

Company Registration No: C 70546

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OF COMPANIES

# Steward Malta Ltd

Consolidated Annual Report for the year ending

31st December 2017

# Steward Malta Ltd

Company Reg. No. C 70546

## Consolidated Annual Report and Financial Statements for the year ending 31st December 2017

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## COMPANY INFORMATION

### Company name - Parent company

Steward Malta Ltd (changed from Vitals Global Healthcare Ltd - effective date 18th May 2018)

### Companies names - Subsidiary companies

Steward Malta Management Ltd (changed from Vitals Global Healthcare Management Ltd - effective date 18th May 2018)

Steward Malta Assets Ltd (changed from Vitals Global Healthcare Assets Ltd - effective date 18th May 2018)

### Date of Company Registration

13th May 2015

### Registered Office

Floor 5, 115A, Msida Valley Road, Birkirkara.

### Directors

Dr. Armin Ernst (appointed on 16th February 2018)

Mr. Michael Callum (appointed on 16th February 2018)

Mr. Sri Ram Tumuluri (resigned on 16th February 2018)

Mr. Mark Edward Pawley (resigned on 16th February 2018)

### Company Secretary

Dr. Armin Ernst (appointed on 16th February 2018)

Mr. Sri Ram Tumuluri (resigned on 16th February 2018)

### Legal Representatives

Dr. Armin Ernst (appointed on 16th February 2018)

Mr. Michael Callum (appointed on 16th February 2018)

Mr. Sri Ram Tumuluri (resigned on 16th February 2018)

Mr. Mark Edward Pawley (resigned on 16th February 2018)

### Judicial Representatives

Dr. Armin Ernst (appointed on 16th February 2018)

Mr. Michael Callum (appointed on 16th February 2018)

Mr. Sri Ram Tumuluri (resigned on 16th February 2018)

Mr. Mark Edward Pawley (resigned on 16th February 2018)

### Auditor

Mr. Christopher Spiteri B.A. (Hons) Accty, F.I.A., C.P.A.

The directors present their Annual Report and Financial Statements which are in conformity with the Maltese Companies Act, 1995 and are prepared using International Financial Reporting Standards as adopted by the EU.

## Directors' Report and Statement of Directors' Responsibilities

The directors present their report and the audited financial statements of the Company and the Group for the year ended 31st December 2017.

### Principal activities

On 30th November 2015 the Company, together with its subsidiary companies, signed a services concession agreement with the Government of the Republic of Malta for the redevelopment, maintenance, management and operation of the sites at St. Luke's Hospital, Karin Grech Rehabilitation Hospital and Gozo General Hospital. The effective date of the services concession agreement was 1st June 2016.

### Review of the business

During the year under review the Company made a net loss for the year amounting to € 8,140. It did not have any revenue during the period of operation while Company expenses amounted to € 8,140.

During the year under review the Group's turnover amounted to € 76,140,664 while its total expenses amounted to € 94,581,890. Consequently the Group made a net loss for the financial year before charging taxation amounting to € 18,441,226.

### Results and dividends

The results for the year are set out in the income statement on page 6. The directors do not recommend the payment of a dividend.

### Future Developments

The Board of Directors' main objective remains continuing to expand the business model. It is the Board of Directors' intention to develop the Company and the Group through realignment of the business to provide a more efficient and cost effective structure. The Board of Directors believes that the measures that are being put in place should provide a platform for the Company and the Group to achieve profitability.

### Directors

The directors of the company during the financial year were:

Dr. Armin Ernst (appointed on 16th February 2018)  
Mr. Michael Callum (appointed on 16th February 2018)  
Mr. Sri Ram Tumuluri (resigned on 16th February 2018)  
Mr. Mark Edward Pawley (resigned on 16th February 2018)

In accordance with the company's Articles of Association, the present directors remain in office.

### Statement of directors' responsibilities

The directors are required by the Maltese Companies Act, 1995 to prepare financial statements which give a true and fair view of the state of affairs of the Company and the Group as at the end of each reporting year and of the profit or loss for that year.

In preparing the financial statements, the directors are responsible for :

- ensuring that the financial statements have been drawn up in accordance with International Financial Reporting Standards as adopted by the EU;
- selecting and applying appropriate accounting policies;
- making accounting estimates that are reasonable in the circumstances; and
- ensuring that the financial statements are prepared on the going concern basis unless it is inappropriate to presume that the Company and the Group will continue in business as a going concern.

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**Directors' Report and Statement of Directors' Responsibilities**

.../continued

The directors are also responsible for designing, implementing and maintaining 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, and that comply with the Maltese Companies Act, 1995. They are also responsible for safeguarding the assets of the Company and the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

**Going Concern**

At the time of approving the financial statements, the Directors determined that the shareholders have given their undertaking to support the Group so that it will continue operating in the foreseeable future. For this reason, the Directors have adopted the going concern basis in preparing the financial statements.

**Events after reporting period**

There were no particular important events or transactions affecting the Company and the Group that have occurred since the end of the accounting period, which, though properly excluded from the financial statements, are of such importance that they should have been disclosed in the notes to the financial statements.


**Capital Commitments**

As at year end, the Company and the Group did not have any capital commitments.

**Auditor**

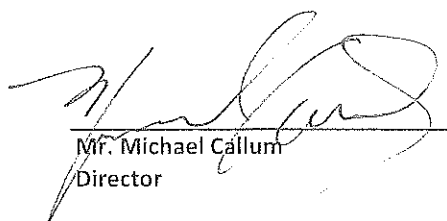
The auditor, Mr. Christopher Spiteri B.A. (Hons) Accty, F.I.A., C.P.A., expressed his willingness to remain in office. A resolution for the auditor's re-appointment will be proposed at the next annual general meeting.

*By order of the board dated  
31st October 2018*



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Dr. Armin Ernst  
Director



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Mr. Michael Callum  
Director

Registered Office  
Floor 5, 115A, Msida Valley Road, Birkirkara.

