TERNA TOURIST TECHNICAL AND MARITIME S.A.

85 Mesogeion Ave., 115 26 Athens

General Commerce Reg. No. 8554301000

S.A. Reg. No. 56330/01/B/04/506(08)

ANNUAL FINANCIAL REPORT

For the period

1 January to 31 December 2024

In accordance with the International Financial Reporting Standards

that have been adopted by the European Union

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I. ANNUAL MANAGEMENT REPORT OF THE BOARD OF DIRECTORS FOR FISCAL YEAR 2024 ON CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

Dear shareholders,

In accordance with the provisions of Law 4548/2018, article 150 and the Articles of Association of TERNA TOURIST TECHNICAL AND MARITIME SOCIETE ANONYME (hereinafter "the Company"), we submit the annual management report of the Board of Directors for the closing year from 01.01.2024 to 31.12.2024.

The present Report contains financial and non-financial information of the Group TERNA for the fiscal year 2024 and describes the most important events that took place before and after the reference date of the financial statements. It also describes the main risks and uncertainties that the Group may face during 2025.

A. Financial Developments and Performance for the Year 2024

The Greek economy has maintained its satisfactory growth rate for 2024 and at higher levels than the corresponding average of other European countries. This was achieved during a period when the global economy demonstrated resilience despite facing significant challenges, particularly at the geopolitical level with ongoing tensions in Ukraine and the Middle East.

Specifically, Greece's GDP for 2024 increased by 2.3% compared to the corresponding period of 2023, driven mainly by the rise in investments, the increase in private consumption as a result of the rise in household income and the reduction in unemployment. The momentum in tourism continued, leading to an increase in exports in the services segment, however growing domestic demand led to higher imports, with the balance remaining negative. Lastly, the restriction of public spending had a negative impact.

The harmonized inflation rate for 2024 stood at 3.0% compared to 4.2% for 2023, reduced by 1.2%, following the normalization of economic conditions which resulted in lower energy prices, the de-escalation of industrial goods and food prices, while the inflation of services remained at higher levels.

In the fiscal sector, the over performance against targets continued as a result of the reduction in tax evasion, increased economic activity and profitability and expenditure control. According to the data from Eurostat, the primary surplus is expected to be 4.8% of GDP in 2024 (compared to 2.1% for 2023), while public debt as a percentage of GDP is also expected to decline significantly (153.8% in 2024).

Indicative of the improvement in macroeconomic conditions for the country is the fact that following the country's upgrade to investment grade in the second half of 2023 (by R&I, Scope, DBRS, S&P, and Fitch), in 2024 Scope Ratings further upgraded the Greek economy to "BBB". In the early 2025 Moody's also granted investment grade to Greece, with all rating agencies now placing the country in the investment grade while S&P upgraded the Greek economy by one additional level to "BBB". In this context, the spread of the Greek 10-year bond against the German bond decreased to 83 basis points in December 2024 (the lowest in the last 15 years) with the yield settling at 2.97%.

Finally, it is worth mentioning the absorption of Recovery and Resilience Fund resources (which provide a significant boost to growth), with Greece continuing to maintain a leading position at the European level, having received approximately 60% (or 21.3 bn euros) of the total funds available.

For the coming years, the Greek economy is expected to remain on a positive path and continue to move at higher pace than the Eurozone. For 2025-26, GDP is expected to increase by 2.0%-2.5% according to the converging forecasts of the Bank of Greece, the European Commission and the Greek Government, compared to a rate of 1.3%-1.6% for the Eurozone. This is expected to be helped by the strong labor market, which will support consumption along with continued support from tourism, industry and construction.

A positive impact is also expected from the increasing liquidity from both the private and public sectors, which will be significantly supported by the absorption of European funds. It is worth noting that total investment expenditure from the public sector is expected to reach 6.0% of GDP for 2025-26.

In any case, external factors such as the controversial decisions announced on trade protectionism by the USA, as well as the manner in which serious geopolitical issues are being addressed by the USA, pose immediate and visible risks to European economies and the Greek economy, affecting the trajectory of growth and inflation.

Additionally, risks related to the Greek economy, such as delays in the absorption of Recovery and Resilience Fund resources due to non-fulfillment of required reforms, natural disasters and labor market tightness, may have an impact on the maintenance of a strong growth rate.

In this changing economic and geopolitical environment, TERNA Group is among the most important Greek corporate groups and holds a leading position in the fields of infrastructure and construction.

The main consolidated Financial Results of the year 2024 based on the International Financial Reporting Standards compared to the corresponding period of 2023, are as follows:

Turnover amounted to 1,300,2 million euros compared to 1,321.8 million euros in 2023, posting a decrease by 21.6 million euros.

Turnover, which amounted to 1,300.2 million euros, was attributed to activities in Greece by 96.0% (versus 94.9% in the previous period), to activities in Balkan countries by 2.8% (3.9% in the comparative period) and to activities in Other regions by 1.2% (1.2% during the previous comparative period).

The backlog of signed construction contracts on 31.12.2024 amounts to approximately 4,059 million euros compared to the amount of 3,356 million euros at the end of 2023.

The item "Operating results (EBIT)" is defined as Gross profit, minus Administrative and distribution expenses, minus Research and development expenses, plus/minus Other income/(expenses) included in EBIT. Other Income/(expenses) included in EBIT is defined as the Other income/(expenses) except for the Foreign exchange differences, the Impairments/(Recoveries of impairments) of tangible assets, intangible right-of-use assets and goodwill as presented in Note 34.

The item "EBITDA" is defined as the Operating results "EBIT", plus depreciations of fixed assets, minus the grants amortization, as presented in the attached financial statements.

(Amounts in thousands Euro, unless otherwise stated)

The EBIT and EBITDA figures for the financial years 2024 and 2023 for the Group are presented as follows:

	GROUP	
	31.12.2024	**31.12.2023**
Gross profit/(loss)	142,852	142,737
Administrative and distribution expenses	(34,679)	(24,965)
Research and development expenses	(1,685)	(1,363)
Other income/(expenses) attributable to EBIT	(9,077)	(4,527)
Results (EBIT)	**97,411**	**111,882**
Net depreciation	26,461	20,495
EBITDA	**123,872**	**132,377**

Profit before taxes amounted to 45.1 million euros compared to 103.3 million euros in year 2023. The decrease in Profit before taxes is mainly due to impairment provisions of 54.6 million euros in relation to the value of assets of the industrial activity, following the decisions of the General Shareholders' Meeting of TERNA LEFKOLITHI on 16.12.2024.

Profit after taxes amounted to 16.2 million euros compared to 73.4 million euros in 2023, of which the profit attributable to the owners of the Parent Company was 45.8 million euros compared to 79.5 million euros in 2023.

The Group's Net Debt Position (loan liabilities, including lease liabilities due to banks less cash and cash equivalents) amounted to minus 60.1 million euros on 31.12.2024 compared to minus 15.4 million euros on 31.12.2023, since the cash and cash equivalents exceed the loan liabilities of the Group.

The Total Assets of the Group on 31.12.2024 amounted to 1,537 million euros compared to 1,394.3 million euros on 31.12.2023.

In the section *"B. Significant events for the financial year 2024"*, the most important events of the period are presented in detail.

