will be recorded in the financial statements, when determinable.

The financial statements are prepared on a historical cost basis as modified by the recognition of financial instruments measured at fair value, except for inventory which is accounted in net realizable value and contingent consideration that has been measured at fair value

Intercompany transactions, balances and unrealized gains on transactions between group companies are eliminated. Unrealized losses are also eliminated.

The Company's presentation currency is moldavian leu (MDL). The financial statements cover the period from 1 January 2023 till 30 September 2023. Accounting policies and methods are consistent with those applied in the previous years.

3. Interest revenue

		01.01.2023 30.09.2023.	01.01.2022 - 30.09.2022.
		EUR	EUR
Interest income from finance lease receivables		2 469 957	2 684 709
Interest income from loans and advances to customers		79 837	124 921
Interest income from intercompany loans		2 243 702	903 705
Other interest income		654	23
	TOTAL:	4 794 150	3 713 358

4. Interest expense

		01.01.2023 30.09.2023.	01.01.2022 - 30.09.2022.
		EUR	EUR
Interest expenses for loans from P2P platform investors		326 619	405 304
Interest expenses for bank liabilities and related parties		1 533 583	97 046
Interest expenses for lease liabilities		5 261	1 883
	TOTAL:	1 865 463	504 233

5. Fee and commission income related to finance lease activities

Revenue from contracts with customers recognized point in time:	01.01.2023 30.09.2023.	01.01.2022 - 30.09.2022.
Revenue nom contracts with customers recognized point in time.	EUR	EUR
Income from penalties received	18 895	18 091
Income from commissions	2 730	27 075
TOTAL:	21 625	45 166

Revenue from contracts with customers recognized point in time where the Group acted	01.01.2023 30.09.2023.	01.01.2022 - 30.09.2022.
as an agent:	EUR	EUR
Gross income from debt collection activities	17 975	17 102
Gross expenses from debt collection activities	(80 174)	(52 683)
TOTAL:	(62 199)	(35 581)
Total fees and commissions income:	(40 574)	9 585

6. Impairment expense

	01.01.2023 30.09.2023.	01.01.2022 - 30.09.2022.
	EUR	EUR
Change in impairment	822 880	640 580
TOTAL:	822 880	640 580

7. Net gain/(loss) from de-recognition of financial assets measured at amortized cost

	01.01.2023 30.09.2023.	01.01.2022 - 30.09.2022.
	EUR	EUR
Financial lease		
Income arising from cession of financial lease receivables to non related parties	61 936	203 935
TOTAL:	61 936	203 935
Loans and advances to customers		
Loss arising from cession of loans and advances to customers receivables to non related parties	(44 777)	(86 828)
TOTAL:	(44 777)	(86 828)

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8. Expenses related to peer-to-peer platform services

	01.01.2023 30.09.2023.	01.01.2022 - 30.09.2022.
	EUR	EUR
Service fee for using P2P platform	34 048	42 700
TOTAL:	34 048	42 700

9. Revenue from car sales

Revenue from contracts with customers recognized point in time:	01.01.2023 30.09.2023.	01.01.2022 - 30.09.2022.
Nevenue from contracts with customers recognized point in time.	EUR	EUR
Income from sale of vehicles	-	10 711
TOTAL:	-	10 711

Expenses from contracts with customers recognized point in time:	01.01.2023 30.09.2023. EUR	01.01.2022 - 30.09.2022. EUR
Expenses from sale of vehicles	-	11 218
TOTAL:	-	11 218
Total Net revenue from contracts with customers recognized point in time	-	(507)

10. Selling expense

		01.01.2023 30.09.2023.	01.01.2022 - 30.09.2022.
		EUR	EUR
Online marketing expenses		45 605	67 616
TV advertising		5 013	35 880
Other marketing expenses		12 912	43 386
Total marketing expenses		63 530	146 882
Other selling expenses		-	461
	TOTAL:	63 530	147 343