I have audited the accompanying financial statements of Steward Malta Ltd (the Company) and the Group, which comprise the statement of financial position as at 31st December 2017, and the income statement, statement of comprehensive income, statement of changes in equity and statement of cash flow for the year then ended, and a summary of significant accounting policies and other explanatory notes.

### Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards as adopted by the EU and the requirements of the Maltese Companies Act, 1995. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error, selecting and applying appropriate accounting policies, and making accounting estimates that are reasonable in the circumstances.

### Auditor's responsibility

My responsibility is to express an opinion on these financial statements based on my audit. I conducted my audit in accordance with International Standards on Auditing. Those standards require that I comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free of material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my audit opinion.

### Emphasis of Matter

Without qualifying my opinion, I draw attention to Note 2.7 in the financial statements which indicates that as at 31st December 2017, the Group's total liabilities exceeded its total assets by € 27,382,043. This condition, along with other matters as set forth in Note 2.7, indicate the existence of a material uncertainty that may cast significant doubt about the Group's ability to continue as a going concern.

### Opinion

In my opinion, the financial statements give a true and fair view of the financial position of Steward Malta Ltd (the Company) and the Group as of 31st December 2017, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the EU and have been properly prepared in accordance with the requirements of the Maltese Companies Act, 1995.

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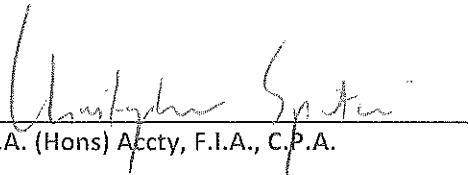
### Report on other Legal and Regulatory Requirements

I also have responsibilities under the Maltese Companies Act, 1995 to report to you if, in my opinion:

- The information given in the director's report is not consistent with the financial statements.
- Adequate accounting records have not been kept or that returns have not been received from branches not visited by me.
- The financial statements are not in agreement with the accounting records.
- I have not received all the information and explanations I require for my audit.
- If certain disclosures of the directors' remuneration specified by law are not made in the financial statements, giving the required particulars in my report.

I have nothing to report to you in respect of these responsibilities.

*This copy of the audit report has been signed  
on behalf of the audit practice by*



Mr. Christopher Spiteri B.A. (Hons) Accty, F.I.A., C.P.A.  
Registered Auditor

31st October 2018

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Cospicua Road,  
Paola - PLA1902  
Tel : 21488239/21493759  
Fax : 21499573  
E-mail : [chris\\_spiteri@melita.com](mailto:chris_spiteri@melita.com)

### Income Statement

	Note	The Group		The Company	
		2017 (€)	2016 (€)	2017 (€)	2016 (€)
Revenue	4	75,967,464	38,830,800	-	-
Direct costs		(66,218,997)	(34,125,918)	-	-
<b>Gross Profit</b>		<b>9,748,467</b>	<b>4,704,882</b>	<b>-</b>	<b>-</b>
Administrative expenses		(25,481,315)	(9,081,996)	(8,110)	(8,207)
Finance income		173,200	83,900	-	-
Finance costs		(2,881,578)	(1,773,536)	(30)	(30)
<b>Loss for the year before tax</b>		<b>(18,441,226)</b>	<b>(6,066,750)</b>	<b>(8,140)</b>	<b>(8,237)</b>
Income tax charge	6	-	-	-	-
<b>Loss for the financial year</b>		<b>(18,441,226)</b>	<b>(6,066,750)</b>	<b>(8,140)</b>	<b>(8,237)</b>

### Statement of Comprehensive Income


	The Group		The Company	
	2017 (€)	2016 (€)	2017 (€)	2016 (€)
Loss for the financial year	(18,441,226)	(6,066,750)	(8,140)	(8,237)
Other comprehensive income/(loss)	-	-	-	-
<b>Total comprehensive loss for the year</b>	<b>(18,441,226)</b>	<b>(6,066,750)</b>	<b>(8,140)</b>	<b>(8,237)</b>
<b>Earnings per share</b>	<b>(15,367.68)</b>	<b>(5,055.62)</b>	<b>(6.78)</b>	<b>(6.86)</b>

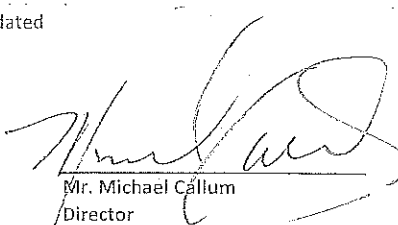
The accounting policies and explanatory notes on pages 10 to 26 are an integral part of these financial statements.



Statement of financial position	Notes	The Group		The Company	
		2017 (€)	2016 (€)	2017 (€)	2016 (€)
<b>ASSETS</b>					
<b>Non-current assets</b>					
Property, plant and equipment	8	1,423,348	269,019	-	-
Contract asset	9	11,814,763	5,018,870	-	-
Financial assets	10	1,200	-	1,200	-
<b>Total non-current assets</b>		<b>13,239,311</b>	<b>5,287,889</b>	<b>1,200</b>	<b>-</b>
<b>Current assets</b>					
Inventories	11	991,819	848,073	-	-
Trade and other receivables	12	2,523,245	1,292,662	1,288	1,359
Cash and cash equivalents	13	159,782	1,153,871	110	140
<b>Total current assets</b>		<b>3,674,846</b>	<b>3,294,606</b>	<b>1,398</b>	<b>1,499</b>
<b>TOTAL ASSETS</b>		<b>16,914,157</b>	<b>8,582,495</b>	<b>2,598</b>	<b>1,499</b>
<b>EQUITY AND LIABILITIES</b>					
<b>Capital and Reserves</b>					
Called up issued share capital	15	1,200	1,200	1,200	1,200
Accumulated losses		(27,383,243)	(8,942,017)	(22,052)	(13,912)
<b>Total equity and reserves</b>		<b>(27,382,043)</b>	<b>(8,940,817)</b>	<b>(20,852)</b>	<b>(12,712)</b>
<b>LIABILITIES</b>					
<b>Current liabilities</b>					
Interest bearing borrowings	16	896,163	-	-	-
Trade and other payables	17	43,400,037	17,523,312	23,450	14,211
Current tax liabilities	6	-	-	-	-
<b>Total current liabilities</b>		<b>44,296,200</b>	<b>17,523,312</b>	<b>23,450</b>	<b>14,211</b>
<b>TOTAL LIABILITIES</b>		<b>44,296,200</b>	<b>17,523,312</b>	<b>23,450</b>	<b>14,211</b>
<b>TOTAL EQUITY, RESERVES AND LIABILITIES</b>		<b>16,914,157</b>	<b>8,582,495</b>	<b>2,598</b>	<b>1,499</b>

