

**Best Deal Estates Limited**

**Report and Financial Statements**

**for the year ended 31 December 2024**

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The directors present their report and the audited financial statements for the year ended 31 December 2024.

**Principal Activity**

The company is mainly engaged in property development for resale.

**Performance Review**

At the end of 2022, the company purchased land in Siggiewi to be developed into apartments and garages. The construction of this development commenced in January 2023 and is currently 95% completed. The company also started the finishings of the project which as at end of 2024, were 40% complete. During 2024, the company started selling units in shell form.

The profit on the company's activities for the year after taxation amounted to € 1,331,599 (2023: Loss of €174,061). The directors expect to sustain the current level of operating activities throughout the project.

**Results and Dividends**

The results for the year are set out in the statement of comprehensive income on page 3.

The directors do not recommend the payment of a dividend and propose that the retained earnings of €1,151,791 (2023: accumulated loss of €179,807) be carried forward to the next financial year.

**Events after the end of the reporting period**

There were no particular important events affecting the company which occurred since the end of the accounting year.

**Future Developments**

The directors intend to continue to operate in line with their current business plan.

**Financial Risk Management**

The company is exposed to credit, interest and liquidity risks. An explanation of these risks and how the company manages these risks is found in Note 13 to these financial statements

**Directors**

The following have served as directors of the company during the year under review :

Christopher Attard  
Erskine Vella  
David Basile  
Pierre Bartolo  
Robert Buttigieg

#### Directors' Responsibilities for the Financial Statements

The Companies Act (Cap.386), enacted in Malta requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of the affairs of the company and of the profit or loss of the company for that year. In preparing these the directors are responsible for:

- adopting the going concern basis unless it is inappropriate to presume that the company will continue in the business;
- selecting suitable accounting policies and applying them consistently;
- making judgements and estimates that are reasonable and prudent;
- accounting for income and charges relating to the accounting period on the accrual basis;
- valuing separately the components of asset and liability items;
- reporting comparative figures corresponding to those of the preceding accounting period; and
- preparing the financial statements in accordance with International Financial Reporting Standards (IFRS Accounting Standards) as adopted by the European Union (EU).

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the company and to enable them to ensure that the financial statements comply with the Companies Act (Cap.386), enacted in Malta. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

#### Auditors

RSM Malta, have intimated their willingness to continue in office. A proposal to reappoint them as auditors of the company will be put to General Meeting.

This report was approved by the Board of Directors on 28 April 2025 and were signed on its behalf by:



Christopher Attard  
Director



Pierre Bartolo  
Director

**Statement of Comprehensive Income**  
for the year ended 31 December 2024

	Notes	2024 €	2023 €
<b>Revenue</b>		5,758,800	30,000
Cost of sales		(3,760,008)	(30,000)
<b>Gross profit</b>		1,998,792	-
Administrative expenses		(206,489)	(172,561)
<b>Profit/(loss) before taxation</b>		1,792,303	(172,561)
Income tax expense	5	(460,704)	(1,500)
<b>Profit / (loss) for the year</b>	4	1,331,599	(174,061)
<b>TOTAL COMPREHENSIVE INCOME / (LOSS) FOR THE YEAR</b>		<b>1,331,599</b>	<b>(174,061)</b>

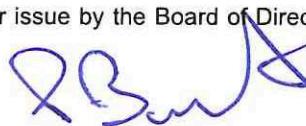
The notes on pages 7 to 16 form an integral part of these financial statements.

	Notes	2024 €	2023 €
<b>ASSETS</b>			
<b>Current Assets</b>			
Inventories	6	18,876,735	17,485,735
Trade and other receivables	7	534,312	41,937
Cash and cash equivalents	8	1,804,383	111,525
<b>Total Current Assets</b>		<u>21,215,430</u>	<u>17,639,197</u>
<b>Total Assets</b>		<u>21,215,430</u>	<u>17,639,197</u>
<b>EQUITY</b>			
<b>Capital and Reserves</b>			
Share capital	9	1,200	1,200
Retained earnings / (Accumulated losses)		1,151,792	(179,807)
<b>Total Equity</b>		<u>1,152,992</u>	<u>(178,607)</u>
<b>LIABILITIES</b>			
<b>Non-Current Liabilities</b>			
Long-term borrowings	11	<u>17,546,299</u>	<u>15,264,073</u>
<b>Total Non-Current Liabilities</b>		<u>17,546,299</u>	<u>15,264,073</u>
<b>Current Liabilities</b>			
Trade and other payables	10	2,233,314	1,995,019
Short-term borrowings	11	282,825	558,712
<b>Total Current Liabilities</b>		<u>2,516,139</u>	<u>2,553,731</u>
<b>Total Liabilities</b>		<u>20,062,438</u>	<u>17,817,804</u>
<b>Total equity and liabilities</b>		<u>21,215,430</u>	<u>17,639,197</u>