B. Significant Events for the Financial Year 2024

During the financial year 2024 the following significant events took place:

- On 12.01.2024, the Joint Venture TERNA S.A. – INTRAKAT S.A., in which TERNA S.A. participates with a percentage of 50%, signed a contract with EGNATIA ODOS S.A., for the construction of the project "*EGNATIA ODOS: OPERATION AND MAINTENANCE OF THE MOTORWAY IN THE WESTERN SECTOR AND ON THE VERTICAL AXIS A29, YEAR 2023-2025 (code 6060)",* amounting to 68.7 mn euros.
- On 12.01.2024, the Joint Venture INTRAKAT S.A. – TERNA S.A., in which TERNA S.A. participates with a percentage of 50%, signed a contract with EGNATIA ODOS S.A., for the construction of the

project *"EGNATIA ODOS: OPERATION AND MAINTENANCE OF THE MOTORWAY IN THE WESTERN SECTOR AND ON THE VERTICAL AXES A1, A25 and A23, YEAR 2023-2025 (code 6061)"*, amounting to 57.1 mn euros.

- On 25.01.2024, TERNA S.A. signed a Preliminary Share Transfer Agreement with an advance payment of 7.5 mn euros out of the total price of 30 mn euros for the acquisition of 100% of the shares of the company P&C DEVELOPMENT, concerning its construction activities, subject to the approval of the transfer by the Competition Commission. Following the approval decision no. 858/01.10.2024 by the Competition Commission, on 24.10.2024, Final Act of Transfer for 100% of the company's shares was signed, and the remaining balance of the total price of 30 mn euros was fully paid. From that date, P&C DEVELOPMENT became a subsidiary of TERNA S.A.
- On 20.02.2024, the Joint Venture METKA A.T.C. - TERNA S.A. in which TERNA S.A. participates with a percentage of 50%, signed a contract with the MINISTRY OF INFRASTRUCTURE AND TRANSPORTATION, for the construction of the project *"CREATION OF THE NATIONAL DIGITAL MAP OF EXPROPRIATIONS AND AN INTEGRATED INFORMATION SYSTEM "E-APALLOTRIOSIS" FOR THE CENTRALIZED AND UNIFORM MONITORING AND MANAGEMENT OF ALL EXPROPRIATIONS OF PUBLIC SECTOR ENTITIES"*, amounting to 18.8 mn euros.
- On 22.03.2024, the Joint Venture RENCO – TERNA, in which TERNA S.A. participates with a percentage of 50%, signed a Contract with MICROSOFT OPERATIONS 4733 HELLAS S.A., for the construction of the *"ATH04 DATA CENTER CONSTRUCTION"* project of the first Microsoft Data Center in Greece, specifically in Spata Attica, with a total budget of 79.6 mn euros.

  It is an industrial-type facility, consisting mainly of mechanical and electrical equipment for data storage and processing in the Cloud with a total installed capacity of 19.2MW and is structured as an Equipment Building (ATH04 Building) and an Administration Building (Admin Block) accompanied by a number of supporting facilities and infrastructure in the surrounding area, while its design follows the LEED (Gold Grade) certification requirements.
- On 29.03.2024, TERNA S.A. signed a contract with "NEW EGNATIA ODOS CONCESSION SOCIETE ANONYME" for the study and the construction of the project *"CONCESSION AGREEMENT REGARDING THE FINANCING, OPERATION, MAINTENANCE AND EXPLOITATION RIGHTS OF THE EGNATIA ODOS MOTORWAY, AS WELL AS ITS THREE (3) VERTICAL ROAD AXES"*, amounting to 662.3 mn euros for the Upcoming Works Period (1st five-year period), including all heavy maintenance works for the entire 35-year Concession Period.
- On 16.04.2024 TERNA S.A. signed a contract with PPC S.A. for the lease of three (3) GE Gas Turbine Units, with a total delivered net power of 130 MW to cover the additional power needs of the AES Linoperamaton of Crete, for a period of time until 31.12.2025. The particular project had not started as of 31.12.2024.
- On 26.04.2024, TERNA S.A. signed a Framework Agreement with the TECHNICAL CHAMBER OF GREECE (TCG) and the companies OTE S.A. and GLOBITEL S.A., for the construction of the project *"SMART BRIDGES OF REGIONS"*, in thirteen regions of the country, with a total budget of 95.5 mn euros, of which 33.3% will be directly executed by TERNA S.A.

- On 05.07.2024, TERNA S.A. signed a Contract with the MINISTRY OF INFRASTRUCTURE AND TRANSPORTATION for the construction of the project *"CONSTRUCTION OF WATER SUPPLY PROJECTS PREVEZA – ARTA - LEFKADA"* in the amount of 109.8 mn euros.
- On 10.07.2024, TERNA S.A. signed a contract with HELLENIC HYPERMARKETS SKLAVENITIS S.A. for the construction of Phase A of the project *"DEMOLITION OF INTERIOR ARRANGEMENTS IN AN EXISTING INDUSTRIAL BUILDING OF THE FORMER PITSOS FACTORY, IN AG. IOANNIS RENTIS, ATTICA"* amounting to 3 mn euros, and on 08.11.2024, signed a new contract for the construction of Phase B "*CONVERSION OF THE FORMER PITSOS FACTORY IN AG. IOANNIS RENTIS, ATTICA INTO A SUPERMARKET, RESTAURANTS, MULTIPURPOSE HALLS & PLAYGROUNDS. DEVELOPMENT OF ADJACENT PLOTS INTO PARKING SPACES"* amounting to 70 mn euros.
- On 07.08.2024, TERNA signed: a) Definitive purchase and sale agreement of 62.5% of shares of the company C&M TECHNICAL S.A. with the distinctive title C&M ENGINEERING for a price of 4,7 mn euros, paid in 3 instalments, b) Preliminary purchase and sale agreement of the remaining 37.5% of the shares with a time of completion on 31.12.2028 and with a price linked to the profitability of the Company.
- On 16.09.2024, TERNA S.A. signed a contract with DESFA S.A. for the construction of the project *"DETAILED ENGINEERING, PROCUREMENT OF MATERIALS AND CONSTRUCTION OF HIGH PRESSURE PIPELINE NEA MESSIMVRIA-EVZONI/GEVGELIA",* amounting to 24.4 mn euros.
- On 08.10.2024, TERNA S.A. and its branch in Bulgaria signed a contract with BIO PI DI SOLAR ENERGY EOOD for the construction of the project *"ENGINEERING, PROCUREMENT & CONSTRUCTION OF THE VRATISTA SOLAR PV PLANT",* amounting to 71.4 mn euros.
- On 11.10.2024, the Union of Companies TERNA S.A. – ILIOHORA S.A., in which TERNA S.A. participates with a 90% stake and the subsidiary ILIOHORA S.A. participates with a 10% stake, was declared the Temporary Contractor of the project "*CONSTRUCTION OF A UNIT FOR THE TREATMENT OF RESIDUAL MIXED URBAN SOLID WASTE (USW) AND PRE-SORTED ORGANIC WASTE TREATMENT UNIT (WTU) OF THE EASTERN SECTOR OF THE REGION OF CENTRAL MACEDONIA",* amounting to 86.4 mn euros.
- On 15.10.2024, the TERNA – GLOBILED Joint Venture, in which TERNA S.A. holds a 55% stake, signed a Supply Contract for the project *"UPGRADING THE SAFETY INFRASTRUCTURE OF THE 10 LARGEST RAILWAY TUNNELS OF O.S.E USING SMART IOT SYSTEMS TO ADDRESS URGENT SAFETY ISSUES OF THE TUNNELS REGARDING FIRE DETECTION, LIGHTING, AS WELL AS THE LACK OF MONITORING CRITICAL STRUCTURAL HEALTH PARAMETERS*," amounting to 29.4 mn euros.
- On 11.11.2024, the J/V INTRAKAT – TERNA, in which TERNA S.A. holds a 50% stake, signed a Contract with the REGION OF ATTICA for the construction of the project *"SUPPLY, INSTALLATION & OPERATION OF ELECTRONIC MEANS FOR MONITORING TRAFFIC VIOLATIONS,"* amounting to 14.2 mn euros.
- On 18.11.2024, TERNA signed a Contract with V TOURISM S.A. for the construction of the project *"NEW ADDITION EXTENSION OF HOTEL WITH BASEMENT & SWIMMING POOLS*," amounting to 29.8 mn euros.