The financial statements on pages 6 to 26 were approved and authorised for issue by order of the board dated  
31st October 2018

  
Dr. Armin Ernst  
Director

  
Mr. Michael Callum  
Director

The accounting policies and explanatory notes on pages 10 to 26 are an integral part of these financial statements.

Statement of changes in equity

		The Company		
		Share capital	Accumulated losses	Total
		(€)	(€)	(€)
<b>2016</b>				
	Opening balance	1,200	(5,675)	(4,475)
	Loss for the year	-	(8,237)	(8,237)
	<b>Balance as at 31st December 2016</b>	<b>1,200</b>	<b>(13,912)</b>	<b>(12,712)</b>
<b>2017</b>				
	Opening balance	1,200	(13,912)	(12,712)
	Loss for the year	-	(8,140)	(8,140)
	<b>Balance as at 31st December 2017</b>	<b>1,200</b>	<b>(22,052)</b>	<b>(20,852)</b>
		The Group		
		Share capital	Accumulated losses	Total
		(€)	(€)	(€)
<b>2016</b>				
	Opening balance	1,200	(2,875,267)	(2,874,067)
	Loss for the year	-	(6,066,750)	(6,066,750)
	<b>Balance as at 31st December 2016</b>	<b>1,200</b>	<b>(8,942,017)</b>	<b>(8,940,817)</b>
<b>2017</b>				
	Opening balance	1,200	(8,942,017)	(8,940,817)
	Loss for the year	-	(18,441,226)	(18,441,226)
	<b>Balance as at 31st December 2017</b>	<b>1,200</b>	<b>(27,383,243)</b>	<b>(27,382,043)</b>

The accounting policies and explanatory notes on pages 10 to 26 are an integral part of these financial statements.

Statement of cash flow

	Notes	The Group		The Company	
		2017 (€)	2016 (€)	2017 (€)	2016 (€)
<b>Cash flow from operating activities</b>					
Cash generated from/(used in) operations	14	9,274,839	7,080,685	1,200	(500,000)
Income tax paid		-	-	-	-
<b>Net cash inflow/(outflow) from operating activities</b>		<b>9,274,839</b>	<b>7,080,685</b>	<b>1,200</b>	<b>(500,000)</b>
<b>Cash flows used in investing activities</b>					
Purchase of property, plant and equipment		(1,486,420)	(314,530)	-	-
Development costs for contract asset		(6,795,893)	(4,339,258)	-	-
Purchase of financial assets		(1,200)	-	(1,200)	-
Finance costs		(2,881,578)	(1,773,536)	(30)	(30)
<b>Net cash outflow from investing activities</b>		<b>(11,165,091)</b>	<b>(6,427,324)</b>	<b>(1,230)</b>	<b>(30)</b>
<b>Cash flows generated from financing activities</b>					
Movement in bank loan		896,163	-	-	-
<b>Net cash inflow from financing activities</b>		<b>896,163</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Movement in cash and cash equivalents</b>					
Cash and cash equivalents at beginning of the year		1,153,871	500,510	140	500,170
<b>Cash and cash equivalents at end of the year</b>	13	<b>159,782</b>	<b>1,153,871</b>	<b>110</b>	<b>140</b>

The accounting policies and explanatory notes on pages 10 to 26 are an integral part of these financial statements.

## Notes to the financial statements

### 1 Statutory information

This Company is registered, domiciled and incorporated in Malta, and its registered address is Floor 5, 115A, Msida Valley Road, Birkirkara.

### 2 Basis of preparation

#### 2.1 Statement of Compliance

These financial statements have been prepared under the historical cost convention and in accordance with International Financial Reporting Standards as adopted by the EU and the Companies Act, 1995.

#### 2.2 Changes in accounting policies and disclosures

##### Standards, interpretations and amendments to published standards effective in 2017

The Company and the Group have adopted the following new and amended IFRS and IFRIC interpretations during the year. Adoption of these revised standards and interpretations did not have any effect on the financial performance or position of the Company and the Group.

IFRIC 21	Levies - sets out the accounting for an obligation to pay a levy that is not income tax. The interpretation addresses what the obligating event is that gives rise to pay a levy and when should a liability be recognised. The Company and the Group are not currently subjected to significant levies so the impact on the Company and the Group is not material.
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##### Standards, Interpretations and amendments to published standards that are not yet effective

Up to date of approval of these financial statements, certain new standards, amendments and interpretations to existing standards have been published but are not yet effective for the current reporting period and which the Company and the Group has not adopted early. The directors anticipate that the adoption of International Financial Reporting Standards, that were in issue at the date of authorisation of these financial statements, but not yet effective, will have no material impact on the financial statements of the Company and the Group in the period of initial application. The following list excludes International Financial Reporting Standards that are already in issue and that are expected not to be applicable.