The financial statements were approved and authorised for issue by the Board of Directors on 28 April 2025 and were signed on its behalf by:



Christopher Attard  
Director



Pierre Bartolo  
Director

The notes on pages 7 to 16 form an integral part of these financial statements.

**Statement of Changes in Equity**  
for the year ended 31 December 2024

	Share Capital €	(Accumulated Losses) / Retained Earnings €	Total €
<b>At 1 January 2023</b>	1,200	(5,746)	(4,546)
<b>Total Comprehensive loss</b>			
Loss for the year	-	(174,061)	(174,061)
<b>At 31 December 2023</b>	<u>1,200</u>	<u>(179,807)</u>	<u>(178,607)</u>
<b>At 1 January 2024</b>	1,200	(179,807)	(178,607)
<b>Total Comprehensive income</b>			
Profit for the year	-	1,331,599	1,331,599
<b>At 31 December 2024</b>	<u>1,200</u>	<u>1,151,792</u>	<u>1,152,992</u>

The notes on pages 7 to 16 form an integral part of these financial statements.

**Statement of cash flows**  
for the year ended 31 December 2024

	2024	2023
	€	€
<b>Net profit/(loss) before taxation</b>	1,792,303	(172,561)
Reconciliation to cash generated from operations:		
Interest paid	1,133,188	896,705
Operating profit before working capital changes	2,925,491	724,144
Increase in inventories	(1,391,000)	(7,154,728)
Increase in trade receivables	(38,920)	-
(AIncrease) / decrease in other receivables	(453,455)	13,435
Increase / (decrease) in trade payables	16,539	(5,205)
Increase in other payables	221,756	1,992,075
Cash generated from/(used in) operating activities	1,280,411	(4,430,279)
Income tax paid	(460,704)	(1,500)
Net cash generated from/(used in) operating activities	819,707	4,431,779
<b>Cash from financing activities</b>		
New long term related party borrowings	2,821,038	4,261,472
New short term related party borrowings	-	281,832
Repayment of short term related party borrowings	(1,947,887)	-
Cash generated from financing activities	873,151	4,543,304
<b>Net increase in cash and cash equivalents in the year</b>	1,692,858	111,525
Cash and equivalents at beginning of year	111,525	-
<b>Cash and equivalents at end of year (Note 8)</b>	1,804,383	111,525

The notes on pages 7 to 16 form an integral part of these financial statements.

## 1. General Information

Best Deal Estates Limited ("the company") is a limited liability company incorporated and domiciled in Malta. The registered office of the company is 63, J.L.Buildings, Luqa Road, Paola PLA9045. The company status is that of a private company. These financial statements were approved for issue by the Board of Directors on 28 April 2025. The company's presentation as well as functional currency are denominated in €.

The company forms part of a Group of companies, the parent company being Best Deal Properties Holding plc. The company's principal activity is property development for resale.

The company has no individual who owns or controls, through direct or indirect ownership of shares, voting rights or ownership interests more than twenty-five per cent (25%) and no individual ultimately controls the company via other means. The executive directors through their position of senior managing officials within the company are considered as the ultimate controlling parties.

## 2. Material Accounting Policies

The material accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

### *Basis of measurement and statement of compliance*

These financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS Accounting Standards) as adopted by the European Union (EU) and comply with the requirements of the Companies Act (Cap. 386), enacted in Malta.

These financial statements have been prepared under the historical cost basis and are presented in Euro (€) which is also the company's functional currency.

The preparation of financial statements in conformity with the International Financial Reporting Standards as adopted by the European Union requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at balance sheet date and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based on management's best knowledge of current events and actions, actual results ultimately may differ from those estimates.

### *New or revised standards, interpretations and amendments adopted*

The company adopted several new or revised standards, interpretations and amendments issued by the International Accounting Standards Board (IASB) and the IFRS Interpretations Committee and endorsed by the EU. The adoption of these new or revised standards, interpretations and amendments did not have a material impact on these financial statements.