- On 04.12.2024, TERNA S.A. was declared the Temporary Contractor for the project *"DESIGN, EQUIPMENT SUPPLY AND TURNKEY CONSTRUCTION OF THE NEW GIS CLOSED TYPE DISTRIBUTION CENTER CHANIA II AND MV COUPLING BUILDING - DEED Declaration – 47,"* amounting to 22.2 mn euros.
- On 05.12.2024, TERNA S.A. signed a 2nd Supplementary Contract with the MINISTRY OF INFRASTRUCTURE AND TRANSPORT for the project *"REPAIR OF DAMAGES TO EXISTING ROADS AND OTHER INFRASTRUCTURES IN THE REGION OF THESSALY CAUSED BY THE MEDITERRANEAN CYCLONE IANOS ON SEPTEMBER 18 & 19, 2020,"* amounting to 30.4 mn euros.
- On 12.12.2024, the Joint Venture THALIS ES S.A. – TERNA S.A. – KONSTANTINIDIS S.A., in which TERNA S.A. holds a 30% stake, was declared the Contractor for the project *"UTILIZATION OF THE RIVERS DAM RESERVOIR IN AMARI: WATER TREATMENT PLANT INSTALLATION,"* amounting to 22.3 mn euros.
- On 27.12.2024, TERNA S.A. signed a Contract with the HELLENIC AMERICAN EDUCATIONAL FOUNDATION for the project *"ATHENS COLLEGE - CONSTRUCTION OF UNDERGROUND PARKING & LANDSCAPING OF OUTDOOR GREEN SPACES & SPORTS FACILITIES,"* amounting to 18 mn euros.

C. Significant Events after the end of the period 01.01 – 31.12.2024

From 01.01.2025 until the date of approval of the attached financial statements, the following important events took place:

- On 14.01.2025, TERNA S.A. was declared the Temporary Contractor for the project *"STUDY, CIVIL ENGINEERING WORKS, SUPPLY (EXCEPT PV PANELS), TRANSPORTATION, INSTALLATION AND OPERATION OF A 125 MW SECTION AT THE 'MEGALOPOLI MINE' (SECTION C), IN THE MUNICIPALITY OF MEGALOPOLIS, PELOPONNESE REGION, OF A NEW PHOTOVOLTAIC (PV) STATION, WITH A TOTAL CAPACITY OF 490 MW, AT THE 'MEGALOPOLI MINE' SITE, AND ITS CONNECTION TO THE NEW OUTDOOR TYPE SUBSTATION (SS) 150/33KV 'NEW CHOREMI SS' WITH THE ADDITION OF TWO (2) 150/33/33KV TRANSFORMER TOWERS AND THE REQUIRED CONNECTION WORKS TO THE EXISTING MEGALOPOLI HVSS with number/title PR110000001764",* amounting to 54.4 mn euros.
- On 23.01.2025, TERNA S.A. was declared the Temporary Contractor for the project *"URGENT WORKS FOR THE RESTORATION OF INFRASTRUCTURE DAMAGES DUE TO SEVERE WEATHER EVENTS 'DANIEL' AND 'ELIAS' IN THE MUNICIPALITIES OF: ARGITHEA, LAKE PLASTIRA, METEORA, AND PYLI",* amounting to 205 mn euros.
- On 23.01.2025, TERNA S.A. was declared the Temporary Contractor for the project *"URGENT WORKS FOR THE RESTORATION OF INFRASTRUCTURE DAMAGES DUE TO SEVERE WEATHER EVENTS 'DANIEL' AND 'ELIAS' IN THE MUNICIPALITIES OF: ZAGORA – MOURESI, SOUTH PELION, VOLOS, AND RIGAS FERAIOS",* amounting to 213.1 mn euros.
- On 29.01.2025, TERNA S.A. - AKTOR S.A. - EGNATIA TOLL J/V was established, in which TERNA S.A. participates with a 50% stake, with the business activity of providing operation and support services for the toll stations of EGNATIA ODOS S.A.

- On 31.01.2025, TERNA S.A. was declared the Temporary Contractor for the project *"CONSTRUCTION OF A NEW SINGLE RAILWAY LINE IN THE SECTION NEA KARVALI - TOXOTES_A.D. 3506",* amounting to 140.6 mn euros.
- On 10.02.2025, the Union of Companies TERNA S.A. – METKA S.A., in which TERNA S.A. participates with a 50% stake, was declared the Temporary Contractor for the project *"INFORMATION SYSTEM FOR THE DELIMITATION OF WATERCOURSES",* amounting to 61.6 mn euros.
- On 24.03.2025, the Union of Companies TERNA S.A. – INTRAKAT S.A., in which TERNA participates with a 50% stake, was declared the Temporary Contractor for the project *"ENGINEERING, PROCUREMENT & INSTALLATION OF PV PARKS PROJECT - INQUIRY No: 01/24 IN THE LOCATION OF THE MUNICIPALITY OF KOZANI",* amounting to 214.3 mn euros.
- On 24.03.2025, the Union of Companies TERNA S.A. – INTRAKAT S.A., in which TERNA participates with a 50% stake, was declared the Temporary Contractor for the project *"ENGINEERING, PROCUREMENT & INSTALLATION OF PV PARKS PROJECT - INQUIRY No: 01/24 IN THE LOCATION OF THE MUNICIPALITIES OF FARSALA-LARISSA",* amounting to 47 mn euros.
- On 04.04.2025, the J/V TERNA S.A. – REDEX S.A., in which TERNA S.A. participates with a 50% stake, signed a contract for the project *"DESIGN AND CONSTRUCTION FOR THE MULTI-STOREY CAR PARK (MSP) AND NORTH-WEST APRON (NWA)",* amounting to 244.5 mn euros.

D. Risk Factors and Uncertainties

The Group's operations are subject to various risks and uncertainties, such as the return of macroeconomic uncertainty, market risk, credit risk and liquidity risk and the uncertainty of the results from the impact of emergency events which may have a prolonged and unforeseen term.

1) Financial Risks

The Group's activities expose it to various financial risks, such as market risk (including foreign exchange risk, interest rate risk, and price fluctuation risk), credit risk and liquidity risk.

The financial instruments used by the Group mainly comprise bank deposits, mainly long-term and secondarily short-term loans, trade debtors and creditors and other accounts receivable and payable. The impact of the main risks and uncertainties on the Group's activities is analyzed below.

Credit Risk (see note 39)

Credit risk entails the possibility that a counterparty will cause financial loss to the Group and the Company due to the breach of the counterparty’s contractual obligations.

The Group continuously monitors its receivables, either separately or per group and encompasses all the arising information into the credit audit. When deemed necessary, external reports or analyses related to effective or potential clients are used.

The Group is not exposed to significant credit risk arising from trade receivables. This is attributed, on the one hand, to the Group's policy, which is focused on cooperation with reliable clients and, on the other hand, to the nature of the Group's operations.

In particular, total receivables, whether related to the narrow or the broader public sector, or private sector clients with significant financial position in Greece and abroad, are under special monitoring and the Management constantly assesses the reliability of its customers, their financial sizes regardless of whether they are a broader public or private entity, for potential implications, in order to take the necessary measures to minimize any adverse effects for the Group.

The credit risk regarding cash and cash available and other receivables is considered limited, given that the counterparties are reliable Banks with high quality capital structure, the Greek State or companies of the broader public sector and strong Groups of companies.

The Management assumes that all the financial assets, with the exception of those for which necessary impairment is calculated, are of high credit quality.

