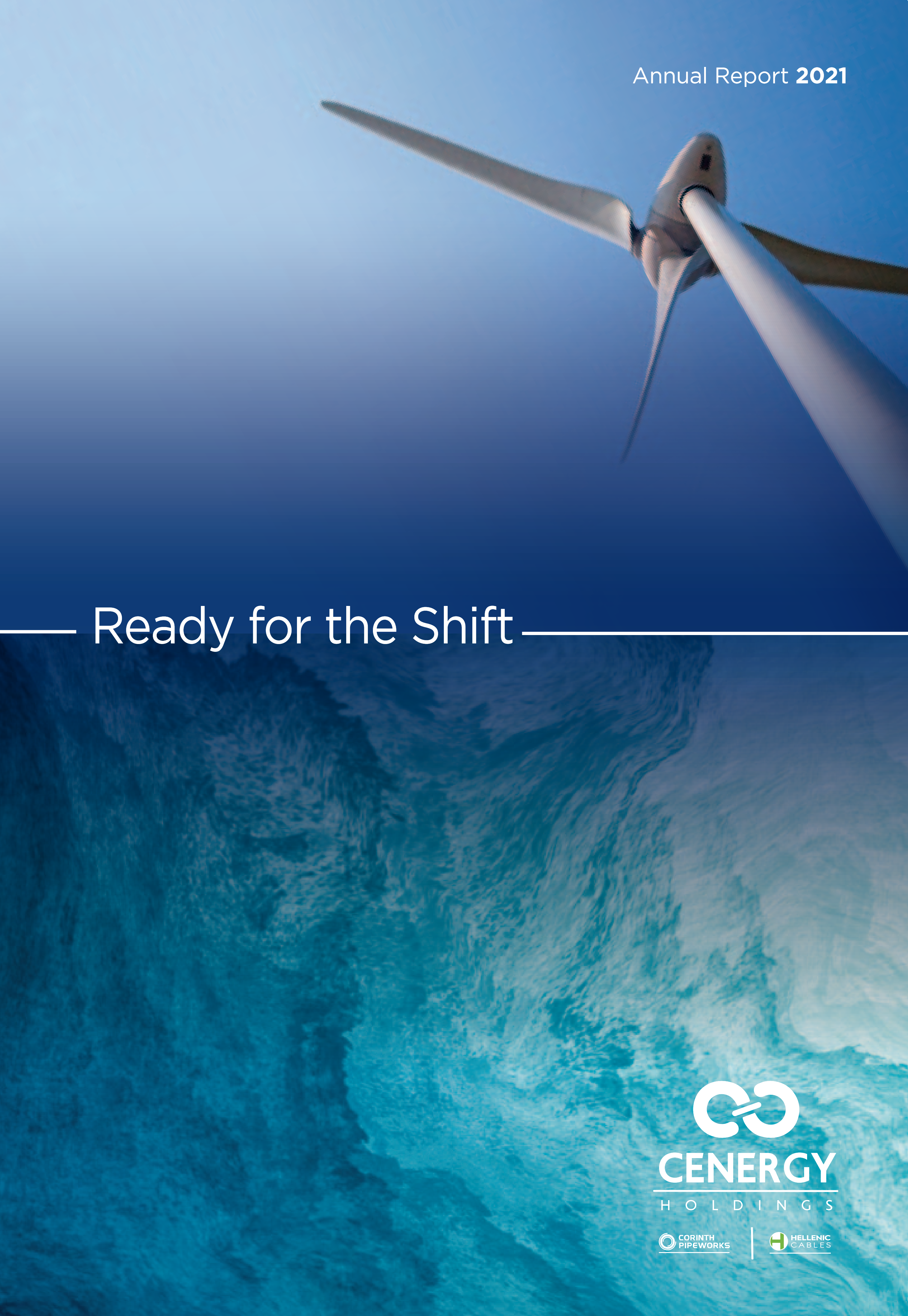
Annual Report **2021**



Ready for the Shift

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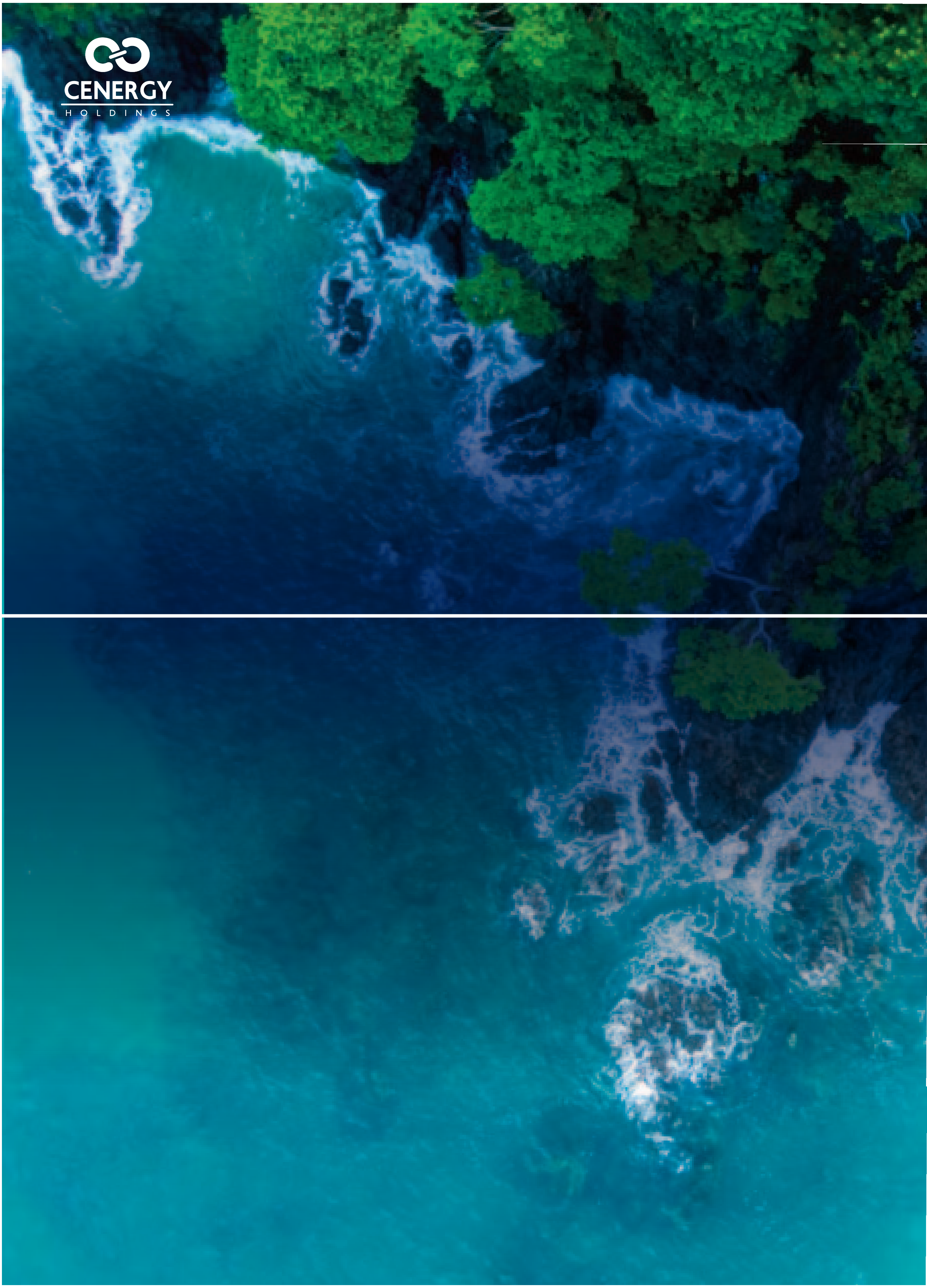
CORINTH PIPEWORKS | HELLENIC CABLES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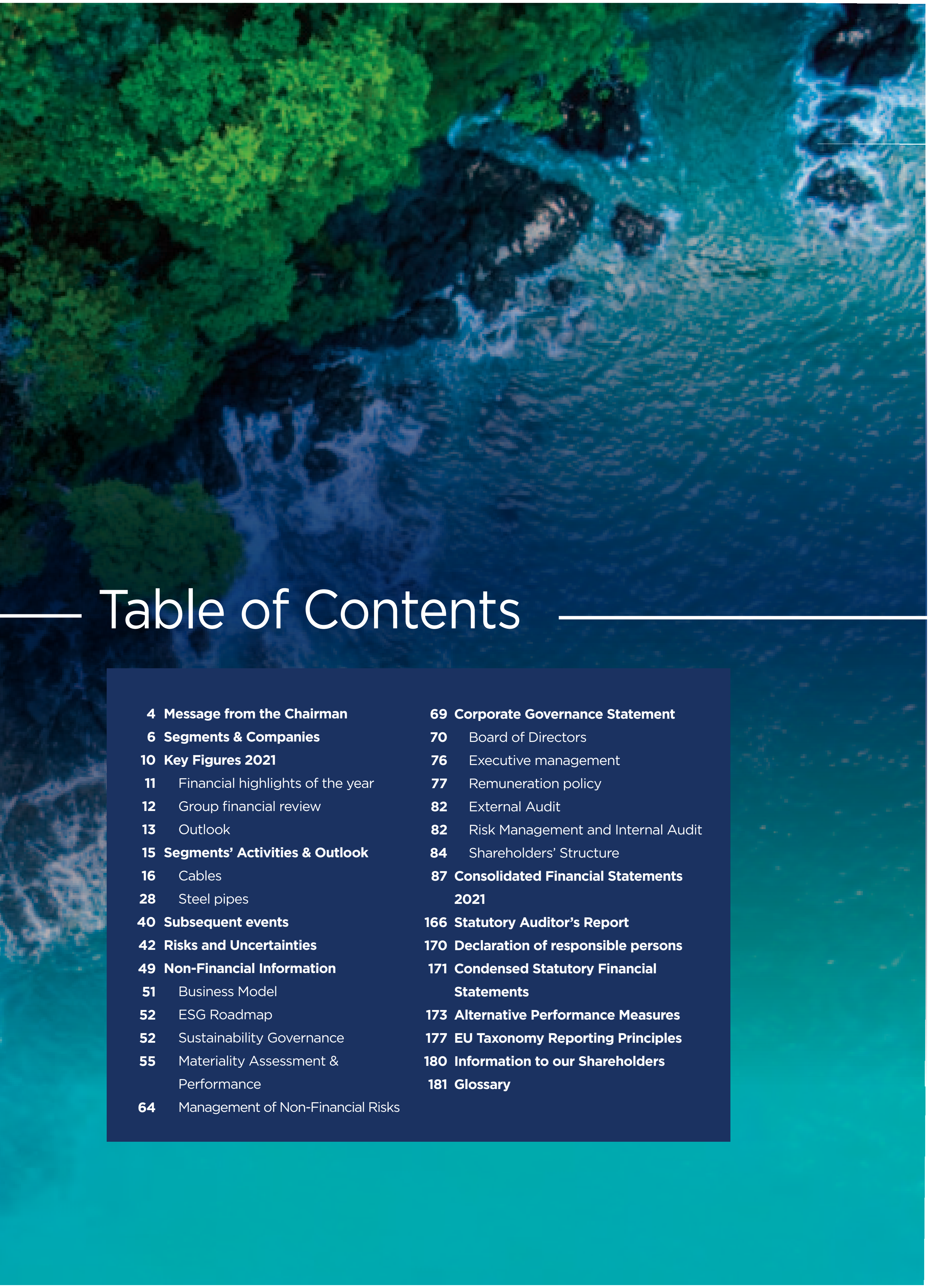

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Cenergy Holdings S.A.

Cenergy Holdings S.A. ("**Cenergy Holdings**", "**the Company**", or "**the Holding**") invests in industrial companies positioned at the forefront of high growth sectors, such as energy distribution and telecommunications.

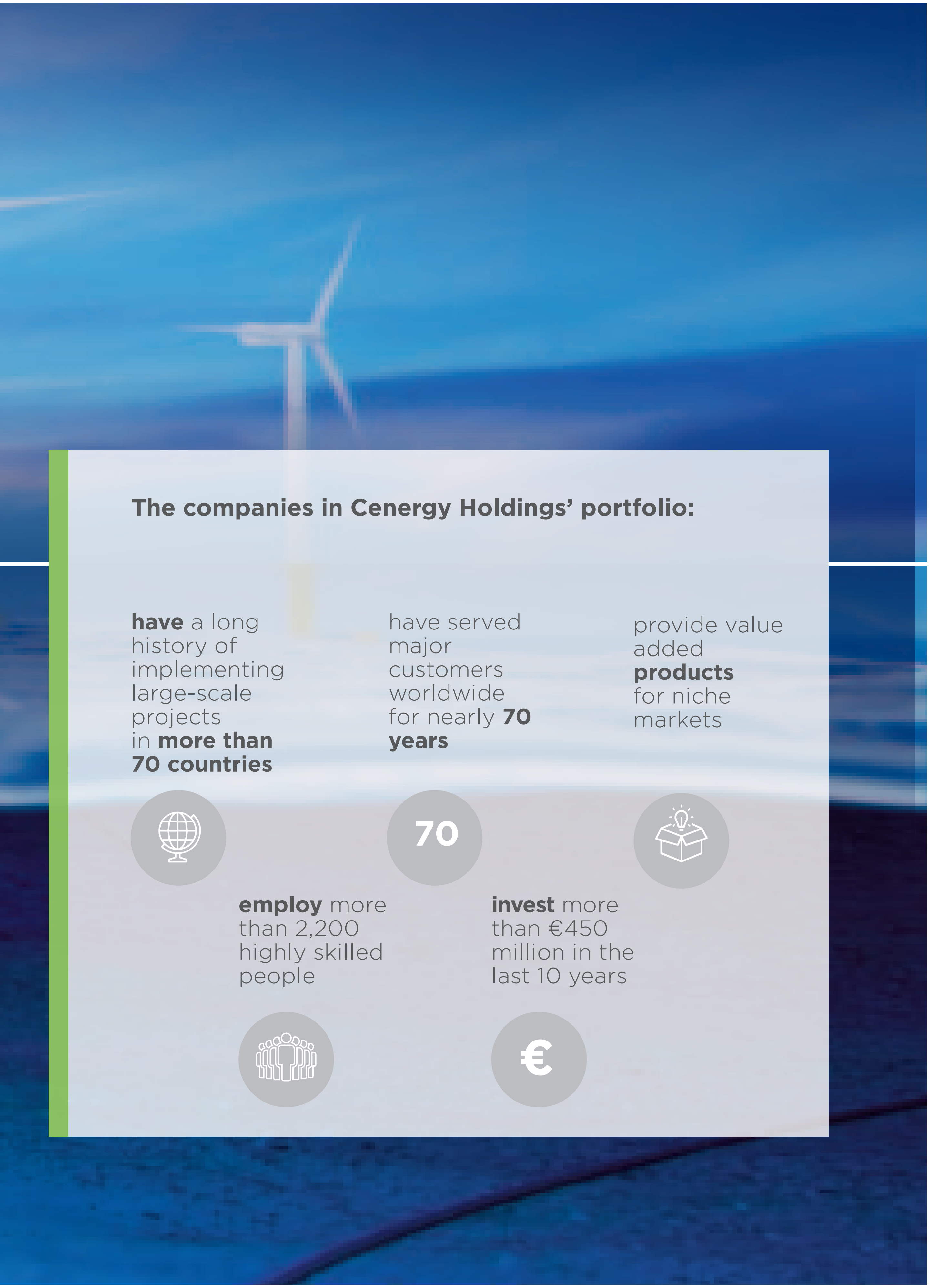
Based in Belgium, the Company was founded in 2016 and is listed on Euronext Brussels and the Athens Stock Exchange (Athex).

Cenergy Holdings is a subsidiary of Viohalco S.A., a holding company of several leading metal processing companies across Europe. Viohalco's subsidiaries specialise in the manufacture of aluminium, copper and steel products, steel pipes and cables, as well as other technologically advanced industrial applications. They have production facilities in Greece, Bulgaria, Romania, the United Kingdom, North Macedonia, Russia and Turkey.

The Management Report attached to the Consolidated Financial Statements (*Rapport de Gestion* sur les *Comptes Consolidés*), prescribed by article 3:32 of the Belgian Code of Companies and Associations (the "**BCCA**"), includes the regulatory disclosure obligations of the Company and consists of the following sections:

- ✓ Business Review (pages pages 6-47);
- ✓ Non-financial information (pages 48-67);
- ✓ Corporate Governance Statement (pages 69-85).

The Management Report should be read in conjunction with Cenergy Holdings' audited consolidated financial statements.



The companies in Cenergy Holdings' portfolio:

have a long history of implementing large-scale projects in **more than 70 countries**

have served major customers worldwide for nearly **70 years**

provide value added **products** for niche markets

70

employ more than 2,200 highly skilled people

invest more than €450 million in the last 10 years

Message from the Chairman

Dear Shareholders,

Following a difficult year 2020, it is with great joy and satisfaction that 2021 found Cenergy Holdings back on its successful course, having overcome the pandemic turmoil and demand adversity. The strong sales and operational performance of the financial year (over the EUR 100 million threshold for a second consecutive year) confirms our ability to keep moving ahead and foster further the energy transition paradigm by offering quality products to our partners across the globe.

In the cable sector, the good momentum of 2020 continued with complete production programs in all factories and smooth execution of the projects we had undertaken. The high demand for new submarine projects in Europe and America has led to significant new awards leading the order backlog to historically high levels (more than EUR 1 billion for the whole Group). In addition, increased demand in the products business has contributed further, supporting our overall sales volume and sound performance. In the highly competitive environment in which the cable industry operates, our ambition is to play a central role, as innovation leaders, in the processes of energy transition and digitization.

On the other hand, the passing year raised some intense challenges for Corinth Pipeworks: the vertical decline in 2020 of consumption and of energy prices led to the suspension of many research and drilling projects in the fossil fuel sector and accelerated our plans for a business model alternative. We are positively switching towards the new energy markets, with a focus on hydrogen-ready networks and offshore floating wind farms, without, of course, neglecting natural gas which is the main intermediate fuel in the global energy transition. On top of this changeover, we faced a negative surprise from the US Commerce Department's verdict on antidumping duty rates, a decision that cost us more than USD 14 million but one we will fight on the Courts of Law.

The geopolitical crisis and the war currently affecting Ukraine maintain our full attention. From the very first days, we have checked that no one is at risk and have taken all the necessary measures to protect industrial and commercial activities in this region of Europe.

In 2022, we keep exploring possible collaborations in Europe and overseas, especially in the offshore wind sector that shows a very strong potential. My estimate is the unfavorable period for the international pipe industry is coming to an end and this optimism is attested by the strong steel pipes orders that keep coming in. Although we remain prudent in our management style, I am convinced we will achieve steady growth and satisfactory margins in 2022. Our companies have shown in the recent past that they always look ahead with confidence, with sustainability as their compass, towards a path with a strong outlook.

Xavier Bedoret

Chairman of the Board of Directors

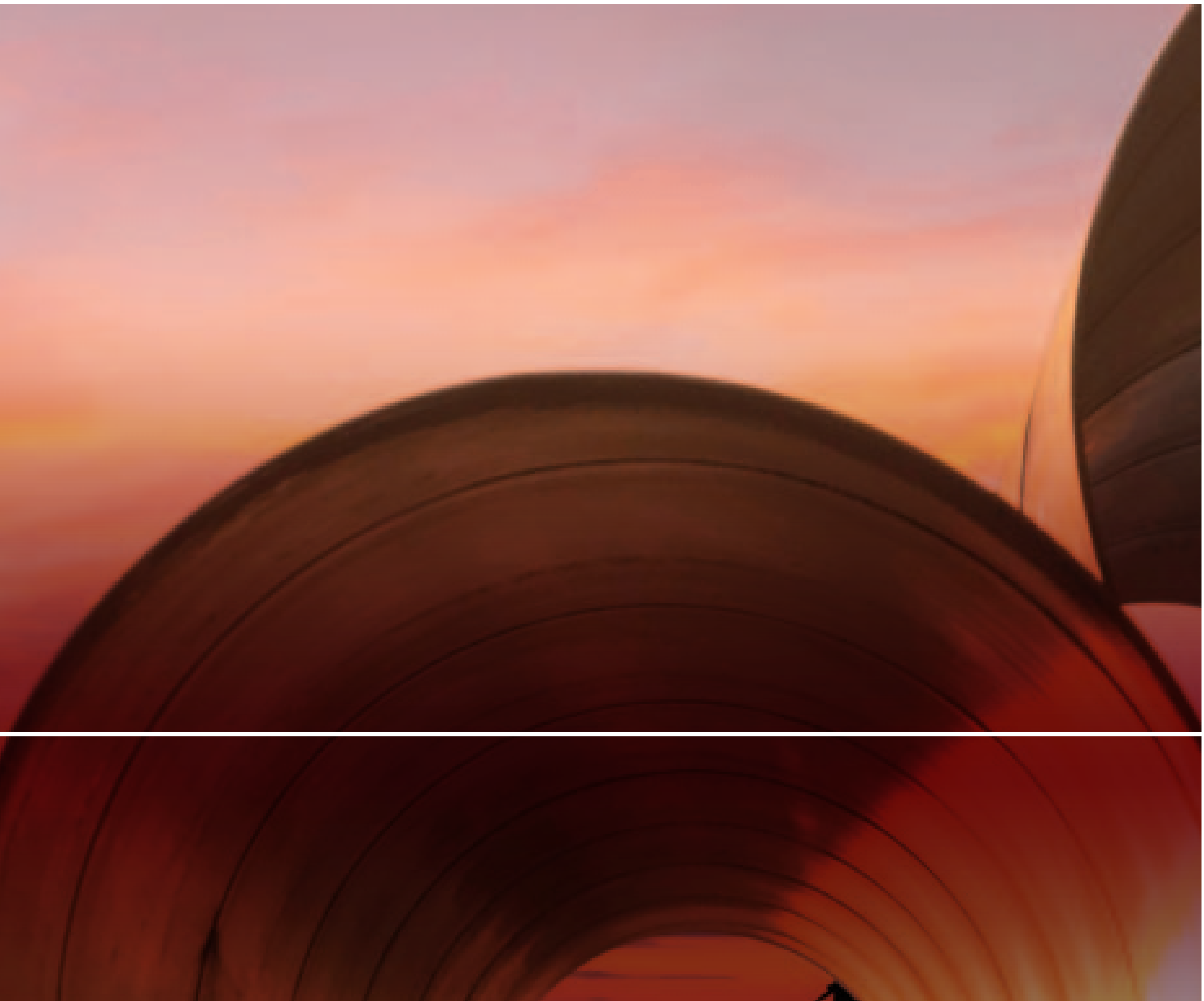
Segments & Companies

Cenergy Holdings' companies provide turnkey solutions and services to a large number of clients in the energy, telecommunications and construction sectors. With significant experience implementing large-scale projects globally and a strong focus on customer satisfaction, the companies are considered to have a leading role in their respective sectors.

Cenergy Holdings' portfolio operates under the following organisational structure which comprises two business segments:

Cables segment:

- Hellenic Cables S.A. ("**Hellenic Cables**"), one of the largest cable producers in Europe, manufacturing power and telecom cables for various sectors including oil and gas, renewables, energy transmission and distribution, construction and telecommunications.
- Fulgor S.A. ("**Fulgor**"), a subsidiary of Hellenic Cables, which manufactures submarine cables (ranging from medium to extra high voltage), submarine fibre optic cables, composite cables, special purpose cables, and copper and aluminium wires and rods.
- Icme Ecab S.A. ("**Icme Ecab**"), which manufactures cables for indoor installations, energy, control, industrial and external applications, low and medium voltage, fire-retardant, fire-resistant and halogen-free cables, mine cables, marine and special-requirement cables, telecommunication cables, signalling, remote control and data transmission cables, copper and aluminium conductors, and plastic and rubber compounds
- Lesco O.o.d. (Bulgaria), a subsidiary of Hellenic Cables, located in Bulgaria producing wooden packaging products.
- Lesco Romania S.A., based in Bucharest, Romania, assembles, repairs, and recycles wooden packaging products.
- De Laire Ltd, incorporated in Cyprus, an acquisition vehicle (holding company).
- Hellenic Cables Trading, a wholly owned subsidiary of Hellenic Cables, providing US customers with direct support and expertise throughout the entire lifetime of energy projects in the US market.
- Hellenic Cables Americas is a new wholly owned subsidiary, recently established in USA.



Steel pipes segment:

- Corinth Pipeworks Pipe Industry S.A. ("**Corinth Pipeworks**", **CPW**) is a leading manufacturer of steel pipes for the oil and gas sector and a major producer of hollow sections for the construction sector, with production facilities located in Thisvi, Greece.
- CPW America is based in Houston, USA and aims to promote Corinth Pipeworks' products and provide customer service to the Group's customers, as well as to customers of other Viohalco companies located in North and South America.
- Warsaw Tubulars Trading, incorporated in Poland, an acquisition vehicle.
- AO TMK-CPW is an associate company of Cenergy Holdings (49% ownership), formed between Corinth Pipeworks and TMK, manufacturing pipes and hollow structural sections.
- Humbel Ltd. is a Cenergy Holdings 100% subsidiary, incorporated in Cyprus and holding 49% of shares in AO TMK-CPW.

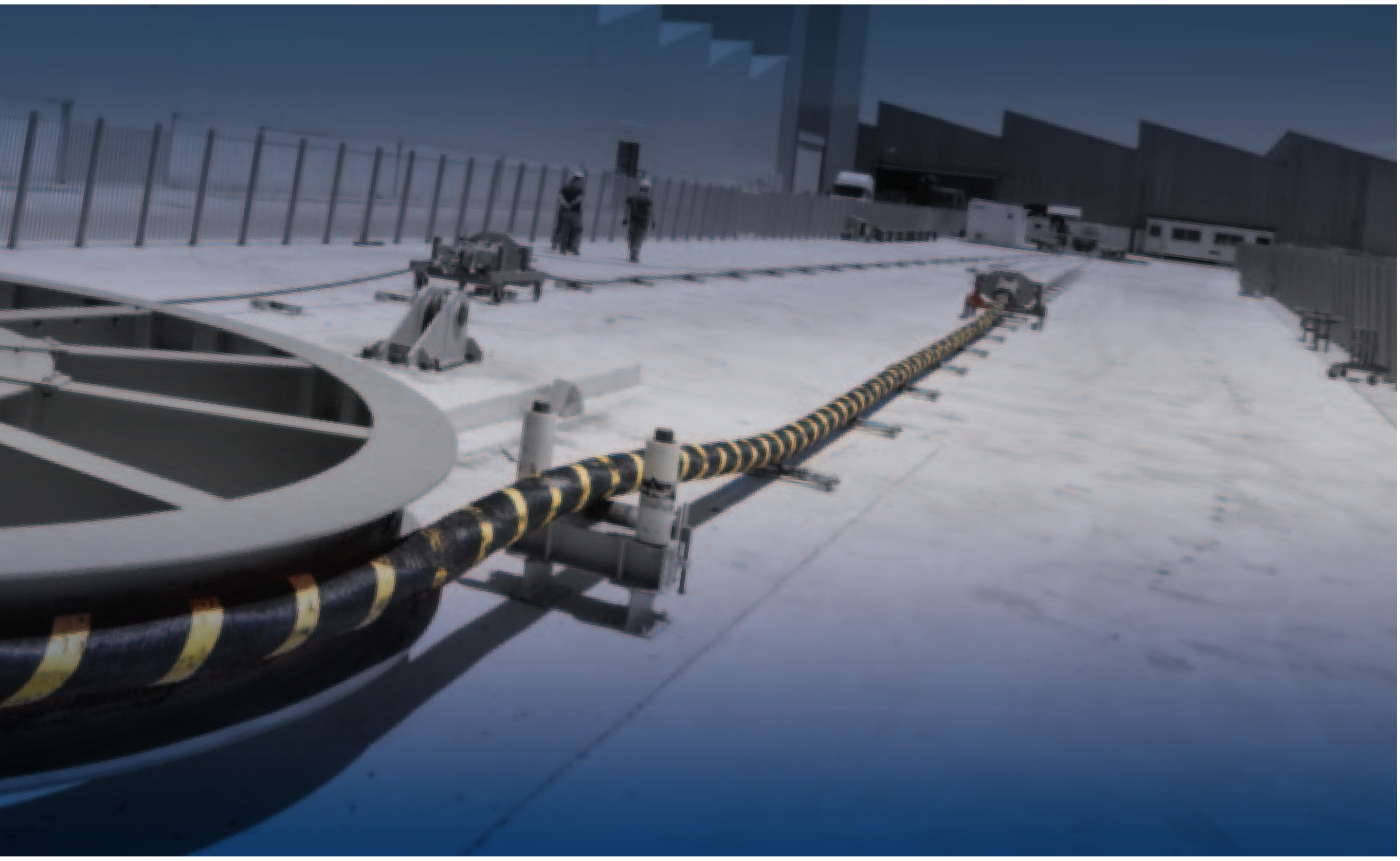
Cenergy Holdings Business segments

Cables

- Hellenic Cables
- Icme Ecab
- Lesco Romania
- Hellenic Cables Americas
- De Laire
- Fulgor
- Lesco
- Hellenic Cables Trading

Steel pipes

- Corinth Pipeworks
- Humbel
- Warsaw Tubulars Trading
- DIA.VI.PE.THIV.
- AO TMK-CPW
- CPW America



In detail:

CENERGY HOLDINGS

- Corinth Pipeworks (100%)
  - DIA.VI.PE.THIV.* (26.19%)
  - Warsaw Tubulars Trading (100%)
    - CPW America (100%)
      - Belleville Tube Company* (19.4%)
- Humbel Ltd (100%)
  - AO TMK-CPW* (49%)
- Steelmet* (29.56%)
- International Trade* (20.50%)
- Noval Property** (1.87%)
- Hellenic Cables Industry (100%)
  - Fulgor (100%)
  - LESCO (100%)
  - Hellenic Cables Trading (100%)
- Lesco Romania (65%)
- Icme Ecab (99,98%)
- Hellenic Cables Americas*** (100%)
- De Laire (100%)

Notes:
** Consolidated as equity accounted investees.*
*** Non-consolidated entities (other significant investments)*
**** On January 6, 2022 the subsidiary C-Energy Americas Co. was renamed to Hellenic Cables Americas Co.*

Key Figures 2021

The companies in Cenergy Holdings' portfolio:

- have a long history of implementing large-scale projects in more than 70 countries;
- have served major customers worldwide for nearly 70 years;
- invest more than €450 million in the last 10 years
- provide value-added products for niche markets; and
- employ more than 2,200 highly skilled people.

➢ Revenue: €1,054 million

➢ Adjusted EBITDA: €104 million

➢ Adjusted EBIT: €78 million

➢ Profit before tax: €31 million

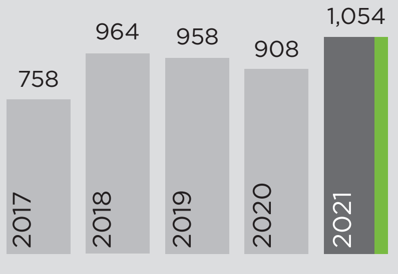
➢ Profit after tax of the year from continuing operations: €22 million

➢ Equity: €278 million

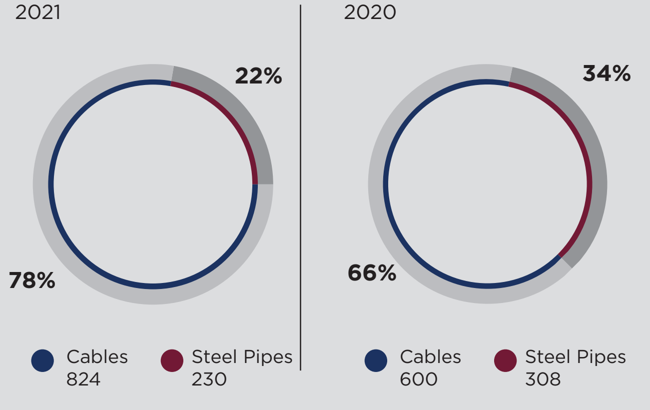
➢ Total assets: €1,206 million

➢ Net debt: €264 million

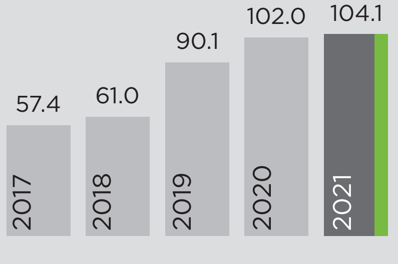
Revenue (in EUR million)



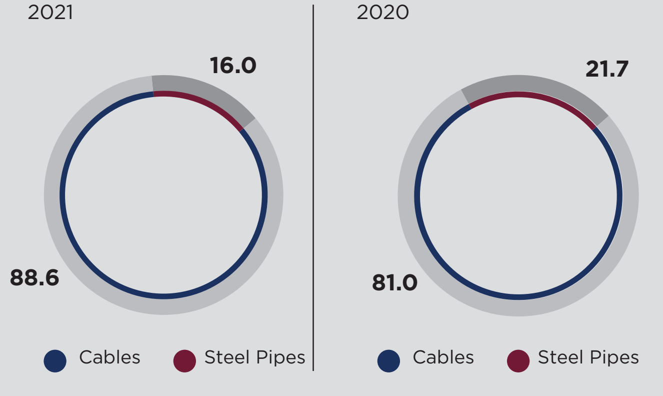
Per segment:



a-EBITDA (in EUR million)



Per segment:



Financial highlights of the year

In 2021, despite the continued impact of the Covid-19 pandemic in the global supply chain, Cenergy Holdings achieved a robust performance. Throughout the year, the Group maintained the health and wellbeing of its people at the top of its priority list with a concrete set of relative policies and measures, and secured a strong portfolio of orders in order to keep its production schedule undisrupted. As a result, Cenergy Holdings outperformed itself in operational profitability, absorbing any negative impact from external, unexpected events, while attaining a new record-low net debt level.

More specifically, operational profitability (adjusted EBITDA) for a second consecutive year exceeded the threshold of EUR 100 million, 2% higher than 2020, while tendering successes persisted bringing **total backlog over EUR 1 billion** as of December 31st, 2021.

In the **cable segment**, the good momentum endured throughout 2021 and the cable companies brought in positive profits, with solid growth across both the projects and the products businesses. All plants maintained a full production schedule during the year, facilitating the smooth execution of important projects and improving a-EBITDA by 9%. At the products Business Unit, sales volume increased as well due to an upturn in demand and the Unit's successful commercial strategy as expressed by initiatives to enter new geographical markets and establish strategic relationships with clients and partners. Finally, the ongoing investment program in the submarine cables plant in Corinth to further enhance the inter-array cables capacity continued during the year and is now almost complete.

On the other hand, 2021 was again a challenging year for the **steel pipes** segment. The energy market rebounded strongly after an unprecedented decline in energy consumption and prices due to the pandemic, which, combined with the postponement or cancellation of several fossil-fuel distribution projects, saw energy prices climb to very high levels. A number of pipeline projects restarted in the second half of 2021 with natural gas remaining the main intermediate fuel in the global energy transition. The year, however, closed with a negative surprise, from the US Commerce (DoC) decision concerning the antidumping duty rate on large diameter welded pipes, affecting current year's results by ca. EUR 12.8 million (USD 14 million plus interest).

Group financial review

Table 1: Profitability Analysis[1]

Amounts in EUR thousand	FY 2021	FY 2020
Revenue	**1,054,203**	**908,417**
Gross profit	108,673	103,513
Gross profit margin (%)	*10.3%*	*11.4%*
a-EBITDA	**104,140**	**101,995**
a-EBITDA margin (%)	*9.9%*	*11.2%*
EBITDA	**85,203**	**91,315**
EBITDA margin (%)	*8.1%*	*10.1%*
a-EBIT	**78,435**	**77,923**
a-EBIT margin (%)	*7.4%*	*8.6%*
EBIT	**59,498**	**67,244**
EBIT margin (%)	*5.6%*	*7.4%*
Net finance costs	(28,985)	(31,640)
Profit before income tax	**30,513**	**35,604**
Profit after tax for the year	22,079	24,922
Net profit margin (%)	*2.1%*	*2.7%*
Profit attributable to owners	22,077	24,923

Amounts in EUR	FY 2021	FY 2020
Earnings per share	0.11610	0.13106

Consolidated revenue for 2021 stands at EUR 1,054 million, a 16% y-o-y increase reflecting the growth in volumes sold in cables segment and the impact of higher metal prices while turbulent times in the steel pipes business restrained Group's revenue.

Adjusted EBITDA increased by 2% y-o-y to EUR 104 million. The cables segment achieved a substantial rise in operational profits for the third consecutive year, from EUR 65 million in 2019 to EUR 81 million in 2020 reaching EUR 89 million in 2021 (3-year compound annual growth: 17%), a success covering the decline in steel pipes (from EUR 22 million in 2020 to EUR 16 million this year). Overall, the a-EBITDA margin remained at high levels reaching approx. 10%, despite revenue inflation due to increased raw materials prices.

Net finance costs declined by EUR 2.7 million (9% y-o-y, to EUR 29 million), as lower interest rates and tighter working capital management in both segments kept net interest and related costs down.

The strong profitability was clearly impacted by the one-off, extraordinary EUR 12.8 million provision for the DoC decision. Thus, **profit before income tax** fell to EUR 30.5 million, (14% lower than 2020), dragging also **profit after tax** for the period slightly down to EUR 22.1 million, from EUR 24.9 million in 2020 (2.1% of revenue vs. 2.7% in 2020).

1. Source: Consolidated Statement of Profit or Loss and Alternative Performance Measures

Table 2: Consolidated Statement of Financial Position (Simplified)

Amounts in EUR thousand	31 Dec 2021	31 Dec 2020
ASSETS		
Property, plant and equipment	476,458	457,937
Intangible assets	31,254	29,323
Equity - accounted investees	36,431	34,539
Other non-current assets	15,622	17,089
Non-current assets	**559,765**	**538,889**
Inventories	284,025	213,192
Trade and other receivables	132,040	112,872
Contract assets	98,217	64,875
Cash and cash equivalents	129,606	81,035
Other current assets	2,298	1,129
Current assets	**646,185**	**473,103**
TOTAL ASSETS	**1,205,950**	**1,011,992**
EQUITY	**277,541**	**254,887**
LIABILITIES		
Loans and borrowings	174,941	174,625
Lease liabilities	2,080	3,681
Deferred tax liabilities	38,382	32,359
Other non-current liabilities	28,615	29,151
Non-current liabilities	**244,017**	**239,816**
Loans and borrowings	215,699	231,592
Lease liabilities	1,216	1,752
Trade and other payables	422,622	249,092
Contract liabilities	26,009	30,196
Other current liabilities	18,846	4,657
Current liabilities	**684,392**	**517,289**
TOTAL LIABILITIES	**928,409**	**757,105**
TOTAL EQUITY & LIABILITIES	**1,205,950**	**1,011,992**

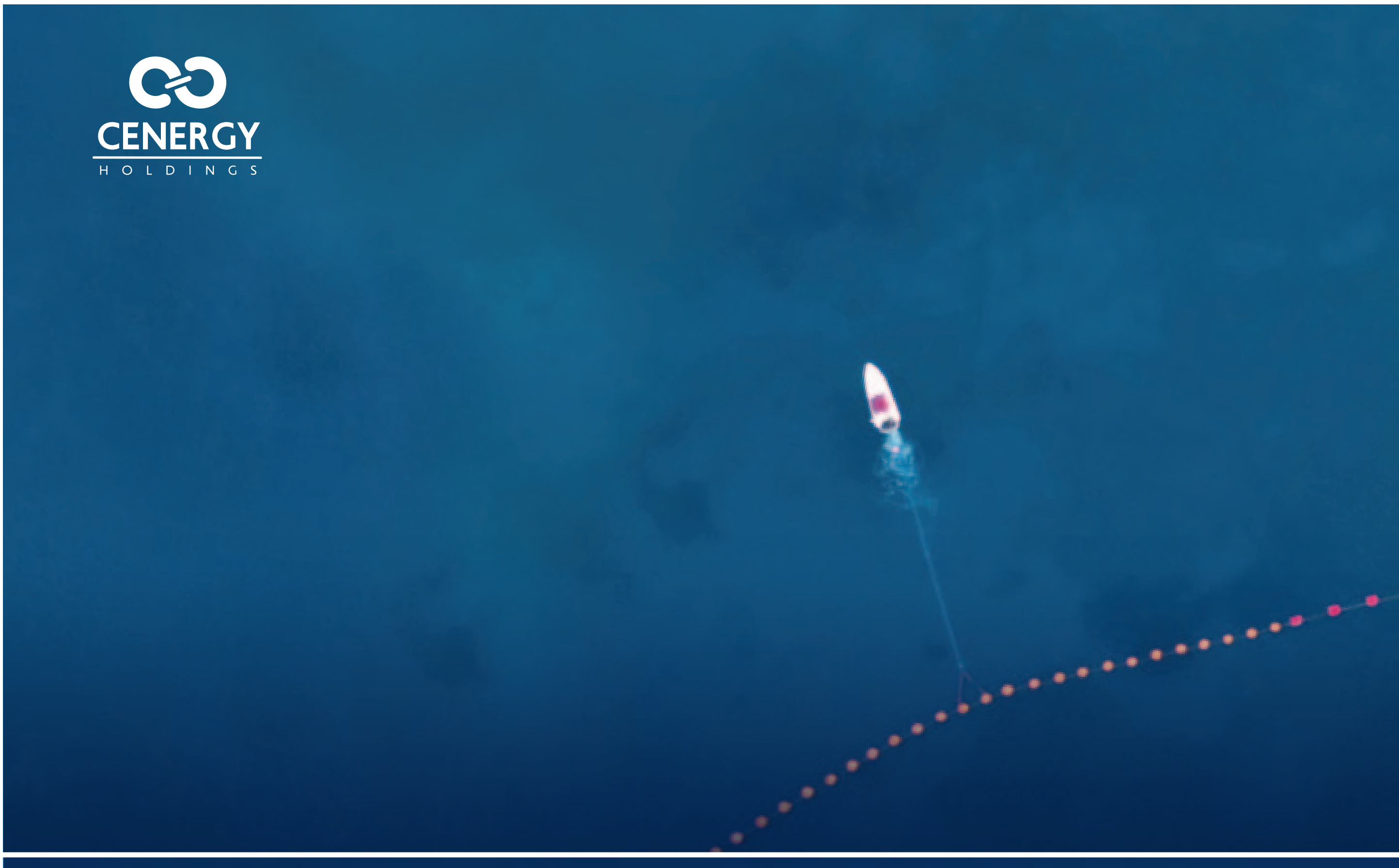
Though both segments possess modern and efficient plants, the Group continued its investment programmes in its subsidiaries to timely serve orders received and safeguard future growth. Total capital expenditure for 2021 reached EUR 44.5 million, split between EUR 35 million for the cables segment and EUR 9.5 million for the steel pipes. Furthermore, some of the new capital expenditure plans of companies have already been selected for inclusion under national investment incentives schemes as provided by the relative legislation.

Working capital (incl. contract assets & liabilities) decreased significantly to EUR 41 million on December 31st, 2021, down by 59% y-o-y (EUR 100 million on 31.12.2020). This was the outcome of the strict working capital management in both segments i.e. a negotiation of better payment terms with supply chain partners as well as closer monitoring of raw material purchases and on-time successful completion of project milestones. The future evolution of working capital will depend on the timing of both prepayments and milestone payments of energy projects as well as the evolution of raw material prices.

Consequently, **net debt** fell to new record-low levels (EUR 264 million on December 31st, 2021), down by EUR 66 million from the 31.12.2020 level (EUR 331 million), further proving the Group's commitment to deleveraging.

Outlook

Overall, **Cenergy Holdings** looks ahead to a positive year, with steady revenue supporting operational margins, while its companies' solid structure and advanced technology offer confidence for long-term sustainable growth.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HOLDINGS

Segments' Activities & Outlook

Cables

Activities

The cables segment of Cenergy Holdings is made up of three companies, hereafter collectively referred as **Hellenic Cables**:

1. Hellenic Cables Industry S.A. (hereafter "Hellenic Cables Industry") and its subsidiary Fulgor S.A. (hereafter "Fulgor"), operating in Greece, and
2. Icme Ecab S.A. (hereafter "Icme Ecab"), operating in Romania.

Hellenic Cables is globally active in the energy transmission and distribution markets in the renewable energy sources (RES), telecommunications and data transmission, construction and industry sectors, and is distinguished for its strong exports orientation.

Hellenic Cables is an approved supplier of the largest electricity Transmission System Operators ("TSOs") globally and operates one of the largest and most advanced submarine cable plants in the world, located in Corinth, Greece. Ever since its beginning, Hellenic Cables has adopted modern technologies to develop a wide range of innovative cable solutions, aiming to provide competitive, cutting-edge products and services targeting international markets.

The product range includes a variety of cables and wires addressing different market demands. It consists of submarine and land cables, low, medium, high and extra high voltage power cables, umbilicals, fibre optic, data, signalling and telecommunication cables as well as flexible subsea pipes.

Energy

Submarine cable systems
Low, medium, high and extra - high voltage submarine cables for island and wind farms interconnection

HVDC Cables
High-voltage direct current for offshore and onshore interconnections

High and extra-high power cables
High and extra - high power cables for onshore interconnections in the transmition networks

Power ditribution cables
Low and medium voltage for power distribution

Industrial application

Wind farm cables
Low, medim and high voltage cables for wind farm applications.

Industrial cables
Low, medium and high voltage cables, as well as control cables for industrial applications.

Railway cables
Low, medium and high voltage cables, such as signalling and railway signalling cables.

Telecommunications and data transmission

Network Cables

Optical fibre cables

FTTH cables
(Fibre To The Home)

Hellenic Cables Industry has more than 70 years of experience in the manufacture of power and telecom cables and owns two plants in Greece, located in Thiva and Oinofyta. It manufactures land power cables, ranging from low to extra high voltage, and telecom cables, all individually tailored to customers' specifications.

Fulgor was established in 1957 and was acquired by Hellenic Cables in 2011. Over the past sixty years, Fulgor has installed a large proportion of all power and telecommunications networks and most submarine cable links in Greece. Its plant manufactures submarine cables (ranging from medium to extra high voltage), submarine fibre optic cables, composite cables, special purpose cables, and copper and aluminium wires and rods.

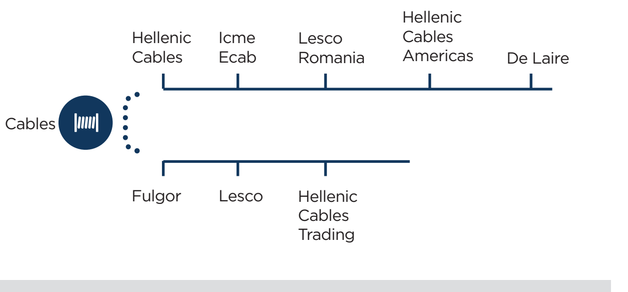
An intensive capital investment program in the last few years has enabled Fulgor to successfully implement cost-effective, reliable and innovative solutions in complex turnkey projects and won it a leading position in the submarine cable manufacturing market and in the global offshore energy industry.

Icme Ecab, with over 50 years' experience in the Romanian and international cable markets, joined Hellenic Cables companies in 1999. It has a diverse product portfolio, focusing on cables for indoor installations and selling both to the local and international markets, either through the Hellenic Cables network or directly to end customers.

Cables segment's clients include E.ON, Vattenfall, Tennet, Energinet, Ørsted, Enel, DEME, Tideway, Van Oord, ENBW, SSE, Iberdrola, Electricity Northwest, Terna, Alliander, Koncar, DEWA, HEDNO, ADMIE (IPTO), EAC Cyprus, Litgrid, Sonelgaz, Takreer, Motor Oil, Hellenic Petroleum, Carillion, Semco Maritime, Aktor, Metka, ABB, Schneider Electric, Landis+Gyr, Siemens, Hyundai, Sagem, Thales, Vivacom, Vodafone, Cyta, DNO, Cosmote, GO (Malta), Armentel, Santerne, ALSTOM Transport, Bombardier, Siemens, Network Rail (U.K.), OSE (Greece), Attiko Metro (Greece), and TE connectivity (Belgium).

Corporate strategy

The strategic objectives that guide the operational activities of the companies comprising the Cables segment are as follows:



- Continuously develop high added value products and services such as high and extra high voltage submarine and underground cables as well as installation services and turnkey solutions;
- Diversify geographical footprint in dynamic regions such as Europe and the USA. These are markets which invest heavily in the development of power and telecommunication networks and in renewable energy projects;
- Maintain high levels of productivity by further rationalising the cost base, enforcing stricter inventory management and further improving the operational performance of the production units;
- Further improve liquidity through prudent working capital management; and
- Preserve focus on human capital and on the sustainable development of its companies.

Product portfolio

Hellenic Cables offers a wide range of submarine and land power cables (from low to extra high voltage), installation services and turnkey solutions for power grids, interconnections, offshore and onshore wind, solar energy, oil and gas and heavy industries. Hellenic Cables also produces telecommunication and data transmission cables, gauging and control cables, optical fibre cables (submarine, single-mode and multi-mode), signalling and railway signalling cables, etc.

Turnkey solutions

Over the last years, Hellenic Cables has moved beyond being a pure supplier of cable products for diverse applications and has evolved into Service Provider with the capability to manage and deliver full turnkey projects, both onshore and offshore. To do so, Hellenic Cables has established a dedicated, in-house Project Management Office which employs highly skilled personnel and experienced subcontractors to accommodate the supply and installation of medium to extra high voltage submarine cable systems, repeaterless optical fibre submarine cable systems, underground power and composite power with rated voltage up to 400kV and optical fibre underground systems.

Their capabilities include:

- Provision of installation services, for underground high and very high voltage cable interfaces, as well as for all Hellenic Cables' submarine cables.
- Repairs and replacements of underground interconnection systems for high voltage cables, as well as submarine and fibre optic cable systems.
- OEM (Original Equipment Manufacturer) services, including design, production and packaging.
- Custom-adapted applications for the optimal implementation of already installed systems.
- Supervision services, for products provided by third parties, especially during the installation of underground and submarine cables.
- Technical support, in matters of design, maintenance solutions for underground and submarine cables, post-installation support, etc.
- Transport and storage services, for all types of Hellenic Cables products.
- Training and informing customers' staff either via Hellenic Cables' experienced and specialized staff or through renowned consulting companies and technical consultants.
- Provision of backup materials, such as spare parts for the maintenance of installed energy and telecommunications systems, throughout the life of each designed interconnection.

Production and port facilities

Having invested significantly in the expansion and improvement of its manufacturing facilities, Hellenic Cables and its subsidiaries operate an effective production base comprising three plants in Greece, one in Romania and one in Bulgaria:

- **Thiva, Greece | Power and Optical Fibre Cables plant**

Annual production capacity: 60,000 tonnes

The Thiva plant, owned by Hellenic Cables, covers a total surface area of 175,082 m^2, including 53,237 m^2 of building facilities. It specialises in the production of land power and telecommunications cables.

- **Corinth, Greece |Submarine Cables plant and port**

Annual production capacity: 50,000 tonnes of cables

The plant, owned by Fulgor, is located in Sousaki, Corinth, on a 210,732 m^2 land plot, with a covered area of 97,957 m^2 facilities (incl. copper and aluminium foundries). Following the implementation of an extensive investment plan during the last decade, the plant is now one of the most advanced factories in the world for high and extra high voltage submarine cables. Among its many unique advantages is vertical integration through in-house production of copper and aluminium wire rod, the production of submarine cables up to 500 kV in very long continuous lengths, direct loading on board cable-laying vessels at plant's own port, accessible all year around and one of the highest storage capacities in the world. During the last years, emphasis was placed on completing the inter-array cable production investments, thereby enabling offshore wind farms to produce sufficient and stable energy.

• **Bucharest, Romania |Power and Telecom Cables plant**

Annual production capacity: 50,000 tonnes

The plant, owned by Icme Ecab, is located in Bucharest, Romania on a plot with a total surface area of 267,789 m^2 including buildings of 102,138 m^2. It produces a wide range of land power and telecom cables as well as other special-requirement cables.

• **Oinofyta, Greece |Plastic and rubber compounds plant**

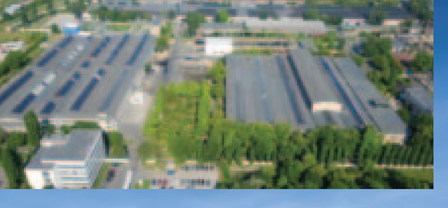
Annual production capacity: 24,000 tonnes

The Compounding Plant in Inofyta, Greece supports Hellenic Cables for the production of PVC and rubber compounds and covers a total surface area of 21,262 m^2, including 9,216 m^2 of building facilities. A state-of-the-art, advanced polymer laboratory is part of the plant and allows polymer analysis and specialised chemical testing focused on quality control.

