



**IRF European Finance Investments Ltd
Financial Statements**

**for the year ended
31 December 2018**

**In accordance with the International
Financial Reporting Standards**

The accompanying consolidated financial statements of IRF European Finance Investments Ltd (the "Company" or "IRF") and its subsidiaries (together the "Group"), for the year ended 31 December 2018 were approved by the Company's Board of Directors on 28 February 2020.

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BOARD OF DIRECTORS

Name	Position
Angeliki Frangou	Chairman, Non – Executive Director
Sheldon Goldman	Deputy Chairman, Non – Executive Director
Alexander Meraclis	Secretary of the Company and Non – Executive Director

MANAGEMENT REPORT FOR THE YEAR ENDED 31 December 2018

Financial highlights

Income statement items (amounts in € '000)

	31 December 2018	31 December 2017	%
Interest and similar income	0	2,803	(100%)
Interest and similar charges	(10,464)	(11,777)	(11%)
Impairment losses on loan and receivables	0	(663)	100%
Unrealized gain from valuation of financial assets at fair value through Profit & Loss	500	2,771	(82%)
Realized gain/ (loss) from derivative financial instruments	0	(232)	(100%)
(Loss) / Profit after tax	(6,916)	(8,439)	18%
Valuation loss in other comprehensive income	(611)	(303)	102%
Basic earnings per share (in euro/share)	(0.05)	(0.06)	18%

Balance sheet items

	31 December 2018	31 December 2017	%
Cash and cash equivalents	107	289	(63%)
Trading portfolio	(27,651)	31,334	(12%)
Investment portfolio	388	1,433	(73%)
Total assets	28,177	34,137	(17%)
Loans	153,791	151,305	2%
Total liabilities	155,202	152,630	2%
Total Equity	(127,024)	(118,493)	(7%)

Ratios

Current assets / current liabilities	0.18	0.21	(15%)
Total assets / total liabilities	0.18	0.22	(17%)
Net loss after tax / total assets	(0.25)	(0.25)	(2%)

2014 - 2018 Review

Market Conditions

Investment strategy and objectives

Historically, the Company's primary investment was in Marfin Investment Group Holdings ("MIG"), an investment company with significant investments in defensive sectors, such as food and dairy, healthcare, telecoms and tourism. The Company sought to reinvest capital gains and income from its investments with the aim of achieving capital growth.

Key risk factors

The Company is exposed to various risks as set forth herein and described in more detail in the notes to the financial statements. A significant risk to the Company is liquidity, and management is taking all available action to have sufficient liquidity to satisfy operating costs (including interest on its loan) and to remain a going concern.

Performance and position of the Company

A series of events caused the fortunes of IRF's investments in Greece to deteriorate. Continued austerity requirements, accompanied by political and business uncertainty – including capital controls and banking holiday – combined to create an extraordinarily difficult commercial environment, causing substantial deterioration in the value of the Company's investments. Consequently, the underlying businesses in MIG declined significantly and the business operations of MIG deteriorated in 2018. As you can see from the below, MIG's EBITDA, on a consolidated basis, improved by over 34.40% in 2018 over 2017. EBITDA for business operations reduced by 3.78% in 2018 over 2017.

<i>(in € millions)</i>	2018	2017	2018 - 2017 Growth
EBITDA business operations ⁽¹⁾	109,6	113.9	(3.78)%
<i>% margin</i>	<i>11.0%</i>	<i>12.9%</i>	
EBITDA Consolidated ⁽²⁾	121.1	90.1	34.40%
<i>% margin</i>	<i>12.2%</i>	<i>10.2%</i>	
Net result after tax and minorities	47.0	(74.8)	1.63% improvement

1 - Group reported EBITDA excluding holding companies and non-recurring items

2 - Reported Consolidated Earnings Before Interest, Taxes, Depreciation and Amortization

MIG – Piraeus Bank

In May 2014 MIG (IRF's primary investment) and Piraeus Bank Group (IRF's primary lender) announced a "strategic relationship" under which Piraeus Bank agreed to purchase bonds of a certain Convertible Bond Loan (CBL) issue, with a maturity date in July 2019. Piraeus Bank agreed to invest approximately €250 million and convert bonds worth at least €90 million into common registered shares of the Company. In September 2014, Piraeus Bank converted these bonds and became a shareholder with a 17.78% stake in Company. As a result, IRF's interest in MIG was diluted to 14.72%.

In 2014, IRF and Piraeus Bank were in discussion regarding restructuring its €170 million secured debt facility. This loan was originally granted by Piraeus Bank's predecessor and was secured, in part, by IRF's shares in MIG. This conversation culminated into what IRF believed was a final agreement in October 2014, pending execution of formal amendments to the existing loan documentation.

However, in January 2015 Piraeus Bank unilaterally acted to acquire 100.4 million MIG shares (the "MIG shares") owned by IRF and pledged as collateral security for the €170 million secured debt facility. Piraeus alleged an acquisition price of the MIG shares of €0.2815 per share, totalling €28 million, well below Piraeus Bank's internal estimates of MIG's value as well as MIG's then latest available published NAV of €0.98 per share.

IRF reserved its rights and in January 2015, filed for injunctive relief. Although in January 2015, the court initially prohibited Piraeus Bank from transferring the MIG shares, subsequently, in April 2015 the court rejected IRF's application for a permanent injunction.

Following the April judgement, IRF filed suit against Piraeus Bank, before the Athens Multi-Member Court of First Instance. The suit requested the annulment of the unilateral acquisition of the MIG shares by Piraeus Bank. IRF continued good faith negotiations towards an amicable settlement with Piraeus Bank and engaged afresh in amicable discussions to resolve the dispute. This led to a series of meetings among IRF and Piraeus Bank officials during the months of April and June 2016. These conversations led IRF to believe, yet again, that a settlement had been reached at the end of June 2016.

Piraeus Bank's Unilateral Action – Seizing 26 Million and 6,1 Million MIG Shares

Despite lengthy discussions culminating the belief that a settlement had been agreed in principle, Piraeus Bank unilaterally, and without notice, acted on 7 July 2016 to foreclose on 26 million MIG shares owned by IRF, which IRF had pledged as collateral security for the €170 million secured debt facility. In so doing, Piraeus alleged an acquisition price of the MIG shares of €0.118769 per share, totalling €3,087,994; Piraeus Bank only advised IRF of this development on 13 July 2016.

During the year 2018 Piraeus Banks unilaterally acted to acquire 6.1 million MIG shares (the "MIG shares") owned by IRF and pledged as collateral security for the €170 million secured debt facility. Piraeus alleged an average acquisition price of the MIG shares of €0.072958 per share, totalling € 449,843.34.

The unilateral acquisition of a total of 132.5 million MIG shares increased Piraeus Bank's position in MIG to what is now believed to be 32.7% and leaving IRF with an interest of position of about 0.58%. This enabled Piraeus Bank to effectively acquire control of MIG and its Board of Directors.

In light of these developments, IRF filed a suit against Piraeus Bank on 10 August 2016 before the Athens Multi-Member Court of First Instance requesting the annulment of each of the two unilateral acquisitions of the MIG shares by Piraeus Bank. Once a hearing date was secured, good faith negotiations recommenced, with a view to resolving the matter as it became evident that the true value of the MIG shares (including the advantages such shares afforded Piraeus Bank) were considerably greater than the original value ascribed suggested by Piraeus Bank.

IRF filed a final suit against Piraeus Bank on 14 October 2016 requesting that the court (1) annul Piraeus Bank's MIG share acquisition, (2) determine the fair value of the MIG shares and (3) if deemed appropriate by the court, set off the fair value of the MIG shares against amounts due under IRF's facility. Piraeus Bank filed a counter action against IRF requesting the total of the outstanding indebtedness arising out of the financial agreement dated 20 July 2010 for the amount of €178,138,214.67.

2018 Loan Repayment

In 2018, Piraeus Banks unilaterally acted to acquire 6.1 million MIG shares (the "MIG shares") owned by IRF and pledged as collateral security for the €170 million secured debt facility. Piraeus alleged an average acquisition price of the MIG shares of €0.072958 per share, totalling € 449,843.34. The €449 thousand proceeds were used to repay the outstanding loan due to Piraeus Bank.

In 2018, Piraeus Banks unilaterally acted to acquire 157 thousand Hygeia shares (the "Hygeia shares") owned by IRF and pledged as collateral security for the €170 million secured debt facility. Piraeus alleged an average acquisition price of the Hygeia shares of €0.0872776 per share, totalling € 136,249.35. The €136 thousand proceeds were used to repay the outstanding loan due to Piraeus Bank.

We estimate the current balance of such loan, after these repayments, to be €148.8 million.

2019 Court Decision & ensuing developments

The Multi-Member Court of Athens, by their judgment nr. 95/2018 rejected IRF's action and accepted Piraeus Bank's counter claim. On 12 June 2018, IRF filed an appeal against Piraeus Bank and the first-instance judgment (on grounds also concerning the rejection of the action and the acceptance of the cross-action), which has been scheduled for hearing before the Athens Court of Appeals – 14th Three-Member Section of Contractual Disputes on 23 May 2019, which was cancelled due to Greek parliamentary elections and its was rescheduled for 2 April 2020.

IRF has reserved its rights against Piraeus Bank in full, but remains committed to reaching an overall solution and is thus continuing without prejudice discussions with Piraeus Bank in parallel.

CORPORATE GOVERNANCE

There is no corporate governance regime applicable to the Company in Bermuda. In addition, companies listed on the SFM are not required to comply with the Combined Code. Nevertheless, the Directors recognize the importance of sound corporate governance and intend to continue to develop policies and procedures which, taking into account the size and nature of the Company, will create an effective corporate governance regime.

STATEMENT OF DIRECTORS RESPONSIBILITIES IN RESPECT OF THE ANNUAL ACCOUNTS

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations. Company law requires the directors to prepare financial statements for each financial year. Under that law and in accordance with appropriate regulations of the listing authority, the directors have elected to prepare financial statements in accordance with International Financial Reporting Standards as adopted by the European Union.

The financial statements are required by law to give a true and fair view of the state of affairs of the Group and of the profit or loss of the Group for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and estimates that are reasonable and prudent;
- state whether applicable International Financial Reporting Standards as adopted by the European Union have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on a going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors, to the best of their knowledge, state that:

- the financial statements, prepared in accordance with International Financial Reporting Standards as adopted by the European Union, give a true and fair view of the assets, liabilities, financial position and loss of the Group; and
- the management report includes a fair review of the development and performance of the business and the position of the Company and the undertakings included in the consolidation taken as a whole, together with a description of the principal risks and uncertainties that they face.

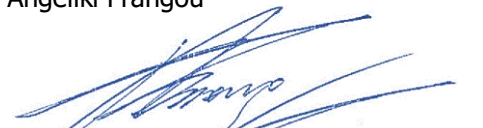
The directors are responsible for keeping proper accounting records that disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 1981 of Bermuda. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

In so far as the directors are aware:

- there is no relevant audit information of which the Company's auditors are unaware; and
- the directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information.

Legislation in Bermuda governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Angeliki Frangou



Chairman, Non – Executive Director

INDEPENDENT AUDITORS' REPORT

To the Shareholders of "IRF European Finance Investments Ltd"

Report on the Consolidated Financial Statements

Disclaimer of Opinion

We were appointed as auditors of the accompanying consolidated financial statements of IRF European Finance Investments Ltd (the "Company") and its subsidiaries, which comprise the consolidated statement of financial position as at December 31st, 2018, consolidated statements of comprehensive income, changes in equity and cash flows for the year then ended and a summary of significant accounting policies and other explanatory information.

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on the accompanying consolidated financial statement of IRF European Finance Investments Ltd and its subsidiaries (which, with the Company form the "Group").

Basis for Disclaimer of Opinion

The consolidated Financial Statements have been prepared under the assumption that the company and its operating subsidiaries will be able to continue as a going concern. As discussed in note 6.5.1 to the consolidated financial statements, the Company's ability to continue as a going concern is dependent on negotiating a comprehensive financing plan with the Company's banks and other stakeholders. Due to the fact that these negotiations have not been concluded at the date of our audit report, we have not been able to obtain sufficient appropriate evidence to provide a basis for the Group going concern.

Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with International Financial Reporting Standards that have been adopted by the European Union and for such internal control as management determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing the Company's and the Group'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 management's intention is to proceed with liquidating the Company and the Group or discontinuing their operations or unless the management has no other realistic option but to proceed with those actions.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing incorporated into the Greek Legislation. However, because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

We are independent of the Company and its consolidated subsidiaries under the entire conduct of our audit in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) together with the ethical requirements incorporated into the Greek Legislation and those relevant to the audit of separate and consolidated financial statements and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code.

Report on Other Legal and Regulatory Requirements

1. Rendering Non-audit Services

We have not rendered to the Company and its subsidiaries prohibited non-audit services referred to in Article 5, Regulation (EU) No 537/2014.

2. Auditor's Appointment

We were first appointed as the Company's Chartered Accountants following as of 20/12/2006 Decision of the Annual General Meeting of the Shareholders. Since then, our appointment has been constantly renewed for a total period of 13 years in compliance with the Decisions of the Annual General Meetings of the Company Shareholders.

Athens, 28 February 2020

The Chartered Accountant



Pelagia Kaza
I.C.P.A. Reg.: No. 62591



Chartered Accountants Management Consultants
56, Zefirou str., 175 64 Palaio Faliro, Greece
Registry Number SOEL 127

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

<i>Amounts presented in € '000</i>	Note	01/01/- 31/12/2018	01/01/- 31/12/2017
Income			
Interest and similar income	7	0	2,803
Exchange differences	11	1,218	0
Realized gain from disposal of financial assets at fair value through Profit & Loss	9	53	0
Realised gain from disposal of Debt securities	8	0	3,783
Unrealized gain from valuation of financial assets at fair value through Profit & Loss	9	500	2,771
Income from reversal of unrealized provisions		7,741	0
Total operating income		9,512	9,358
Expenses			
Interest and similar charges	7	(10,464)	(11,777)
Fee and commission expense	10	(105)	(7)
Exchange differences	11	0	(3,459)
Realised loss from disposal of Other Financial Assets	14	(2)	0
Realised loss from of financial assets at fair value through Profit & Loss	9	(5,213)	(36)
Realised loss from derivative financial instruments	8	0	(232)
Impairment losses on loan and receivables	15	0	(663)
Other operating expenses	12	(642)	(1,623)
Total operating expenses		(16,427)	(17,797)
Profit/(loss) for the year from continuing operations		(6,916)	(8,439)
Less: Income tax		-	-
Loss after tax		(6,916)	(8,439)
Attributable to:			
Owners Of the Parent Company		(6,916)	(8,439)
Non Controlling Interest		-	-
Other comprehensive income			
Items that will be reclassified subsequently to profits or loss			
Current year gains (losses)	14	(611)	(303)
Exchange Differences on translating foreign operations		(4)	2
Other comprehensive income for the period net of tax		(615)	(301)
Total comprehensive income for the period net of tax		(7,531)	(8,740)
Attributable to:			
Owners Of the Parent Company		(7,531)	(8,740)
Earnings per share attributable to parent company's shareholders (€/share)			
- Basic and diluted	23	(0.0504)	(0.0615)

The accompanying notes constitute an integral part of the financial statements.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

Amounts presented in € '000

	Note	31/12/2018	31/12/2017
ASSETS			
Non-current assets			
Other Financial Assets	14	388	1,433
Total non-current assets		388	1,433
Current Assets			
Loans and receivables	15	0	1,001
Financial assets at fair value through Profit & Loss	16	27,651	31,334
Other assets	17	32	80
Cash and cash equivalents	18	107	289
Total current assets		27,790	32,704
TOTAL ASSETS		28,177	34,137
EQUITY AND LIABILITIES			
Equity			
Share Capital	21	162	162
Share Premium	21	378,927	378,927
Revaluation Reserve	14	0	611
Other reserves	22	229	233
Retained Earnings / (losses)		(506,342)	(498,426)
Total equity attributable to shareholders' of the Parent Company		(127,024)	(118,493)
Non-Controlling Interest		-	-
TOTAL EQUITY		(127,024)	(118,493)
Liabilities			
Current liabilities			
Short term loans	19	153,791	151,305
Other liabilities	20	1,411	1,325
Total current liabilities		155,202	152,630
TOTAL LIABILITIES		155,202	152,630
TOTAL LIABILITIES & EQUITY		28,177	34,137

The accompanying notes constitute an integral part of the financial statements

IRF European Finance Investments Ltd

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

		Attributable to the shareholders of the Parent Company						Non-Controlling Interest	Total Equity
Note	Share Capital	Share Premium	Revaluation Reserve	Other Reserves	Retained Earnings / (losses)	Total			
Consolidated Statement of Changes in Equity									
<i>Amounts presented in € '000</i>									
	162	378,927	611	233	(498,426)	(118,493)	-	(118,493)	
2.5					(1,001)	(1,001)		(1,001)	
	162	378,927	611	233	(499,426)	(119,493)	-	(119,493)	
	-	-	-	-	-	-	-	-	
	-	-	-	-	(6,916)	(6,916)	-	(6,916)	
	-	-	(611)	-	-	(611)	-	(611)	
14	-	-	-	(4)	-	(4)	-	(4)	
	-	-	(611)	(4)	(6,916)	(7,531)	-	(7,531)	
	162	378,927	-	229	(506,342)	(127,024)	-	(127,024)	
		Attributable to the shareholders of the Parent Company						Non-Controlling Interest	Total Equity
	Share Capital	Share Premium	Revaluation Reserve	Other Reserves	Retained Earnings / (losses)	Total			
Consolidated Statement of Changes in Equity									
<i>Amounts presented in € '000</i>									
	162	378,927	914	232	(489,987)	(109,752)	-	(109,752)	
	-	-	-	-	-	-	-	-	
	-	-	-	-	(8,439)	(8,439)	-	(8,439)	
	-	-	(303)	-	-	(303)		(303)	
14	-	-	-	2	-	2		2	
	-	-	611	2	(8,439)	(8,740)	-	(8,740)	
	162	378,927	611	233	(498,426)	(118,493)	-	(118,493)	

The accompanying notes constitute an integral part of the financial statements.

IRF European Finance Investments Ltd

CONSOLIDATED STATEMENT OF CASH FLOWS

Amounts presented in € '000

	Note	31/12/2018	31/12/2017
Cash flows from operating activities			
(Loss)/Profit before tax of continuing operations		(6,916)	(8,439)
<i>Adjustments for:</i>			
Impairment losses on financial assets	15	-	663
(Profit) /loss from revaluation of financial assets at fair value through Profit & Loss		4,068	(2,735)
(Profit) /loss from derivative financial instruments	8	-	232
(Profit)/loss from sale of Other financial assets		(16)	-
Interest and other non-cash expenses		11,106	10,456
Income from reversal of unrealized provisions		(7,741)	
Foreign exchange differences		(1,222)	3,460
Cash flows from operating activities before changes in working capital		6,195	3,638
Changes in working capital:			
Net (increase)/decrease in other assets		1,505	(85)
Net increase/(decrease) in other liabilities		(381)	(146)
Cash flows from operating activities before payment of income tax		404	3,407
Interest and similar expenses paid		0	(16,579)
Tax paid		-	-
Net cash flows from operating activities		404	(13,172)
Cash flows from investing activities			
Proceeds from Financial assets at fair value through Profit & Loss		-	547
Proceeds for Debt securities	8	-	50,000
Interest received		-	2,030
Net cash flow from investing activities		-	52,577
Cash flows from financing activities			
Repayments of borrowings		(586)	(39,724)
Net cash flow from financing activities		(586)	(39,724)
Net increase/(decrease) in cash and cash equivalents		(182)	(319)
Cash and cash equivalents at the beginning of the period		289	608
Cash and cash equivalents at the end of the financial year		107	289

The accompanying notes constitute an integral part of the financial statements.

NOTES TO THE FINANCIAL STATEMENTS

1. GENERAL INFORMATION

Country of incorporation

IRF European Financial Investments Ltd ("IRF") was incorporated on 8 September 2005 under the Bermuda Companies Act 1981. The Company was initially listed on AIM on 14 November 2005 and on 19 January 2009 transferred to the Specialist Fund Market (the "SFM"), a regulated market operated by the London Stock Exchange plc. The Company's registered office is at Canon's Court 22 Victoria Street, Hamilton HM12, Bermuda.

Principal Activities

IRF was formed as an investing company to serve as a vehicle for the acquisition of controlling or non-controlling positions in both public and private entities.

IRF holds approximately 0.58% of the issued shares in Marfin Investment Group ('MIG') which, as at December 31, 2018, along with the related claim against Piraeus Bank, is a significant investment in the Company's portfolio. The company, also holds, 26.649 shares of SG Aurora Fund Ltd value of 29.4 million € as at December 31, 2018.

2. BASIS OF FINANCIAL STATEMENT PREPARATION

2.1 Statement of Compliance

The financial statements of the Group for the year ended December 31, 2018 have been prepared according to the International Financial Reporting standards (IFRS), which were published by the International Accounting Standards Board (IASB) and in compliance with their interpretations, which have been published by the International Financial Reporting Interpretations Committee (IFRIC) and have been adopted by the European Union.

The Group has adopted all International Accounting Standards, IFRS and their interpretations which apply to the Group's activities.

2.2 Basis of Measurement

The financial statements have been prepared on the historical cost basis except for the following items which are measured at fair value:

- Financial assets and liabilities at fair value through Profit & Loss (including derivatives),
- Other Financial assets

The financial statements have been prepared under the Going concern assumption. Relative information is provided in note 6.5.1 below.

2.3 Functional and Presentation Currency

The current financial statements are presented in Euro, which is the functional currency of the parent company. The functional currency is the currency of the primary economic environment in which an entity operates and is normally the one in which it primarily generates and expends cash. Management used its judgment to determine the functional currency that most faithfully represents the economic effects of the underlying transactions, events and conditions.

All amounts are presented in thousand Euros unless mentioned otherwise. Due to rounding, percentages and numbers presented throughout the consolidated financial statements may not match the counterparts in the financial statements.

2.4 Use of Estimates

The preparation of the financial statements in accordance with IFRS requires management to make estimates, judgements and assumptions that affect the application of accounting policies and the reporting amounts of assets, liabilities, income and expenses.

Assumptions and estimates are reviewed on an ongoing basis and are revised based on experience and other factors. Revisions of accounting estimates are recognised in the period in which estimates are revised and in any future periods affected. Assumptions and estimates include expectations on future events and outcomes that are considered as reasonable given the current conditions. Actual results may differ from these estimates.

IRF European Finance Investments Ltd

Significant areas of estimation uncertainty and items that are significantly affected by judgements in applying accounting policies are presented in note 4.

2.5 New Standards, Interpretations, Revisions and Amendments to existing Standards that are effective and have been adopted by the European Union

The following new Standards, Interpretations and amendments of IFRSs have been issued by the International Accounting Standards Board (IASB), are adopted by the European Union, and their application is mandatory from or after 01/01/2018.

• IFRS 9 "Financial Instruments" (effective for annual periods starting on or after 01/01/2018)

In July 2014, the IASB issued the final version of IFRS 9. The package of improvements introduced by the final version of the Standard, includes a logical model for classification and measurement, a single, forward-looking "expected loss" impairment model and a substantially-reformed approach to hedge accounting. The new Standard has been implemented in the Financial Statements.

Effect of application of IFRS 9 "Financial Instruments"

Classification and Measurement

IFRS 9 eliminates the previous categories of IAS 39 for financial assets: held to maturity, loans and receivables and available for sale. The accounting for the Group's financial liabilities remain largely the same as under IAS 39. The Group has applied the new Standard IFRS 9 "Financial Instruments" from 01/01/2018 without reviewing comparative information from previous years, recognizing the cumulative effect of initial application in Equity's opening balance at the date of initial application. Therefore, the adjustments resulting from the application of the new Standard do not appear in the Statement of Financial Position as at December 31, 2017, but were recognized in the Statement of Financial Position as at January 1, 2018.