Liquidity risk (see note 39)

Liquidity risk entails the risk that the Group or the Company will be in no position to meet their financial obligations when required. The Group maintains its liquidity risk at a low level.

The Group manages liquidity needs by closely monitoring the progress of the long-term financial obligations, as well as the payments made daily. Liquidity needs are monitored in different time zones on a daily and weekly basis as well as in a rolling period of 30 days. Liquidity needs for the next 6 months and the next year are determined on a monthly basis.

The Group maintains cash and cash available in banks to meet liquidity needs for periods of up to 30 days. The funds for the medium-term liquidity needs are released from the Group's time deposits.

Market risk analysis

Foreign exchange risk

Foreign exchange risk arises when the fair value or future cash flows of a financial instrument are subject to fluctuations due to changes in exchange rates. This type of risk may arise, for the Group, from foreign exchange differences at the valuation and conversion into the Group's currency (Euro) of financial assets, mainly financial receivables, and financial liabilities, related to transactions that are carried out in a currency other than the operating currency of the Group's entities. The transactions mainly concern purchases of fixed assets and inventories, commercial sales, investments in financial assets, loans, as well as net investments in foreign operations.

The Group operates mainly in the Greek and Balkan regions in selective undertaking of construction projects, and therefore may be exposed to foreign exchange risk that may arise from Euro exchange rate with other currencies. To manage this risk category, the Group's Financial Management Department uses the financial instruments and offset the Group's exposure to foreign exchange risk on the basis of specific policies, whenever it is necessary.

Regarding the Group's transactions with foreign companies, these are usually carried out with European Groups where the settlement currency is the euro. To reduce this risk, the Group utilizes the locally produced cash available in local currency to pay the expenses incurred, as well as the forward purchase of foreign exchange, thus minimizing the creation of foreign exchange risk.

(Amounts in thousands Euro, unless otherwise stated)

Interest rate risk

Interest rate risk entails the probability that fair value of future cash flows of a financial instrument will fluctuate due to changes in market interest rates.

The Group's policy is to minimize its exposure to the interest rate risk of long-term financing. Under this policy, medium-term loans are mainly in Euro, with fixed spread and a floating base interest rate linked to Euribor.

The Group's short-term debt is in Euro at a floating base interest rate linked to Euribor. Short-term loans are mainly issued as working capital.

These loans are repaid through the operating cash flows from the Group's operations.

Sensitivity analysis of interest rate risk

The following table presents the sensitivity of profit or loss for the period against the Groups short-term debt and deposits, towards a change in variable interest rates amounting to +20% –20% (2023: +/-20%). The changes in interest rates are estimated to be logical in relation to the current market conditions and until now they have been consistent with the previous year.

	2024		**2023**	
	20%	-20%	20%	-20%
Net earnings after income tax (from interest bearing liabilities)	(718)	718	(440)	440
Net earnings after income tax (from interest earning assets)	1,154	(1,154)	1,257	(1,257)

The Group is not exposed to other significant interest rate risks.

2) Risks arising from existing financial conditions prevailing in Greece and from the global economy

In 2024, the Greek economy continued its growth trajectory, having increased its GDP by 2.3%, driven mainly by the increase in investments, the rise in private consumption as a result of increased household income, as well as the reduction in unemployment. The momentum in tourism continued, leading to an increase in exports in the services segment; however, the rising domestic demand led to higher imports, with the balance remaining negative. It is noted that the Greek economy moved at a pace higher than the European Union.

To date, with the current estimates of the continuation of the energy crisis with reduced intensity in terms of duration, but with increased intensity of hostilities in Ukraine and the Middle East, as well as with the contradictory solutions proposed by the U.S., a likely resolution does not appear imminent.

At the same time, with the indicative decisions for tariff impositions by the U.S.A., for each individual country, have created negative conditions in the global economy and by extension in the Greek economy, should they ultimately be enforced.

The harmonized inflation rate for 2024 stood at 3.0%, with no further reduction in sight due to increased rental prices, food items and extraordinary events (e.g., severe weather, etc.) that create supply issues for goods and services.

At the same time, at the Eurozone level, decisions on tariffs and the armament of each member state with weapon systems, following the decisions of the USA, will result in a reduction of the disposable incomes of its residents.

With regard to the Greek economy, apart from the above, there are additional causes of uncertainty that need to be resolved to positively contribute to achieving the objective of further growth of the Greek economy, which are mentioned below:

- Strengthening competitiveness, so that the economy becomes export-oriented and addresses the current account deficit.
- Accelerating the reduction of the public debt ratio.
- Reducing high bank lending rates, which leads borrowers to face difficulties in repaying installments of their mortgage loans for the first residence and the agricultural land.
- Stabilizing the prices of consumer goods, which reduces the real disposable income and household purchasing power and deprives the ability to create savings for future investment.
- Increasing disposable income for citizens through real wage increases.
- Utilizing Recovery Fund resources by executing projects and reforms undertaken by the Government.
- Reforming the justice system to reduce the time for issuing decisions
- Overcoming bureaucratic issues in Public Administration to become more functional and capable of making necessary plans, including for emergency situations (natural disasters, fires, climate changes).

Despite the new conditions that have arisen due to the geopolitical developments, the contradictory decisions of the United States on the major problems (Ukraine, Middle East, equipment) and inflationary pressures, and given that the Group does not have any meaningful activity in Russia, Ukraine and the Middle East, the outlook for the Group remains positive in the medium term and long term due to the following factors: a) The occupied investment - even without the full upgrade by a specific rating agency, regarding the creditworthiness of the Greek economy, which entails more inflows of investment capital with favorable lending terms required for investments, b) Significant signed and pending construction contracts for execution.

3) Other Risks and Uncertainties

Backlog of the construction contracts

The backlog of the construction contracts does not necessarily constitute an indication of future revenues from the Group's operations in this segment. Although the backlog of these contracts represents projects that are considered certain, no guarantee can be given that cancellations or adjustments will not be performed.

The backlog of the Group's construction contracts may fluctuate in connection with the delays in the project’s implementation and/or receivables or inability to fulfill contractual obligations.

Climate change risk

The increase in the average temperature of the planet has caused a series of extreme natural phenomena (disastrous floods, extreme natural phenomena, but also large-scale wildfires from prolonged drought, as well as damage to the primary food production sector).

The risks arising from the effects of climate change and the transition to a low-carbon economy are expected to affect most, if not all, business entities in matters related to their sustainability.

Taking into account the extreme natural phenomena that have occurred in recent years, the Group takes all necessary measures to eliminate or minimize the problems that may arise, in addition to insurance coverage for the risks that are insurable.

Cyber Security risk

Potential violations in the security of networks, information and operating systems threaten the integrity of the Group's data, sensitive information, as well as the smooth operation of its business activities. Such a breach could adversely affect the Group's reputation and competitive position. Also, a possible occurrence of damages, release of fines or loss of business (including restoration costs) could have a significant negative impact on our financial position and operating results. In addition, managing cybersecurity breaches may require a significant investment of time by the management.

In order to avoid the Cyber Security risks, the Group via the parent company GEK TERNA has established and implements Cyber Security Policies and Procedures, with which all the executives and the external collaborators of the Group must comply. In cases where it is deemed necessary, the IT Department provides additional instructions and guidance.

The Group is in continuous cooperation with companies providing specialized Cybersecurity services, as well as with experienced consultants in the field, in order to provide full technical and organizational coverage in the field of Cybersecurity.

E. Non-Financial Information Report 2024

TERNA Group is one of the largest business Groups in Greece with presence as well in Southeastern Europe.

It operates in the fields of infrastructure, production, and mining activities.

The Group's construction backlog as of 31.12.2024 amounts to approximately 4.1 billion euros. Furthermore, the Group expects to sign contracts for new projects for which it has been qualified, amounting to approximately 2.5 billion euros.