IFRS 13	Fair Value Measurement - This Standard defines fair value, sets out in a single IFRS a framework for measuring fair value and requires disclosures about fair value measurements. IFRS 13 does not require fair value measurements in addition to those already required or permitted by other IFRSs.
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**Notes to the financial statements****2.3 Basis of Measurement**

The financial statements have been prepared under the historical cost convention, as modified by the fair valuation of the non-current asset categories of property, plant and equipment and investment property and except as disclosed in the accounting policies below (Note 3). These accounting policies have been applied consistently to all periods presented in these financial statements.

**2.4 Foreign currency translation****(a) Functional currency**

Amounts disclosed in the financial statements are presented using the currency denoted in the company's Memorandum of Association, which is the Euro (€).

**(b) Transactions and balances**

Foreign currency transactions are translated into Euros (€) using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the income statement.

Changes in the fair value of monetary securities denominated in foreign currency classified as available for sale are analysed between translation differences resulting from changes in the amortised cost of the security and other changes in the carrying amount of the security. Translation differences related to changes in the amortised cost are recognised in profit or loss, and other changes in the carrying amount are recognised in equity.

**2.5 Critical accounting estimates and judgements**

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

**2.6 Financial risk factors**

The Company's and Group's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. The Company's and Group's overall risk management programme focuses on the unpredictability of market conditions and therefore seeks to minimise potential adverse effects on the Company's and Group's financial performance. Risk management is carried out by the board of directors. The board evaluates, on a periodical basis, financial risk factors based on appropriate skills, experience and supervision.

**Market risk**

Market risk is the risk that the fair value of future cash flows will fluctuate because of changes in market prices. Market prices comprise three types of risk: interest rate risk, currency risk and other price risk, such as equity risk. The Company's and Group's policy is designed to minimise such risks by implementing the necessary safeguards to counter market risks.

**Credit risk**

Credit risk arises from cash and cash equivalents and deposits with banks, as well as credit exposures to customers, including outstanding receivables and committed transactions. For banks only independently rated parties are accepted. Risk control assesses the credit quality of customers, taking into account its financial position, past experience and other factors. The utilisation of credit limits is regularly monitored. No credit limits were exceeded during the year and management does not expect any losses from non-performance by these counterparties.

## Notes to the financial statements

### Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding through an adequate amount of committed credit facilities and the ability to close out market positions. The Company and the Group maintains flexibility in funding by maintaining availability under committed credit lines. The Company and the Group monitors its liquidity on the basis of expected cash flow. This entails projecting cash flows and considering the level of liquid assets necessary to meet the Company's and Group's obligations as they fall due.

### Capital risk management

The Company's and Group's objectives when managing capital are to safeguard its ability to continue to operate as a going concern in order to provide returns for the shareholders and to maintain an optimal structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the Company and the Group may adjust the amount of dividends paid to the shareholders, issue new shares or sell assets to reduce debt. The Company and the Group monitors capital on the basis of its gearing ratio.

### Fair value estimation

The fair value of financial instruments that are not traded in an active market is determined by using valuation techniques. The Company and Group uses a variety of methods and makes assumptions that are based on market conditions existing at the balance sheet date. The carrying value less impairment provision of trade receivables and payables are assumed to approximate their fair values.

## 2.7 Going concern

During the year ending 31st December 2017, the Group increased its activity but made a loss of € 18,441,226 (2016 - loss of € 6,066,750). As at year end the Group also had a net liability position of € 27,382,043 (2016 - € 8,940,817). The Directors have confirmed that the shareholders have given their undertaking to support the Group so that it will continue operating in the foreseeable future as a going concern.

Notes to the financial statements

3 Significant accounting policies

3.1 Property, Plant and equipment

All plant and equipment are initially recorded at cost. Subsequently, all property, plant and equipment are stated at historical cost less depreciation.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that the future economic benefits associated with the item will flow to the company and the cost can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

Depreciation on property, plant and equipment is calculated using the straight-line method to allocate their cost or revalued amounts to their estimated values over their estimated useful lives, as shown hereunder :

	%
Plant & equipment	20
Furniture, fixtures & fittings	10
Office & Computer equipment	25
Improvements to premises	2
Air-conditioners	16.67
Software	25

Freehold land, land held on perpetual emphyteusis and assets in the course of construction are not depreciated. The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the income statement. When revalued assets are sold, the amounts included in other reserves are transferred to retained earnings.

3.2 Contract asset and Services Concession Agreement

(a) Contract asset

The Group is recognising a contract asset in its statement of financial position to account for the construction, development and maintenance of the healthcare services project during its construction period. The carrying amount of the contract asset is equal to the total costs incurred on this project, profit on the completed construction and financing revenue.

(b) Services Concession Agreement

Under the terms of IFRIC 12 "Services Concessions Arrangements", a concession operator has a twofold activity:

- a construction activity in respect of its obligations to design, build and finance a new asset that it delivers to the grantor: revenue is recognised over time in accordance with IFRS 15;
- an operating and maintenance activity in respect of concession assets: revenue is recognised over time in accordance with IFRS 15.

In return for its activities as operator, the Group will receive remuneration from the grantor and therefore IFRIC 12's financial asset model applies. Under this model, the operator has an unconditional contractual right to receive payments from the concession grantor, irrespective of the amount of use made of the infrastructure.

The operator recognises a financial asset, attracting interest, in its statement of financial position, in consideration for the services it provides (design, construction, etc.). Such financial assets are recognised in the Statement of Financial Position as a Contract asset, in an amount corresponding to the fair value of the infrastructure on first recognition and subsequently at amortised cost. The receivable will in substance, be settled by the operator's right to retain all rental payments to be effected by users upon completion of construction; such payments will be received partly from users and partly from the grantor. Finance income calculated on the basis of the effective interest method is recognised under Finance income in the Statement of Comprehensive Income.

The part of the investment that is covered by an unconditional contractual right to receive payments from the grantor (in the form of contractual services concession charges) is recognised as a Contract asset up to the amount guaranteed.

## Notes to the financial statements

### 3.3 Financial Assets

#### Classification

The Company and the Group classify their financial assets in the following categories: at fair value through profit or loss, loans and receivables, and available-for-sale. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition.