### Classification of Liabilities as Current or Non-Current (Amendments to IAS 1)

This amendment issued on 23 January 2020 aims to promote consistency in applying the requirements by helping companies determine whether, in the statement of financial position, debt and other liabilities with an uncertain settlement date should be classified as current (due or potentially due to be settled within one year) or non-current.

**2. Material Accounting Policies (continued)**

***New or revised standards, interpretations and amendments issued but not yet effective***

At the end of the reporting period, certain new standards, interpretations or amendments thereto, were in issue and endorsed by the EU, but not yet effective for the current financial period. There have been no instances of early adoption of standards, interpretations or amendments ahead of their effective date. The directors anticipate that the adoption of the new standards, interpretations or amendments thereto, will not have a material impact on the financial statements upon initial application.

**IFRS 18 Presentation and Disclosures in Financial Statements**

Issued on 9 April 2024, this new standard includes requirements for all entities applying IFRS for the presentation and disclosure of information in financial statements. Applicable to annual reporting period beginning on or after 1 January 2027.

***Revenue***

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the company and can be reliably measured. The company recognises revenue as follows:

**Property related income**

Property sales are recognised when the significant risks and rewards of ownership of the property being sold are effectively transferred to the buyer. This is generally considered to occur at the later of the contract of sale and the date when all the Company's obligations relating to the property are completed and the possession of the property can be transferred in the manner stipulated by the contract of sale.

Amounts received in respect of sales that have not yet been recognised in the financial statements due to the fact that the significant risks and rewards of ownership still rest with the Company, are treated as payments received in advance and are reported with current liabilities.

***Impairment of non-financial assets***

Assets that have an indefinite useful life are not subject to amortisation and are tested annually for impairment. Assets that are subject to amortisation or depreciation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the carrying amount of the asset exceeds its recoverable amount. The recoverable amount is the higher of the fair value of the asset less costs to sell and the value in use. Impairment losses are immediately recognised as an expense in the Statement of Comprehensive Income. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows.

***Impairment of financial assets***

The company assesses on a forward looking basis the expected credit losses associated with its debt instruments carried at amortised cost. The impairment methodology depends on the credit risk of the counterparty whereby for accounts where the credit risk is low and there is no significant increase in credit risk since initial recognition, the company recognises expected credit losses that are possible within the next 12 months, while expected credit losses expected over the remaining life of the exposure are recognised when there is a significant increase in credit risk since initial recognition.

The company's main financial assets that are subject to expected credit loss assessment comprise of cash and cash equivalents and amounts owed by related and group companies.

**2. Material Accounting Policies (continued)**

*Inventories and work in progress*

Inventories and work in progress represents the properties held for construction and sale. The cost of the work in progress includes the purchase of the land on which the development for sale will be constructed including all related direct purchase costs such as duty and professional fees. Cost also includes the development costs such as demolition, excavation and construction together with all the directly attributable costs to finish the property and bringing it to the condition necessary for it to be sold. The cost of the inventories and work in progress also include the borrowing costs that are directly attributable to the acquisition, construction and finishing of the development for resale.

The developed property held for resale is included in the financial statements at the lower of cost and net realisable value. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

*Trade and other receivables*

Trade receivables are initially recognised at fair value and subsequently measured at amortized cost using the effective interest method, less any allowance for expected credit losses. Trade receivables are generally due for settlement within 30 days.

The company has applied the simplified approach to measuring expected credit losses, which uses a lifetime expected loss allowance. To measure the expected credit losses, trade receivables have been grouped based on days overdue.

Other receivables are recognised at amortised cost, less any allowance for expected credit losses.

*Related parties*

Parties are considered to be related if one party has the ability, directly or indirectly, to control the other party or exercise significant influence over the other party in making financial and operating decisions. Parties are also considered to be related if they are subject to common control or common significant influence. Related parties may be individuals or corporate entities.

*Borrowings*

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost, any difference between the proceeds and the redemption value is recognised in the income statement over the period of the borrowings using the effective interest method.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the Statement of Financial Position date.

*Trade and other payables*

Trade payables represent liabilities for goods and services provided to the company prior to the end of the financial year and which are unpaid. These are initially recognised at fair value. Due to their short-term nature, they are measured at amortised cost and are not discounted. The amounts are unsecured and usually paid within 30 days of recognition.