• **Blagoevgrad, Bulgaria |Wooden packaging products plant**

Annual production capacity: 16,500 tonnes of wooden packaging products

The plant, owned by Lesco O.o.d., is a modern timber company founded in 1998, located in Blagoevgrad, Bulgaria and exclusively involved in the manufacturing of wooden packaging products (pads, reels, pallets, packing cases) for the reeling of various cables.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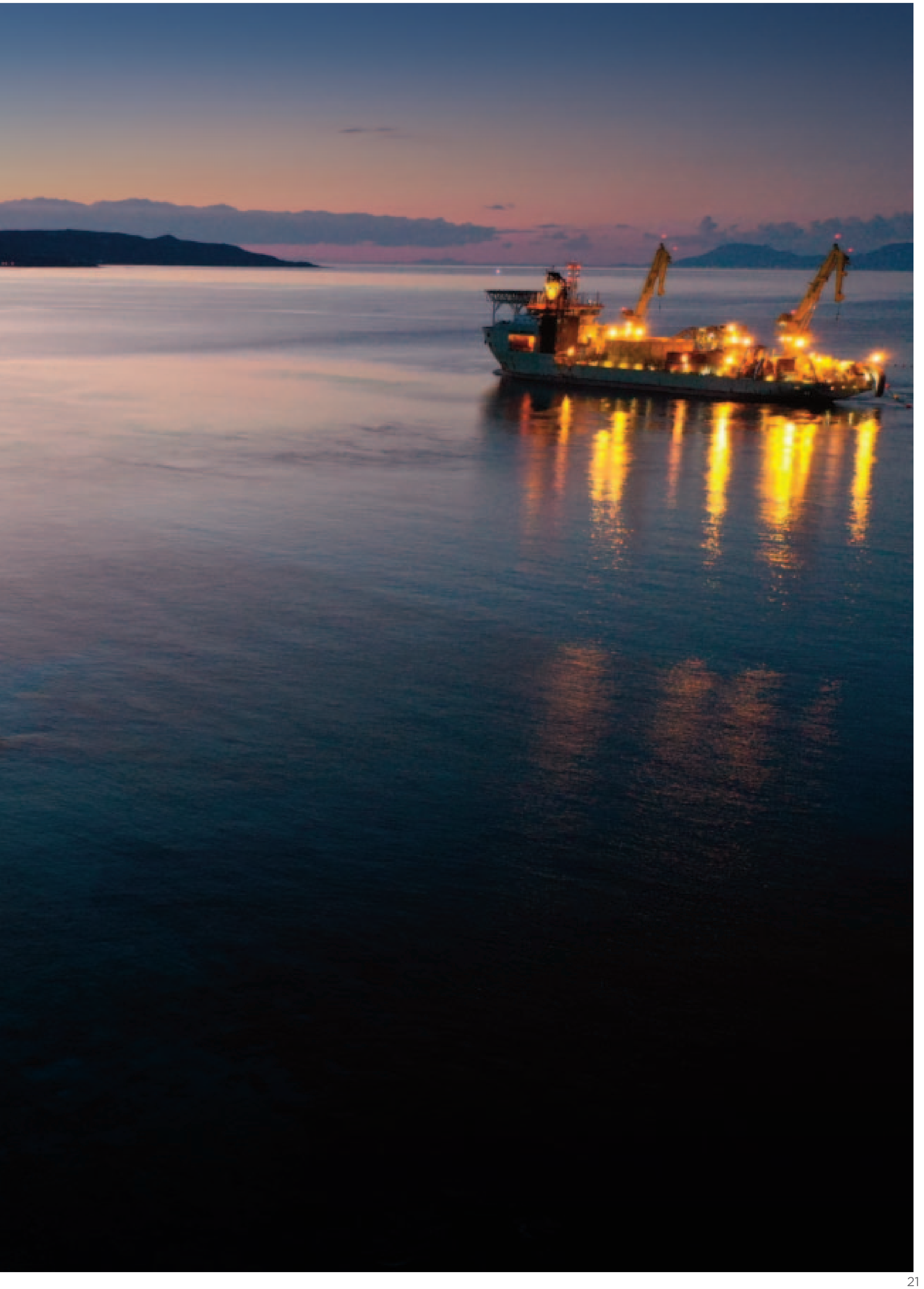


Innovation, Technology and Investments

In 2021 the Cables segment invested EUR 35 million continuing at a lesser pace, the comprehensive investment program initiated ten years ago. Thus, the Corinth plant improved its ability to manufacture submarine cables of up to 500kV in long continuous lengths and expanded its annual capacity for both high voltage and inter-array cables.

More important than capital investment is, however, Hellenic Cables' continued dedication to Research and Development (R&D). A dedicated R&D Department, with top-tier researchers and engineers, supported by advanced software tools and modern testing facilities, pursues core research, product development, innovation and product optimization while also providing technical support in engineering and manufacturing. This effort supports further the segment's strategy towards a wider range of green products, with less environmental impact.

Hellenic Cables collaborates with a number of universities and research institutions to build research networks and foster new technologies. Among those, we note numerous institutions in Greece (National Technical University of Athens, University of Patras, Aristotle University of Thessaloniki, Democritus University of Thrace), Exeter University (UK), Southampton University (UK), University of Montpelier (FR), University of Torino (IT), as well as certification bodies such as SINTEF (NO), KEMA-DNV GL (NL), EdF (FR).

2021 Research & Development activities

Year 2021 was characterized by strong research and development challenges, addressed under specific R&D projects. These projects focused on delivering high-quality and reliable products to both new and existing customers, developing new offshore and onshore solutions, and optimising existing designs in terms of cost and technical. Such research outcomes may be summarized as follows:

New customers – New Markets

- 66kV inter-array cables for new and existing customers
- 150kV export cables for submarine interconnections
- High and medium voltage onshore cables for various European TSOs
- MV land cables for Baltic countries

New product development

a) New design of export dynamic cables, capable to operate under severe mechanical stresses

b) Design development of

    a. 132kV inter array submarine cables

    b. export submarine cables at 400kV

    c. transition joints for conductors made of different metals and diameters with a novel welding methodology

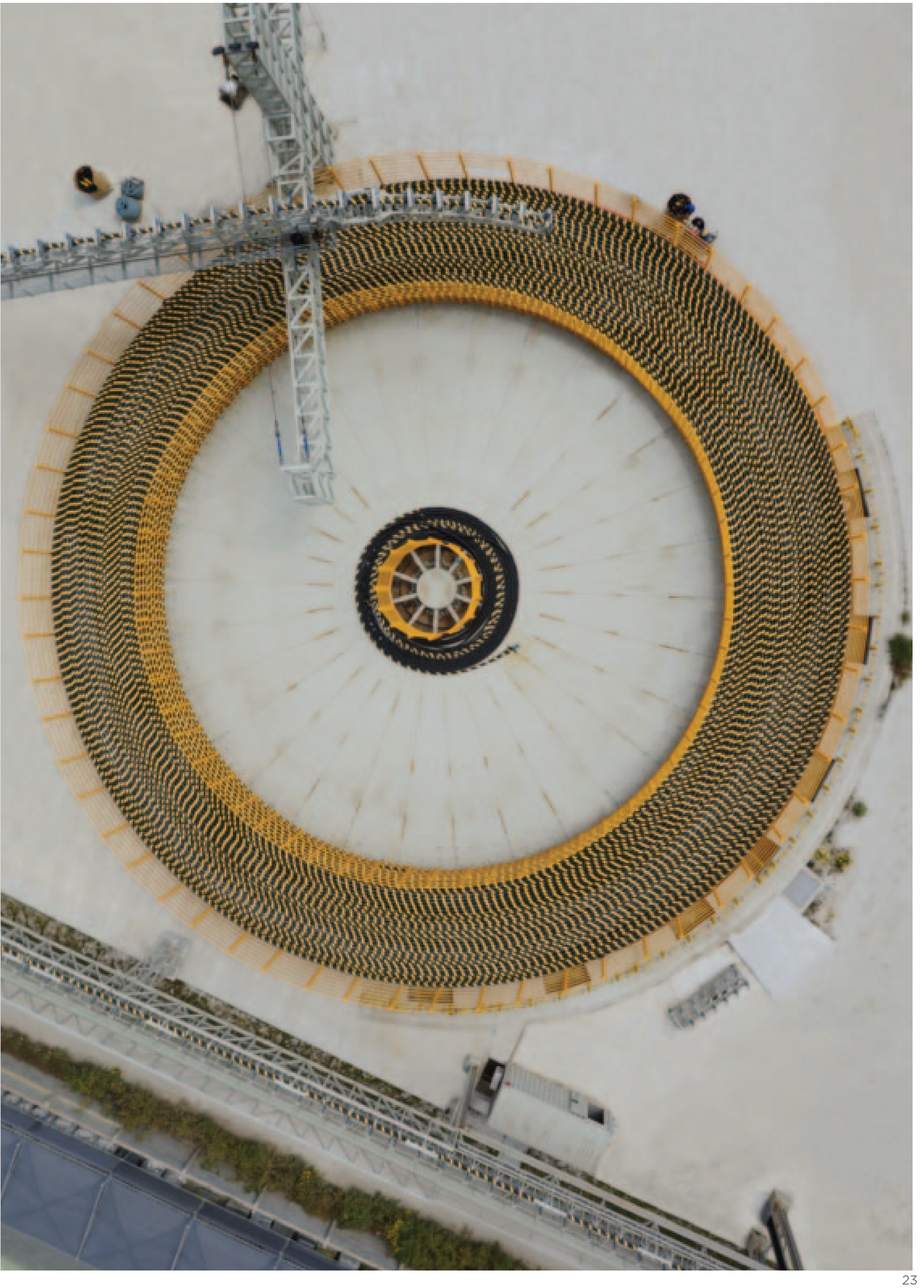
c) New extra high voltage and high ampacity onshore cables with special conductor design

d) New compounds/recipes for non-conducting parts of onshore cables. Special focus was given on increasing the utilization of recyclable materials.

Applied research

- Development of a calculation tool for optimum selection of inter array cable design vs CAPEX and OPEX
- Development of testing methodology for magnetic and electrical parameters of submarine cables
- Experimental verification of new materials under 2-year ageing tests
- Development of measuring methodology for extra high voltage and high ampacity onshore cables
- Development of numerical/simulation models for estimating mechanical and electrical parameters at design phase.
- Inhouse development of new compounds with thermomechanical properties
- Publication of novel topics in journals and conferences as well as participation in technical committees such Cigre and IEC.

The total R&D expenditure for 2021 amounted to EUR 10.0 million (2020: EUR 8.2 million), out of which EUR 3.1 million (2020: EUR 2.7 million) concerned fundamental research and customer specific research activities.



Recent projects

Continuing on its quest for full capacity utilization, Hellenic Cables continued its tendering efforts across a number of geographical areas and succeeded to secure several awards for new projects and frame contracts, both in the offshore and onshore sector:

- In the Offshore segment, upon another award for “Dogger Bank C”, Hellenic Cables became the exclusive array cable supplier for the world’s largest offshore wind farm, Dogger Bank offshore wind farm in the UK. During 2021, Hellenic Cables struck its first ever major subsea cables deal with Vattenfall, while ADMIE awarded to Hellenic the Santorini-Naxos electricity 150 kV interconnection.
- In the Onshore segment, several important frame agreements and turnkey contracts across Europe were awarded to Hellenic Cables. For example, a frame contract signed with Réseau de Transport d'Electricité («RTE») will allow Hellenic Cables to supply the French Transmission System Operator (TSO) with 90 kV and 225 kV underground cables. A number of underground projects in the United Kingdom were also awarded and executed throughout the year.

A list of major projects awarded in 2021 follows.

Project / Frame contract	Customer	Description & Scope	Execution period
Dogger Bank C, UK	DEME Offshore	Design, manufacture, test, and supply approx. 240 km of 66 kV XLPE-insulated inter-array cables and associated accessories. This is in addition to the 650 km of array cables already awarded for phases A & B. Dogger Bank Wind Farm is developed in three 1.2 GW phases by JV partners SSE Renewables and Equinor.	2023-24
Vesterhav Nord / Syd, Denmark	Vattenfall	Design, manufacturing, testing, and supply of approximately 70 km 66kV XLPE insulated inter-array cables and associated accessories for **Vesterhav Nord / Syd offshore wind farm projects**. This was the first ever major subsea cables deal with Vattenfall for Hellenic Cables.	2023-24
Santorini-Naxos interconnection, Greece	ADMIE[2]	The submarine section of the Santorini-Naxos interconnection will have a total length of 82.5 km and will be immersed at a maximum depth of 400 meters.	2022-23
Amager Power Plant - Svanemølle substation interconnection, Denmark	Energinet	Design, manufacturing, supply and transportation of about 11 km of 145 kV, XLPE insulated submarine cables. The scope of work includes also the supply of related accessories and supervision work.	2021-22
HV Frame contract, France	RTE	3-year contract, with the possibility of an extension two additional years, for High Voltage underground cables	2023-26
Kafireas II Wind Farm, Greece	Terna Energy SA	The Interconnection Cable System includes approx. 70 km of 150 kV three-core composite submarine cables as well as 11 km of 150 kV single-core underground onshore cables, along with all accessories, joints, terminations and fittings, necessary for the completion of the system. The production & testing of all subsea cables was concluded in 2021 and installation is scheduled for early 2022.	2021-22

A list of major projects partially or fully delivered in 2021 follows.

Project	Customer	Description & Scope	Execution period
Crete-Peloponnese, Greece	ADMIE[2]	The 178 km-long submarine and underground electrical interconnection between Crete and Peloponnese, one of the most demanding projects ever completed worldwide, was successfully electrified during Q2 2021.	2018-21
Hollandse Kust Zuid A&B, The Netherlands	TenneT	Production of submarine cables for Phase B was completed, with the delivery of the 220kV & 66kV subsea cables.	2018-23
Skiathos island interconnection, Greece	ADMIE[2]	The subsea cable was tested successfully several months ahead of schedule.	2020-21
Adriatic Sea submarine project, Croatia	Končar Group	The 12 Km 110 kV subsea cable for the replacement of existing outdated cable lines in the Adriatic Sea was tested successfully during 2021.	2021-22
Coastal Virginia Offshore Wind, USA	Dominion Energy	Successful completion of cable manufacturing and loading for shipment of approximately 50 km of 66 kV, XLPE insulated submarine inter-array cables, connecting the wind turbines to the offshore substation.	2021-22

2. The Transmission System Operator (TSO) for electrical power in Greece

It is important to note here that, despite the implementation of several restrictions set by local governments due to Covid-19, Hellenic Cables continued to deliver demanding projects on-time. Such success is fully attributable to the Group's strict adherence not only to external mandates, but also to internal safety protocols and procedures and continuous coordination with clients and supply chain partners.

2021 financial performance

In 2021 the projects business executed orders efficiently and further grew its book by winning major awards in Greece and abroad. Similarly, the products business exhibited a significant increase in sales volumes compared to 2020. All plants maintained a full production schedule throughout the year, supporting those commercial efforts.

Hellenic Cables continued its tendering activity and was awarded several new **projects** in the offshore wind and interconnections markets, along with frame contracts from major TSOs:

- In the offshore sector, it was awarded the submarine section of the Santorini-Naxos interconnection (total cable length: 82.5 km, maximum depth: 400 meters) in Greece, while the award of the inter-array cables contract for Dogger Bank offshore wind farm phase C in the UK, established Hellenic Cables as the exclusive array cable supplier for the world's largest offshore wind farm. Other major offshore projects awarded included the first ever major subsea cables contract with Vattenfall for the design, manufacturing, testing, and supply of approximately 70 km inter-array cables and associated accessories for Vesterhav Nord / Syd offshore wind farm project.
- In the onshore sector, Hellenic Cables was awarded important turnkey contracts across Europe, especially in the UK, and signed frame agreements with major TSOs in Greece and abroad, notably the frame contract with RTE, the French TSO, for the supply of 90 kV and 225 kV underground cables, accessories and installation services.

As a result of the above, the **order backlog** of the segment by the end of the year exceeded **EUR 650 million**.

At the same time, a number of projects were successfully delivered, fully or partially, throughout 2021 including:

- The 178 km-long submarine and underground electrical interconnection between Crete and Peloponnese, one of the most demanding projects ever completed worldwide (the longest and deepest – 1000m – HVAC interconnection), was successfully installed and electrified in May;
- Electrical tests of the 150 kV high voltage submarine cable that connects Skiathos island to the Greek National Transmission System were successfully completed early in the year;
- The production of all 66kV inter-array cables for the Seagreen offshore wind farm in the UK was completed and deliveries are expected to be concluded early in 2022;
- The production for phase B of the Hollandse Kust Zuid project in the Netherlands was also completed, with delivery of the two 220kV subsea cables completed in the second quarter of the year; and
- The production for the submarine cables for Kafireas II Wind Farm interconnection was concluded, on schedule during Q4 2021.

Sales volumes for the **products** business unit increased by 14% in 2021, as the demand returned. Together with the positive product mix, it added to the segment's profitability.

Driven by the above, the cables segment exhibited a EUR 7.7 million increase in adjusted EBITDA, reaching EUR 88.6 million in 2021, up from EUR 80.9 million in 2020. Corresponding profit before income tax reached EUR 44.9 million, compared to EUR 35.2 million in 2020, while net profit after tax followed the same trend and reached EUR 37.2 million (EUR 26.4 million in 2020).

The segment's net debt decreased by more than 18% y-o-y to less than EUR 200 million (from EUR 242 million on 31.12.2020). The determination to re-profile debt, secure lower financing costs and achieve an effective capital structure continued with actions including, among others, the issuance of two green bond loans of EUR 40 million in total. These are in compliance with ESG financial principles and will support working capital needs for the design, production, installation and operation of submarine and land cable systems in projects related to energy transmission from renewable energy sources and the electrical interconnection of islands.

Last but not least, the investment in the Corinth submarine cables plant to expand inter-array cables capacity is now almost complete. Capital expenditure for the segment reached EUR 35 million, out of which EUR 26 million concerned investments in Corinth plant.

Table 3: Profitability Analysis – Cables segment[3]

Amounts in EUR thousand	FY 2021	FY 2020
Revenue	824,291	599,858
Gross profit	92,521	79,609
Gross profit margin (%)	11.2%	13.3%
a-EBITDA	88,625	80,956
a-EBITDA margin (%)	10.8%	13.5%
EBITDA	83,273	71,506
EBITDA margin (%)	10.1%	11.9%
a-EBIT	71,777	65,730
a-EBIT margin (%)	8.7%	11.0%
EBIT	66,425	56,281
EBIT margin (%)	8.1%	9.4%
Net finance costs	(21,539)	(21,034)
Profit before income tax	44,886	35,247
Net margin before income tax (%)	5.4%	5.9%
Profit after tax for the year	37,216	26,361
Profit attributable to owners	37,214	26,362

2022 Outlook

Following the strong performance recorded in 2021 and based on the current macroeconomic environment, the **cables segment** is expected to continue to benefit from the robust set of secured projects, while new significant orders (i.e. Sofia Offshore Wind Farm (OWF) project in the UK, Vesterhav OWF project in Denmark etc.) have already been awarded. The good market momentum, indicating a strong potential of the offshore wind sector, and the proven ability of the segment's companies to expand into new markets announces solid growth for the near future. The announced possible partnership with Ørsted, world leader in offshore wind development, for the establishment of a submarine inter array cable factory in the State of Maryland, USA, is an example of opportunities created by the market's positive potential. The submarine project business is expected to retain its high capacity utilisation throughout 2022 driving the entire segment's profitability. Regarding the onshore projects business, several awards in the UK testifies Hellenic Cables' continuous presence and investment in this market, while the strong positioning in other markets, such as East Mediterranean and Central Europe, signals a robust growth in this business, as well.

In the cable products business unit, the increased demand levels in the main markets of Western Europe, Middle East and the Balkans, are expected to be maintained, as both the construction and the industrials sectors have rebounded. On top of that, the recently signed frame contracts secure increased levels of capacity utilization for the forthcoming years, while the initiatives for further geographical diversification continue in order to spread out and fortify revenue streams.

The operational focus for the cables segment remains the successful execution of existing projects and the award of new ones, while strategically all possible co-operations aiming at utilizing the know-how in the offshore wind business and possible new business opportunities around the globe are explored.

Further information is available on the Hellenic Cables website: www.hellenic-cables.com

3. Source: Consolidated Statement of Profit or Loss and Alternative Performance Measures

Steel Pipes

Activities

Corinth Pipeworks (hereafter "CPW") is one of the world's leading manufacturers of steel pipes and hollow sections for the energy and construction sectors. With a successful course and experience of more than half a century, it has implemented very demanding projects with leading energy companies worldwide. The steel pipes manufactured by the company in the last 15 years can cover more than half of the Earth's perimeter.

With over half century's experience, CPW worked with major energy companies across the globe on highly demanding projects. The Company's customer-oriented philosophy has resulted in strong, long term mutually beneficial relationships and strengthens its geographical presence.

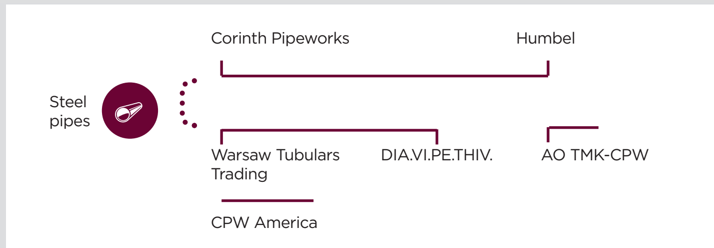
Its clients in more than 45 countries include:

ABB, Allseas, Subsea 7, TechnipFMC, AngloAmerican, BP, Cheniere Energy, Total, Chevron, Shell, Snam, Saipem, DCP Midstream, Denbury, DEPA, DESFA, DNOW, E.ON, EDF, Enbridge, Energy Transfer, ENGIE, ENI, EPCO, EXXON MOBIL, GASCO, Gaz System, Genesis, KPO, MRC Global, National Grid, Noble Energy, OGC, OMV, PDO, PEMEX, Plains All American, Qatar Petroleum, Repsol, Sapura energy, Saudi Aramco, Socar, Sonatrach, Spartan, Spectra Energy, STEG, Terega, Whitewater Midstream, Wintershall etc.

CPW is ready for the energy shift. It is committed in making a positive contribution to the energy transition, through new technological solutions that allow the increasing use of renewable sources in the energy mix. It also commits to tackling climate change through the development of innovative products together with the reduction of the carbon footprint of its own production activities.

Corporate Strategy

In an ever-changing environment, Corinth Pipeworks remains committed to being the manufacturer of choice for premium pipes for energy transport worldwide, always acting based



on sustainable development principles and focusing on responsible management of ESG issues. It constantly strives to be one step ahead, implement projects with high added value, develop innovative solutions and products, and invest in cutting-edge technologies and in educating and developing our people, setting standards for excellence, and launching actions for a sustainable, carbon-neutral future, aimed at creating value for our stakeholders.

Climate change & Green deal

As energy consumption is responsible for about two-thirds of global greenhouse gas emissions, climate change has become a determining factor in the global economy. Corinth Pipeworks is committed in making a positive contribution to the energy transition and to tackle climate change, through the development of innovative products and the reduction of the carbon footprint of its production activities. The company constantly stays up to date with international trends in climate issues and supports the objectives of the Paris Agreement, as part of a mindful strategic choice to strengthen competitiveness and create value for all stakeholders.

Energy Efficiency

Corinth Pipeworks uses operational excellence practices covering a wide range of best energy efficiency applications:

- *Implementation of energy efficiency programs.*

The programs implemented, such as the replacement of the use of fossil fuels by electricity, the installation of LED lighting, the transition to UHV network, etc. resulted in 2% energy savings in the production process. Improving our energy efficiency is an ongoing process that will continue for years to come.

- *Electricity from RES*. CPW aims to fully cover its needs for electricity directly from renewable sources, a commitment set by the company's management. Until further options are available, the company achieves this objective by purchasing GOs (Guarantees of Origin).

Circular Economy

Corinth Pipeworks is committed to act in a sustainable manner and to assist the transition to a low carbon, circular economy. They are launching actions to create a circular future by utilizing wastes or by-products and generate industrial value-added products

Energy transition – Ready for the Shift

Energy transition can be the means for combating climate change, accelerating the reduction of carbon emissions and at the same time, creating conditions for growth and development. Through new technological solutions that allow the increasing use of renewable sources in the energy mix and the successful penetration of hydrogen technologies, carbon capture and storage, as well as energy storage, Corinth Pipeworks is ready for the energy shift. The technological solutions provided by our products focus on the main pillars of energy transition which are gas, hydrogen and CCS technologies (carbon capture and storage).

CENERGY
HOLDINGS

Climate Change

- Circular Economy projects
- 91,37% recycled waste
- 79% boost of water reuse vs 2020
- 4% reduction of Scope 1&2 CO_2 emissions

Digitalization

- Digital transformation
- QM customized platform
- Optimization of energy and materials consumption
- HSE digital platform
- HR digitalization

Megatrends

Adapting to the Challenges

Energy Efficiency

- 1,63% reduction of electrical energy consumption
- Energy saving projects
- Energy monitoring technologies
- ISO 50001 Energy management system

Gas & liquid fuel: Natural gas is often considered as the transitional fuel to a clean energy future and is an ideal, cost-effective partner to renewable energy sources, such as wind, solar, hydrogen and hydropower, providing a consistent back-up source of power to their variability. For several years now, Corinth Pipeworks, delivers gas transmission projects (more than 90% of its activity) to the energy market.

Hydrogen: In collaboration with international companies and laboratories, CPW is a pioneer in the research and development of "hydrogen-ready" solutions. The objective is the certification of steel pipes to withstand up to 100% hydrogen and the transportation through a new or existing high-pressure networks.

To this direction, we are one of the leading manufacturers of steel pipes for the energy sector and the first, globally, to participate in the European Alliance for Pure Hydrogen (Hydrogen Alliance) as well as in Hydrogen Europe. Our experts participate in the Technical Committees and Working groups with the view to find solutions in a cost-effective way to the secure transportation of hydrogen and also contribute to the important task of Standardization & and Regulations that will create the basis for the transition to a hydrogen economy.

Carbon Capture & Storage (CCS): This technology is still in a testing phase and is constantly evolving. It is believed that, as a technology for specific applications, it will help tackle climate change. For the last 15 years CPW has produced CO2 transmission pipelines with a total length of over 1,150 km and is ready to face any new challenge that will allow the application of this technology on a large scale.

Wind Energy: Today, wind energy offers a technologically mature, economically competitive and environmentally friendly energy choice. Wind is an inexhaustible source of energy, without environmental burdens. The wind energy sector is one of the fastest growing energy technologies, especially in offshore wind parks and dynamically in floating wind parks. Steel products are broadly used in these dynamically developing sectors fit our competencies and are under study, fully in line with the company's diversification strategy.

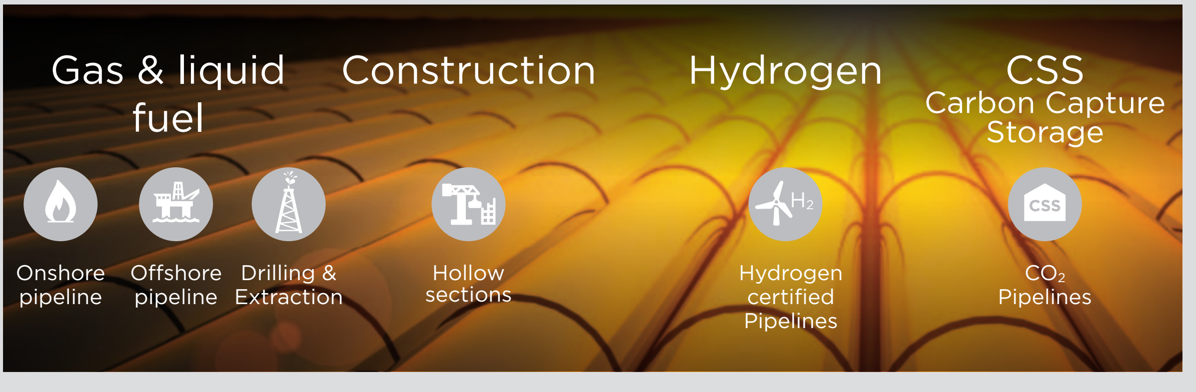
Product portfolio

Corinth Pipeworks has extensive experience and a strong track record of implementing complex projects for the energy sector worldwide, both onshore and offshore. CPW offers one of the widest product ranges in the industry, as well as top-quality tailor-made solutions to demanding projects. Combining cutting-edge technology, advanced machinery and equipment with a unique team of experts, eager to respond and find solutions to customer needs.

CPW produces high-quality steel pipes to safely transport oil, gas and water, to carry CO_2 and slurry, as well as casing pipes for drilling operations. Its key products include longitudinal (LSAW) and helical seam welded steel pipes (HSAW) with medium and large diameters, as well as hollow structural sections for construction applications. Its long history of innovation and integrated services have cemented its position as a major steel pipe supplier.

CPW's three main product categories are:

1. **Line pipes** – manufactured either in the plant's high frequency induction welding unit (HFW), or the helically submerged arc welding unit (HSAW) and the longitudinal submerged arc welding unit (LSAW/JCOE).
2. **Casing pipes** – these high-frequency induction welded pipes (HFW) are used in oil and gas



extraction drills; their product range was expanded by the installation of an LSAW mill in 2016.

3. **Hollow structural sections** – used in the construction sector.

Demanding Applications

Corinth Pipeworks has extensive experience and a strong track record of implementing complex projects for the energy sector worldwide, both onshore and offshore. The Company offers one of the widest product ranges in the industry, as well as top-quality tailor-made solutions to demanding projects. Combining cutting-edge technology, advanced machinery and equipment with a unique team of experts, eager to respond and find solutions to customer needs.

Worth mentioning are:

- Offshore projects - Deep water solutions:
  - LSAW pipe at 1,750m max depth
  - HFI pipe in reel lay at 1,250m max depth
- Sour service solutions: more than 2,000km

Responsible Production

Todays' industries are called upon to meet the global demands of a growing population, while significantly reducing its impact on the climate that can be achieved by accelerating the implementation of energy efficiency measures and best available technologies.

The Company envisions its future as a Carbon Neutral company, contributing significantly to a climate-neutral society. The technological solutions provided by its products focus on the main pillars of energy transition which are gas, hydrogen and CCS technologies (carbon capture and storage). Corinth Pipeworks is committed in making a positive contribution to the energy transition and to tackle climate change, through the development of innovative products and the reduction of the carbon footprint of its production activities.

Services

✓ Internal and external coating of pipes produced by other pipe manufacturers;

✓ Accredited laboratory for raw material and pipe testing, in accordance with ISO 17025:2006;

✓ In-house corrosion testing laboratory for sour service applications;

✓ Weld-on connector facilities for casing pipes;

✓ Pipe storage;

✓ Supply of pipes or assignment of pipe coating to third party authorised subcontractors in the context of a major project implementation;

✓ Pipe transportation.

Production and port facilities

CPW's industrial plant is located in Thisvi, Viotia, Greece.

- **Corinth Pipeworks Pipe Industry plant and port | Thisvi (Greece)**

Corinth Pipeworks operates a state-of-the-art plant in Thisvi, Greece (EUR 350 million investment 2002-2020) with 925,000 Tn./year capacity. It continuously invests to support delivery of reliable quality solutions on time.

The company offers -in one location- all welded pipe manufacturing methods (4 pipe mills) and pipe coating operations required for the supply of a complete on/offshore pipeline package:

Pipe mills

- ERW (Electric Resistance Welded)
- LSAW (Longitudinal Submerged Arc Weldin
- HSAW (Helical Submerged Arc Welding)

Downstream operations:

- External and Internal Coating mills (FBE, ARO, 3LPE, 3LPP, Internal Epoxy)
- Concrete weight coating facility
- Double jointing facility
- Weld on Connectors line
- Laboratory (+ sour service conditions)
- Storage areas

Port

- The plant has the exclusive use of port facilities located approximately 1.5 km away.

CENERGY
HOLDINGS
3
2
12
8
12

All in one location

Pipe mills

1 HFIW
2 SAWL
3 SAWH
4 HFIW

Coating Solutions

5 Coating mill
6 Coating mill
7 Lining mill
8 Concrete Weight coating facility (CWC)

Supporting / downstream

9 Port facilities (exclusive use)
10 Weld on Connectors
11 Laboratory (+ sour service conditions)
12 Storage areas
13 Double Jointing facility

CENERGY HOLDINGS

Innovation, Technology and Investments

Invest in the Future - Innovation

Corinth Pipeworks ability to manufacture cutting-edge products and remain at the forefront of its industry through investment in R&D, drives operational efficiency and commercial achievements across the world. It often collaborates with international research organizations, as well as regularly participates in research projects linked to its core business activities.

• *Hydrogen Certification*

Hydrogen is, rightfully, considered the cleanest fuel of the future. The company, in collaboration with international companies and laboratories, is a pioneer in the research and development of solutions for the certification of steel pipes for the safe transportation of hydrogen as a mixture with natural gas or in pure form. As such, it delivered the first hydrogen-certified pipeline project for Snam's high-pressure gas network in Italy.

The selection of suitable materials for the construction of hydrogen transportation pipes, as well as achieving that the product will guarantee long-term, safe use in full operating conditions is a research priority for Corinth Pipeworks. In this context, a properly designed specialized research program has been launched in collaboration with the RINA Italy research institute. Also, a wide range of research collaborations have been developed with gas distribution companies, international forums, such as the EPRG and international research centers. At the same time, we are one of the leading manufacturers of steel pipes for the energy sector and the first, globally, to participate in the European Alliance for Pure Hydrogen (Hydrogen Alliance) as well as in Hydrogen Europe.

• *Wind energy*

Market study regarding wind energy sector and the potential of offshore parks.

• *Other initiatives*

- Implementation of process optimization techniques combined with extensive internal trial productions, aiming to narrow optimum working range for all variables targeting higher product uniformity.
- Broadening its production range in terms of thickness and grade.
- Advanced monitoring of weld techniques.
- BEST, operational excellence program.
- Digital human resources management.
- Non-destructive technologies testing.
- Development of advanced tracking and process control systems.
- Hydrogen sulphide resistant steel pipes.
- High pressure bearing offshore pipes/Depth bearing submarine pipes.
- Potential pipe breakage at low (sub-zero) temperatures
- Collaboration with international research organizations and institutes (EPRG, TWI, ELKEME)
- Participation in major European & International projects targeting to the development of both pipe properties and pipeline integrity (JIP, RFCS projects).

Last but not least, following the investment programs that took place during the last decade, the steel pipes segment further invested EUR 9.5 million in 2021.

Recent projects

In 2020, the energy market was significantly impacted due to the postponement of a significant number of projects and the reduction in spending on exploration for new reserves. CPW responded dynamically to the slowdown in the market, focusing on entering new geographical areas while also increasing its competitiveness and strengthening our operational excellence. The goal is to make a positive contribution to energy transition and develop innovative products while reducing operational carbon footprint.

During 2021, CPW was awarded major projects, including:

1. A contract from GAZ-SYSTEM SA Poland, to supply 80 km of 40” coated steel pipes for the Gustorzyn - Wronow gas pipeline
2. 50km of 36” LSAW linepipe, including anti-corrosion coating and concrete weight coating, for Israel Natural Gas Lines (INGL).
3. The first high-pressure newly manufactured

pipes certified to transport up to 100% hydrogen for Snam's high pressure gas network in Italy. The 26" (660mm) pipes with a thickness of 11,1mm & 15,9mm, have been tested in laboratory at maximum pressure and 100% hydrogen. Scope of supply also includes external 3LPE anti-corrosion coating and internal liquid epoxy lining.

4. LSAW steel pipes for the tie-back of Zinia Phase 2 wells at depths of 1,200m. Another milestone in Corinth Pipeworks' growing offshore presence as end-users and lay-contractors continue to use the Company's latest welded pipe technology for offshore applications.
5. 18km of 8" HFW linepipe which will tie back additional gas reserves from DeNovo's 100% renewable powered Zandolie platform to its shore-based Gas Processing Unit via the existing Iguana gas export pipeline

Finally, in the year, CPW successfully continued its intense program of qualifications. In this context, it is rewarded in the **Energy Mastering Awards 2022** for best practice in Energy Efficiency and Energy Monitoring Technologies.

2021 financial performance

2021 was the second challenging year in a row for the steel pipes segment. After the unprecedented decline in energy consumption and prices due to the pandemic outbreak in early 2020, which led to the postponement or cancellation of several fossil-fuel distribution projects, the energy market slowly but steadily recovered and prices in 2021 climbed to very high levels, due to stock depletion and hastily rebounding global demand. Some of the pipeline projects put aside the year before, restarted in the second half of 2021, as it was apparent to all that natural gas would still be the main "bridging" fuel towards the energy transition period of the next decades.

Furthermore, over the course of the year Corinth Pipeworks remained focused on research and development initiatives (e.g. green hydrogen transportation, CCS technologies, potential opportunities in the offshore wind sector), tried successfully to enter new geographical markets and continued its rigorous program of major oil and gas company qualifications and innovative programs to enhance competitiveness including commencing digitalization of its processes. In brief, it demonstrated considerable stamina throughout these hard times, strengthening its presence in existing and emerging markets, winning important new onshore and offshore projects and securing an uninterrupted production process all throughout the year.

Despite a revenue decline by 25% relative to its 2020 levels (EUR 230 million in 2021), mainly driven by globally postponed energy projects, Corinth illustrated its resilience as shown mainly by the following actions:

- Efforts to strengthen its presence in new markets in Europe, the Americas, North Africa and Asia, and winning new projects;
- **Increased backlog reaching EUR 350 million** by the end of the year, as a result of the successful tendering activity during the last months of 2021;
- Strict working capital management which secured liquidity and allowed its operating activities to finance investments that took place during 2021;
- Conclusion of the cost optimization programme that started in 2020Q4.

Decreased revenue led to a decrease in a-EBITDA by 26% with gross profit lower to EUR 16.2 million in 2021 (from EUR 23.9 million in 2020) and adjusted EBITDA following to EUR 16.0 million (EUR 21.7 million in 2020). On the positive side, the segment managed to produce significant free cash flows in 2021. This resulted in a **large decline in net debt** from EUR 89 million as of 31 December 2020, to EUR 68 million. Long-term debt was also partially refinanced with more favourable terms, through the issuance of three bond loans amounting to EUR 22 million in total.

Finally, as a result of the retrospective implementation of the AD duty rate imposed by the US Department of Commerce (EUR 12.8 million provision charge, see below), the segment recorded a loss before tax of EUR 13.9 million for 2021, compared to profit before tax of EUR 1.3 million in 2020.

Table 4: Profitability Analysis – Steel pipes segment[4]

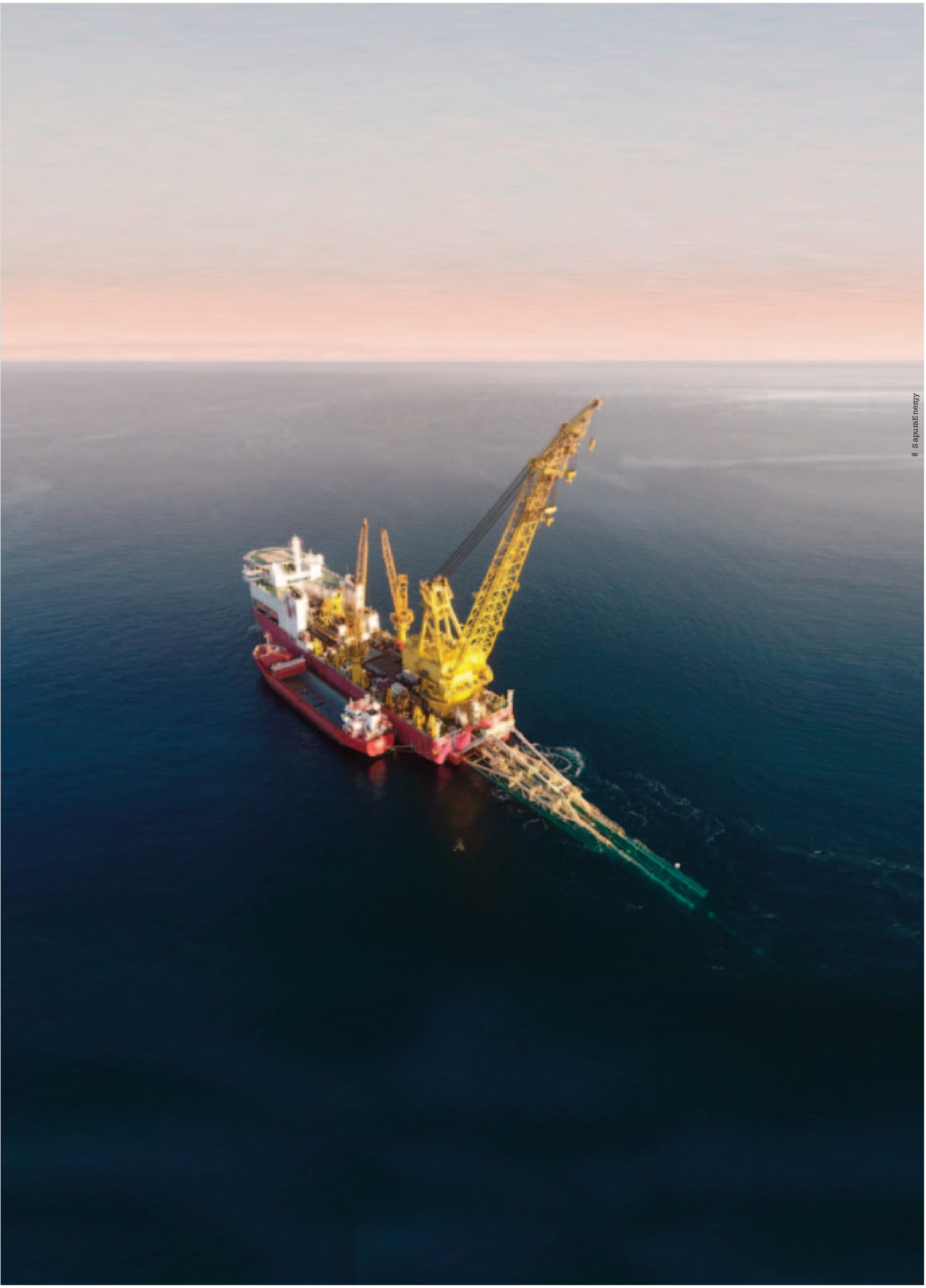
Amounts in EUR thousand	**FY 2021**	**FY 2020**
Revenue	229,913	308,559
Gross profit	16,152	23,904
Gross profit margin (%)	7.0%	7.7%
a-EBITDA	15,974	21,702
a-EBITDA margin (%)	6.9%	7.0%
EBITDA	2,388	20,788
EBITDA margin (%)	1.0%	6.7%
a-EBIT	7,124	12,858
a-EBIT margin (%)	3.1%	4.2%
EBIT	(6,462)	11,944
EBIT margin (%)	-2.8%	3.9%
Net finance costs	(7,478)	(10,603)
Profit before income tax	(13,940)	1,341
Net margin before income tax (%)	-6.1%	0.4%
Profit (loss) after tax for the year	(14,704)	(456)
Profit (loss) attributable to owners	(14,704)	(456)

2022 Outlook

The **steel pipes** segment has, most probably, left behind the last two difficult years and is now ready to benefit from the orders received during the last months. As global energy demand is growing faster than renewable energy capacity, demand for fossil fuels will rebound and hence, demand for steel pipes is expected to reach higher levels in the near future. CPW remains focused on penetrating new geographical markets and developing new innovative products, e.g. infrastructure for the offshore wind sector, tubes for hydrogen transportation, carbon capture and storage (CCS) technologies etc. Such initiatives along with intensified efforts towards stronger competitiveness will improve the company's market position and will lead to awards of new projects and return to profitability. Looking ahead, the energy sector is expected to stabilize at a higher price levels driven by continued geopolitical uncertainty. This, in combination with the solid backlog built during the last quarter of the year, offers a positive outlook for steel pipes segment.

Further information is available on the Corinth Pipeworks website: www.cpw.gr

4. Source: Consolidated Statement of Profit or Loss and Alternative Performance Measures.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Subsequent events

On February 8th, 2022, the US Department of Commerce (DoC) published its final results in the administrative proceedings conducted by the DoC for the period from April 19, 2019 through April 30, 2020 ("POR") in connection with an antidumping ("AD") order on large diameter welded pipe (LDWP) from Greece. As a result, the DoC determined for the POR an antidumping duty rate of 41.04 percent based on total adverse facts available (AFA) for mandatory respondent Corinth Pipeworks S.A., Cenergy Holdings' steel pipes segment.

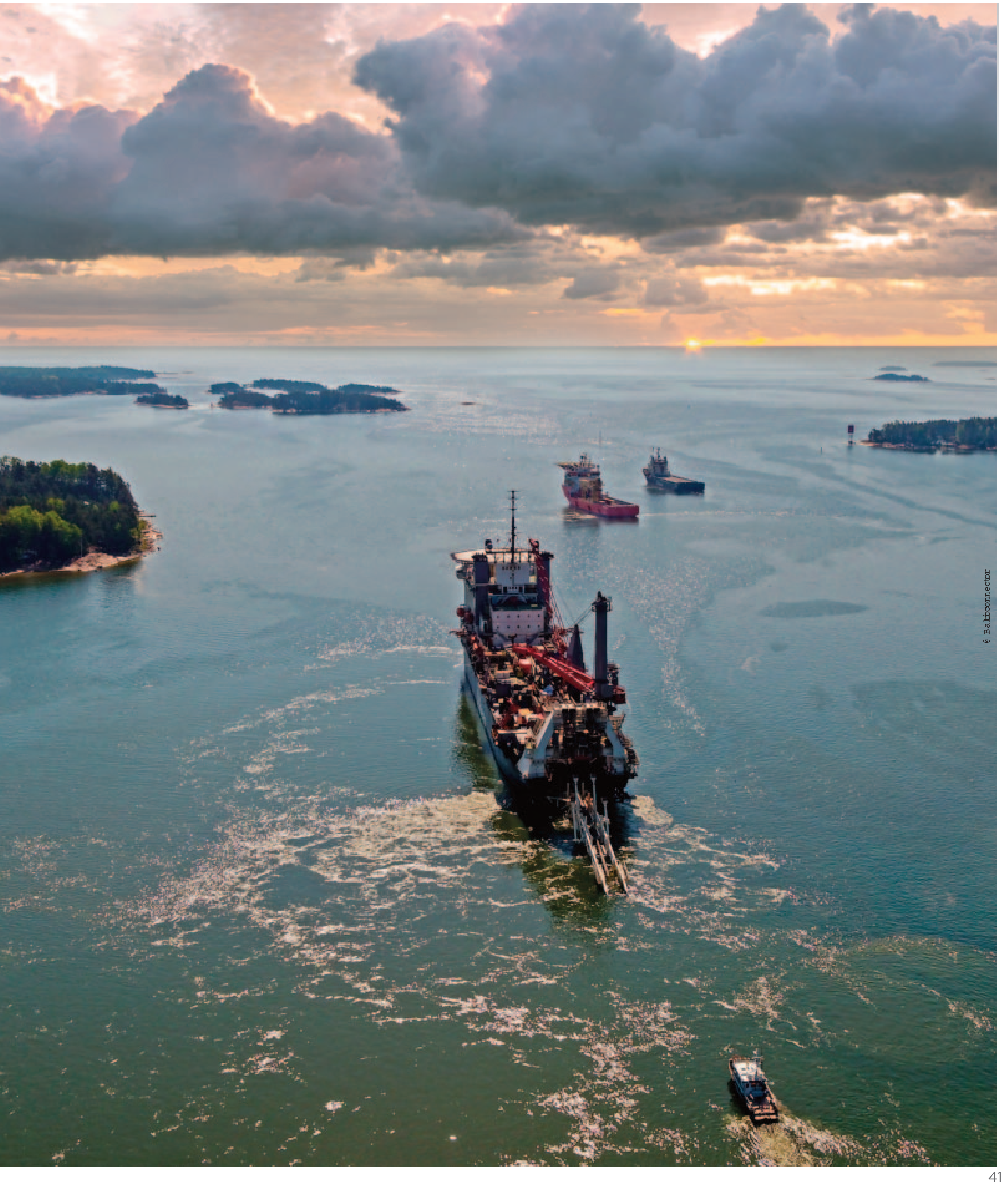
Despite the lengthy process of the administrative review involving the supply of extremely detailed data sets on Corinth Pipeworks' commercial practices for the POR under scrutiny, as well as all reasonable estimations made throughout 2021 on the size, if any, of a possible AD duty rate, the DoC concluded on such a high AD duty rate.

Corinth Pipeworks intends to file an appeal before the U.S. Court of International Trade against the decision of the DoC while continuing to actively work with the DoC in order to reverse the final determination. Cenergy Holdings considers that there will be no material impact on the business of its subsidiary Corinth Pipeworks S.A., as the latter strongly follows a geographically diversified commercial policy and the USA market does not presently constitute its core market. The one-off, additional provision charge on Cenergy Holdings' annual consolidated economic results from a retrospective implementation of the AD duty rate and reaches ca. EUR 12.8 million (USD 14 million plus interest).

The Ukraine conflict which began in February 2022 is already pushing up market volatility and increasing the probability of disruptions in many parts of the global economy. Though its impact on Cenergy Holdings' subsidiaries cannot be fully predicted right now, the overall exposure to Ukraine and Russia is very limited and business consequences are not expected to be material. Sales to these markets represent an insignificant portion of total turnover (ca. 2,3% for 2021) and any loss in revenue will be fully offset by demand in other markets. Nonetheless, Cenergy Holdings' companies have already initiated actions to shift the supply of raw materials currently sourced from Russia to alternative markets so as to mitigate any potential disruption in their supply chain. As for financing, the companies have no exposure to Russian banks.

Finally, in the energy front, it is clear the conflict in Ukraine has accelerated price inflation already present since the second half of 2021. Cenergy Holdings' companies have already taken mitigating actions to reduce the business impact. They are monitoring the situation closely and will modify their approach when and as required to secure efficiency in their operations.

There are no other subsequent events affecting the Consolidated Financial Information presented in this Annual Report.



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Risks and Uncertainties

Cenergy Holdings' Board of Directors is the highest body responsible for assessing the risk profile of its companies. Being a holding company, Cenergy does not have itself any production operations, customers, suppliers, or personnel (besides employees for administrative tasks), therefore any risks affecting it originate at its subsidiaries and their operations, suppliers, clients and personnel.

Cenergy Holdings' companies operate in dynamic markets with quite different characteristics, hence risks are to be managed in a structured way in order to reduce potential negative financial impact. The goal for each company is consequently to identify, measure and prioritize risks and to react appropriately with suitable actions that mitigate, reduce or control the impact of negative events. Cenergy views risk management as a tool which adds value by raising awareness of risks and places focus on efficient daily operations in line with each company's strategy.

Still, a set of common guidelines for an Entreprise-wide Risk Management (ERM) framework across Cenergy Holdings' subsidiaries exist: these include principles for effectively managing risks in all subsidiaries. Furthermore, the framework provides guidelines on how best to address these risks and facilitates discussion on risk management issues.

In turn, Cenergy Holdings' executive management in consultation with the Board of Directors is responsible with successfully exploring business opportunities, whilst at the same time assessing possible risks and their control mechanisms across subsidiaries, with the help of an independent Internal Audit department. The objective of this evaluation is to enable the Company to determine whether the subsidiaries have managed risks in a proactive and dynamic way to mitigate them down to an acceptable level.

The ERM process in Cenergy's subsidiaries comprises the following steps:

- Identify key risks and measure / analyse their potential impact and likelihood. This is done at company level as all financial, operational, compliance and strategic risks are associated with each company's operation.
- Manage (i.e., respond to) those risks by considering existing controls as well as selecting, prioritising and implementing appropriate actions. This step is also done at company level, following the general principles outlined in the ERM framework.
- Control and monitor internal and external environment for potential changes to risks, ensuring risk responses continue to be effective. Each company monitors its risks and risk responses, using the common ERM guidelines but separate procedures, systems and mechanisms put in place by each company's management.
- Finally, companies report both internally and at Cenergy Holdings' level, a consolidated evaluation on their risks, integrated with a review of their financial performance. Hence, Cenergy Holdings' executive management judges their overall risk – return trade off and presents the outcome to the Audit Committee and the Board of Directors. Needless to say that the Audit Committee monitors the effectiveness of the subsidiaries' internal controls and looks into specific aspects of controls and risk responses on an on-going basis.

The fact that each company's main revenue streams originate from separate markets with independent market dynamics provides, to some degree, a "natural" risk diversification effect. Still, the fact that Cenergy companies are in one way or another, related to the global trends of the energy markets, means that they would in principle, face similar risks. We could, however, say that the businesses of the HV cables segment of cables and of the large diameter pipes segment are primarily driven by large infrastructure projects and are, hence, essentially decoupled from short-term macroeconomic developments. On the other hand, a part of cables sales and the hollow section of CPW is linked to construction activities, a highly cyclical sector.

In pages 16-38, the development per business line in 2021 is described. The company's enterprise risk management (ERM) model outlined above ensures that risks are captured and dealt with primarily by the business line managements and, if needed, by the support functions. This tailored reporting structure ensures company-wide awareness of risks, opportunities and mitigating actions.

Key risks

Risks are classified into two major families, Financial and Business Risks. The former includes different types of market risk affecting the activity of each subsidiary (mainly, exchange rate, interest rate and commodities risk) as well as credit risk, counterparty risk and liquidity risk.