The impact from the adoption of IFRS 9 on the Group's consolidated Financial Statements at the date of the initial application is presented in the table below:

(Amounts in 000 €)

Segment from Statement of Financial Position	31/12/2017	IRF GROUP	
		IFRS 9	01/01/2018
Financial Assets Available for Sale	1,433	(1,433)	0
Other Financial Assets	0	1,433	1,433
Financial assets at fair value through Profit & Loss	31,334	0	31,334
Loans and receivables	1,001	(1,001)	0
Retained Earnings / (losses)	(498,426)	(1,001)	(499,427)

Financial assets (equity investments) that the Group had classified as available for sale under IAS 39 are now classified as other financial assets and measured at fair value through the statement of other comprehensive income. Changes in the equity valuation are included in items that will not be classified in the income statement in the future. IFRS 9 allows entities the irrevocable choice to measure an equity investment that is not held for trading at fair value through other comprehensive income.

Financial assets at fair value through profit or loss include equity instruments that the Group has not irrevocably chosen to classify in the statement of comprehensive income upon initial recognition or transfer. This category also includes securities whose cash flows do not meet the SPPI criterion or the Group does not own them in the context of a business model for the purpose of collecting contractual cash flows or collecting contractual cash flows and selling them. The profit or loss on financial assets at fair value through income is recognized in the income statement.

Impairment

The adoption of IFRS 9 led to a change in the accounting treatment of impairment losses for financial assets as it replaced the treatment of IAS 39 for recognizing realized losses by recognizing the expected credit losses.

Conventional assets and receivables from customers: The Group applies the simplified approach of IFRS 9 for the calculation of expected credit losses, according to which the provision for impairment is always measured in an amount equal to the expected credit losses over the lifetime for customer receivables and contractual assets. To determine the expected credit losses in relation to customer receivables, the Group uses a credit loss projection table based on the historical data of the Group for credit losses, adjusted for future factors in relation to the debtors and the financial environment. In particular, to determine the expected credit losses in respect of

contractual assets, account shall be taken of the estimated rate of early termination of contracts, the amount of the clauses in the case of early termination and the relative rate of collectability. The provision for impairment for the Group and the Company increased by € 1,001,000 as at 01/01/2018, due to the impairment recognized on the loan receivable of the initial amount of USD \$ 10.5 million. Such amount has been recorded as an adjustment to "Retained Earnings". It is noted that in June 2010, the loan was extended for USD \$ 10.5 million but subsequently was not repaid in accordance with its terms. The parties entered into a standstill agreement and have negotiated a settlement of the loan based on the value of underlying asset which is not committed by the Company under the loan agreement. IRF recognized impairment losses, based on the amount expected to recover.

Hedging accounting

At the date of the initial application, the Group has no hedging relationships and as such, the adoption of the hedge accounting requirements of the new standard had no significant impact on the Group's financial statements.

• IFRS 15 "Revenue from Contracts with Customers" (effective for annual periods starting on or after 01/01/2018)

In May 2014, the IASB issued a new Standard, IFRS 15. The Standard fully converges with the requirements for the recognition of revenue in both IFRS and US GAAP. The key principles on which the Standard is based are consistent with much of current practice. The new Standard is expected to improve financial reporting by providing a more robust framework for addressing issues as they arise, increasing comparability across industries and capital markets, providing enhanced disclosures and clarifying accounting for contract costs. The new Standard will supersede IAS 11 "Construction Contracts", IAS 18 "Revenue" and several revenue related Interpretations. The new Standard does not affect the consolidated Financial Statements.

• Clarification to IFRS 15 "Revenue from Contracts with Customers" (effective for annual periods starting on or after 01/01/2018)

In April 2016, the IASB published clarifications to IFRS 15. The amendments to IFRS 15 do not change the underlying principles of the Standard, but clarify how those principles should be applied. The amendments clarify how to identify a performance obligation in a contract, how to determine whether a company is a principal or an agent and how to determine whether the revenue from granting a license should be recognized at a point in time or over time. The amendments do not affect the consolidated Financial Statements.

• Amendment to IFRS 2: "Classification and Measurement of Share-based Payment Transactions" (effective for annual periods starting on or after 01/01/2018)

In June 2016, the IASB published narrow scope amendment to IFRS 2. The objective of this amendment is to clarify how to account for certain types of share-based payment transactions. More specifically, the amendments provide requirements on the accounting for the effects of vesting and non-vesting conditions on the measurement of cash-settled share-based payments, for share-based payment transactions with a net settlement feature for withholding tax obligation, as well as, a modification to the terms and conditions of a share-based payment that changes the classification of the transaction from cash-settled to equity-settled. The amendments do not affect the consolidated Financial Statements.

• Amendments to IFRS 4: "Applying IFRS 9 Financial Instruments with IFRS 4 Insurance Contracts" (effective for annual periods starting on or after 01/01/2018)

In September 2016, the IASB published amendments to IFRS 4. The objective of the amendments is to address the temporary accounting consequences of the different effective dates of IFRS 9 Financial Instruments and the forthcoming insurance contracts Standard. The amendments to existing requirements of IFRS 4 permit entities whose predominant activities are connected with insurance to defer the application of IFRS 9 until 2021 (the "temporary exemption") and also permit all issuers of insurance contracts to recognize in other comprehensive income, rather than profit or loss, the volatility that could arise when IFRS 9 is applied before the new insurance contracts Standard is issued (the "overlay approach"). The amendments do not affect the consolidated Financial Statements.

• Annual Improvements to IFRSs – 2014-2016 Cycle (effective for annual periods starting on or after 01/01/2018)

In December 2016, the IASB issued Annual Improvements to IFRSs – 2014-2016 Cycle, a collection of amendments to IFRSs, in response to several issues addressed during the 2014-2016 cycle. The issues included

in this cycle and are effective for annual periods starting on or after 01/01/2018 are the following: **IFRS 1:** Deletion of short-term exemptions for first-time adopters, **IAS 28:** Measuring an associate or joint venture at fair value. The amendments do not affect the consolidated Financial Statements.

- **Amendments to IAS 40: “Transfers of Investment Property” (effective for annual periods starting on or after 01/01/2018)**

In December 2016, the IASB published narrow-scope amendments to IAS 40. The objective of the amendments is to reinforce the principle for transfers into, or out of, investment property in IAS 40, to specify that (a) a transfer into, or out of investment property should be made only when there has been a change in use of the property, and (b) such a change in use would involve the assessment of whether the property qualifies as an investment property. That change in use should be supported by evidence. The amendments do not affect the consolidated Financial Statements.

- **IFRIC 22 “Foreign Currency Transactions and Advance Consideration” (effective for annual periods starting on or after 01/01/2018)**

In December 2016, the IASB issued a new Interpretation, IFRIC 22. IFRIC 22 provides requirements about which exchange rate to use in reporting foreign currency transactions (such as revenue transactions) when payment is made or received in advance. The new Interpretation does not affect the consolidated Financial Statements.

2.6 New Standards, Interpretations, Revisions and Amendments to existing Standards that have not been applied yet or have not been adopted by the European Union

The following new Standards, Interpretations and amendments of IFRSs have been issued by the International Accounting Standards Board (IASB), but their application has not started yet or they have not been adopted by the European Union.

- **IFRS 16 “Leases” (effective for annual periods starting on or after 01/01/2019)**

In January 2016, the IASB issued a new Standard, IFRS 16. The objective of the project was to develop a new Leases Standard that sets out the principles that both parties to a contract, i.e. the customer (‘lessee’) and the supplier (‘lessor’), apply to provide relevant information about leases in a manner that faithfully represents those transactions. To meet this objective, a lessee is required to recognise assets and liabilities arising from a lease. The Group will examine the impact of the above on its Financial Statements, though it is not expected to have any significant impact. The above have been adopted by the European Union with effective date of 01/01/2019.

- **Amendments to IFRS 9: “Prepayment Features with Negative Compensation” (effective for annual periods starting on or after 01/01/2019)**

In October 2017, the IASB published narrow-scope amendments to IFRS 9. Under the existing requirements of IFRS 9, an entity would have measured a financial asset with negative compensation at fair value through profit or loss as the “negative compensation” feature would have been viewed as introducing potential cash flows that were not solely payments of principal and interest. Under the amendments, companies are allowed to measure particular prepayable financial assets with so-called negative compensation at amortised cost or at fair value through other comprehensive income if a specified condition is met. The Group will examine the impact of the above on its Financial Statements, though it is not expected to have any. The above have been adopted by the European Union with effective date of 01/01/2019.

- **IFRIC 23 “Uncertainty over Income Tax Treatments” (effective for annual periods starting on or after 01/01/2019)**

In June 2017, the IASB issued a new Interpretation, IFRIC 23. IAS 12 “Income Taxes” specifies how to account for current and deferred tax, but not how to reflect the effects of uncertainty. IFRIC 23 provides requirements that add to the requirements in IAS 12 by specifying how to reflect the effects of uncertainty in accounting for income taxes. The Group will examine the impact of the above on its Financial Statements, though it is not expected to have any. The above have been adopted by the European Union with effective date of 01/01/2019.

- **Amendments to IAS 28: “Long-term Interests in Associates and Joint Ventures” (effective for annual periods starting on or after 01/01/2019)**

In October 2017, the IASB published narrow-scope amendments to IAS 28. The objective of the amendments is to clarify that companies account for long-term interests in an associate or joint venture – to which the equity

method is not applied – using IFRS 9. The Group will examine the impact of the above on its Financial Statements, though it is not expected to have any. The above have not been adopted by the European Union.

- **Annual Improvements to IFRSs – 2015-2017 Cycle (effective for annual periods starting on or after 01/01/2019)**

In December 2017, the IASB issued Annual Improvements to IFRSs – 2015-2017 Cycle, a collection of amendments to IFRSs, in response to several issues addressed during the 2015-2017 cycle. The issues included in this cycle are the following: **IFRS 3 - IFRS 11**: Previously held interest in a joint operation, **IAS 12**: Income tax consequences of payments on financial instruments classified as equity, **IAS 23**: Borrowing costs eligible for capitalization. The amendments are effective for annual periods beginning on or after 1 January 2019. The Group will examine the impact of the above on its Financial Statements, though it is not expected to have any. The above have not been adopted by the European Union.

- **Amendments to IAS 19: “Plan Amendment, Curtailment or Settlement” (effective for annual periods starting on or after 01/01/2019)**

In February 2018, the IASB published narrow-scope amendments to IAS 19, under which an entity is required to use updated assumptions to determine current service cost and net interest for the remainder of the reporting period after an amendment, curtailment or settlement to a plan. The objective of the amendments is to enhance the understanding of the financial statements and provide useful information to the users. The Group will examine the impact of the above on its Financial Statements, though it is not expected to have any. The above have not been adopted by the European Union.

- **Revision of the Conceptual Framework for Financial Reporting (effective for annual periods starting on or after 01/01/2020)**

In March 2018, the IASB issued the revised Conceptual Framework for Financial Reporting (Conceptual Framework), the objective of which was to incorporate some important issues that were not covered, as well as update and clarify some guidance that was unclear or out of date. The revised Conceptual Framework includes a new chapter on measurement, which analyzes the concept on measurement, including factors to be considered when selecting a measurement basis, concepts on presentation and disclosure, and guidance on derecognition of assets and liabilities from financial statements. In addition, the revised Conceptual Framework includes improved definitions of an asset and a liability, guidance supporting these definitions, update of recognition criteria for assets and liabilities, as well as clarifications in important areas, such as the roles of stewardship, prudence and measurement uncertainty in financial reporting. The Group will examine the impact of the above on its Financial Statements, though it is not expected to have any. The above have not been adopted by the European Union.

