

**HB Holding N.V.**

**established in Amsterdam**

**Financial report 1 June 2023 to 31 December 2023**

## **INDEX**

### **FINANCIAL REPORT**

1	Assignment	3
2	Results	4

### **CONSOLIDATED FINANCIAL STATEMENTS**

4	Consolidated balance sheet as at 31 December 2023	6
5	Consolidated profit and loss account for the period 1 June 2023 to 31 December 2023	8
6	General notes	9
7	Accounting policies	10
8	Notes to consolidated balance sheet	12
9	Notes to consolidated profit and loss account	16
10	Other notes	19

### **COMPANY FINANCIAL STATEMENTS**

11	Company balance sheet as at 31 December 2023	20
12	Company profit and loss account for the period 1 June 2023 to 31 December 2023	22
13	Accounting policies	23
14	Notes to company balance sheet	25
15	Notes to company profit and loss account	31
16	Other notes	34

### **OTHER INFORMATION**

HB Holding N.V.  
Croy 7C  
5653 LC Eindhoven

Bilthoven, 28 June 2024

## **1 Assignment**

In accordance with your assignment, we have compiled the accompanying financial statements. Management is responsible for the preparation and fair presentation of these financial statements.

## 2 RESULTS

### DEVELOPMENT OF INCOME AND EXPENSES

As presented in the income statement, the net result for 1 June 2023 to 31 December 2023 amounts to € -353,653 (2022-2023: € -531,809).

	1 June 2023 to 31 December 2023	2022-2023
	€	€
Other operating income	88,647	72,097
Cost of sales	-647	-7,380
Cost of outsourced work and other external expenses	-823	-61,575
<b>Gross margin</b>	<b>87,177</b>	<b>3,142</b>
<b>Employee benefits</b>		
Wages and salaries	91,561	75,961
Social security contributions	15,861	15,861
<b>Amortisation, depreciation and impairment</b>		
Depreciations of tangible assets	12,679	9,469
<b>Other operating expenses</b>		
Accommodation costs	28,864	72,577
Sales related expenses	45,891	42,796
Office related expenses	1,483	1,483
General expenses	95,224	128,611
<b>Sum of expenses</b>	<b>291,563</b>	<b>346,758</b>
<b>Operating result</b>	<b>-204,386</b>	<b>-343,616</b>
Financial income and expense	-152,541	-315,998
<b>Result before tax</b>	<b>-356,927</b>	<b>-659,614</b>
Income tax expense	3,274	128,469
Share in results of subsidiaries and participating interests	-	-664
<b>Result</b>	<b>-353,653</b>	<b>-531,809</b>

## COMPARISON RESULTS

	1 June 2023 to 31 December 2023	€
<b>The result has been positively influenced by</b>		
Increase in gross margin	84,035	
Decrease in other operating expenses	74,005	
Increase in financial result	163,457	
Increase in share in results of subsidiaries and participating interests	664	
<b>The result has been negatively influenced by</b>		
Increase in employee benefits expenses	-15,600	
Increase in amortisation, depreciation and impairment	-3,210	
Increase in income tax expense	-125,195	
<b>Total increase in result</b>	<b>178,156</b>	

## 4 CONSOLIDATED BALANCE SHEET AS AT 31 DECEMBER 2023

### ASSETS

<i>(after profit appropriation)</i>	1 June 2023 to 31 December 2023		31 May 2023
	€	€	€
<b>Non-current assets</b>			
Property, plant and equipment	6,654,353	1,059,893	
Financial assets	1,775,076	1,771,802	
<b>Current assets</b>			
Inventories	-	5,492,574	
Receivables	70,812	1,346,587	
Cash and cash equivalents	14,745	56,869	
<b>Total</b>	8,514,986	9,727,725	

**EQUITY AND LIABILITIES**

	1 June 2023 to 31 December 2023	31 May 2023
	€	€
<b>Group equity</b>		
Equity	1,536,216	297,661
<b>Group equity</b>		
Non-current liabilities	1,536,216	297,661
Current liabilities	4,196,354	3,665,999
	2,782,416	5,764,065
<b>Total</b>	<u>8,514,986</u>	<u>9,727,725</u>

**5 CONSOLIDATED PROFIT AND LOSS ACCOUNT FOR THE PERIOD 1 JUNE 2023 TO 31 DECEMBER 2023**

	1 June 2023 to 31 December 2023	2022-2023
	€	€
Other operating income	88,647	72,097
Cost of sales	-647	-7,380
Cost of outsourced work and other external expenses	-823	-61,575
<b>Gross margin</b>	<hr/> 87,177	<hr/> 3,142
Employee benefits	107,422	91,822
Amortisation, depreciation and impairment	12,679	9,469
Other operating expenses	171,462	245,467
<b>Sum of expenses</b>	<hr/> 291,563	<hr/> 346,758
<b>Operating result</b>	<hr/> -204,386	<hr/> -343,616
Financial income and expense	-152,541	-315,998
<b>Result before tax</b>	<hr/> -356,927	<hr/> -659,614
Income tax expense	3,274	128,469
Share in results of subsidiaries and participating interests	-	-664
<b>Net result after tax</b>	<hr/> -353,653	<hr/> -531,809

## **6 GENERAL NOTES**

Name legal entity	HB Holding N.V.
Legal form	Public limited company
Registered office	Amsterdam
Registration number Chamber of Commerce	77971027
Basis of preparation	Commercial

### **Most important activities**

The company's activity is managing participations. The company was established on May 6, 2020.