The Business Risk family, broadly defined as all risks that are not balance-sheet related, is broken down into further sub-categories, to help better understand and react to the different risk events:

a. *Operational and technology risks* defined as the risk of loss resulting from inadequate or failed processes, people and systems or from external events. Operations risks comprise all risks associated with the day-to-day operations such as Health & Safety, environmental issues, legal risk (as it refers to processes) but not strategic or reputational risks.

b. *Compliance and reputational risks* include possible negative impacts (economic – fines, penalties, etc. and other – exclusion from markets, etc.) from noncompliance with existing regulations and standards. Also included are potential impacts to the subsidiaries' (and the Holdings') brand image and business[5] reputation, as well as accounting risk[6].

c. *Strategic risks* include risks related to the wider business environment (e.g. the macroeconomic environment, the sector / industry conditions, etc.) the market and the competition, and medium to long-term decision making that may impact on business continuity and profitability.

A brief business risk taxonomy for Cenergy Holdings' subsidiaries is presented below, together with the actions taken to identify, measure, react, control and monitor them. Then it is prudent to sketch a "risk matrix" for the 5 most important risks faced by Cenergy companies.

Business Risks

Operations and technology

Product failure risk

Faulty or non-performing products may expose companies to penalties, complaints, claims and returns, which lead to loss of revenues, market share and business reputation. In this category, we also include the risk of failure to comply with the contractual terms of "turnkey" projects, where our companies not only have to supply a good product per se but also ensure proper design, service and support up to the final commissioning of the requested system (e.g. transportation, installation, laying, protection, etc.)

To proactively mitigate such risk, all companies follow rigorous quality management systems at their plants and maintain appropriate insurance coverage against such claims as well as product liability insurance. Quality control includes batch or item sample testing, defect capturing monitoring systems spread out in production phases, end-to-end traceability systems, etc.

Operation interruption risk

Apart from the unexpected unavailability of raw materials or other crucial resources, a lack of skilled labour, a delay in adapting new technologies and / or the danger for equipment breakdowns may threaten all subsidiaries' capacity to continue operations. Consequently, all companies use specialized maintenance departments to minimize the latter, upgrade plant equipment and production

5. The set of perceptions about the company by the different stakeholders with whom it interacts, both internal and external.
6. The risk which concerns the proper and true economic and financial reflection of the companies' reality as well as compliance with all related regulations (IFRS, etc.).

lines to reduce obsolescence risk and constantly monitor safety stock levels. Moreover, some of the plants, facilities and production lines are interchangeable and have been mapped to ensure shifting and continuation of production if such a need arises. Any residual risk is mitigated through business interruption insurance policies.

Risk of lack or loss of key resources

Since a disruption in the supply of energy, metals and other key raw materials and component parts may threaten the companies' ability to produce quality products at competitive prices on a timely basis, they all take relevant measures to reduce such risks (e.g. a diverse supplier base, alternate material lists, Service Level Agreements with key vendors, lower spot market exposure).

As for human resources, our companies are committed to building a culture of fair pay and trust by creating the environment and the processes for people performance and development, an open and truthful dialogue with staff, individual development plans and follow up as well as talent planning and succession management. These measures somewhat reduce high turnover risk, which is, however, still dependent mainly on the macroeconomic environment of each production site.

Channel effectiveness risk

Poorly performing or positioned distribution channels may threaten the companies' capacity to effectively and efficiently access current and potential customers and end users, so in turn, they manage it through experienced commercial executives per project / market; periodic financial reviews serve as the main monitoring tool.

Information technology (IT) risk

IT risk is usually defined as the likelihood of occurrence of a particular threat (accidentally triggered or by intentionally exploiting a vulnerability) and the resulting impact of such an occurrence. It obviously includes, but is not limited to, cybersecurity risk.

Most of Cenergy Holdings' subsidiaries being capital intensive, they rely on IT systems to guide and optimize their production. IT equipment failure, human errors and/or the unauthorized use, disclosure, modification or destruction of information, pose serious risks to the companies' operation and profitability. Hence, the continuous identification and application of appropriate and proportional controls that limit exposure against the aforementioned threats is vital to the integrity of IT systems in all companies as well as against legal requirements.

Furthermore, all subsidiaries are complying with 2016/679 EU General Data Protection Regulation (GDPR), taking this opportunity to evaluate and ameliorate their overall IT risk posture, beyond regulatory requirements.

Compliance and reputation risks

Financial Regulation risk

In regards with the requirements arising from its stock exchange listings, Cenergy Holdings has established necessary structures and procedures in order to ensure continuous compliance, including the adoption of its Corporate Governance Charter, which covers issues such as directors' and managers' accountability, good governance principles, insider dealing, and conflicts of interest.

Compliance Risk

Laws and regulations apply to many aspects of subsidiaries' operations including, but not limited to, labour laws, Health & Safety, environmental regulations, building and operational permits, anti-bribery legislation and antitrust laws, Data Protection legislation, export restrictions, etc.

Cenergy Holdings requires all companies in its holding portfolio to abide by all laws and regulations, whether at the local, European or international level accordingly, regarding Health and Safety in the production plants, labour and human rights, the protection of the environment, anti-corruption, bribery and financial fraud. Being a holding company, Cenergy Holdings requires its subsidiaries to develop their own policies for all such matters and the subsidiaries are exclusively responsible for the compliance with these policies.

Additional details are further given in the Non-Financial Information section (pages 49-67).

Strategic risks

Country risk

Political risk of countries where Cenergy's companies are active, commercially or in production, may threaten future product and cash flows, both upstream and downstream. The main answer to that risk is geographical diversification, in manufacturing, supply chain and distribution.

For manufacturing, Cenergy companies are currently present in 3 EU countries (Greece, Romania and Bulgaria) that pose a minimum, if not zero, political risk. The availability and prices of basic raw materials, such as copper, aluminium and steel follow international markets, not affected by development in any particular country. Finally, subsidiaries distributed their products in more than 45 countries worldwide in 2021, with more than 65% of any company's 2021 turnover derived from markets outside their production sites.

Cenergy Holdings' subsidiaries follow closely and on a continuous basis the developments in the international and domestic environment and timely adapt their business strategy and risk management policies in order to minimize the impact of the macroeconomic conditions on their operations.

Industry risk

Industry risk of Cenergy companies related to the specific sector they operate in, is associated either with the cyclicality of demand or the substitution rate of some of their products. The former is mitigated by expanding into global markets, so that the cycle effects are differentiated away across geographical areas. As for the latter, substitution risk is addressed through the differentiation of their product mix, shifting for example into lower substitution rate products.

Competitor risk

Strategic issues regarding competition are assessed as part of the annual budget process of all Cenergy Holdings' subsidiaries, as well as the strategic markets plan of each company. Daily management of competitor risk, on the other hand, is captured through daily review of market information and mitigated by a strong commitment to quality, a competitive pricing policy in commodity products and a targeting on high-margin products.

Technological innovation risk

In a world of rapidly changing technology, not following the technology wave in an efficient manner or not investing in the necessary IT infrastructure may seriously affect current and future business results. Alternatively, companies that do not leverage such technology advancements to extend their competitive advantage, may be "left out in the dark" and suffer from competition. This strategic risk is primarily managed by Cenergy's subsidiaries through the establishment of technical assistance and knowledge transfer agreements with global leaders in their sectors. All companies invest strongly in research and development (R&D), cooperating with scientific bodies and prominent international research centres, and most of them host dedicated R&D departments.

The segments' primary business risks are shown in the risk matrix below according to likelihood and impact.

Figure 1: Cenergy Holdings Risk Map for 2022

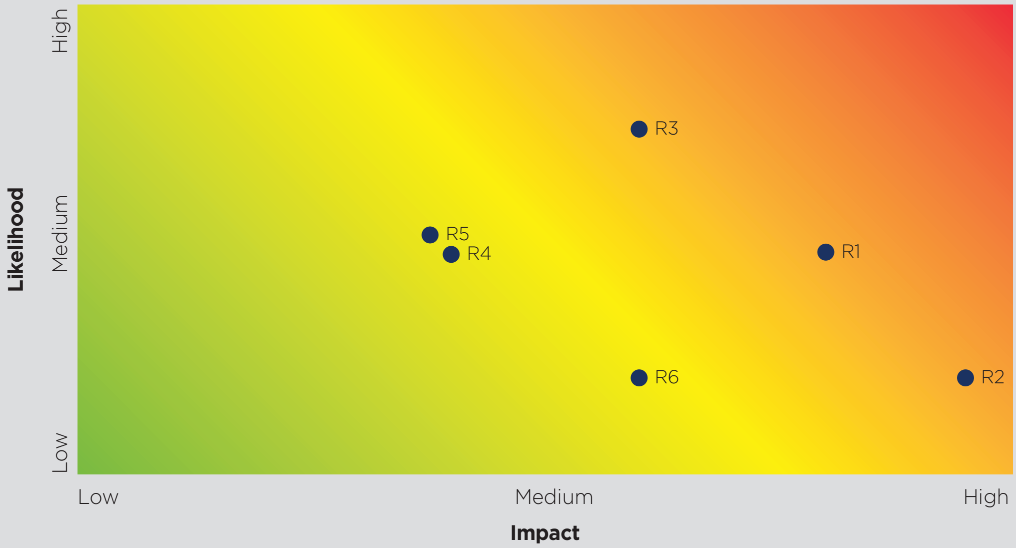


Table 5: Major Risks for Cenergy Holdings companies (2022 estimate)

No.	Segment / Taxonomy	Identification	Summary	Mitigation actions
R1	Steel Pipes / Technology risk	Design of product for upcoming hydrogen networks	As the market is evolving, the exact specifications of pipes are unknown yet	Perform detailed metallurgy research. Propose fully integrated solutions based on current specifications.
R2	Steel Pipes/ Industry risk	Substitution of carbon steel by other materials	Use of other materials for lower scale gas network projects in Europe.	Diversify geographically (short-term), focus on other kinds of liquid & gas networks (longer-term).
R3	Both / Procurement risk	Supply chain disruption	Availability of key raw materials, transportation issues, etc.	Annual contracts with key suppliers to guarantee necessary volume of supplies
R4	Both / HR risk	Difficult recruitment / High turnover	True in certain areas (Romania) and functions (engineers, young blue collars)	Adapt career evolution criteria for higher level staff; increase salaries for certain functions.
R5	Cables / Compliance risk	Legal risk	Long period (5yr+) contracts; insurance deductibles dropped since Covid-19	Gradual creation of a cash pool (provision) per project in order to cover possible claims; also study the use of captive insurance.
R6	Both / IT risk	Cybersecurity	Plants vulnerable to cyberattacks, as production is fully automated.	Monitoring and filtering network traffic through defined rules, zones and controls with internal and external firewalls. Development of new technical monitoring measures with access control tools and services of specialized partners for collection and evaluation of possible vulnerabilities of networks and infrastructures

As for the global macroeconomic risk of a new upsurge of the Covid-19 pandemic, we must note that it has had so far limited operational impact on both segments; all companies do, however, continue to keep in place all supplementary health and safety measures in favour of their personnel initiated in 2021 and are scrutinizing their workplace for any event that may disrupt their production continuity.

Financial risks

As complex, international businesses Cenergy Holdings' companies are also exposed to financial risks not covered in the above risk matrix. These risks arise from financial market fluctuations and primarily consist of currency and commodity risk exposures. Cenergy companies first try, if possible, to "naturally hedge" any such risks, and then utilize varied financial derivatives to hedge large exposures and protect earnings and assets from significant fluctuations.

Interest rate risk

As a rule, Cenergy entities do not enter into speculative positions on interest rates of any kind and always try to follow natural immunization strategies. On the other hand, given the current low interest rate environment, each entity tries, in the measure possible, to secure fixed and low rate credit lines to avoid cash flow shocks and facilitate capital budgeting.

The interest rate profile of Cenergy Holdings, on a consolidated basis, as of 31 December 2021 consists of EUR 40.6 million of fixed-rate financial instruments and EUR 353.4 million of variable-rate instruments. Moreover, a change of 25 basis points in interest rates of variable-rate financial liabilities would have a positive or negative effect of EUR 1.14 million after tax in the Consolidated Profit / Loss statement of 2021.

Currency risk

Cenergy Holdings holds stakes in companies with production plants and commercial relations spanning the globe. As such, they are exposed to financial (transaction), accounting (translation) and economic losses due to volatility in foreign exchange rates. Companies manage this risk in a prudent manner, trying for natural hedges whenever possible (i.e. matching currencies in anticipated sales and purchases, as well as receivables and liabilities) and using standard hedging products, such as forward contracts, if necessary.

Commodity risk

Cenergy Holdings' subsidiaries are using metal raw materials as inputs, so price fluctuations (esp. aluminium, copper, nickel and zinc) may expose them to lower product margins or trading losses.

Future contracts traded in the London Metal Exchange (LME) offer the obvious hedging choice for them: first, all Cenergy Holdings' subsidiaries record metal positions resulting from LME price fixing for purchases and sales. They monitor the metal price risk and try to match purchases with sales. The resulting net exposure is centrally hedged using LME contracts, resulting in almost immune margins.

Liquidity risk

Cenergy's subsidiaries constantly monitor cash flow needs on a monthly basis, reporting liquidity and leverage ratios and continuously assessing available funding, both in the local and international markets. They mitigate liquidity risk by maintaining unused, committed financing facilities from a diversified number of financial institutions

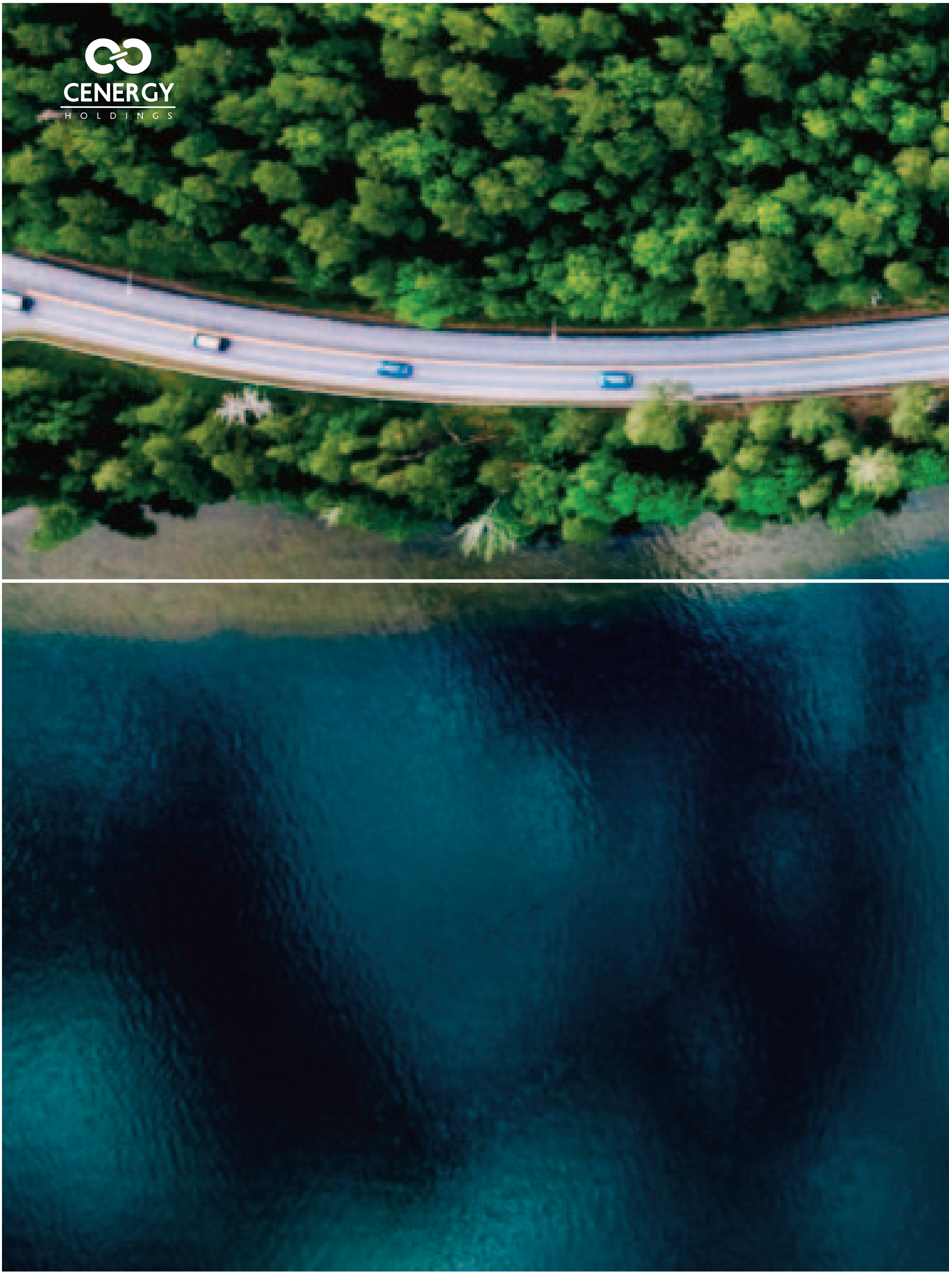
Cenergy Holdings' total debt (incl. lease liabilities) amounts to EUR 393.9 million (31.12.2020: EUR 411.7 million). Considering EUR 129.6 million of cash & cash equivalents, Net Debt amounts to EUR 264.3 million with 44.9% (31.12.2020: 43.3%) of total debt being long-term and the rest, short-term. Loans and borrowings are held with banks and financial institutions, which are rated from A- to B+ based on ratings of Standard & Poor's. Approximately 90% of these loans and borrowings are held with Greek banks.

Long term facilities have an average maturity of 3.7 years, whereas short term ones are predominately revolving lines, reviewed annually with anniversaries spread out through the year and renewed automatically at maturity, if necessary. There are sufficient credit limits in place to serve working capital requirements and refinance short term loans.

Credit risk

Cenergy Holdings' subsidiaries sell to a large number of customers across countries and sectors, trying to avoid customer concentration, if possible. For large infrastructure projects, though, that make a significant portion of both segments' turnover, this is however unavoidable. Hence, companies mitigate this risk by executing robust creditworthiness checks of final customers via credit rating agents and carefully setting relevant payment.

For the product business units, the use of real or financial security and of credit insurance contracts is standard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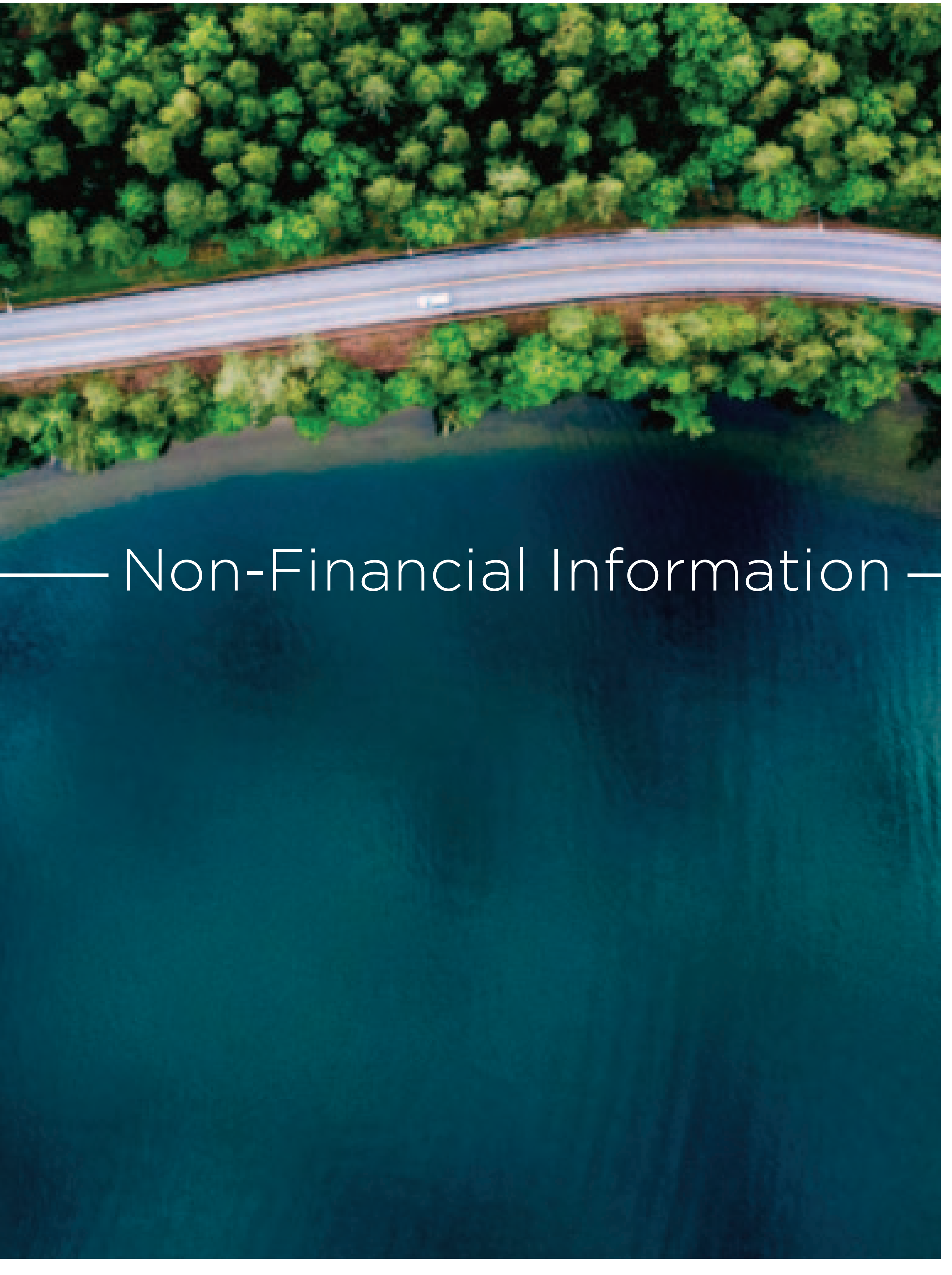
Non-Financial Information

Non-Financial Information

This document represents the Consolidated Disclosure of Non-Financial Information ("Non-Financial Disclosure", hereinafter also the "NFD", "Non-Financial Statement" or "Sustainability Report") prepared pursuant to the Belgian Code of Companies (Legislative Decree no. 83180/11.09.2017) by Cenergy Holdings S.A. (**Cenergy**, the **Company**) for financial year 2021.

The objective of this NFD is to provide the understanding of the business model, the activities, the main risks and performance indicators of the Company with regard to the following non-financial matters, also referred to as environmental, social and governance (ESG) matters:

- Environmental
- Social and labour
- Human rights
- Anti-corruption and bribery

The NFD comprises of non-financial information for Cenergy Holdings S.A. and its subsidiaries that have a material contribution in the non-financial matters under scope. The subsidiaries contributing in a material way come from both operating segments.

The NFD has been drawn up in accordance with the United Nations' Sustainable Development Goals (SDGs) reporting framework which embrace a very wide and universal approach to all sustainability issues facing today's societies. The SDGs are a list of 17 interconnected global goals, designed to be a "blueprint to achieve a better and more sustainable future for all", that address current challenges societies all over the globe are facing. The 17 goals have 169 underlying, more specific targets that stimulate action in areas of concern.

While Cenergy Holdings companies have a direct or indirect impact on all 17 SDGs, the NFD focuses on the SDGs directly impacted by the activities of the Company and its subsidiaries. The SDGs reporting framework serves as the basis for the reporting structure of non-financial matters of the Company as it contains several non-financial key performance indicators (KPIs) for the monitoring of all main risks associated with the non-financial matters under scope in the Belgian Code of Companies and Associations. Due to the extensive number of KPIs selected to monitor the Company's and its subsidiaries' performance, the report is also based on the GRI Standards of the Global Reporting Initiative (GRI) for reasons of completion.

Table 6: Non-Financial Highlights for 2021

	2021
Expenditures for environmental management	3,735,725 EUR
Expenditures for Health & Safety	2,864,903 EUR
Number of training hours	35,825
Manufacturing sites certified with ISO 14001	100%
Manufacturing sites certified with ISO 45001	75%

"2021 was a milestone year for Cenergy as we created a comprehensive plan and roadmap to address all environmental, social and governance risks through extensive indicators to measure our progress. Furthermore, we made an important step in our contribution to a net-zero economy by setting near and long terms targets for significant carbon reductions helping our customers reach their own sustainability goals."

Alexis Alexiou, CEO

Business Model

The Holding invests with a long-term view, in significant (controlling or non-controlling) equity investments. It brings in finance to further develop its companies, to improve their competitive position and profitability, and it maintains an open line of communication with the management of the companies in which it invests, while valuing their operational autonomy. A thorough description of each business segment is provided in pages 16-38.

Cenergy's subsidiaries play an active and important role to the energy transition as well as the global transformation to a climate neutral future. The segment of cables is a significant enabler of the energy transition and the European Green Deal with over 38% of its revenues coming from activity eligible under the Taxonomy Regulation to be considered as environmentally sustainable because of the significance of power cables in the expansion of Renewable Energy Sources (RES) in the energy mix and the gradual decarbonization of the global economy.

The segment of steel pipes (Corinth Pipeworks) is also well positioned to contribute significantly in the energy transition away from sold fossil fuels with approx. 95% of its revenues coming from natural gas and structural projects while at the same time, Corinth Pipeworks has developed solutions that can adapt to emerging technologies such as Green Hydrogen and Carbon Capture and Storage (CCS). The company, although not currently included in the eligible sectors of the Taxonomy Regulation, will play a significant role in the penetration of low carbon fuels that can replace natural gas in the future.[7]

The ambitions of the European Green Deal can only be achieved with an increased contribution of sustainable metals' production. It is estimated that a climate neutral future will demand 3-4 times more metals and many of Cenergy's subsidiaries' products will face an increased demand.

Integration of sustainability principles in business models

Due to the nature of the industrial processes of the subsidiaries as well as the products' markets, our companies' future has a strong correlation on the ability to operate in a sustainable manner. The subsidiaries are in the process of developing additional goals towards carbon footprint improvement as well as energy efficiency measures while at the same time becoming more engaged with their suppliers in order to ensure responsible sourcing of raw materials and services.

Furthermore, both segments have already committed to the **Science Based Target Initiative** (SBTi) to meet near-term (2030) and long-term net zero targets at the latest by 2050. More specifically, Hellenic Cables has already submitted its targets pending validation from SBTi, to halve its scope 1 & 2 emissions (50% by 2030 from a 2020 base year) and reduce value chain emissions (scope 3, including raw materials and commuting emissions) by 25%, within the same timeframe. Hellenic Cables also commits to increase annual sourcing of renewable electricity to 80% and 100%, by 2025 and 2030, respectively. Over and above near-term progress, Hellenic Cables projects to reach net-zero greenhouse emissions across its entire value chain before 2050, from a 2020 base year. Corinth Pipeworks submitted its commitment and is waiting for approval from SBTi.

Both the Company and its subsidiaries are documenting their responsibility and commitment to operating in a sustainable manner with respect to all its stakeholders. Sustainable action and long-term corporate policies have played a significant role in achieving and strengthening the resiliency of the company under challenging market conditions and changing customer demands.

The Company accepts its responsibility to current and future generations of employees, customers and all other stakeholders and is committed to operate in the most sustainable way. It is committed

7. The contribution of Cenergy companies to the energy transition and the enabling of the low carbon economy is not captured entirely under the Taxonomy Directive due to the very strict definitions of activities being environmentally sustainable. The Taxonomy Regulation disclosure is presented later in the text under "Environmental Responsibility".

time manufacturing products that will play a significant role in making a climate neutral future a reality.

The sustainable path the Company has chosen to follow does not come without a demand for actions. Based on what has been achieved so far, subsidiaries are still facing numerous operational, non-financial risks that require constant monitoring and mitigation while the continuously changing and more demanding regulatory framework, especially due to the upcoming "**Fit-for-55**" Initiative, often creates conditions of unfair competition with global competitors. Furthermore, the current environment with increased energy prices as well as energy security is of great concern and needs constant measures to ascertain business continuity.

ESG Roadmap

2021 was a very important year for Cenergy Holdings as it adopted a comprehensive framework for sustainability matters under which all its subsidiaries are required to operate. The company created an Environment, Social and Governance Roadmap ("ESG Roadmap") by assessing all related risks and opportunities and integrating all these matters to its business strategy. The integration considered several new parameters affecting its approach such as the European Green Deal and its requirements, the strict regulatory framework the subsidiaries operate under (especially in environmental compliance and labor laws), the emergency created by climate change and its effects, water availability, health and safety concerns, capability building, as well as the recent challenges in the energy sector affecting all of our companies.

The ESG roadmap begins with the adoption of seven (7) core company policies covering the entire framework of all environmental, social and governance issues with each policy thoroughly monitored by relative metrics, internal and external controls for adequate due diligence on important matters and regulatory compliance as well as appropriate governance measures to ensure transparency and accountability.

Furthermore, the ESG roadmap includes the obligation of the industrial subsidiaries to establish goals in strategic matters that include:

(1) the gradual replacement of all electricity supply with Renewable Energy Sources (RES) as soon as technically and economically feasible,

(2) the commitment to specific near and long term carbon reduction targets on all carbon-intensive activities,

(3) the evaluation of top tier suppliers on ESG issues, and finally,

(4) the establishment of a five-year concrete, improvement action plan for health and safety for industrial companies.

The first two strategic goals are an important part of the subsidiaries' operational model as they are fundamental for the production of low carbon products.

Regarding the supply chain, it is important to note that Cenergy is a corporate group with subsidiaries in international operations and therefore part of the global production supply chains. Given the different environmental, human rights as well as labor standards across the globe, it is the subsidiaries' intention to embrace a common standard of ethical values and legal requirements within the supply chain.

The Company is committed to ensuring all employees return home safely every day. This is why it is of strategic importance for the subsidiaries to provide a safe working environment and invest in a continuous improvement program. During 2021, Cenergy subsidiaries started a collaboration with a globally leading consulting firm in health and safety, in order to perform a health check of existing management systems and aid in improving safety programs through workshops, safety leadership training, etc. Similar actions will continue in the years to come in an effort to improve health and safety performance.

The ESG Roadmap includes other areas of focus such as

- environmental performance with water, waste and chemicals management at the forefront,
- gender equality
- working conditions
- labour and human rights
- business ethics
- the establishment of a whistleblowing mechanism

Sustainability Governance

Cenergy Holdings aims to embed sustainability in all processes across its subsidiaries and it recognizes the importance of clear and proper governance structures to ensure current progress. They are an essential ingredient in order to translate the ambitions and goals into actions.

In 2021, the Company put in place the ESG Roadmap, after its adoption by the Board of Directors. In it, the Board is the endorser of the sustainability strategy. An ESG working Group was also established within the Board to discuss matters in more detail and inform on a quarterly basis the Board about progress in the realization of the ESG Roadmap.

To ensure compliance and accountability by the subsidiaries, a compensation scheme for subsidiaries' General Managers linked with performance on ESG matters is planned for implementation in 2022. Furthermore, an ESG coordinator at each subsidiary coordinates the various functions, facilitating relevant ESG actions at subsidiary level and reporting progress to its General Manager on a semi-annual basis.

Last but not least, the implementation of a whistleblower mechanism covering all subsidiaries in all geographical regions was essential in our corporate governance structure. The mechanism, to be implemented in 2022, establishes proper communication channels for anyone either within or outside the Holding and its companies, to report unethical or illegal wrongdoing, while at the same time ensuring comprehensive protection and support for reporting persons.

All of the above structures were created to ensure that our organic growth and economic success do not come at the expense of fair competition, safe working conditions or environmental protection.

Policy Framework

Cenergy Holdings is a listed holding company, with a very lean structure, making long-term investments focused on companies active in South Eastern Europe in the energy and telecommunications sectors. The Company strongly believes that its subsidiaries must demonstrate the same responsibility and share the same principles and commitment in sustainability matters in order to preserve long term value for its shareholders.

Cenergy companies are committed to operating safely in an environmentally and socially responsible manner and to partnering with their customers and community stakeholders to build a sustainable future for all parties involved. They aim to establish a relationship of responsibility and trust with its counterparties and to meet expectations by keeping faith with commitments undertaken. The responsible operation of all companies is considered a primary goal and fundamental for the sustainable operations of the companies.

As mentioned earlier, during 2021 Cenergy adopted seven policies that cover the entire spectrum of environmental, social and governance matters. These policies cover the following areas:

1. Environment
2. Energy and Climate Change
3. Health and Safety (H&S)
4. Labour and Human rights
5. Supplier Code of Conduct
6. Business Ethics and anti-corruption
7. Sustainability

They can be found at https://cenergyholdings.com/about-us/#our_policies.

The Company's core values are reflected in its policies that its companies should follow, at a minimum, regarding sustainability matters. The subsidiaries in turn have developed their own respective, detailed policies adhering to the Holding's policy principles at a minimum.

Environment

Cenergy companies are committed to operate with responsibility and respect for the environment and the society. Sound environmental management of all production and storage installations is one of the most important focus areas and is essential to the sustainability of the companies' s activities. Companies shall operate in full compliance with applicable national and EU environmental legislation, as well as with the specific environmental operational terms of each plant, always in a state of absolute transparency and participation in an open dialogue on environmental matters with all the stakeholders.

Energy and Climate change

Cenergy companies are committed to being a significant contributor to the effort to tackle climate change. As significant consumers of both non-renewable and renewable energy, they are committed to buying and using energy in a responsible, efficient, and cost-effective manner with the aim to reduce the carbon footprint.

Health and Safety

Cenergy companies are committed to continually promote health and safety for their employees as well as for their partners, including customers, suppliers, contractors and visitors. All the companies shall strictly comply with all applicable legislation and fully implement all suitable standards, instructions and procedures regarding health and safety.

Labour and human rights

Cenergy and its companies do not accept any discrimination of race, gender, religion, age, nationality, social or ethnic origin, disability, belief, sexual orientation, or political and trade union engagement. These principles apply to the recruitment of new employees, to employees with an employment contract and to the professional merit-based promotion of their employees.

Cenergy and its companies reject any form of forced labour. All work performed in the companies must be voluntary. The employment of individuals under the applicable statutory minimum age for workers is prohibited.

The Holding and its companies recognise the right of all employees and stakeholders to work with dignity and believe that everyone in the Companies is responsible for having due regard for human rights.

They support and respect the fundamental principles, as articulated in the Universal Declaration of Human Rights. All Companies support the protection of international human rights within the sphere of their influence, and will not be complicit in human rights abuses. The Companies' policies and procedures adhere to all applicable domestic laws concerning freedom of association and collective bargaining, non-discrimination, forced labour and underage workers in the workplace.

Supplier Code of Conduct

The Supplier Code of Conduct has the goal of ensuring that the business partners of Cenergy companies share and promote its fundamental values in ethics and sustainability principles. Our companies require their Business Partners to comply with all the principles in the Supplier Code of Conduct and will correspondingly promote these principles within their own supply chain.

Business Ethics & Anti-Corruption

Cenergy Holdings and its companies are committed to conducting their business with honesty and integrity and in compliance with all relevant laws. All companies ensure transparency in all interactions and acknowledge that they have a moral and legal obligation to act responsibly in all jurisdictions. The companies have put various controls in place to ensure illegal and unethical business activity does not occur. Their performance and competitiveness are strengthened solely through lawful conduct.

Cenergy Holdings and its companies also have various internal controls to ensure all kinds of bribery and corruption do not happen. Furthermore, they are determined to maintain a culture of honesty and opposition to fraud and corruption. They also maintain a system of internal accounting controls and keep their books and records in reasonable detail that accurately and fairly reflect transactions and dispositions of assets.

Sustainability

Cenergy, as a holding company, is committed through its subsidiaries' activities to meet the needs of society by delivering products in a reliable, inclusive and sustainable manner, and in doing so, creating shared value for all stakeholders. Its companies commit to operate in a way that creates progress towards the UN Sustainable Development Goals. Through this commitment, they seek to help preserve the environmental, social and economic assets that are fundamental for society and important to our long-term value creation. They build on the contribution of their employees and fully integrate sustainability in their strategy, business plans, operations, aiming to maximise its positive effect by engaging with all business partners.

Operational Due Diligence

The compliance of subsidiaries' policies incorporating Cenergy's policies' principles is ensured by an extensive due diligence program performed by Steelmet. As mentioned in the Corporate Governance Section (pages 69-85), Steelmet is a Viohalco subsidiary assigned, by a subcontracting agreement, with the functional support towards all Viohalco companies. Steelmet employs subject matter experts who oversee policy implementation, monitor performance and promote best practices while ensuring decentralization and entrepreneurial independence of the Business Units and work independently of Cenergy management.

The progress of corrective actions as well as any non-compliance matters are addressed and the subsidiaries are required to commit to a verifiable course of action within a specific timeframe. Steelmet reports on an annual basis to Cenergy's Audit Committee identifying potential risks on these matters.

In addition, due diligence in the issues of environment, energy management and health and safety is performed by external auditors during periodic management system certification reviews. The entirety (100%) of the Holding's production companies under the scope of this report are certified with the environmental Management System ISO 14001:2015 and the Occupational Health and Safety Management System ISO 45001:2018 while 75% of the companies under scope of the NFD are certified with the Energy management System 50001:2015.

Considering that health and safety matters are of strategic importance to Cenergy Holdings, further evaluations and health checks of the H&S programs are performed by a third party (DuPont Sustainable Systems) on a periodic basis to ensure a transparent and objective assessment.

The above-mentioned management systems lay out responsibility areas and operational practices for these task areas across all companies' operations while at the same time create a regular monitoring of compliance with internal and external audits. In order to ensure that all subsidiaries are following a continuous improvement path, Steelmet professionals have close cooperation with subsidiaries' top management and pertinent personnel in order to draw continuous improvement plans with specific, prioritized, improvement actions as well as benchmarks that need to be achieved within certain time frameworks.

Materiality Assessment & Performance

The scope of this report focuses on the legal entities with the most significant impact and potential non-financial risks. Hece, this NFD report focuses on "material" production companies in terms of revenue and personnel employed. The criteria used for their selection are:

- ✓ Contributing more than 1% of the total Cenergy Holdings' consolidated revenue, and
- ✓ Having a minimum of 100 employees.

These criteria lead to the selection of the following four (4) entities:

1. Hellenic Cables (Cables segment)
2. Fulgor (Cables segment)
3. Icme Ecab(Cables segment)
4. Corinth Pipeworks (Steel pipes segment)

The above list includes companies from both industrial segments. As companies in the same segment have similar non-financial issues and risks, the information for the above-mentioned companies are consolidated and presented on a per-segment basis.

Due to the various geographic locations of each company and the varying degree of material environmental matters each company may be facing (carbon and water risks vary among subsidiaries depending on geographic location), it was deemed necessary that a separate materiality analysis is performed for each company. The selection of the material issues reported in the present report was based on an extensive materiality analysis performed separately by each company. The materiality analysis in each subsidiary was performed according to the pertinent GRI Standard within the last two years, while a new materiality analysis will be performed within 2022 due to the rapidly changing business environment.

The stakeholders considered in the materiality analysis were employees, customers, business partners, academic institutions, governments, local communities, local government, shareholders, financial institutions and suppliers.

Several issues are included and assessed in the materiality analysis, such as environmental issues, employee issues, working conditions, compensation, products, social issues, business ethics, etc. The identified topics form the basis of this report. Based on these materiality analyses from each company, the major and more commonly found matters and associated non-financial risks were selected due to their potential to negatively impact the companies' business relations, products and long-term sustainable operation.

The non-financial issues identified in the materiality analysis phase of the companies and corresponding risks were then correlated to non-financial metrics from the SDGs' reporting framework. Furthermore, GRI Standards were selected to supplement SDG metrics to cover the entire spectrum of metrics for each material matter to assess the performance and risk exposure.

The selection of major and shared areas of material impact by the individual companies' materiality analysis as well as a stakeholder assessment steered the list in the following Table.

Table 7: Main non-financial risks of concern identified for Cenergy Holdings companies after the MA.

Issue identified in MA	Category under BCCA	Relevant SDG	Companies' area of material impact
Water availability and wastewater management	Environment		Water intensity, water availability, compliance with wastewater discharge limits
Energy efficiency, sources of energy	Environment		Energy intensity, availability of low carbon energy at competitive cost
Climate change impact	Environment		Carbon emissions of production, carbon intensity of raw materials
Environmental protection and responsible production	Environment		Accidental releases to the environment, waste management, circularity of production process, hazardous chemicals monitoring
Occupational health and safety	Social		Provision of safe working environment
Labour and human rights	Social	 	Equal rights among workers, labour conditions, training for employees' skills development
Responsible sourcing	Social		Environmental impact and human rights in the supply chain
Transparency, Anti-Corruption	Governance		Business ethics, data privacy, compliance with regulatory system

The reporting structure for each of the companies in the scope will be analysed per selected SDG.

Environmental responsibility

SDG6 – Water availability and wastewater management

Water is an essential element of Cenergy companies' production process and therefore its responsible use is critical for the companies' business continuity. Responsible use of water includes:

- the reduction of water intensity utilizing water conservation technologies where possible, the continuous monitoring of consumption so leaks can be detected on time and the preventive maintenance of water networks to avoid water losses
- carefully assessing water availability and the adoption of measures, when needed, for adequate alternatives of supply in times of water shortage
- proper maintenance and operation of wastewater treatment plants in order to have full compliance with water discharge limits

The availability of industrial water is of critical importance and the majority of the plants have a program of water consumption monitoring in order to improve their water intensity. There are continued efforts to decrease water consumption as part of the companies' long-term improvement of their environmental footprint.

The total water consumption during 2021 showed a significant improvement for both segments despite the higher production volumes in the cables segment which proves that the water reduction efforts have a significant effect on the water intensity of the individual companies. The water intensity of the individual companies all showed a small improvement while ICME Ecab had a significant improvement (17%) due to continuous efforts to address water leaks issues.

Table 8: SDG6 – Water management

	Cables			Steel pipes		
Year	2021	2020	2019	2021	2020	2019
Water consumption (10^3 m^3)	305	315	403	44	63	71

During 2021, none of the subsidiaries were affected by water shortages and water reserves in all geographic locations were sufficient. It is important to note that none of Cenergy 's companies is operating in a declared water-stressed areas. However, the companies monitor water availability and the hydrologic cycle as there may be changes in the future, especially considering the expected effect of climate change in the Mediterranean region. The sourcing of water varies depending on the region. Approximately 84% of the companies' water comes directly from extraction wells while the rest 16% is sourced from local water companies.

Cenergy companies operate two installations that are subject to the Industrial Emissions Directive (Directive 2010/75/EU) and are therefore required to meet very stringent emissions limits in atmospheric emissions standards as well as water effluents.

The above-mentioned plants are required to meet Best Available Technique Associated Emissions Levels (BAT-AELs) that are among the strictest in the world and require extensive investments in environmental infrastructure as the plants require, in many cases, high level of water treatment to meet local discharge limits.

The discharge points are regularly monitored periodically, by specialized personnel. The discharge of treated wastewater is a very important issue especially for the companies discharging treated wastewater directly to a water body and not to a wastewater network for further treatment. The measurement of possible incidents of discharge limits exceedances is critical in identifying the level of compliance as well as the possibility for any need of corrective measures.

During 2021, there were no fines or legal breaches in any of the companies' collected wastewater samples.

SDG 7 – Energy efficiency and sources of energy

Cenergy companies are electricity intensive because of the nature of the production processes. Energy efficiency of industrial operation is an extremely important matter that besides its obvious economic implications, has also a direct effect to the indirect carbon footprint (Scope 2 emissions).

Energy efficient operations are considered the Company as absolute prerequisites for securing long-term viability. Identifying investment opportunities in energy efficiency measures through periodic energy audits performed by specialized consultants remains the focus of energy efficiency efforts for the companies. As three out of four plants in the scope of the NFD are already certified with the Energy Management System ISO 50001:2018, they are required to demonstrate continuous improvement of energy-related KPIs.

Cenergy companies generally purchase electricity from the main energy suppliers of the country they operate as none owns an energy source. The energy intensity of each segment is shown in the table below:

Table 9: SDG7 – Energy Intensity

	Cables			Steel pipes		
Year	2021	2020	2019	2021	2020	2019
Total energy consumption (10^3 MWh)	169	153	151	34	48	56

The cables segment experienced an increase in total energy (thermal and electrical) consumption in 2021 due to higher production volumes. The energy intensity of the individual companies remained at similar levels as in 2020 with small variations (<2%) from year-to-year. At the same time, the steel pipes segment had a significant decrease in total energy consumption, attributed to lower production volumes.

Besides energy consumption per se, companies try to have access to low carbon electricity in order to minimize their carbon footprint as well as decrease their exposure to carbon pricing through indirect emissions. The numbers shown in the following table reflect the grid energy mix and renewable energy share for the respective grid. The companies' strategic goal is to cover the entirety of their electricity needs with renewable energy. Given their geographic location and the existing power market regulatory frameworks in these countries, there are currently limited available viable routes towards this goal.

In the meantime, they continue to explore alternatives for direct supply of renewable electricity, such as bilateral or market-based Green PPAs. The Company is currently in the final stages of securing such PPAs, expected to deliver 80% RES power by 2025 at the latest.

Table 10: SDG7 – Renewables share in electricity[8]

	Cables			Steel pipes		
Year	2021	2020	2019	2021	2020	2019
Renewable energy share in electricity[9] (%)	32.7	32.8	29.6	25.9	28.9	22.9

SDG 9 – Climate change impact

Climate protection is very high on the European Commission agenda for obvious reasons. Climate change presents a threat to the viability of the planet and the EU has the ambition of becoming the first climate neutral continent in the world by 2050. Cenergy and its subsidiaries support EU's "Roadmap to 2050" and have committed to actively and decisively contribute by reducing carbon emissions in their operations as well as through low carbon enabling products that are vital both in the energy transition journey as well as for customers to meet their own sustainability goals.

The biggest challenges the companies commonly face is the minimization of carbon emissions, both direct ones (Scope 1) and indirect ones (Scope 2) but also Scope 3 emissions (through their supply chain) as the latter generally contribute the vast majority of the total embedded emissions in products delivered.

8. All data based on AIB 2019 – 2020 residual mix reports (Greece & Romania). 2021 grid RE% same as 2020 figures as 2021 ones were not available.
9. Renewable energy share in energy grid expressed as a proportion of total electricity energy consumed.

Due to their relatively high electro-intensity, Cenergy companies have a much higher Scope 2 emissions than Scope 1 emissions. The total footprint figures below (Scope 1 and 2) are reported according to Greenhouse Gas Protocol Scope 2 Guidance[10] which is the most commonly used standard internationally.

Both segments have already committed to the Science Based Target Initiative (SBTi) to meet near-term (2030) and long-term net zero targets at the latest by 2050. More specifically, Hellenic Cables has already submitted its targets pending validation from SBTi, to halve its scope 1 & 2 emissions (50% by 2030 from a 2020 base year) and reduce value chain emissions (scope 3, including raw materials and commuting emissions) by 25%, within the same timeframe. It also commits to increase annual sourcing of renewable electricity to 80% and 100%, by 2025 and 2030, respectively. Over and above near-term progress, Hellenic Cables projects to reach net-zero greenhouse emissions across its entire value chain before 2050, from a 2020 base year. Corinth Pipeworks, on the other hand, is still in the process of evaluation of its commitment to the SBTi.

Total carbon emissions are shown below to depict the materiality of carbon emissions and the corresponding exposure of each segment. The higher total number in the cables segment corresponds to the increased production volume in 2021 while the fall in the steel pipes segment reflects the opposite. Carbon intensities of individual companies remained at similar of slightly improved levels compares to 2020 figures.

Table 11: SDG9 – Carbon emissions (tons CO_2)

	Cables			Steel pipes		
Year	**2021**	**2020**	**2019**	**2021**	**2020**	**2019**
Direct Emissions – Scope 1	14,724	15,743	13,989	1,797	3,212	2,434
Indirect Emissions – Scope 2	40,510	36,594	42,024	13,096	19,887	26,740
Total Carbon Emissions	55,235	52,337	56,013	14,893	23,099	29,174

SDG12 – Environmental protection and responsible production

Cenergy and its subsidiaries make a continuous effort to minimize the environmental impact of their operations. Vital to this effort is the implementation of prevention measures in chemicals storage and use as well as continuous monitoring for the case of accidental incidents (spills or leaks) to the environment. All incidents with a potential to impact, directly or indirectly, the environment are closely monitored. Procedures are developed for their immediate detection, investigation and immediate remediation, if they do occur. All necessary safety measures (secondary containments, implementation of zone owners, etc.) have already been implemented by the companies, so the probability of an incident is now very low.

During 2021, no such incidents with any impact on the environment occurred. All accidental spills of hazardous chemicals that occurred were contained within the secondary containment structure in place and were immediately resolved without consequences. It is important to note that all installations under scope of the NFD are certified according to ISO 14001:2015.

As part of the ESG Roadmap, in 2021 Cenergy subsidiaries implemented a new initiative (to be completed in 2022) to identify, record and flag associated hazard risks of all the chemicals purchased, stored and used in their industrial plants.

Cenergy companies are committed to robust waste management. Their principal aim is waste generation reduction but they also seek improvements related with reusing and recycling, as well as identifying contractors with a more environmentally friendly treatment method. Their goal is to maximize closed loop cycles according to circular economy principles and the European Green Deal initiatives.

Waste volumes generally increased in 2021 due to the higher production volumes in the cables

10. See https://ghgprotocol.org/scope_2_guidance.

segment while they decreased at the pipes segment, as production volumes fell. Although waste generation intensity varies significantly depending on the production process, the waste intensity per company has remained at similar levels. The portion of the generated waste that is sent for reuse, remanufactured or recycling remained at high levels for all segments supporting the transformation to a circular economy:

Table 12: SDG12 – Waste management

	Cables			Steel pipes		
Year	**2021**	**2020**	**2019**	**2021**	**2020**	**2019**
Waste generation (t)	15,371	15,211	14,162	16,130	25,077	27,598
Waste reused, re manufactured, recovered and recycled (% of total waste generated)	92	91	89	99	99	99

EU Taxonomy

The EU's Regulation on the establishment of a framework to facilitate sustainable investment (the Taxonomy Regulation EU 2020/852) requests (Article 8) that companies subject to an obligation to publish non-financial information shall disclose in their NFD the proportion of their turnover, capital expenditure and operating expenditure related to "Taxonomy-eligible and Taxonomy non-eligible economic activities".[11]

Cenergy Holdings has evaluated the business activities against the EU Taxonomy eligibility criteria for climate mitigation and climate adaptation and has subdivided eligible activities into three types (cf. Disclosures Delegated Act EU 2021/2178):

Eligible economic activity	Description	NACE code	Climate Change Mitigation	Climate Change Adaptation
3.1 Manufacture of renewable energy technologies	Manufacture of insulated wiring cables products used for the renewable energy sector	C27.32	✓	✓
3.8 Manufacture of aluminium	Secondary aluminium production	C24.42	✓	✓
4.9 Transmission and distribution of electricity	Construction and Installation services of electricity distribution networks	C35.12 C35.13	✓	✓

The cables segment produces cables products that are used in various applications including renewable technologies manufacturing (3.1), as well as installation projects for transmission and distribution of electricity (4.9). Moreover, Fulgor SA engages in secondary aluminium production (3.8).

11. *Activities that qualify as environmentally sustainable under Articles 3 and 9 of the same Regulation.*

Table 13: EU Taxonomy – Cenergy Holdings[12]

Economic activities	Absolute Turnover	% of turnover	Absolute CAPEX	% of CAPEX	Absolute OPEX	% of OPEX
A. Eligible activities						
Production of secondary aluminium	22.8	2.2%	0.6	1.4%	0.6	4.4%
Production of cables products and provision of services	267.5	25.4%	16.5	37.0%	3.6	26.0%
Environmentally sustainable activities (A.1)	290.3	27.5%	17.1	38.4%	4.2	30.5%
B. Non-eligible activities						
Non-eligible activities (B)	764.0	72.5%	27.4	61.6%	9.5	69.5%
Total (A+B)	**1,054.3**	**100.0%**	**44.5**	**100.0%**	**13.6**	**100.0%**

Further information about the allocation of turnover, Capex and Opex to the environmental objectives of the EU Taxonomy can be found in pages 177-179.

Responsibility towards Society

SDG 3 – Occupational health and safety

The nature of Cenergy companies results in different occupational health and safety risk profiles per company. The difference is attributed to many factors such as type of production, (kind of metallurgy (thermal or not), loading/unloading, chemical coating, etc.), technology of infrastructure, equipment condition and safety features, manufacturing processes and materials used. Irrespective of the nature of the activity, the health and safety of the companies' personnel is of utmost importance and the companies invest significant amount of resources to improve working conditions and create a safer working environment.

Companies are committed to provide their employees a safe working environment through investments in improving existing safety infrastructure (machine guarding, LOTOTO), increasing risk awareness and Behavior Based Safety through training programs and operating solid procedures and management systems. The Holding's companies make a continuous effort to improve risk capacity understanding, develop detailed risk assessments by conducting a systematic hazard identification and associated risks' evaluation, subsequently facilitating the implementation of reasonable control measures. Emphasis is also given in performing accurate incidents analysis to ensure there is a robust framework in place which provides for a systematic approach to incident reporting, management and investigation, thereby enabling effective corrective and preventive actions to be set.