*Contract liabilities*

Contract liabilities represent the company's obligation to transfer goods or services to a customer and are recognised when a customer pays consideration, or when the company recognises a receivable to reflect its unconditional right to consideration (whichever is earlier) before the company has satisfied its performance obligation in a contract with customer.

**2. Material Accounting Policies (continued)*****Borrowing costs***

Borrowing costs incurred in the construction of a qualifying asset, are capitalised during the period of time that is required to complete and prepare the asset for its intended use. All other borrowing costs are recognised in the Statement of Comprehensive Income as incurred.

***Capital Disclosures***

The Company's objectives when managing capital are:

- to safeguard the entity's ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders, and
- to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The Company sets the amount of capital in proportion to risk. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares, or sell assets to reduce debt.

The Company monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings (as shown in the statement of financial position) less cash and cash equivalents. Total capital is calculated as equity (as shown in the statement of financial position). The Company maintains its level of capital by reference to its financial obligations and commitments arising from operational requirements in relation to the development projects as well as to enable the honouring of all other liabilities.

**3. Significant judgements and critical estimation uncertainties**

The preparation of financial statements in conformity with IFRS Accounting Standards as adopted by the EU requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The directors have considered the development, selection and disclosure of the Company's critical accounting policies and estimates and the application of these policies and estimates. Estimates and judgements are continually evaluated and are based on historical and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

In the opinion of the Company's directors the accounting estimates and judgements made in the course of preparing these financial statements are not difficult, subjective or complex to a degree which would warrant their disclosure in terms of IAS 1.

**4. Profit / (Loss) for the year**

	2024	2023
	€	€
Profit/(Loss) for the year is stated after charging:		
Auditors' remuneration	4,785	4,555

## 5. Taxation

a) Taxation is provided for at the rate of 35% for company profits, except for property sales which have been taxed at a final withholding tax of 8%.

	2024	2023
	€	€
<b>Current year taxation</b>		
Income tax on the taxable income for the year	460,704	1,500
<b>Deferred taxation</b>		
Transfer to deferred taxation account	-	-
	<hr/> 460,704	<hr/> 1,500
<hr/>		

b) The accounting profit/(loss) and the tax expense (credit) for the year are reconciled as follows:

	2024	2023
	€	€
<b>Profit/(loss) on ordinary activities before taxation</b>		
	<hr/> 1,792,303	<hr/> (172,561)
<b>Tax on accounting profit/(loss) at 35%</b>		
	627,306	(60,396)
<b>Tax effect on:</b>		
Expenses disallowed for tax purposes	72,272	60,396
Different tax rate charged on sale of property	(238,874)	-
Other non-temporary differences	-	1,500
<b>Tax expense for the year</b>	<hr/> 460,704	<hr/> 1,500
<hr/>		

## 6. Inventories

	2024	2023
	€	€
<b>Property held for resale and work in progress</b>		
	<hr/> 18,876,735	<hr/> 17,485,735
<hr/>		

## 7. Trade &amp; Other Receivables

		2024	2023
		€	€
Advance payments		38,920	-
Amounts owed by group companies	<i>Note</i>	290,040	-
Other receivables		205,352	38,397
Prepayments and accrued income		-	3,540
		<u>534,312</u>	<u>41,937</u>

*Amounts owed by group companies*

These amounts are unsecured, interest free and repayable on demand.

## 8. Notes to the cashflow statement

Cash and cash equivalents included in the statement of cash flows comprise the following Statement of Financial Position amounts:

		2024	2023
		€	€
Cash at bank		1,800,383	111,525
Cash in hand		4,000	-
		<u>1,804,383</u>	<u>111,525</u>

*Liabilities arising from financing activities*

		2024	2023
		€	€
<b>Related party borrowings within 1 year</b>			
Opening net debt		558,712	276,880
Increase in borrowings		-	281,832
Repayments		(275,887)	-
		<u>282,825</u>	<u>558,712</u>
<b>Related party borrowings after 1 year</b>			
Opening net debt		15,264,073	10,105,896
Increase in borrowings		2,821,038	4,261,472
Capitalised interest payable		1,133,188	896,705
Loan repayments		(1,672,000)	-
		<u>17,546,299</u>	<u>15,264,073</u>

## 9. Share capital

	2024	2023
	€	€
<b>Authorised</b>		
1,200 Ordinary shares of € 1 each	1,200	1,200
	<hr/>	<hr/>
<b>Issued</b>		
1,200 Ordinary shares of € 1 each 100% paid up	1,200	1,200
	<hr/>	<hr/>

The share capital of the company consists only of ordinary shares with a par value of € 1. All shares are equally eligible to receive dividends and the repayment of capital, and represent one vote at the shareholders' meetings.