### **Location actual activities**

HB Holding N.V. is located in Eindhoven and is registered at the chamber of commerce under number 77971027.

### **Consolidation policy**

The consolidation includes the financial information of HB Holding N.V., its group companies and other entities in which it exercises control or whose central management it conducts. Group companies are entities in which HB Holding N.V. exercises direct or indirect control based on a shareholding of more than one half of the voting rights, or of which it has the authority to govern otherwise their financial and operating policies. Potential voting rights that can be exercised directly from the balance sheet date are also taken into account.

Group companies and other entities in which HB Holding N.V. exercises control or whose central management it conducts are consolidated in full. Participating interests in group equity and group result are disclosed separately. Participating interests over which no control can be exercised (associates) are not included in the consolidation.

Intercompany transactions, profits and balances among group companies and other consolidated entities are eliminated, unless these results are realised through transactions with third parties. Unrealised losses on intercompany transactions are also eliminated, unless such a loss qualifies as an impairment. The accounting policies of group companies and other consolidated entities have been changed where necessary, in order to align them to the prevailing group accounting policies.

### **Overview consolidated interests**

<i>Name entity</i>	<i>Location</i>	<i>% share capital</i>
Henri Broen B.V.	Koningsbosch	100.0
Broen Real Estate GmbH	Kleve	100.0
HenriPay B.V.	Spijkenisse	100.0
Henri Broen Construction B.V.	Balgoij	100.0
HenriPay OÜ	Tallinn	100.0
Vrienden van Koningsbosch B.V.	Koningsbosch	100.0

## **7 ACCOUNTING POLICIES**

### **GENERAL**

#### **General policies**

The financial statements are drawn up in accordance with the provisions of Title 9, Book 2, of the Dutch Civil Code and the Dutch Accounting Standards applicable to small legal entities, as published by the Dutch Accounting Standards Board ('Raad voor de Jaarverslaggeving').

#### **Accounting policies for the valuation of assets and equity and liabilities**

Assets and liabilities are generally valued at historical cost, production cost or at fair value at the time of acquisition. If no specific valuation principle has been stated, valuation is at historical cost.

#### **Accounting policies for the income statement**

The result is the difference between the realisable value of the goods/services provided and the costs and other charges during the year. The results on transactions are recognised in the year in which they are realised.

## **ACCOUNTING POLICIES FOR ASSETS**

#### **Property, plant and equipment**

Land and buildings are valued at historical cost plus additional costs or production cost less straight-line depreciation based on the expected useful life. Land is not depreciated. Impairments expected on the balance sheet date are taken into account. With regard to the determination as to whether a tangible fixed asset is subject to an impairment, please refer to the relevant section.

#### **Financial assets**

Participations over which no significant influence can be exercised are valued at historical cost. The result represents the dividend declared in the reporting year, whereby dividend not distributed in cash is valued at fair value.

#### **Inventories**

The historical cost or production cost consist of all costs relating to the acquisition or production and the costs incurred in order to bring the inventories to their current location and current condition. The production cost includes direct labour and fixed and variable production overheads, taking into account the costs of the operations office, the maintenance department and internal logistics.

#### **Receivables**

Upon initial recognition the receivables are recorded at the fair value and subsequently valued at the amortized cost. The fair value and amortized cost equal the face value.

#### **Cash and cash equivalents**

Cash at banks and in hand represent cash in hand, bank balances and deposits with terms of less than twelve months. Overdrafts at banks are recognised as part of debts to lending institutions under current liabilities. Cash at banks and in hand is carried at nominal value.

## **ACCOUNTING POLICIES FOR EQUITY AND LIABILITIES**

#### **Non-current liabilities**

On initial recognition long-term debts are recognised at fair value. Transaction costs which can be directly attributed to the acquisition of the long-term debts are included in the initial recognition. After initial recognition long-term debts are recognised at the amortised cost price, being the amount received taking into account premiums or discounts and minus transaction costs.

#### **Current liabilities**

On initial recognition current liabilities are recognised at fair value. After initial recognition current liabilities are recognised at the amortised cost price, being the amount received, taking into account premiums or discounts, less transaction costs. This usually is the nominal value.

## **ACCOUNTING POLICIES FOR THE INCOME STATEMENT**

### **Employee benefits**

Salaries, wages and social security contributions are charged to the income statement based on the terms of employment, where they are due to employees and the tax authorities respectively.

### **Amortisation, depreciation and impairment**

Tangible fixed assets are depreciated over their estimated useful lives as from the moment that they are ready for use. Land and investment property are not depreciated.