- **Amendments to References to the Conceptual Framework in IFRS Standards (effective for annual periods starting on or after 01/01/2020)**

In March 2018, the IASB issued Amendments to References to the Conceptual Framework, following its revision. Some Standards include explicit references to previous versions of the Conceptual Framework. The objective of these amendments is to update those references so that they refer to the revised Conceptual Framework and to support transition to the revised Conceptual Framework. The Group will examine the impact of the above on its Financial Statements, though it is not expected to have any. The above have not been adopted by the European Union.

- **Amendments to IFRS 3: “Definition of a Business” (effective for annual periods starting on or after 01/01/2020)**

In October 2018, the IASB issued narrow-scope amendments to IFRS 3 to improve the definition of a business. The amendments will help companies determine whether an acquisition made is of a business or a group of assets. The amended definition emphasizes that the output of a business is to provide goods and services to customers, whereas the previous definition focused on returns in the form of dividends, lower costs or other economic benefits to investors and others. In addition to amending the wording of the definition, the Board has provided supplementary guidance. The Group will examine the impact of the above on its Financial Statements, though it is not expected to have any. The above have not been adopted by the European Union.

- **Amendments to IAS 1 and IAS 8: “Definition of Material” (effective for annual periods starting on or after 01/01/2020)**

In October 2018, the IASB issued amendments to its definition of material to make it easier for companies to make materiality judgements. The definition of material helps companies decide whether information should be included in their financial statements. The updated definition amends IAS 1 and IAS 8. The amendments clarify the definition of material and how it should be applied by including in the definition guidance that until now has featured elsewhere in IFRS Standards. The Group will examine the impact of the above on its Financial Statements, though it is not expected to have any. The above have not been adopted by the European Union.

• IFRS 17 "Insurance Contracts" (effective for annual periods starting on or after 01/01/2021)

In May 2017, the IASB issued a new Standard, IFRS 17, which replaces an interim Standard, IFRS 4. The aim of the project was to provide a single principle-based standard to account for all types of insurance contracts, including reinsurance contracts that an insurer holds. A single principle-based standard would enhance comparability of financial reporting among entities, jurisdictions and capital markets. IFRS 17 sets out the requirements that an entity should apply in reporting information about insurance contracts it issues and reinsurance contracts it holds. The Group will examine the impact of the above on its Financial Statements, though it is not expected to have any. The above have not been adopted by the European Union.

3. SUMMARY OF IMPORTANT ACCOUNTING POLICIES

3.1 Consolidation

Subsidiaries: Subsidiaries are entities controlled by the Company. Control exists when the Company has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities. Control is presumed to exist if the Company has ownership, directly or indirectly, over more than half of the voting rights. The Group has developed several criteria in order to determine whether it has the "de facto" control over the entity, including the actual representation of the Company on the Board of Directors and the management of the subsidiary and the fact that there is no realistic possibility that all the other shareholders of the subsidiary will be organised and take control over the entity.

Subsidiaries are fully consolidated using the purchase method from the date on which control commences until the date that control ceases. The acquisition cost of a subsidiary is measured at the fair value of the assets given, the shares issued and the liabilities undertaken on the date of the exchange. Identifiable assets acquired, liabilities and contingent liabilities assumed in a business combination are measured at their fair values on the acquisition date. The excess between the cost of acquisition and the fair value of the net assets acquired is recorded as goodwill. If the cost of acquisition is less than the fair value of the net assets of the subsidiary acquired, the difference is recognized directly in profit or loss.

Intra-group transactions, balances and unrealized gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of impairment of the asset transferred. All Group subsidiaries follow the same accounting policies as those adopted by the Group.

Associates: Associates are entities over which the Group has significant influence but not control. Significant influence is presumed to exist if the Group holds between 20% and 50% of the voting rights of another company, unless such influence can be clearly demonstrated. The existence of significant influence is usually evidenced in one or more of the following ways:

- (a) representation on the board of directors or equivalent governing body of the investee;
- (b) participation in policy-making processes, including participation in decisions about dividends or other distributions;
- (c) material transactions between the entity and its investee;
- (d) interchange of managerial personnel; or
- (e) provision of essential technical information.

Investments in associates are initially recognised at acquisition cost and subsequently are accounted under the equity method. At each financial statement date, the investments carrying amount is increased by the Group's proportion of the associate's changes in equity and decreases by the amount of dividends received from the associate.

The Group's share in the associate's profits or losses, after the acquisition date, is recognised in profit or loss whereas the Group's share of other comprehensive income is recognised directly in other comprehensive income.

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In instances when the Group's participation in the associate's losses is equal or exceeds its cost of participation, inclusive of any doubtful debts, the Group does not account for any further losses, except if it has incurred liabilities or has made payments on behalf of the associate as well as those arising in the context of the shareholding.

3.2 Operating segments

Information disclosed is basically information that the management uses for internal reporting so as to assess the productivity of segments, as well as the manner in which resources are allocated. Such reporting might differ from information used during the preparation of the statement of financial position and the statement of comprehensive income.

The directors determined that IRF's continuing business, as an investment company, would be managed by the directors as a whole and no segmental information would be reported. Therefore, IRF does not present segmental financial information. The operating results of IRF for the periods ending December 31, 2018 and December 31, 2017 derive from the following geographical areas:

	01.01.-31.12.2018			01.01.-31.12.2017		
	Europe	USA	Total	Europe	USA	Total
<i>Amounts presented in € '000</i>						
Interest and similar income	0	-	0	2,803	-	2,803
Gain/(loss) from valuation/disposal of financial assets at fair value through Profit & Loss	53	-	53	-	-	-
Realized loss from derivative financial instruments	0	-	0	(232)	-	(232)
Realized loss from disposal of financial assets at fair value through Profit & Loss	(5,213)	-	(5,213)	-	-	-
Unrealized gain from valuation of financial assets at fair value through Profit & Loss	500	-	500	2,771	-	2,771
Interest and similar charges	(10,464)	-	(10,464)	(11,777)	-	(11,777)
Realised gain from disposal of Debt Securities	0	-	0	3,783	-	3,783
Impairment losses on loan and receivables	0	-	0	(663)	-	(663)
Realised loss from disposal of Other Financial Assets	(2)	-	(2)	(36)	-	(36)
Operating expenses and commissions	(642)	(105)	(747)	(1,622)	(8)	(1,630)
Income from reversal of unrealized provisions	7,741	-	7,741	-	-	-
Exchange differences	1,218	-	1,218	(3,459)	-	(3,459)
Net operating results	(6,811)	(105)	(6,916)	(8,431)	(8)	(8,439)
Other Financial Assets Reserve Movement/Impairment	(611)	-	(611)	(303)	-	(303)
Total	(7,421)	(105)	(7,527)	(8,734)	(8)	(8,742)

3.3 Foreign Currency

(a) Foreign Operations

The assets and liabilities of foreign operations, including goodwill and fair value adjustments due to business combinations, are translated into Euro at exchange rates applicable on the financial statement date. The income and expenses are translated into Euro at the exchange rate on the dates of transactions or, if it is a reasonable approximation, based on the average exchange rates during the reporting period. Any differences arising from the translation of the assets, liabilities, income and expenses are recognized in other comprehensive income into "Other reserves".

(b) Foreign Currency Transactions

Foreign currency transactions are translated into the respective functional currency of the Group entities at the exchange rates on the dates of transactions. Monetary asset and liability denominated in foreign currencies at the reporting date are retranslated into the functional currency at the exchange rate on that date. The non-monetary assets denominated in foreign currencies that are measured at fair value are retranslated to the functional currency at the exchange rate on the date that the fair value was determined. Foreign currency differences arising on the execution of foreign currency transactions and on the retranslation of monetary assets and liabilities are recognized in profit or loss.

3.4 Interest income and expense

Interest income and expense are recognised on an accrual basis in profit or loss for all interest bearing assets and liabilities, based on the effective interest method. Interest income and expense include the amortization of any discount or premium, transaction costs or other differences between the initial cost of an interest bearing financial asset and the amount to be received or paid at maturity using the effective interest rate method.

The effective interest rate is the rate that exactly discounts any estimated future payment or receipt through the expected life of a financial instrument (or until the next date of interest reset), to the carrying amount of the financial instrument, including any fees or transaction costs incurred.

3.5 Fee and commission income

Fees and commissions are generally recognised on an accrual basis when the relevant services have been provided. Commission and fees arising from negotiating or participating in the negotiation of a transaction for a third party is recognised on completion of the underlying transaction. Portfolio management fees and other advisory and service fees are recognized in profit or loss according the applicable service contract, usually on a time-apportion basis.

3.6 Dividend Income

Dividend income is recognized in profit or loss when the right to receive payment is established.

3.7 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

3.7.1 Initial Recognition

Financial assets and liabilities are recognized at the trade date which is the date when the Group becomes a party to the contractual provision of the instruments. The financial assets and liabilities are initially measured at fair value plus, in the case of a financial asset or financial liability not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial asset or financial liability.

3.7.2 Classification and Measurement of Financial Assets

Financial assets, other than those designated and effective as hedging instruments, are classified into the following categories following initial recognition:

- a) Amortized cost
- b) Fair value through profit and loss, and
- c) Fair value through other comprehensive income

The classification is determined by both the entity's business model for managing the financial asset and the contractual cash flow characteristics of the financial asset. Specifically, it is based on both criteria:

- a) the entity 's business model for managing the financial asset, meaning, whether the objective is to hold for the purpose of collecting contractual cash flows or collecting contractual cash flows as well as the sale of financial assets, and,
- b) whether the contractual cash flows of the financial asset consist exclusively of capital repayments and interest on the outstanding balance ("SPPI" criterion).

The measurement category at amortized cost includes non-derivative financial assets like loans and receivables with fixed or determinable payments that are not quoted in an active market. After initial recognition these are measured at amortized cost using the effective interest method.

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For financial assets measured at fair value through other comprehensive income, changes of fair value are recognized in the Statement of Comprehensive Income and reclassified in Income Statement upon derecognition of the financial instruments.

For financial assets measured at fair value through profit and loss are measured at their fair value and changes of fair value recognized in gains or losses of Income Statement. The fair value of these instruments is determined by reference to active market transactions or using a valuation technique where no active market exists.

3.7.3 Offsetting

Financial assets and liabilities are offset and the net amount is presented in the statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis, or realize the asset and settle the liability simultaneously.

Income and expenses are offset only when permitted by the accounting standards, or for gains and losses arising from a group of similar transactions.

3.7.4 Fair value measurement

For the measurement of assets and liabilities at fair value, the Group uses current market prices for every financial instrument. For those assets and liabilities whose current market price was not available, the values were derived by applying appropriate valuation methods.

The Group, in accordance with the requirements of IFRS 9 at the end of each reporting period of the financial statements performs the calculations required in relation to the determination of the fair value of its financial instruments. Investments in listed shares in domestic and foreign stock exchanges are valued based on the quoted market prices for these shares. Investments in non-listed shares are valued based on generally accepted valuation models which sometimes incorporate data based on observable market inputs and sometimes are based on unobservable data.

3.7.5 Impairment of financial assets

The Group and the Company recognize impairment provisions for expected credit losses of all financial assets except for those measured at fair value through profit and loss.

The purpose of IFRS 9's impairment requirements is to recognize expected credit losses over the financial asset's lifetime, whose credit risk has raised after initial recognition, regardless if the assessment is at a collective or standalone level, using all information which can be collected, based on both historical and current data as well, but also data in respect of reasonable and supportable forecasts.

In applying the above mentioned approach a distinction is made between:

- financial instruments that have not deteriorated significantly in credit quality since initial recognition or that have low credit risk ('Stage 1')
- financial instruments that have deteriorated significantly in credit quality since initial recognition and whose credit risk is not low ('Stage 2'), and
- financial instruments that have objective evidence of impairment at the reporting date. (Stage 3).

For financial instruments of Stage 1 12-month expected credit losses' are recognized while for financial assets of Stage 2 or Stage 3 expected credit losses' are recognized over their lifetime.

3.7.6 Derivative financial instruments and hedge accounting

Derivative financial instruments include forward exchange contracts, currency and interest rate swaps, stock, currency and index futures, equity and currency options and other derivative financial instruments. These are initially recognised in the statement of financial position at fair value, and subsequently are remeasured at their fair value. Fair values are obtained from quoted market prices, discounted cash flow models and other appropriate pricing models. All derivatives are shown as financial assets at fair value through profit or loss when fair value is positive and as financial liabilities when fair value is negative.