This present report of Non-Financial information relates to the fiscal year ended on 31st of December 2024. The Statement has been prepared in accordance with the provisions of Law 4403/2016 and includes information related to the following sections:

- Combating corruption
- Supply Chain issues
- Respect for human rights
- Social and labor issues
- Environmental and energy issues

Fight against corruption

Combatting corruption is a critical pillar of the Group's operation, while the Group is committed to demonstrating zero tolerance for such incidents by ensuring that transparency, business ethics and regulatory compliance, which are diffused throughout the range of activities and dictate the professional behavior of its people. To this end, the Group acts through the establishment of policies and procedures, but also through the creation of control mechanisms and compliance with these policies. In particular the Group:

- Implements the Code of Ethics and Conduct.
- Implements a Regulatory Compliance and Anti-Bribery Management System according to the international standards ISO 37001 and ISO 19600.
- Defines specific Policies such as Regulatory Compliance and Corruption and Bribery Control Policy, Gift Policy, Donation and Sponsorship Policy, Travel and Hospitality Expenses Policy, Unhealthy Competition Policy, Conflict of Interest Policy, Affiliate Policy.
- Recognizes and evaluates risks of regulatory compliance, corruption and bribery and takes necessary precautionary measures where required.
- Monitors the proper implementation of the Code of Ethics and Conduct on a daily basis.
- Organizes targeted training and updates, with physical presence and through e-learning, on the Code of Ethics and policies and procedures to combat Corruption and Bribery for all employees.
- Provides the necessary communication channels for the submission of reports / complaints to all interest parties that ensure the anonymity and protection of the petitioner.
- Ensures the possibility of reporting to the Board of Directors regarding any deviations or concerns with the implementation of the Code.
- Implements due diligence actions to prevent and address issues of corruption and bribery.
- Evaluates partners, suppliers on issues of regulatory compliance, corruption and bribery.
- Evaluates discrepancies and takes the necessary legal action.

Supply Chain Issues

To address the new challenges arising by supply chain issues, the Group makes sure to incorporate new criteria into its supply chain management procedures, such as the new terms of engagement with suppliers and preference for domestic suppliers to help the Group contribute to stimulating the local economy.

The Group seeks responsible collaboration with all parties involved in the supply chain. The Code of Ethics and Conduct constitutes the basic framework of principles and values that must characterize, among others, the Group's suppliers, subcontractors, and partners to maintain transparent and responsible business relations with it.

Starting in 2024, the Group applies a Procurement Policy that incorporates ESG (Environmental, Social and Governance) criteria for the evaluation and selection of suppliers and partners, with the ultimate goal of contributing to the creation of a supply chain that respects the principles of sustainability and social responsibility.

The Group monitors, assesses and reviews supply chain risks on an annual basis.

Among other incidents that have a significant impact on the achievement of the Group's strategic objectives and may affect its reputation, as well as its business operations, and which are related to the supply chain, the following have been identified:

- Shortages of goods, products and raw materials.
- Inability to execute contracts from approved suppliers due to climate disruptions, unstable geopolitical environment, etc.

In addition, the Group acknowledges the risk of incidents of violation of international standards and/or legislation related to the practices of its suppliers as well as the non-sharing of common policies/values with its suppliers. It is noted that potential risks including in the supply chain may arise from not supporting local and domestic suppliers, with a potential reduction in their purchasing power and the wider economic growth and prosperity of the regions of operation. Therefore, the Group consistently prefers to work with local suppliers.

To this end, the Group communicates minimum cooperation requirements and ensures that its cooperating suppliers comply with environmental, energy and social criteria such as:

- Their certification to international standards e.g. ISO 9001, ISO 14001 and ISO 50001.
- The implementation of policies and procedures targeting the protection of the environment and the society.
- The availability and use of materials and equipment that, apart from their suitability and usability, have high health and safety standards, are environmentally friendly and belong to a high energy class with low energy consumption.
- Full compliance with the Health and Safety regulatory framework and adherence to the Group's Code of Ethics and Conduct.

Human Rights

Risk management is an important factor for TERNA Group in the protection of human rights. The Group is committed to identifying, preventing and addressing the risks that may cause human rights violations.

To better manage these risks, the Group adopts a number of measures, including:

- Analysis of risks that may affect human rights in all its activities. This analysis helps to identify potential problems and risks that may arise.
- Policies and procedures that promote the protection of human rights. These policies and procedures set out the requirements and practices to be followed to protect workers' rights and prevent violations.
- Educating and raising awareness among its employees about human rights and the importance of protecting them. This helps to increase awareness and compliance with the Group's policies and procedures.
- Audits and evaluations to verify compliance with policies and procedures relating to the protection of human rights. This ensures that the Group's practices comply with standards and requirements.

Social and Labor Issues

Through the adoption of responsible policies, the Group supports the development of both its human capital and the local communities in which it operates and interacts with. Through continuous consultation and efforts to identify and respond to the real needs but also through its own activities, the Group actively participates, supports and considers as a high priority the investment in its people by providing the necessary resources to promote the continuous improvement of the working environment. The Group, to manage social and labor issues:

- Continuously increases its socio-economic footprint.
- Implements a Recruitment and Evaluation Policy with objective and fair selection criteria.
- Implements a Remuneration and Benefits Policy.
- Seeks to increase workplace diversity.
- Provides equal training and education opportunities.
- Implements a Health and Safety Policy.
- Implements a Data Protection and Cookies policy.

Environmental and Energy Issues

The Group's environmental compliance is an integral part of its strategy and is visible through its policies, strategies and business decisions and actions. Thus, the Group acts purposefully by taking measures that lead to the reduction of adverse environmental effects to ensure both its business continuity and compliance with environmental legislation.

In particular, the Group's environmental strategy on environmental compliance includes:

- Environmental and Energy Management
- Responsible Energy Management
- Mitigation and Adaptation to Climate Change
- Protection and Conservation of Biodiversity
- Resource Management and Circular Economy

To ensure environmental compliance both on activity and operational level, internal and external environmental audits are carried out on an annual basis and at regular intervals. Internal environmental inspections are carried out by QHSE Department, while external audits are conducted by accredited Certification Bodies and other auditing authorities.

The Group has a Unified Systems Management Policy that commits it to reducing the environmental impact of its operations, reducing energy consumption and greenhouse gas emissions in its buildings and facilities, with the aim of promoting sustainable development within its operating model.

For the immediate achievement of these objectives, the parent company of TERNA Group is certified according to the international standard ISO 50001:2018, in order to achieve the most efficient energy management of their operations. Furthermore, the Group invests in the renewal and regular maintenance of its machinery, aiming to improve its energy efficiency and increase its useful lifetime.

F. Outlook and Prospects

TERNA Group is one of the largest corporate groups in Greece, with a selective presence in Central and Southeastern Europe as well as in Middle East. It is mainly active in the construction sector of infrastructure projects.

The Group's construction backlog as of 31.12.2024 amounts to approximately 4.1 billion euros. Furthermore, the Group expects to sign contracts for new projects for which it has been qualified, amounting to approximately 2.5 billion euros.

Despite the prevailing uncertainty, the outlook for the Greek economy remains positive in the medium term, in view of a number of conditions that could facilitate the change in the pattern of economic growth, which is expected in turn to derive from investment spending to an even greater extent.

It is worth noting, however, that the boost of investment activity in the construction sector in which the Group operates constitute a priority for both the Greek State and the European Union. Infrastructure projects, through their higher multiplier effect, contribute significantly to the increase in GDP and to the strengthening of employment.

In 2025, TERNA Group will continue to implement its strategy for continuous development in the Greek and international markets.