#### *-Financial assets at fair value through profit or loss*

Financial assets at fair value through profit or loss are those designated and those held for trading. A financial asset is classified in this category if acquired principally for the purpose of selling in the short-term. Assets in this category are classified as current assets.

#### *-Available-for-sale financial assets*

Available-for-sale financial assets are non-derivatives that are either designated in this category or not classified in any of the other categories. They are included in non-current assets unless the investment matures or management intends to dispose of it within twelve months from statement of financial position date.

#### Recognition and Measurement

Regular purchases and sales of financial assets are recognised on the trade-date, being the date on which the Company and the Group commits to purchase or sell the asset. Investments are initially recognised at fair value plus transaction costs for all financial assets not carried at fair value through profit or loss. Financial assets carried at fair value through profit or loss are initially recognised at fair value, and transaction costs are expensed in the income statement. Financial assets are derecognised when the rights to receive cash flows from the investments have expired or have been transferred and the Company and the Group has transferred substantially all risks and rewards of ownership. Available-for-sale financial assets and financial assets at fair value through profit or loss are subsequently carried at fair value. Loans and receivables are subsequently carried at amortised cost using the effective interest method.

Gains or losses arising from changes in the fair value of the 'financial assets at fair value through profit or loss' category are presented in the income statement in the period in which they arise. Dividend income from financial assets at fair value through profit or loss, if any, is recognised in the income statement when the Company's and Group's right to receive payments is established.

Changes in the fair value of monetary securities denominated in a foreign currency and classified as available-for-sale are analysed between translation differences resulting from changes in amortised cost of the security and other changes in the carrying amount of the security. The translation differences on monetary securities are recognised in profit or loss; translation differences on non-monetary securities are recognised in other comprehensive income. Changes in the fair value of monetary and non-monetary securities classified as available-for-sale are recognised in other comprehensive income. When securities classified as available-for-sale are sold or impaired, the accumulated fair value adjustments recognised in equity are included in the income statement as 'gains and losses from investment securities'.

### 3.4 Impairment of assets

The Company and the Group assess at the end of each reporting period whether there is objective evidence that a financial asset or group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset (a 'loss event') and that loss event (or events) has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated. Evidence of impairment may include indications that the debtors or a group of debtors is experiencing significant financial difficulty, default or delinquency in interest or principal payments, the probability that they will enter bankruptcy or other financial reorganisation, and where observable data indicate that there is a measurable decrease in the estimated future cash flows, such as changes in arrears or economic conditions that correlate with defaults.



## Notes to the financial statements

For loans and receivables category, the amount of the loss is measured as the difference between the asset's carrying amount and the present value of estimated future cash flows (excluding future credit losses that have not been incurred) discounted at the financial asset's original effective interest rate. The carrying amount of the asset is reduced and the amount of the loss is recognised in the consolidated income statement. If a loan or held-to-maturity investment has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract. As a practical expedient, the Company and the Group may measure impairment on the basis of an instrument's fair value using an observable market price.

### (a) Assets carried at amortised cost

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised (such as an improvement in the debtor's credit rating), the reversal of the previously recognised impairment loss is recognised in the income statement.

### (b) Assets classified as available-for-sale

The Company and the Group assess at the end of each reporting period whether there is objective evidence that a financial asset or a group of financial assets is impaired. For debt securities, the group uses the criteria referred to in (a) above. In the case of equity investments classified as available for sale, a significant or prolonged decline in the fair value of the security below its cost is also evidence that the assets are impaired. If any such evidence exists for available-for-sale financial assets, the cumulative loss – measured as the difference between the acquisition cost and the current fair value, less any impairment loss on that financial asset previously recognised in profit or loss – is removed from equity and recognised in profit or loss. Impairment losses recognised in the income statement on equity instruments are not reversed through the income statement. If, in a subsequent period, the fair value of a debt instrument classified as available for sale increases and the increase can be objectively related to an event occurring after the impairment loss was recognised in profit or loss, the impairment loss is reversed through the income statement.

## 3.5 Inventories

Inventories are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost is determined using the first-in, first-out (FIFO) method. The cost of finished goods and work in progress comprises packaging costs, raw materials, direct labour, other direct costs and related production overheads (based on normal operating capacity). At each reporting date, inventories are assessed for impairment. If inventory is impaired, the carrying amount is reduced to its selling price less costs to complete and sell; the impairment loss is recognised immediately in income statement.

## Notes to the financial statements

### 3.6 Trade receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for impairment of trade receivables is established when there is objective evidence that the Company and the Group will not be able to collect all amounts due according to the original terms of the receivables. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganisation, and default or delinquency in payments within the allowed credit terms are considered indicators that the trade receivable is impaired.

The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. The carrying amount of the asset is reduced through the use of an allowance account, and the amount of the loss is recognised in the income statement. When a trade receivable is uncollectible, it is written off against the allowance account for trade receivables. Subsequent recoveries of amounts previously written off are credited in the income statement.

### 3.7 Cash and cash equivalents

Cash and cash equivalents comprise cash in hand, deposits held at call with banks, any short term liquid investments that are readily convertible to known amounts of cash which are subject to an insignificant risk of change in value, and overdrawn bank balances. Overdrawn bank balances are shown in current liabilities on the statement of financial position.

### 3.8 Financial Instruments

Financial assets and financial liabilities are recognised when the Company and the Group has become party to the contractual provisions of the instrument.

### 3.9 Offsetting financial instruments

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

### 3.10 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 (net of transaction costs) 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 and the Group have an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.

**Notes to the financial statements****3.11 Trade payables**

Trade payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

**3.12 Provisions**

Provisions for restructuring costs and legal claims are recognised when: the Company and the Group has a present legal or constructive obligation as a result of past events; it is probable that a transfer of economic benefits will be required to settle the obligation; and the amount can be reliably estimated. Restructuring provisions comprise lease termination penalties and employee termination payments. Provisions are not recognised for future operating losses.