The best evidence of the fair value of a derivative at initial recognition is the transaction price (i.e. the fair value of the consideration given or received).

Certain derivatives embedded in other financial instruments are treated as separate derivatives when their economic characteristics and risks are not closely related to those of the host contract and the host contract is

not carried at fair value through profit or loss. These embedded derivatives are measured at fair value with changes in fair value recognized in the income statement.

The Group has no derivative financial instruments as of December 31, 2018.

3.7.7 Financial Liabilities

The Group's financial liabilities include mainly bank loans and Bond Loans. Borrowings are initially measured at cost, i.e. at the amount of the cash received minus the cost of issuance. They are then measured at amortized cost under the effective rate method. Loans are classified as short term liabilities unless the Group maintains the absolute right to transfer the settlement of liabilities for at least 12 months after the Financial Statements reporting date.

Financial liabilities may be classified upon initial recognition at Fair Value Through Profit and Loss, if the following criteria are met.

- a) The Classification reverses or reduces the accounting mismatch effects that would emerge if the liability had been measured at amortized cost.
- b) These liabilities belong to a group of liabilities, being managed or evaluated with respect to their performance, based on fair value, according to the Group's financial risks management strategies.
- c) A financial liability contains an embedded derivative, classified and measured separately.

3.8 Cash and cash equivalents

For the purposes of the cash flow statement, cash and cash equivalents comprise balances with less than three months maturity and include cash and non-restricted balances with Central Bank, government bonds and treasury bills and amounts due from other banks and short-term government securities.

3.9 Share capital

(a) Share issue costs

Incremental costs directly attributable to the issue of new shares are deducted from equity.

(b) Dividends on ordinary shares

The dividend distribution to ordinary shareholders is recognized in the period in which the dividend is approved by the Company's shareholders.

(c) Treasury Shares

Where the Company or other members of the Group purchase the Company's equity share capital, the consideration paid is deducted from total shareholders' equity as treasury shares. Where such shares are subsequently sold or reissued, any consideration received is included in shareholders' equity.

3.10 Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, when it is more likely than not that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount of the obligation can be made. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money.

Where the Group expects a provision to be reimbursed, the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain.

The Group recognises a provision for onerous contracts when the expected benefits to be derived from a contract are less than the unavoidable costs of meeting the obligations under the contract.

3.11 Income Tax

Current tax liabilities and assets for the current and prior periods 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 financial statement date.

Deferred income taxes are calculated using the liability method on temporary differences. This involves the comparison of the carrying amounts of assets and liabilities in the consolidated financial statements with their respective tax bases. Deferred tax assets are recognised to the extent that it is probable that they will be able to be offset against future taxable income. Deferred tax liabilities are recognised for all taxable temporary differences.

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However, in accordance with the rules set out in IAS 12, no deferred taxes are recognised in conjunction with the initial recognition of goodwill.

No deferred taxes are recognised on temporary differences associated with shares in subsidiaries if reversal of these temporary differences can be controlled by the Group and it is probable that reversal will not occur in the foreseeable future. In addition, tax losses available to be carried forward as well as other income tax credits to the Group are assessed for recognition as deferred tax assets.

No deferred taxes are recognised on the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss

Deferred tax assets and liabilities are calculated, without discounting, at tax rates that are expected to apply to their respective period of realisation, provided they are enacted or substantively enacted at the financial statement date.

Most changes in deferred tax assets or liabilities are recognised as a component of tax expense in profit or loss. Only changes in deferred tax assets or liabilities that relate to a change in value of assets or liabilities that is charged directly in other comprehensive income, are charged or credited directly in other comprehensive income.

4. CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

Accounting estimates and judgements 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.

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results.

The estimates, judgements 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:

a) Impairment of other financial assets

The decision to determine if an investment has been impaired requires critical judgement. Other financial assets equity investments are impaired when there has been a significant or prolonged decline in fair value below its cost.

b) Financial Instruments Classification

The Group's accounting policies require financial assets and liabilities to be classified into different categories at their inception:

- Financial instruments for trading purposes include Investments and derivatives held to achieve short-term profit.

c) Financial assets not quoted in active markets

By nature, valuations based on estimates include risk and uncertainties relating to their occurrence in the future. Consequently actual future results may differ from these estimates and have a significant impact on the financial statements. The use of estimates primary concerns the valuation of financial assets that currently do not trade in active market. The valuation estimates currently apply to the financial asset presented in note 6.6. The sensitivity analysis for those estimates is presented in the aforementioned note.

5. STRUCTURE OF THE GROUP

The structure of the IRF group (the "Group") as at December 31, 2018 and December 31, 2017:

Name	Country	Direct and indirect holding	Relation that dictated the consolidation	Note
IRF EUROPEAN FINANCE INVESTMENTS LIMITED	BERMUDA	Parent		
MIMOSA TRADING SA	MARSHALL ISLANDS	100%	Percentage Ownership	Direct Stake
MYRTLE TRADING COMPANY	MARSHALL ISLANDS	100%	Percentage Ownership	Direct Stake
IRF US	USA	100%	Percentage	Direct Stake

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Ownership

ASSOCIATES

S.GOLDMAN ASSET MANAGEMENT LLC	USA	49%	Indirect stake through "IRF US"
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Information on consolidation

MIMOSA TRADING SA: The Company is duly incorporated and filed articles of incorporation under the provisions of the Marshall Islands Business Corporation Act on 6 July 2007. IRF is the owner of five hundred (500) fully paid and non-assessable shares of the capital stock of the corporation. The aggregate number of shares of stock that this company is authorized to issue is five hundred (500) registered and/or bearer shares without par value.

MYRTLE TRADING COMPANY: The Company is duly incorporated and filed articles of incorporation under the provisions of the Marshall Islands Business Corporation Act on 6 July 2007. IRF is the owner of five hundred (500) fully paid and non-assessable shares of the capital stock of the corporation. The aggregate number of shares of stock that this company is authorized to issue is five hundred (500) registered and/or bearer shares without par value.

IRF US INVESTMENTS INC: IRF US Investments Inc. (IRF US) was organized as a wholly owned subsidiary under the laws of the State of Delaware. IRF US's only activity is to hold the 49% interest in S. Goldman Asset Management LLC (SGAM). IRF US is fully consolidated in IRF's Group financial statements.

S. Goldman Asset Management LLC (SGAM) is a limited liability company formed under the law of the State of Delaware. IRF US holds a 49% interest in SGAM. SGAM is an investment manager on a "managed account" and fund basis. SGAM is classified as an associate company and it is consolidated under the equity method.

6. RISK MANAGEMENT

The Group is exposed to various risks in relation to financial instruments. IRF intends to minimise its exposure to credit, liquidity and interest rate risk, while it is exposed to market risks due to its investments in listed equity shares.

6.1 Credit Risk

The Group is exposed to credit risk, which is the risk that the counterparty of a financial instrument will cause losses to the Group by failing to discharge its obligations.

6.1.1 Maximum credit risk exposure

The below table presents the maximum credit risk exposure as at December 31, 2018 and December 31, 2017 respectively, without taking into account any collaterals or other credit enhancements pledged.

For on-balance-sheet assets, the exposure set out above is based on net carrying amounts as reported in Statement of Financial Position.

Total exposure to credit risk	31/12/2018	31/12/2017
Exposure to credit risk of the Statement of Financial Position items:		
Loans and receivables	0	1,001
Other assets	32	80
Cash and other equivalents	107	289
Total	139	1,370

6.1.2 Concentration of risks of financial assets with credit risk exposure: analysis per industry

The table below breaks down the Group's main credit exposure at their carrying amounts, as categorized by the industry sectors of our counterparties.

Amounts presented in € '000	Financial institutions	Holdings	Other industries	Total
Cash and other equivalents	107	-	-	107
Other assets	-	-	32	32
Total maximum credit risk as at 31 December 2018	107	0	32	139

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Total maximum credit risk as at 31 December 2017	289	0	32	1,370
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6.2 Market Risk

The Group takes on exposure to market risks. Market risk is the risk of occurring possible losses caused by the fluctuation and volatility of market prices, such as share prices, interest rate and foreign exchange rate fluctuations.

Market risks arise from open positions in interest rate, currency and equity products, all of which are exposed to general and specific market movements and changes.

The table below presents the results in the carrying value of the assets of the Group by implementing a stress test scenario on the factors concerning the aforementioned market risks.

As at 31 December 2018

Amounts presented in € '000

Market Prices	Price Volatility	Impact on Equity and Profit and Loss
Foreign-exchange rate	-2% / 2%	(564)/564
Prices of securities	-20% /20%	(78)/78
Interest Rates	1% / -1%	(1,537)/1,537

As at 31 December 2017

Amounts presented in € '000

Market Prices	Price Volatility	Impact on Equity and Profit and Loss
Foreign-exchange rate	-2% / 2%	(631)/631
Prices of securities	-20% /20%	(287)/287
Interest Rates	1% / -1%	(1,500)/1,500

Foreign-exchange rate

The tables above illustrate the sensitivity of profit and equity in relation to the Group's financial assets and financial liabilities and mainly the USD/EURO exchange rates "all other things being equal".

Prices of listed securities

For listed securities a price volatile of +/-20% has been considered to be a suitable basis for estimating how profit or loss and equity would have been affected by changes in the market risk that were reasonably possible at the market date.

Interest Rates

The changes in the tables above are considered to be reasonably possible based on observations of current market conditions. The calculations are based on a change in the average market interest rate for each period, and the financial instruments held at each reporting date that are sensitive to changes in interest rates. All other variables are held constant.

6.3 Currency Risk

The Group is exposed to currency risk arising from the exposure to the effects of fluctuations in the prevailing foreign currency exchange rates on its financial position and cash flows. The following tables summarize the Group's exposure to currency risk. The Group's assets and liabilities at carrying amounts, categorized by currency are included in the table.

As at 31 December 2018

Amounts presented in € '000

ASSETS	EUR	USD	GBP	TOTAL
Cash and other equivalents	1	106	-	107
Trading portfolio and other financial assets at fair value through Profit & Loss	1,175	26,476	-	27,651
Investment portfolio securities	388	-	-	388
Derivative financial instruments	-	-	-	-
Other assets	4	27	-	32
Total assets	1,568	26,609	-	28,177
LIABILITIES	EUR	USD	GBP	TOTAL
Short term loans	153,791	-	-	153,791

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Other liabilities	2,996	(1,644)	59	1,411
Total liabilities	156,786	(1,644)	59	155,202
Total exposure	(155,218)	28,253	(59)	(127,024)

As at 31 December 2017

Amounts presented in € '000

ASSETS	EUR	USD	GBP	TOTAL
Cash and other equivalents	1	288	-	289
Trading portfolio and other financial assets at fair value through Profit & Loss	782	30,552	-	31,334
Loans and receivables	-	1,001	-	1,001
Investment portfolio securities	1,433	-	-	1,433
Derivative financial instruments	-	-	-	-
Other assets	55	25	0	80
Total assets	2,271	31,866	0	34,137

LIABILITIES	EUR	USD	GBP	TOTAL
Short term loans	151,305	-	-	151,305
Other liabilities	882	430	14	1,325
Total liabilities	152,187	430	14	152,630
Total exposure	(149,916)	31,437	(14)	(118,493)

6.4 Interest Rate Risk

Interest rate risk is the risk of a negative impact on the Group's financial condition due to its exposure to interest rates. The following tables summarise the Group's exposure to interest rate risks. Included in the tables are the Group's assets and liabilities at carrying amounts categorized by contractual re-pricing date for floating rate items and maturity day for fixed rate items.