During 2021 and as part of the ESG Roadmap strategic goals, all subsidiaries were required to establish a five-year improvement plan with concrete actions. 2022 will be the first year of the action plan implementation and Steelmet personnel will monitor closely the timely implementation. It is important to note that all the installations under scope of the NFD are certified according to ISO 45001:2018 so the installations are subject to external audits by the certifying bodies as well.

As health and safety matters are of strategic importance to Cenergy 's subsidiaries, further evaluations and health checks of the H&S programs are performed by a third party (DuPont Sustainable Systems) on a periodic basis to ensure a transparent and objective assessment. These assessments are additional tools for identifying improvement areas.

During 2021, there was a deterioration in the key metric of **Lost Time Incident Rate** (LTIR)[13] for the cables segment and the companies have identified the improvement areas they will focus on in 2022 and in subsequent years to create a safer working environment:

12. All amounts are in EUR million.
13. Number of incidents per 1 million working hours that led to an employee's absence from work for a full shift.

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Table 14: SDG8 – Health & Safety data

	Cables			Steel pipes		
Year	2021	2020	2019	2021	2020	2019
LTIR	8.8	6.4	5.4	1.7	1.7	1.0
SR	105	111	149	27	119	106
No. of training hrs per employee	6.4	6.4	10.2	6.2	5.3	3.7
No. of fatalities	0	0	0	0	0	0

The **Severity rate** (SR), the number of lost work days per million working hours, a main indicator used to show the seriousness of each incident, on the other hand, shows a declining trend as both segments improved their performance in 2021:

Besides the two indicators already mentioned, the companies have an extensive list of internal leading indicators to guide them through the improvement process. Training in health and safety matters is of critical importance and emphasis has been given to the completion of a training matrix that is customized to each job description and the completion of all necessary sessions for each employee.

SDG5 & SDG8 – Labour and human rights issues

All companies recognise the contribution of their people to current success and future growth. In line with this, all subsidiaries are committed to implementing responsible working practices.

The following table gives some indicative KPIs like employee turnover, the percentage of employees who leave the organization voluntarily or due to dismissal, retirement, or death in service and the average hours of training per employee per year. Total workforce equals the total number of employees at the end of the year (December 31st data).

Table 15: SDG8 – Labour KPIs

	Cables			Steel pipes		
Year	2021	2020	2019	2021	2020	2019
Employee Turnover	12.7	10.4	19.3	30.0	15.0	7.5
% of women	12.3	15.8	13.3	8.5	9.8	9.5
Hours of Training	16.4	12.6	13.3	11.3	8.3	12.3

The high turnover rate in the steel pipes segment is attributed to the necessary cost optimization program in Corinth Pipeworks' plant executed during 2020H2 – 2021Q3 and due to the significant production cutback.

Cenergy and its subsidiaries have taken a series of steps to support and increase the share of female employees, such as supporting families with young children with child-care subsidies on top of their base salaries. They have established an Employee Code of Conduct that is based on the principles of the Labour and Human Rights and Business Ethics and Anti Bribery Policies adopted by the subsidiaries.

During 2021 and as in previous years, no incidents of discrimination were recorded or reported within the existing grievance mechanisms and no incidents of forced or voluntary child labour occurred.

As part of the ESG Roadmap established in 2021, all subsidiaries rolled out two new ambitious and important initiatives to support the transparency and compliance of all companies with the adopted policies. The first initiative is an extensive employee training in matters of labour and human rights, diversity equality and inclusion, and workplace harassment and prevention. The training programme, due to its size, will be completed within 2022 and relative KPIs will be presented in next year's NFD.

The second initiative is the establishment of a whistleblower mechanism for all Cenergy companies which will be implemented in 2022. The mechanism establishes the proper channels of communication for anyone either within or outside Cenergy and its subsidiaries to report illegal behavior regarding labour or human rights practices, environmental compliance and business ethics issues while at the same time ensuring full protection and support for reporting persons.

SDG 12 – Responsible sourcing

Cenergy companies are committed to operate responsibly in all their business activities while at the same time expecting the same responsibility from its business partners. Due to their relative position in the value chain, the subsidiaries rely heavily on primary metal producers often located outside the EU. It is therefore of utmost importance that the business partners and suppliers of raw materials practice sound management in all ESG matters. Suppliers are, after all, an important resource and our companies have the intention to work closely with strategic suppliers in order to establish relationships based on the same ethical, social and environmental standards.

As part of the ESG Roadmap established in 2021, two new initiatives were created to monitor business partners' performance on sustainability issues. First, the Holding and its subsidiaries adopted the Supplier's Code of Conduct (SCoC) which requires the companies' business partners to show the same concern for employee health and safety, respect and protection of the environment, and respect for labour and human rights. All subsidiaries during 2022 will request that tier 1 and 2 suppliers of raw materials (on a money spent basis) to adopt the SCoC. The results of the initiative will be presented in a relative KPI in next year's NFD.

The second initiative requires the evaluation of all Tier 1 suppliers of raw materials to be evaluated on sustainability matters by a world class company in this field, Ecovadis. The results of the initiative will also be presented in a relative KPI in next year's NFD. The purpose of this initiative is to increase transparency in the supply chain and to identify risks that may appear in the future. In addition, responsible sourcing is vital to the delivery of products that carry the minimum environmental and social impact. Our companies are convinced that only through responsible sourcing, final products delivered to customers can help them achieve their own sustainability goals.

The Responsible Sourcing initiative of Cenergy 's ESG Roadmap includes close monitoring of suppliers' compliance with the Conflict Minerals Regulation in order to ascertain that no material is procured from conflict countries.

Implications from Covid-19

The COVID-19 pandemic affected society to an even greater degree during 2021. Although the various countries in which we operate relaxed some of the preventive measures in place during 2021, our companies retained preventive measures in order to attain business continuity (orders for critical materials placed in advance, alternative suppliers identified, increased safety stock for certain materials) and maximum protection of employees and their families.

As a result, no interruption of regular operation was experienced throughout 2021 including projects under construction/commissioning. Overall, due to the mitigating measures taken by the subsidiaries, COVID-19 was not disruptive to any of the companies meeting its goals and actions, including employee training which during 2020 decreased significantly. The companies were able, for the most part, to return to previous or higher levels of training with more sessions and less people present in order to avoid super-spreading events. An even more ambitious training program is planned for the majority of companies in 2022 in order to compensate for the loss of scheduled personnel classroom training in 2020.

During 2021, emergency response plans remained in place with small variations depending on the various infection waves throughout the seasonal changes of the year. Cenergy Holdings and its companies implemented multiple preventive and mitigating measures in all aspects of work life that included frequent preventive PCR testing with ca. 35,000 PCR tests performed by employees at companies' expense, transportation to and from work, obligatory mask use in all indoor company sites, extensive hygiene measures, medical advice and support to all work force, especially vulnerable groups. Remote work varied depending on the risk exposure and the density of seating among employees always in compliance with guidelines or mandatory requirements by the competent national authorities. The companies' management was supportive to all employees throughout the pandemic by allowing for ample quarantine time when employees were exposed to confirmed cases.

In addition, a dedicated 24-hour telephone support help line by a specialized service was offered to all employees throughout this trying period of quarantines and personal distress. The enhanced health and safety preventive and mitigating measures remain in place across companies and the same model may be followed on a risk-based approach.

Governance

SDG 16 – Transparency and Anti-Corruption

Cenergy Holdings acknowledges the significance of business ethics and anti-corruption issues. In order to ensure the implementation of the respective policy, it has asked all subsidiaries to apply, with the utmost care, the proper internal controls and procedures of operation demonstrating accountability, fairness and transparency in the relationship with all stakeholders.

As part of the ESG Roadmap established in 2021, companies implemented a new initiative for employee training in matters of business ethics and code of conduct, and anti-bribery and corruption. The training programme, due to its size, will be completed within 2022 and relative KPIs will be presented in next year's NFD.

The training programme aims at management and employees with a special risk profile due to the nature of the job. The training will include special sessions for the management teams in order to ensure that all matters involving business ethics (money laundering, antitrust and compe¬tition laws, anti-corruption, data privacy, etc.) are well comprehended.

Furthermore, a second initiative established in the ESG Roadmap in 2021 is the whistle-blower mechanism, intended to detect and prevent illegal behaviour at an early stage. The whistle-blower mechanism will be fully operational in 2022. The mechanism establishes the proper channels of communication for anyone either within or outside Cenergy Holdings and its subsidiaries to report illegal behaviour regarding labour or human rights practices, environmental compliance, and business ethics while at the same time ensuring comprehensive protection and support for reporting persons. The mechanism will be in compliance with the European Whistleblowing Directive.

During 2021, no incident of corruption or bribery was recorded or reported within the existing grievance mechanisms while there were no incidents of data privacy breaches as reported by the GDPR Data Protection coordinators of each company. In addition, there were no fines paid due to settlements for unethical business practices or corruption issues.

Management of Non-Financial Risks

The Holding's companies face a variety of non-financial risks as previously mentioned and has a risk identification process in order to identify those risks and implement mitigation measures wherever possible. All industrial activity-related risks such as environmental, health and safety, etc. are exclusively associated with subsidiaries that have industrial operations.

Managing non-financial risks is considered to be a very critical task by management as these risks have the potential to create a direct or indirect impact on the companies' continuous operation as well as to create future liabilities.

In order to improve risk management in non-financial issues among subsidiaries, the Company has established policies and procedures for managing risks that all company personnel must comply with. Furthermore, the ESG Roadmap has established the periodic monitoring of several key leading and lagging indicators in order to monitor progress on all ESG-related risks as well as risks that the companies anticipate will be or have the potential to be disruptive in the future. Such risks relate to new legislation coming into effect in the future such as the "Fit-for-55" package of legislative initiatives.

The companies have their own skilled personnel and consultants managing these matters and they implement certified management systems ISO 14001:2015 and ISO 45001:2018 as well as the energy management system 50001:2015, thus providing an additional management tool for all related risks. The management systems are the pillars for taking the proper preventive steps, specific plans and actions, and provide the continuous improvement culture necessary to ensure improving performance and risk management.

Risks are analysed from a financial, environmental and social perspective in order to get a full understanding of the complete array of impacts of non-financial issues. Below is a description of the main non-financial risks identified that may affect business operations, reputation, and ultimately the financial results of Cenergy.

Environmental issues

The major risks related to environmental issues are **regulatory compliance, climate change and water management**.

Regulatory compliance

The regulatory environment in which Cenergy companies operate is very demanding as industrial operations in Europe, especially in metal processing, are subject to a broad range of laws and regulations that are updated on regular intervals. The regulatory framework imposes stringent standards that require a continuous effort in human and capital resources in order to comply. Hazardous waste management, discharge limits, atmospheric pollution abatement, are some examples of environmental matters that can create potential liabilities for companies. The associated risks extend to financial risks (regulatory fines, pollution liabilities, remediation requirements), environmental risks (environmental damage to groundwater, surface soils, ecosystems) and social (impact to local communities' quality of air or water supplies).

All those risks are managed by the established environmental management programs and trained professionals at Cenergy companies.

Climate change

The proposed EU "*Fit-for-55*" package, though ambitious and absolutely necessary to address the biggest current challenge for the environment, poses several risks for the companies' carbon intensive industries due to its shortfall to create a level-playing field with industries operating outside the EU. The proposed Carbon Border Adjustment Mechanism (CBAM), although intended to protect carbon intensive companies from carbon leakage, is currently insufficient to provide the framework for avoiding circumvention by resource shuffling of extra-EU companies while at the same time the current plan gradually decreases free allocation and does not address much needed measures to allow for a WTO-compatible, carbon cost recovery for European exports.

Climate change is an area with a primarily financial impact on the company and, at a lesser degree, with respect to the environment and society, due to the relatively low Scope 1 and 2 carbon emissions.

The **financial materiality** stems from the fact that the subsidiaries have transition as well as physical risks.

Transition risks relate to risks that arise from the transition to a low carbon economy such as policies that:

- Require demanding energy efficiency measures;
- Impose carbon pricing mechanisms which intend to increase carbon price, thus, increase cost of electricity;
- Impose CBAM on aluminium imports affecting the supply chain of aluminium in power cables.
- Impose CBAM on steel raw materials affecting the supply chain of steel in steel pipes

The EU's new ambitious goal of 55% reduction climate target in 2030 will further increase carbon leakage risk, and while there are efforts to mitigate it, the financial materiality remains significant.

Physical risks relate to risks associated with long chronic effects such as extreme weather, rising sea levels and reduced fresh water availability. The physical risks for the companies remain low due to the geographical locations of most plants, but Cenergy and its companies continuously monitor changing conditions that may create physical risks in the future.

The risk mitigation measures taken by the companies are, among others, the following:

- early policy trend identification and cooperation with national and European federations in order to inform policy makers of the risks for the European metals industry;
- participation in sector studies to identify all related risks for carbon leakage and wider implications to the national economies as well as disruption to supply chains in the countries Cenergy companies operate;
- development of action plans for investments in energy efficient equipment and carbon abatement measures;
- increase of capacity for utilization of secondary raw materials instead of primary in the cables segment; and
- proper budget management practices that incorporate projected carbon costs.

From an **environmental and social perspective**, production plants of Cenergy subsidiaries are characterized by very low direct emissions in greenhouse gases in the atmosphere due to their routine production operations, but higher indirect emissions through consumption of electricity (more than 80% of total emissions of Cenergy companies relate to indirect emissions). The sum of the direct and indirect footprint of Cenergy Holdings' subsidiaries is shown in the previous chapter as these are the most closely watched KPIs at each company level.

As for risks related to the supply chain, upstream production of raw materials like aluminium, copper and steel introduce significant carbon emissions to the environment. Careful selection of raw materials suppliers is critical to identify areas of improvement and is considered the highest contributor to the overall emissions of the subsidiaries' products. As more than 90% of the carbon footprint of the final products is attributed to upstream activities, all subsidiaries are in the process of identifying and evaluating suppliers based on their potential exposure to higher carbon costs as the increasing cost of carbon may eventually affect their competitiveness.

Social and labour issues

The major risks related to social and labour issues are the occupational health and safety of the labour force as well as employee issues. These risks are significant from a financial and social perspective.

Due to the nature of Cenergy companies' industrial operations (thermal metallurgy with high temperature processes in the cables segment, heavy equipment, work at heights, etc.) there is an inherent risk for accidents among either full time employees or part-time contractors with a substantial impact on human life, local communities and reputation. Regarding the former, all subsidiaries have in place systems that include a comprehensive approach for improvement including, among others, equipment upgrading, implementation of management principles (safety audits, guidelines, work instructions, etc.), the establishment of a targeted safety training program and the direct involvement of management.

The companies' management clearly understand how important it is to provide a safe working environment to the labour force and how vital it is to continuously strive for improvement as this is fundamental for good labour relations and business performance.

Employee-related risks also include potential violations of equal treatment and statutory working hours, as well as social action by personnel that may lead to operation interruption risks (stoppages, slowdowns). These risks are mitigated by subsidiaries through a comprehensive employee Code of Conduct, periodic personnel evaluation, a fair remuneration policy together with proper training and regular internal audits.

Finally, social risks are especially significant in the supply chain of Cenergy's companies as the raw materials used are located in various geographic locations with varying degrees of labour and environmental standards. Typically, the vast majority of the environmental and social footprint of our companies' products originates from the supply chain.

The Responsible Sourcing initiative described in the previous chapter targets the evaluation and engagement of all major suppliers to identify business partners with poor ESG practices. Following the evaluation, Cenergy companies will engage them regularly to monitor progress on an action plan or look for alternative suppliers that meet the companies' ethical and environmental standards.

Human rights issues

The major risks related to human rights are related to the supply chain of the subsidiaries since many suppliers are not located in Europe or North America. Cenergy companies are in the process of developing a proper and comprehensive supplier evaluation management system in order to ascertain that all major suppliers meet certain sustainability standards such as standards in minimum environmental performance and compliance, worker safety, labour conditions, human rights and business ethics.

Anti-bribery and corruption risks

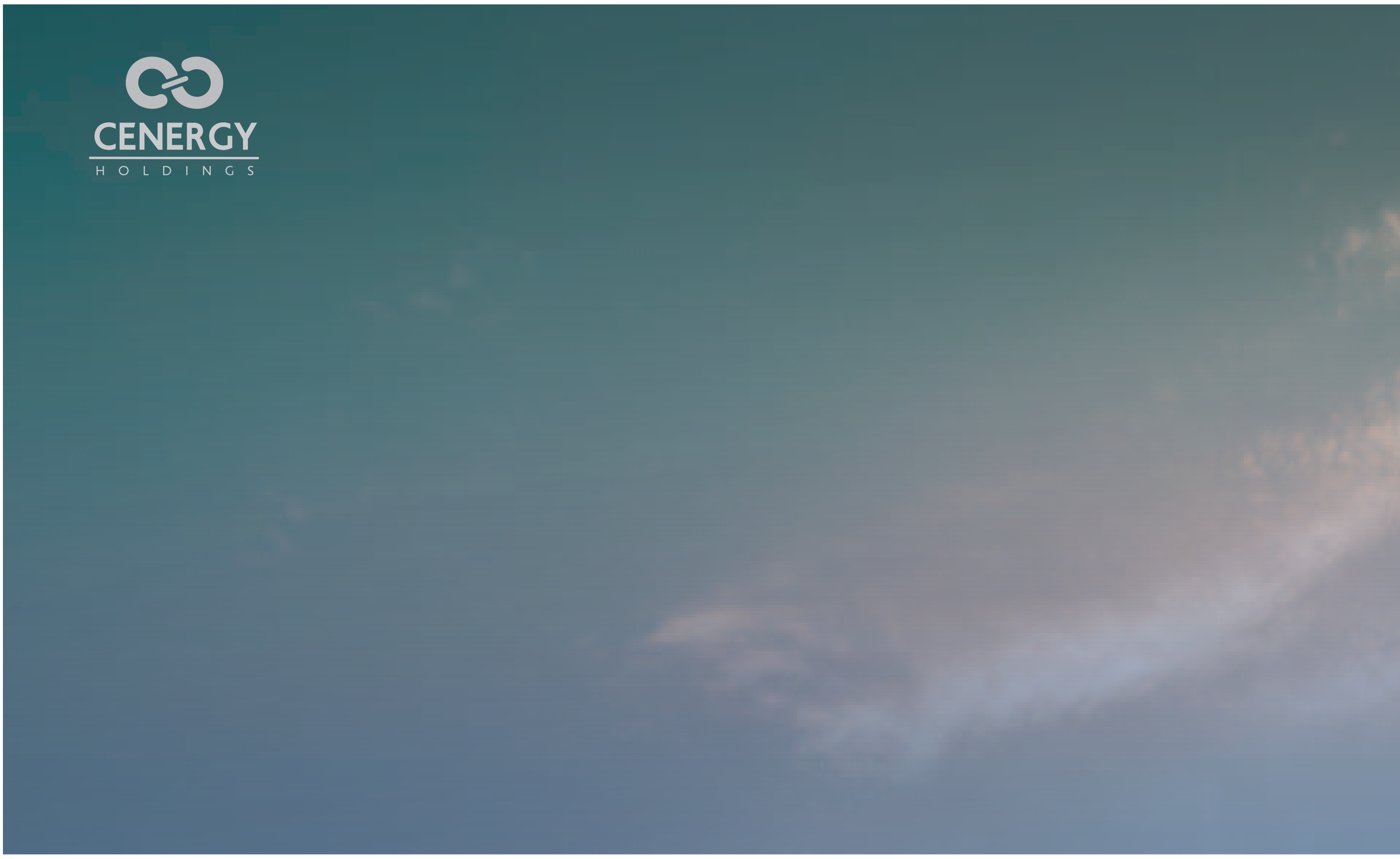
The risks related to anti-bribery and corruption lie in the failure to conduct business operations ethically and to comply with the laws and regulations in the jurisdictions in which Cenergy Holdings and its companies operate. Examples could be the intentional misstatement of financial reporting or the by-passing of internal controls.

To prevent and mitigate such risks, the whistle-blower mechanism was created in the ESG Roadmap initiative and will be implemented in 2022 so as to ascertain that any illegal behaviour can be reported without retribution to the person reporting it. Furthermore, the internal audit function

is responsible for monitoring and reporting timely and properly any related deviation or misconduct. Simultaneously, subsidiaries separately organize training courses and communication actions in order to increase awareness and stress the importance of compliance with the Employee Code of Conduct.

Detailed sustainability reports of the major companies in the Holding's portfolio are found on their websites:

- Hellenic Cables – http://www.cablel.com/778/en/corporate-responsibility-and-sustainability-reports/
- Corinth Pipeworks – http://www.cpw.gr/en/media-center/Publications/


CENERGY
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Corporate Governance Statement

Corporate Governance Statement

As a company incorporated under Belgian law and listed on Euronext Brussels, Cenergy Holdings is committed to high standards of corporate governance and relies on the 2020 Belgian Corporate Governance Code (the "Corporate Governance Code") as a reference code. The Corporate Governance Code is available on the website of the Corporate Governance Committee (https://www.corporategovernancecommittee.be/en).

The Corporate Governance Code is structured around principles, provisions, guidelines, and the "comply or explain" principle. Belgian listed companies must abide by the Corporate Governance Code but may deviate from some provisions, if they provide a considerate explanation for any such deviation.

During the 2021 financial year, the Company complied with the principles of the Corporate Governance Code, except for the following:

Principle 7.6: *"A non-executive board member should receive part of their remuneration in the form of shares in the company."*

Principle 7.8 *"The variable part of the executive remuneration package should be structured to link reward to overall corporate and individual performance, and to align the interests of the executives with the sustainable value-creation objectives of the company."*

Principle 7.9: *"The board should set a minimum threshold of shares to be held by the executives."*

Explanation: The remuneration policy of the Company is set out in the remuneration report. Such policy does not provide for neither variable remuneration, nor share-based remuneration. The Board of Directors considers the proposals submitted by the Nomination and Remuneration Committee in order to determine whether, and to what extent, a modification of this policy is justified in the light of the Company's objectives and strategy. The Nomination and Remuneration Committee is in the process of developing a variable remuneration programme for certain levels of the executive management. At a minimum it shall include short term incentives based on the performance of the company in respect of financial, human resource, and ESG factors.

The Board of Directors of Cenergy Holdings has adopted a Corporate Governance Charter to reinforce its standards for the Company, in accordance with the recommendations set out in the Corporate Governance Code. It aims to provide a comprehensive and transparent disclosure of the Company's governance and is reviewed and updated as needed. The Corporate Governance Charter is available on the Company's website (https://www.cenergyholdings.com/).

In order to have a complete overview of Cenergy Holdings' corporate governance rules, the Corporate Governance Statement must be read in conjunction with the Company's Articles of Association, the Corporate Governance Charter as well as the corporate governance provisions laid down in the Belgian Code of Companies and Associations ("**BCCA**").

As a company with a secondary listing on the Athens Stock Exchange (Athex), Cenergy Holdings also complies with the provisions of the applicable Greek capital market laws and regulations.

Board of Directors

Role

Cenergy Holdings has chosen the one-tier governance structure under the Corporate Governance Code. The Board of Directors (the "**Board**") is vested with the power to perform all acts that are necessary or useful for the Company's purpose, except for those actions that are specifically reserved by law or the Articles of Association to the Shareholders' Meeting or other management bodies.

In particular, the Board is responsible for:

- defining the general orientations of the Company;
- deciding on and regularly reviewing any aspect

related to all major, strategic, financial and operational matters of the Company;

- deciding on the Executive Management structure and determining the powers and duties entrusted to them;
- taking all necessary measures to guarantee quality, integrity and timely disclosure of the Company's financial statements and other material financial or non-financial information about the Company in accordance with applicable law;
- monitoring and reviewing the effectiveness of the Audit Committee and the Nomination and Remuneration Committee;
- approving a framework of internal control and risk management set up by Executive Management and reviewing its implementation;
- monitoring the quality of the services provided by the statutory auditor and internal audit, taking into account the Audit Committee's review;
- approving the remuneration report submitted by the Nomination and Remuneration Committee; and
- all other matters reserved to the Board under the BCCA.

The Board is entitled to delegate part of its powers related mainly to the day-to-day management of the Company to the members of the Executive Management.

Composition of the Board

In accordance with Article 8 of the Articles of Association, the Board is composed of 10 members:

Table 16: Board of Directors Composition

Name	Position	Term started	Term expires
Xavier Bedoret	Chairman – Non-Executive member of the Board	May 2021	May 2022
Dimitrios Kyriakopoulos	Vice-Chairman – Executive member of the Board	May 2021	May 2022
Simon Macvicker	Non-Executive member of the Board	May 2021	May 2022
Rudolf Wiedenmann	Non-Executive member of the Board	May 2021	May 2022
Margaret Zakos	Non-Executive member of the Board	May 2021	May 2022
Maria Kapetanaki	Non-Executive member of the Board	May 2021	May 2022
Marina Sarkisian Ochanesoglou	Independent, Non-Executive member of the Board	May 2021	May 2022
Manuel Iraola	Independent, Non-Executive member of the Board	May 2021	May 2022
Joseph Rutkowski	Independent, Non-executive member of the Board	May 2021	May 2022
William Gallagher	Independent, Non-executive member of the Board	May 2021	May 2022

The mandate of all members of the Board expires at the Annual Shareholders' Meeting to be held in 2022.

Information on the members of the Board

Over the past five years, the members of the Board have held the following directorships (apart from their directorship of the Company) and memberships of administrative, management or supervisory bodies and/or partnerships.

Xavier Bedoret *(Chairman, Non-Executive member)*

Mr. Bedoret holds a Master's degree in Law and Psychology from the Catholic University of Louvain (UCL) and is a certified public accountant (IRE). He holds also a Certificate in Corporate Governance (INSEAD). After ten years of financial auditing at KPMG in Brussels (Belgium) and Stamford (USA), he joined the Finance Department and then the Audit & Risks Department of ENGIE (France). Since 2017, he advises boards and audit committees on governance matters. Today, he is also member of the board of directors and of the audit committee of Viohalco SA. He is also chairman of International Trade SA, a Viohalco subsidiary.

Dimitrios Kyriakopoulos *(Vice-Chairman, Executive Member)*

Mr. Kyriakopoulos is a graduate in Business Administration from the Athens University of Economics and Business and holds degrees in Business Studies from the City of London College and in Marketing from the Institute of Marketing (CIM – UK). He also serves as Executive Vice-President of ElvalHalcor S.A. He is also member of the Board of directors of Symmetal and Anoxal as well as of three other smaller companies of Viohalco group. Mr Kyriakopoulos joined Viohalco in 2006, and since then he has held various managerial positions, including Chief Financial Officer of Viohalco and Vice-President of non-ferrous metals. Prior to joining Viohalco, he had a long career with Pfizer/Warner Lambert, serving as President Europe/ Middle East/ Africa of Adams (Pfizer's Confectionery Division), as Warner Lambert's Regional President Consumer Products Italy, France and Germany, Regional Director Middle East/ Africa and President and Managing Director of Warner Lambert Greece. He has also been Deputy Managing Director of Hellenic Duty Free Shops.

Simon Macvicker *(Non-Executive member)*

Mr. Macvicker holds an MBA from Warwick Business School and a Bachelor's degree in Modern Languages from the University of Leeds. Since 2004, he has been working at Bridgnorth Aluminium, an affiliate company of Viohalco, as Managing Director. Previously, he held various commercial positions including 10 years at British Steel. Mr Macvicker served as President of the Aluminium Federation in the UK from 2014 to 2015, and was Chair of the UK Metals Council from 2016 to 2019. He is currently a director of Metal Agencies Ltd, an affiliate company of Viohalco. He is also a director of the Shropshire Chamber of Commerce, and the Aluminium Federation in the UK.

Rudolf Wiedenmann *(Non-Executive member)*

Mr. Wiedenmann holds a Master's degree in Chemistry from Ludwig-Maximilians Universität München and a PhD in Natural Sciences. He is a member of the Board of Directors of Icme Ecab S.A. In the past, he worked as director in the research and development centre and as Managing Director of the Energy Cables division of Siemens in Germany. He also served as President in the European Association of Cable Manufacturers.

Margaret Zakos *(Non-Executive member)*

Ms. Zakos holds a Bachelor's degree from Queens University, Canada. She was a consultant with a US based management consulting firm and held a senior executive operational position at Mount Sinai Medical Centre, NYC. She has owned and operated private firms in Insurance Brokerage and Real Estate Development. She was a Board member of various Foundation Boards and of the Kingston Health Sciences Centre Board including Committee Roles in Finance and Audit for many years. Currently, she is active in Real Estate Holding companies. She is also member of the Board of directors and of the Audit committee of Viohalco SA.

Maria Kapetanaki *(Non-Executive member)*

Mrs. Kapetanaki holds a BA in Economics and Computer Science (Phi Beta Kappa) from Rutgers University and an MBA from Columbia Business School. She joined Viohalco Group in 2011, first in Halcor and later within the year, she joined the Viohalco's Treasury Department. Currently she is the Treasurer for Capital Markets & Funding and as of 2021, she also holds the position of Head of Strategy & Risk Management. Previously, she has worked for eighteen years in the banking and financial sector, first as a money market and fixed income dealer in HSBC Greece and in Sigma Securities S.A., later as an institutional investor, being the CEO of Arrow Asset Management S.A. and finally as Head of Risk Management of Proton Bank.

Marina Sarkisian Ochanesoglou *(Independent, Non-Executive member)*

Mrs. Sarkisian Ochanesoglou holds a Master's degree in Environmental Engineering and a Bachelor's degree in Civil Engineering from Imperial College of Science Technology & Medicine. She has more than 20 years' experience in environmental engineering and management. Over this period, she has acted as an independent consultant working with Ecos Consultancy and Panagopoulos & Associates, and as a senior member of the Environmental Services Department at Athens International Airport S.A. She is also member of the Board of Directors of Terna Energy since June 2021.

Manuel J. Iraola *(Independent, Non-Executive member)*

Mr. Iraola is CEO of Aloaris, a company providing strategic and leadership development services to a wide range of industries. Prior to Aloaris, he spent 20 years with Phelps Dodge Corporation, as President and CEO of Phelps Dodge Industries, a diversified manufacturing concern with annual sales in excess of $3.0 billion and employing over 5,000 people in 27 countries. Iraola has served on the boards of several NYSE traded companies including Phelps Dodge Corporation, Central Hudson Energy Group, Schweitzer Mauduit International Inc. and Southern Peru Copper. He holds an MBA from Sacred Heart University in Fairfield, Connecticut, and a BS in Industrial Engineering from the University of Puerto Rico. He is also a graduate of Pennsylvania State University's Executive Management Programme, the Wharton/Spencer Stuart Directors Institute and PD-Thunderbird Global Management Programme.

Joseph Rutkowski *(Independent, Non-Executive member)*

Retired Executive Vice-President of Nucor Corporation responsible for Domestic and International Business Development from 2001 – 2010. Mr. Rutkowski became Executive Vice President in 1998 responsible for all steelmaking activities. Prior to that, he served as Vice President and General Manager of Nucor Steel in Darlington, South Carolina and Hertford County, North Carolina. He joined Nucor in 1989 as Manager of Nucor Cold Finish and also served as Manager of Melting and Casting at Nucor Steel-Utah. Mr Rutkowski held various positions within the steel and steel-related industries after graduating from Johns Hopkins University in 1976 with a Bachelor of Science in Mechanics and Materials Science. He was also a President of the Association of Iron and Steel Engineers. He is currently Principal of Winyah Advisors, LLC, a management consulting firm. He is also member of the Board of Directors of Insteel Industries IIIN on the NYSE.

William Gallagher *(Independent, Non-Executive member)*

Mr Gallagher holds a BA (Economics) from Yale University, a JD (Law) from the University of Michigan (Ann Arbor), and a Diploma (Advanced European Legal Studies) from the College of Europe (Bruges, Belgium). He currently teaches finance at the École Supérieure de Commerce de Paris, London campus and law at the University of Nicosia, Cyprus. Mr Gallagher is also a consultant with NN Dynamic Counsel Ltd. Previously, Mr Gallagher was a capital markets advisor to Credit Suisse in London between 2015 and 2017. From 2000 to 2014, at UBS in London, he served in senior executive roles, including global chair of UBS's Debt Capital Markets Commitments Committee. He also worked in New York as a banker at Lehman Brothers and as a corporate finance lawyer at Gibson, Dunn & Crutcher.

Appointment of the Board

The members of the Board are appointed by the Shareholders' Meeting, upon proposal by the Board. The appointment requires at least the majority of the share capital to be present or represented, and that it is approved by a simple majority of 50% of the votes cast. They are appointed for a term of one year and their term of office is renewable. In the event that a member's seat on the Board of Directors becomes vacant, such a vacancy may be filled temporarily by virtue of a unanimous vote of the remaining members of the Board until the next Shareholders' Meeting which will proceed to the definitive appointment of a Board member.

Any proposal for the appointment of a Board member originating from the Shareholders' Meeting must be accompanied by a Board recommendation based on the advice of the Nomination and Remuneration Committee. The Nomination and Remuneration Committee reviews all candidates and seeks to ensure that a satisfactory balance of expertise, knowledge, and experience is maintained among Board members.

The Board decides which candidates satisfy the independence criteria set by law. To be considered independent, a member of the Board must fulfil the criteria set forth in Principle 3.5 of the Corporate Governance Code. Any independent member of the Board who no longer fulfils the above criteria of independence is required to immediately inform the Board.

The Board of Cenergy Holdings, having reviewed the independence criteria pursuant to the BCCA and the Corporate Governance Code, decided that Mrs. Sarkisian Ochanesoglou, Mr. Manuel Iraola, Mr. Joseph Rutkowski, and Mr. William Gallagher fulfil the criteria and are independent members.

Being a holding company oriented towards industrial companies, Cenergy Holdings does not have in place a formal diversity policy for its Board of Directors or its senior executives. The required expertise limits the possibility of gender diversification. It is common worldwide that, in the industrial environment of metals processing, the vast majority of personnel consists of males. Nevertheless, Cenergy Holdings employs skilled and experienced personnel without any discrimination and make efforts to ensure diversity in terms of nationality, age, religion, and ethnic origin.

The Company has, however, acknowledged the legal requirement of Article 7:86 of the BCCA according to which at least one third of the Company's Board members must be of different gender as of the financial year starting on January 1, 2022. The current Board composition meets this requirement. The Nomination and Remuneration Committee takes seriously this requirement as they consider future Board members.

A thorough description of the Company's "Labour and Human rights" policy is provided in the Non-financial information section.

Functioning

The Board had elected among its members, Xavier Bedoret as Chairman of the Board (the "**Chairman**"). The Chairman ensures the leadership of the Board and promotes effective interaction between the Board and Executive Management. The Chairman is responsible for ensuring that all members of the Board receive accurate, clear and timely information.

The Board has appointed a Company Secretary, Mr. Xavier Bedoret, to advise the Board on all corporate governance matters (the "**Corporate Governance Secretary**").

The Board meets as frequently as the interests of the Company require, and, in any case, at least four times a year. The majority of the Board meetings in any year take place at the Company's registered offices in Belgium.

The meetings of the Board can also be held by teleconference, videoconference or by any other means of communication that allow the participants to hear each other continuously and to actively participate in these meetings. Participation in a meeting through the above-mentioned means of communication is considered as physical presence to such meeting. The Board may adopt unanimous written decisions, expressing its consent in writing.

The following table provides an overview of the Board meetings held in 2021:

Table 17: Board meetings held in 2021

Date and Place	Attendance
March 17, 2021 (videoconference call)	Present: 9 Represented: - Absent: -
April 6, 2021 (videoconference call)	Present: 9 Represented: - Absent: -
May 12, 2021 (videoconference call)	Present: 9 Represented: - Absent: -
May 25, 2021 (videoconference call)	Present: 9 Represented: 1 Absent: -
September 22, 2021 (Athens)	Present: 10 Represented: - Absent: -
November 18, 2021 (videoconference call)	Present: 10 Represented: - Absent: -
December 8, 2021 (videoconference call)	Present: 10 Represented: - Absent: -

Committees of the Board

The Board has established two Board committees to assist and advise the Board on specific areas: the Audit Committee and the Nomination and Remuneration Committee. The terms of reference of these committees are set out in the Corporate Governance Charter.

The Audit Committee

The Board has established an Audit Committee, in accordance with Article 7:99 of the BCCA (the "Audit Committee"), which consists of the following members:

- Xavier Bedoret (Chairman);
- Simon Macvicker; and
- William Gallagher.

All the members of the Audit Committee have sufficient experience and expertise, notably in accounting, auditing and finance, acquired during their previous or current professional assignments.

Pursuant to the Corporate Governance Charter, the Audit Committee is convened at least four times a year and meets with the Company's statutory auditors at least twice a year.

The Audit Committee advises the Board on accounting, audit and internal control matters, and, in particular:

- monitors the financial reporting process;
- monitors the effectiveness of the Company's system of internal control, risk management systems and the internal audit function;
- monitors the quality of the statutory audit of the consolidated annual accounts, including the follow-up on questions and recommendations made by the statutory auditor;
- presents recommendations to the Board with respect to the appointment of the statutory auditor; and
- reviews and monitors the independence of the statutory auditor, in particular regarding the provision of non-audit services to the Company.

The Audit Committee reports regularly to the Board on the exercise of its duties, identifying any matters in respect of which, it considers that action or improvement is needed, and at least when the Board reviews the consolidated annual accounts, intended for publication.

In 2021, the Audit Committee met four times: on March 17, on May 25, and on December 8, via video-conference call, with all members present; and on September 22, in Greece, with all members present.

Nomination and Remuneration Committee

The Board has established a Nomination and Remuneration Committee in accordance with Article 7:100 of the BCCA and principle 4.19 of the Corporate Governance Code (the "**Nomination and Remuneration Committee**") which consists of the following members:

- Joseph Rutkowski (Chairman),
- Manuel Iraola, and
- Margaret Zakos.

The Nomination and Remuneration Committee meets at a minimum twice a year, and whenever necessary in order to carry out its duties.

The Nomination and Remuneration Committee advises the Board principally on matters regarding the appointment and the remuneration of the members of the Board and Executive Management, and in particular:

- submits recommendations to the Board with regard to the appointment and the remuneration of the members of the Board and Executive Management;
- identifies and nominates, for the approval of the Board, candidates for filling vacancies as they arise;
- advises on appointment proposals originating from shareholders;
- periodically assesses the composition and size of the Board and submits recommendations to the Board with regard to any change, and
- drafts and submits a remuneration report to the Board, including proposals regarding the remuneration policy and recommendations based on its findings.

In 2021, the Nomination and Remuneration Committee met four times: on March 16, on May 21, and on December 7, via videoconference call, with all Committee members present; and on September 22, in Greece, with all members present.

Evaluation of the Board and its Committees

The Board regularly assesses its size, composition and performance of its committees, as well as the Board's interaction with Executive Management. On December 4, 2019, the Board made its first assessment and concluded that, overall, the Board and its Committees operate effectively in compliance with the applicable corporate governance rules, meeting the objectives set by the Corporate Governance Code (principle 9.1).

Non-Executive members of the Board meet regularly after Board meetings to assess their interaction with Executive Management.

The performance of Executive Management is also assessed on an informal basis through the presentation of the Company's performance in respect of the interim and annual financial statements.

Executive management

The Executive Management of the Company comprises the Executive Vice-President, *Mr Dimitrios Kyriakopoulos*; the Chief Executive Officer (CEO), *Mr Alexios Alexiou*; and the Chief Financial Officer (CFO), *Mr Alexandros Benos*.

In the past five years, the members of Executive Management held the following directorships and memberships of administrative, management or supervisory bodies and/or partnerships:

Dimitrios Kyriakopoulos, Executive Vice-President

Please see above, "*Information on the members of the Board*" in the section on the Board of Directors.

Alexios Alexiou, Chief Executive Officer

Mr. Alexiou has been the Chief Executive Officer of Cenergy Holdings since 2020. Prior to this, he had served as co-CEO of Cenergy Holdings since its establishment in 2016. Mr. Alexiou also serves as CEO and Executive Member of the Board of Directors for the Hellenic Cables Group, a Cenergy Holdings company. He has been working for Viohalco since 1996. He holds a BSc in Economics from the University of Piraeus and a MSc. in Finance from Strathclyde University. With more than 16 years' experience in the finance and cables technology sectors, he joined Viohalco in 1996 as internal auditor. Since then, he has held the positions of Financial Manager of Hellenic Cables (2002-2003), General Manager of Icme Ecab (2003–2008) and since 2009 has held the position of CEO for Hellenic Cables.

Alexandros Benos, Chief Financial Officer

Mr. Benos has been CFO of Cenergy Holdings since May 2018. He holds a degree in Economic Sciences from Athens University, a B.A. and an M.A. in Economics from the University of Cambridge, UK, and a Ph.D. in Finance from Stanford University, USA. He has extensive banking experience. He joined National Bank of Greece Group in early 2000, tasked with establishing the Value at Risk Estimation Framework for Market Risk, then to develop obligor rating systems for corporate clients and then spearheaded the "Basel II & III" implementation projects. Mr Benos was appointed Director of Group Risk Control & Architecture Division at the Bank in 2010, then Deputy General Manager for NBG Group Risk Management in 2013 and, finally, Group Chief Risk Officer (CRO) in 2015. He is a Board Member for ETEM Gestamp Aluminium Extrusions SA and for Gestamp ETEM Automotive Bulgaria SA. and also serves as an independent Board Member and non-executive VP of CNL Capital, a VC Participation Company in Greece. He previously served on the Board of Directors of numerous banks and insurance companies, and held academic positions in the US (GSB, Stanford University), France (M.S. Finance International, HEC School of Management in Paris), Switzerland (Dept. of Economics, University of Geneva) and Greece (Dept. of Banking and Finance, University of Piraeus).

The Executive Management is vested with the day-to-day management of the Company. They are also entrusted with the implementation of the resolutions of the Board.

In particular, the Board has assigned the following responsibilities to Executive Management:

- preparing strategic proposals for the Board;
- preparing annual and strategic plans;
- implementing internal controls;
- monitoring and managing the Company's results and performance against strategic and financial plans;
- presenting to the Board a complete, timely, reliable and accurate set of the Company's draft financial statements, in accordance with the applicable accounting standards, and the related press releases to be published by the Company;

- providing the Board with a balanced and comprehensive assessment of the Company's financial situation; and making recommendations to the Board with respect to matters within its competency.

Remuneration policy

This remuneration policy sets forth the principles applicable to the remuneration of the members of the Board of directors and the Executive Management of Cenergy Holdings.

Procedure

This remuneration policy has been prepared by the Board of directors upon recommendation of the Nomination & Remuneration Committee. It was approved by the Shareholders' Meeting of 25 May 2021 and will be submitted to vote by the Shareholders' Meeting each time there is a material change and at least once every four years.

This policy may be revised by the Board upon recommendation of the Nomination & Remuneration Committee. Currently, the Nomination & Remuneration Committee is in the process of developing a variable remuneration plan for Executive Management. It shall include a short-term incentive plan based on the performance of the Company in respect of financial, human resource, and ESG factors, as well as a long-term incentive plan. The updated policy will be submitted to the approval of the Shareholders' meeting on May 31st, 2022.

In exceptional circumstances, the Board of directors may, upon recommendation of the Nomination & Remuneration Committee, temporarily derogate from the remuneration policy if the derogation is necessary to serve the long-term interests and sustainability of the Company or to assure its viability.

For the preparation of this remuneration policy, the Board, with the assistance of the Nomination & Remuneration Committee, takes into consideration whether events of conflicts of interests exist. For the prevention of such events, each member of the Board and each member of the Executive Management is required to always act without conflict of interests and always put the interest of Cenergy Holdings before his individual interest. They are also required to inform the Board of conflicts of interests as they arise. In the event a conflict of interests may arise, the Board is required to implement the specific procedures of conflict resolution set forth in articles 7:96 of the BCCA.

The remuneration policy is based on the prevailing market conditions for comparable companies, paying at market-competitive level achieved through benchmarking. It takes into account the responsibilities, experience, required competencies, and participation/contribution of the members of the Board of Directors and the members of the Executive Management.

The Board of Cenergy Holdings, a holding company of a predominantly industrial portfolio, aims at preserving long-term value for its shareholders. The determination and evolution of the Company's remuneration policy is closely linked with the growth, results and success of the Company as a whole. The Company's remuneration policy is built around internal fairness and external market competitiveness. The Company's objective is to balance offering competitive salaries while maintaining focus on performance and results.

Board of Directors

The remuneration of the members of the Board of Directors consists in a fixed annual fee amounting to EUR 25,000. In addition, Board members who are members of a Board committee receive a fixed fee of EUR 25,000 per committee. The Chairman of the Board shall receive an additional fixed annual fee of EUR 20,000 (subject to approval of the remuneration policy by the shareholders' meeting).

Additional fees or other benefits, such as company car, training, or other benefits in natura may be attributed either by the Company or by its subsidiaries based on the responsibilities and number of functions each member of the Board of Directors holds within the Company or in one or more of its subsidiaries.

The fees are allocated on a *pro rata temporis* basis for the period extending from the Annual Shareholders' Meeting of one year until the Annual Shareholders' Meeting of the following year and are payable at the end of such period.

Members of the Board of directors do not receive any variable remuneration or remuneration in shares.

Members of the Board of directors are not entitled to retirement pension plans or severance payments.

Executive Management

The remuneration of the members of the Executive Management of Cenergy Holdings consists in a fixed annual fee, which is attributed either by the Company or by its subsidiaries.

Members of the Executive Management are not entitled to retirement pension plans or severance payments other than what is provided by the applicable law in each case.

In order to ensure focus on the Company's short-term and long-term objectives, priorities as well as long-term value creation for all key stakeholders, the Board, with the assistance of the Nomination & Remuneration Committee, has commenced to develop a variable remuneration policy. To better align Executive pay with Company's performance, a fair and balanced approach between fixed and variable remuneration is established.

Short-term incentive variable remuneration and long-term incentive variable remuneration shall be applicable for the Chief Executive Officer (CEO) and the Chief Financial Officer (CFO), starting from financial year 2022.

Short-Term Incentive

Short-term incentives (STI) are linked to Company's performance and to individual performance so as to drive and reward the overall annual performance of executives. The short-term incentives have maximum award limits and are denoted as a multiple of their respective base salaries. The target for the STI is set at 50% of the yearly base salary but can range from 0% to 120. No claw back terms apply.

Performance is assessed on an annual basis using a set of pre-determined performance targets set at the start of the year, as approved by the Nomination & Remuneration Committee and the Board.

The STI is comprised of two parts in which one sets the funding of the potential bonus and the other measures performance against five indices for earning the bonus.

Funding: A financial metric (in this case adjusted EBITDA) is set as a target for the year's expected goal. There is a minimum threshold which sets the minimum acceptable to have any bonus. Below this threshold no bonus can be earned. At this threshold the bonus would be funded at 50% of the base salary. Reaching the target nets a pool of 100% for the bonus and the maximum amount of the pool is set at 120% if the target is exceeded.

Earning: It is possible to earn the total amount of the pool established above. To do so, the participant must meet all of the individual goals set for performance in the following categories of objectives/priorities: (i) Financial, (ii) Customer, (iii) ESG, (iv) Processes and Organizational Efficiency, (v) People and Leadership.

For each category, a maximum of 20% is allocated to be earned based on specific metrics (KPIs) defining successful achievement in each. If the performance in each segment is less than maximum, the participant can earn pro rata share from 0% to 20%.

Metrics used to measure performance are being revised by the Board, with the assistance of the Nomination & Remuneration Committee, for each financial year considering the Company's strategic objectives and priorities.

Long-Term Incentive

The purpose of the Long Term Incentive (LTI) plan is to incentivize the executives to contribute to delivering sustainable performance and improving Company's (share) performance in the long term, in alignment with the interests of the key stakeholders.

The LTI is expected to target around 16% of the yearly base salary and shall be granted over future years.

Once implemented, the overall pay mix will be structured as follows: annual base salary (60%), short-term incentive (30%), and long-term incentive (10%).

Remuneration report

This remuneration report provides an overview of the remuneration granted during the financial year 2021 to the members of the Board of directors and the members of the Executive Management, in accordance with the remuneration policy. It will be submitted to the vote of the shareholders' meeting of 31st May 2022.

With regard to the contribution of the remuneration to the long-term performance of the Company, the Company uses its KPIs (i.e. Profitability, Revenue) as a measure of its financial performance. The evolution of the measurement during the last five years as published in the Company's financial statements is presented under a later section.

Board of Directors

Table 15 provides an overview of the fees paid to the members of the Board of Directors in the financial year 2021; all amounts are in EUR. The following Notes apply to both Tables 15 and 16.

(a) Base salary: this column includes the fixed base salary in exchange for professional services regarding their mandate or for any other executive or non-executive services or functions provided during the reported financial year under a specific contract.

(b) Fees: this column includes all fees of the members of the Board for the participation in the administrative, management or supervisory bodies of the Company's meetings during the reported financial year.

(c) Other benefits: this column includes the value of any benefits and perquisites, such as non-business or non-assignment related travel, medical, car, residence or housing, credit cards, and other benefits in kind.

(d) Extra-ordinary items: this column includes any other non-recurring remuneration, whether in cash or in other form, such as a sign-on fee, retention bonus, redundancy payment, compensation for relocation, indemnity for non-competition, compensation or buyout from previous employment contracts or severance and termination payments or benefits.

During the financial year 2021, neither any member of the Board nor any member of the Executive Management received any variable remuneration, hence there is no such information recorded in the Tables to follow.

Table 18: Board of Directors – Remuneration Report (amounts in EUR)

Name	Paid by	Fixed remuneration Base Salary[(a)]	Fees[(b)]	Other benefits[(c)]	Total Remuneration	Proportion of fixed remuneration
Xavier Bedoret	Cenergy Holdings	-	50,000	-	50,000	100%
	Subsidiaries	-	-	-	-	-
	Total	-	50,000	-	50,000	100%
Dimitrios Kyriakopoulos	Cenergy Holdings	-	25,000	-	25,000	100%
	Subsidiaries	-	-	-	-	-
	Total	-	25,000	-	25,000	100%
Simon Macvicker	Cenergy Holdings	-	50,000	-	50,000	100%
	Subsidiaries	-	-	-	-	-
	Total	-	50,000	-	50,000	100%
Rudolf Wiedenmann	Cenergy Holdings	-	25,000	-	25,000	100%
	Subsidiaries	2,400	266	-	2,666	100%
	Total	2,400	25,266	-	27,666	100%
Margaret Zakos	Cenergy Holdings	-	50,000	-	50,000	100%
	Subsidiaries	-	-	-	-	-
	Total	-	50,000	-	50,000	100%
Maria Kapetanaki[14]	Cenergy Holdings	-	14,583	-	14,583	100%
	Subsidiaries	-	-	-	-	-
	Total	-	14,583	-	14,583	100%
Joseph Rutkowski	Cenergy Holdings	-	50,000	-	50,000	100%
	Subsidiaries	-	-	-	-	-
	Total	-	50,000	-	50,000	100%
William Gallagher	Cenergy Holdings	-	50,000	-	50,000	100%
	Subsidiaries	-	-	-	-	-
	Total	-	50,000	-	50,000	100%
Manuel Iraola	Cenergy Holdings	-	50,000	-	50,000	100%
	Subsidiaries	-	-	-	-	-
	Total	-	50,000	-	50,000	100%
Marina Sarkisian Ochanesoglou	Cenergy Holdings	-	25,000	-	25,000	100%
	Subsidiaries	-	-	-	-	-
	Total	-	25,000	-	25,000	100%
Total Remuneration	**Cenergy Holdings**	**-**	**389,583**	**-**	**389,583**	**100%**
	Subsidiaries	**2,400**	**266**	**-**	**2,666**	**100%**
	Total	**2,400**	**389,849**	**-**	**392,249**	**100%**

14. This Board member was nominated on 25.05.2021

Executive Management

Table 19 provides an overview of the fees paid to the members of the Executive Management during the financial year 2021:

Table 19: Executive Management – Remuneration Report (amounts in EUR)

Name	Paid by	Fixed remuneration					
		Base Salary[a]	Fees[b]	Other benefits[c]	Extraordinary items[d]	Total Remuneration	Proportion of fixed remuneration
Alexios Alexiou	Cenergy Holdings	-	-	-	-	-	-
	Subsidiaries	281,590	-	8,832	120,000	410,422	100%
	Total	281,590	-	8,832	120,000	410,422	100%
Total Remuneration to the Executive Management of the company[15]	Cenergy Holdings	141,600	25,000	5,239	110,000	281,839	100%
	Subsidiaries	281,590	-	8,832	120,000	410,422	100%
	Total	**423,190**	**25,000**	**14,071**	**230,000**	**692,261**	**100%**

Evolution of the remuneration

The following Table provides an overview of the evolution over the four most recent financial years of the overall remuneration of the members of the Board of directors and the members of the Executive Management, and the performance of the Company through the reporting of some of its KPIs:

Table 20: Remuneration and Company performance[16]

Amounts in EUR thousand	2021	2020	2019	2018
Remuneration of the members of the Board of directors and the Executive Management	1,060	1,146	991	908
Performance of the Company				
[EBITDA]	85,203	91,121	90,273	56,223
[a-EBITDA]	104,140	101,800	90,098	60,951
[Revenue]	1,054,203	908,417	958,016	963,797

The remuneration ratio, as defined by Section 3:6 of the BCCA, was 4.3x for 2021. For its calculation, the Company used the remuneration of the CEO as the highest paid management member and the remuneration of the full-time employee of the holding company - who has worked for a full year - as the lowest paid employee.