With the investments that are in progress and those that will follow, TERNA Group creates thousands of well-paid jobs, giving the opportunity to the Greek scientific workforce, to our young men and women to live with dignity and optimism for the future in their homeland, but also to those who left we provide the incentive to gradually return back to the country.

The prospects for achieving the targets for 2025 and beyond are positive given that:

In the Construction Sector:

TERNA S.A. is one of the strongest Greek construction company specializing in the execution of large and complex public and private projects of wide range, large budget and complex expertise, such as including road and railway networks, buildings, hospitals, museums, industrial facilities, hydroelectric projects, dams, power plants, etc.

The prospects for the coming years are in favor of improving the financial performance of this operating segment, while the backlog of construction objects is maintained at high levels, amounting to approximately 4.1 bn euros on 31.12.2024 with the contrasts to third parties. The above backlog does not include the sectoral backlog of approximately 2.5 bn euros for new contracts awaiting signature, for projects for which the Group has already been declared the contractor or preferred investor and the signing of construction contracts is expected.

In addition, the prospects of the construction segment in Greece are particularly positive, as in the coming years the budget of the expected new projects to be auctioned may exceed under certain conditions the level of 8-10 bn euros, of which a significant part is estimated to be executed by the Group.

It should be noted that the execution of the above projects will deliver significant positive multiplier results to the Greek Economy.

The Group, with the consistency and the high sense of corporate social responsibility that distinguishes its actions for years now, will remain a leader in the construction segment and will seek to increase the financial size of the particular market segment, while generating satisfactory earnings to the benefit of its shareholders.

In the Quarry/Industry Operating Segment:

The Group, through its 100% subsidiary TERNA MAG S.A. (via mining licenses and concessions it holds), is active in the extraction and processing of magnesite, as well as its industrial processing for the production of caustic and refractory magnesia products of various qualities and chemical characteristics. Following the actions undertaken during the last two months of 2024, the Group is in continuous evaluation of how and to what extent it can best leverage the investments it has made to date in this particular operational sector.

Dear Shareholders,

2024 was a year during which the Group continued its stable trend of development. Moreover, the Group carefully continues implementing its investment plan, by simultaneously maintaining adequate liquidity.

We would like to express the Board of Directors thanks to our Personnel, Executives and Partners for their contribution to our work.

We also thank our Customers, Suppliers and cooperating Banks and of course you, our Shareholders, for your trust to us.

The Board of Directors unanimously approves the above Management Report to be submitted to the Annual Regular General Meeting of Shareholders.

Athens, 20th May 2025

On behalf of the Board of Directors

Georgios Perdikaris

Chairman of the BoD

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II. INDEPENDENT AUDITOR'S REPORT

(This report has been translated from Greek original version)

To the Shareholders of TERNA TOURIST TECHNICAL AND MARITIME S.A.

Report on the Audit of the Separate and Consolidated Financial Statements

Opinion

We have audited the accompanying separate and consolidated Financial Statements of TERNA TOURIST TECHNICAL AND MARITIME S.A. (the Company), which comprise the separate and consolidated statement of financial position as at December 31, 2024, the separate and consolidated statements of comprehensive income, changes in equity and cash flows for the year then ended and notes to the financial statements, including material accounting policy information.

In our opinion, the accompanying separate and consolidated Financial Statements present fairly, in all material respects, the financial position of TERNA TOURIST TECHNICAL AND MARITIME S.A. and its subsidiaries (together the "Group") as at December 31, 2024, their financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards that have been adopted by the European Union.

Basis for Opinion

We performed our audit in accordance with the International Standards of Auditing (ISA), as these have been integrated to the Greek Legislation. Our responsibilities, under those standards are described in the "Auditor's Responsibilities for the Audit of the separate and consolidated financial statements" section of our report. During our audit, we remained independent of the Company and the Group, in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) as incorporated in Greek legislation and the ethical requirements relevant to the audit of the separate and consolidated financial statements in Greece and we have fulfilled our responsibilities in accordance current legislation requirements and the requirements of the aforementioned IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other information

Management is responsible for the other information. The other information is included in the Board of Directors Report, also referred to in the section "Report on Other Legal and Regulatory Requirements", the Representations of the Members of the Board of Directors, but does not include the financial statements and our auditor's report thereon.

Our opinion on the separate and consolidated 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 separate and consolidated 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 separate and consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, 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.

Responsibilities of the Management for the separate and consolidated Financial Statements

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

In preparing the separate and consolidated financial statements, management is responsible for assessing the Group’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless, management either intends to liquidate the Company and the Group or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the separate and consolidated Financial Statement

Our objectives are to obtain reasonable assurance about whether the separate and consolidated 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 as incorporated in Greek Law, 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 separate and consolidated financial statements.

As part of an audit in accordance with ISAs as incorporated in Greek Law, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the separate and consolidated 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 and Group's internal control.
- Evaluate the appropriateness of accounting methods and policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the separate and consolidated 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 Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the separate and consolidated financial statements, including the disclosures, and whether the separate and consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group, to express an opinion on the separate and consolidated financial statements. We are responsible for the direction, supervision and performance of the Company and its subsidiaries' audit. We remain solely responsible for our audit opinion.

We communicate with management 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.

Report on Other Legal and Regulatory Matters

Taking into consideration the fact that under the provisions of Par. 5, Article 2 (part B), Law 4336/2015, the management is responsible for the preparation of the Board of Directors' Report, the following is to be noted:

a) In our opinion, the Board of Directors' Report has been prepared in compliance with the effective legal requirements of Article 150 and 153, L. 4548/2018, and its content corresponds to the accompanying separate and consolidated financial statements for the year ended as at 31/12/2024.

b) Based on the knowledge we obtained from our audit for the Company TERNA TOURIST TECHNICAL AND MARITIME S.A. and its environment, we have not identified any material misstatement to the Board of Directors report.

Athens, 20 May 2025

The Chartered Accountant

Panagiotis Noulas

Registry Number SOEL 40711

Grant Thornton

Chartered Accountants Management Consultants
58, Katehaki Av., 115 25 Athens, Greece
Registry Number SOEL 127

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III. ANNUAL FINANCIAL STATEMENTS SEPARATE AND CONSOLIDATED FOR THE YEAR THAT ENDED ON 31 DECEMBER 2024 (1 January - 31 December 2024)

In accordance with the International Financial Reporting Standards (IFRS) as adopted by the European Union

The Financial Statements were approved by the Board of Directors of TERNA TOURIST TECHNICAL AND MARITIME S.A. on 20th May 2025 and have been published by being posted on the internet at the website http://www.terna.gr. Furthermore, they are also included on the internet at the web-site of the parent company GEK TERNA S.A. http://www.gekterna.com, according to the decision 8/754/14.04.2016 of the Board of Directors of the Hellenic Capital Market Commission.