## 10. Trade &amp; other payables

	2024	2023
	€	€
<b>Trade payables</b>		
Trade payables	16,539	-
Other payables	819,950	580,650
Accruals	1,396,825	1,414,369
	<hr/>	<hr/>
	<b>2,233,314</b>	<b>1,995,019</b>
	<hr/>	<hr/>

## 11. Borrowings

	2024	2023
	€	€
<b>Non-current</b>		
Amounts owed to parent company	<i>Note</i> 17,546,299	15,264,073
<b>Current</b>		
Amounts owed to other group companies	<i>Note</i> 282,825	558,712

*Amounts due to parent company*

The loan to parent company is unsecured, bears interest at 7% per annum and is repayable by 2027.

*Amounts owed to other group companies*

These amounts are unsecured, interest free and are repayable on demand.

**12. Related party transactions**

Transactions with related parties :

	2024	2023
	€	€
Marketing and administration fees paid to Best Deal Properties Limited	121,500	121,500
Direct development costs charged by Best Deal Properties Limited	316,914	138,875
Direct development costs charged by individuals related to the company	143,324	-
Loan interest payable to parent company	1,133,188	896,704

**Loans from related parties**

	2024	2023
	€	€
Loans from parent company:		
Opening balance	15,264,073	10,105,896
Loans advanced during the year	2,821,038	4,261,472
Loans repayments made	(1,672,000)	-
Interest charged	1,133,188	896,705
Closing balance	<u>17,546,299</u>	<u>15,264,073</u>

Loans from other group companies :

Opening balance	558,712	276,880
Loans advanced during the year	-	281,832
Loans repayments made	(275,887)	-
Closing balance	<u>282,825</u>	<u>558,712</u>

Total loans from related parties :

Opening balance	15,822,785	10,382,776
Loans advanced during the year	2,821,038	4,543,304
Loans repayments made	(1,947,887)	-
Interest charged	1,133,188	896,705
Closing balance	<u>17,829,124</u>	<u>15,822,785</u>

**13. Financial Risk Management**

The company has exposure to the following risks from its use of financial instruments:

- Credit risk
- Interest rate risk
- Liquidity risk

This note presents information about the company's exposure to each of the aforementioned risks, the company's objectives, policies and processes for measuring and managing risk, and the company's management of capital. Further quantitative disclosures are included throughout these financial statements.

The Board of Directors has overall responsibility for the establishment and oversight of the company's risk management framework. The Board has responsibility to identify and analyse the risks faced by the company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits.

***Credit risk***

Credit risk arises mainly from cash and cash equivalents and trade and other receivables. The maximum exposure to credit risk at the end of the reporting period in respect of the financial assets held by the company is equivalent to their carrying amount as disclosed in the respective notes to the financial statements..

The credit risk relating to cash at bank is considered to be low in view of management's policy of placing it with reputable financial institutions.

The credit risk relating to trade receivables is limited since the company's operations are carried out in Malta with all revenues originating from clients based in Malta. The company considers that it is not exposed to major concentrations of credit risks in the event of non-performance of a single customer. Credit risk relating to amounts due from group companies is also limited as there are no indications that the group companies are unable to meet their obligations.

The company's exposure to credit risk is limited to the carrying amount of financial assets recognised at the end of the reporting year, as summarised below:

	Note	2024	2023
		€	€
<i>Financial assets at amortised cost</i>			
Amounts owed by group companies	7	290,040	-
Cash and cash equivalents	8	1,804,383	111,525
		2,094,423	111,525

**Interest rate risk**

The company's borrowings with its parent company are subject to a fixed interest rate and therefore the interest risk exposure is minimal.

**Liquidity risk**

Liquidity risk is the risk that the company will not be able to meet its financial obligations as they fall due. The company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the company's reputation.