Publishing of this ratio is a practice required by Law and the presentation adopted is intended to comply with transparency requirements. The disclosure on this ratio will be assessed and evaluated in the future subject to the evolution of the ratio and to potential future guidance/clarifications that may be published on this requirement.

15. Includes remuneration paid to Executive Management of the Company: Dimitrios Kyriakopoulos (Executive Vice-President), Alexios Alexiou (Chief Executive Officer) & Alexandros Benos (Chief Financial Officer).

16. The information is provided on the basis of the available information from previous remuneration reports and the annual accounts of the Company. Cenergy Holdings was founded and listed on the Stock Exchange in 2016. Therefore, the available information starts in 2017.

External Audit

The statutory auditor, appointed by the Shareholders' Meeting among the members of the Belgian Institute of Certified Auditors, is entrusted with the external audit of the Company's consolidated financial statements.

The statutory auditors' mission and powers are those defined by the law. The Shareholders' Meeting sets the number of statutory auditors and determines their remuneration in compliance with the law. The statutory auditors are appointed for a renewable term of three years.

On May 29, 2019, the Company appointed PriceWaterhouseCoopers - Reviseurs d'entreprises SCRL, in abbreviation PwC Reviseurs d'Entreprises, represented by Marc Daelman, as statutory auditor for a three-year period.

Risk Management and Internal Audit

The Belgian legislative and regulatory framework on risk management and internal control consists of the relevant provisions of the law of 17 December 2008 on the establishment of an Audit Committee, and the law of 6 April 2010 on the enhancement of corporate governance, as well as of the Corporate Governance Code.

As set out in the "Risks and Uncertainties" chapter of this Annual Report, Executive Management is responsible for risk management and the systems of internal control. Under the strict supervision of the Executive Management, the management team of each Company's subsidiary is responsible for developing an adequate organisation and an appropriate system of internal control for running the subsidiary's operations and managing risk.

The Audit Committee is responsible for monitoring the effectiveness of the Company's risk management, its systems of internal control and its internal audit function.

Risk Management

Risk management, incorporating market risk and operational risk, is mainly the responsibility of the Management of the subsidiaries. The managers of the subsidiaries report on risk assessment and risk mitigation to Executive Management on a regular basis; they provide the Board and the Audit Committee with a detailed business review which analyses risks and challenges.

Internal Audit Function

The Audit Committee supervises the internal audit function. Internal audit is an independent, objective assurance and consulting activity designed to add value and improve the organization's operations. It helps the organization accomplish its objectives by bringing a systematic, disciplined approach to evaluate and improve the effectiveness of risk management, control, and governance processes. Internal audit is conducted in accordance with the International Standards for the Professional Practice of Internal Auditing (IPPF).

The internal audit function is responsible for performing audit engagements in accordance with its annual internal audit plan, which is prepared and reviewed in order to assist the organization to effectively mitigate risk throughout its operations. The audit engagements follow the audit methodology described in the internal audit charter and the internal audit manual as well as aim at ensuring that subsidiaries comply with shared services processes with regards to their operations, industrial production and consolidation guidelines. At the end of each audit engagement, the internal audit function issues an audit report containing its audit findings and recommendations. The subsidiaries' management team is responsible to design and implement remedial actions towards each of the internal audit findings and recommendations in due time.

The internal audit function reports to the Audit Committee. The Audit Committee ensures that the internal audit work is focused on the activities and the risk areas it deems critical. It ensures that the internal audit function reduces the probability of fraud and error and provides effective mitigation of risk.

Control Activities and Relationship with Subsidiaries

Cenergy Holdings is a holding company that operates in a decentralised manner. Each of the subsidiaries is responsible for its performance and results. The management team of the subsidiaries is organised around solid global and regional teams, with responsibility assigned to the members of their respective Board of Directors and executive management team.

All Cenergy Holdings' companies are accountable for their own organisation, risk management and system of internal control as these are developed and implemented depending on the business segment, the geographical location and the type of production plant concerned.

In order to secure consistency of approach when separate companies deal with similar issues, and to optimise coordination throughout the network of the Company's subsidiaries, the Board sets out corporate policies aimed at providing the local management of the companies with solid guidance and a workable framework for optimal local implementation and monitoring.

Steelmet, a Viohalco subsidiary, is assigned, through a subcontracting agreement, with the functional support towards all companies of Cenergy Holdings. It deploys a team of subject matter experts who oversee policy implementation, monitor performance, and promote best practices while ensuring decentralization and entrepreneurial independence of the business units. The support they provide relates, among others, to functions such as finance, investor relations, ESG, Internal Audit, Operations etc. A shared services centre is also responsible for the execution of common corporate services such as procurement, transportation, information technology and accounting.

Financial Reporting and Monitoring Activities

Cenergy Holdings has established procedures for the adequate recording and reporting of financial and non-financial information. The objective is to ensure that financial and non-financial information produced by each entity is homogeneous, coherent and comparable, and that consolidated financial information is fair, reliable and can be obtained in a timely manner.

Each subsidiary reports financial information on a monthly basis. This includes the balance sheet, the income statement, the statement of cash flows and a working capital analysis.

A review of each business segment is presented to the Board. The review includes "actual versus budgeted" financial and non-financial information, the highlights of the reporting period, the outlook for each business segment, and is a key component of Cenergy Holdings' decision-making process.

Conflict of interests

Pursuant to Article 8 of the Corporate Governance Charter, in the event that a conflict of interest arises with a Board member, a shareholder or other Cenergy Holdings' company, the Board is required to implement the specific procedures of conflict resolution set forth in articles 7:96 and 7:97 of the BCCA.

Each member of the Board and Executive Management is required to always act without conflicts of interest and put the interests of the Company before his or her individual interests. Each member of the Board and Executive Management is required to always arrange his or her personal and business affairs so as to avoid direct and indirect conflicts of interest with the Company.

All Board members are required to inform the Board on conflicts of interest once they arise. If the conflict of interest is of a proprietary nature, they will also abstain from participating in the discussions and deliberations on the matter involved, in accordance with Article 7:96 of the BCCA. If the conflict of interest is not covered by the provisions of the BCCA, and involves a transaction or contractual relationship between the Company or one of its related entities on the one hand, and any member of the Board or Executive Management (or a company or entity with which such member of the Board or Executive Management has a close relationship) on the other hand, such member will inform the Board of the conflict. The Board is under an obligation to check that the approval of the transaction is motivated by the Company's interest only and that it takes place at arm's length.

In all cases involving a conflict of interest not covered by Article 7:96 of the BCCA, the Board member affected by the conflict of interest is required to judge whether he or she should abstain from participating in the discussions of the Board and the vote.

Since the listing of the Company, the Board has not been notified of any transaction or other contractual relationship between Cenergy Holdings and its Board members which cause a conflict of interest as defined by articles 7:96 and 7:97 of the BCCA.

Shareholders' Structure

Capital Structure

On December 31, 2021, the Company's share capital amounted to EUR 117,892,172.38 represented by 190,162,681 shares without nominal value. There is no authorised share capital.

Cenergy Holdings received a transparency notification dated April 23, 2021 indicating that Viohalco SA holds directly 79.78% of the voting rights of the Company. According to its obligation under Article 14 of the Belgian Law of 2 May 2007 on the disclosure of significant shareholdings in listed companies, Cenergy Holdings publishes the content of the notification that it has received on its website (www.cenergyholdings.com).

All shares of the Company belong to the same class of securities and may be in registered or dematerialised form. Shareholders may select, at any time, to have their registered shares converted into dematerialised shares and vice versa.

Share transfers are not restricted in the Company's Articles of Association. All shares of the Company are freely transferable. Each share entitles the holder to one voting right.

Restrictions on Voting Rights

The Articles of Association do not provide for special restrictions on the shareholders' voting rights. Provided that the shareholders are admitted to the Shareholders' Meeting and their rights are not suspended, they enjoy unrestricted freedom in exercising their voting rights.

The relevant provisions governing the shareholders' admission to the Shareholders' Meeting are set out in Article 19 of Cenergy Holdings' Articles of Association.

Article 6.4 of the Articles of Association provides that the Company's shares are indivisible and recognises only one holder per share. The Board has the right to suspend the exercise of all rights attached to jointly owned shares until a single representative of the joint owners has been appointed.

Transparency

Pursuant to the Belgian Law of 2 May 2007 on the disclosure of major holdings in issuers whose shares are admitted to trading on a regulated market and laying down miscellaneous provisions (the "**Transparency Law**"), the Company requires that any natural and legal person, who directly or indirectly acquires voting securities in the Company, notifies the Company and the Financial Services and Markets Authority (the "**FSMA**") of the number and proportion of existing voting rights they hold, where the voting rights attached to the voting securities reach 5% or more of the total existing rights. A similar notification is required in the following cases:

- direct or indirect acquisition, or disposal, of voting securities, or change of the breakdown of the voting rights, where the proportion of voting rights attached to the securities held reaches or exceeds 10%, 15%, 20% and so on, by increments of 5%, of the total existing voting rights;
- first admission of the Company's shares to trading on a regulated market, where the voting rights attached to the voting securities represent 5% or more of the total existing voting rights;
- conclusion, modification or termination by natural or legal persons of an agreement to act in concert where the proportion of the voting rights that are the subject of the agreement, or the proportion of the voting rights held by a party to the agreement, reaches, exceeds or falls below one of the thresholds provided for in § 1, or the nature of the agreement to act in concert is modified;
- breaching of stricter notification thresholds added by the Company's Articles of Association.

The notification must be made promptly and no later than within four trading days following the acquisition or disposal of the voting rights triggering the reaching of the threshold. The Company must publish the information within three trading days following receipt of the notification.

At Shareholders' Meetings, shareholders cannot cast more votes than those attached to the securities or rights they have notified to the Company, pursuant to the Transparency Law, before the date of the Shareholders' Meeting, subject to certain exceptions.

The form, on which such notifications must be made, together with additional explanations, is available on the FSMA website (www.fsma.be).

The voting rights held by major shareholders of the Company are available on the website of Cenergy Holdings (www.cenergyholdings.com).

Cenergy Holdings is not aware of the existence of any agreement between its shareholders which may lead to restrictions on the transfer or the exercise of the voting rights attached to the shares of the Company.

Distribution and dividend policy

Cenergy Holdings does not have a history of dividend distribution. No dividends have been paid to shareholders during the Company's lifetime as it reinvests profits back into its business.

The dividend distribution policy will be reviewed by the Board in due course and, if the policy changes, the Company will inform the market accordingly. No assurance can be given, however, that the Company will make dividend payments in the future. Such payments will depend upon a number of factors, including the Company's prospects, strategies, results of operations, earnings, capital requirements and surplus, general financial conditions, contractual restrictions and other factors considered relevant by the Board. Due to its interest and participation in a number of subsidiaries and affiliated companies, the Company's stand-alone income and its ability to pay dividends depends in part on the receipt of dividends and distributions from these subsidiaries and affiliated companies. The payment of dividends by these subsidiaries and affiliated companies is contingent upon the sufficiency of earnings, cash flows, and distributable reserves.

Pursuant to Belgian law, the calculation of amounts available for distribution to shareholders, as dividends or otherwise, must be determined on the basis of the Company's non-consolidated financial statements. In accordance with BCCA, the Company's Articles of Association also require that the Company allocates at least 5% of its annual net profits to its legal reserve each year, until the legal reserve equals at least 10% of the Company's share capital. As a consequence of these factors, there can be no assurance as to whether dividends or similar payments will be distributed in the future.

Shareholders' Meeting

Meetings

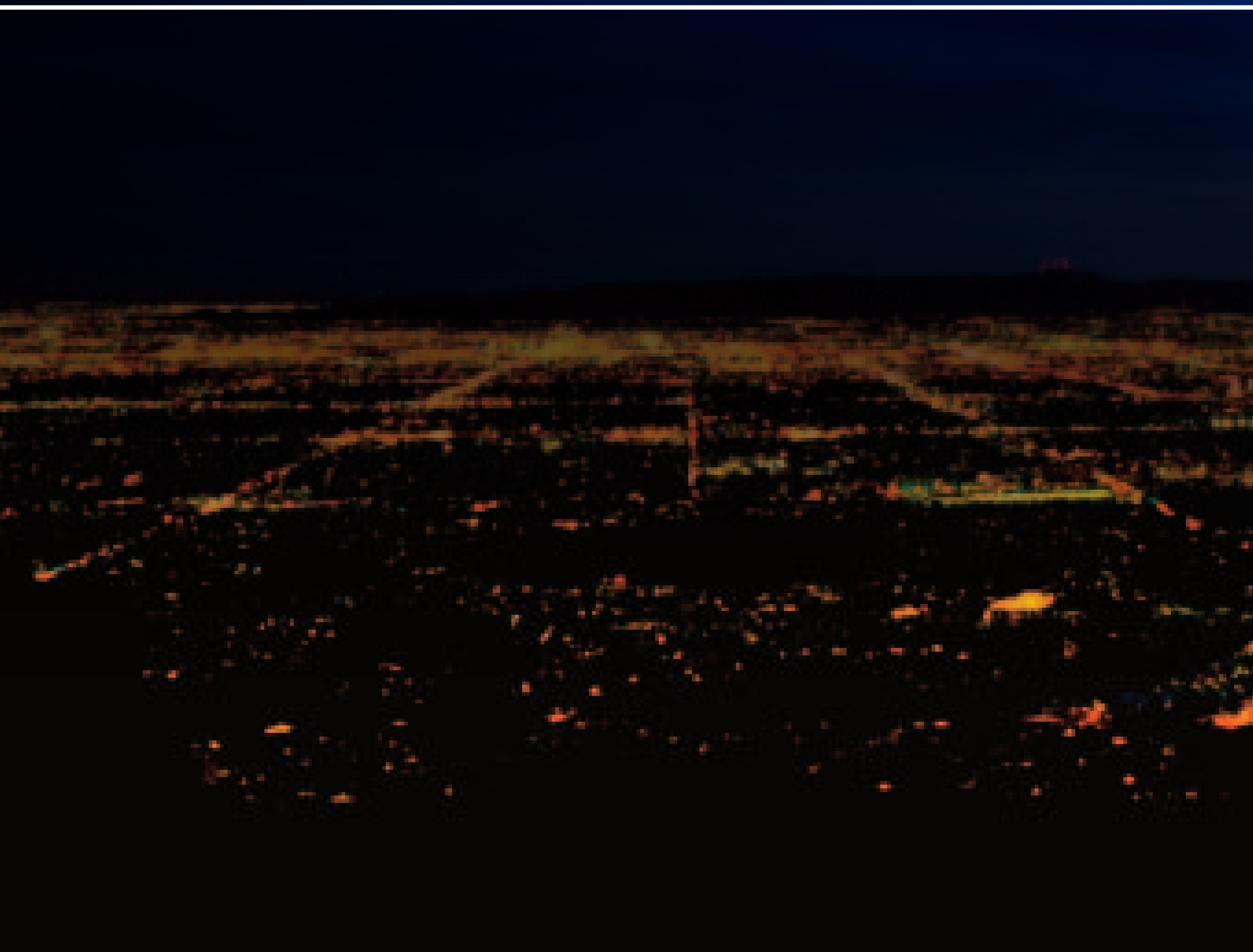
The Annual Shareholders' Meeting of the Company is held on the last Tuesday of May at 10:00 a.m. or, if the day is a public holiday in Belgium, on the previous business day, at the same time. It takes place in Brussels, at the registered office of the Company or at the place indicated in the convening notice of the Shareholders' Meeting.

The other Shareholders' Meetings of the Company must take place on the date, hour and place indicated in the convening notice of the Meeting. They may take place at locations other than the Company's registered office.

The Annual, the Special and Extraordinary Shareholders' Meetings of the Company may be convened by the Board or by the statutory auditor of the Company, or at the request of shareholders representing at least 10% of the Company's share capital.

Quorum and Majority required for modification of the articles of association

The modification of Cenergy Holdings' Articles of Association requires at least the majority of the share capital to be present or represented, and that it is approved by a qualified majority of 75% of the votes cast. If the quorum is not reached at the first meeting, a second meeting can be convened with the same agenda. This new general meeting is considered to have reached the quorum and to be validly convened irrespective of the proportion of the Company's share capital represented.



Consolidated Financial Statements **2021**

Ready for the Shift

CENERGY
HOLDINGS

CORINTH PIPEWORKS / HELLENIC CABLES

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1. Consolidated Statement of Financial Position

Amounts in EUR thousand	Note	31 December 2021	31 December 2020*
ASSETS			
Property, plant and equipment	17	476,458	457,937
Right of use assets	18	3,469	5,598
Intangible assets	19	31,254	29,323
Investment property	20	764	764
Equity - accounted investees	21	36,431	34,539
Other investments	22	5,812	5,657
Derivatives	23	944	871
Trade and other receivables	15	1,177	1,303
Contract costs	7.E	222	222
Deferred tax assets	13	3,233	2,675
Non-current assets		**559,765**	**538,889**
Inventories	14	284,025	213,192
Trade and other receivables	15	132,040	112,872
Contract assets	7.D	98,217	64,875
Contract costs	7.E	167	491
Income tax receivables		1,594	54
Derivatives	23	536	584
Cash and cash equivalents	16	129,606	81,035
Current assets		**646,185**	**473,103**
Total assets		**1,205,950**	**1,011,992**
EQUITY			
Share capital		117,892	117,892
Share premium		58,600	58,600
Reserves	24	33,059	30,427
Retained earnings		67,956	47,681
Equity attributable to owners of the Company		**277,506**	**254,600**
Non-controlling interests		35	287
Total equity		**277,541**	**254,887**
LIABILITIES			
Loans and borrowings	26	174,941	174,625
Lease liabilities	18	2,080	3,681
Employee benefits	11	2,922	2,558
Grants	28	15,804	16,487
Trade and other payables	27	-	217
Deferred tax liabilities	13	38,382	32,359
Contract liabilities	7.D	9,889	9,889
Non-current liabilities		**244,017**	**239,816**
Loans and borrowings	26	215,699	231,592
Lease liabilities	18	1,216	1,752
Trade and other payables	27	422,622	249,092
Provisions	29	13,410	-
Contract liabilities	7.D	26,009	30,196
Current tax liabilities		2,840	2,081
Derivatives	23	2,596	2,576
Current liabilities		**684,392**	**517,289**
Total liabilities		**928,409**	**757,105**
Total equity and liabilities		**1,205,950**	**1,011,992**

** The comparative information is restated due to retroactive application of the IFRIC Agenda Decision 'Attributing Benefit to Periods of Service'. See note 5.22, for details regarding restatement of prior years' figures.*

The notes on pages 94 to 164 are an integral part of these Consolidated Financial Statements.

2. Consolidated Statement of Profit or Loss

Amounts in EUR thousand		For the year ended 31 December	
	Note	2021	2020*
Revenue	7	1,054,203	908,417
Cost of sales	8.C	(945,530)	(804,904)
Gross profit		**108,673**	**103,513**
Other income	8.A	7,141	5,088
Selling and distribution expenses	8.C	(14,614)	(13,719)
Administrative expenses	8.C	(24,971)	(24,895)
Reversal of / (Impairment loss) on receivables and contract assets	30.C.1	(53)	55
Other expenses	8.B	(18,534)	(3,645)
Operating profit		**57,642**	**66,395**
Finance income	9	264	356
Finance costs	9	(29,249)	(31,996)
Net finance costs		**(28,985)**	**(31,640)**
Share of profit of equity-accounted investees, net of tax	21	1,855	849
Profit before tax		**30,513**	**35,604**
Income tax	13	(8,434)	(10,683)
Profit for the year		**22,079**	**24,922**
Profit/(Loss) attributable to:			
Owners of the Company		22,077	24,923
Non-controlling interests		1	(1)
		22,079	**24,922**
Earnings per share (in EUR per share)			
Basic and diluted	10	0.11610	0.13106

** The comparative information is restated due to retroactive application of the IFRIC Agenda Decision 'Attributing Benefit to Periods of Service'. See note 5.22, for details regarding restatement of prior years' figures.*

The notes on pages 94 to 164 are an integral part of these Consolidated Financial Statements.

3. Consolidated Statement of Profit or Loss and Other Comprehensive Income

Amounts in EUR thousand	Note	For the year ended 31 December 2021	2020*
Profit for the year		**22,079**	**24,922**
Items that will never be reclassified to profit or loss			
Remeasurements of defined benefit liability	11	(279)	(94)
Changes in the fair value of equity instruments at fair value through other comprehensive income	22	156	640
Related tax		43	22
		(81)	**568**
Items that are or may be reclassified to profit or loss			
Foreign currency translation differences		643	(4,330)
Cash flow hedges – effective portion of changes in fair value		(1,955)	(2,130)
Cash flow hedges – reclassified to profit or loss		2,119	1,235
Share of other comprehensive income of associates accounted for using the equity method	21	(94)	(138)
Related tax		(57)	212
		656	**(5,150)**
Other comprehensive income / (loss)		**576**	**(4,582)**
Total comprehensive income after tax		**22,654**	**20,340**
Total comprehensive income / (loss) attributable to:			
Owners of the Company		22,653	20,348
Non-controlling interests		1	(8)
		22,654	**20,340**

** The comparative information is restated due to retroactive application of the IFRIC Agenda Decision 'Attributing Benefit to Periods of Service'. See note 5.22, for details regarding restatement of prior years' figures.*

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4. Consolidated Statement of Changes in Equity

Amounts in EUR thousand	Share capital	Share premium	Translation reserve	Other reserves	Retained earnings	Total	Non-controlling interests	Total equity
Balance as at 1 January 2021	**117,892**	**58,600**	**(21,876)**	**52,303**	**47,681**	**254,600**	**287**	**254,887**
Total comprehensive income								
Profit / (Loss) for the period	-	-	-	-	22,077	**22,077**	1	**22,079**
Other comprehensive income / (loss)	-	-	643	263	(330)	**576**	(1)	**576**
Total comprehensive income	**-**	**-**	**643**	**263**	**21,747**	**22,653**	**1**	**22,654**
Transactions with owners of the company								
Contributions and distributions								
Transfer of reserves	-	-	-	1,767	(1,767)	**-**	-	**-**
Total contributions and distributions	**-**	**-**	**-**	**1,767**	**(1,767)**	**-**	**-**	**-**
Changes in ownership interests								
Acquisition of non-controlling interests	-	-	(100)	58	294	**253**	(253)	**-**
Total changes in ownership interests	**-**	**-**	**(100)**	**58**	**294**	**253**	**(253)**	**-**
Total transactions with owners of the Company	**-**	**-**	**(100)**	**1,825**	**(1,473)**	**253**	**(253)**	**-**
Balance at 31 December 2021	**117,892**	**58,600**	**(21,333)**	**54,391**	**67,956**	**277,506**	**35**	**277,541**

Amounts in EUR thousand	Share capital	Share premium	Translation reserve	Other reserves	Retained earnings	Total	Non-controlling interests	Total equity
Balance as at 1 January 2020*	**117,892**	**58,600**	**(17,552)**	**52,251**	**20,377**	**231,568**	**295**	**231,862**
Impact of change in accounting policy	-	-	-	-	2,684	**2,684**	-	**2,684**
Adjusted balance at 1 January 2020	**117,892**	**58,600**	**(17,552)**	**52,251**	**23,062**	**234,252**	**295**	**234,547**
Total comprehensive income								
Profit / (Loss) for the period	-	-	-	-	24,923	**24,923**	(1)	**24,922**
Other comprehensive income / (loss)	-	-	(4,324)	(40)	(210)	**(4,575)**	(7)	**(4,582)**
Total comprehensive income	**-**	**-**	**(4,324)**	**(40)**	**24,712**	**20,348**	**(8)**	**20,340**
Transactions with owners of the company								
Contributions and distributions								
Transfer of reserves	-	-	-	93	(93)	**-**	-	**-**
Total contributions and distributions	**-**	**-**	**-**	**93**	**(93)**	**-**	**-**	**-**
Total transactions with owners of the Company	**-**	**-**	**-**	**93**	**(93)**	**-**	**-**	**-**
Balance at 31 December 2020	**117,892**	**58,600**	**(21,876)**	**52,303**	**47,681**	**254,600**	**287**	**254,887**

** The comparative information is restated due to retroactive application of the IFRIC Agenda Decision 'Attributing Benefit to Periods of Service'. See note 5.22, for details regarding restatement of prior years' figures.*

The notes on pages 94 to 164 are an integral part of these Consolidated Financial Statements.

5. Consolidated Statement of Cash Flows

Amounts in EUR thousand		For the year ended 31 December	
	Note	2021	2020*
Cash flows from operating activities			
Profit/(Loss) of the period		22,079	24,922
Adjustments for:			
- Income tax		8,434	10,683
- Depreciation	17, 18, 20	22,612	21,179
- Amortization	19	3,821	3,801
- Amortization of grants	28	(728)	(908)
- Net finance costs	9	28,985	31,640
- Share of profit of equity-accounted investees, net of tax	21	(1,855)	(849)
- (Gain) / loss from sale of property, plant & equipment	8	(8)	(6)
- Loss from write-offs of property, plant & equipment and intangible assets	8	14	142
- Unrealised (Gain) / Loss from valuation of derivatives		232	(1,289)
- (Reversal of) / Impairment loss on receivables & contract assets	30.C.1	53	(55)
- (Reversal of) / Impairment of inventories		119	275
		83,757	**89,534**
Changes in:			
- Inventories		(70,714)	15,028
- Trade and other receivables		(19,269)	3,011
- Trade and other payables		173,362	38,230
- Contract assets		(33,342)	53,699
- Contract liabilities		(4,187)	(10,986)
- Contract costs		324	(117)
- Employee benefits		85	99
- Provisions		13,410	-
Cash generated from operating activities		143,425	188,497
Interest charges & related expenses paid		(27,133)	(29,437)
Income tax paid		(3,779)	(484)
Net Cash from operating activities		**112,514**	**158,575**
Cash flows from investing activities			
Acquisition of property, plant and equipment		(41,148)	(66,285)
Acquisition of intangible assets	19	(3,408)	(3,683)
Proceeds from grants	28	42	317
Proceeds from sale of property, plant & equipment & intangible assets	21	86	126
Acquisition of equity-accounted investee	21	-	(3,285)
Dividends received	21	691	915
Interest received		21	31
Acquisition of financial assets	22	-	(26)
Proceeds from disposal of financial assets	22	-	24
Net Cash flows used in investing activities		**(43,715)**	**(71,865)**
Cash flows from financing activities			
Proceeds from new borrowings	26	89,315	38,030
Repayment of borrowings	26	(108,104)	(132,217)
Principal elements of lease payments	26	(1,747)	(1,267)
Net cash flows used in financing activities		**(20,536)**	**(95,454)**
Net (decrease)/ increase in cash and cash equivalents		**48,263**	**(8,744)**
Cash and cash equivalents at 1 January		81,035	90,408
Effect of movement in exchange rates on cash held		308	(630)
Cash and cash equivalents at 31 December	**16**	**129,606**	**81,035**

** The comparative information is restated due to retroactive application of the IFRIC Agenda Decision 'Attributing Benefit to Periods of Service'. See note 5.22, for details regarding restatement of prior years' figures.*

6. Notes to the Consolidated Financial Statements

1. Reporting entity

Cenergy Holdings S.A. (hereafter referred to as "the Company", "the Holding" or "Cenergy Holdings") is a Belgian limited liability company. The Company's registered office is located at 30 Avenue Marnix, 1000 Brussels Belgium. The Company's Consolidated Financial Statements include those of the Company and its subsidiaries (together referred to as "Cenergy Holdings" or the "Group"), and Cenergy Holdings' interest in associates accounted for using the equity method.

Cenergy Holdings is a holding company and holds participations in 12 subsidiaries. With production facilities in Greece, Bulgaria and Romania, Cenergy Holdings' subsidiaries specialise in manufacturing steel pipes and cables products. Its shares are traded on Euronext Brussels since December 2016 and has its secondary listing on the Athens Stock exchange (trading ticker "CENER"). The Company's electronic address is www.cenergyholdings.com, where the Consolidated Financial Statements have been posted.

Cenergy Holdings is a subsidiary of Viohalco S.A. (79.78% of voting rights). Viohalco S.A. ("Viohalco") is a Belgium-based holding company whose subsidiaries are specialised in the manufacture of aluminium, copper, cables, steel and steel pipes products and technological advancement.

2. Basis of accounting

Statement of compliance

The Consolidated Financial Statements have been prepared by Management in accordance with the International Financial Reporting Standards (IFRS) as adopted by the European Union and authorized for issue by the Company's Board of Directors on 16 March 2022.

Details of the Company's accounting policies are included in Note 5.

Basis of measurement

The Consolidated Financial Statements have been prepared in accordance with the historical cost principle with the exception of the following assets and liabilities which are measured on an alternative basis on each reporting date.

- Derivative financial instruments held for hedging purposes (fair value);
- Equity investments at FVOCI (fair value);
- Net defined benefit liability (present value of the obligation).

3. Functional currency and presentation currency

The functional and presentation currency of the Company is the euro. All amounts in the Consolidated Financial Statements are rounded to the nearest thousand, unless otherwise indicated. As such, due to rounding, figures shown as totals in certain tables may not be arithmetic aggregations of the figures that precede them.

4. Use of estimates and judgements

Preparing financial statements in line with IFRS requires that Management makes judgements, estimates and assumptions that affect the application of Cenergy Holdings' accounting policies and the reported amounts of assets, liabilities, income and expenses. The actual results may differ from these estimates.

Management's estimates and judgements are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

Information about judgements, assumptions and estimation uncertainties that have significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities in the next financial year is included in the following notes:

- Note 7 – Revenue recognition;
- Note 11 – Measurement of defined benefit obligations: key actuarial assumptions;
- Note 13 – Recognition of deferred tax assets, availability of future taxable profits against which carryforward tax losses can be used;
- Note 15 – Recoverability of overdue receivable from a former customer in the Middle-East ;
- Note 19 – Impairment test: key assumptions underlying recoverable amounts;
- Note 30.C.1 – Measurement of expected credit losses on trade receivables and contract assets: key assumptions in determining expected loss rates.

5. Significant accounting policies

The accounting principles described below have been consistently applied to all periods presented in these Consolidated Financial Statements and have also been consistently applied by Cenergy Holdings and its subsidiaries and its equity-accounted investees.

5.1 Basis of Consolidation

(a) Business combinations

Acquisition of subsidiaries is accounted for using the acquisition method on the acquisition date, i.e. the date on which control is transferred to Cenergy Holdings. To assess control, Cenergy Holdings takes into account substantive potential voting rights.

Cenergy Holdings measures goodwill on the acquisition date as follows:

- the fair value of the consideration paid; plus
- the value of any non-controlling interest in the acquired subsidiary; less
- the fair value of identifiable assets and liabilities assumed.

Any goodwill that arises is tested annually for impairment. Any gain on a bargain purchase is immediately recognized in the Consolidated Statement of Profit or Loss. Any expenses directly linked with acquisition are directly posted in the Consolidated Statement of Profit or Loss. Any contingent consideration is recognized at its fair value on the acquisition date.

(b) Common control transactions

A business combination, in which all of the combining entities or businesses are ultimately controlled by the same party or parties both before and after the business combination and when control is not transitory, is a common control transaction. The Group has chosen to account for such common control transactions at book value (carry-over basis). The identifiable net assets acquired are not measured at fair value but recorded at their carrying amounts; intangible assets and contingent liabilities are recognized only to the extent that they were recognised before the business combination in accordance with applicable IFRS. Any difference between the consideration paid and the capital of the acquiree is presented in retained earnings within equity. Transaction costs are expensed as incurred.

(c) Subsidiaries

Subsidiaries are entities controlled by Cenergy Holdings. Cenergy Holdings controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of the subsidiaries are included in the Consolidated Financial Statements from the date on which control commences until the date on which control ceases.

(d) Non-controlling interests

Non-controlling interests (NCI) are measured at fair value or at their proportionate share of the acquiree's identifiable net assets at the date of acquisition. This measurement is done on an acquisition by acquisition basis.

Changes in Cenergy Holdings' interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions.

(e) Loss of control

When Cenergy Holdings loses control over a subsidiary, the assets and liabilities of the subsidiary are derecognised, and any related NCI and other components of equity. Any resulting gain or loss is recognised in profit or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost.

(f) Associates

Associates are those entities in which Cenergy Holdings has significant influence, but not control or joint control, over the financial and operating policies. This is generally the case where Cenergy Holdings holds between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting (see (h) below), after initially being recognised at cost.

(g) Joint arrangements

Under IFRS 11 Joint Arrangements, investments in joint arrangements are classified as either joint operations or joint ventures. The classification depends on the contractual rights and obligations of each investor, rather than the legal structure of the joint arrangement.

Joint operations

Cenergy Holdings recognises its direct right to the assets, liabilities, revenues and expenses of joint operations and its share of any jointly held or incurred assets, liabilities, revenues and expenses. These have been incorporated in the financial statements under the appropriate headings.

Joint ventures

A joint venture is an arrangement in which Cenergy Holdings has joint control, whereby Cenergy Holdings has rights to the net assets of the arrangement, rather than rights to its assets and obligations for its liabilities.

Interests in joint ventures are accounted for using the equity method (see (h) below), after initially being recognised at cost in the consolidated balance sheet.

(h) Equity method

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise Cenergy Holdings' share of the post-acquisition profits or losses of the investee in profit or loss, and Cenergy Holdings' share of movements in other comprehensive income of the investee, until the date on which significant influence or joint control ceases. Dividends received or receivable from associates and joint ventures are recognised as a reduction in the carrying amount of the investment.

When the Cenergy Holdings' share of losses in an equity-accounted investment equals or exceeds its interest in the entity, Cenergy Holdings does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Cenergy Holdings' interests in equity-accounted investees comprise only of interests in associates.

(i) Transactions eliminated on consolidation

Intra group balances and transactions, and any unrealised income and expenses arising from intra group transactions, are eliminated. Unrealized gains arising from transactions with equity accounted investees are eliminated against the investment to the extent the Group's interest in the investee. Unrealized losses are eliminated in the same way as unrealized gains, but only to the extent that there is no evidence of impairment.

5.2 Foreign currency

(a) Foreign currency transactions

Transactions in foreign currencies are translated into the respective functional currencies of Cenergy Holdings' companies at the exchange rates at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated into functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate, when the fair value was determined. Foreign currency gains and losses are recognized and classified in the Consolidated Statement of Profit or Loss based on the nature of the related item of the Consolidated Statement of Financial Position.

Non-monetary items that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction.

Foreign currency differences arising from the translation of qualifying cash flow hedges to the extent that the hedges are effective and investments in equity securities designated as at FVOCI are recognised as Other Comprehensive Income (OCI).

(b) Foreign operations

The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated into Euro at the exchange rates of the reporting date. The income and expenses of foreign operations are translated into Euro at the exchange rates at the date of the transactions. The average rate for the period is deemed to be an appropriate rate.

Foreign currency differences are recognised in OCI and accumulated in the translation reserve, except to the extent that the translation difference is allocated to NCI.

5.3 Revenue

Cenergy Holdings recognizes revenue from the following major sources:

- Sale of products;
- Energy projects;
  - Steel pipes projects, i.e. onshore and offshore customized pipelines produced for applications based on customers' specifications.
  - Cables projects, i.e. high-tech customized underground and submarine cables and "turnkey" cable systems for power or data transmission and distribution.
- Rendering of services.

Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. Cenergy Holdings recognizes revenue when it transfers control of a product or service to a customer.

Consideration can vary because of trade discounts, volume rebates, returns or other similar items. Depending on the type of variable consideration, the most appropriate method for measuring this variable consideration is used.

Sale of products

Cenergy Holdings sells hollow structural sections for the construction sector, power cables, telecom cables, wires and raw materials.

For sales of products, revenue is recognised at a point of time, when the control of the goods sold has been transferred.

The timing of the transfer of control occurs when the goods have been shipped to the customers' location, unless otherwise specified in the terms of the contract. The terms defined on the contracts with customers are according to Incoterms.

Revenue recognised at a point in time is invoiced either simultaneously with its recognition or within a short time period from its recognition. A receivable is recognised when the control is transferred to the customer, as this represents the point in time at which the right to consideration becomes unconditional.

Energy projects

The Group produces and sells customized products to customers for energy projects.

In the cables sector, Cenergy Holdings' subsidiaries also produce and sell "turnkey" cable systems, i.e. supply and install complete cable systems.

Under the terms of the contracts and due to the high degree of customization, these products have no alternative use, since they are produced according to customers' specifications, while there is an enforceable right to payment for performance completed to date if the contract is terminated by the customer or another party for reasons other than Cenergy Holdings' failure to perform as promised. Revenue from such projects is therefore recognised over time.

For distinct performance obligations identified, the most appropriate method to measure progress is used. The methods used are the following:

- For performance obligations related to production of customized products, depending on the type of contract concerned, the methods to measure progress is estimated based on:
    i. Production time elapsed, i.e. the ratio between the actual time spent on the production and the total number of scheduled production time. This method is used for submarine cables produced in long continuous lengths, when time elapsed is the most relevant method to measure the progress of the performance obligation.
    ii. The quantity of manufactured and tested cable drums or steel pipes compared with the total quantity to be produced according to the contract. This method is used for customized land cables and steel pipes, since the production of such products is performed in batches and as a result the performance obligations related are satisfied as certain batches of agreed quantities have been produced.
- For installation phases of cables sector's turnkey projects, the method to measure progress is based on appraisal of results achieved or milestones reached, based to clearly defined technical milestones, such as transport or meters of cables installed. When milestones are being used as a method to measure progress, these milestones faithfully depict the performance.

Management considers that these methods are appropriate measures of the progress towards complete satisfaction of these performance obligations under IFRS 15.

The timing of revenue recognition, billings and cash collections results in billed accounts receivable, unbilled receivables (contract assets), and customer advances (contract liabilities). These contract assets and contract liabilities are presented on the Consolidated Statement of Financial Position in the lines "Contract assets" and "Contract liabilities" respectively. For products and services for which revenue is recognised over time, amounts are billed as work progresses in accordance with agreed-upon contractual terms, either upon achievement of contractual milestones, or at the final delivery and acceptance of the manufactured items.

Generally, billing occurs subsequent to revenue recognition for customized products and services performed over time resulting in contract assets. However, when advances from customers are received before revenue is recognized, a contract liability is recognized.

There is not considered to be a significant financing component in energy projects contracts with customers, as the period between the recognition of revenue and the milestone payment is less than one year.

Rendering of services

Cenergy Holdings recognises revenue from rendering of services in proportion to the stage of completion of the transaction at the reporting date. The stage of completion is assessed based on surveys of work performed.

Services provided by Cenergy Holdings are mainly related with the products sold by its subsidiaries and mainly include:

- Metal processing technical support service;
- Design and engineering of customized applications;
- Supervision services;
- Installation services;
- Repairs and replacements.

All of the above, when related to Energy projects, are reported in the Cables' and Steel pipes' revenue streams, respectively.

If payment for services is not due from the customer until the services are complete, a contract asset is recognised over the period in which the services are performed representing the right to consideration for the services performed to date. These contract assets are presented on the Consolidated Statement of Financial Position in the line "Contract assets".

Contract costs

Cenergy Holdings recognize the incremental costs of obtaining contracts with customers and the costs incurred in fulfilling contracts with customers that are directly associated with the contract as an asset, if those costs are expected to be recoverable, and record them in the line "Contract costs" in the Consolidated Statement of Financial Position. Incremental costs of obtaining contracts are costs incurred to obtain a contract with a customer that would not have been incurred if the contract had not been obtained.

Fulfilment costs are only capitalised if they generate or enhance resources that will be used to satisfy performance obligations in the future.

Assets arising from contract costs are amortized using either the straight-line method over a period based on the estimated contract duration or based on the portion of revenue recognised during the execution of the related contract.

Incremental costs of obtaining contracts are recognised as an expense when incurred if the amortisation period of the assets would be one year or less.

5.4 Employee benefits

(a) Short-term employee benefits

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if Cenergy Holdings and its companies have a present legal or constructive obligation to pay this amount, as a result of past service provided by the employee and the obligation can be estimated reliably.

(b) Defined contribution plans

Defined-contribution plans are plans for the period after the employee has ceased to work during which Cenergy Holdings pays a defined amount to a third legal entity without any other obligation. The accrued cost of defined-contribution programs is recorded as an expense in the period that the related service is provided.

(c) Defined benefit plans

Cenergy Holdings' net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets. The discount rate is based on high-quality corporate bonds that are denominated in the currency in which the benefits will be paid.

The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method, while benefits are attributed over the last 16 years before retirement of each employee.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, are recognised immediately in OCI. Cenergy Holdings determines the net interest expense on the net defined benefit liability for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability, taking into account any changes in the net defined benefit liability during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in profit or loss. Cenergy Holdings recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

(d) Termination benefits

Termination benefits are expensed at the earlier of when Cenergy Holdings can no longer withdraw the offer of those benefits and when Cenergy Holdings recognises costs for a restructuring. If benefits are not expected to be settled wholly within 12 months of the reporting date, then they are discounted.

5.5 Government Grants

Grants from the government are recognized at their fair value where there is a reasonable assurance that the grant will be received and Cenergy Holdings will comply with all attached conditions.

Government grants relating to costs are deferred and recognized in the statement of profit or loss over the period necessary to match them with the costs that they are intended to compensate.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred government grants and are credited to the Consolidated Statement of Profit or Loss (line "Other income") on a straight line basis over the expected useful lives of the related assets.

5.6 Finance income and finance costs

Cenergy Holdings' finance income and finance costs mainly include:

- interest income;
- interest expense;
- dividend income;
- foreign currency gains and losses from loans and deposits.

Dividend income is recognised in profit or loss on the date on which the right to receive payment is established.

Interest income or expense is recognised using the effective interest method.

The "effective interest rate" is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset or to the amortised cost of the financial liability.

5.7 Income tax

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination, or items recognised directly in equity or in OCI.

A. Current tax

Current tax comprised the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates enacted or substantively enacted at the reporting date. Current tax also includes any tax arising from dividends.

Current tax assets and liabilities are offset only if certain criteria are met.

B. Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax is not recognised for:

- Temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss;
- Temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that Cenergy Holdings is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- Taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that is probable that future taxable profits will be available against which they can be used. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

Unrecognised deferred tax assets are reassessed at each reporting date and recognised to the extent that is has become probable that future taxable profits will be available against which they can be used.

Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they reverse, using tax rates enacted or substantively enacted at the reporting date.

The measurements of deferred tax reflects the tax consequences that would follow from the manner in which Cenergy Holdings expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes relate to the same fiscal authority.

5.8 Inventories

Inventories are stated at the lower of cost and net realisable value. The cost is determined by applying the method of weighted average cost and includes the production and conversion cost and all direct expenses required to bring inventories at their current condition. The net realisable value is estimated based on the inventory's current sales price, in the ordinary course of business activities, less any possible selling expenses, whenever such a case occurs.

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The write-down of inventories to net realisable value and any reversals are recognized in “Cost of sales” in the period in which the write-downs occur.

5.9 Property, plant and equipment

A. Recognition and measurement

Property, plant and equipment are presented at their acquisition cost less accumulated depreciation and impairment. The acquisition cost includes all expenses that are directly associated with the asset’s acquisition or self-construction. The cost of self-constructed fixed assets includes the cost of direct labour, materials and any other cost that is required for the fixed asset to be ready for use as well as any borrowing costs.

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to Cenergy Holdings. Repair and maintenance costs are recorded in the Consolidated Statement of Profit or Loss when these are incurred.

On the sale of property, plant and equipment, any difference that may arise between the price that is received and the carrying value thereof is recorded through profit or loss in the category “Other income (expenses)”.

Borrowing costs related to the construction of qualifying assets are capitalised during the period required for the construction to be completed.

B. Depreciation

Depreciation is calculated to write off the cost of items of property, plant and equipment less their estimated residual values using the straight-line method over their estimated useful lives, and is generally recognised in profit or loss. Land is not depreciated.

Administrative buildings	20-50 years
Plants	33-50 years
Heavy machinery	12-40 years
Light machinery	8-18 years
Furniture	4-10 years
Other equipment	4-12 years
Transport means	4-10 years

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

C. Reclassification to investment property

When the use of a property changes from owner-occupied to investment property, the property is reclassified accordingly.

The item is reclassified at its net book value at the date of reclassification which becomes its deemed cost for subsequent accounting purposes.

D. Reclassification to assets held for sale

Non-current assets and disposal group of assets are reclassified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than continuing use.

5.10 Intangible assets

A. Recognition and measurement

Research and Development: Expenditure on research activities is recognised in profit and loss as incurred. Development expenditure is capitalised only if the expenditure can be measured reliably, the product or process is technically and commercial feasible, future economic benefits are probable and Cenergy Holdings intends to and have sufficient resources to complete development and to use or sell the asset. Otherwise, it is recognised in profit or loss as incurred. Subsequent to initial recognition, development expenditure is measured at cost less accumulated amortisation and any accumulated impairment losses.

Software programs: Software licenses are recorded at their acquisition cost less accumulated amortisation. These assets are amortised on the straight line method over their estimated useful lives, which ranges between 3 to 10 years. Expenses that are associated with the software's maintenance are recognised in profit or loss in the year in which they are incurred.

Other intangible assets: Other intangible assets, including customer relationships, "know-how", patents and trademarks, which are acquired by Cenergy Holdings and have finite useful lives are measured at cost less accumulated amortisation and any accumulated impairment losses. These assets are amortised on the straight line method over their estimated useful lives. Other intangible assets having indefinite useful lives are measured at cost less accumulated impairment losses.

B. Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in profit or loss as incurred.

C. Amortisation and useful lives

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values using the straight-line method over their estimated useful lives, and is recognised in profit or loss. Goodwill and other intangible assets with indefinite useful lives are not amortised.

The estimated useful lives for the current and comparative periods are as follows:

• Trademarks and licenses	10 – 15 years
• Software programs	3 – 10 years

Intangible assets with indefinite useful lives are not amortised and are subject to an annual impairment test.

Amortisation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

5.11 Investment property

Investment property, which includes land, is owned by Cenergy Holdings either for the collection of rents or for capital appreciation and is not used for owner-purposes. Investment property is presented at cost less depreciation. When the carrying amounts of investment property exceed their recoverable value, the difference (impairment) is directly recorded in profit and loss as expense. The reversal of previously recognised impairment losses is also recognised in profit and loss as income. The land is not depreciated. The buildings are depreciated by applying the straight line method.

5.12 Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand and deposits held at call with financial institutions.

5.13 Impairment

A. Non-derivative financial assets

Cenergy Holdings recognises loss allowances for expected credit losses (ECLs) on:

- financial assets measured at amortised cost; and
- contract assets.

Loss allowances for trade receivables and contract assets are always measured at an amount equal to lifetime ECLs. Lifetime ECLs are the ECLs that result from all possible default events over the expected life of trade receivables and contract assets.

Cenergy Holdings considers a financial asset to be in default when the borrower is unlikely to pay its credit obligations in full, without recourse by Cenergy Holdings companies to actions such as realising security (if any is held).

The maximum period considered when estimating ECLs is the maximum contractual period over which the Cenergy Holdings companies are exposed to credit risk.

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Group expects to receive). ECLs are discounted at the effective interest rate of the financial asset.

Presentation of allowance for ECL in the statement of financial position

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

Impairment losses related to trade and other receivables, including contract assets, are presented separately in the statement of profit or loss and OCI.

Write-off

The gross carrying amount of a financial asset is written off when Cenergy Holdings has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. Cenergy Holdings subsidiaries make an assessment on an individual basis with respect to the timing and amount of write-off based on whether there is a reasonable expectation of recovery. Cenergy Holdings expects no significant recovery from the amount written off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's procedures for recovery of amounts due.

B. Non-financial assets

At each reporting date, Cenergy Holdings and its companies review the carrying amounts of its non-financial assets (other than inventories and deferred tax assets) to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. Goodwill and intangible assets with indefinite useful life is tested annually for impairment.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs. Goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its recoverable amount.

Impairment losses are recognised in profit or loss under “Other expenses”. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGU on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. For other assets, an impairment loss is reversed only to the extent that the asset’s carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

5.14 Leases

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group uses the definition of a lease in IFRS 16.

Accounting for lease contracts as a lessee

Cenergy Holdings companies lease various offices, warehouses, machinery and cars. Rental contracts are typically made for fixed periods of 1 to 5 years. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions.

Cenergy Holdings recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

Subsequently they are measured at cost less any accumulated depreciation and impairment losses, and adjusted for certain remeasurements of the lease liability. The right-of-use asset is depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Group by the end of the lease term or the cost of the right-of-use asset reflects that the Group will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment.

The lease liability is initially measured at the present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable ;
- variable lease payment that are based on an index or a rate ;
- amounts expected to be payable by the lessee under residual value guarantees ;
- the exercise price of a purchase option if the lessee is reasonably certain to exercise that option; and
- payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option.

These payments are discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the incremental borrowing rate of the component entered into the lease agreement. Generally, Cenergy Holdings uses its incremental borrowing rate as the discount rate.

This is the rate that the lessee, i.e. each subsidiary of Cenergy Holdings, would have to pay on the commencement date of the lease for a loan of a similar term, and with similar security, to obtain an asset of similar value to the right-of-use asset in similar economic environment.

The lease liability is subsequently increased by the interest cost on the lease liability and decreased by lease payment made. It is remeasured if there is a modification that is not accounted for as a separate lease; when there is a change in future lease payments arising from a change in an index or rate; a change in the estimate of the amount expected to be payable under a residual value guarantee; and changes in the assessment of whether a purchase or extension option is reasonably certain to be exercised or a termination option is reasonably certain not to be exercised.

Cenergy Holdings elected not to separate non-lease components from lease components.

Lease liabilities and right-of-use assets are presented separately in the statement of financial position.

Cenergy Holdings has elected to present interest paid related to lease liabilities in the Consolidated Statement of Cash Flows, within the line "Interest charges & related expenses paid" in operating activities.

Short-term leases and leases of low-value assets

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise IT-equipment, small items of office furniture and other equipment.

Cenery Holdings companies lease administration offices and warehouses by the ultimate parent company Viohalco S.A. and other related companies. All contracts for administration offices and warehouses do not include any early termination penalty clauses and they are cancellable at any time. For this reason, all intercompany contracts for administration offices and warehouses are considered as short term and Cenergy Holdings recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

Rental income

Rental income is recognised as other income on a straight-line basis over the term of the lease. Lease incentives granted are recognised as an integral part of the total rental income, over the term of the lease.

5.15 Financial instruments

A. Recognition and initial measurement

Trade receivables are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when Cenergy Holdings becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component that is initially measured at the transaction price) is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition. A trade receivable without a significant financing component is initially measured at the transaction price.

B. Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at: amortised cost; FVOCI – debt investment; FVOCI – equity investment; or FVTPL.

Financial assets are not reclassified subsequent to their initial recognition, unless Cenergy Holdings changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, Cenergy Holdings may irrevocably elect to present subsequent changes in the investment's fair value in OCI. This election is made on an investment-by-investment basis.

All financial assets (except derivatives held for hedging purposes) not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. On initial recognition, Cenergy Holdings may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets – Business model assessment:

Cenergy Holdings makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Group's continuing recognition of the assets.

Financial assets – Assessment whether contractual cash flows are solely payments of principal and interest:

For the purposes of this assessment, "principal" is defined as the fair value of the financial asset on initial recognition. "Interest" is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin. In assessing whether the contractual cash flows are solely payments of principal and interest, Cenergy Holdings considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, Cenergy Holdings considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable-rate features;
- prepayment and extension features; and
- terms that limit the claim to cash flows from specified assets (e.g. non-recourse features).

Financial assets – Subsequent measurement and gains and losses:

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.
Financial assets at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.
Debt investments at FVOCI	These assets are subsequently measured at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.
Equity investments at FVOCI	These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are never reclassified to profit or loss.

Financial liabilities

Financial liabilities are classified as measured at amortised cost.

All financial liabilities (except derivatives held for hedging purposes) are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

C. Derecognition

Financial assets

Cenergy Holdings derecognises a financial asset when

- the contractual rights to the cash flows from the financial asset expire; or
- it transfers the rights to receive the contractual cash flows in a transaction:
    - in which substantially all of the risks and rewards of ownership of the financial asset are transferred; or
    - in which Cenergy Holdings neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

Cenergy Holdings enters into transactions whereby it transfers assets recognised in its statement of financial position, but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognised.

Financial liabilities

Cenergy Holdings derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. Cenergy Holdings also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

D. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the Consolidated Statement of Financial Position when, and only when, Cenergy Holdings currently has a legally enforceable right to setoff the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

E. Derivatives and hedge accounting

Cenergy Holdings has elected not to adopt the provisions of IFRS 9 regarding the hedge accounting and continues to apply IAS 39.