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(Amounts in thousands Euro, unless otherwise stated)

CONSOLIDATED AND SEPARATE STATEMENT OF FINANCIAL POSITION ON 31st DECEMBER 2024

		GROUP		COMPANY	
	Note	**31.12.2024**	**31.12.2023**	**31.12.2024**	**31.12.2023**
Non-current assets					
Intangible fixed assets	8.1	13,000	27,983	1,837	1,942
Right of use assets	9	75,548	59,190	73,727	58,545
Tangible fixed assets	10	64,009	94,332	45,262	49,346
Goodwill	8.2	34,024	2,380	0	0
Investment property	11	8,387	8,169	7,763	7,545
Participations in subsidiaries	12	0	0	103,575	73,935
Participations in associates	13	45,984	44,595	3,999	3,499
Participations in joint ventures	13	27,286	22,716	26,715	22,716
Investment in equity interests	19	37,897	29,571	35,421	25,512
Other long-term assets	14	33,942	16,013	36,770	77,646
Deferred Tax Assets	30	3,512	3,898	3,014	3,849
Total non-current assets		**343,589**	**308,847**	**338,083**	**324,535**
Current assets					
Inventories	15	46,567	20,247	41,652	3,938
Trade receivables	16	386,946	363,701	338,678	332,587
Receivables from contracts with	17	283,377	324,262	249,539	305,005
Advances and other receivables	18	150,585	109,336	138,117	108,939
Income tax receivables		1,082	17,193	1,018	17,148
Financial assets at fair value through profit and loss	19	9,881	10,000	9,881	10,000
Short-term part of receivables from derivatives		933	0	933	0
Cash and cash equivalents	20	314,435	240,670	253,250	173,197
Total current assets		**1,193,806**	**1,085,409**	**1,033,068**	**950,814**
TOTAL ASSETS		**1,537,395**	**1,394,256**	**1,371,151**	**1,275,349**
EQUITY AND LIABILITIES					
Share capital	28	55,460	55,460	55,460	55,460
Share premium account		62,702	62,702	62,702	62,702
Reserves	29	77,875	61,194	76,116	57,950
Retained earnings		102,852	77,151	60,037	41,401
Total equity attributable to the owners of parent		**298,889**	**256,507**	**254,315**	**217,513**
Non-controlling interests		11,116	9,692	0	0
Total equity		**310,005**	**266,199**	**254,315**	**217,513**

(Amounts in thousands Euro, unless otherwise stated)

		GROUP		COMPANY	
	Note	**31.12.2024**	**31.12.2023**	**31.12.2024**	**31.12.2023**
Non-current liabilities					
Long-term loans	21	103,133	128,030	100,633	127,371
Liabilities from leases	22	57,136	46,973	55,910	46,551
Other long-term liabilities	27	155,043	214,133	146,048	205,901
Other provisions	24	8,693	8,441	7,071	7,241
Provisions for staff leaving indemnities	23	3,194	2,557	2,679	2,029
Grants	25	3,500	3,213	0	0
Deferred tax liabilities	30	26,396	32,411	19,503	27,099
Total non-current liabilities		**357,095**	**435,758**	**331,844**	**416,192**
Current liabilities					
Suppliers	26	373,553	304,252	339,333	285,366
Short term loans	21	86,127	38,571	85,073	38,034
Long term liabilities payable during the next financial year	21	6,324	14,063	4,935	14,063
Short-term part liabilities from leases	22	16,391	11,362	15,756	11,106
Liabilities from contracts with customers	17	289,774	253,401	245,824	226,160
Accrued and other short term liabilities	27	95,405	69,462	91,531	65,859
Income tax payable		2,721	1,188	2,540	1,056
Total current Liabilities		**870,295**	**692,299**	**784,992**	**641,644**
Total Liabilities		**1,227,390**	**1,128,057**	**1,116,836**	**1,057,836**
TOTAL EQUITY AND LIABILITIES		**1,537,395**	**1,394,256**	**1,371,151**	**1,275,349**

The accompanying notes form an integral part of the Annual Separate and Consolidated Financial Statements.

(Amounts in thousands Euro, unless otherwise stated)

CONSOLIDATED AND SEPARATE STATEMENT OF COMPREHENSIVE INCOME FOR FISCAL YEAR 2024

		GROUP		COMPANY	
Profit and Loss	**Note**	**1.1-31.12.2024**	**1.1-31.12.2023**	**1.1-31.12.2024**	**1.1-31.12.2023**
Turnover		1,300,181	1,321,764	1,250,171	1,282,083
Cost of sales	32	(1,157,329)	(1,179,027)	(1,116,163)	(1,147,189)
Gross profit/(loss)		**142,852**	**142,737**	**134,008**	**134,894**
Administrative and distribution expenses	32	(34,679)	(24,965)	(27,544)	(18,523)
Research and development expenses	32	(1,685)	(1,363)	(1,390)	(1,095)
Other income/(expenses)	34	(55,074)	(14,141)	1,542	(3,974)
Results before taxes, financing and investing activities		**51,414**	**102,268**	**106,616**	**111,302**
Net financial income/(expenses)	36	(14,448)	(10,747)	(12,316)	(8,391)
Profit / (loss) from valuation of participations and securities	35	0	0	(34,435)	(9,118)
Income / (losses) from participations and other securities	35	1,700	805	6,654	805
Profit / (loss) from the consolidation of associates under the equity method	13	4,345	10,927	0	0
Profit / (loss) from the consolidation of joint ventures under the equity method	13	2,070	0	0	0
Earnings/(Losses) before taxes		**45,081**	**103,253**	**66,519**	**94,598**
Income tax	30	(28,862)	(29,878)	(27,746)	(26,919)
Net Earnings/(losses) after taxes		**16,219**	**73,375**	**38,773**	**67,679**
Other Comprehensive Income/(Expenses)					
a) Other Comprehensive Income/(expenses) that will be transferred to Income Statement in subsequent periods					
Translation differences from incorporation of foreign entities					
-Gain/(Losses) current period		(325)	130	(422)	175
Total		**(325)**	**130**	**(422)**	**175**

(Amounts in thousands Euro, unless otherwise stated)

		GROUP		COMPANY	
Profit and Loss	**Note**	**1.1-31.12.2024**	**1.1-31.12.2023**	**1.1-31.12.2024**	**1.1-31.12.2023**
b) Other Comprehensive Income/(expenses) that will be not transferred to Income Statement in subsequent periods					
Valuation of investments in equity interests	19	8,280	3,769	9,862	3,769
Actuarial gains/(losses) on defined benefit pension plan	23	(208)	(142)	(208)	(142)
Proportion in Other comprehensive income of associates	13	(1)	0	0	0
Tax corresponding to the above results	30	(2,124)	(798)	(2,124)	(798)
Total		**5,947**	**2,829**	**7,530**	**2,829**
Net Other Comprehensive Income		**5,622**	**2,959**	**7,108**	**3,004**
Total comprehensive income		**21,841**	**76,334**	**45,881**	**70,683**
Net earnings/(losses) attributed to:					
Shareholders of the parent		45,841	79,541		
Non-controlling interests		(29,622)	(6,166)		
Net Earnings/(losses) after taxes		**16,219**	**73,375**		
Total comprehensive income/(losses) attributed to:					
Shareholders of the parent		51,461	82,500		
Non-controlling interests		(29,620)	(6,166)		
Total comprehensive income		**21,841**	**76,334**		

The accompanying notes form an integral part of the Annual Separate and Consolidated Financial Statements.