The following table analyses the company's financial liabilities into relevant maturity groupings based on the remaining period and the reporting date to the contractual maturity date. The amounts disclosed in the tables below are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances, as the impact of discounting is not significant:

	Interest	Within	Between	More than	Total
	Rate	12 months	1 - 5 years	5 years	
<i>31 December 2024</i>					
Related party borrowings	7%	282,825	17,546,299	-	17,829,124
Trade and other payables	-	2,233,314	-	-	2,233,314
		<u>2,516,139</u>	<u>17,546,299</u>	<u>-</u>	<u>20,062,438</u>
<i>31 December 2023</i>					
Related party borrowings	7%	558,712	15,264,073	-	15,822,785
Trade and other payables	-	1,995,019	-	-	1,995,019
		<u>2,553,731</u>	<u>15,264,073</u>	<u>-</u>	<u>17,817,804</u>

The Board seeks to maintain a balance between the higher returns that might be possible with higher levels of borrowings and the advantages and security afforded by a sound capital position.

There were no changes in the company's approach to capital management during the year.

**14. Fair values estimation**

The nominal values less estimated credit adjustments of trade receivable and payables are assumed to approximate their fair values, otherwise, these have been adjusted to approximate their fair values.

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## INDEPENDENT AUDITOR'S REPORT

To the Shareholder of Best Deal Estates Limited

### Report on the Audit of the Financial Statements

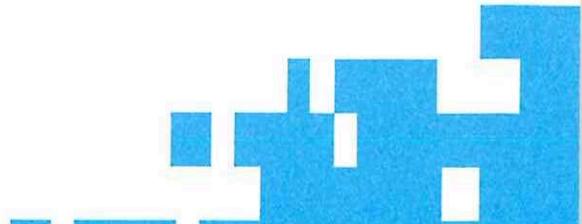
#### Opinion

We have audited the accompanying financial statements of Best Deal Estates Limited ("the Company"), set out on pages 3 to 16, which comprise the statement of financial position as at 31 December 2024, the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of material accounting policies.

In our opinion, the financial statements give a true and fair view of the financial position of the Company as at 31 December 2024, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRS Accounting Standards) as adopted by the European Union (EU), and have been properly prepared in accordance with the requirements of the Maltese Companies Act (Cap. 386).

#### Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the ethical requirements of both the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code) and the Accountancy Profession (Code of Ethics for Warrant Holders) Directive issued in terms of the Accountancy Profession Act (Cap. 281) in Malta that are relevant to our audit of the financial statements, and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code and the Code of Ethics for Warrant Holders in Malta. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.



## **INDEPENDENT AUDITOR'S REPORT – continued**

To the Shareholder of Best Deal Estates Limited

### **Report on the Audit of the Financial Statements – continued**

#### **Other Information**

The directors are responsible for the other information. The other information comprises the directors' report, but does not include the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed on the other information that we have obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Under Article 179(3) of the Maltese Companies Act (Cap. 386), we are required to consider whether the information given in the directors' report is compliant with the disclosure requirements of Article 177 of the same Act.

Based on the work we have performed, in our opinion:

- the directors' report has been prepared in accordance with the Maltese Companies Act (Cap. 386);
- the information given in the directors' report for the financial period on which the financial statements had been prepared is consistent with those in the financial statements; and
- in light of our knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the directors' report.

#### **Responsibilities of the Directors for the Financial Statements**

The directors are responsible for the preparation of financial statements that give a true and fair view in accordance with IFRS Accounting Standards as adopted by the EU and the requirements of the Maltese Companies Act (Cap. 386), and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company'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 directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

The directors are responsible for overseeing the Company's financial reporting process

**INDEPENDENT AUDITOR'S REPORT – continued**

To the Shareholder of Best Deal Estates Limited

**Report on the Audit of the Financial Statements – continued****Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements 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 financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, 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 Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the 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 Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements 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 auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure, and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors 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.

**INDEPENDENT AUDITOR'S REPORT – continued**

To the Shareholder of Best Deal Estates Limited

**Report on Other Legal and Regulatory Requirements**

Pursuant to Articles 179(10) and 179(11) of the Maltese Companies Act (Cap. 386), we are required to report to you if in our opinion:

- proper accounting records have not been kept; or
- proper returns adequate for our audit have not been received from branches we have not visited; or
- the financial statements are not in agreement with the accounting records and returns; or
- we were unable to obtain all the information and explanations which, to the best of our knowledge and belief, are necessary for the purposes of our audit.

We have nothing to report in respect of these responsibilities.



*This copy of the audit report has been signed by  
Conrad Borg (Principal)  
for and on behalf of*

RSM Malta  
Registered Auditor

28 April 2025