### **Other interest and related income**

Interest income are recognised on a pro rata basis, taking account of the effective interest rate of the assets and liabilities to which they relate. In accounting for interest expenses, the recognised transaction expenses for loans received are taken into consideration.

### **Interest and related expenses**

Interest expenses are recognised on a pro rata basis, taking account of the effective interest rate of the assets and liabilities to which they relate. In accounting for interest expenses, the recognised transaction expenses for loans received are taken into consideration.

### **Income tax expense**

Tax on the result is calculated based on the result before tax in the income statement, taking account of the losses available for set-off from previous financial years (to the extent that they have not already been included in the deferred tax assets) and exempt profit components and after the addition of non-deductible costs. Due account is also taken of changes which occur in the deferred tax assets and deferred tax liabilities in respect of changes in the applicable tax rate.

### **Share in results of subsidiaries and participating interests**

Where no significant influence is exercised, the dividend income is accounted for in the profit and loss as financial income.

## **8 NOTES TO CONSOLIDATED BALANCE SHEET**

### **PROPERTY, PLANT AND EQUIPMENT**

	1 June 2023 to 31 December 2023	31 May 2023	
	€	€	
<b>Land and buildings</b>			
Building plots	6,499,690	900,000	
Machinery	112,821	118,513	
Other tangible assets	41,842	41,380	
<b>Total</b>	<b>6,654,353</b>	<b>1,059,893</b>	
	Land and buildings	Other tangible assets	Total
	€	€	€
<b>Carrying value June 1, 2023</b>			
Cost or manufacturing price	900,000	122,579	46,789
Accumulated amortisation and impairments	-	-4,066	-5,409
	<b>900,000</b>	<b>118,513</b>	<b>41,380</b>
			<b>1,059,893</b>
<b>Movements 1 June 2023 to 31 December 2023</b>			
Additions	5,599,690	-	7,449
Depreciation	-	-5,692	-6,987
	<b>5,599,690</b>	<b>-5,692</b>	<b>462</b>
			<b>5,594,460</b>
<b>Carrying value December 31, 2023</b>			
Cost or manufacturing price	6,499,690	122,579	52,586
Accumulated amortisation and impairments	-	-9,758	-10,744
	<b>6,499,690</b>	<b>112,821</b>	<b>41,842</b>
Depreciation rate (average)	-	10.0	20.0

**FINANCIAL ASSETS**

	1 June 2023 to 31 December 2023	31 May 2023
	€	€
<b>Other investments</b>		
HBC Group The Netherlands Holding B.V.	1,626,666	1,626,666
<b>Deferred tax assets</b>		
Available tax losses	148,410	145,136
<b>Total</b>	<u>1,775,076</u>	<u>1,771,802</u>
	<b>Other</b> <b>investments</b>	<b>Deferred</b> <b>tax assets</b>
	€	€
Carrying value June 1, 2023	1,626,666	145,136
<b>Movements 1 June 2023 to 31 December 2023</b>		1,771,802
Additions	- 3,274	3,274
	<u>- 3,274</u>	<u>3,274</u>
<b>Carrying value December 31, 2023</b>	<u>1,626,666</u>	<u>148,410</u>
	<u>1,775,076</u>	

**INVENTORIES**

	1 June 2023 to 31 December 2023	31 May 2023
	€	€
Work in progress	- 5,492,574	
<b>Total</b>	<u>-</u>	<u>5,492,574</u>

**RECEIVABLES**

	1 June 2023 to 31 December 2023	31 May 2023
	€	€
<b>Tax receivables</b>		
VAT	890	373
Wage tax and social security	- 1,860	
	<u>890</u>	<u>2,233</u>

	1 June 2023 to 31 December 2023	31 May 2023
	€	€
Other receivables	32,932	45,635
<b>Accrued income</b>		
Current account HBC Group Nederland Holding B.V.	11,677	-
Accrued income	10,955	55,430
Prepaid expenses	7,358	-
Management fee to be invoiced	7,000	-
Amounts receivable from investors	-	1,225,700
Amounts receivable	-	14,864
Other	-	2,725
	<hr/> 36,990	<hr/> 1,298,719
<b>Total</b>	<hr/> 70,812	<hr/> 1,346,587

### **CASH AND CASH EQUIVALENTS**

	1 June 2023 to 31 December 2023	31 May 2023
	€	€
Bank credits	9,745	56,869
In transit	5,000	-
<b>Total</b>	<hr/> 14,745	<hr/> 56,869

### **GROUP EQUITY**

	1 June 2023 to 31 December 2023	31 May 2023
	€	€
Equity	1,536,216	297,661
<b>Group equity</b>	<hr/> 1,536,216	<hr/> 297,661

### **Disclosure**

The shareholders' equity is detailed in the notes to the standalone financial statements.