**3.13 Current and deferred income tax**

The tax expense comprises current and deferred tax. Tax is recognised in the income statement, except to the extent that it relates to items recognised directly in equity. In this case, the tax is also recognised in equity.

The current income tax charge is calculated on the basis of the tax law enacted or substantively enacted at the balance sheet date. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using the current rate of corporate taxation at the balance sheet date and which is expected to apply when the related deferred tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

**3.14 Revenue recognition**

Revenue comprises the fair value of the consideration receivable for the sale of goods and services in the ordinary course of the Company's and Group's activities. Revenue is shown net of value-added tax, returns, rebates and discounts. The Company and the Group recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the Company and the Group and specific criteria have been met for each of the activities described below.

Sales of goods are recognised when the goods are delivered to the Company's and Group's customers and the customers have accepted the products and the collectability of the related receivables is reasonably assured.

Finance income is recognised on a time-proportion basis using the effective interest method.

**Notes to the financial statements****3.15 Share Capital**

Ordinary shares are classified as equity. Incremental costs directly attributable to issue of ordinary shares are recognised as a deduction from equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

**3.16 Finance costs**

Finance expenses comprise interest expense on borrowings, unwinding of the discount on provisions and impairment losses recognised on financial assets. All borrowing costs are recognised in profit or loss using the effective interest method.

**3.17 Associates**

Associates are all entities over which the Company and the Group has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights. As there are no published price quotations available for the Company's and Group's associates, the Company and the Group has elected to account for investments in associates at cost less any accumulated impairment losses.

**3.18 Earnings per share**

The Company and the Group presents basic earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the consolidated profit or loss attributable to ordinary shareholders of the Company and Group by the weighted average number of ordinary shares outstanding at the end of the period.

Notes to the financial statements

4	Revenue	The Group		The Company	
		2017 (€)	2016 (€)	2017 (€)	2016 (€)
	Government allocation	55,165,000	29,750,000	-	-
	Air-ambulance allocation	1,011,667	416,667	-	-
	Revenue from services concession agreement	6,622,693	4,255,358	-	-
	Other income	13,168,104	4,408,775	-	-
	<b>Total revenue</b>	<b>75,967,464</b>	<b>38,830,800</b>	<b>-</b>	<b>-</b>
5	Expenses by nature	The Group		The Company	
		2017 (€)	2016 (€)	2017 (€)	2016 (€)
	Costs related to services concession agreement	6,398,414	4,159,047	-	-
	Depreciation of property, plant and equipment	332,091	45,511	-	-
	Auditors' remuneration	47,500	36,500	7,500	7,500
	Directors' remuneration	6,096,633	1,037,378	-	-
	Staff costs (refer to note 5.1)	54,067,577	26,825,199	-	-
	Finance costs	2,881,578	1,773,536	30	30
	Increase in provision for bad debts	94,924	-	-	-
	Other expenses	24,663,173	11,104,279	610	707
	<b>Total expenses</b>	<b>94,581,890</b>	<b>44,981,450</b>	<b>8,140</b>	<b>8,237</b>
5.1	Staff costs	The Group		The Company	
		2017 (€)	2016 (€)	2017 (€)	2016 (€)
	Directors' remuneration	6,096,633	1,037,378	-	-
	Government employees	43,394,265	23,881,172	-	-
	Other wages & salaries	5,020,933	945,155	-	-
	<b>Total staff costs</b>	<b>54,511,831</b>	<b>25,863,705</b>	<b>-</b>	<b>-</b>
	Subcontracted staff	5,652,379	1,998,872	-	-
	<b>Total labour costs</b>	<b>60,164,210</b>	<b>27,862,577</b>	<b>-</b>	<b>-</b>
Average number of persons directly employed by the Company and the Group (including directors) during the year:					
		The Group		The Company	
		2017 No	2016 No	2017 No	2016 No
	Full-timers	1,656	1,402	-	-
	Part-timers	8	19	-	-
	<b>Total</b>	<b>1,664</b>	<b>1,421</b>	<b>-</b>	<b>-</b>

Notes to the financial statements

6	Income tax charge	The Group		The Company	
		2017 (€)	2016 (€)	2017 (€)	2016 (€)
	Tax charge for the year :				
	Tax @ 35%	-	-	-	-
	Current taxation	-	-	-	-
	Deferred taxation	-	-	-	-
	<b>Income tax charge</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

No provision for Malta income tax has been made in these financial statements in view of the tax losses incurred by the Company and the Group.

The tax on the Company's and Group's loss for the year before tax differs from the theoretical amount that would arise using the rate applicable to losses as follows:

	The Group		The Company	
	2017 (€)	2016 (€)	2017 (€)	2016 (€)
Loss for the year before tax	(18,441,226)	(6,066,750)	(8,140)	(8,237)
Tax calculated at the current rate of tax - 35%	(6,454,429)	(2,123,363)	(2,849)	(2,883)
Tax effects of:				
- unrecognised timing differences	6,418,357	2,120,480	-	-
- non-deductable expenses	36,072	2,883	2,849	2,883
<b>Income tax charge</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>

7	Deferred taxation	The Group		The Company	
		2017 (€)	2016 (€)	2017 (€)	2016 (€)
	At the beginning of the year	2,136,630	16,151	-	-
	Deferred tax credit	6,451,580	2,120,479	-	-
	<b>At the end of the year</b>	<b>8,588,210</b>	<b>2,136,630</b>	<b>-</b>	<b>-</b>

Deferred income taxes are calculated on all temporary differences under the liability method using the current rate of tax of 35%.

	The Group		The Company	
	2017 (€)	2016 (€)	2017 (€)	2016 (€)
The balance at year end is made up of:				
Provision for bad debts	33,223	-	-	-
Unabsorbed capital allowances	132,161	15,929	-	-
Unabsorbed tax losses	8,422,826	2,120,701	-	-
	<b>8,588,210</b>	<b>2,136,630</b>	<b>-</b>	<b>-</b>

The directors do not consider it prudent to recognise the deferred tax asset arising during the year under review in view of the tax losses incurred by the Company and the Group.