11. Administrative expense

		01.01.2023 30.09.2023.	01.01.2022 - 30.09.2022.
		EUR	EUR
Employees' salaries		692 821	663 885
Amortization and depreciation		65 711	39 661
Credit database expenses		63 915	69 012
IT services		59 962	50 370
Professional services		33 377	53 768
Office and branches' maintenance expenses		29 197	38 735
Other personnel expenses		26 932	7 250
Transportation expenses		16 664	5 134
Business trip expenses		12 857	10 408
Communication expenses		12 358	9 487
Bank commissions		5 746	8 701
Low value equipment expenses		3 764	4 746
Employee recruitment expenses		2 219	2 717
Insurance expenses		853	1 012
Other administration expenses		15 483	24 773
	TOTAL:	1 041 859	989 659

12. Other operating income			
		01.01.2023 30.09.2023.	01.01.2022 - 30.09.2022.
		EUR	EUR
Other operating income		131 542	144 127
	TOTAL:	131 542	144 127

13. Other operating expense

15. Other operating expense			
		01.01.2023 30.09.2023.	01.01.2022 - 30.09.2022.
		EUR	EUR
Management services		449 751	599 453
Non-deductible VAT from management services		89 950	119 890
Provision expenses for possible withholding tax liabilities		79 419	-
Other operating expenses		6 339	6 734
	TOTAL:	625 459	726 077

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14. Intangible assets

	Internally generated intangible assets	Other intangible assets	TOTAL
Cost	21 005	11 319	32 324
Accumulated amortization	(21 005)	(8 057)	(29 062)
As at 1 January 2022	-	3 262	3 262
2022			
Additions			_
Disposals (cost)		(3 314)	(3 314)
Amortization charge		(1 146)	(1 146)
Disposals (amortization)		3 314	3 314
Cost	21 005	8 005	29 010
Accumulated amortization	(21 005)	(5 889)	(26 894)
As at 31 December 2022	-	2 116	2 116
Cost	21 005	8 006	29 011
Cost Accumulated amortization	(21 005)	(5 890)	(26 895)
Acat 1 January 2023	(21 003)	2 116	2 116
As at 1 January 2025		2 110	2 110
9 months 2023			
Additions		-	_
Disposals (cost)		-	-
Amortization charge		(860)	(860)
Disposals (amortization)		-	` -
Cost	21 005	8 006	29 011
Accumulated amortization	(21 005)	(6 750)	(27 755)
As at 30 September 2023	-	1 256	1 256

15. Property, plant and equipment and Right-of-use assets

	Right-of-use premises	Right-of-use motor vehicles	Total Right-of-use assets	Rental fleet	Other property, plant and equipment	TOTAL
Cost	104 970	27 840	132 809		78 400	211 209
Accumulated depreciation	(49 321)	(6 116)	(55 437)		(61 406)	(116 843)
As at 1 January 2022	55 648	21 723	77 372	-	16 994	94 366
2022						
Additions	228 848		228 848		13 113	241 961
Disposals (cost)	(93 749)		(93 749)		(14 546)	(108 295)
Depreciation charge	****		-		, ,	-
Disposals (depreciation)	(57 038)		(57 038)		(9 120)	(66 157)
Impairment	64 648		64 648		12 008	76 656
			0			
Cost	240 070	27 840	267 909	-	76 967	344 876
Accumulated depreciation	(41 711)	(6 116)	(47 827)	-	(58 519)	(106 346)
As at 31 December 2021	198 359	21 723	220 082	-	18 448	238 530
Cost	240 070	27 840	267 909		76 967	344 876
Accumulated depreciation	(36 165)	(11 663)	(47 827)	-	(58 519)	(106 346)
As at 1 January 2023	203 905	16 177	220 082	-	18 448	238 530
		-				
9 months 2023						
Additions	3 554	=	3 554	-	8 628	12 182
Disposals (cost)	(16 884)	-	(16 884)	-	(21 595)	(38 479)
Depreciation charge	(54 350)	(4 160)	(58 510)	_	(6 340)	(64 850)
Disposals (depreciation)	5 627	(+ 100)	5 627	_	20 960	26 587
Impairment	-	-	-	-	-	
Cost	226 740	27 840	254 579	-	64 000	318 579
Accumulated depreciation	(84 888)	(15 823)	(100 710)	-	(43 899)	(144 609)
As at 30 September 2023	141 852	12 017	153 869	-	20 101	173 970