**NON-CURRENT LIABILITIES**

	1 June 2023 to 31 December 2023	31 May 2023
	€	€
Payables to group companies	135,880	-
<b>Payables to receivables shareholders and participating interests</b>		
Current account H. Broen	1,042,439	553,964
<b>Other payables</b>		
Bonds	2,500,558	2,594,558
Other	517,477	517,477
	<hr/> 3,018,035	<hr/> 3,112,035
<b>Total</b>	<hr/> 4,196,354	<hr/> 3,665,999

**Disclosure**

*Rekening courant H. Broen*

Interest at the rate of 3.00% has been calculated on the average current account balance.

*Bond loan*

These are issued bond loans with a maturity of five years at an interest rate of 7.5%. Redemption will take place on 18 December 2025.

**CURRENT LIABILITIES**

	1 June 2023 to 31 December 2023	31 May 2023
	€	€
<b>Trade payables</b>		
Account payable	20,751	33,465
<b>Taxes payable and social security contributions payable</b>		
Corporation income tax	1,284,370	1,284,370
VAT	1,215,893	1,228,710
Wage tax and social security	10,354	10,338
	<hr/> 2,510,617	<hr/> 2,523,418
Other payables	64,972	372,999
<b>Accruals</b>		
Payable purchase price shares	93,336	2,642,364
Municipal fees	-	88,646
Interest bonds	-	80,000
Accounting fees	75,556	7,519
Other	17,184	15,654
	<hr/> 186,076	<hr/> 2,834,183
<b>Total</b>	<hr/> 2,782,416	<hr/> 5,764,065

## **9 NOTES TO CONSOLIDATED PROFIT AND LOSS ACCOUNT**

### **REVENUE AND GROSS MARGIN**

	1 June 2023 to 31 December 2023	2022-2023
	€	€
Other operating income	88,647	72,097
<b>Operating income</b>	<b>88,647</b>	<b>72,097</b>
Cost of sales	647	7,380
Cost of outsourced work and other external expenses	823	61,575
<b>Gross margin</b>	<b>87,177</b>	<b>3,142</b>

### **EMPLOYEE BENEFITS**

	1 June 2023 to 31 December 2023	2022-2023
	€	€
Wages and salaries	91,561	75,961
Social security contributions	15,861	15,861
<b>Total</b>	<b>107,422</b>	<b>91,822</b>

### **AMORTISATION, DEPRECIATION AND IMPAIRMENT**

	1 June 2023 to 31 December 2023	2022-2023
	€	€
Depreciation of tangible assets	12,679	9,469
<b>Total</b>	<b>12,679</b>	<b>9,469</b>

**OTHER OPERATING EXPENSES**

	1 June 2023 to 31 December 2023	2022-2023
	€	€
Accommodation costs	28,864	72,577
Sales related expenses	45,891	42,796
Office related expenses	1,483	1,483
General expenses	95,224	128,611
<b>Total</b>	<b>171,462</b>	<b>245,467</b>

**FINANCIAL INCOME AND EXPENSE**

	1 June 2023 to 31 December 2023	2022-2023
	€	€
Interest income other parties	-	2,173
Interest expenses from shareholders and participating interests	-13,847	-8,727
Interest expenses credit institutions	-6,282	-676
<b>Interest expenses other parties</b>		
Interest bonds	-107,636	-278,525
Administrative expenses bonds	-13,949	-26,433
Interest and bank Other	-2,750	-2,572
Other	-8,077	-1,238
	<b>-132,412</b>	<b>-308,768</b>
<b>Financial income and expense</b>	<b>-152,541</b>	<b>-315,998</b>

**TAXATION**

	1 June 2023 to 31 December 2023	2022-2023
	€	€
Deferred income tax expense	-3,274	-
Income tax expense from current financial year	-	-128,469
<b>Income tax expense</b>	<b>-3,274</b>	<b>-128,469</b>

**SHARE IN RESULTS OF SUBSIDIARIES AND PARTICIPATING INTERESTS**

	1 June 2023 to 31 December 2023	2022-2023
	€	€
<b>Share in result of other participating interests</b>		
Service Hotel and Resort International B.V.	-	-664
<b>Total</b>	<hr/> <hr/>	<hr/> <hr/> -664

## **10 OTHER NOTES**

### **SUBSEQUENT EVENTS**

In June 2024 several plots of the Koningsbosch project were sold to a third party. The monastery plot, the supermarket plot and four additional plots. After the balance sheet date, the subsidiary Henri Broen B.V. was sold. For bondholders of the 7.5% HB Holding N.V. 20/25, this means that the realised and expected sales proceeds will be available to easily service the coupon payments and repay the bond in December 2025. It is expected that the remaining villa properties will be sold in the current financial year.

The wholly owned subsidiary HenriPay UAB was founded in Lithuania after the balance sheet date. HenriPay UAB is currently undergoing the application process to obtain an EMI (Electronic Money Institution) licence and has already successfully completed two of three steps.