Amounts presented in € '000

As at 31 December 2018

ASSETS

	Less than 1 month	From 1 to 3 months	From 3 to 12 months	From 1 to 5 years	Non interest bearing	Total
Investment portfolio	-	-	-	-	388	388
Trading portfolio and other financial assets at fair value through Profit & Loss	-	-	-	-	27,651	27,651
Other assets	-	-	-	-	32	32
Cash and other equivalents	107	-	-	-	-	107
Total assets	107	-	-	-	28,070	28,177

LIABILITIES

Short term loans	153,791	-	-	-	-	153,791
Other Liabilities	-	-	-	-	1,411	1,411
Total Liabilities	153,791	-	-	-	1,411	155,202
Net interest gap	(153,684)	-	-	-	26,660	(127,024)

Amounts presented in € '000

As at 31 December 2017

ASSETS

Investment portfolio	-	-	-	-	1,433	1,433
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Trading portfolio and other financial assets at fair value through Profit & Loss	-	-	-	-	31,334	31,334
Loans and receivables	1,001	-	-	-	-	1,001
Other assets	-	-	-	-	80	80
Cash and other equivalents	289	-	-	-	-	289
Total assets	1,290	-	-	-	32,848	34,137
LIABILITIES						
Short term loans	151,305	-	-	-	-	151,305
Other Liabilities	-	-	-	-	1,325	1,325
Total Liabilities	151,305	-	-	-	1,325	152,630
Net interest gap	(150,015)	-	-	-	31,522	(118,493)

6.5 Liquidity Risk

Liquidity risk arises from the Group's financing process and management of the open positions in the market. Liquidity risk is the risk that the Group is unable to meet its payment obligations associated with financing liabilities when they fall due and to replace funds when they are withdrawn. The consequence may be the failure to meet obligations to repay depositors, to fulfil commitments to lend, and to liquidate its financial assets at fair value.

6.5.1 Non derivative contractual cash flows

The table below presents the cash flows payable by the Group under non-derivative financial liabilities showing the remaining contractual maturities at the financial statement date. The amounts disclosed in the table are the contractual undiscounted cash flows.

Liquidity risk

As at 31 December 2018

LIABILITIES	Less than 1 month	1-3 months	3-12 months	1-5 years	over 5 years	Total
Short term loans	153,791	-	-	-	-	153,791
Other liabilities	-	1,411	-	-	-	1,411
Total liabilities	153,791	1,411	-	-	-	155,202

As at 31 December 2017

LIABILITIES	Less than 1 month	1-3 months	3-12 months	1-5 years	over 5 years	Total
Short term loans	151,305	-	-	-	-	151,305
Other liabilities	-	1,325	-	-	-	1,325
Total liabilities	151,305	1,325	-	-	-	152,630

IRF had a strategic investment in MIG, which at the highest point represented 49% of total assets.

The loss of value in our MIG investment and purported sale of assets to Piraeus Bank created negative book value of equity for the Company as at 31 December 2016.

Since 2013, IRF has been in discussions with its lending institution for a possible restructuring of the loan facility. However, the debt restructuring negotiations were delayed due to the underlying societal change, including (1) regulatory reform of the March 2013 agreement between Cyprus and the Eurogroup regarding the basic elements of a future program of macroeconomic adjustment, and (2) the subsequent acquisition of CPB's Greek branch by Piraeus bank. IRF continues to seek to restructure the debt in a manner that will allow IRF's underlying investments to mature. In July 2013, IRF agreed with Piraeus Bank that the outstanding payment of €15.0 million due on 28 March 2013 was deferred on 30 September 2013. IRF obtained waivers from its lender for compliance with Total Assets to Total Liabilities ratio through 30 September 2013 and the interest margin has decreased by 3%. As at 31 December 2013 IRF had capital outstanding payments of €30 million (payable from 30 September 2013) and the relevant interest for the last quarter of 2013.

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In 2014, IRF and Piraeus Bank were in continuous discussions regarding restructuring its €170 million secured debt facility. This loan was secured, in part, by IRF's shares in MIG. This conversation culminated into what IRF believed was a final agreement on 17 October 2014, pending execution of formal amendments to the existing loan documentation.

However, on 14 January 2015 Piraeus Bank unilaterally acted to acquire 100.4 million MIG shares (the "MIG shares") owned by IRF and pledged as collateral security for the €170 million secured debt facility. Piraeus alleged an acquisition price of the MIG shares of €0.2815 per share, totalling €28 million.

IRF discovered the Piraeus Bank's unilateral action through third parties and immediately protested the acquisition and the arbitrary acquisition price alleged by Piraeus Bank, which was well below Piraeus Bank's internal estimates of MIG's value as well as MIG's latest available published NAV of €0.98 per share.

IRF reserved its rights, including for recovering all positive and consequential damages. IRF considered (and continues to consider) Piraeus Bank's actions illegal and abusive. Accordingly, on 22 January 2015, IRF filed for injunctive relief requesting relief against the unilateral acquisition of MIG shares.

At a hearing on 30 January 2015, the court granted an injunction prohibiting Piraeus Bank from transferring the MIG shares pending the decision of the court in respect of IRF's application for injunctive relief. Subsequently, on 20 February 2015, the hearing of IRF's application for injunctive relief was held. The court rejected IRF's application for an injunction in its judgement delivered on 20 April 2015.

In the interim, and more specifically in March 2015, IRF's Chairman, Mrs. Frangou along with two other board members resigned from their positions at the Board of MIG, leaving in total four vacant board positions (one more member had resigned in February). Four Piraeus Bank executives were appointed to fill the vacant board positions, in what was described in the media as an agreement between Piraeus Bank and MIG following Piraeus Bank's foreclosure on the MIG shares owned by IRF.

Following the April judgement, IRF acted to preserve its rights by filing a formal suit against Piraeus Bank, which IRF prepared and filed on 9 November 2015 before the Athens Multi-Member Court of First Instance. The suit requested the annulment of the unilateral acquisition of the MIG shares by Piraeus Bank. Once the suit was filed and hearing date reserved, IRF elected to continue good faith negotiations toward an amicable settlement with Piraeus Bank and engaged afresh in amicable discussions to resolve the dispute. This led to a series of meetings among IRF and Piraeus Bank officials during the months of April and June 2016. These conversations led IRF to believe, yet again, that a settlement had been reached at the end of June 2016.

Despite lengthy discussions culminating the reasonable belief that a settlement had been agreed in principle, Piraeus Bank unilaterally, and without prior notice, acted on 7 July 2016 to foreclose on 26 million MIG shares owned by IRF, which IRF had pledged as collateral security for the €170 million secured debt facility. In so doing, Piraeus alleged an acquisition price of the MIG shares of €0.118769 per share, totalling €3,087,994; Piraeus Bank only advised IRF of this development on 13 July 2016.

During the year 2018 Piraeus Banks unilaterally acted to acquire 6.1 million MIG shares (the "MIG shares") owned by IRF and pledged as collateral security for the €170 million secured debt facility. Piraeus alleged an average acquisition price of the MIG shares of €0.072958 per share, totalling € 449,843.34.

The unilateral acquisition of a total of 132.5 million MIG shares increased Piraeus Bank's position in MIG to what is now believed to be 32.7% and leaving IRF with an interest of position of about 0.58%. This enabled Piraeus Bank to effectively acquire control of MIG and its Board of Directors.

In light of these developments, IRF filed a suit against Piraeus Bank on 10 August 2016 before the Athens Multi-Member Court of First Instance requesting the annulment of each of the two unilateral acquisitions of the MIG shares by Piraeus Bank. Once a hearing date was secured, good faith negotiations recommenced, with a view to resolving the matter as it became evident that the true value of the MIG shares (including the advantages such shares afforded Piraeus Bank) were considerably greater than the original value ascribed suggested by Piraeus Bank.

Once it became apparent that Piraeus Bank was unwilling to engage in constructive conversation toward an overarching settlement, IRF filed a final suit against Piraeus Bank on 14 October 2016. The suit requested that the court (1) annul Piraeus Bank's MIG share acquisition, (2) determined the fair value of the MIG shares and (3) if deemed appropriate by the court, to set off the fair value of the MIG shares against amounts due under IRF's facility. All supporting evidence and pleadings were filed timely and files closed in February 2017. IRF is currently awaiting for the court to set a hearing date. Parallel to the above suit Piraeus Bank filed a counter

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action against IRF requesting the total of the outstanding indebtedness arising out of the financial agreement dated 20 July 2010 for the amount of €178,138,214.67.

As at 31 December 2016, IRF owed approximately €181.2 million plus interest for the year. However, in 2017, MIG redeemed the MIG Bond with a face amount of €50.0 million plus accrued interest of €687,000. The €50.69 million proceeds were used to repay the outstanding loan to Piraeus Bank. In 2018 the Multi-Member Court of Athens, by their judgment nr. 95/2018, rejected IRF's action and accepted Piraeus Bank's counter claim. On 12 June 2018, IRF filed an appeal against Piraeus Bank and the first-instance judgment (on grounds also concerning the rejection of the action and the acceptance of the cross-action), which has been scheduled for hearing before the Athens Court of Appeals – 14th Three-Member Section of Contractual Disputes on 23 May 2019.

During the year 2018 Piraeus Banks unilaterally acted to acquire 157 thousand Hygeia shares (the "Hygeia shares") owned by IRF and pledged as collateral security for the €170 million secured debt facility. Piraeus alleged an average acquisition price of the Hygeia shares of €0.0872776 per share, totalling €136,249.35. The €136 thousand proceeds were used to repay the outstanding loan due to Piraeus Bank.

Furthermore, at 31 December 2018 IRF was not in compliance with its obligations and no waivers have been obtained from its lender for compliance with Total Assets to Total Liabilities ratio.

IRF's ability to service its indebtedness will depend on its future plans, which will be affected by prevailing economic conditions and financial, business and other factors.

IRF continues to consider all initiatives to shore up its liquidity through debt restructuring, capital contributions from existing or new stockholders or other sources of financing. However, as of the date of approval of the financial statements there is no assurance that management plans would be achieved on a timely basis or on satisfactory terms, if at all.

6.6 Financial instruments measured at fair value

Financial assets and financial liabilities measured at fair value in the statement of financial position are grouped into three Levels of a fair value hierarchy. The three Levels are defined based on the observability of significant inputs to the measurement, as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly
- Level 3: unobservable inputs for the asset or liability

The level within which the financial asset or liability is classified is determined based on the lowest level of significant input to the fair value measurement.

Within the reporting period there were no transfers between Levels 1, 2 and 3.

The following table shows the Levels within the hierarchy of financial assets measured at fair value on a recurring basis at 31 December 2018 and 31 December 2017. There are no financial liabilities measured at fair value.

As at 31 December 2018

Amounts presented in € '000

	LEVEL 1	LEVEL 2	LEVEL 3
Assets			
Listed securities and debentures	1,563	26,476	-
Total	1,563	26,476	-
Net fair value	1,563	26,476	-

As at 31 December 2017

Amounts presented in € '000

	LEVEL 1	LEVEL 2	LEVEL 3
Assets			
Listed securities and debentures	2,215	30,552	-

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Total	2,215	30,552	-
Net fair value	2,215	30,552	-

6.7 CAPITAL MANAGEMENT

The main objective of capital management is to ensure that the Group has the necessary liquidity in order to be able to continue as going concern. All efforts of the Company's management are aimed at this direction.

Detailed description of management's action and measures taken in order to ensure that the Group has the ability to repay all the operating expenses and continue as a going concern is presented in note 6.5.1.

7. INTEREST INCOME & INTEREST EXPENSE

<i>Amounts presented in € '000</i>	01/01- 31/12/2018	01/01- 31/12/2017
Interest and similar income		
From securities	0	2,202
From loans and receivables	0	602
Total	0	2,803
Interest and similar expenses		
Interest due to financial institutions	(10,247)	(11,525)
Interest due to shareholders	(218)	(252)
Total	(10,464)	(11,777)

8. REALISED AND UNREALISED GAINS/ (LOSSES) FROM DERIVATIVE FINANCIAL INSTRUMENTS

<i>Amounts presented in € '000</i>	01/01- 31/12/2018	01/01- 31/12/2017
Realised gains/(losses) from unlisted derivatives	-	(232)
Total	0	(232)

During the 3d quarter of 2013, pursuant to the decisions of the General Meeting of Shareholders and the decisions of the Board of Directors of MIG, IRF participated in MIG's new Convertible Bond Loan (CBL) issuance by exercising its pre-subscription rights as an existing bondholder through exchanging the bonds issued by MIG on 19/03/2010. The new callable bonds have duration of 7 years, bearing an annual interest rate of 6.3%.