Cenergy Holdings holds derivative financial instruments designated as fair value or cash flow hedges. Derivatives are used to cover risks arising from changes in prices of metals, fluctuations of foreign exchange rates and changes in interest rates on borrowings.

Derivatives are initially measured at fair value; any directly attributable transaction costs are recognised in profit or loss as incurred. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are generally recognised in profit or loss, unless the instrument qualifies for cash flow hedge accounting.

Fair value hedge

Derivatives are designated as fair value hedges when the exposure to changes in the fair value of a recognized financial asset or liability is hedged.

Changes in the fair value of derivatives that are designated and qualify as fair value hedges are recognized in the Consolidated Statement of Profit or Loss, along with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk.

Cash flow hedge

The effective portion of changes in the fair value of derivatives designated as cash flow hedges is recognized in the "Hedging reserve". Any ineffective proportion is recognized immediately in profit or loss.

The amounts recognized in the "Hedging reserve" are reclassified to the Consolidated Statement of Profit or Loss when the hedged items affect profit or loss.

When a hedge item matures or is sold or when the hedge no longer meets the hedge accounting criteria, hedge accounting is discontinued prospectively, amounts recorded in "Hedging reserve" the profits and losses accrued to "Equity" remain as a reserve and are reclassified to profit or loss when the hedged asset affects profit or loss. In the case of a hedge on a forecast future transaction which is no longer expected to occur, amounts recorded in "Hedging reserve" are reclassified to profit and loss.

Cenergy Holdings' companies examine the effectiveness of the cash flow hedges at inception (prospectively) by comparing the critical terms of the hedging instrument with the critical terms of the hedged item, and then at every reporting date (retrospectively), the effectiveness of the cash flow hedges is examined by applying the dollar offset method on a cumulative basis.

5.16 Share capital

Shareholder's equity is composed of ordinary shares.

Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity. Income tax relating to transaction costs of an equity transaction is accounted in equity (see Note 5.7).

5.17 Provisions

Provisions are measured by discounting the expected future cash flows at a pre-tax rate. The discount rate used for the determination of present value reflects current market assessments of the time value of money and the risks specific to the obligation.

Provisions are recognised when:

i. There is a present legal or constructive obligation as a result of past events.
ii. Payment is probable to settle the obligation.
iii. The amount of the payment in question can be reliably estimated.

Provisions for pending court rulings are recognised when it is more likely than not, that a present obligation from this litigation exists, and payment is probable.

Assurance warranty provisions are recognised when the product is sold and according to historical experience (probability that sold products will need to be replaced). The initial estimate of warranty-related costs is revised annually.

Restructuring provisions are recognised only when Cenergy Holdings has a constructive obligation, which is when a detailed formal plan identifies the business or part of the business concerned, the location and number of employees affected, a detailed estimate of the associated costs, and an appropriate timeline, and the employees affected have been notified of the plan's main features or when the company has already started to implement the plan.

A provision for onerous contracts is measured at the present value of the lower of the expected cost of terminating a contract and the expected net cost of continuing with the contract. Before the provision is established, Cenergy Holdings recognises any impairment loss on the associated assets with the contract.

5.18 Earnings per share

Cenergy Holdings presents basic and diluted earnings per share. Basic earnings per share are calculated by dividing the net profit/ loss (-) attributable to holders of the Company's ordinary shares by the average weighted number of outstanding ordinary shares during each period.

Diluted earnings per share are determined by adjusting the profit or loss attributable to holders of ordinary shares and the average weighted number of outstanding ordinary shares by the effect of all diluted eventual ordinary shares consisting of convertible notes and shares with options granted to the staff.

5.19 Operating profit

Operating profit is the result generated from the continuing principal revenue-producing activities of Cenergy Holdings, as well as other income and expenses related to operating activities. Operating profit excludes net finance costs, share of profit of equity-accounted investees and income taxes.

5.20 Fair value measurement

"Fair value" is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal or, in its absence, the most advantageous market to which Cenergy Holdings has access at that date. The fair value of a liability reflects its non-performance risk.

A number of Cenergy Holdings' accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

When one is available, Cenergy Holdings measures the fair value of an instrument using the quoted price in an active market for that instrument. A market is regarded as "active" if transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

If there is no quoted price in an active market, then Cenergy Holdings uses valuation techniques that maximise the use of relevant observable inputs and minimise the use of unobservable inputs. The chosen valuation technique incorporates all of the factors that market participants would take into account in pricing a transaction.

If an asset or a liability measured at fair value has a bid price and an ask price, then Cenergy Holdings measures assets and long positions at a bid price and liabilities and short positions at an ask price.

The best evidence of the fair value of a financial instrument on initial recognition is normally the transaction price – i.e. the fair value of the consideration given or received. If Cenergy Holdings determines that the fair value on initial recognition differs from the transaction price and the fair value is evidenced neither by a quoted price in an active market for an identical asset or liability nor based on a valuation technique for which any unobservable inputs are judged to be insignificant in relation to the measurement, then the financial instrument is initially measured at fair value, adjusted to defer the difference between the fair value on initial recognition and the transaction price. Subsequently, that difference is recognised in profit or loss on an appropriate basis over the life of the instrument but no later than when the valuation is wholly supported by observable market data or the transaction is closed out.

5.21 New standards, amendments to standards and interpretations

A number of new or amended standards became applicable for the current financial year and subsequent years. The Group has applied all of the new standards, interpretations and amendments to existing standards that were mandatory for the first time in the fiscal year beginning 1 January 2021 and none of the new or amended standards and interpretations has had material impact on recognition and measurement in the Consolidated Financial Statements, except for the effect of the adoption of the IFRIC Agenda Decision 'Attributing Benefit to Periods of Service' as presented in note 5.22.

Standards and Interpretations effective for the current financial year

The following new standards and amendments to standards are mandatory for the first time for the financial year beginning 1 January 2021 and have been endorsed by the European Union.

IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16 (Amendments) 'Interest rate benchmark reform – Phase 2'

The amendments complement those issued in 2019 and focus on the effects on financial statements when a company replaces the old interest rate benchmark with an alternative benchmark rate as a result of the reform. More specifically, the amendments relate to how a company will account for changes in the contractual cash flows of financial instruments, how it will account for the change in its hedging relationships and the information it should disclose.

IFRS 16 (Amendment) 'Covid-19-Related Rent Concessions'

If certain conditions are met, the Amendment would permit lessees, as a practical expedient, not to assess whether particular covid-19-related rent concessions are lease modifications. Instead, lessees that apply the practical expedient would account for those rent concessions as if they were not lease modifications.

International Financial Reporting Interpretations Committee (IFRIC) Agenda Decision: IAS 19 "Employee Benefits" - Attributing Benefit to Periods of Service

An agenda decision was published in May 2021 by the IFRIC in relation to IAS 19 "employee benefits" and more specifically to how the applicable principles and requirements in IFRS Standards apply to attributing benefit to periods of service. Further details and the impact on the Cenergy Holdings Group's consolidated financial statements from the adoption of this decision is presented in note 5.22.

Standards and Interpretations effective for subsequent periods

The following new standards and amendments have been issued, but are not mandatory for the first time for the financial year beginning 1 January 2021 but have been endorsed by the European Union. The following amendments are not expected to have a material impact on Cenergy Holdings Consolidated Financial Statements in the current or future reporting periods.

IFRS 16 (Amendment) 'Covid-19-Related Rent Concessions' (effective for annual periods beginning on or after 1 April 2021)

The amendments extend, by one year, the May 2020 amendment that provides lessees with an exemption from assessing whether a COVID-19-related rent concession is a lease modification. In particular, the amendment permits a lessee to apply the practical expedient regarding COVID-19-related rent concessions to rent concessions for which any reduction in lease payments affects only payments originally due on or before 30 June 2022 (rather than only payments originally due on or before 30 June 2021).

Amendments to IFRS 3 Business Combinations; IAS 16 Property, Plant and Equipment; IAS 37 Provisions, Contingent Liabilities and Contingent Assets as well as Annual Improvements (effective for annual periods beginning on or after 1 January 2022)

The package of amendments includes narrow-scope amendments to three Standards as well as the Board's Annual Improvements, which are changes that clarify the wording or correct minor consequences, oversights or conflicts between requirements in the Standards.

- **Amendments to IFRS 3 Business Combinations** update a reference in IFRS 3 to the Conceptual Framework for Financial Reporting without changing the accounting requirements for business combinations.
- **Amendments to IAS 16 Property, Plant and Equipment** prohibit a company from deducting from the cost of property, plant and equipment amounts received from selling items produced while the company is preparing the asset for its intended use. Instead, a company will recognise such sales proceeds and related cost in profit or loss.
- **Amendments to IAS 37 Provisions, Contingent Liabilities and Contingent Assets** specify which costs a company includes when assessing whether a contract will be loss-making.
- **Annual Improvements 2018-2020** make minor amendments to IFRS 1 First-time Adoption of International Financial Reporting Standards, IFRS 9 Financial Instruments, IAS 41 Agriculture and the Illustrative Examples accompanying IFRS 16 Leases.

The following amendments have been issued, but are not mandatory for the first time for the financial year beginning 1 January 2021 and have not been endorsed by the European Union. The following amendments are not expected to have a material impact on Cenergy Holdings Consolidated Financial Statements in the current or future reporting periods.

Amendments to IAS 1 'Presentation of Financial Statements: Classification of Liabilities as current or non-current' (effective 01/01/2023), affect only the presentation of liabilities in the statement of financial position — not the amount or timing of recognition of any asset, liability income or expenses, or the information that entities disclose about those items. They:

- Clarify that the classification of liabilities as current or non-current should be based on rights that are in existence at the end of the reporting period and align the wording in all affected paragraphs to refer to the "right" to defer settlement by at least twelve months and make explicit that only rights in place "at the end of the reporting period" should affect the classification of a liability;
- Clarify that classification is unaffected by expectations about whether an entity will exercise its right to defer settlement of a liability; and make clear that settlement refers to the transfer to the counterparty of cash, equity instruments, other assets or services.

Amendments to IAS 1 Presentation of Financial Statements and IFRS Practice Statement 2: Disclosure of Accounting policies (effective 1 January 2023).

The amendments aim to improve accounting policy disclosures and to help users of the financial statements to distinguish between changes in accounting estimates and changes in accounting policies. The IAS 1 amendment requires companies to disclose their material accounting policy information rather than their significant accounting policies. Further, the amendment to IAS 1 clarifies that immaterial accounting policy information need not be disclosed. To support this amendment, the Board also amended IFRS Practice Statement 2, 'Making Materiality Judgements', to provide guidance on how to apply the concept of materiality to accounting policy disclosures. The amendments are effective for annual reporting periods beginning on or after 1 January 2023. Earlier application is permitted (subject to any local endorsement process).

Amendments to IAS 8 Accounting policies, Changes in Accounting Estimates and Errors: Definition of Accounting Estimates (effective 1 January 2023).

The amendment to IAS 8, 'Accounting Policies, Changes in Accounting Estimates and Errors', clarifies how companies should distinguish changes in accounting policies from changes in accounting estimates. The amendments are effective for annual reporting periods beginning on or after 1 January 2023. Earlier application is permitted (subject to any local endorsement process).

Amendments to IAS 12 Income Taxes: Deferred Tax related to Assets and Liabilities arising from a Single Transaction (effective 1 January 2023).

The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The main change in the amendments is an exemption from the initial recognition exemption of IAS 12.15(b) and IAS 12.24. Accordingly, the initial recognition exemption does not apply to transactions in which equal amounts of deductible and taxable temporary differences arise on initial recognition. The amendments are effective for annual reporting periods beginning on or after 1 January 2023. Early adoption is permitted.

Amendments to IFRS 17 Insurance contracts: Initial Application of IFRS 17 and IFRS 9 – Comparative Information (issued on 9 December 2021, effective 1 January 2023).

The amendment is a transition option relating to comparative information about financial assets presented on initial application of IFRS 17. The amendment is aimed at helping entities to avoid temporary accounting mismatches between financial assets and insurance contract liabilities, and therefore improve the usefulness of comparative information for users of financial statements.

5.22. Change in accounting policy

In May 2021 the IFRS Interpretations Committee (IFRIC) finalized an agenda decision that includes material explaining how the applicable principles and requirements in IFRS Standards apply on attributing benefits to periods of service on a specific fact pattern of a defined benefit plan, which has the terms described below:

a. employees are entitled to a lump sum benefit payment when they reach a specified retirement age, provided they are employed by the entity when they reach that retirement age; and
b. the amount of the retirement benefit to which an employee is entitled depends on the length of employee service before the retirement age and is capped at a specified number of consecutive years of service.

The indemnities' policy applied by Greek subsidiaries provides for a fact pattern that aligns with the one described in the IFRIC agenda decision. Therefore, to account for the Defined Benefit Obligation, Greek subsidiaries of Cenergy Holdings Group are now attributing benefits over the last 16 years before retirement of each employee.

Prior to the issuance of this agenda decision, the Greek subsidiaries applied IAS 19 by attributing the benefits defined in accordance with the applicable Greek legislation (Law 3198/1955, Law 2112/1920 and Law 4093/2012) during the period from the hiring until the expected retirement date of each employee.

Based on IAS 8, this change shall be treated as a change in accounting policy.

The following tables present the effect of implementing the final agenda decision regarding every affected specific item of the consolidated financial statements for the comparative periods.

i. Consolidated Statement of Financial Position

Effect on 2020 opening balances:

At 31 December 2019

Amounts in EUR thousand	As reported	IAS 19 Restatement	Restated figures
Equity - accounted investees	34,583	168	34,751
Deferred tax assets	2,164	(202)	1,962
Other Non-Current assets	460,065	-	460,065
Non-Current assets	**496,812**	**(33)**	**496,778**
Current assets	**550,814**	**-**	**550,814**
Total assets	**1,047,626**	**(33)**	**1,047,592**
Retained earnings	20,377	2,684	23,062
Other component of equity attributable to owners of the Company	211,191	-	211,191
Equity attributable to owners of the Company	**231,568**	**2,684**	**234,252**
Non-controlling interests	295	-	295
Total equity	**231,862**	**2,684**	**234,547**
Employee benefits	5,677	(3,311)	2,366
Deferred tax liabilities	22,985	593	23,578
Other Non-Current liabilities	205,438	-	205,438
Non-Current liabilities	**234,100**	**(2,718)**	**231,382**
Current liabilities	**581,663**	**-**	**581,663**
Total liabilities	**815,763**	**(2,718)**	**813,045**
Total equity and liabilities	**1,047,626**	**(33)**	**1,047,592**

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Effect on 2020 closing balances:

At 31 December 2020

Amounts in EUR thousand	As reported	IAS 19 Restatement	Restated figures
Equity - accounted investees	34,339	201	34,539
Deferred tax assets	2,908	(233)	2,675
Other Non-Current Assets	501,675	-	501,675
Non-Current assets	**538,921**	**(32)**	**538,889**
Current assets	**473,103**	**-**	**473,103**
Total assets	**1,012,024**	**(32)**	**1,011,992**
Retained earnings	44,556	3,125	47,681
Other component of equity attributable to owners of the Company	206,919	-	206,919
Equity attributable to owners of the Company	**251,475**	**3,125**	**254,600**
Non-controlling interests	287	-	287
Total equity	**251,762**	**3,125**	**254,887**
Employee benefits	6,406	(3,848)	2,558
Deferred tax liabilities	31,668	690	32,359
Other Non-Current liabilities	204,899	-	204,899
Non-Current liabilities	**242,973**	**(3,158)**	**239,816**
Current liabilities	**517,289**	**-**	**517,289**
Total liabilities	**760,262**	**(3,158)**	**757,105**
Total equity and liabilities	**1,012,024**	**(32)**	**1,011,992**

ii. Consolidated Statement of Profit or Loss and OCI

For the period ended 31 December 2020

Amounts in EUR thousand	As reported	IAS 19 Restatement	Restated figures
Revenue	908,417	-	908,417
Cost of sales	(804,924)	20	(804,904)
Gross profit	**103,493**	**20**	**103,513**
Other income	5,088	-	5,088
Selling and distribution expenses	(13,719)	-	(13,719)
Administrative expenses	(24,895)	-	(24,895)
Reversal of / (Impairment loss) on receivables and contract assets	55	-	55
Other expenses	(3,810)	165	(3,645)
Operating result	**66,211**	**185**	**66,395**
Net finance costs	(31,640)	-	(31,640)
Share of profit of equity-accounted investees, net of tax	838	10	849
Profit before tax	**35,410**	**195**	**35,604**
Income tax expense	(10,638)	(44)	(10,683)
Profit for the year	**24,771**	**151**	**24,922**
Remeasurements of defined benefit liability	(447)	353	(94)
Related tax	106	(85)	22
Share of other comprehensive income of associates accounted for using the equity method	(161)	22	(138)
Other comprehensive income / (expense) after tax	(4,371)	-	(4,371)
Total comprehensive income after tax	**19,899**	**441**	**20,340**

iii. Consolidated Statement of Cash Flows

For the period ended 31 December 2020

Amounts in EUR thousand	As reported	IAS 19 Restatement	Restated figures
Cash flows from operating activities			
Profit of the period	24,771	151	24,922
Adjustments for:			
- Income tax	10,638	44	10,683
- Share of profit of equity-accounted investees, net of tax	(838)	(10)	(849)
- Other	54,778	-	54,778
Changes in:			
- Employee benefits	283	(185)	99
Other	68,943	-	68,943
Net Cash inflows from operating activities	**158,575**	**-**	**158,575**
Net Cash flows used in investing activities	**(71,865)**	**-**	**(71,865)**
Net cash flows used in financing activities	**(95,454)**	**-**	**(95,454)**
Net (decrease)/ increase in cash and cash equivalents	**(8,744)**	**-**	**(8,744)**
Cash and cash equivalents at 1 January	90,408	-	90,408
Effect of movement in exchange rates on cash held	(630)	-	(630)
Cash and cash equivalents at 31 December	**81,035**	**-**	**81,035**

6. Operating segments

A. Basis for the division into segments

Cenergy Holdings is divided into 2 reportable segments:

- Cables;
- Steel Pipes.

For management purposes, Cenergy Holdings is split into two major strategic reportable segments which operate in different industries. These segments offer different products and services, and are managed separately because they require different technology and marketing strategies.

Such structural organization is determined by the nature of risks and returns associated with each business segment. It is based on the management structure, as well as the internal reporting system. It represents the basis on which Cenergy Holdings reports its segmental information.

The segment analysis presented in these Consolidated Financial Statements reflects operations analysed by business. This is the way the chief operating decision maker of Cenergy Holdings regularly reviews the operating results of the Group in order to allocate resources to segments and in assessing their performance.

A brief description of the segments is as follows:

- *Cables*: Hellenic Cables, its subsidiaries, and Icme Ecab S.A. are a cable producer, manufacturing power, telecommunication and submarine cables, as well as wires and compounds.
- *Steel pipes*: Corinth Pipeworks engages in the production of steel pipes for the transportation of natural gas, oil and water networks, as well as steel hollow sections which are used in construction projects.
- *Other activities*: The segment includes the activities of the Holding company.

B. Information about reportable segments and reconciliations to IFRS measures

The information disclosed in the tables below is derived directly from the internal financial reporting system used by the Board (i.e. chief operating decision maker) to monitor and evaluate the performance of the operating segments separately.

The following tables illustrate the information about the reportable segments' profit or loss, assets and liabilities at 31 December 2021 and 2020, and for the years then ended.

2021			Reportable segments		
Amounts in EUR thousand	**Note**	**Cables**	**Steel Pipes**	**Other activities**	**Total**
Segment revenue		1,354,164	242,941	-	**1,597,104**
Inter-segment revenue		(529,873)	(13,028)	-	**(542,901)**
External revenue	**7**	**824,291**	**229,913**	**-**	**1,054,203**
Gross profit		**92,521**	**16,152**	**-**	**108,673**
Operating profit / (loss)		**66,425**	**(6,881)**	**(1,901)**	**57,642**
Finance income		201	27	36	**264**
Finance costs		(21,740)	(7,505)	(4)	**(29,249)**
Share of profit of equity accounted investees, net of tax		-	419	1,436	**1,855**
Profit / (Loss) before tax		**44,886**	**(13,940)**	**(433)**	**30,513**
Income tax expense		(7,670)	(764)	-	**(8,434)**
Profit/(Loss) for the year		**37,216**	**(14,704)**	**(433)**	**22,079**
Depreciation and amortization		(16,849)	(8,850)	(6)	**(25,705)**
Segment assets		778,654	397,801	29,496	**1,205,950**
Non-current assets excl. deferred tax and financial instruments		323,632	204,121	22,023	**549,776**
Equity-accounted investees		-	14,429	22,002	**36,431**
Segment liabilities		661,337	266,445	627	**928,409**
Capital expenditure	17/19	34,988	9,549	-	**44,538**

2020			Reportable segments		
Amounts in EUR thousand	**Note**	**Cables**	**Steel Pipes**	**Other activities**	**Total**
Segment revenue		920,644	340,430	-	**1,261,074**
Inter-segment revenue		(320,786)	(31,871)	-	**(352,657)**
External revenue	**7**	**599,858**	**308,559**	**-**	**908,417**
Gross profit		**79,609**	**23,904**	**-**	**103,513**
Operating profit / (loss)		**56,281**	**11,982**	**(1,867)**	**66,395**
Finance income		206	150	-	**356**
Finance costs		(21,240)	(10,753)	(3)	**(31,996)**
Share of profit of equity accounted investees, net of tax		-	(38)	887	**849**
Profit / (Loss) before tax		**35,247**	**1,341**	**(983)**	**35,604**
Income tax expense		(8,886)	(1,797)	-	**(10,683)**
Profit/(Loss) for the year		**26,361**	**(456)**	**(983)**	**24,922**
Depreciation and amortization		(15,225)	(8,844)	(2)	**(24,071)**
Segment Assets		644,248	339,192	28,552	**1,011,992**
Non-current assets excl. deferred tax and financial instruments		306,157	202,535	20,994	**529,686**
Equity-accounted investees		-	13,573	20,966	**34,539**
Segment liabilities		564,384	192,202	518	**757,105**
Capital expenditure	17/19	49,381	15,486	-	**64,867**

C. Geographic information

Cenergy Holdings' segments are managed on a worldwide basis, but operate manufacturing facilities and sales offices primarily in Greece, Bulgaria and Romania.

The segmental information below is based on the segment revenue from external customers by country of domicile of customers and segment assets were based on the geographic location of the assets.

Amounts in EUR thousand	For the year ended 31 December	
Revenue	**2021**	**2020**
Belgium	12,846	4,781
Greece	353,658	313,327
Germany	149,328	91,868
Romania	43,819	33,382
United Kingdom	77,803	59,596
Other European Union countries	219,192	285,460
Other European countries	43,922	11,228
Asia	124,687	48,729
Americas	25,475	49,901
Africa	3,474	10,094
Oceania	-	51
Total	**1,054,203**	**908,417**

The geographic information below analyses the consolidated non-current assets by the Company's country of domicile and other countries. In presenting the geographic information, segment assets were based on the geographic location of the assets.

Amounts in EUR thousand	At 31 December	
Property, Plant & Equipment	**2021**	**2020**
Belgium	-	1
Greece	450,631	433,093
Other	25,827	24,844
Total	**476,458**	**457,937**

Amounts in EUR thousand	At 31 December	
Right of use assets	**2021**	**2020**
Belgium	21	27
Greece	2,078	2,493
Other	1,370	3,078
Total	**3,469**	**5,598**

Amounts in EUR thousand	At 31 December	
Intangible assets	**2021**	**2020**
Belgium	-	-
Greece	29,742	27,832
Other	1,512	1,490
Total	**31,254**	**29,323**

Amounts in EUR thousand	At 31 December	
Investment property	**2021**	**2020**
Belgium	-	-
Greece	764	764
Other	-	-
Total	**764**	**764**

Amounts in EUR thousand	At 31 December	
Additions in Property, Plant & Equipment, Intangible assets & Right of use assets	**2021**	**2020**
Belgium	-	29
Greece	42,510	62,265
Other	2,937	4,201
Total	**45,446**	**66,495**

7. Revenue

A. Significant accounting policy

Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. Cenergy Holdings recognises revenue when it transfers control over a product or service to a customer. For the detailed accounting policy, see Note 5.3

B. Nature of goods and services

Steel pipes projects

Corinth Pipeworks produces and sells customized products to customers mainly for onshore and offshore pipelines for oil and gas transportation and casing pipes. Under the terms of the contracts and due to the high degree of customization, these products have no alternative use, since they are produced according to customers' specifications, while there is an enforceable right to payment for performance completed to date if the contract is terminated by the customer or another party for reasons other than Cenergy Holdings' failure to perform as promised. Revenue from such projects is therefore recognised over time.

Hollow structural sections

These steel products are primarily used in the construction sector and they are used as structural components in metal constructions. For sales of such products, revenue is recognised at a point of time, when the control of the goods sold has been transferred.

Cables projects

Cenergy Holdings' subsidiaries in the cables segment produces and sells "turnkey" cable systems, i.e. supplies and installs complete cable systems. In addition, customized products are produced for grid connections, offshore/onshore wind farms and other energy projects. Under the terms of the contracts and due to the high degree of customization, these products have no alternative use, since they are produced according to customers' specifications, while there is an enforceable right to payment for performance completed to date if the contract is terminated by the customer or another party for reasons other than Cenergy Holdings' failure to perform as promised. Revenue from such projects is recognised over time. The typical length of a contract for turnkey projects exceeds 12 months. For turnkey projects, the Group accounts for individual products and services separately if they are distinct – i.e. if a product or service is separately identifiable from other items in the contracts and if a customer can benefit from it.

Power & telecom cables

The key products in this category are power cables and overhead conductors for electric power distribution networks for electric power operators, utilities, industrial applications, renewable energy applications, railway transportation networks and buildings. The category also includes telecommunication, data transmission cables, optical fibre cables and signalling cables. For sales of such products, revenue is recognised at a point of time, when the control of the goods sold has been transferred.

C. Disaggregation of revenue

In the following table revenue is disaggregated by primary geographical market, major products and service lines and timing of revenue recognition.

The table includes a reconciliation with the Group's reportable segments (see Note 6):

Primary geographical markets Segment	Steel Pipes		Cables		Total	
Amounts in EUR thousand	2021	2020	2021	2020	2021	2020
Greece	21,570	18,095	332,088	295,232	353,658	313,327
Other European Union countries	134,361	212,114	290,824	203,376	425,185	415,490
Other European countries	16,360	21,244	105,366	49,580	121,725	70,824
America	16,792	49,040	8,683	861	25,475	49,901
Rest of the world	40,830	8,065	87,330	50,809	128,160	58,874
	229,913	**308,559**	**824,291**	**599,858**	**1,054,203**	**908,417**

Major products and service lines Segment	Steel Pipes		Cables		Total	
Amounts in EUR thousand	2021	2020	2021	2020	2021	2020
Steel pipes projects	142,234	273,741	-	-	142,234	273,741
Hollow structural sections	61,477	23,071	-	-	61,477	23,071
Cables projects	-	-	273,579	242,198	273,579	242,198
Power & telecom cables	-	-	442,825	308,923	442,825	308,923
Other (wires, raw materials etc.)	26,202	11,746	107,886	48,738	134,088	60,484
	229,913	**308,559**	**824,291**	**599,858**	**1,054,203**	**908,417**

Timing of revenue recognition:

Segment	Steel Pipes		Cables		Total	
Amounts in EUR thousand	2021	2020	2021	2020	2021	2020
Products transferred at a point in time	87,679	34,818	550,712	357,661	638,391	392,478
Products transferred over time	142,234	273,741	273,579	242,198	415,813	515,939
	229,913	**308,559**	**824,291**	**599,858**	**1,054,203**	**908,417**

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Consolidated revenue for 2021 stands at EUR 1,054 million, a 16% y-o-y increase reflecting the growth in volumes sold in cables segment and the impact of higher metal prices, while lower demand in steel pipes segment restrained Group's revenue.

Revenue expected to be recognised in the future related to performance obligations that are unsatisfied (or partially unsatisfied) at the reporting date amounts to EUR 222.2 million. An amount of EUR 196.2 million is expected to be recognised during 2022, while the remaing EUR 26.0 million is expected to be recognised during the periods from 2023 and onwards based on the time schedules included in the open contracts as of 31 December 2021, which have original expected durations of more than one year and revenue recognition started during 2021 or prior periods.

D. Contract balances

The following table provides information about contracts assets and contracts liabilities from contracts with customers:

Amounts in EUR thousand	31 December 2021	31 December 2020
Contract assets	98,217	64,875
Contract liabilities	35,898	40,085
Out of which: Long term Contract liabilities	*9,889*	*9,889*

Significant changes in the contract assets and the contract liabilities balances during the period are as follows:

Amounts in EUR thousand	Contract assets		Contract liabilities	
	2021	2020	2021	2020
Opening balance	**64,875**	**118,573**	**40,085**	**51,071**
Revenue recognised that was included in the contract liability balance at the beginning of the period	-	-	(19,727)	(38,755)
Increases due to cash received, excluding amounts recognised as revenue during the period	-	-	15,542	27,808
Transfers from contract assets recognised at the beginning of the period to receivables	(57,268)	(109,532)	-	-
Increases as a result of changes in the measure of progress	90,784	55,895	-	-
Foreign exchange differences	-	(35)	(2)	(40)
Impairment loss	(175)	(48)	-	-
Impairment loss reversal	-	21	-	-
Closing balance	**98,217**	**64,875**	**35,898**	**40,085**

Contract assets increased by EUR 33.3 million compared to 31 December 2020. Such increase is attributed to both cables segment (EUR 12.7 million) due to the growth in project-related activities and steel pipes segment (EUR 20.0 million increase) due to the timing of invoicing of specific ongoing projects for which the production started in the fourth quarter of the year.

Contract liabilities primarily relate to the advance consideration received from customers for construction of customized products or energy projects for which revenue is recognized over time. Contract liabilities which are expected to be settled within more than one year are classified as non-current liabilities (EUR 9,889 thousand as of 31 December 2021).

E. Contract costs

Management expects that fees, commissions & other costs associated with obtaining contracts for energy projects are recoverable. Cenergy Holdings recorded costs incurred to obtain a contract of EUR 389 thousand as Contract costs at 31 December 2021 (31 December 2020: EUR 545 thousand).

In addition, costs to fulfill a contract are capitalised, if they are directly associated with the contract and are recoverable. Such contract costs may include materials used for tests necessary for the production, labor costs, insurance fees and other costs necessary to fulfil performance obligations under a contract once it is obtained, but before transferring the control of goods or rendering services to the customer. Costs incurred to fulfil a contract at 31 December 2021 was zero (31 December 2020: EUR 167 thousand).

Therefore, at 31 December 2021 Cenergy Holdings has recorded as contract costs an amount of EUR 389 thousand, out of which an amount of EUR 222 thousand is classified as non-current assets.

Contract costs of obtaining or fulfilling a contract are expensed to cost of sales when the related revenue is recognised. In 2021, there was no impairment loss in relation to contract costs.

F. Significant judgments in revenue recognition

In recognizing revenue the Group makes judgements regarding the timing of satisfaction of performance obligations, the identification of distinct performance obligations, as well as the transaction price and the amounts allocated to performance obligations. The most significant of these estimates are described below:

- Contracts including multiple performance obligations are mainly identified in cables segment for turnkey projects and for customized products in both segments, as described in Note 7.B and Note 5.3. In such cases the total transaction price is allocated to these performance obligations on the basis of the relative standalone selling prices of the promised goods or services. If these goods and services are not sold separately, a cost plus margin approach is used to estimate the standalone selling price.
- Revenue deriving from the production of customized products for energy projects is recognized overtime. In such projects, contracts signed by Cenergy Holdings' subsidiaries may prescribe the promises of both:
  - producing customized products based on customers' specifications; and
  - transporting them to the customer's site.

  In such cases, transportation is considered as a separate performance obligation, since both criteria prescribed in IFRS 15.27 are met, since the customer benefits from the offered transportation service and the promise to transport the goods to the customer is separately identifiable from the production of these customized products.

  Revenue for orders of standardized products (i.e. hollow structural sections, wires and non-customized power & telecom cables) is recognized at a specific point in time and transportation is not considered a separate performance obligation, since the second criterion of IFRS 15.27 is not met.
- Some contracts with customers involve a variable transaction cost as they include a volume or trade discount based on the total sales to the customer within a time period. In such case revenue is recognised based on the anticipated sales to the customer throughout the year, as these sales are realized and new orders are received and up to an extent it is highly probable that a significant reversal of cumulative revenue recognised will not be needed.

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8. Income and expenses

A. Other income

Amounts in EUR thousand	Note	For the year ended 31 December 2021	2020
Government grants / subsidies		477	18
Rental income		529	568
Income from fees, commissions & costs recharged		4,406	2,373
Indemnities and income from claims		168	17
Gain from disposal of property, plant & equipment		8	6
Amortization of grants	28	728	908
Income from valuation of options	23	-	936
Other		824	262
Other Income		**7,141**	**5,088**

The line "Government grants" includes an amount of EUR 459 thousand related to reliefs provided by local legislation as a result of measures taken due to the coronavirus pandemic.

B. Other expenses

Amounts in EUR thousand	Note	For the year ended 31 December 2021	2020
Loss from write-offs of Property, plant & equipment	17	(14)	(142)
Expenses recharged		(4,044)	(682)
Indemnities and claims		(32)	(116)
Other taxes		(203)	(214)
Other penalties		(319)	(11)
Provision for antidumping duties	29	(12,842)	-
Incremental coronavirus costs		(669)	(1,837)
Employee benefits	11	-	(128)
Other		(410)	(515)
Other expenses		**(18,534)**	**(3,645)**

During 2022, the US Department of Commerce (DoC) published its final results in the administrative proceedings conducted by the DoC for the period from April 19, 2019 through April 30, 2020 ("POR") in connection with an antidumping ("AD") order on large diameter welded pipe (LDWP) from Greece. As a result, the DoC determined for the POR an antidumping duty rate of 41.04 percent based on total adverse facts available (AFA) for mandatory respondent Corinth Pipeworks S.A., Cenergy Holdings' steel pipes segment. Corinth Pipeworks intends to file an appeal before the U.S. Court of International Trade against the decision of the DoC while continuing to actively work with the DoC in order to reverse the final determination. The one-off charge related to the abovemetnioned case amounts to EUR 12.8 million (USD 14 million plus interest) and is included as distinct item in 'Other expenses' line, as it relates to sales performed in previous years.

The line "Incremental coronavirus costs" presented in the table above includes all incremental costs incurred due to the coronavirus outbreak. Such costs are directly attributable to the coronavirus outbreak and are incremental to costs incurred prior to the outbreak and not expected to recur once the crisis has subsided and operations return to normal, while they are clearly separable from normal operations. "Incremental coronavirus costs" includes temporary premium payments to compensate employees for performing their normal duties at increased personal risk, charges for cleaning and disinfecting facilities more thoroughly and frequently, medical equipment, nursery staff and other expenses directly associated with the coronavirus outbreak. The net incremental coronavirus costs upon deduction of reliefs included in 'Other income' amounts to EUR 211 thousand for 2021.

C. Expenses by nature

Amounts in EUR thousand	Note	For the year ended 31 December 2021	2020
Cost of inventories recognized as an expense		(721,661)	(539,401)
Employee benefits	12	(73,647)	(70,609)
Energy		(16,477)	(11,605)
Depreciation and amortisation	17, 18, 19	(26,433)	(24,979)
Amortization of contract costs		(156)	(342)
Taxes - duties		(1,603)	(1,679)
Insurance premiums		(9,349)	(13,790)
Rental fees		(2,464)	(2,356)
Transportation		(27,618)	(31,981)
Promotion & advertising		(596)	(433)
Third party fees and benefits		(64,723)	(120,995)
Loss from derivatives		(18,433)	(5,660)
Maintenance expenses		(9,089)	(9,499)
Travel expenses		(3,890)	(2,393)
Commissions		(4,397)	(3,269)
Foreign exchange gains/(losses)		(796)	(1,192)
Other expenses		(3,782)	(3,335)
Total cost of sales, selling & distribution expenses and administrative expenses		**(985,115)**	**(843,519)**

The decrease in "Third party fees and benefits" is attributed mainly to less project-related serivces offered during 2021 compared to prior year by subcontractors. The decrease is attributed to both segments as in 2020 steel pipes segment used subcontractors for coating services in the context of energy projects, while the installation services in the context of turnkey contracts executed by subsidiaries in the cables segment during 2021 were limited compared to 2020. Specifically, during 2020 the installation for the submarine interconnection of Cyclades (second phase), the submarine interconnection of Skiathos island with Evia, Greece, the Crete – Peloponese interconnection and several other onshore projects were undertaken by subcontractors in Cables segment. During 2021, installation services provided in the context of cables projects assigned to subcontractors were more limited in the onshore cables business, while only one major offshore installation took place, i.e. the final installation phase for the interconnection of the Crete – Peloponese interconnection.

The fluctuation in transportation costs relate to the geographical mix of sales and volume of deliveries in steel pipes segment that took place in 2021 compared to 2020. As mentioned in note 7.F, when certain criteria are met, transportation is considered as a separate performance obligation and the relevant costs are recognized when such performance obligations are fulfilled.

Cenergy Holdings significantly invests in research and development in order to continuously bring value-added products and services to the market and improve production processes, as well as to promote materials recycling and the proper use of natural resources. The aggregate amount of research and development expenditure recognised as an expense for 2021 amounts to EUR 4.0 million (2020: EUR 3.8 million).

9. Net finance costs

Amounts in EUR thousand	For the year ended 31 December 2021	2020
Finance income		
Interest income	21	31
Dividends	36	-
Foreign exchange gains	207	325
	264	**356**
Finance costs		
Interest expense and related costs	(28,106)	(31,333)
Foreign exchange losses	(1,143)	(662)
	(29,249)	**(31,996)**
Net finance costs	**(28,985)**	**(31,640)**

Interest expenses and related costs were lower by 10% compared to 2020 as a result of lower interest rates agreed with financial institutions for new financing facilities and lower average debt levels compared to prior year.

10. Earnings per share

Considering that there are neither share options, nor convertible bonds, basic and diluted earnings per share are identical and have been based on the following profit attributable to ordinary shareholders and weighted-average numbers of ordinary shares outstanding

A. Profit attributable to ordinary shareholders

Amounts in EUR thousand	For the year ended 31 December 2021	2020
Profit attributable to the owners of the Company	22,077	24,923

B. Weighted-average number of ordinary shares outstanding

The number of ordinary shares in issue for 2021 and 2020 was 190,162,681 shares. No shares were issued during 2021.

C. Earnings per share

The basic and diluted earnings per share are as follows:

In EUR per share	For the year ended 31 December 2021	2020
Basic and diluted	0.11610	0.13106

11. Employee benefits

Amounts in EUR thousand	Note	At 31 December 2021	2020*
Net defined benefit liability		2,922	2,558
Liability for social security contributions	27	2,366	2,561
Total employee benefit liabilities		**5,288**	**5,119**
Non-current		2,922	2,558
Current		2,366	2,561

** The comparative information is restated due to retroactive application of the IFRIC Agenda Decision 'Attributing Benefit to Periods of Service'. See note 5.22, for details regarding restatement of prior years' figures.*

For details on the related employee benefit expenses, see Note 12.

A. Post-employment plans

The following post-employment plans exist:

Defined contribution plan

All the employees of the Company's subsidiaries are insured for their main pension by the respective social insurance organizations as required by the local legislation. Once the contributions have been paid, the Company's subsidiaries have no further payment obligations. The regular contributions constitute net periodic costs for the year in which they are due, and as such are included in employee benefit expenses.

Defined benefit plan

The employees of the Company's subsidiaries in Greece and Bulgaria, are entitled to receive a lump sum when they retire. This lump sum is determined in accordance with the years of service and the salary at the retirement date. This obligation meets the definition of defined benefit plans and charges the accumulated benefits through profit or loss in each period with a corresponding increase of the retirement liability. Benefits paid to pensioners during each period are charged against this liability. These plans are unfunded.

Effect of change in accounting policy

The IFRS Interpretations Committee (IFRIC) issued in May 2021 the final Decision on the agenda entitled "Attributing Benefits to Periods of Service in accordance with International Accounting Standard (IAS) 19", which includes guidance on how to distribute benefits in periods of service on a specific program of defined benefits.

Based on the above Decision, the way in which the basic principles of IAS 19 were generally applied in Greece in the past changed and consequently entities preparing financial statements in accordance with IFRS are required to amend their accounting policies accordingly.

For further details, see note 5.22. Comparative information included in the tables below have been restated to reflect the change in accounting policy.

B. Movement in net defined benefit liability

The following table shows the reconciliation from the opening balance to the closing balance for net defined benefit liability and its components.

	For the year ended 31 December	
Amounts in EUR thousand	2021	2020*
Balance at 1 January	**2,558**	**5,677**
Change in accounting policy	-	(3,311)
Restated balance at 1 January	**2,558**	**2,366**
Included in profit or loss		
Current service cost	341	301
Past service cost	52	14
Settlement/curtailment/termination loss	1,730	834
Interest cost	7	17
	2,130	**1,166**
Included in OCI		
Remeasurement loss/(gain)		
Actuarial loss/(gain) arising from:		
- Demographic assumptions	18	-
- Financial assumptions	238	80
- Experience adjustments	23	14
	279	**94**
Other movements		
Benefits paid	(2,045)	(1,068)
Balance at 31 December	**2,922**	**2,558**

** The comparative information is restated due to retroactive application of the IFRIC Agenda Decision 'Attributing Benefit to Periods of Service'. See note 5.22, for details regarding restatement of prior years' figures.*

During the financial year 2021, Cenergy Holdings' companies provided EUR 2,045 thousand in benefit payments to employees who left the Group during the year. An additional cost that arose due to these payments (Settlement/Curtailment/Termination loss of EUR 1,730 thousand) was recognized. More specifically, in the cases of dismissal, voluntary withdrawals with benefit payment and retirement, the additional cost is the difference between the benefit paid and the amount recorded in the defined benefit liability for the respective employees.

The increase in benefits paid and in Settlement/curtailment/termination loss is attributed to the cost optimization initiatives initiated in steel pipes segment during the fourth quarter of 2020 and concluded during the first quarter of 2021.

C. Defined benefit obligation

a) Actuarial assumptions

The following were the weighted average principal actuarial assumptions at the reporting date:

	2021	2020
Discount rate	0.21%	0.30%
Inflation	2.10%	1.25%
Future salary growth	2.95%	1.86%
Plan duration (expressed in years)	6.26	7.65

Assumptions regarding future mortality have been based on published statistics and mortality tables.

b) Expected maturity analysis

The analysis of Group's expected undiscounted benefits cash flows in the future years out of the defined benefit plan liability is as follows:

Amounts in EUR thousand	2021	2020
Up to 1 year	360	293
Between 1 and 2 years	155	111
Between 2 and 5 years	626	512
Over 5 years	1,823	1,702
Total	**2,964**	**2,618**

c) Sensitivity analysis

The sensitivity analysis for each significant actuarial assumption, which was reasonably possible, at the end of the reporting period and shows how the defined benefit obligation would have been affected by the following changes:

Amounts in EUR thousand	Increase	Decrease
Discount rate (0.5% movement)	(90)	95
Future salary growth (0.5% movement)	88	(85)

If zero withdrawal rates were used when determining the defined benefit liability as of 31 December 2021, the liability would have been increased by EUR 103 thousand.

The above sensitivity analysis is based on a change in one assumption while all other assumptions remain constant. In practice, this is unlikely to occur as changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the employee benefit liability recognized on the statement of financial position. The methods and the formula of the assumptions used for the defined analysis have not changed compared to the previous year.

12. Employee benefit expenses

	For the year ended 31 December	
Amounts in EUR thousand	**2021**	**2020**
Employee remuneration & expenses	58,095	56,589
Social security expenses	9,967	11,057
Defined benefit plan	2,130	1,166
Other	5,538	3,977
Total	**75,730**	**72,789**

Employee benefits were allocated as follows:

Amounts in EUR thousand	For the year ended 31 December 2021	2020
Cost of goods sold	55,017	53,065
Distribution expenses	9,011	7,874
Administrative expenses	9,619	9,670
Other expenses	-	128
Incremental coronavirus costs	-	154
Capitalised in assets under construction	2,083	1,899
Total	**75,730**	**72,789**

The number of employees, as well as their profile and gender, employed by the Group is presented in the following tables:

	2021	2020
Number of employees	2,285	2,238

	18 - 30	30-50	51+	Total
Male	298	1,202	518	**2,018**
Female	52	154	61	**267**
Total	**350**	**1,356**	**579**	**2,285**

	Office employees & professionals	Workers	Management	Total
Number of employees	641	1,526	118	**2,285**

13. Income tax

A. Amounts recognised in profit or loss

Amounts in EUR thousand	For the year ended 31 December 2021	2020
Current tax expense	**(2,998)**	**(2,494)**
Origination and reversal of temporary differences	(3,879)	(7,004)
Change in tax rate or composition of new tax	2,790	-
Recognition of previously unrecognised tax losses, tax credit or temporary differences of a prior period	158	42
Derecognition of previously recognised tax losses	(4,505)	(1,226)
Deferred tax expense	**(5,436)**	**(8,188)**
Income Tax	**(8,434)**	**(10,683)**

B. Reconciliation of effective tax rate

Amounts in EUR thousand	For the year ended 31 December 2021	2020
Profit before tax	**30,513**	**35,604**
Tax using the domestic tax rate in Greece (2021: 22%, 2020: 24%)	(6,713)	(8,545)
Non-deductible expenses for tax purposes	(1,390)	(1,026)
Tax-exempt income	941	738
Recognition of previously unrecognised tax losses, tax credit or temporary differences of a prior period	158	42
Effect of tax rates in foreign jurisdictions	77	134
Current-year losses for which no deferred tax asset is recognised	(501)	(377)
Tax-exempt reserves recognition	660	-
Incremental R&D tax incentives	640	297
Change in tax rate or composition of new tax	2,790	-
Derecognition of previously recognised tax losses	(4,505)	(1,226)
Adjustment for prior year income tax	(590)	(720)
Income tax expense reported in the statement of profit or loss	**(8,434)**	**(10,683)**
Effective tax rate	**(27.6%)**	**(30.0%)**

According to the Greek law 4799/2021, enacted in May 2021, the corporate income tax rate for legal entities in Greece for the fiscal year 2021 and onwards is set at 22% (2020: 24%). The corporate income tax rate of legal entities in Romania is set at 16% and in USA is set at 21%.

The effective income tax rate of the Group was influenced by the recalculation of deferred taxation due to the change in tax rate in Greece and the fact that certain loss-making subsidiaries did not recognize deferred tax on current year's tax losses, while the current assessment regarding the recoverability of available tax losses to offset future taxable income in steel pipes segment led to the derecognition of deferred tax asset on previously recognised tax losses.

Based on applicable Greek tax legislation, research and development (R&D) expenditure, including the tax depreciation costs of equipment and instruments used in R&D activities, may be deducted from gross income of a company with increased deduction rates. Specifically, R&D expenditure in Greece may be deducted from gross income when incurred at a rate of 200% from 1 September 2020 and onwards instead of 130%, rate applicable for expenditure incurred up to 31 August 2020. The subsidiaries of Cenergy Holdings in Greece make use of the above tax provisions and the related tax benefit is presented in the line "Incremental R&D tax incentives" of the table above.

C. Movement in deferred tax balances

The movement in deferred tax assets and liabilities during the year is as follows:

2021					Change in tax rate			Balance at 31 December		
Amounts in EUR thousand	Net balance at 1 January	Recognised in profit or loss	Recognised in OCI	Foreign exchange differences	Effect recognised in profit or loss	Effect recognised in OCI	Change in accounting policy	Net	Deferred tax assets	Deferred tax liabilities
Property, plant & equipment	(33,391)	(3,792)	-	2	2,954	-	-	**(34,227)**	4	(34,230)
Right of use assets	4	1	-	-	(1)	-	-	**4**	9	(5)
Intangible assets	(1,934)	(162)	-	-	174	-	-	**(1,922)**	229	(2,150)
Investment property	71	-	-	-	-	-	-	**71**	71	-
Inventories	73	12	-	-	(6)	-	-	**79**	79	-
Contracts with customers	(11,423)	(2,523)	-	-	881	-	-	**(13,064)**	-	(13,064)
Derivatives	466	48	12	-	5	(70)	-	**462**	462	-
Loans and borrowings	(1,968)	505	-	-	152	-	-	**(1,311)**	-	(1,311)
Employee benefits	610	64	(148)	-	(49)	191	-	**668**	668	-
Provisions	313	2,777	-	(4)	(30)	-	-	**3,056**	3,056	-
Other items	(375)	(262)	-	(12)	13	-	-	**(637)**	298	(935)
Carry forward tax loss	5,265	(4,599)	-	2	(263)	-	-	**405**	405	-
Thin-cap interest	12,603	(295)	-	(2)	(1,040)	-	-	**11,266**	11,266	-
Tax assets / (liabilities) before set-off	**(29,684)**	**(8,225)**	**(135)**	**(14)**	**2,790**	**121**	**-**	**(35,148)**	**16,547**	**(51,695)**
Set-off tax									*(13,314)*	*13,314*
Net tax assets / (liabilities)	**(29,684)**	**(8,225)**	**(135)**	**(14)**	**2,790**	**121**	**-**	**(35,148)**	**3,233**	**(38,382)**

The movement in deferred tax assets and liabilities during the prior year is as follows:

2020					Change in tax rate			Balance at 31 December		
Amounts in EUR thousand	Net balance at 1 January	Recognised in profit or loss	Recognised in OCI	Foreign exchange differences	Effect recognised in profit or loss	Effect recognised in OCI	Change in accounting policy	Net	Deferred tax assets	Deferred tax liabilities
Property, plant & equipment	(30,268)	(3,127)	-	4	-	-	-	**(33,391)**	2	(33,392)
Right of use assets	(6)	10	-	-	-	-	-	**4**	9	(5)
Intangible assets	(1,799)	(134)	-	-	-	-	-	**(1,934)**	410	(2,343)
Investment property	71	-	-	-	-	-	-	**71**	71	-
Inventories	96	(23)	-	-	-	-	-	**73**	73	-
Contracts with customers	(6,271)	(5,152)	-	-	-	-	-	**(11,423)**	-	(11,423)
Derivatives	352	(98)	212	-	-	-	-	**466**	534	(68)
Loans and borrowings	(2,448)	480	-	-	-	-	-	**(1,968)**	-	(1,968)
Employee benefits	1,359	24	22	-	-	-	(795)	**610**	610	-
Provisions	632	(320)	-	-	-	-	-	**313**	313	-
Other items	(720)	460	-	(115)	-	-	-	**(375)**	307	(682)
Carry forward tax loss	7,689	(2,424)	-	-	-	-	-	**5,265**	5,265	-
Thin-cap interest	10,493	2,114	-	(4)	-	-	-	**12,603**	12,603	-
Tax assets / (liabilities) before set-off	**(20,821)**	**(8,188)**	**234**	**(114)**	**-**	**-**	**(795)**	**(29,684)**	**20,198**	**(49,882)**
Set-off tax									*(17,523)*	*17,523*
Net tax assets / (liabilities)	**(20,821)**	**(8,188)**	**234**	**(114)**	**-**	**-**	**(795)**	**(29,684)**	**2,675**	**(32,359)**

On 31 December 2021, the accumulated tax losses carried forward available for future use amounted to EUR 38.4 million. Cenergy Holdings' companies have recognised a deferred tax asset on tax losses of EUR 1.8 million because management considered it probable that future taxable profits would be available against which such tax losses can be used during the next five years. Deferred tax assets on tax losses relate mainly to steel pipes segment.

Based on management's estimates regarding the future taxable profits and the utilization period of tax losses according to applicable tax legislation deferred tax assets have not been recognised in respect of tax losses carried forward for an amount of EUR 36.6 million with expiration date during the period 2022 to 2026. Such tax losses for which deferred tax assets have not been recognised mainly concern steel pipes segment and the parent company. The recent history of tax losses in steel pipes segment led management to the derecognition of previously recognized tax assets on tax losses.

According to the provisions of articles 49 and 72 of the Greek Law 4172/2013 concerning thin capitalization, net interest expense is deductible from current year's tax profits, if it is equal or less than 30% of EBITDA and any excess can be settled with future tax profits without time limitations. Similar thin capitalization rules apply to the tax deductibility of interest in Romania. Specifically, net interest cost higher than the deductible limit of EUR 200 thousand is deductible only up to 10% of EBITDA. The excess net interest costs are non-deductible in the relevant tax period, but may be carried forward to an unlimited number of tax years. During 2021, deferred tax asset recognised due to thin capitalization rules decreased by EUR 0.3 million, as part of the available deductible interest was used during the year.

14. Inventories

	At 31 December	
Amounts in EUR thousand	**2021**	**2020**
Finished goods and merchandise	78,227	52,443
Semi-finished goods	53,366	33,732
Raw and auxiliary materials	137,875	113,612
Consumables	2,823	2,517
Packaging materials	2,622	1,947
Spare parts	9,112	8,940
Total	**284,025**	**213,192**

In 2021, the amount of inventories recognised as expense during the period and included in "Cost of sales" was EUR 721.7 million (2020: EUR 539.4 million). This increase is mainly attributed to the increased raw materials prices noticed throughout 2021 and especially during the last quarter of the year, which led to significant higher value of inventory held at year's end.