16. Finance Lease Receivables

	Non-Current 30.09.2023.	Current 30.09.2023.	Non-Current 31.12.2022.	Current 31.12.2022.
Finance lease receivables, net	EUR	EUR	EUR	EUR
Finance lease receivables	4 728 145	1 999 531	4 708 261	1 996 691
Accrued interest and handling fee	-	127 459	-	139 673
Fees paid and received upon lease disbursement	(118 444)	(50 090)	(104 540)	(44 334)
Impairment allowance	(396 381)	(167 630)	(216 327)	(91 738)
	4 213 320	1 909 270	4 387 394	2 000 292

17. Loans and advances to customers

	Non-Current 30.09.2023.	Current 30.09.2023.	Non-Current 31.12.2022.	Current 31.12.2022.
Loans and advances to customers, net	EUR	EUR	EUR	EUR
Loans and advances to customers	3 926 889	1 624 178	3 562 240	1 297 826
Accrued interest	-	150 851	-	120 674
Fees paid and received upon loan disbursement	38 321	15 850	41 895	15 264
Impairment allowance	(586 190)	(242 451)	(274 579)	(100 036)
	3 379 020	1 548 428	3 329 556	1 333 728

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18. Loans to related parties

Non current	Interest rate		30.09.2023.	31.12.2022.
Loans to related parties	per annum (%)	Maturity	EUR	EUR
Loans to related parties			26 335 191	25 592 591
·	TOTAL:		26 335 191	25 592 591

Current	30.09.2023.	31.12.2022.
Loans to related parties	EUR	EUR
Accrued interest	985 286	276 411
TOTAL:	985 286	276 411

19. Other receivables

	30.09.2023.	31.12.2022.
	EUR	EUR
Receivables from P2P platform for attracted funding	13 475	27 276
Other debtors	40 717	29 436
TOTAL:	54 192	56 712

All receivables are expected to be paid within the following year, except Security deposits for office lease wich will be returned at the end of lease term.

20. Cash and cash equivalents

	30.09.2023.	31.12.2022.
	EUR	EUR
Cash at bank	448 062	121 990
Cash on hand	5 325	3 462
TOTAL:	453 387	125 452

The Company has not created an ECL allowances for cash and cash equivalents on the basis that placements with banks are of short term nature and the lifetime of these assets under IFRS 9 is so short that the low probability of default would result in immaterial ECL amounts (2022: EUR 0).

21. Share capital

Share capital of the Company is in amounts of EUR 60 000. The movements on the Share capital caption during the year are as follows:

The movements on the Share capital capital during the year are as follows.				
Opening balance as at 1 January 2022	EUR 60 000	Number of class A Shares 60 000	Number of class B Shares	Total number of Shares 60 000
Subscriptions	-	-	-	_
Redemptions	-	-	-	-
Closing balance as at 31 December 2022	60 000	60 000	-	60 000
Onesian belongs as at 1 January 2022	60 000	60 000		60 000
Opening balance as at 1 January 2023	60 000	60 000	-	60 000
Subscriptions	-	-	-	-
Redemptions	-	-	-	-
Closing balance as at 30 September 2023	60 000	60 000	-	60 000