Notes to the financial statements

8 Property, plant and equipment

	Plant & equipment	Furniture, fixtures & fittings	Office & Computer equipment	Improvements to premises	Airconditioners	Software	Total
Year ended	(€)	(€)	(€)	(€)	(€)	(€)	(€)
<b>31st December 2016</b>							
Opening net book amount	-	-	-	-	-	-	-
Additions	70,462	128,253	64,130	44,542	1,388	5,755	314,530
Disposals	-	-	-	-	-	-	-
Depreciation charge	(14,092)	(12,825)	(16,033)	(891)	(231)	(1,439)	(45,511)
Depreciation released-disposal	-	-	-	-	-	-	-
<b>Closing net book amount</b>	<b>56,370</b>	<b>115,428</b>	<b>48,097</b>	<b>43,651</b>	<b>1,157</b>	<b>4,316</b>	<b>269,019</b>
<b>Book balance as at 31st December 2016</b>							
Cost or valuation	70,462	128,253	64,130	44,542	1,388	5,755	314,530
Accumulated depreciation	(14,092)	(12,825)	(16,033)	(891)	(231)	(1,439)	(45,511)
<b>Net book amount</b>	<b>56,370</b>	<b>115,428</b>	<b>48,097</b>	<b>43,651</b>	<b>1,157</b>	<b>4,316</b>	<b>269,019</b>
<b>Year ended 31st December 2017</b>							
Opening net book amount	56,370	115,428	48,097	43,651	1,157	4,316	269,019
Additions	904,681	54,358	389,482	137,365	534	-	1,486,420
Disposals	-	-	-	-	-	-	-
Depreciation charge	(195,029)	(18,262)	(113,403)	(3,638)	(320)	(1,439)	(332,091)
Depreciation released-disposal	-	-	-	-	-	-	-
<b>Closing net book amount</b>	<b>766,022</b>	<b>151,524</b>	<b>324,176</b>	<b>177,378</b>	<b>1,371</b>	<b>2,877</b>	<b>1,423,348</b>
<b>Book balance as at 31st December 2017</b>							
Cost or valuation	975,143	182,611	453,612	181,907	1,922	5,755	1,800,950
Accumulated depreciation	(209,121)	(31,087)	(129,436)	(4,529)	(551)	(2,878)	(377,602)
<b>Net book amount</b>	<b>766,022</b>	<b>151,524</b>	<b>324,176</b>	<b>177,378</b>	<b>1,371</b>	<b>2,877</b>	<b>1,423,348</b>

Notes to the financial statements

9. Contract asset and Services Concession Agreement

On 30th November 2015, the Group signed a services concession agreement with the Government of the Republic of Malta, to make available a minimum of 712 hospital beds per day from the Completion date to the end of the Concession period of 30 years. The effective date of the services concession agreement was 1st June 2016. Construction works on the sites commenced in 2015 and to date works are still underway. The construction and finishing phase is expected to be completed during 2022 and thereafter the operating phase will follow with a duration of twenty four years once the construction and finishing phase is complete.

In line with the agreed terms, the Group has entitlement to cashflows for the provision of healthcare services. Rates are contractually agreed and will be paid by the Government of the Republic of Malta. The Group's total cashflows will equate to the contractually agreed rates.

Upon termination of the emphyteutical grant, the Group is required to hand-over responsibility and ownership of all assets relating to the hospital sites to the Government of the Republic of Malta. During the term of the agreement, the Group is entitled to cashflows relating to beds even if these are vacant. The only condition that entitles it to cash-flows is making such beds available for use. The Group may not however dispose, or change the use of, the properties during the period of the concession. Pursuant to IFRIC 12, when the operator has an unconditional right to receive cash or other financial assets from the grantor in remuneration for concession services, the financial asset model applies. In this context, the infrastructure managed under these contracts cannot be recorded in assets of the operator as property, plant and equipment, but are recorded as financial assets. During the construction phase, the financial asset is recorded as a contract asset.

During the construction phase, a financial receivable is recognised in the Statement of Financial Position and revenue in the Income Statement. The stage of completion of works was determined as the percentage of cost incurred up until the end of the reporting period relative to the total estimated cost (cost-to-cost method). Income amounting to € 6,622,693 from the construction activity was recognised during the year ended 31st December 2017 and € 11,814,763 is cumulatively recognised in the Statement of Financial Position as a contract asset. Since the operation phase did not yet commence, no cashflows were received to date. Costs in relation to construction amounting to € 6,398,414 have been recognised in the Income Statement. The difference between revenue and cost from the construction project during the year represents, in substance, project management fees.

Financial receivables are initially measured at the lower of fair value and the sum of discounted future cashflows and subsequently recognised at amortised cost using the effective interest method. The implied interest rate on the financial receivable is based on the derived rate implicit in the discounted cash flow model encompassing related terms and conditions within the services concession agreement.

The following table sets out the movement in the contract asset:

	2017 (€)	2016 (€)
Balance as at 1st January	5,018,870	679,612
Additions, including finance income	6,795,893	4,339,258
	<u>11,814,763</u>	<u>5,018,870</u>

10. Financial assets

	The Group		The Company	
	2017 (€)	2016 (€)	2017 (€)	2016 (€)
Shares in related companies	1,200	-	1,200	-
	<u>1,200</u>	<u>-</u>	<u>1,200</u>	<u>-</u>



Notes to the financial statements

11 Inventories	The Group		The Company	
	2017 (€)	2016 (€)	2017 (€)	2016 (€)
Pharmacy inventory	504,051	489,681	-	-
General store inventory	423,139	348,427	-	-
Provisions inventory	5,568	7,141	-	-
Stationery inventory	3,324	2,824	-	-
Maintenance store inventory	55,737	-	-	-
	<b>991,819</b>	<b>848,073</b>	<b>-</b>	<b>-</b>

12 Trade and other receivables	Note	The Group		The Company	
		2017 (€)	2016 (€)	2017 (€)	2016 (€)
Trade receivables		744,916	152,878	-	-
Related company receivables	19	439,400	-	1,288	1,359
Advance deposits		411,577	216,537	-	-
Prepayments		747,352	743,247	-	-
Other receivables		180,000	180,000	-	-
		<b>2,523,245</b>	<b>1,292,662</b>	<b>1,288</b>	<b>1,359</b>

Trade receivables are stated net of a provision for bad debts of € 94,924.