## 11 COMPANY BALANCE SHEET AS AT 31 DECEMBER 2023

### ASSETS

<i>(after profit appropriation)</i>	1 June 2023	31 May 2023	
	to 31 December 2023	€	€
<b>Non-current assets</b>			
Property, plant and equipment	6,631,362	1,039,854	
Financial assets	1,904,598	2,787,502	
<b>Current assets</b>			
Receivables	51,436	37,131	
Cash and cash equivalents	7,836	38,361	
<b>Total</b>	<b>8,595,232</b>	<b>3,902,848</b>	

**EQUITY AND LIABILITIES**

	1 June 2023 to 31 December 2023	31 May 2023
	€	€
<b>Equity</b>		
Share capital	475,001	475,001
Other reserves	1,061,216	91,540
	1,536,217	566,541
Provisions	337,368	-
Non-current liabilities	6,584,005	3,148,522
Current liabilities	137,642	187,785
<b>Total</b>	<b>8,595,232</b>	<b>3,902,848</b>

**12 COMPANY PROFIT AND LOSS ACCOUNT FOR THE PERIOD 1 JUNE 2023  
TO 31 DECEMBER 2023**

	1 June 2023 to 31 December 2023	2022-2023
	€	€
Net revenue	7,000	12,000
<b>Gross margin</b>	<hr/> 7,000	<hr/> 12,000
Employee benefits	15,600	-
Amortisation, depreciation and impairment	8,182	5,470
Other operating expenses	128,666	183,842
<b>Sum of expenses</b>	<hr/> 152,448	<hr/> 189,312
<b>Operating result</b>	<hr/> -145,448	<hr/> -177,312
Financial income and expense	-65,186	-184,066
<b>Result before tax</b>	<hr/> -210,634	<hr/> -361,378
Income tax expense	-	84,574
Share in results of subsidiaries and participating interests	-143,018	-255,005
<b>Result after tax</b>	<hr/> -353,652	<hr/> -531,809

## **13 ACCOUNTING POLICIES**

### **GENERAL**

#### **General policies**

The financial statements are drawn up in accordance with the provisions of Title 9, Book 2, of the Dutch Civil Code and the Dutch Accounting Standards applicable to small legal entities, as published by the Dutch Accounting Standards Board ('Raad voor de Jaarverslaggeving').

#### **Accounting policies for the valuation of assets and equity and liabilities**

Assets and liabilities are generally valued at historical cost, production cost or at fair value at the time of acquisition. If no specific valuation principle has been stated, valuation is at historical cost.

#### **Accounting policies for the income statement**

The result is the difference between the realisable value of the goods/services provided and the costs and other charges during the year. The results on transactions are recognised in the year in which they are realised.

## **ACCOUNTING POLICIES FOR ASSETS**

#### **Property, plant and equipment**

Land and buildings are valued at historical cost plus additional costs or production cost less straight-line depreciation based on the expected useful life. Land is not depreciated. Impairments expected on the balance sheet date are taken into account. With regard to the determination as to whether a tangible fixed asset is subject to an impairment, please refer to the relevant section.

#### **Financial assets**

Participations (associates), over which significant influence can be exercised, are valued according to the net asset value method. In the event that 20% or more of the voting rights can be exercised, it may be assumed that there is significant influence.

The net asset value is calculated in accordance with the accounting principles that apply for these financial statements; with regard to participations in which insufficient data is available for adopting these principles, the valuation principles of the respective participation are applied.

Associated companies with a negative net equity value are valued at nil. If the company fully or partly guarantees the liabilities of the associated company concerned, or has the effective obligation respectively, to enable the associated company to pay its (share of the) liabilities, a provision is formed. Upon determining this provision, provisions for doubtful debts already deducted from receivables from the associated company are taken into account.

#### **Receivables**

Upon initial recognition the receivables are recorded at the fair value and subsequently valued at the amortized cost. The fair value and amortized cost equal the face value.

#### **Cash and cash equivalents**

Cash at banks and in hand represent cash in hand, bank balances and deposits with terms of less than twelve months. Overdrafts at banks are recognised as part of debts to lending institutions under current liabilities. Cash at banks and in hand is carried at nominal value.

## **ACCOUNTING POLICIES FOR EQUITY AND LIABILITIES**

#### **Provisions**

Provisions are recognised for legally enforceable or constructive obligations that exist at the balance sheet date, and for which it is probable that an outflow of resources will be required and a reliable estimate can be made.

Provisions are measured at the best estimate of the amount that is necessary to settle the obligation as per the balance sheet date. Provisions for pension are valued on the basis of actuarial principles.

The other provisions are carried at the nominal value of the expenditure that is expected to be necessary in order to settle the obligation, unless stated otherwise.

**Non-current liabilities**

On initial recognition long-term debts are recognised at fair value. Transaction costs which can be directly attributed to the acquisition of the long-term debts are included in the initial recognition. After initial recognition long-term debts are recognised at the amortised cost price, being the amount received taking into account premiums or discounts and minus transaction costs.

**Current liabilities**

On initial recognition current liabilities are recognised at fair value. After initial recognition current liabilities are recognised at the amortised cost price, being the amount received, taking into account premiums or discounts, less transaction costs. This usually is the nominal value.

## **ACCOUNTING POLICIES FOR THE INCOME STATEMENT**

**Net revenue**

Revenues from the services rendered are recognised in proportion to the services delivered, based on the services rendered up to the balance sheet date in proportion to the total of services to be rendered.