According to IAS 39, at the conversion time the old convertible bond was derecognized and the new bond was recognized at its fair value. The difference between the carrying amount of the old bond and the fair of the new bond at the time of conversion was recognized in profit or loss as an impairment loss and amounted to €7.1 million presented as "Unrealised loss from initial recognition of Bonds at FV". After initial recognition, IRF designated the CBL at "loans and receivables" category. The relevant bond amortization income is recorded as interest in the profit and loss account.

The new bond contained an embedded derivative, which was separated from the host contract. The embedded derivative was classified in Non-Current Assets as "Derivative financial instrument". At the restructuring date the fair value of the derivative was estimated at €5.2 million. Any subsequent change in its fair value recognized in profit and loss accounts. The net effect from the CBL relating to the derivative as at 31 December 2016 is € 42 thousands and the net effect from the CBL relating to the derivative as at 31 December 2017 is € (232) thousands.

In July 2017, Piraeus Bank liquidated the convertible bond with a face amount of €50.0 million plus accrued interest of €687,000. The €50.69 million proceeds were used to repay the outstanding loan due to Piraeus Bank.

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9. UNREALISED AND REALISED GAIN / (LOSSES) FROM VALUATION OF FINANCIAL ASSETS

	01/01- 31/12/2018	01/01- 31/12/2017
<i>Amounts presented in € '000</i>		
Listed shares	548	576
Investment fund units	(5,209)	2,159
Total	(4,660)	2,735

10. FEE AND COMMISSION INCOME & EXPENSE

	01/01- 31/12/2018	01/01- 31/12/2017
<i>Amounts presented in € '000</i>		
Fee and commission expense from:		
Securities brokerage & safekeeping	(105)	(7)
Total	(105)	(7)

11. EXCHANGE DIFFERENCES

	01/01- 31/12/2018	01/01- 31/12/2017
<i>Amounts presented in € '000</i>		
Exchange differences from valuation	1,218	(3,456)
Realised exchange differences	-	(3)
Total	1,218	(3,459)

12. OTHER OPERATING EXPENSES

	01/01- 31/12/2018	01/01- 31/12/2017
<i>Amounts presented in € '000</i>		
Consulting and other third party fees	0	(277)
Legal fees	(372)	(977)
Other operating expenses	(270)	(419)
Total	(642)	(1,623)

13. INVESTMENTS IN ASSOCIATES

In 2009, IRF US invested a nominal sum in exchange for a 49% interest in "S. Goldman Asset Management LLC". Shares of "S. Goldman Asset Management LLC" are not publicly listed on a stock exchange and price quotes are thus unavailable.

<i>Amounts presented in € '000</i>	31/12/2018	31/12/2017
Investments in associates	-	-
Total	-	-

Some brief financial information as at December 31, 2018 on the associate is given below:

<i>Amounts presented in € '000</i>	Domicile	Assets	Liabilities	Profits /(losses)	OCI	Participation %
S.GOLDMAN ASSET MANAGEMENT LLC	USA	93	335	35	-	49%

Investments in associates are accounted under the equity method.

14. INVESTMENT PORTFOLIO

The Group's investment portfolio comprises financial instruments other financial assets.

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<i>Amounts presented in € '000</i>	31/12/2018	31/12/2017
Other financial assets portfolio (at fair value)		
Equity securities	388	1,433
Total	388	1,433

The movement in the investment portfolio for the year ended December 31, 2018 is summarized as follows:

<i>Amounts presented in € '000</i>	2018	2017
Balance as at 1 January	1,433	1,736
Disposals	(432)	-
Realized losses	(2)	-
Gains / (Losses) from changes in fair value through equity	(611)	(303)
Balance as at 31 December	388	1,433

In 2014, IRF and Piraeus Bank were in continuous discussions regarding restructuring its €170 million secured debt facility. This loan was originally granted by Piraeus Bank's predecessor and was secured, in part, by IRF's shares in MIG. This conversation culminated into what IRF believed was a final agreement on 17 October 2014, pending execution of formal amendments to the existing loan documentation.

However, on 14 January 2015 Piraeus Bank unilaterally acted to acquire 100.4 million MIG shares (the "MIG shares") owned by IRF and pledged as collateral security for the €170 million secured debt facility. Piraeus alleged an acquisition price of the MIG shares of €0.2815 per share, totalling €28 million.

IRF discovered the Piraeus Bank's unilateral action through third parties and immediately protested the acquisition and the arbitrary acquisition price alleged by Piraeus Bank, which was well below Piraeus Bank's internal estimates of MIG's value as well as MIG's latest available published NAV of €0.98 per share.

IRF reserved its rights, including for recovering all positive and consequential damages. IRF considered (and continues to consider) Piraeus Bank's actions illegal and abusive. Accordingly, on 22 January 2015, IRF filed for injunctive relief requesting relief against the unilateral acquisition of MIG shares.

At a hearing of 30 January 2015, the court granted an injunction prohibiting Piraeus Bank S.A. from transferring the MIG shares pending the decision of the court in respect of IRF's application for injunctive relief. Subsequently, on 20 February 2015, the hearing of IRF's application for injunctive relief was held. The court rejected IRF's application for an injunction in its judgement delivered on 20 April 2015.

Following the April judgement, IRF engaged afresh in amicable negotiations with Piraeus Bank to resolve the dispute, while at the same time acting to preserve its rights by filing a formal suit against Piraeus Bank, which IRF prepared and filed on 9 November 2015 before the Athens Multi-Member Court of First Instance. The suit requested the annulment of the unilateral acquisition of the MIG shares by Piraeus Bank. Once the suit was filed and hearing date reserved, IRF elected to continue good faith negotiations toward an amicable settlement with Piraeus Bank and engaged afresh in amicable discussions to resolve the dispute. This led to a series of meetings among IRF and Piraeus Bank officials during the months of April and June 2016. These conversations led IRF to believe, yet again, that a settlement had been reached at the end of June 2016.

Despite lengthy discussions culminating the reasonable belief that a settlement had been agreed in principle, Piraeus Bank unilaterally, and without prior notice, acted on 7 July 2016 to foreclose on 26 million MIG shares owned by IRF, which IRF had pledged as collateral security for the €170 million secured debt facility. In so doing, Piraeus alleged an acquisition price of the MIG shares of €0.118769 per share, totalling €3,087,994; Piraeus Bank only advised IRF of this development on 13 July 2017.

During the year 2018 Piraeus Banks unilaterally acted to acquire 6.1 million MIG shares (the "MIG shares") owned by IRF and pledged as collateral security for the €170 million secured debt facility. Piraeus alleged an average acquisition price of the MIG shares of €0.072958 per share, totalling € 449,843.34.

The unilateral acquisition of a total of 132.5 million MIG shares increased Piraeus Bank's position in MIG to what is now believed to be 32.7% and leaving IRF with an interest of position of about 0.58%. This enabled Piraeus Bank to effectively acquire control of MIG and its Board of Directors. In light of these developments, IRF filed a suit against Piraeus Bank on 10 August 2016 before the Athens Multi-Member Court of First Instance requesting the annulment of each of the two unilateral acquisitions of the MIG shares by Piraeus Bank. Once a hearing date was secured, good faith negotiations recommenced, with a view to resolving the matter as it

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became evident that the true value of the MIG shares (including also in light of the advantages such shares afforded to Piraeus Bank) were considerably greater than the original value ascribed suggested by Piraeus Bank originally.

Once it became evident that Piraeus Bank that was unwilling to continue constructive conversation toward an overarching settlement. Accordingly IRF filed a new and final suit against Piraeus Bank on 14 October 2016. The suit, requested that the court address, in addition to the requests for annulment of the share acquisition, the fair value of the shares and to proceed (if so deemed more appropriate by the court) to set off their value against the amounts due under IRF's facility. All supporting evidence and pleadings were filed timely and files closed in February 2017. Piraeus Bank filed a counter action against IRF requesting the total of the outstanding indebtedness arising out of the financial agreement dated 20 July 2010 for the amount of €178,138,214.67. The Multi-Member Court of Athens, by their judgment nr. 95/2018 rejected IRF's action and accepted Piraeus Bank's counter claim. On 12 June 2018, IRF filed an appeal against Piraeus Bank and the first-instance judgment (on grounds also concerning the rejection of the action and the acceptance of the cross-action), which has been scheduled for hearing before the Athens Court of Appeals – 14th Three-Member Section of Contractual Disputes on 23 May 2019, which was cancelled due to Greek parliamentary elections and its was rescheduled for 2 April 2020. IRF remains committed to pursuing the matter judicially until resolution, however it also continuous good faith discussions with Piraeus Bank for an amicable solution.

15. LOANS AND RECEIVABLES

<i>Amounts presented in € '000</i>	31/12/2018	31/12/2017
Loan and receivables		
Loan and receivables	0	1,001
Total	0	1,001

<i>Amounts presented in € '000</i>	2018	2017
Balance as at 1 January	1,001	1,200
Effect of IFRS 9	(1,001)	0
Interest Income	0	602
Exchange Differences	0	(138)
Impairment losses	0	(663)
Balance as at 31 December	0	1,001

In June 2010, a loan was extended for USD \$ 10.5 million. The loan was not repaid in accordance with its terms. The parties entered into a standstill agreement and have negotiated a settlement of the loan based on the value of underlying asset. IRF recognized impairment losses, based on the amount expected to recover.

16. TRADING PORTFOLIO AND OTHER FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT & LOSS

<i>Amounts presented in € '000</i>	31/12/2018	31/12/2017
Trading Portfolio		
Investment fund units	26,476	30,552
Securities	1,175	782
	27,651	31,334

17. OTHER ASSETS

The Group's other assets accounts are analysed as follows:

<i>Amounts presented in € '000</i>	31/12/2018	31/12/2017
Prepayments to third parties	32	80
Sundry debtors and other receivables	0	0
Total	32	80

18. CASH AND OTHER EQUIVALENTS

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<i>Amounts presented in € '000</i>	31/12/2018	31/12/2017
Petty cash	1	1
Deposits placed in other financial institutions	106	288
Total	107	289

19. SHORT TERM LOANS

<i>Amounts presented in € '000</i>	31/12/2018	31/12/2017
Short term borrowings		
Due to financial institutions	148,803	139,075
Accrued interest	1	7,741
Due to Shareholders	4,987	4,489
Total	153,791	151,305

The balance "Due to financial institutions" relates to the long term loan facility of IRF. On 20 July 2010 the Company signed an agreement to refinance the loan for a 5-year period. The loan had a total interest of Euribor plus 4% spread. The first reduction instalment was scheduled to be paid in March 2013.

As at 31 March 2012, the Company was not in compliance with the financial covenants relating to Total Assets to Total Liabilities ratio for the existing loan, and the instalment of accrued interest were past due. During April 2012 the Company repaid the accrued interest that was past due.

In April 2012, the Company agreed with the lending bank to restructure its existing loan agreement and obtained waivers from its lender for compliance with Total Assets to Total Liabilities ratio through 31 March 2013. Under this agreement, the Company will not pay any interest amount through 31 March 2013, and such accrued, but unpaid interest will be semi-annually capitalized. The interest margin was increased by 3% per annum, throughout the capitalization period, and the maturity date remains unchanged. The capitalized interest presented in the "Due to financial institutions" account at 31 December 2013, includes accrued and unpaid interest.

In 2014, IRF and Piraeus Bank were in continuous discussions regarding restructuring its €170 million secured debt facility. This loan was originally granted by Piraeus Bank's predecessor and was secured, in part, by IRF's shares in MIG. This conversation culminated into what IRF believed was a final agreement on 17 October 2014, pending execution of formal amendments to the existing loan documentation.