13 Cash and cash equivalents

For the purpose of the statement of cash flows, the year end cash and cash equivalents comprised:

	The Group		The Company	
	2017 (€)	2016 (€)	2017 (€)	2016 (€)
Cash in hand	2,876	1,082	-	-
Cash at bank	156,906	1,152,789	110	140
	<b>159,782</b>	<b>1,153,871</b>	<b>110</b>	<b>140</b>

14 Cash generated from/(used in) operations

	The Group		The Company	
	2017 (€)	2016 (€)	2017 (€)	2016 (€)
Loss before taxation for the year	(18,441,226)	(6,066,750)	(8,140)	(8,237)
<u>Adjustments for:</u>				
Depreciation on property, plant and equipment	332,091	45,511	-	-
Finance costs	2,881,578	1,773,536	30	30
Increase in provision for bad debts	94,924	-	-	-
<u>Changes in working capital</u>				
Inventories	(143,746)	(848,073)	-	-
Trade and other receivables	(1,325,507)	(1,224,662)	71	(1,359)
Trade and other payables	25,876,725	13,401,123	9,239	(490,434)
	<b>9,274,839</b>	<b>7,080,685</b>	<b>1,200</b>	<b>(500,000)</b>

Notes to the financial statements

15 Ordinary share capital	The Group		The Company	
	2017 (€)	2016 (€)	2017 (€)	2016 (€)
Authorised share capital 1,200 ordinary shares of €1 each	1,200	1,200	1,200	1,200
Issued and paid up share capital 1,200 ordinary shares of €1 each, 100% paid up	1,200	1,200	1,200	1,200

Each ordinary share gives the right to one vote, participates equally in profits distributed by the Company and the Group and carries equal rights upon the distribution of assets by the Company in the event of a winding up.

16 Borrowings	The Group		The Company	
	2017 (€)	2016 (€)	2017 (€)	2016 (€)
Amounts falling due within one year				
<u>Interest bearing borrowings</u>				
Bank loan	896,163	-	-	-
Total interest borrowings	896,163	-	-	-
Total borrowings due within one year	896,163	-	-	-
Total borrowings	896,163	-	-	-

The bank loan is secured by assets of the Company and the Group and guarantees of the shareholders.

17 Trade and other payables	Note	The Group		The Company	
		2017 (€)	2016 (€)	2017 (€)	2016 (€)
Trade payables		28,629,001	10,419,241	-	-
Related company payables	19	2,215,237	2,843,663	3,213	2,883
Accrued expenses		6,667,490	2,327,930	20,237	11,328
Indirect taxes		5,888,309	1,932,478	-	-
		43,400,037	17,523,312	23,450	14,211

Notes to the financial statements

18 Ultimate Controlling Party

The Company and the Group was controlled by Bluestone Investments Malta Ltd, which owned 100% of the issued share capital, up to 16th February 2018 (when it was changed to Steward Healthcare international Ltd, which owns 95% of the issued share capital).

19 Related party transactions

The following transactions were carried out with related parties:

a. Sales of goods and services

	The Group		The Company	
	2017 (€)	2016 (€)	2017 (€)	2016 (€)
Parent company	-	-	-	-
Subsidiary companies	-	-	-	-
Associate companies	-	-	-	-

b. Purchases of goods and services

	The Group		The Company	
	2017 (€)	2016 (€)	2017 (€)	2016 (€)
Parent company	-	-	-	-
Subsidiary companies	-	-	-	-
Associate companies	-	-	-	-

c. Year end balances

	Note	The Group		The Company	
		2017 (€)	2016 (€)	2017 (€)	2016 (€)
<i>Receivables from related parties</i>					
Parent company	12	-	-	-	-
Subsidiary companies	12	-	-	1,288	1,359
Associate companies	12	439,400	-	-	-
<i>Payables to related parties</i>					
Parent company	17	2,215,237	2,843,663	3,213	2,883
Subsidiary companies	17	-	-	-	-
Associate companies	17	-	-	-	-

The receivables from related parties arise mainly from intercompany transfers. The receivables are unsecured, interest free and have no fixed repayment date.

The payables to related parties arise mainly from intercompany transfers. The payables are unsecured, interest free and have no fixed repayment date.

**Notes to the financial statements****20 Contingent liabilities**

As at 31st December 2017 the Company and the Group had a contingent liability in respect of guarantees given to third parties amounting to € 910,301.

As at 31st December 2017 one of the Company's and Group's contractors had a performance guarantee in place on behalf of the Company and the Group in favour of the Government of the Republic of Malta in respect of the services concession agreement amounting to € 9,000,000.

**21 Events after the balance sheet date**

There have been no events since the balance sheet date which materially affect the position of the Company and the Group.

**22 Adoption of IFRSs**

As explained in note 2.1, the Company and the Group have prepared these financial statements using International Financial Reporting Standards as adopted by the EU. This is because the Company's and Group's results for the year ending 31st December 2017 exceed the criteria of GAPSME (General Accounting Principles for Small and Medium Sized Entities) Regulations 2015.

The accounting policies applied by the Company and Group upon transition to IFRSs were consistent with those applied under GAPSME. As a result the transition to IFRSs had no effect on the Company's and Group's reported position and financial performance.