**Employee benefits**

Salaries, wages and social security contributions are charged to the income statement based on the terms of employment, where they are due to employees and the tax authorities respectively.

**Amortisation, depreciation and impairment**

Tangible fixed assets are depreciated over their estimated useful lives as from the moment that they are ready for use. Land and investment property are not depreciated.

**Other operating expenses**

Costs are determined on a historical basis and are attributed to the reporting year to which they relate.

**Other interest and related income**

Interest income are recognised on a pro rata basis, taking account of the effective interest rate of the assets and liabilities to which they relate. In accounting for interest expenses, the recognised transaction expenses for loans received are taken into consideration.

**Interest and related expenses**

Interest expenses are recognised on a pro rata basis, taking account of the effective interest rate of the assets and liabilities to which they relate. In accounting for interest expenses, the recognised transaction expenses for loans received are taken into consideration.

**Income tax expense**

Tax on the result is calculated based on the result before tax in the income statement, taking account of the losses available for set-off from previous financial years (to the extent that they have not already been included in the deferred tax assets) and exempt profit components and after the addition of non-deductible costs. Due account is also taken of changes which occur in the deferred tax assets and deferred tax liabilities in respect of changes in the applicable tax rate.

**Share in results of subsidiaries and participating interests**

The result is the amount by which the carrying amount of the participation has changed since the previous financial statements as a result of the earnings achieved by the participation to the extent that this can be attributed to HB Holding N.V.

Where no significant influence is exercised, the dividend income is accounted for in the profit and loss as financial income.

## 14 NOTES TO COMPANY BALANCE SHEET

### PROPERTY, PLANT AND EQUIPMENT

	1 June 2023 to 31 December 2023	31 May 2023	
	€	€	
<b>Land and buildings</b>			
Building plots	6,499,690	900,000	
Machinery	112,821	118,513	
Other tangible assets	18,851	21,341	
<b>Total</b>	<b>6,631,362</b>	<b>1,039,854</b>	
	Land and buildings	Other tangible assets	Total
	€	€	€
<b>Carrying value June 1, 2023</b>			
Cost or manufacturing price	900,000	122,579	23,100 1,045,679
Accumulated amortisation and impairments	-	-4,066	-1,759 -5,825
	<b>900,000</b>	<b>118,513</b>	<b>21,341 1,039,854</b>
<b>Movements 1 June 2023 to 31 December 2023</b>			
Additions	5,599,690	-	- 5,599,690
Depreciation	-	-5,692	-2,490 -8,182
	<b>5,599,690</b>	<b>-5,692</b>	<b>-2,490 5,591,508</b>
<b>Carrying value December 31, 2023</b>			
Cost or manufacturing price	6,499,690	122,579	23,100 6,645,369
Accumulated amortisation and impairments	-	-9,758	-4,249 -14,007
	<b>6,499,690</b>	<b>112,821</b>	<b>18,851 6,631,362</b>
Depreciation rate (average)	-	10.0	20.0

**FINANCIAL ASSETS**

	1 June 2023 to 31 December 2023	31 May 2023		
	€	€		
<b>Investments in group companies</b>				
Henri Broen B.V.	1,429,413	1,452,866		
HenryPay OÜ	2,500	-		
Broen Real Estate GMBH	1	1		
HenriPay B.V.	1	1		
Henri Broen Construction B.V.	1	1		
	<b>1,431,916</b>	<b>1,452,869</b>		
<b>Receivables from group companies</b>				
Current account Henri Broen B.V.	-	1,131,182		
Current account Henri Real Estate GMBH	317,674	48,771		
Current account Henri Broen Construction B.V.	-	10,376		
Current account HenriPay B.V.	11,194	490		
	<b>328,868</b>	<b>1,190,819</b>		
<b>Deferred tax assets</b>				
Available tax losses	143,814	143,814		
<b>Total</b>	<b>1,904,598</b>	<b>2,787,502</b>		
	Investments in group companies	Receivables from group companies	Deferred tax assets	Total
	€	€	€	€
Carrying value June 1, 2023	1,452,869	1,190,819	143,814	2,787,502
<b>Movements 1 June 2023 to 31 December 2023</b>				
Additions	2,500	-	-	2,500
Disposals	-	-861,951	-	-861,951
Share in result of participating interests	-143,018	-	-	-143,018
Movements in provision of participations	119,565	-	-	119,565
	<b>-20,953</b>	<b>-861,951</b>	<b>-</b>	<b>-882,904</b>
<b>Carrying value December 31, 2023</b>	<b>1,431,916</b>	<b>328,868</b>	<b>143,814</b>	<b>1,904,598</b>

Name entity	Location	% share capital	Additional information
Henri Broen B.V.	Koningsbosch	100.00	
Broen Real Estate GmbH	Kleve	100.00	per 31 december 2023
HenriPay B.V.	Spijkenisse	100.00	
Henri Broen Construction B.V.	Balgoij	100.00	
HenriPay OU	Tallinn	100.00	

**Disclosure**

Current account Henri Broen B.V.