At 31 December 2014, the Company was not in compliance with the financial covenants relating to Total Assets to Total Liabilities ratio for the existing loan, and the instalment of accrued interest were past due. The capitalized interest presented in the "Due to financial institutions" account at 31 December 2014, includes accrued and unpaid interest.

However, on 14 January 2015 Piraeus Bank unilaterally acted to acquire 100.4 million MIG shares (the "MIG shares") owned by IRF and pledged as collateral security for the €170 million secured debt facility. Piraeus alleged an acquisition price of the MIG shares of € 0.2815 per share, totalling €28 million.

This amount was used from Piraeus Bank to repay capital €16.03 million and interest €12.23 million.

Despite lengthy discussions regarding its €170 million secured facility, culminating the reasonable belief that a settlement had been agreed in principle, Piraeus Bank unilaterally, and without prior notice, acted on 7 July 2016 to foreclose on 26 million MIG shares owned by IRF, which IRF had pledged as collateral security for the €170 million secured debt facility. In so doing, Piraeus alleged an acquisition price of the MIG shares of €0.118769 per share, totalling €3,087,994; Piraeus Bank only advised IRF of this development on 13 July 2016.

Once it became apparent that Piraeus Bank was unwilling to engage in constructive conversation toward an overarching settlement, IRF filed a final suit against Piraeus Bank on 14 October 2016. The suit requested that the court (1) annul Piraeus Bank's MIG share acquisition, (2) determined the fair value of the MIG shares and (3) if deemed appropriate by the court, to set off the fair value of the MIG shares against amounts due under IRF's facility. All supporting evidence and pleadings were filed timely and files closed in February 2017. IRF is currently awaiting for the court to set a hearing date. Parallel to the above suit Piraeus Bank filed a counter action against IRF requesting the total of the outstanding indebtedness arising out of the financial agreement dated 20 July 2010 for the amount of €178,138,214.67.

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In June 2017, Piraeus Bank liquidated the MIG convertible bond with a face amount of €50.0 million plus accrued interest of € 687,000. The €50.69 million proceeds were used to repay the outstanding loan due to Piraeus Bank.

During the year 2018 Piraeus Banks unilaterally acted to acquire 6.1 million MIG shares (the "MIG shares") owned by IRF and pledged as collateral security for the €170 million secured debt facility. Piraeus alleged an average acquisition price of the MIG shares of €0.072958 per share, totalling € 449,843.34. The €449 thousand proceeds were used to repay the outstanding loan due to Piraeus Bank.

The unilateral acquisition of a total of 132.5 million MIG shares increased Piraeus Bank's position in MIG to 32,7%, followed by Dubai Group with a position of 14.2% and leaving IRF with a position of 0.58%. This enabled Piraeus Bank to effectively acquire control of MIG and its Board of Directors.

In light of these developments, IRF filed a suit against Piraeus Bank on 10 August 2016 before the Athens Multi-Member Court of First Instance requesting the annulment of each of the two unilateral acquisitions of the MIG shares by Piraeus Bank. Once a hearing date was secured, good faith negotiations recommenced, with a view to resolving the matter as it became evident that the true value of the MIG shares (including the advantages such shares afforded Piraeus Bank) were considerably greater than the original value ascribed suggested by Piraeus Bank.

During the year 2018 Piraeus Banks unilaterally acted to acquire 157 thousand Hygeia shares (the "Hygeia shares") owned by IRF and pledged as collateral security for the €170 million secured debt facility. Piraeus alleged an average acquisition price of the Hygeia shares of €0.0872776 per share, totalling € 136,249.35. The €136 thousand proceeds were used to repay the outstanding loan due to Piraeus Bank.

In 2018, the Multi-Member Court of Athens, by their judgment nr. 95/2018 rejected IRF's action and accepted Piraeus Bank's counter claim. On 12 June 2018, IRF filed an appeal against Piraeus Bank and the first-instance judgment (on grounds also concerning the rejection of the action and the acceptance of the cross-action), which has been scheduled for hearing before the Athens Court of Appeals – 14th Three-Member Section of Contractual Disputes on 23 May 2019, which was cancelled due to Greek parliamentary elections and its was rescheduled for 2 April 2020. IRF remains committed to pursuing the matter judicially until resolution, however it also continuous good faith discussions with Piraeus Bank for an amicable solution.

The balance "Due to Shareholders" relates to the loan facility of IRF provided by the main shareholders.

During 2011 and 2012 the main shareholders provided a \$3 million loan facility. The loan bears an interest of 3 month LIBOR plus 4.0% spread per annum and is repayable on March 2015. Interest and principal amount will be repaid at maturity day.

During April 2013 the main shareholders provided with an additional funding of \$120 thousand bearing interest of 3 month LIBOR plus 4.0% spread per annum repayable on December 2014.

During October 2014 the main shareholders provided with an additional funding of €50 thousand bearing interest of 3 month LIBOR plus 4.0% spread per annum repayable on December 2015.

At 31 December 2017 and 31 December 2018, the total loan to Shareholders should have been repaid, so the balance "Due to Shareholders" is classified as short term.

20. OTHER LIABILITIES

<i>Amounts presented in € '000</i>	31/12/2018	31/12/2017
Liabilities to subsidiaries –associates	395	421
Brokerage services securities and derivatives	-	-
Suppliers and other third party liabilities	1,016	904
Total	1,411	1,325

21. SHARE CAPITAL & SHARE PREMIUM

<i>Amounts presented in €'000</i>	Number of common shares	Nominal value \$	Number of preference shares	Nominal value \$	Share capital in \$	Share capital	Share premium	Total
Opening balance at 1 January 2018	137,315,633	0.0015	49,833,858	0.0001	206	162	378,927	379,089
Closing balance	137,315,633	0.0015	49,833,858	0.0001	206	162	378,927	379,089

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2018

<i>Amounts presented in €'000</i>	Number of common shares	Nominal value \$	Number of preference shares	Nominal value \$	Share capital in \$	Share capital	Share premium	Total
Opening balance at 1 January 2017	137,315,633	0.0015	49,833,858	0.0001	206	162	378,927	379,089
Closing balance at 31 December 2017	137,315,633	0.0015	49,833,858	0.0001	206	162	378,927	379,089

22. OTHER RESERVES

<i>Amounts presented in € '000</i>	31/12/2018	31/12/2017
Translation of exchange differences	229	233
Total	229	233

23. EARNINGS PER SHARE

Basic earnings per share are calculated by dividing the net profit attributable to shareholders by the weighted average number of shares in issue during the year.

Basic and diluted earnings per share are analysed below:

	01/01/- 31/12/2018	01/01/- 31/12/2017
Basic Earnings per share		
Loss attributable to the Parent Company's Shareholders (in €' 000)	(6,916)	(8,439)
Weighted average number of shares in issue	137,315,633	137,315,633
Basic earnings per share (€/Share)	(0.0504)	(0.0615)

24. RELATED PARTIES TRANSACTIONS

24.1 Transactions between companies included in Consolidation

<i>Amounts presented in € '000</i>	31/12/2018	31/12/2017
Asset accounts		
Other Assets	203	275
Total	203	275
Liability accounts		
Other liabilities	2,184	2,184
Total	2,184	2,184

The aforementioned balances of the Company have been eliminated from the consolidated financial statements.

24.2 Transactions with Associates

SGAM had made payments on behalf of IRF US and IRF European Finance Ltd. It is anticipated that SGAM will be reimbursed for these expenditures.

<i>Amounts presented in € '000</i>	31/12/2018	31/12/2017
Liability accounts		

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Other Liabilities	395	395
Total	395	395
Income		
Share from Profit /(Loss)	-	-
Total	-	-

24.3 Transactions with Management and Members of the Board of Directors

No salaries or loans were paid to the Directors of the Company for the year ended 31 December 2018.

Transactions with Management and Members of the Board of Directors

<i>Amounts presented in € '000</i>	31/12/2018	31/12/2017
Liability accounts		
Other Liabilities	-	-
Total	-	-
	01/01/-	01/01/-
	31/12/2018	31/12/2017
Expenses		
Remuneration	-	-
Other fees & expenses	51	56
Total	51	56

Information concerning shareholder loans provided to the Company is included in note 19 of the financial statements.

25. COMMITMENTS, CONTINGENT ASSETS AND LIABILITIES

25.1 Contingent legal liabilities

There was no litigation pending against the Group in connection with its activities at the reporting period other than the legal case with Piraeus Bank.

25.2 Assets given as collateral

All investment portfolio and cash accounts of IRF, is assigned as collateral to IRF's short term loan.

26. CLASSIFICATION OF FINANCIAL ASSETS AND LIABILITIES

For the periods ending 31 December 2018 and 31 December 2017, all financial assets and liabilities are carried at their fair value, except from loans and receivables, debt securities and short term loans which are carried at amortized cost.

Balance at 31 December 2018

Amounts presented in € '000

Assets	Fair value through profit or loss	Other financial assets	At amortized cost	Total
Trading portfolio and other financial assets at fair value through Profit & Loss	27,651	-	-	27,651
Loans and receivables	-	-	-	-
Debt securities	-	-	-	-
Investment portfolio	-	388	-	388
Derivative financial instruments	-	-	-	-
Total	27,651	388	-	28,038
Liabilities		At amortized cost	At fair value through profit or loss	Total

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Long term loans	-	-	-
Short term loans	153,791	-	153,791
Total	153,791	-	153,791

Balance at 31 December 2017

Amounts presented in € '000

Assets	Fair value through profit or loss	Other financial assets	Loans & receivables	Total
Trading portfolio and other financial assets at fair value through Profit & Loss	31,334	-	-	31,334
Loans and receivables	-	-	1,001	1,001
Debt securities	-	-	-	-
Investment portfolio	-	1,433	-	1,433
Derivative financial instruments	-	-	-	-
Total	31,334	1,433	1,001	33,768

Liabilities	At amortized cost	At fair value through profit or loss	Total
Long term loans	-	-	-
Short term loans	151,305	-	151,305
Total	151,305	-	151,305

27. FAIR VALUE OF FINANCIAL ASSETS AND LIABILITIES

The fair value represents the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction. Differences might arise between the carrying amount and the fair value of financial assets and liabilities.

The following table presents the book and fair values for the financial instruments (assets and liabilities) that are not measured in fair value:

<i>Amounts presented in € '000</i>	Book value		Fair value	
	31/12/2018	31/12/2017	31/12/2018	31/12/2017
Financial assets				
Loans and receivables	-	1,001	-	1,001
Financial liabilities				
Short term loans	153,791	151,305	153,791	151,305

28. POST REPORTING DATE EVENTS

2019 Court Decision

The Multi-Member Court of Athens, by their judgment nr. 95/2018 rejected IRF's action and accepted Piraeus Bank's counter claim. On 12 June 2018, IRF filed an appeal against Piraeus Bank and the first-instance judgment (on grounds also concerning the rejection of the action and the acceptance of the cross-action), which has been scheduled for hearing before the Athens Court of Appeals – 14th Three-Member Section of Contractual Disputes on 23 May 2019, which was cancelled due to Greek parliamentary elections and its was rescheduled for 2 April 2020. IRF remains committed to pursuing the matter judicially until resolution, however it also continuous good faith discussions with Piraeus Bank for an amicable solution.

29. APPROVAL OF FINANCIAL STATEMENTS

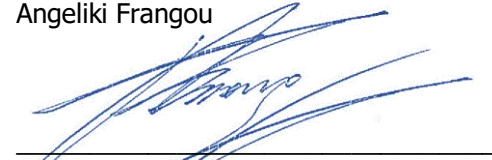
IRF European Finance Investments Ltd

The financial statements of IRF European Finance Investments Limited ("the Company") as well as the consolidated financial statements of the Company and its subsidiaries ("the Group"), for the year ended 31 December 2018 were approved by the Company's Board of Directors on 28 February 2020 and are subject to the final approval of the General Meeting of the Shareholders according to the Company's Bye-laws.

Independent Auditors Report on page 7.


Athens, 28 February 2020

Angeliki Frangou



Chairman, Non – Executive Director

Sheldon Goldman



Deputy Chairman, Non – Executive Director