Inventories have been reduced by EUR 333 thousand in 2021 because of the write-down to net realizable value (2020: EUR 732 thousand).

There are no inventories pledged as security for borrowings received by Cenergy Holdings' companies.

15. Trade and other receivables

Amounts in EUR thousand	Note	At 31 December 2021	2020
Current assets			
Trade receivables		96,262	75,941
Less: Impairment losses	30.C.1	(25,534)	(23,824)
		70,728	**52,118**
Other down payments		624	725
Cheques and notes receivables		390	50
Receivables from related entities	36	31,445	28,942
VAT & other tax receivables		14,476	12,064
Other receivables		4,716	6,580
Other debtors		10,158	12,960
Less: Impairment losses	30.C.1	(497)	(567)
		61,312	**60,754**
Total		**132,040**	**112,872**
Non-current assets			
Non-current receivables from related parties		208	208
Other non-current receivables		968	1,094
Total		**1,177**	**1,303**

A. Transfer of trade receivables

The carrying amount of receivables includes amounts that are subject to factoring arrangements. Cenergy Holdings and its subsidiaries, enter into factoring agreements with recourse to sell trade receivables for cash proceeds. These trade receivables are not being derecognised from the Consolidated Statement of Financial Position, because substantially all the risk and rewards are retained within the Group - primarily credit risk. The amount received on transfer by the factor is recognised as a secured bank loan.

The following information shows the carrying amount of trade receivables at the year-end that have been transferred but have not been derecognised and the associated liabilities.

Amounts in EUR thousand	At 31 December 2021	2020
Carrying amount of trade receivables transferred	8,812	2,495
Carrying amount of associated liabilities	7,931	2,245

The fair value of the trade receivables transferred approximate the carrying amount.

As of 31 December 2021 and 2020, Cenergy Holdings had not used the total amount of credit line available by the factoring companies.

B. Credit and market risks and impairment losses on trade receivables

During 2010, the subsidiary Corinth Pipeworks SA initiated in Greece and Dubai legal actions against a former customer in the Middle-East regarding the recovery of an overdue receivable of USD 24.8 million (EUR 22.0 million at 31 December 2021), plus legal interest.

Following a series of court proceedings, the Dubai Court of Cassation issued its final judgment, during 2017, and ruled to reject any counterclaim of the former customer and to confirm the amount due to Corinth Pipeworks.

In order to recover this long overdue balance, Corinth Pipeworks has initiated the enforcement procedures against the assets of the former customer that are located within any of the countries, where the Court of Cassation judgment issued against the former customer is enforceable (i.e. UAE and various other countries in the Middle East). There were no other substantial developments during 2021.

Corinth Pipeworks had recorded in the past an impairment loss for the whole outstanding amount, i.e. USD 24.8 million. However, the subsidiary will continue any and all actions required to collect the full amount of that receivable.

Information about Cenergy Holdings' exposure to credit and market risks and impairment losses for trade and other receivables is included in Note 29.C.1.

16. Cash and cash equivalents

	At 31 December	
Amounts in EUR thousand	2021	2020
Cash in hand and cash in bank	6	98
Short-term bank deposits	129,600	80,937
Total	**129,606**	**81,035**

Short term deposits have duration of less than 90 days and are available for use.

17. Property, plant and equipment

A. Reconciliation of carrying amount

Amounts in EUR thousand	Land, plants & other buildings	Machinery	Furniture and other equipment	Assets under construction	Total
Cost					
Balance at 1 January 2020	171,954	517,396	21,594	28,659	**739,603**
Effect of movement in exchange rates	(383)	(845)	(68)	(26)	**(1,323)**
Additions	1,402	3,491	3,628	52,663	**61,184**
Disposals	(16)	(46)	(356)	(121)	**(538)**
Write-offs	(48)	-	(1)	(94)	**(142)**
Other reclassifications	4,313	19,716	767	(29,528)	**(4,732)**
Balance at 31 December 2020	**177,222**	**539,713**	**25,564**	**51,553**	**794,052**
Balance at 1 January 2021	177,222	539,713	25,564	51,553	**794,052**
Effect of movement in exchange rates	(321)	(757)	(47)	(22)	**(1,147)**
Additions	596	7,475	2,298	30,762	**41,130**
Disposals	(625)	(352)	(187)	(18)	**(1,183)**
Write-offs	-	(340)	(31)	-	**(371)**
Other reclassifications	15,463	35,296	587	(51,444)	**(99)**
Balance at 31 December 2021	**192,335**	**581,034**	**28,184**	**30,831**	**832,383**

Amounts in EUR thousand	Land, plants & other buildings	Machinery	Furniture and other equipment	Assets under construction	Total
Accumulated depreciation and impairment losses					
Balance at 1 January 2020	(66,124)	(235,193)	(16,220)	-	**(317,538)**
Effect of movement in exchange rates	262	544	50	-	**856**
Depreciation	(3,019)	(15,142)	(1,565)	-	**(19,726)**
Disposals	58	18	343	-	**418**
Write-offs	-	-	1	-	**1**
Other reclassifications	3	(5)	(124)	-	**(126)**
Balance at 31 December 2020	**(68,821)**	**(249,778)**	**(17,516)**	**-**	**(336,115)**
Balance at 1 January 2021	(68,821)	(249,778)	(17,516)	-	**(336,115)**
Effect of movement in exchange rates	224	487	37	-	**748**
Depreciation	(3,238)	(16,077)	(1,808)	-	**(21,122)**
Disposals	622	298	185	-	**1,105**
Write-offs	-	340	16	-	**356**
Other reclassifications	-	(872)	(25)	-	**(898)**
Balance at 31 December 2021	**(71,213)**	**(265,602)**	**(19,111)**	**-**	**(355,925)**
Carrying amounts					
At 1 January 2020	**105,830**	**282,204**	**5,374**	**28,659**	**422,066**
At 31 December 2020	**108,401**	**289,935**	**8,048**	**51,553**	**457,937**
At 31 December 2021	**121,122**	**315,432**	**9,073**	**30,831**	**476,458**

The net amount in other reclassifications concerns intangible assets under construction reclassified during the year to intangible assets and reclassifications from Right of Use assets.

B. Security

Property, plant & equipment with a carrying amount of EUR 49 million are mortgaged as security for borrowings received by Cenergy Holdings (see Note 26).

C. Property, plant and equipment under construction

The most important items in property, plant and equipment under construction as of 31 December 2021 concern mainly ongoing investments in the Corinth plant of cables segment and certain productivity and capacity improvement investments in Thisvi's plant of steel pipes segment. The majority of such capital expenditure projects are expected to be completed during 2022.

The amount of EUR 51.4 million reclassified from assets under construction in 2021 mostly relates to the conclusion of the expansion of inter-array cables capacity in cables segment's Corinth plant.

Borrowing costs of EUR 522 thousand related to the acquisition of new machinery were capitalised, calculated using a capitalisation rate of 4.21%.

18. Leases

A. Amounts recognised in the Consolidated Statement of Financial Position

The Consolidated Statement of Financial Position shows the following amounts relating to leases:

		At 31 December	
Amounts in EUR thousand		2021	2020
Right-of-use assets			
Buildings		408	442
Machinery		598	2,229
Transportation means		2,347	2,927
Other equipment		116	-
Total		**3,469**	**5,598**
Lease liabilities			
Current lease liabilities	26	1,216	1,752
Non-current lease liabilities	26	2,080	3,681
Total		**3,296**	**5,433**

B. Reconciliation of carrying amount of Right-of-use assets

Amounts in EUR thousand	2021	2020
Balance at 1 January	5,598	5,881
Effect of movement in exchange rates	6	(95)
Additions	909	1,628
Terminations	(176)	(497)
Modifications	-	(20)
Depreciation	(1,490)	(1,453)
Other reclassifications	(1,377)	155
Balance at 31 December	**3,469**	**5,598**

C. Amounts recognised in the Consolidated Statement of Profit or Loss

The Consolidated Statement of Profit or Loss shows the following amounts relating to leases:

Amounts in EUR thousand	2021	2020
Depreciation charge of right-of-use assets		
Buildings	68	51
Machinery	252	159
Transportation means	1,107	1,243
Other equipment	63	-
Total	**1,490**	**1,453**
Interest expense (included in finance cost)	207	212
Variable rental fees	123	105
Low value rental fees	190	137
Short term rental fees	1,680	1,718

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19. Intangible assets

A. Reconciliation of carrying amount

Amounts in EUR thousand	Development costs	Trademarks and licenses	Software	Other	Total
Cost					
Balance at 1 January 2020	1,552	25,418	13,010	304	**40,284**
Effect of movement in exchange rates	-	-	(92)	-	**(92)**
Additions	23	1,118	2,542	-	**3,683**
Other reclassifications	-	3,653	1,053	(2)	**4,704**
Balance at 31 December 2020	**1,575**	**30,189**	**16,512**	**303**	**48,578**
Balance at 1 January 2021	1,575	30,189	16,512	303	**48,578**
Effect of movement in exchange rates	-	-	(83)	-	**(83)**
Additions	-	1,446	1,962	-	**3,408**
Other reclassifications	(1,200)	1,610	1,697	-	**2,107**
Balance at 31 December 2021	**374**	**33,245**	**20,087**	**303**	**54,010**

Amounts in EUR thousand	Development costs	Trademarks and licenses	Software	Other	Total
Accumulated amortisation and impairment losses					
Balance at 1 January 2020	(663)	(5,922)	(8,713)	(213)	**(15,511)**
Effect of movement in exchange rates	-	-	56	-	**56**
Amortisation	(239)	(1,692)	(1,857)	(13)	**(3,801)**
Other reclassifications	-	(2)	-	2	**-**
Balance at 31 December 2020	**(902)**	**(7,616)**	**(10,514)**	**(224)**	**(19,256)**
Balance at 1 January 2021	(902)	(7,616)	(10,514)	(224)	**(19,256)**
Effect of movement in exchange rates	-	-	55	-	**55**
Amortisation	(80)	(1,962)	(1,766)	(13)	**(3,821)**
Other reclassifications	608	-	(341)	-	**267**
Balance at 31 December 2021	**(374)**	**(9,578)**	**(12,566)**	**(237)**	**(22,755)**
Carrying amounts					
At 1 January 2020	**888**	**19,497**	**4,296**	**92**	**24,773**
At 31 December 2020	**673**	**22,574**	**5,997**	**79**	**29,323**
At 31 December 2021	**-**	**23,667**	**7,521**	**66**	**31,254**

The additions for the current period mainly concerned externally purchased know-how regarding production methods and associated software programmes. The useful lives for the know-how and associated software programmes is set to 10 years. Furthermore, several development projects leading to licenses have been concluded.

B. Amortisation

The amortization of trademarks & licenses with finite useful lives, software programs and other intangible assets is allocated to the cost of inventory and is included in “cost of sales” as inventory is sold, as trademarks & licenses and software programs are mainly used directly for the production of products and they are considered as production overheads. The amortization of intangible assets not used for production is allocated to administrative expenses.

C. Intangible assets with indefinite useful lives

All intangible assets have finite useful life, except for the following assets, included in trademarks and licenses:

a. Trade Name "Fulgor" (carrying amount of EUR 1.4 million at 31 December 2021)

It relates to the sector of medium voltage submarine cables and terrestrial high voltage cables that Fulgor was operating prior to its acquisition by Hellenic Cables in 2011 and which has revealed significant economic benefits. Based on the analysis of relevant factors (e.g. knowledge, no longstanding engagement with a wide range of clientele, future development of the sector), the useful life of the brand was considered indefinite.

b. License of Port use in Soussaki, Corinth (carrying amount of EUR 8.3 million at 31 December 2021)

Fulgor holds a license for permanent and exclusive use of a port located in the premises of the factory in Soussaki, Corinth. The port is necessary for the production of submarine cables of medium and high voltage. Since the acquisition of the subsidiary, significant investments for the upgrade and expansion of production capacity in producing high-voltage submarine cables took place. Since 2014, the production started as planned. The useful life of the asset is considered indefinite, since the use of these port facilities is for an indefinite period of time, in the context of the significant development of the sector.

D. Impairment test

As these intangible assets do not generate independent cash inflows, it was considered appropriate to carry out the impairment test on the basis of the Cash Generating Unit (CGU) of Fulgor submarine cables production plant, which incorporates these assets. In order to evaluate the value in use, cash flow projections based on estimates by management covering a five-year period (2022 – 2026) were used. These estimates take into consideration the contracts already signed, as well as contracts estimated to be awarded in Greece and abroad.

The submarine cables CGU operates in a project-based business. Therefore, assumptions related to revenue and profitability growth are based on the contracts already signed, as well as those estimated to be undertaken in the forthcoming period. The main assumptions regarding the operations of submarine cables CGU and the projects to be executed within the five-year period are:

- Progressively high capacity utilization of Corinth plant owned by Fulgor, as in 2020 & 2021, based on contracts already awarded & expected awards based on tendering activity. Given the continued growth, the existing backlog, the growth of renewables business around the world, which is a significant driver in the attractive outlook for the offshore power generation market, the continuously high level of activity is expected to be retained throughout the period 2022-2026.
- Capital expenditure of approx. EUR 102 million in the following 5 years, in order to cover estimated production and capacity needs. Capital expenditure reflects investments for both maintenance purposes and expectations of organic growth. For the terminal period, the investments are set equal to depreciation.
- Compound annual growth rate of revenue from offshore business for the five-year period at ca. 3.8% attributable to assignment of new projects mainly in Greece, North Europe and the USA.
- Profitability per offshore project in terms of EBITDA at ca. 15%-25% of revenue. Estimated profitability per project varies mainly due to different type of cable and technical specifications, geographic region and project's timeframe.
- Compound annual growth rate of fixed operating expenses at ca. 2.1% for the five-year period.

Cash flows after the first five years were calculated using an estimated long term growth rate of 1.55%, which mainly reflects management's estimates for the world economy as well as long-term growth prospects of the offshore cable sector. The pre-tax rate used to discount these cash flows was 7.71%, based on the following assumptions:

- Risk free rate was determined to zero.
- The country risk for operating in Greece was determined to 0.81%.
- The market risk premium was determined to 4.87%, i.e. stable compared to prior year's impairment test.

Despite the fact that the commodity prices for copper and aluminium are part of the assumptions for the impairment test performed, due to the hedging activities undertaken and the customized nature of the products sold by Fulgor, the value of the business unit is not significantly affected by fluctuations in commodity prices. Neutral result from metal price fluctuations is assumed in the context of the impairment test.

The results of this test indicated that the recoverable amount as of 31 December 2021 exceeds the carrying amount of the CGU amounting to EUR 219 million by EUR 524 million.

A sensitivity analysis was carried out on the key assumptions of the model (discount rates and growth in perpetuity), to examine the adequacy of the headroom. The result of the sensitivity analysis indicated that the recoverable amount still exceeds the carrying value of the CGU. Assumptions may change as follows so as the recoverable amount equals the carrying amount:

	Assumptions used	Change in rates (percentage points change)
Discount rate	*7.71%*	*+12.0 ppc*
Terminal growth	*1.55%*	*-61.8 ppc*

20. Investment property

A. Reconciliation of carrying amount

Amounts in EUR thousand	2021	2020
Balance at 1 January	764	764
Impairment	-	-
Balance at 31 December	**764**	**764**
Gross carrying amount	1,348	1,348
Accumulated depreciation and impairment losses	(584)	(584)
Carrying amount at 31 December	**764**	**764**

Investment property at 31 December 2021 consists of several land properties in Greece. None of these is currently leased. These properties are not currently used by Cenergy Holdings and are held either for capital appreciation or to be leased in the foreseeable future.

B. Measurement of fair value – Impairment loss and subsequent reversal

Based on management's assessment, during the current period, there were no indications for impairment or reversal of impairment for any property. The fair value of investment property amounts to EUR 804 thousand on 31 December 2021 in line with 2020, while the accumulated impairment loss amounts to EUR 584 thousand. The inputs used for fair value measurement of investment property have been categorised Level 2, based on the inputs to the valuation techniques used.

C. Restrictions - Contractual obligations

There are neither restrictions nor contractual obligations.

21. Equity-accounted investees

A. Reconciliation of carrying amount

Amounts in EUR thousand	2021	2020
Balance at 1 January	**34,539**	**34,583**
Change in accounting policy	-	168
Restated balance at 1 January	**34,539**	**34,751**
Share in profit after taxes	1,855	849
Share in other comprehensive income	(94)	(138)
Additions	-	3,285
Dividends received	(656)	(915)
Foreign exchange differences	786	(3,292)
Balance at 31 December	**36,431**	**34,539**

During January 2020, the subsidiary CPW America acquired an interest of 20% of Bellville Tube Company based in Texas, USA in exchange of USD 3.3 million. Bellville Tube Company manufactures steel tubular products for the local market. Due to changes incurred during the prior period in the shareholding structure of the associate the interest held at 31 December 2021 and 2020 was 19.4%.

No additions or disposals of share in equity-accounted investees took place during 2021.

B. Financial information per associate

The following tables present financial information per associate. The disclosed financial information reflects amounts in the financial statements of the relevant associates.

2021 Company Amounts in EUR thousand	Principal place of business	Revenue	Profit / (Loss) from continuing operations	Total comprehensive income	Ownership interest
STEELMET S.A.	Greece	39,478	825	713	29.56%
DIA.VIPE.THIV. S.A.	Greece	2,447	127	131	26.19%
AO TMK-CPW	Russia	70,009	1,910	1,910	49.00%
INTERNATIONAL TRADE S.A.	Belgium	1,438,330	5,816	5,516	20.50%
BELLVILLE TUBE COMPANY	USA	20,238	(2,837)	(2,837)	19.40%

Company Amounts in EUR thousand	Segment	Current assets	Non-current assets	Current liabilities	Non-current liabilities
STEELMET S.A.	Other activities	7,847	3,561	7,937	1,710
DIA.VIPE.THIV. S.A.	Steel Pipes	1,968	12,070	193	8,191
AO TMK-CPW	Steel Pipes	64,836	5,004	46,926	23
INTERNATIONAL TRADE S.A.	Other activities	187,131	7,681	145,803	6,461
BELLVILLE TUBE COMPANY	Steel Pipes	422	13,744	3,988	3,418

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Company Amounts in EUR thousand	Principal place of business	Revenue	Profit / (Loss) from continuing operations	Total comprehensive income	Ownership interest
STEELMET S.A.	Greece	32,052	786	755	29.56%
DIA.VIPE.THIV. S.A.	Greece	2,487	109	109	26.19%
AO TMK-CPW	Russia	41,141	1,775	1,775	49.00%
INTERNATIONAL TRADE S.A.	Belgium	990,559	3,192	2,562	20.50%
BELLVILLE TUBE COMPANY	USA	14,548	(4,826)	(4,826)	19.40%

Company Amounts in EUR thousand	Segment	Current assets	Non-current assets	Current liabilities	Non-current liabilities
STEELMET S.A.	Other activities	6,786	3,049	6,515	1,652
DIA.VIPE.THIV. S.A.	Steel Pipes	1,882	12,235	352	8,241
AO TMK-CPW	Steel Pipes	25,397	4,734	9,794	-
INTERNATIONAL TRADE S.A.	Other activities	141,997	8,559	105,841	7,082
BELLVILLE TUBE COMPANY	Steel Pipes	1,975	14,200	3,773	3,428

The following table analyses the interest in AO TMK-CPW and other significant associates:

Amounts in EUR thousand	At 31 December 2021	2020
Net assets of AO TMK-CPW at 1 January (100%)	20,336	26,011
Total comprehensive income of AO TMK-CPW (100%)	1,910	1,775
Foreign exchange differences (100%)	1,493	(6,120)
Dividends (100%)	(849)	(1,330)
Net assets of AO TMK-CPW at 31 December (100%)	**22,891**	**20,336**
Carrying amount of interest in AO TMK-CPW at 31 December (49%)	**11,216**	**9,965**
Carrying amount of interest in International Trade	21,481	20,473
Carrying amount of interest in Bellville Tube Company	1,732	2,162
Carrying amount of interest in other individually immaterial associates	2,002	1,940
Total	**36,431**	**34,539**

There are no restrictions on the ability of joint ventures or associates to transfer funds to the Company in the form of cash dividends, or to repay loans or advances made by the Company.

There are no unrecognised share of losses of an associate, both for the reporting period and cumulatively.

22. Other investments

Amounts in EUR thousand	2021	2020
Balance at 1 January	5,657	5,015
Additions	-	26
Change in fair value	156	640
Disposals	-	(24)
Balance at 31 December	**5,812**	**5,657**

Other investments are equity investments at FVOCI and concern unlisted shares (equity instruments) of Greek entities.

23. Derivatives

The following table sets out the carrying amount of derivatives:

Amounts in EUR thousand	At 31 December 2021	2020
Non-Current assets		
Options	944	871
Total	**944**	**871**
Current assets		
Forward foreign exchange contracts	536	584
Total	**536**	**584**
Current liabilities		
Forward foreign exchange contracts	1,397	143
Future contracts	1,199	2,433
Total	**2,596**	**2,576**

Hedge accounting

Cenergy Holdings' companies hold derivative financial instruments for cash flow and fair value hedges.

The abovementioned derivative financial instruments cover risks from:

- Changes in the prices of metals;
- Fluctuations of foreign exchange rates.

The maturity and the nominal value of derivatives held by Cenergy Holdings' companies match the maturity and nominal value of the underlying assets / liabilities (hedged items).

Derivatives held by Cenergy Holdings' companies concern mainly:

- Future contracts to hedge the risk from the change of the price of metals listed in LME (London Metal Exchange) and used in production of Cenergy Holdings' companies in the cables segment (i.e. mainly copper and aluminium). Such hedges are designated as cash flow hedges.
- Foreign exchange forwards to hedge the risk from the change in exchange rate of US Dollar and British Pound (i.e. currencies to which Cenergy Holdings' companies are mainly exposed). Such hedges are either designated as fair value or cash flow hedges depending on the item hedged. Foreign exchange forwards, when used for hedging foreign exchange risk on outstanding receivables and suppliers denominated in foreign currency these instruments, are designated under fair value hedging. Foreign exchange forwards, when used for hedging foreign exchange risk on the forecasted sales of goods or purchase of materials, are designated as cash flow hedges.

Derivatives are recognised when Cenergy Holdings' companies enter into the transaction in order either to hedge the fair value of receivables, liabilities or commitments (fair value hedges) or highly probable transactions (cash flow hedges).

Fair value hedges

Derivatives are designated as fair value hedges when the exposure to changes in the fair value of a recognized financial asset or liability is hedged. Changes in the fair value of derivatives that are designated and qualified as fair value hedges are recorded in the Consolidated Statement of Profit or Loss, along with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk.

Cash flow hedges

The effective portion of change in fair value of derivatives designated as a cash flow hedge is recognised in other comprehensive income (OCI), under "Hedging Reserve". The gain or loss on the non-effective proportion is recorded to the profit or loss.

The amounts recorded in "Hedging Reserve" are reclassified to the Consolidated Statement of Profit or Loss of the period when the event hedged occurs, i.e. at the date when the forecasted transaction which constitutes the object of the hedge took place or the hedged item affects profit and loss (for example, in case of a forward sale of aluminium, the reserve is recognised in Consolidated Statement of Profit or Loss after the net cash settlement of future contract and at the date the aluminium sold).

When a hedge item is sold or when the hedging proportion no longer meets the hedge accounting criteria, hedge accounting is discontinued prospectively, the amounts recorded in "Hedging reserve" remain as a reserve and are reclassified to the Consolidated Statement of Profit or Loss when the hedged asset affects profits or losses. In the case of a hedge on a forecast future transaction, which is no longer expected to be realized, the amounts recorded in "Hedging reserve" are reclassified to the consolidated statement of profit or loss.

The change in fair value recognized in equity under cash flow hedging as of 31 December 2020 will be recycled to the consolidated statement of profit or loss during 2021, as all the hedged events will occur (the forecasted transactions will take place or the hedged items will affect profit or loss) in 2021.

Cenergy Holdings' companies examine the effectiveness of the cash flow hedge at inception (prospectively) by comparing the critical terms of the hedging instrument with the critical terms of the hedged item, and then at every reporting date (retrospectively) the effectiveness of the cash flow hedge by applying the dollar offset method on a cumulative basis is examined.

Cenergy Holdings' companies' results from the hedging activities recorded in the statement of profit or loss are presented for metal future contracts and foreign exchange contracts in "Revenue" and "Cost of sales". The amounts recognized in the consolidated statement of profit or loss are the following:

	For the year ended 31 December	
Amounts in EUR thousand	**2021**	**2020**
Gain / (loss) on future contracts	(14,166)	(3,308)
Gain / (loss) on foreign exchange forward contracts	(189)	424
Total	**(14,355)**	**(2,884)**

Profit or loss related to derivatives used for cash flow hedging and recognized in other comprehensive income (Hedging reserve) at 31 December 2021 will be recognized in profit or loss during the next financial year.

Options related to the associate Bellville Tube Company

Based on the purchase agreement of Bellville Tube Company's shares signed in 2020, the shareholders of Bellville Tube Company granted CPW America with a call option to purchase the remaining outstanding capital stock of Bellville Tube Company. The calculation of the purchase price prescribed in the call option is based on a predetermined formula. The exercise period for the call option starts in 2022 and expires in 2025. Upon the exercise of the call option CPW America will own 100% of outstanding capital stock of Bellville Tube Company.

In addition, the purchase agreement prescribes that if CPW America does not exercise the call option described above, CPW America shall have the option ("put option"), but not the obligation, during the period 2022-2025 to require Bellville Tube Company to redeem all, but not less than all, of the shares of Bellville Tube Company then held by CPW America. The aggregate purchase price for the redeemed shares if the put option is exercised will be USD 3.3 million, i.e. equal to the amount initially disbursed.

The options described above were recognized on the statement of financial position. Based on the inputs used to determine the fair value of the put and the call options, such options are categorized as Level 3. The options are valuated in USD and based on year end exchange rates, the valuation of such options was EUR 944 thousand. The valuation of the call & put options was based on a widely acceptable pricing model methodology considering the complexity of the option plan.

The basic inputs that have been used in the valuation model are the following:

- Fair value of the share held in the associate, which in turn is dependent on expected turnover, EBITDA margins and future working capital needs of the associate.
- Applicable discount rate.
- Probability of default of the counterparty.

Regarding the fair values of the call and put options, reasonably possible changes at the reporting date to one of the significant unobservable inputs stated below, keeping other inputs constant, would have the following effect:

- If the discount rate was higher by 1%, then the fair value of the options would be lower by EUR 6 thousand or 0.6%.
- If the fair value of the shares held was higher by 10%, then the fair value of the options would be lower by EUR 146 thousand or 15.3%.
- If probability of default of the counterparty was higher by 10%, then the fair value of the options would be lower by EUR 255 thousand or 26.6%.

24. Capital and reserves

A. Share capital and share premium

The outstanding share capital and number of shares of the Company are as follows:

- Total outstanding share capital: EUR 117,892,172.38; and
- Total number of shares: 190,162,681.

The shares of the Company have no nominal value. Holders of shares are entitled to one vote per share at the shareholders meetings of the Company.

Share premium of the Company amounts to EUR 58,600 thousand.

B. Nature and purpose of reserves

(a) Statutory reserve

Pursuant to the Belgian tax legislation, the companies are obliged, from their fiscal year profits, to form 5% as a legal reserve until it reaches 10% of their paid share capital. The distribution of the legal reserve is prohibited.

Pursuant to Greek company law, the companies are obliged to allocate each year at least 5% of its annual net profits to its statutory reserve, until this reserve equals at least 1/3 of the company's share capital. The distribution of the statutory reserve is prohibited but it can be used to offset losses.

(b) Hedging reserve

The hedging reserve includes the effective portion of the cumulative net change in the fair value of hedging instruments used in cash flow hedges pending subsequent recognition in profit or loss as the hedged cash flows affect profit or loss.

(c) FVOCI reserve

This category relates to reserves formed by the application of the provisions of IFRS 9 regarding the treatment of other investments classified as FVOCI.

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(d) Special reserves

This category relates to reserves formed by the application of the provisions of certain developmental laws, which were granting tax benefits to companies that invested their retained earnings rather than distribute them to the shareholders. More specifically, the aforementioned reserves either have exhausted their income tax liability or have been permanently exempted from income tax, after the lapse of a specified period beginning from the completion of the investments they concern.

(e) Tax exempt reserves

This category relates to reserves formed by the application of the provisions of certain tax laws and are exempt from income tax, provided that they are not distributed to the shareholders. In case these reserves are distributed, they will be taxed using the tax rate applying at such time.

(f) Translation reserve

The translation reserve comprises all foreign currency differences arising from the translation of the financial statements of foreign operations.

C. Reconciliation of reserves

Amounts in EUR thousand	Statutory reserve	Hedging reserve	FVOCI reserve	Special reserves	Tax exempt reserves	Translation reserve	Total
Balance at 1 January 2020	**7,619**	**(949)**	**-**	**9,263**	**36,318**	**(17,552)**	**34,699**
Other comprehensive income, net of tax	-	(681)	640	-	-	(4,324)	**(4,364)**
Transfer of reserves	93	-	-	-	-	-	**93**
Balance at 31 December 2020	**7,712**	**(1,630)**	**640**	**9,263**	**36,318**	**(21,876)**	**30,427**
Balance as at 1 January 2021	**7,712**	**(1,630)**	**640**	**9,263**	**36,318**	**(21,876)**	**30,427**
Other comprehensive income, net of tax	-	107	156	-	-	643	**906**
Transfer of reserves	1,107	-	-	-	660	-	**1,767**
Acquisition of non-controlling interests	17	3	-	-	38	(100)	**(41)**
Balance at 31 December 2021	**8,836**	**(1,519)**	**796**	**9,263**	**37,016**	**(21,333)**	**33,059**

25. Capital management

Cenergy Holdings' policy consists in maintaining a strong capital structure to keep the confidence of investors, creditors and the market and enable the future development of its activities. The Board of Directors closely monitors the return on capital and the level of dividends distributed to holders of ordinary shares.

The Board of Directors tries to maintain an equilibrium between higher returns that would be feasible through higher borrowing levels and the advantages and security offered by a strong and robust capital structure. In this context, the Board of Directors monitors the Return on Capital Employed (ROCE) index defined as EBIT (result of the period (earnings after tax) before income taxes & net finance costs) divided by total Capital Employed, (i.e. equity and debt). The Board of Directors seeks opportunities and examines feasibility to leverage Cenergy Holdings with relatively high ROCE (in any case higher than the cost of debt) and deleverage companies that go through a relatively low ROCE performance period.

Amounts in EUR thousand	2021	2020*
Profit for the period	22,079	24,922
Income tax	8,434	10,683
Net finance costs	28,985	31,640
EBIT	**59,498**	**67,244**
Equity	277,541	254,887
Long term debt (incl. Lease liabilities)	177,020	178,306
Short term debt (incl. Lease liabilities)	216,915	233,344
Capital employed	**671,477**	**666,537**
ROCE	**8.9%**	**10.1%**

** The comparative information is restated due to retroactive application of the IFRIC Agenda Decision 'Attributing Benefit to Periods of Service'. See note 5.22, for details regarding restatement of prior years' figures.*

26. Debt

A. Overview

	At 31 December	
Amounts in EUR thousand	2021	2020
Non-current liabilities		
Secured bank loans	5,791	6,833
Unsecured bank loans	5,219	11,084
Secured bond issues	35,698	81,835
Unsecured bond issues	128,233	74,874
Loans and borrowings - Long term	**174,941**	**174,625**
Lease liabilities - Long term	**2,080**	**3,681**
Total long term debt	**177,020**	**178,306**
Current liabilities		
Secured bank loans	5,470	6,909
Factoring with recourse	7,931	2,245
Unsecured bank loans	170,796	180,692
Current portion of secured bond issues	4,385	13,798
Current portion of unsecured bond issues	18,326	19,354
Current portion of secured bank loans	3,058	2,543
Current portion of unsecured bank loans	5,733	6,050
Loans and borrowings - Short term	**215,699**	**231,592**
Lease liabilities - Short term	**1,216**	**1,752**
Total Short term debt	**216,915**	**233,344**
Total Debt	**393,935**	**411,650**

Information about Cenergy Holdings' exposure to interest rate, foreign currency and liquidity risk is included in Note 30.

The maturities of non-current loans are as follows:

Amounts in EUR thousand	2021	2020
Between 1 and 2 years	78,110	42,338
Between 2 and 5 years	71,193	111,759
Over 5 years	27,717	24,209
Total	**177,020**	**178,306**

The effective weighted average interest rates of the main categories of loans and borrowings at the reporting date are as follows:

	31 December 2021		31 December 2020	
Amounts in EUR thousand	Carrying amount	Interest rate	Carrying amount	Interest rate
Bank lending (non-current) - EUR	11,010	2.8%	17,681	2.6%
Bank lending (non-current) - USD	-	-	37	1.0%
Bank lending (current) - EUR	190,375	3.4%	195,441	3.5%
Bank lending (current) - GBP	1	3.0%	1,437	3.0%
Bank lending (current) - USD	-	-	198	1.0%
Bank lending (current) - RON	2,613	3.8%	1,562	4.0%
Bond issues - EUR	186,641	3.8%	189,860	4.3%

During 2021, Cenergy Holdings' subsidiaries obtained new bank loans amounting to EUR 89.3 million and paid back loans of EUR 108.1 million maturing within the year. New loans are mainly drawdowns from existing revolving credit facilities and new ones with similar terms and conditions, project financing facilities as well as six new long-term loans, described below. Loans and borrowings had an average effective interest rate of 3.6% (2020: 3.8%).

During 2021, the Group obtained the following long-term loans:

- Cables segment issued three bond loans of total value EUR 50 million. Specifically:

- Hellenic Cables entered an agreement with a major Greek bank for a 'green' bond loan of EUR 20 million in compliance with ESG financial principles with an initial 2-year term from the date of signing.
- Fulgor also entered an agreement with a major Greek bank for a 'green' bond loan of EUR 20 million in compliance with ESG financial principles with an initial 2-year term from the date of signing. Both bond loans will support working capital needs for the design, production, installation and operation of submarine and land cable systems in projects related to energy transmission from renewable energy sources and the electrical interconnection of islands.
- Fulgor entered an agreement with a Greek bank for a long-term bond loan of EUR 10 million for 6 years from the date of signing.

- Steel Pipes segment issued three bond loans of total value EUR 21.6 million. Specifically:

- Corinth Pipeworks entered an agreement with a major Greek bank for a long-term bond loan of EUR 10 million for 2 years from the date of signing.
- Corinth Pipeworks entered an agreement with a Greek bank for a long-term bond loan of EUR 7 million for 5 years from the date of signing.
- Corinth Pipeworks entered an agreement with a major Greek bank for a long-term bond loan of EUR 4.6 million for 5 years from the date of signing.

All the above long term bond loans are fully drawn.

During Q4 2021, Hellenic Cables and Corinth Pipeworks repaid the syndicated bond loans initially received in 2013 and reprofiled during 2018. The total amounts repaid, including the scheduled repayments of December 2021, were EUR 36.6 million and 14.0 million, respectively. For these bond loans, mortgages on property, plant and equipment and pledges on inventories were recorded in favor of the bank syndications. The subsidiaries have undertaken all appropriate actions to lift such mortgages and pledges; however, this process has not yet been completed.

Short-term facilities are predominately revolving credit facilities, funding working capital needs, and project financing facilities for specific ongoing and new projects.

As of 31 December 2021, Cenergy Holdings' consolidated current liabilities exceeded consolidated current assets by EUR 38.2 million (31 December 2020: EUR 44.2 million). Even so, Cenergy Holdings' subsidiaries have never in the past experienced any issues in financing their activities, renewing their working capital lines or refinancing long-term loans and borrowings. Management expects that any mandatory repayment of banking facilities will be met with operating cash flows or from currently unutilized and committed credit lines. Regarding the funding of project-based activities, Cenergy Holdings' subsidiaries have secured the necessary funds through project finance facilities.

Mortgages in favor of banks have been recorded on property, plant and equipment of subsidiaries. The carrying amount of assets mortgaged is EUR 49 million.

In the bank loan agreements of Cenergy Holdings' companies there are clauses of change of control that provide the lenders with an early redemption rights.

There was no incident in 2021 of breach of covenants of the loans of Cenergy Holdings' companies.

B. Reconciliation of movements of liabilities to cash flows arising from financing activities

Amounts in EUR thousand	2021 Loans & borrowings	2021 Lease liabilities	2021 Total	2020 Loans & borrowings	2020 Lease liabilities	2020 Total
Balance at 1 January	**406,217**	**5,433**	**411,650**	**498,556**	**5,758**	**504,314**
Changes from financing cash flows:						
Proceeds from new borrowings	89,315	-	**89,315**	38,030	-	**38,030**
Repayment of borrowings	(108,104)	-	**(108,104)**	(132,217)	-	**(132,217)**
Principal elements of lease payments	-	(1,747)	**(1,747)**	-	(1,267)	**(1,267)**
Total changes from financing cash flows	**(18,789)**	**(1,747)**	**(20,536)**	**(94,187)**	**(1,267)**	**(95,454)**
Other changes:						
New leases	-	909	**909**	-	1,628	**1,628**
Effect of changes in foreign exchange rates	(75)	6	**(70)**	(133)	(92)	**(225)**
Capitalised borrowing costs	522	-	**522**	505	-	**505**
Interest expense	16,379	207	**16,585**	20,079	212	**20,291**
Interest paid	(14,288)	(207)	**(14,495)**	(18,603)	(212)	**(18,815)**
Terminations	-	(173)	**(173)**	-	(573)	**(573)**
Modifications	-	-	**-**	-	(20)	**(20)**
Other movement	(459)	-	**(459)**	-	-	-
Reclassifications	1,132	(1,132)	**-**	-	(20)	**(20)**
	3,212	**(391)**	**2,821**	**1,848**	**943**	**2,790**
Balance at 31 December	**390,640**	**3,296**	**393,935**	**406,217**	**5,433**	**411,650**

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27. Trade and other payables

Amounts in EUR thousand	Note	At 31 December 2021	2020
Suppliers		169,388	114,881
Notes payable		214,722	93,230
Social security contributions	11	2,366	2,561
Amounts due to related parties	36	12,525	9,026
Sundry creditors		2,932	5,195
Accrued expenses		17,990	20,644
Other taxes		2,699	3,771
Total		**422,622**	**249,309**
Current balance of trade and other payables		422,622	249,092
Non-current balance of trade and other payables		-	217
Balance at 31 December		**422,622**	**249,309**

The increase in trade and other payables is mainly attributed to the improved credit terms agreed with the supply chain partners of the Group related mainly to the purchase of primary raw materials.

The caption 'notes payables' in the table above concerns structured payable arrangements related to purchases of primary raw materials, such as copper, steel etc. whose payment periods can be longer than usual for such supplies.

28. Grants

Amounts in EUR thousand	Note	2021	2020
Balance at 1 January		**16,487**	**14,006**
New grants received during the year		42	317
New grants for which receipt is pending		-	3,073
Amortisation of grants	8.A	(728)	(908)
Effect of movement in exchange rates		3	(1)
Balance at 31 December		**15,804**	**16,487**

Government grants have been received mainly for investments in property, plant and equipment.

All conditions attached to the grants received by Cenergy Holdings were met as of 31 December 2021.

29. Provisions

Amounts in EUR thousand	Note	2021	2020
Balance at 1 January		**-**	**-**
Charge for the year	8.B	12,842	-
Effect of movement in exchange rates		568	-
Balance at 31 December		**13,410**	**-**

30. Financial instruments

A. Accounting classifications and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities, including the levels in the fair value hierarchy.

31/12/2021

Amounts in EUR thousand	Carrying amount	Level 1	Level 2	Level 3	Total
Equity investments at FVOCI	5,812	-	-	5,812	**5,812**
Derivative financial assets	1,480	-	536	944	**1,480**
	7,293	**-**	**536**	**6,756**	**7,293**
Derivative financial liabilities	(2,596)	(1,199)	(1,397)	-	**(2,596)**
	4,697	**(1,199)**	**(861)**	**6,756**	**4,697**

31/12/2020

Amounts in EUR thousand	Carrying amount	Level 1	Level 2	Level 3	Total
Equity investments at FVOCI	5,657	-	-	5,657	**5,657**
Derivative financial assets	1,455	-	584	871	**1,455**
	7,112	**-**	**584**	**6,528**	**7,112**
Derivative financial liabilities	(2,576)	(2,433)	(143)	-	**(2,576)**
	4,536	**(2,433)**	**441**	**6,528**	**4,536**

The various levels are as follows:

- Level 1: Quoted prices (unadjusted) in an active market for identical assets and liabilities.
- Level 2: Inputs that are observable either directly or indirectly.
- Level 3: Unobservable inputs for assets and liabilities.

The fair value of the following financial assets and liabilities measured at amortised cost approximate their carrying amount:

- Trade and other receivables;
- Cash and cash equivalents;
- Trade and other payables;
- Loans and borrowings.

Specifically, the carrying amount of loans and borrowings is considered as a good approximation of their fair value as:

- 90% of consolidated loans and borrowings concern floating-rate debt, which are a very good approximation of current market rates;
- As for fixed-rate instruments (EUR 40.6 million as of 31 Dec 2021), the fair value test based on current market rates indicates that their fair value determined to EUR 42.4 million.

The following table shows the reconciliation between opening and closing balances for Level 3 financial assets, which are classified as Equity investments at:

Amounts in EUR thousand	2021	2020
Balance at 1 January	**5,657**	**5,015**
Additions	-	26
Change in fair value	156	640
Disposals	-	(24)
Balance at 31 December	**5,812**	**5,657**

B. Measurement of fair values

(a) Valuation techniques and significant unobservable inputs

The fair values of financial assets that are traded in active markets (stock markets) (e.g. derivatives such as futures, shares, bonds, mutual funds) are set according to the published prices (Level 1 inputs) that are valid on the reporting date. The fair value of financial assets is determined by their offer price, while the fair value of financial liabilities is determined by their bid price.

The fair values of financial assets that are not traded in active markets are set through the use of valuation techniques and standards that are based on market data on the reporting date.

The fair values of financial liabilities, for the purpose of being recorded in Financial Statements, are estimated based on the present value of the future cash flows that arise from specific contracts using the current interest rate that is available for Cenergy Holdings and its companies for the use of similar financial-credit means.

Inputs that do not meet the respective criteria and cannot be classified in Level 1 but are observable, either directly or indirectly, fall under Level 2. Over-the-counter derivative financial instruments based on prices obtained from brokers are classified in this level.

The financial assets, such as unlisted shares or option schemes that are not traded in an active market whose measurement is based either on the Cenergy Holdings' companies' forecasts for the issuer's future profitability or on other widely acceptable method are classified under Level 3.

The following table shows the valuation techniques used in measuring fair values, as well as the significant unobservable inputs used:

Type	Valuation technique	Significant unobservable inputs	Inter-relationship between key unobservable inputs and fair value measurement
Forwards exchange contracts	*Market comparison technique*: The fair values are based on broker quotes. Similar contracts are traded in an active market and the quotes reflect the actual transactions in similar instruments	Broker quotes	Not applicable
Future contracts	*Market value*: Price as traded in active market	Not applicable	Not applicable
Options	*Options pricing model:* The model is based on widely acceptable methodology considering the complexity of the options plan	The basic inputs that have been used in the valuation model are the following: • Fair value of the share held in the associate, which in turn is dependent on expected turnover, EBITDA margins and future working capital needs of the associate • Applicable discount rate • Probability of default of the counterparty	*• If the discount rate was higher, then the fair value of the options would be lower • If the fair value of the shares held was higher, then the fair value of the options would be lower • If probability of default of the counterparty was higher, then the fair value of the options would be lower by EUR 255 thousand or 26.6% (See also note 23)*
Equity securities not traded in active markets	*Adjusted Net Asset Method:* According to this method the Group adjusts the book values of an investment's assets and liabilities, if and when necessary, to arrive at their fair market value at the time of valuation	*Investment in Noval Property:* Noval Property is a real estate company following fair value model to value its assets. Therefore, net assets is considered a reliable metric for the estimation of fair value of the investment	The estimated fair value would increase (decrease) based on the fair value of underlying properties held

(b) Transfers between Levels 1 and 2

There were no transfers from Level 2 to Level 1 or from Level 1 to Level 2 in 2021 and no transfers in either direction in 2020.

C. Financial risk management

Cenergy Holdings and its companies are exposed to credit, liquidity and market risk due to the use of its financial instruments. This Note sets forth information on their exposure to each one of the above risks, their objectives, the policies and procedures applied to risk measurement and management and Cenergy Holdings' Capital Management (Note 25).

The risk management policies are applied to identify and analyse the risks facing Cenergy Holdings and its companies, set risk-taking limits and apply relevant control systems. The risk management policies and relevant systems are examined from time to time so as to take into account any changes in the market and the companies' activities.

The implementation of risk management policies and procedures is supervised by the Internal Audit department, which performs recurring and non-recurring audits and the results of such audits are notified to the Board of Directors.

C.1. Credit risk

Credit risk is the risk of the financial loss to Cenergy Holdings, if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the companies' receivables from customers and contract assets & deposits with banks.

The carrying amount of financial assets represents the maximum credit exposure.

		At 31 December	
Amounts in EUR thousand	Note	2021	2020
Trade & Other receivables - Current	15	132,040	112,872
Trade & Other receivables - Non-current	15	1,177	1,303
Contract assets	7.D	98,217	64,875
Less:			
Other down payments	*15*	*(624)*	*(725)*
Tax assets	*15*	*(14,476)*	*(12,064)*
Other receivables	*15*	*(4,716)*	*(6,580)*
Subtotal		**211,617**	**159,680**
Equity investments at FVOCI	22	5,812	5,657
Cash and cash equivalents	16	129,606	81,035
Derivatives	23	1,480	1,455
Subtotal		**136,899**	**88,147**
Grand total		**348,516**	**247,827**

(a) Trade and other receivables & contract assets

Cenergy Holdings' exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, the companies' management also considers the factors that may influence the credit risk of its customer base, including the default risk of the industry and country in which customers operate. As of the reporting dates, no client exceeds 10% of consolidated sales and, consequently, commercial risk is spread over a large number of clients. However, due to the fact that the business of certain subsidiaries (i.e. CPW Pipe Industry, Hellenic Cable Industry and Fulgor) is project oriented, there are cases where this threshold is individually exceeded for a rather short period of time. For 2021, this threshold was exceeded from only one client of cables segment, namely ADMIE (Greek TSO), due to the execution of certain signed contracts for cables projects.

Cenergy Holdings has established a credit policy where each new customer is examined on an individual basis in terms of creditworthiness before the standard payment and delivery terms are proposed to such customer. Cenergy Holdings' review includes external ratings, if they are available, and in some cases bank references. Credit limits are set for each individual customer, which are reviewed in accordance with current circumstances and the terms of sales and collections are readjusted, if necessary. As a rule, the credit limits of customers are set on the basis of the insurance limits received for them from insurance companies and, subsequently, receivables are insured according to such limits.

When monitoring the credit risk of customers, the latter are grouped according to their credit characteristics, the maturity characteristics of their receivables and any past problems of recoverability they have shown. Trade and other receivables mainly include wholesale customers of Cenergy Holdings' companies. For any customer characterized as being "high risk", any subsequent sale is required to be paid in advance. Depending on the background of the customer and its status, Cenergy Holdings' subsidiaries may demand collateral or other security (e.g. letters of guarantee) in order to secure its receivables, if possible.

Cenergy Holdings records an impairment that represents its estimate of expected credit losses in respect of trade and other receivables.

As of 31 December, the maximum exposure to credit risk for trade and other receivables by geographic region was as follows:

Amounts in EUR thousand	2021	2020
Greece	96,469	84,151
Other EU Member States	49,974	63,320
Other European countries	25,372	81
Asia	36,471	7,586
America (North & South)	2,128	4,065
Africa	1,204	477
Total	**211,617**	**159,680**

As of 31 December, the aging of trade and other receivables that were not impaired was as follows:

Amounts in EUR thousand	2021	2020
Neither past due nor impaired	196,749	149,942
Overdue		
- Up to 6 months	13,687	6,531
- Over 6 months	1,182	3,207
Total	**211,617**	**159,680**

Subsidiaries' management believes that the amounts that are past due up to 6 months and over 6 months are still collectible in full, based on historical payment behaviour and extensive analysis of customer credit risk, including underlying customers' credit ratings, if they are available.

As of 31 December 2021 and 2020, the remaining receivables past due but not impaired mainly related to leading industrial groups, major public and private utilities and major resellers.

Cenergy Holdings' companies insure the majority of their receivables in order to be secured in case of default. As of 31 December 2021, 74% of the balances owed by counterparties were insured.

The movement in impairment of trade and other receivables and contract assets is as follows:

Amounts in EUR thousand	2021 Trade & other receivables	2021 Contract assets	2021 Total	2020 Trade & other receivables	2020 Contract assets	2020 Total
Balance at 1 January	**24,390**	**143**	**24,533**	**26,678**	**115**	**26,793**
Impairment loss recognized	46	175	220	292	48	341
Impairment loss reversed	(168)	-	(168)	(375)	(21)	(395)
Reversal of / (Impairment loss) on receivables and contract assets	*(122)*	*175*	*53*	*(82)*	*28*	*(55)*
Write-offs	(14)	-	(14)	(321)	-	(321)
Foreign exchange differences	1,777	-	1,777	(1,884)	-	(1,884)
Balance at 31 December	**26,031**	**318**	**26,349**	**24,390**	**143**	**24,533**

The allowance for expected credit losses for trade receivables and contract assets are calculated at individual level when there is an indication of impairment. For receivables and contract assets without any indication of impairment the expected credit losses are based on the historical credit loss experience combined with forward-looking information in macroeconomic factors effecting the credit risk, such as country risk and customers' industry related risks.

The following collateral exists for securing non-insured receivables & contract assets:

Amounts in EUR thousand	2021	2020
Bank letters of guarantee	-	-
Payables which can be offset by receivables	8,842	3,858
Total	**8,842**	**3,858**

(b) Cash and cash equivalents

Cenergy Holdings and its companies held cash and cash equivalents of EUR 129,606 thousand at 31 December 2021. The cash and cash equivalents are held with bank and financial institution counterparties, which are rated from AA- to B based on ratings of Fitch.

C.2. Liquidity risk

Liquidity risk is the risk that Cenergy Holdings and its companies will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The approach to manage liquidity is to ensure, as much as possible, that they will have sufficient liquidity to meet their liabilities when they are due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to their reputation.

In order to avoid liquidity risks, Cenergy Holdings and its companies estimate the expected cash flows for the next year when preparing the annual budget and monitor the monthly rolling forecast of its cash flows for the next quarter, so as to ensure sufficient cash on hand to meet its operating needs, including coverage of its financial obligations. This policy does not take into account the relevant effect from extreme conditions that cannot be foreseen.

The companies monitor their cash needs through Steelmet S.A., an affiliate company, which agrees upon financing terms with the credit institutions in Greece and other countries.

Exposure to liquidity risk

Financial liabilities and derivatives based on contractual maturity are broken down as follows:

31/12/2021			Contractual cash flows			
Amounts in EUR thousand	Carrying Amount	Up to 1 year	1 to 2 years	2 to 5 years	Over 5 years	Total
Bank loans and factoring with recourse	**203,998**	197,271	9,057	3,269	128	**209,725**
Bond issues	**186,641**	28,065	75,683	76,230	28,413	**208,391**
Lease liabilities	**3,296**	1,665	1,046	756	-	**3,467**
Derivatives	**2,596**	2,596	-	-	-	**2,596**
Trade and other payables	**417,557**	417,557	-	-	-	**417,557**
	814,089	**647,154**	**85,785**	**80,256**	**28,542**	**841,736**

31/12/2020		Contractual cash flows				
Amounts in EUR thousand	Carrying Amount	Up to 1 year	1 to 2 years	2 to 5 years	Over 5 years	Total
Bank loans and factoring with recourse	**216,356**	202,283	9,448	9,628	461	**221,821**
Bond issues	**189,860**	43,154	38,217	109,089	31,625	**222,084**
Lease liabilities	**5,433**	1,929	1,401	2,044	466	**5,840**
Derivatives	**2,576**	2,576	-	-	-	**2,576**
Trade and other payables	**242,977**	242,760	227	-	-	**242,987**
	657,203	**492,701**	**49,294**	**120,761**	**32,552**	**695,309**

Cenergy Holdings' companies have loans that contain non-financial loan covenants. A future breach of covenants may require the companies to repay the loans earlier than indicated in the above table. Under the agreement, the covenants are monitored on a regular basis and regularly reported to companies' management to ensure compliance with the agreements. Currently, there are no financial covenants related to adherence with certain levels of set financial ratios.

C.3. Market risk

Market risk is the risk that changes in the market prices – such as commodity prices, foreign exchange rates and interest rates - will affect Cenergy Holdings and its companies' income or the value of their financial instruments. Cenergy Holdings' companies use derivatives to manage market risk. Generally, the companies seek to apply hedge accounting to manage volatility in profit or loss.