Interest at the rate of 10.5% has been calculated on the average current account balance.

Current account Broen Real Estate GmbH

Interest at the rate of 1.5% has been calculated on the average current account balance.

Current account HenriPay B.V.

No interest has been charged on the current account balance.

Current account Henri Broen Construction B.V.

No interest has been charged on the current account balance.

**RECEIVABLES**

	1 June 2023 to 31 December 2023 €	31 May 2023 €
<b>Other receivables</b>		
Other	25,036	25,036
<b>Accrued income</b>		
Accrued management fee	19,000	12,000
Prepaid expenses	7,400	95
	26,400	12,095
<b>Total</b>	<b>51,436</b>	<b>37,131</b>

**CASH AND CASH EQUIVALENTS**

	1 June 2023 to 31 December 2023 €	31 May 2023 €
<b>Bank credits</b>		
Sparkasse	7,836	38,361
<b>Total</b>	<b>7,836</b>	<b>38,361</b>

## **EQUITY**

	1 June 2023 to 31 December 2023	31 May 2023
	€	€
<b>Share capital</b>		
Issued share capital	475,001	475,001
Other reserves	1,061,216	91,540
<b>Total</b>	<b>1,536,217</b>	<b>566,541</b>
	Share capital	Other reserves
	€	€
Balance June 1, 2023	475,001	91,540
<b>Movements 1 June 2023 to 31 December 2023</b>		
Sale of treasury shares	- 1,323,328	1,323,328
Result for the year	- -353,652	-353,652
	<b>- 969,676</b>	<b>969,676</b>
<b>Balance December 31, 2023</b>	<b>475,001</b>	<b>1,061,216</b>
		<b>1,536,217</b>

### **Share capital**

The authorised share capital of HB Holding N.V. amounts to € 2,000,000, divided into 200,000,000 ordinary shares of € 0.01. Share capital amounts to € 500.001 ordinary shares whereof 50,000,000 shares of € 0.01 are publicly tradable under ISIN:NL0015000NA2. Additionally 1 preference share of € 1 is issued.

On 23 September 2022, HB Holding N.V. repurchased 2,500,000 ordinary shares at €0.01. In fourth quarter 2023 HB Holding sold 91.264 treasury shares. At 31 December 2023 the number of treasury shares was 2,408,736. At a closing price of € 14,40 the market value of treasury shares amounts to € 34.7 million. Under DUTCH GAAP treasury shares are valued at cost price however.

### **Retained earnings**

The retained portion of the profit for the period from 1 June 1 2023 to 31 December 2023, amounts to € -353,652 (2022-2023: € -531,809).

## **PROVISIONS**

	1 June 2023 to 31 December 2023	31 May 2023
	€	€
Provision relating to subsidiaries		
	337,368	-
<b>Total</b>	<b>337,368</b>	<b>-</b>

	1 June 2023 to 31 December 2023	2022-2023
	€	€
<i>Provision relating to subsidiaries</i>		
Balance June 1	-	-
Addition to provision	337,368	-
<b>Balance December 31</b>	<b>337,368</b>	<b>-</b>

## **NON-CURRENT LIABILITIES**

	1 June 2023 to 31 December 2023	31 May 2023
	€	€
<b>Payables to group companies</b>		
Current account Henri Broen B.V.	2,936,146	-
Current account Henri Broen Construction B.V.	104,862	-
	<hr/>	<hr/>
	3,041,008	-
Payables to receivables shareholders and participating interests	1,042,439	553,964
<b>Other payables</b>		
Bond loan	2,500,558	2,594,558
	<hr/>	<hr/>
<b>Total</b>	<b>6,584,005</b>	<b>3,148,522</b>

### **Disclosure**

#### Rekening courant H. Broen

Interest at the rate of 3.00% has been calculated on the average current account balance.

#### Bond loan

These are issued bond loans with a maturity of five years at an interest rate of 7.5%. Redemption will take place on 18 December 2025.

**CURRENT LIABILITIES**

	1 June 2023 to 31 December 2023 €	31 May 2023 €
<b>Trade payables</b>		
Account payable	4,183	16,036
<b>Group companies</b>		
Current account HenryPay OÜ	2,500	-
<b>Taxes payable and social security contributions payable</b>		
VAT	27	2,230
Wage tax and social security	1,876	-
	<hr/> 1,903	<hr/> 2,230
Other payables	58,000	88,000
<b>Accruals</b>		
Interest bonds	-	80,000
Accounting fees	7,466	1,500
Other	63,590	19
	<hr/> 71,056	<hr/> 81,519
<b>Total</b>	<hr/> <hr/> 137,642	<hr/> <hr/> 187,785

## **15 NOTES TO COMPANY PROFIT AND LOSS ACCOUNT**

### **REVENUE AND GROSS MARGIN**

	1 June 2023 to 31 December 2023	2022-2023
	€	€
<b>Net revenue</b>		
Management fee	7,000	12,000
<b>Operating income</b>	7,000	12,000
<b>Gross margin</b>	<u>7,000</u>	<u>12,000</u>