22. Borrowings

V	n-c	ırro	nt	

Loans from related parties	Interest rate per annum (%)	Maturity	30.09.2023. FUR	31.12.2022. EUR
Loan from related parties Eleving Group AS	10.5%-15%	21.11.2027	15 054 191	17 286 191
		TOTAL:	15 054 191	17 286 191
		·		
	Interact rate		20.00.2022	21 12 2022

Other borrowings	Interest rate per annum (%)	Maturity	30.09.2023. EUR	31.12.2022. EUR
Lease liabilities for rent of premises		up to 5 years	125 769	133 618
Lease liabilities for rent of vehicles		up to 3 years	10 228	10 228
Financing received from P2P investors	6.5%-14.5%	21.09.2029	2 558 002	3 500 252
Loan acquisition costs			(21 954)	(25 873)
•		TOTAL:	2 672 045	3 618 225
	TOTAL NON CURRENT	DODDOWINGS	17 726 236	20 904 416

Current

Other borrowings	Interest rate	30.09.2023.	31.12.2022.
Other borrowings	per annum (%)	EUR	EUR
Financing received from P2P investors	6.5%-14.5%	771 318	1 289 285
Short term loans from banks	8%+EURIBOR	2 941 734	-
Lease liabilities for rent of premises		18 652	71 187
Short term loans from related parties	10.5%-15%	1 630 000	-
Lease liabilities for rent of vehicles	0	1 293	5 115
Accrued interest for financing received from P2P investor	rs	18 900	27 395
Accrued interest for loans from related parties		459 042	15 558
	TOTAL:	5 840 939	1 408 540

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23. Related party disclosures

The income and expense items with related parties for 2023 were as follows:

Related party	Shareholder controlled companies	Other related parties
	EUR	EUR
Interest income	2 243 702	-
Interest expenses	(1 392 765)	-
Management services received from related parties	(449 751)	-

The income and expense items with related parties for Jan - Sept 2022 were as follows:

Related party	Shareholder controlled companies	Other related parties
	EUR	EUR
Interest income	903 705	29 994
Management services received from related parties	(599 452)	-

The receivables and liabilities with related parties as at 30.09.2023. and 31.12.2022. were as follows:

	30.09.2023. EUR	31.12.2022. EUR
Amounts owed by related parties		
Loans to related parties	27 320 477	25 869 002
Trade receivables	9 100	4 227
Amounts owed to related parties		
Payables to related parties	17 143 233	17 301 748

Movement in amounts owed by related parties	Amounts owed by related parties
Amounts owed by related parties as of 01.01.2022	25 869 002
Receivables covered in period	4 227
Amounts owed by related parties as of 31.12.2022.	25 873 229
Amounts owed by related parties as of 01.01.2023.	25 873 229
Receivables covered in period	1 456 348
Amounts owed by related parties as of 30.09.2023.	27 329 577

Movement in amounts owed to related parties	Amounts owed to related parties
Amounts owed to related parties as of 01.01.2022 Loans received in period	17 286 191
Interest calculated in period	15 558
Management services received in period	783 294
Management services paid in period	(783 294)
Amounts owed to related parties as of 31.12.2022.	17 301 748
	17.001.710
Amounts owed to related parties as of 01.01.2023.	17 301 748
Loans received in period	4 759 000
Loans repaid/settled in period	(5 361 000)
Interest calculated in period	1 392 765
Interest repaid/settled in period	(949 280)
Management services received in period	442 194
Management services paid in period	(442 194)
Amounts owed to related parties as of 30.09.2023.	17 143 233

24. Events after balance sheet date

- 1) In December the Company ("New Lender") signed a Novation agreement with Eleving Group S.A. ("Lender") and Eleving Stella AS ("Borrower").
 2) In December the Company signed a Loan agreement with Eleving Stella AS.
 3) In December the Company started a merger process with Rentiplus OÜ.

As of the last day of the reporting period until the date of signing these interim financial statements there have been no other events requiring adjustment of or disclosure in the financial statements or Notes thereto.