(a) Currency risk:

Cenergy Holdings and its companies are exposed to currency risk in relation to the sales and purchases carried out and the loans issued in a currency other than the functional currency of Cenergy Holdings and its companies, which is mainly EUR. The most important currencies in which these transactions are held are mainly EUR, USD and GBP.

Over time, Cenergy Holdings' companies hedge the greatest part of their estimated exposure to foreign currencies in relation to the anticipated sales and purchases, as well as to the receivables and liabilities in foreign currency. Cenergy Holdings' companies enter mainly into forward contracts with external counterparties so as to deal with the risk of the exchange rates varying, which mainly expire within less than a year from the reporting date. When deemed necessary, these contracts are renewed upon expiry. As the case may be, the foreign exchange risk may also be covered by taking out loans in the respective currencies. Loan interest is denominated in the same currency as that of cash flows that arise from the Cenergy Holdings' companies' operating activities.

The investments of Cenergy Holdings and its companies in their subsidiaries are not hedged, because these exchange positions are considered to be long-term and have been made mainly in EUR.

The summary quantitative data about Cenergy Holdings and its companies' exposure to currency risk as reported is as follows.

31/12/2021 Amounts in EUR thousand	USD	GBP	RON	OTHER	TOTAL
Trade and other receivables	10,028	7,562	16,638	643	**34,871**
Cash & cash equivalents	4,934	2,156	420	1	**7,511**
Loans and Borrowings	(4,331)	-	(2,613)	-	**(6,944)**
Trade and other payables	(21,230)	(1,825)	(14,162)	-	**(37,217)**
Contract liabilities	-	-	(23)	(4,811)	**(4,834)**
	(10,599)	**7,893**	**260**	**(4,168)**	**(6,613)**
Derivatives for risk hedging (Nominal Value)	(39,692)	(21,049)	-	-	**(60,741)**
Total risk	**(50,290)**	**(13,156)**	**260**	**(4,168)**	**(67,354)**

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Amounts in EUR thousand	USD	GBP	RON	OTHER	TOTAL
Trade and other receivables	10,999	8,398	9,277	-	**28,674**
Cash & cash equivalents	7,288	37	758	43	**8,127**
Loans and Borrowings	(732)	(1,624)	(1,562)	-	**(3,918)**
Trade and other payables	(14,280)	(430)	(11,023)	(8)	**(25,741)**
Contract liabilities	(2,302)	-	(144)	-	**(2,446)**
	974	**6,381**	**(2,693)**	**35**	**4,696**
Derivatives for risk hedging (Nominal Value)	(16,581)	(16,183)	-	-	**(32,764)**
Total risk	**(15,607)**	**(9,802)**	**(2,693)**	**35**	**(28,068)**

The following exchange rates have been applied during the year.

	Average exchange rate		Year end spot rate	
	2021	2020	2021	2020
USD	1.1827	1.1422	1.1326	1.2271
GBP	0.8596	0.8897	0.8403	0.8990
RON	4.9208	4.8376	4.9481	4.8694

A reasonably possible strengthening (weakening) of the EUR, USD, GBP or RON against other currencies at 31 December would have affected the measurement of financial instruments denominated in a foreign currency and affected equity and profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

	Profit or loss		Equity, net of tax	
Amounts in EUR thousand	Strengthening	Weakening	Strengthening	Weakening
2021				
USD (10% movement in relation to EUR)	1,230	(1,504)	4,566	(5,580)
GBP (10% movement in relation to EUR)	1,186	(1,450)	1,186	(1,450)
RON (10% movement in relation to EUR)	(24)	29	(24)	29
2020				
USD (10% movement in relation to EUR)	511	(624)	1,383	(1,690)
GBP (10% movement in relation to EUR)	891	(1,089)	891	(1,089)
RON (10% movement in relation to EUR)	245	(299)	245	(299)

(b) Interest rate risk:

Exposure to interest rate risk

Cenergy Holdings' companies during the prolonged low interest period have adopted a flexible policy of ensuring that between 5% and 20% of its interest rate risk exposure is at a fixed rate. This is achieved partly by entering into fixed-rate instruments and partly by borrowing at a float rate. The interest rate profile of Cenergy Holdings' companies' interest-bearing financial instruments, as reported is as follows.

Amounts in EUR thousand	At 31 December 2021	2020
Fixed-rate instruments		
Financial liabilities	(40,574)	(39,518)
Variable-rate instruments		
Financial liabilities	(353,362)	(372,133)

Fixed-rate instruments

The Group does not account for any fixed-rate financial assets or financial liabilities at fair value through profit or loss, and the Group does not currently use derivatives (interest rate swaps) as hedging instruments under a fair value or cash flow hedge accounting model. Therefore, a change in interest rates at the reporting date would not affect either profit or loss or equity.

Cash flow sensitivity analysis for variable-rate instruments

A reasonably possible change of 0.25% in interest rates at the reporting date would have increased / (decreased) equity and profit or loss by the amount shown below. This analysis assumes that all other variables, in particular foreign currency exchange rate, remain constant.

Amounts in EUR thousand	Profit or loss & Equity, net of tax 0.25% increase	0.25% decrease
2021		
Financial liabilities	(1,140)	1,140
2020		
Financial liabilities	(1,314)	1,314

The Group does not currently use derivatives (interest rate swaps) as hedging instruments under a fair value or cash flow hedge accounting model and as a result the impact presented in the table above in profit or loss and equity is the same.

(c) Derivatives assets and liabilities designated as cash flow hedges

The following table indicates the periods in which the cash flows associated with cash flow hedges are expected to occur:

2021 Amounts in EUR thousand	Carrying Amount	Expected cash flows 1-6 months	6-12 months	> 1 year	Total
Foreign exchange forwards					
Assets	536	536	-	-	**536**
Liabilities	(1,141)	(1,141)	-	-	**(1,141)**
Future contracts					
Assets	-	-	-	-	**-**
Liabilities	(1,199)	(1,213)	14	-	**(1,199)**
Options					
Assets	944	-	-	944	**944**
Liabilities	-	-	-	-	**-**
	(860)	**(1,818)**	**14**	**944**	**(860)**

2020 Amounts in EUR thousand	Carrying Amount	Expected cash flows 1-6 months	6-12 months	> 1 year	Total
Foreign exchange forwards					
Assets	326	326	-	-	**326**
Liabilities	-	-	-	-	**-**
Future contracts					
Assets	-	-	-	-	**-**
Liabilities	(2,433)	(2,433)	-	-	**(2,433)**
Options					
Assets	871	-	-	871	**871**
Liabilities	-	-	-	-	**-**
	(1,235)	**(2,107)**	**-**	**871**	**(1,235)**

The table below provides information about the items designated as cash flow hedging instruments during the year and also at 31 December 2021 and the reconciliation of hedging reserve.

Amounts in EUR thousands	Nominal Amount	Carrying amount Assets	Carrying amount Liabilities	Line item in the statement of financial position where the hedging instrument is include	Balance 1 January 2021	Changes in the value of the hedging instrument recognised in OCI	Amount reclassified from hedging reserve to profit or loss	Effect of movement in exchange rates	Balance 31 December 2021
Forward foreign exchange contracts	36,691	536	(1,141)	Derivatives - Assets & (Liabilities)	326	(314)	(756)	139	**(605)**
Future contracts	33,995	-	(1,199)	Derivatives - Assets & (Liabilities)	(2,433)	2,433	(1,199)	-	**(1,199)**
	70,686	**536**	**(2,340)**		**(2,107)**	**2,119**	**(1,955)**	**139**	**(1,804)**

(d) Commodity price risk

The commodity markets have experienced and are expected to continue to experience price fluctuations. Cenergy Holdings subsidiaries have exposure to the following commodities: steel, aluminium, copper and lead. Cenergy Holdings subsidiaries therefore use future contracts to minimize exposure to commodity price volatility, when possible. Subsidiaries in cables segment use back to back matching of purchases and sales, or derivative instruments (future contracts) in order to minimize the effect of the metal price fluctuations on their results.

As of 31 December 2021, the net derivative balance per commodity was:

Amounts in EUR thousand	2021	2020
Aluminium - Long / (short) position	373	487
Copper - Long / (short) position	(1,548)	(2,859)
Lead - Long / (short) position	(25)	(58)
Nickel - Long / (short) position	-	(4)
Total	**(1,199)**	**(2,433)**

These hedges are designated in a cash flow hedge accounting relationship.

C.4. Risk of macroeconomic and financial environment

Cenergy Holdings' subsidiaries follow closely and on a continuous basis the developments in the international and domestic environment and timely adapt their business strategy and risk management policies to minimize the impact of the macroeconomic conditions on their operations.

31. Impact of Covid-19 pandemic

The Covid-19 pandemic has had a limited impact on the financial performance of the Group's cables segment, during 2021, while the steel pipes segment experienced a negative sway, mainly due to the continuing drop in demand and postponement of steel pipes projects. The health and safety of the Group's employees is of the highest priority for the Executive Management, which continues to closely monitor the situation, observing national and local authority guidelines and ensuring an undisrupted supply chain. Since the beginning of the Covid-19 outbreak, Cenergy Holdings Management has put in place a multi-faceted action plan to mitigate negative effects and focusing on the following pillars:

- Workforce protection, to avoid production interruptions;
- Operational stability and customer engagement;
- Continuity of the supply chain;
- Sufficient liquidity;
- Commercial resilience (both sales & orders).

The measures introduced were successfully implemented at all sites, and until now all production plants of both segments in Greece, Romania and Bulgaria are in undisrupted operation. Production continuity was maintained, while health & safety measures were enforced. Raw material supply was safeguarded and the Group faced no shortage whatsoever in all critical inputs.

The incremental costs - excluding any reliefs provided by local legislation because of measures taken due to the pandemic - incurred due to the coronavirus outbreak amounted to EUR 211 thousand (2020: EUR 1,837 thousand). Such cost includes temporary premium payments to compensate employees for performing their normal duties at increased personal risk, charges for cleaning and disinfecting facilities more thoroughly and more frequently, medical equipment, nursery staff and other expenses and reliefs directly associated with the coronavirus Covid-19 pandemic.

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32. List of subsidiaries

The Company's subsidiaries and the interest held at the end of the reporting period are as follows:

Subsidiaries	Country	Direct & indirect interest 2021	Direct & indirect interest 2020
CORINTH PIPEWORKS INDUSTRY S.A.	GREECE	100.00%	100.00%
CPW AMERICA CO	USA	100.00%	100.00%
HUMBEL LTD	CYPRUS	100.00%	100.00%
WARSAW TUBULAR TRADING SP. ZOO.	POLAND	100.00%	100.00%
FULGOR S.A.	GREECE	100.00%	100.00%
ICME ECAB S.A.	ROMANIA	99.98%	98.59%
LESCO OOD	BULGARIA	100.00%	100.00%
LESCO ROMANIA S.A.	ROMANIA	65.00%	65.00%
DE LAIRE LTD	CYPRUS	100.00%	100.00%
HELLENIC CABLES S.A.			
HELLENIC CABLE INDUSTRY S.A.	GREECE	100.00%	100.00%
HELLENIC CABLES TRADING CO	USA	100.00%	100.00%
HELLENIC CABLES AMERICAS CO	USA	100.00%	-

For all the above entities, Cenergy Holdings S.A. does exercise control directly and/or indirectly.

During 2021, Cenergy Holdings, established C-Energy Americas Co., a wholly owned subsidiary in the USA. On January 6, 2022, the subsidiary C-Energy Americas Co. was renamed to Hellenic Cables Americas Co.

During December 2021, the subsidiary Hellenic Cables America Co. was renamed to Hellenic Cables Trading Co.

33. Joint operations

Hellenic Cables has a 62.48% interest in a joint arrangement called VO Cablel VOF, which was set up as a partnership together with Van Oord. The scope of this joint operation scheme is to supply and install sea and land cables for the Hollandse Kust (South) Alpha project and Hollandse Kust (South) Beta project. The principal place of business of the joint operation is in the Netherlands.

Hellenic Cables has a 50.77% interest in a joint arrangement called DEME Offshore NL - Hellenic Cables V.O.F., which was set up as a partnership together with Tideway. The scope of this joint operation scheme is to execute a turnkey contract for the supply and installation of submarine cables for the connection of the Seamade offshore wind project to the Belgian grid. The principal place of business of the joint operation is in Belgium.

Fulgor has a 10.00% interest in a joint arrangement called Fulgor – JDN Consortium, which was set up as a partnership together with Jan De Nul. The scope of this joint operation scheme is to execute a turnkey contract for the installation of submarine cables for the interconnection Crete-Peloponnese in Greece. The principal place of business of this joint operation is in Greece.

The above joint operations were formed during prior years.

Fulgor has a 71.09% interest in a joint arrangement called Fulgor – Asso.subsea Ltd Consortium, which was set up as a partnership together with Asso.subsea Ltd during 2021. The scope of this joint operation scheme is to execute a turnkey contract for the design, manufacturing, supply and installation of the 150 kV submarine cable system connecting the under construction 330 MW Kafireas II Wind Farm to Greece's mainland grid. The principal place of business of this joint operation is in Greece.

The agreements in relation to the VO Cablel VOF, DEME Offshore NL - Hellenic Cables V.O.F., Fulgor – JDN Consortium and Fulgor – Asso.subsea Ltd Consortium require unanimous consent from all parties for all relevant activities. The two partners have direct rights to the assets of the partnership and are jointly and severally liable for the liabilities incurred by the partnership. These entities are therefore classified as a joint operations and the Group recognises its direct right to the jointly held assets, liabilities, revenues and expenses as described in note 5.1(g).

34. Commitments

A. Purchase commitments

Cenergy Holdings' subsidiaries have entered into contracts according to their investment plans, which are expected to be concluded during the next year.

	At 31 December	
Amounts in EUR thousand	2021	2020
Property, plant and equipment	6,851	9,845

B. Guarantees

	At 31 December	
Amounts in EUR thousand	2021	2020
Guarantees for securing liabilities to suppliers	3,414	6,999
Guarantees for securing the good performance of contracts with customers	231,506	252,397
Guarantees for securing grants	9,573	9,573

35. Contingent liabilities

A. Litigations & administrative reviews

Regarding Corinth Pipeworks' exports of large diameter welded pipe (LDWP) to the US for the periods April 2020 - April 2021 and April 2021 - April 2022, additional administrative reviews from the US Department of Commerce (DoC) are expected. No provision has been recorded in respect to these administrative reviews due to the following facts:

- For the period April 2020 - April 2021 there were no sales to the US subject to antidumping duties; thus, no additional charge is expected for that period.
- For the period April 2021 - April 2022 sales to the US subject to antidumping duties were not material. The outcome of such administrative review is considered as highly volatile and hard to predict, thus the amount of any arising liability cannot be reasonably estimated.

B. Contingent tax liabilities

The tax filings of the subsidiaries are routinely subjected to audit by the tax authorities in most of the jurisdictions in which Cenergy Holdings conduct business. These audits may result in assessments of additional taxes. Cenergy Holdings provide for additional tax in relation to the outcome of such tax assessments at the amount expected to be settled (or recovered).

Cenergy Holdings believe that its accruals for tax liabilities are adequate for all open tax years based on its assessment of underlying factors, including interpretations of tax law and prior experience.

36. Related parties

A. Related party transactions

The following transactions have been made with Viohalco and its subsidiaries, equity-accounted investees and other related parties:

Amounts in EUR thousand	For the year ended 31 December 2021	2020
Sales of goods		
Equity-accounted investees	166,161	118,139
Other related parties	85,238	40,420
	251,399	**158,559**
Sales of services		
Equity-accounted investees	272	273
Other related parties	2,003	1,801
	2,274	**2,074**
Sales of property, plant & equipment		
Other related parties	-	65
	-	**65**
Purchases of goods		
Equity-accounted investees	8	17
Other related parties	20,744	13,973
	20,752	**13,990**
Purchases of services		
Viohalco	86	82
Equity-accounted investees	6,779	7,929
Other related parties	14,528	10,452
	21,394	**18,463**
Purchase of property, plant and equipment		
Equity-accounted investees	-	96
Other related parties	4,414	3,638
	4,414	**3,733**

Other related parties comprise subsidiaries, associates and joint ventures of Viohalco Group.

During 2021, the value of sales of goods to related parties have increased, due to the increased LME metal prices and higher sales volume of cables segment.

Closing balances that arise from sales/purchases of goods, services, fixed assets, etc. are as follows:

Amounts in EUR thousand	At 31 December 2021	2020
Non-current receivables from related parties		
Other related parties	208	208
	208	**208**
Current receivables from related parties		
Equity-accounted investees	14,335	14,457
Other related parties	17,110	14,485
	31,445	**28,942**
Current liabilities to related parties		
Parent company	168	82
Equity-accounted investees	1,020	3,584
Other related parties	11,337	6,279
	12,525	**9,945**

The outstanding balances from related parties are not secured and the settlement of those current balances is expected to be performed in cash during the next year, since the balances concern only short-term receivables & payables, except for the balances classified as Non-current receivables from related parties, which concerns to long-term guarantees given to related parties providing energy services to Group's subsidiaries.

B. Key management personnel compensation

The table below provides an overview of the transactions with Board members and executive management.

Amounts in EUR thousand	For the year ended 31 December 2021	2020
Compensation to BoD members and executives	1,060	1,146

The compensation to directors and executive management in the table above is fixed. No variable compensation, post-employment benefits or share based benefits were paid.

CENERGY HOLDINGS

37. Auditor's fees

The Company's statutory auditor (PwC Reviseurs d'Entreprises SRL / Bedrijfsrevisoren BV) and a number of other member firms of the auditor's network, received fees for the following services:

	For year ended 31 December	
Amounts in EUR thousand	2021	2020
PwC Reviseurs d'Entreprises SRL / Bedrijfsrevisoren BV		
Audit	105	105
Audit related services	22	-
	126	**105**
PwC Network		
Audit	284	283
Tax related services	136	77
Other services	4	7
	424	**366**
Total	**551**	**471**

38. Subsequent events

On February 8th, 2022, the US Department of Commerce (DoC) published its final results in the administrative proceedings conducted by the DoC for the period from April 19, 2019 through April 30, 2020 ("POR") in connection with an antidumping ("AD") order on large diameter welded pipe (LDWP) from Greece. As a result, the DoC determined for the POR an antidumping duty rate of 41.04 percent based on total adverse facts available (AFA) for mandatory respondent Corinth Pipeworks S.A., Cenergy Holdings' steel pipes segment. Despite the lengthy process of the administrative review involving the supply of extremely detailed data sets on Corinth Pipeworks' commercial practices for the POR under scrutiny, as well as all reasonable estimations made throughout 2021 on the size, if any, of a possible AD duty rate, the DoC concluded on such a high AD duty rate. Corinth Pipeworks intends to file an appeal before the U.S. Court of International Trade against the decision of the DoC while continuing to actively work with the DoC in order to reverse the final determination. Cenergy Holdings considers that there will be no material impact on the business of its subsidiary Corinth Pipeworks S.A., as the latter strongly follows a geographically diversified commercial policy and the USA market does not presently constitute its core market. The one-off, additional provision charge on Cenergy Holdings' annual consolidated economic results from a retrospective implementation of the AD duty rate and reaches ca. EUR 12.8 million (USD 14 million plus interest).

The Ukraine conflict which began in February 2022 is already pushing up market volatility and increasing the probability of disruptions in many parts of the global economy. Though its impact on Cenergy Holdings' subsidiaries cannot be fully predicted right now, the overall exposure to Ukraine and Russia is very limited and business consequences are not expected to be material. Sales to these markets represent an insignificant portion of total turnover (ca. 2,3% for 2021) and any loss in revenue will be fully offset by demand in other markets. Nonetheless, Cenergy Holdings' companies have already initiated actions to shift the supply of raw materials currently sourced from Russia to alternative markets so as to mitigate any potential disruption in their supply chain. As for financing, the companies have no exposure to Russian banks. Finally, in the energy front, it is clear the conflict in Ukraine has accelerated price inflation already present since the second half of 2021. Cenergy Holdings' companies have already taken mitigating actions to reduce the business impact. They are monitoring the situation closely and will modify their approach when and as required to secure efficiency in their operations.

No other subsequent event for which disclosure is required in the Consolidated Financial Statements has occurred since 31 December 2021.

Statutory Auditor's Report

STATUTORY AUDITOR'S REPORT TO THE GENERAL SHAREHOLDERS' MEETING OF CENERGY HOLDINGS SA ON THE CONSOLIDATED ACCOUNTS FOR THE YEAR ENDED 31 DECEMBER 2021

We present to you our statutory auditor's report in the context of our statutory audit of the consolidated accounts of Cenergy Holdings SA (the "Company") and its subsidiaries (jointly "the Group"). This report includes our report on the consolidated accounts, as well as the other legal and regulatory requirements. This forms part of an integrated whole and is indivisible.

We have been appointed as statutory auditor by the general meeting d.d. 28 May 2019, following the proposal formulated by the board of directors and following the recommendation by the audit committee. Our mandate will expire on the date of the general meeting which will deliberate on the annual accounts for the year ended 31 December 2021. We have performed the statutory audit of the Company's consolidated accounts for 3 consecutive years.

Report on the consolidated accounts

Unqualified opinion

We have performed the statutory audit of the Group's consolidated accounts, which comprise the consolidated statement of financial position as at 31 December 2021, the consolidated statement of profit or loss, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory information, and which is characterised by a consolidated statement of financial position total of EUR 1,205,950 thousand and a profit for the year of EUR 22,079 thousand.

In our opinion, the consolidated accounts give a true and fair view of the Group's net equity and consolidated financial position as at 31 December 2021, and of its consolidated financial performance and its consolidated cash flows for the year then ended, in accordance with International Financial Reporting Standards as adopted by the European Union and with the legal and regulatory requirements applicable in Belgium.

Basis for unqualified opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs) as applicable in Belgium. Furthermore, we have applied the International Standards on Auditing as approved by the IAASB which are applicable to the year-end and which are not yet approved at the national level. Our responsibilities under those standards are further described in the "*Statutory auditor's responsibilities for the audit of the consolidated accounts*" section of our report. We have fulfilled our ethical responsibilities in accordance with the ethical requirements that are relevant to our audit of the consolidated accounts in Belgium, including the requirements related to independence.

We have obtained from the board of directors and Company officials the explanations and information necessary for performing our audit.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key audit matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated accounts of the current period. These matters were addressed in the context of our audit of the consolidated accounts as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter 1: Availability of financing resources and compliance with covenants

Description of the Key Audit Matter

The subsidiaries of the Group have significant non-current and current financial debts. The terms and conditions of the related financing agreements often include debt covenants that are to be complied with at each balance sheet date. Any breach in such debt covenants could result in its lenders exercising the right to claim early repayment of certain non-current and/or current financial debts. For these reasons, we considered the availability of financing resources and failure to comply with covenants as most significant to our

Reference is made to Note 5: Significant accounting policies: Financial instruments and Note 26: Debt.

How our Audit addressed the Key Audit Matter

Our testing included, amongst others, an understanding of the financing agreements and the Group's procedures and controls in place both to ensure its compliance with the debt covenants and to understand the used and unused financing resources. We tested the debt covenants related to the most significant financing agreements and assessed compliance with the terms and conditions stipulated therein. Furthermore, we evaluated both the presentation of the financial debts on the Consolidated Statement of Financial Position and the adequacy of the relevant disclosures in the Notes to the Consolidated Financial Statements.

We found the tested debt covenants to be complied with and company's disclosures of financial debts appropriate.

Key audit matter 2: contract assets

Description of the Key Audit Matter

We focused on revenue recognition of construction contracts and its relating contract assets because the Group substantially generates its revenue from projects which qualifies as construction contracts under IFRS. The recognition of revenue and the estimation of the outcome of fixed price construction contracts is complex and requires significant management judgement, in particular with respect to estimation of the cost incurred and the cost to complete the contracts. For these reasons, we identified the contract assets from these construction contracts as most significant during our audit.

Reference is made to Note 5: Significant accounting policies: Revenue and Note 7: Revenue. At December 31, 2021 contract assets amounted to EUR 98 million

How our Audit addressed the Key Audit Matter

Our testing on contract assets included procedures to gain an understanding of the related process and controls as well as substantive test procedures related to the recording of the contract assets, the related revenues and determination of the stage of completion of the contracts. Our audit procedures included considering the appropriateness of the Group's revenue recognition accounting policies. We also included an evaluation of the significant judgements made by management based on the examination of the associated project documentation and the discussion on the status of projects under construction with finance and technical staff of the Group for specific individual transactions/projects. In addition, in order to evaluate the reliability of management's estimates, we performed a rundown of subsequent costs incurred for closed projects. We also performed testing over journals posted to revenue to identify unusual or irregular items that could influence contracts and the relating accrued profit included in this balance.

We found management's judgements in respect of the contract assets to be consistent and in line with our expectations.

Responsibilities of the board of directors for the preparation of the consolidated accounts

The board of directors is responsible for the preparation of consolidated accounts that give a true and fair view in accordance with International Financial Reporting Standards as adopted by the European Union and with the legal and regulatory requirements applicable in Belgium, and for such internal control as the board of directors determines is necessary to enable the preparation of consolidated accounts that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated accounts, the board of directors is responsible for assessing 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 board of directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Statutory auditor's responsibilities for the audit of the consolidated accounts

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

In performing our audit, we comply with the legal, regulatory and normative framework applicable to the audit of the consolidated accounts in Belgium. A statutory audit does not provide any assurance as to the Group's future viability nor as to the efficiency or effectiveness of the board of directors' current or future business management at Group level. Our responsibilities in respect of the use of the going concern basis of accounting by the board of directors' are described below.

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

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

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

We also provide the audit committee with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the audit committee, we determine those matters that were of most significance in the audit of the consolidated accounts of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter.

Other legal and regulatory requirements

Responsibilities of the board of directors

The board of directors is responsible for the preparation and the content of the directors' report on the consolidated accounts and the other information included in the annual report on the consolidated accounts.

Statutory auditor's responsibilities

In the context of our engagement and in accordance with the Belgian standard which is complementary to the International Standards on Auditing (ISAs) as applicable in Belgium, our responsibility is to verify, in all material respects, the directors' report on the consolidated accounts and the other information included in the annual report on the consolidated accounts and to report on these matters.

Aspects related to the directors' report on the consolidated accounts and to the other information included in the annual report on the consolidated accounts

In our opinion, after having performed specific procedures in relation to the directors' report on the consolidated accounts, this directors' report is consistent with the consolidated accounts for the year under audit and is prepared in accordance with article 3:32 of the Companies' and Associations' Code.

In the context of our audit of the consolidated accounts, we are also responsible for considering, in particular based on the knowledge acquired resulting from the audit, whether the directors' report on the consolidated accounts and the other information included in the annual report on the consolidated accounts, is materially misstated or contains information which is inadequately disclosed or otherwise misleading. In light of the procedures we have performed, there are no material misstatements we have to report to you.

The non-financial information required by virtue of article 3:32, §2 of the Companies' and Associations' Code is included in the directors' report which is part of the section 'Non-financial information' of the annual report. The Company has prepared the non-financial information, based on the UN's Sustainable Development Goals (SDG's) reporting framework. However, in accordance with article 3:80, §1, 5° of the Companies' and Associations' Code, we do not express an opinion as to whether the non-financial information has been prepared in accordance with the UN's Sustainable Development Goals (SDG's) reporting framework as disclosed in the directors' report on the consolidated accounts.

Statement related to independence

- Our registered audit firm and our network did not provide services which are incompatible with the statutory audit of the consolidated accounts, and our registered audit firm remained independent of the Group in the course of our mandate.
- The fees for additional services which are compatible with the statutory audit of the consolidated accounts referred to in article 3:65 of the Companies' and Associations' Code are correctly disclosed and itemized in the notes to the consolidated accounts.

European Uniform Electronic Format (ESEF)

We have also verified, in accordance with the draft standard on the verification of the compliance of the financial statements with the European Uniform Electronic Format (hereinafter "ESEF"), the compliance of the ESEF format with the regulatory technical standards established by the European Delegate Regulation No. 2019/815 of 17 December 2018 (hereinafter: "Delegated Regulation").

The board of directors is responsible for the preparation, in accordance with ESEF requirements, of the consolidated financial statements in the form of an electronic file in ESEF format (hereinafter "digital consolidated financial statements") included in the annual financial report.

Our responsibility is to obtain sufficient appropriate evidence to conclude that the format and marking language of the digital consolidated financial statements comply in all material respects with the ESEF requirements under the Delegated Regulation.

Based on the work we have performed, we believe that the format of and marking of information in the digital consolidated financial statements included in the annual financial report of Cenergy Holdings SA per 31 December 2021 comply in all material respects with the ESEF requirements under the Delegated Regulation.

Other statements

- This report is consistent with the additional report to the audit committee referred to in article 11 of the Regulation (EU) N° 537/2014.

Diegem, 8 April 2022

The statutory auditor

PwC Reviseurs d'Entreprises SRL / PwC Bedrijfsrevisoren BV

Represented by

Marc Daelman

Réviseur d'Entreprises / Bedrijfsrevisor

Declaration of responsible persons

Statement on the true and fair view of the consolidated financial statements and the fair overview of the management.

In accordance with the article 12, §2, 3° of the Royal Decree of 14 November 2007, the members of the Executive Management, (i.e. Dimitrios Kyriakopoulos, Alexios Alexiou and Alexandros Benos) declare that, on behalf and for the account of the Company, to the best of their knowledge:

a) the consolidated financial statements for the year ended 31 December 2021 which have been prepared in accordance with the International Financial Reporting Standards as adopted by the European Union, give a true and fair view of the Equity, Financial position and Financial Performance of the Company, and the entities included in the consolidation as a whole,

b) the management report on the consolidated financial statements includes a fair overview of the development and performance of the business and the position of the Company, and the entities included in the consolidation, together with the description of the main risks and uncertainties with which they are confronted.

Condensed Statutory Financial Statements

In accordance the BCCA (Articles 3:17 and 3:36), the Company's annual accounts are presented hereafter in a condensed version, which does not include all the notes required by law or the Statutory Auditor's report. The full version of the Company's annual accounts that shall be deposited with the National Bank of Belgium, is available on the Company's website and can be obtained free of charge upon request.

The statutory Auditor's report on the annual accounts was unqualified.

Condensed Statutory Balance Sheet

	As at 31 December	
Amounts in EUR thousand	2021	2020
Non- current assets	**175,807**	**175,940**
Start-up costs	17	189
Tangible fixed assets	0	1
Financial assets	175,789	175,750
Current assets	**1,798**	**5,127**
Current receivables	508	4,403
Cash and cash equivalents	1,215	652
Accruals and deferred income	75	71
Total assets	**177,605**	**181,067**
Equity	**176,447**	**177,646**
Capital	117,892	117,892
Share premium account	59,591	59,591
Other reserves	8,575	8,575
Accumulated profits (losses)	-9,612	-8,412
Liabilities	**1,158**	**3,420**
Current payables	871	3,175
Accrued charges and deferred income	287	245
Total equity and liabilities	**177,605**	**181,067**

Condensed Statutory Income Statement

Amounts in EUR thousand	2021	2020
	For the year ended 31 December	
Sales and services	**29**	**20**
Operating charges	**-2,115**	**-2,074**
Services and miscellaneous goods	-1,376	-1,299
Remuneration, social security and pensions	-495	-436
Depreciation and amounts written off on start-up costs, intangible and tangible fixed assets	-172	-176
Other operating charges	-71	-64
Non recurring operating charges	-1	-100
Operating profit (loss)	**-2,086**	**-2,054**
Financial income	**895**	**836**
Income from financial assets	635	826
Other Financial Income	244	0
Non-recurring financial income	15	10
Financial expenses	**-8**	**-4**
Other financial expenses	-4	-1
Non-recurring financial expenses	-3	-4
Profit (loss) for the year before income taxes	**-1,200**	**-1,223**
Income taxes on the result	0	0
Profit (loss) for the year	**-1,200**	**-1,223**

Alternative Performance Measures

In addition to the results reported in accordance with International Financial Reporting Standards ("IFRS") as adopted by the European Union, this Annual Report includes information regarding certain alternative performance measures which are not prepared in accordance with IFRS ("Alternative Performance Measures" or "APMs"). The APMs used in this press release are: **Earnings Before Interest and Tax (EBIT), Adjusted EBIT, Earnings Before Interest, Tax, Depreciation and Amortisation (EBITDA), Adjusted EBITDA and Net debt**. Reconciliations to the most directly comparable IFRS financial measures are presented below.

We believe these APMs are important supplemental measures of our operating and financial performance and are frequently used by financial analysts, investors and other interested parties in the evaluation of companies in the steel pipes and cables production, distribution and trade industries. By providing these measures, along with the reconciliations included in this appendix, we believe that investors will have better understanding of our business, our results of operations and our financial position. However, these APMs shall not be considered as an alternative to the IFRS measures.

These APMs are also key performance metrics on which Cenergy Holdings prepares, monitors and assesses its annual budgets and long-range (5 year) plans. However, it must be noted that adjusted items should not be considered as non-operating or non-recurring.

EBIT, Adjusted EBIT, EBITDA and Adjusted EBITDA have limitations as analytical tools, and investors should not consider it in isolation, or as a substitute for analysis of the operating results as reported under IFRS and may not be comparable to similarly titled measures of other companies.

APM definitions remained unmodified compared to those applied as at 31 December 2020. The definitions of APMs are as follows:

EBIT is defined as result of the period (earnings after tax) before:

- income taxes,
- net finance costs

EBITDA is defined as result of the period (earnings after tax) before:

- income taxes,
- net finance costs
- depreciation and amortisation

a-EBIT and **a-EBITDA** are defined as EBIT and EBITDA, respectively, adjusted to exclude:

- metal price lag,
- impairment / reversal of impairment of fixed, intangible assets and investment property
- impairment / reversal of impairment of investments
- gains/losses from sales of fixed assets, intangible assets, investment property and investments,
- exceptional litigation fees and fines and,
- other exceptional or unusual items

Net Debt is defined as the total of:

- Long term loans & borrowings and lease liabilities,
- Short term loans & borrowings and lease liabilities,

Less:

- Cash and cash equivalents

Reconciliation tables:

EBIT and EBITDA:

Amounts in EUR thousand	Cables 2021	Cables 2020*	Steel Pipes 2021	Steel Pipes 2020*	Other activities 2021	Other activities 2020	Total 2021	Total 2020*
Profit/(Loss) before tax (as reported in Consolidated Statement of Profit or Loss)	44,886	35,247	(13,940)	1,341	(433)	(983)	30,513	35,604
Adjustments for:								
Net finance costs	21,539	21,034	7,478	10,603	(32)	3	28,985	31,640
EBIT	**66,425**	**56,281**	**(6,462)**	**11,944**	**(465)**	**(981)**	**59,498**	**67,244**
Add back:								
Depreciation & Amortisation	16,849	15,225	8,850	8,844	6	2	25,705	24,071
EBITDA	**83,273**	**71,506**	**2,388**	**20,788**	**(459)**	**(978)**	**85,203**	**91,315**

** The comparative information is restated due to retroactive application of the IFRIC Agenda Decision `Attributing Benefit to Periods of Service'.*

a-EBIT and a-EBITDA:

	Cables		Steel pipes		Other activities		Total	
Amounts in EUR thousand	**2021**	**2020***	**2021**	**2020***	**2021**	**2020**	**2021**	**2020***
EBIT	66,425	56,281	(6,462)	11,944	(465)	(981)	59,498	67,244
Adjustments for:								
Metal price lag[(1)]	4,915	8,086	-	-	-	-	4,915	8,086
Reorganization costs	-	-	978	447	-	-	978	447
Exceptional legal fees	-	-	-	-	-	315	-	315
Incremental coronavirus costs / (reliefs)[(2)]	445	1,370	(234)	467	-	-	211	1,837
Provision for antidumping duties	-	-	12,842	-	-	-	12,842	-
(Gains)/ Loss from sales of fixed assets	(8)	(6)	-	-	-	-	(8)	(6)
Adjusted EBIT	**71,777**	**65,730**	**7,124**	**12,858**	**(465)**	**(665)**	**78,435**	**77,923**
Add back:								
Depreciation & Amortisation	16,849	15,225	8,850	8,844	6	2	25,705	24,071
Adjusted EBITDA	**88,625**	**80,956**	**15,974**	**21,702**	**(459)**	**(663)**	**104,140**	**101,995**

Notes:

(1)Metal price lag is the P&L effect resulting from fluctuations in the market prices of the underlying commodity metals (ferrous and non-ferrous) which Cenergy Holdings' subsidiaries use as raw materials in their end-product production processes, Metal price lag exists due to:

(i) the period of time between the pricing of purchases of metal, holding and processing the metal, and the pricing of the sale of finished inventory to customers,

(ii) the effect of the inventory opening balance (which in turn is affected by metal prices of previous periods) on the amount reported as Cost of Sales, due to the costing method used (e.g. weighted average),

(iii) certain customer contracts containing fixed forward price commitments which result in exposure to changes in metal prices for the period of time between when our sales price fixes and the sale actually occurs,

Subsidiaries in cables segment use back to back matching of purchases and sales, or derivative instruments in order to minimise the effect of the Metal Price Lag on their results, However, there will be always some impact (positive or negative) in the P&L, since in Cables segment part of the inventory is treated as fixed asset and not hedged and in the Steel Pipes segment no commodities hedging is possible.

(2) Incremental coronavirus costs concern all incremental costs incurred due to the coronavirus outbreak. Such costs are directly attributable to the coronavirus outbreak and are incremental to costs incurred prior to the outbreak and not expected to recur once the crisis has subsided and operations return to normal, while they are clearly separable from normal operations. Any reliefs provided by local legislation as a result of measures taken due to the coronavirus pandemic is deducted from the incremental coronavirus costs.

** The comparative information is restated due to retroactive application of the IFRIC Agenda Decision 'Attributing Benefit to Periods of Service'.*

Net debt:

Amounts in EUR thousand	Cables		Steel pipes		Other activities		Total	
	31 Dec 2021	31 Dec 2020	31 Dec 2021	31 Dec 2020	31 Dec 2021	31 Dec 2020	31 Dec 2021	31 Dec 2020
Loans and borrowings (incl. Lease liabilities) - Long term	134,026	133,295	42,979	44,989	16	21	177,020	178,306
Loans and borrowings (incl. Lease liabilities) - Short term	150,718	168,428	66,192	64,911	6	6	216,915	233,344
Cash and cash equivalents	(87,342)	(59,694)	(41,005)	(20,689)	(1,259)	(652)	(129,606)	(81,035)
Net debt	**197,401**	**242,029**	**68,166**	**89,211**	**(1,238)**	**(625)**	**264,329**	**330,615**

EU Taxonomy Reporting Principles

Allocation of turnover, Capex and Opex to one environmental objective

Cenergy Holdings is particularly concerned by the objective of climate change mitigation. It was determined that activities 3.1, 3.8 & 4.9 should be allocated to climate change mitigation, as this objective is more pertinent to Cenergy Holdings' activities and the Taxonomy does not allow double counting.

Relevant judgement on the Taxonomy-eligibility of our activities

Activity 3.1 - Manufacture of renewable energy technologies

The description of activity 3.1 in Annex I to the Climate Delegated Act does not contain a clear definition of the term "renewable energy technologies" and is thus open to interpretation. In the absence of a "renewable energy technologies" definition and in the spirit of the EU Taxonomy, we defined this term by referring to the technical screening criteria for substantial contribution to climate change mitigation. We thus included revenue generated from production & installation of cable systems used in Renewable Energy Sources projects (mainly wind and solar), which enable the diffusion of renewable energy in the electricity network.

Activity 3.8 - Secondary aluminium production

The description of activity 3.8 in Annex I to the Climate Delegated Act does not contain a clear definition of the term "secondary aluminium" and is thus open to interpretation. In the absence of a "secondary aluminium" definition and in the spirit of the EU Taxonomy, we defined this term by referring to the technical screening criteria for substantial contribution to climate change mitigation. We thus included revenue generated from materials produced as a result of aluminium remelting process, which are further processed to a different production stage of cables products.

Activity 4.9 - Construction and Installation services of electricity distribution networks

According to the description of activity 4.9 in Annex I to the Climate Delegated Act an economic activity should comply with at least one of the following technical screening criteria:

a. the system is the interconnected European system, i.e. the interconnected control areas of Member States, Norway, Switzerland and the United Kingdom, and its subordinated systems;

b. more than 67% of newly enabled generation capacity in the system is below the generation threshold value of 100 gCO_2e/kWh measured on a life cycle basis in accordance with electricity generation criteria, over a rolling five-year period;

c. the average system grid emissions factor, calculated as the total annual emissions from power generation connected to the system, divided by the total annual net electricity production in that system, is below the threshold value of 100 gCO_2e/kWh measured on a life cycle basis in accordance with electricity generation criteria, over a rolling five-year period;

According to our assessment the cables segment revenue generated from projects relating to the interconnection of islands complies with the above mentioned technical criteria a.

Taxonomy-non-eligible economic activities

The activities that have not been identified as Taxonomy eligible, and which therefore comprise the Taxonomy non-eligible percentage, are currently not included among the sectors and activities included in the EU Taxonomy; however, they could be included in the activities envisaged in the additional four environmental objectives identified in the Regulation that are currently being standardised.

Taxonomy-eligible Capex and Opex and individually Taxonomy-eligible Capex and Opex

With regard to Capex and Opex related to our Taxonomy-eligible economic activities and Capex/Opex related to purchases and measures that we consider as individually Taxonomy-eligible, we refer to the explanations in the sections "Capex KPI" and "Opex KPI" in the description of our accounting policies.

KPIs and accounting policies

Reporting requirements include the eligibility percentage of the Turnover, CAPEX and OPEX for the companies that are already included in the Sustainable Finance E.U. law. Article 10(1) of the Disclosures Delegated Act explicitly requires that in the first year of implementation, non-financial undertakings should disclose "the proportion of Taxonomy-eligible and Taxonomy non-eligible economic activities in their total turnover, capital and operating expenditure".

Cenergy Holdings' cables segment produces cables products that are used in various applications including renewable technologies manufacturing (3.1), as well as installation projects for transmission and distribution of electricity (4.9).

Moreover, Cenergy Holdings engages in secondary aluminium production (3.8) through its subsidiary Fulgor SA. Materials produced as a result of aluminium remelting process are further processed to a different production stage of cables products.

Turnover KPI

Definition

The proportion of Taxonomy-eligible economic activities has been calculated as the part of turnover derived from the economic activities presented below (numerator):

- 3.1 Manufacture of renewable energy technologies
- 4.9 Transmission and distribution of electricity
- 3.8 Secondary aluminium production

divided by the turnover of Cables segment (denominator) for financial year 2021.

For further details on our turnover accounting policy please refer to page 97 of our Annual Report 2021.

Reconciliation

Turnover of Cables segment can be reconciled to our consolidated financial statements, in "Operating segments" section, on page 115 of our Annual Report 2021.

Capex KPI

Definition

The Capex KPI is defined as Taxonomy-eligible Capex (numerator) divided by Cables segment Capex (denominator).

The numerator consists of Taxonomy-eligible Capex related to assets or processes that are associated with the economic activities presented below (numerator):

- 3.1 Manufacture of renewable energy technologies
- 4.9 Transmission and distribution of electricity
- 3.8 Secondary aluminium production

We consider that assets and processes are associated with Taxonomy-eligible economic activities when they are essential components necessary to execute an economic activity. Consequently, all Capex invested into machinery for the above mentioned activities have been included in the numerator of the Capex KPI.

In particular, secondary aluminium Capex includes Capex related to the production of aluminium from secondary raw materials (including scrap and metal-bearing materials) and the remelting and alloying processes.

The denominator consists of Cables segment additions to tangible and intangible fixed assets during financial year 2021, before depreciation, amortisation and any re-measurements, including those resulting from revaluations and impairments. It includes acquisitions of tangible fixed assets (IAS 16), intangible fixed assets (IAS 38) and investment properties (IAS 40). Additions resulting from business combinations are also included. Goodwill is not included in Capex, as it is not defined as an intangible asset in accordance with IAS 38. For further details on our accounting policies regarding Capex please refer to page 102 of our Annual Report 2021.

Reconciliation

Capex of Cables segment can be reconciled to our consolidated financial statements, in "Operating segments" section, on page 115 of our Annual Report 2021.

Opex KPI

Definition

The Opex KPI is defined as Taxonomy-eligible Opex (numerator) divided by total Cables segment Opex (denominator).

The numerator consists of Taxonomy-eligible Opex related to assets or processes that are associated with the economic activities presented below (numerator):

- 3.1 Manufacture of renewable energy technologies
- 4.9 Transmission and distribution of electricity
- 3.8 Secondary aluminium production

Total Opex (denominator) consists of direct non-capitalised costs that relate to research and development, building renovation measures, short-term lease, maintenance and repair, and any other direct expenditures relating to the day-to-day servicing of assets of property, plant and equipment. This includes:

- Research and development expenditure recognised as an expense during the reporting period. This includes all non-capitalised expenditure that is directly attributable to research or development activities.
- The volume of non-capitalised leases was determined in accordance with IFRS 16 and includes expenses for short-term leases and low-value leases.
- Maintenance and repair and other direct expenditures relating to the day-to-day servicing of assets of property, plant and equipment were determined based on the maintenance and repair costs allocated to our internal cost centers. The related cost items constitute a portion of "Cost of sales" line item of our Cables segment income statement (please refer to "Operating segments" section, on page 115 of our Annual Report 2021).

This does not include expenditures relating to the day-to-day operation of PP&E such as raw materials, cost of employees operating the machine, electricity or fluids that are necessary to operate PP&E.

Direct costs for training and other human resources adaptation needs are excluded from the denominator and the numerator. This is because Annex I to Art. 8 Delegated Act lists these costs only for the numerator which does not allow a mathematically meaningful calculation of the Opex KPI.

This section is included for the first time in the section "Non-Financial Reporting", pursuant to Regulation (EU) 2020/852. The information contained follows the requirements of the Regulation. Cenergy Holdings will follow the disclosure developments and will adapt the approach accordingly.

Information to our Shareholders

Cenergy Holdings is a Belgian listed subsidiary of Viohalco S.A. (79.78% of voting rights).

On 14 December 2016, Cenergy Holdings S.A. announced the completion of the cross-border merger by absorption of Corinth Pipeworks Holdings S.A. and Hellenic Cables S.A. Holdings Société Anonyme by Cenergy Holdings S.A. On 21 December 2016, the trading of Cenergy Holdings' shares commenced on Euronext Brussels and on the Athens Stock Exchange (Athex).

During 2021, Cenergy Holdings, established C-Energy Americas Co., a wholly owned subsidiary in the US. On January 6, 2022 the subsidiary C-Energy Americas Co. was renamed to Hellenic Cables Americas Co.

No other changes in Group structure took place during 2021 (see also note 31 of the Consolidated Financial Statements).

Market data

The table below sets forth, for the periods indicated, the maximum and minimum year-end closing prices and the end of the year closing prices of Cenergy Holdings on Euronext Brussels and Athens Stock Exchange (Athex).

Market	Euronext Brussels and Athens Stock Exchange
Ticker	CENER
ISIN code	BE 0974303357

Share price EURONEXT BRUSSELS in EUR	2021	2020
At the end of the year	3.10	1.62
Maximum	3.17	2.25
Minimum	1.47	0.61
Dividends	0.00	0.00
Gross annual return in %	91.12	22.88

Share price ATHENS EXCHANGE in EUR	2021	2020
At the end of the year	3.10	1.73
Maximum	3.18	1.94
Minimum	1.55	0.61
Dividends	0.00	0.00
Gross annual return in %	79.19	27.39

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Financial calendar

Publication / Event	Date
2022Q1 trading update	19 May 2022
Ordinary General Meeting 2022	31 May 2022
Half Yearly 2022 results	21 September 2022

Glossary

The following explanations are intended to assist the general reader in understanding certain terms used in this Annual Report. The definitions set out below apply throughout the annual report, unless the context requires otherwise.

ABB	ABB is a global technology company in power and automation.
Aramco	Saudi Aramco is the state-owned oil company of the Kingdom of Saudi Arabia. It is the world's top exporter of crude oil and natural gas liquids.
BCCA	the Belgian Code of Companies and Associations
Belgian GAAP	the applicable accounting framework in Belgium
BG	BG Group is an international exploration and production and LNG company.
Board of Directors or Board	the Board of Directors of the Company from time to time appointed in accordance with the Articles of Association
BP	British Petroleum (BP) is one of the world's leading integrated oil and gas companies.
Cheniere Energy	Houston-based energy company primarily engaged in LNG-related businesses
Chevron	Chevron is one of the world's leading integrated energy companies.
Cross-Border Merger	the cross-border merger through absorption of Corinth Pipeworks Holdings S.A. and Hellenic Cables S.A. Holdings Société Anonyme (both formally listed in Greece), by the Company in accordance with articles 772/1 and following of the BCC and the Greek law 3777/2009 in conjunction with articles 68 §2 and 69 to 77a of the Greek Codified Law 2190/1920
DCP Midstream	is an energy company that sits squarely between a growing resource base and expanding petrochemical and energy markets.
Denbury	Denbury Resources Inc. is an independent oil and natural gas company
EBIT	Operating result as reported in the Profit or loss statement plus share of profit/(loss) of equity accounted investees
EBITDA	EBIT plus depreciation and amortisation
EDF	EDF Energy, the UK's largest producer of low-carbon electricity
Enbridge	Enbridge, Inc. is an energy delivery company based in Calgary, Canada which operates the longest crude oil and liquid hydrocarbons transportation system in the world. As a distributor of energy, it owns and operates Canada's largest natural gas distribution network.
Energy Transfer	Energy Transfer is a Texas-based company and one of the largest and most diversified investment grade master limited partnerships in the United States. It operates approx. 71,000 miles of natural gas, natural gas liquids (NGLs), refined products, and crude oil pipelines today, and remains dedicated to providing exceptional service to its customers and attractive returns to its investors.
EPCO	Energy Planners Company is an energy management and consultation firm. EPCO works with commercial, industrial, and non-profit clientele to aid them in better understanding how and where energy is consumed in their facility.
ERW	Electric Resistance Welded
FSMA	Financial Services and Market Authority, which succeeded the Belgian Banking, Finance and Insurance Commission as the financial regulatory agency for Belgium on 1 April 2011
Greek Public Natural Gas Corporation (DEPA)	DEPA is the public natural gas supply corporation of Greece
GRI	Global Reporting Initiative
Gross annual return	the gross annual return is calculated on the share price it equals to (change in price from January 1 to 31 December/share price on January)
HSAW	Helical Submerged Arc Welding
IAS	International Accounting Standards
IFRS	International Financing Reporting Standards, as adopted by the EU
IPTO S.A.	Independent Hellenic Transmission Operator
LSAW	Longitudinal Submerged Arc Welded mill for the production of high-strength offshore and onshore energy pipes

National Grid United Kingdom-based utilities company

OGC a leading organisation in the Sultanate's Oil and Gas sector and managing Oman's major natural gas distribution network

OMV OMV, one of the largest listed industrial companies in Austria, produces and markets oil and gas, as well as chemical solutions in a responsible way and develops innovative solutions for a circular economy.

PDO Petroleum Development Oman is the major exploration and production company in the Sultanate

Pioneer Pipe Inc Pioneer is one of the largest full-service construction, maintenance, and fabrication companies in the Midwest.

Plains All American Plains All American Pipeline is one of the largest and most admired midstream energy companies in North America. Plains All American Pipeline (Plains) is a publicly-traded master limited partnership that owns and operates midstream energy infrastructure and provides logistics services for crude oil, natural gas liquids (NGL), natural gas, and refined products.

Shell Shell Global is a global group of energy and petrochemical companies

Snam an Italian natural gas infrastructure company. The utility mainly operates in Italy and is one of Europe's leading regulated gas utilities

Socar The State Oil Company of the Azerbaijan Republic (SOCAR) is involved in exploring oil and gas fields, producing, processing, and transporting oil, gas, and gas condensate, marketing petroleum and petrochemical products in domestic and international markets, and supplying natural gas to industry and the public in Azerbaijan.

Spartan Spartan Energy Corp. is an oil and gas company based in Calgary, Alberta.

Spectra Energy Spectra Energy Corp is a S&P500 company headquartered in Houston Texas, that operates in transmission and storage, distribution, and gathering and processing of natural gas.

STEG Tunisian Company of Electricity and Gas is a Tunisian public company, established in 1962, with a mission to produce and distribute electricity and natural gas on the Tunisian territory.

Subsea Subsea7 is a world-leading seabed-to-surface engineering, construction and services contractor the offshore energy industry.

Tideway Tideway is a subsidiary of the Belgian dredging, environmental and marine engineering group DEME, an international market leader for complex marine engineering works.

TIGF Transport et Infrastructures Gaz France offers and develops natural gas transport and storage solutions for the European market

Transpa-rency Law the law of 2 May 2007 on the disclosure of significant shareholdings in issuers whose securities are admitted to trading on a regulated market

Van Oord Van Oord is a Dutch family-owned company with 150 years of experience as an international marine contractor.

The annual report, full versions of the statutory and consolidated annual accounts, as well as the audit reports regarding said annual accounts are available on the website (www.cenergyholdings.com).

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