### **EMPLOYEE BENEFITS**

	1 June 2023 to 31 December 2023	2022-2023
	€	€
Wages and salaries	15,600	-
<b>Total</b>	<u>15,600</u>	<u>-</u>

### **AMORTISATION, DEPRECIATION AND IMPAIRMENT**

	1 June 2023 to 31 December 2023	2022-2023
	€	€
Depreciation of tangible assets	8,182	5,470
<b>Total</b>	<u>8,182</u>	<u>5,470</u>

**OTHER OPERATING EXPENSES**

	1 June 2023 to 31 December 2023	2022-2023
	€	€
<b>Accommodation costs</b>		
Rent	25,875	44,025
Maintenance expenses	20	907
Taxes and licenses	-	277
Other	1,644	11
	27,539	45,220
<b>Sales related expenses</b>		
Travel and accommodation costs	5,459	12,002
Advertising and promotional costs	1,614	10,692
Entertainment expenses	7,835	8,249
Freight expenses	-	6,713
Travel expenses	8,728	2,905
Management fee	21,353	1,500
Other	459	265
	45,448	42,326
<b>General expenses</b>		
Advisory costs	23,947	84,269
Accounting fees	7,000	7,257
Subscriptions and memberships	-	1,600
Office supplies	1,335	1,192
Computer expenses	2,567	1,163
Insurance costs	4,496	-
Other	16,334	815
	55,679	96,296
<b>Total</b>	<b>128,666</b>	<b>183,842</b>

**FINANCIAL INCOME AND EXPENSE**

	1 June 2023 to 31 December 2023	2022-2023
	€	€
<b>Interest income from group companies</b>		
Interest current account Henri Broen B.V.	70,488	129,161
Interest current account Broen Real State GmbH	-	755
Interest current account HenriPay B.V.	67	-
	70,555	129,916

	1 June 2023 to 31 December 2023	2022-2023
	€	€
<b>Interest expenses from shareholders and participating interests</b>		
Interest current account H. Broen	-13,847	-8,727
<b>Interest expenses other parties</b>		
Interest bonds	-107,636	-278,525
Administrative expenses bonds	-13,949	-26,433
Interest and bank charges	-309	-297
	<hr/>	<hr/>
	-121,894	-305,255
<b>Financial income and expense</b>		
	<hr/>	<hr/>
	<b>-65,186</b>	<b>-184,066</b>

## **TAXATION**

	1 June 2023 to 31 December 2023	2022-2023
	€	€
Income tax expense from current financial year		
	-	-84,574
<b>Income tax expense</b>		
	<hr/>	<hr/>
	<b>-</b>	<b>-84,574</b>

## **SHARE IN RESULTS OF SUBSIDIARIES AND PARTICIPATING INTERESTS**

	1 June 2023 to 31 December 2023	2022-2023
	€	€
<b>Share in result of group companies</b>		
Henri Broen B.V.	-23,453	-133,239
Broen Real Estate GMBH	-104,619	-116,132
Henri Broen Construction B.V.	-13,958	-3,711
HenriPay B.V.	-988	-1,923
<b>Total</b>	<hr/>	<hr/>
	<b>-143,018</b>	<b>-255,005</b>

## **16 OTHER NOTES**

### **EMPLOYEES**

#### **Disclosure average number of employees**

During 1 June 2023 to 31 December 2023, on average 0,3 employees were employed on a full-time basis (2022-2023: nil).

### **PROFIT APPROPRIATION**

#### **Appropriation of the results**

The annual report was adopted in the general meeting of shareholders. The general meeting of shareholders has determined the appropriation of result in accordance with the proposal being made to that end.

#### **Proposed appropriation of the results**

The board of directors proposes, with the approval of the supervisory board, that the result for the financial year 1 June 2023 to 31 December 2023 amounting to € -353,652 will be deducted from reserves.

### **SUBSEQUENT EVENTS**

In June 2024 several plots of the Koningsbosch project were sold to a third party. The monastery plot, the supermarket plot and four additional plots. After the balance sheet date, the subsidiary Henri Broen B.V. was sold. For bondholders of the 7.5% HB Holding N.V. 20/25, this means that the realised and expected sales proceeds will be available to easily service the coupon payments and repay the bond in December 2025. It is expected that the remaining villa properties will be sold in the current financial year.

The wholly owned subsidiary HenriPay UAB was founded in Lithuania after the balance sheet date. HenriPay UAB is currently undergoing the application process to obtain an EMI (Electronic Money Institution) licence and has already successfully completed two of three steps.

The subsidiaries HenriPay B.V. and HenriPay OÜ are preparing to enter the European market and important proofs of concept were provided.

In the real estate field, a memorandum of understanding was signed with Marchica Med for a major property and tourism project in Nador, Morocco.

### **SIGNATURE**

Eindhoven,

<i>Name</i>	<i>Function</i>	<i>Signature</i>
H. Broen	Managing director	
N.G. Peschke	Supervisory director	
M. Abele	Supervisory director	
D.O. Christ	Supervisory director	