(Amounts in thousands Euro, unless otherwise stated)

CONSOLIDATED AND SEPARATE STATEMENT OF CASH FLOWS FOR THE FISCAL YEAR 2024

		GROUP		COMPANY	
	Note	**1.1-31.12.2024**	**1.1-31.12.2023**	**1.1-31.12.2024**	**1.1-31.12.2023**
Cash flows from operating activities					
Profit/(loss) before tax		**45,081**	**103,253**	**66,519**	**94,598**
Adjustments for the agreement of the net flows from the operating activities					
Depreciation	8.1,9,10	26,619	20,600	20,838	16,603
Fixed assets grants amortization	34	(158)	(105)	0	0
Provisions		2,806	893	2,915	875
Impairments	34	54,494	8,177	35,336	8,883
Other non-cash expenses/(revenue)		(356)	(88)	(13)	(82)
Interest and related revenue	36	(652)	(1,868)	(2,317)	(3,880)
Interest and other financial expenses	36	16,033	12,615	15,566	12,271
Results from derivatives	36	(933)	0	(933)	0
Results from associates and joint ventures	13	(6,415)	(10,927)	0	0
Results from participations and securities	35	(1,700)	(805)	(6,654)	(805)
Results from investment property	11	(218)	(90)	(218)	(90)
Results from fixed assets		(391)	(236)	(2,466)	328
Foreign exchange differences		710	659	846	471
Share based payments	29	7,252	255	7,252	255
Operating profit/(loss) before changes in working capital		**142,172**	**132,333**	**136,671**	**129,427**
(Increase)/Decrease in:					
Inventories		(35,540)	909	(37,713)	1,966
Trade receivables		56,874	(235,048)	51,875	(233,180)
Prepayments and other receivables		(66,327)	78,129	(64,562)	75,647
Increase/(Decrease) in:					
Suppliers		54,793	107,498	51,827	109,720
Accruals and other liabilities		(21,764)	(59,314)	(10,238)	(47,158)
Income tax (Payments)/Receipts		(20,604)	(9,143)	(19,010)	(8,741)
Net cash flows from operating activities		**109,604**	**15,364**	**108,850**	**27,681**

(Amounts in thousands Euro, unless otherwise stated)

		GROUP		COMPANY	
	Note	**1.1-31.12.2024**	**1.1-31.12.2023**	**1.1-31.12.2024**	**1.1-31.12.2023**
Cash flows from investing activities					
Proceeds from disposals of fixed assets		713	1,584	788	670
Payments for purchases of fixed assets		(12,670)	(12,392)	(4,321)	(5,761)
Proceeds from grants	25	470	0	0	0
Interest and related income received		372	1,713	316	1,692
Payments for acquisition of subsidiaries	7	(25,781)	(7,500)	(25,781)	(7,500)
Cash and cash equivalent of the companies acquired or whose consolidation was discontinued	7	4,996	0	0	0
Proceeds from sale or decrease in participating interest in associates and joint ventures (JVs)		0	50	0	50
Proceeds from capital return of associates	13	3,454	10,000	3,454	10,000
Payments for acquisition or increase in participating interest in associates and joint ventures (JVs)	13	(14,499)	(10,050)	(14,499)	(10,050)
Proceeds from sale of shares, bonds and other securities		119	0	119	0
Payments for acquisition of shares, bonds and other securities		(46)	(4,539)	(46)	(4,539)
Receipts of Dividends		1,066	604	1,066	604
Proceeds from issued loans		0	41,300	34,181	42,470
Issued loans		0	0	(3,110)	(4,200)
Proceeds from lease receivables		12,678	10,102	12,678	10,102
Net cash flows for investing activities		**(29,128)**	**30,872**	**4,845**	**33,538**
Cash flows from financing activities					
Payments from changes in subsidiaries without loss of control	12	0	0	0	(3,673)
Receipts from increase of share capital in subsidiaries from non-controlling interests	12	30,612	3,827	0	0
Proceeds for short term loans	21	45,561	37,760	45,560	37,725
Payments for short term loans	21	(1,467)	(11,616)	0	(11,616)
Proceeds for long term loans	21	0	1,215	0	0
Payments for long term loans	21	(38,464)	(14,187)	(37,740)	(12,972)

(Amounts in thousands Euro, unless otherwise stated)

		GROUP		COMPANY	
	Note	**1.1-31.12.2024**	**1.1-31.12.2023**	**1.1-31.12.2024**	**1.1-31.12.2023**
Payments for leases	22	(18,763)	(10,359)	(18,241)	(10,036)
Dividends paid to equity holders of parent	29	(15,000)	0	(15,000)	0
Dividends paid to non-controlling interest		(650)	0	0	0
Interest and other financial expenses paid		(8,984)	(8,745)	(8,311)	(8,384)
Net cash flows from financing activities		**(7,155)**	**(2,105)**	**(33,732)**	**(8,956)**
Net increase /(decrease) of cash and cash equivalents		**73,321**	**44,131**	**79,963**	**52,263**
Effect of foreign exchange rate differences in cash		444	(318)	90	(38)
Cash and cash equivalents at the beginning of the period	20	**240,670**	**196,857**	**173,197**	**120,972**
Cash and cash equivalents at the end of the period	20	**314,435**	**240,670**	**253,250**	**173,197**

The accompanying notes form an integral part of the Annual Separate and Consolidated Financial Statements.

(Amounts in thousands Euro, unless otherwise stated)

CONSOLIDATED AND SEPARATE STATEMENT OF CHANGES IN EQUITY FOR FISCAL YEAR 2024

COMPANY	Note	Share capital	Share premium	Reserves	Retained earnings	Total
1st January 2024		**55,460**	**62,702**	**57,950**	**41,401**	**217,513**
Total comprehensive income		0	0	7,108	38,773	**45,881**
Distribution of dividends	29	0	0	0	(15,000)	**(15,000)**
Share based payments	29	0	0	5,921	0	**5,921**
Formation of reserves	29	0	0	5,137	(5,137)	**0**
31st December 2024		**55,460**	**62,702**	**76,116**	**60,037**	**254,315**

COMPANY	Note	Share capital	Share premium	Reserves	Retained earnings	Total
1st January 2023		**55,460**	**62,702**	**54,691**	**(26,278)**	**146,575**
Total comprehensive income		0	0	3,004	67,679	**70,683**
Share based payments		0	0	255	0	**255**
31st December 2023		**55,460**	**62,702**	**57,950**	**41,401**	**217,513**

(Amounts in thousands Euro, unless otherwise stated)

GROUP	Note	Share capital	Share premium	Reserves	Retained earnings	Sub-Total	Non-Controlling Interest	Total
1st January 2024		**55,460**	**62,702**	**61,194**	**77,151**	**256,507**	**9,692**	**266,199**
Total comprehensive income		0	0	5,622	45,839	**51,461**	(29,620)	**21,841**
Share capital increase of subsidiaries	12	0	0	0	0	**0**	30,612	**30,612**
Distribution of dividends	29	0	0	0	(15,000)	**(15,000)**	0	**(15,000)**
Share based payments	29	0	0	5,921	0	**5,921**	0	**5,921**
Change due to acquisition of a subsidiary	7	0	0	0	0	**0**	432	**432**
Formation of reserves	29	0	0	5,138	(5,138)	**0**	0	**0**
31st December 2024		**55,460**	**62,702**	**77,875**	**102,852**	**298,889**	**11,116**	**310,005**

GROUP	Note	Share capital	Share premium	Reserves	Retained earnings	Sub-Total	Non-Controlling Interest	Total
1st January 2023		**55,460**	**62,702**	**57,875**	**(2,285)**	**173,752**	**12,031**	**185,783**
Total comprehensive income		0	0	2,959	79,541	**82,500**	(6,166)	**76,334**
Share capital increase of subsidiaries		0	0	0	0	**0**	3,827	**3,827**
Share based payments		0	0	255	0	**255**	0	**255**
Formation of reserves		0	0	105	(105)	**0**	0	**0**
31st December 2023		**55,460**	**62,702**	**61,194**	**77,151**	**256,507**	**9,692**	**266,199**

The accompanying notes form an integral part of the Annual Separate and Consolidated Financial Statements.

NOTES ON THE FINANCIAL STATEMENTS

1 GENERAL INFORMATION FOR THE GROUP AND THE COMPANY

“TERNA TOURIST TECHNICAL AND MARITIME S.A.” (the “Company” or “TERNA”), as renamed from LITHOS SOCIETE ANONYME COMPANY by virtue of the decision dated 06.11.2008 by the Extraordinary General Shareholders Meeting, which was published in the Government Gazette Issue 14207/30.12.2008 (S.A. & LTD Issue), is registered in the Société Anonyme Registrar of the Athens Prefecture, under Reg. No.56330/01/B/04/506(08). The company’s duration has been set to ninety (90) years.

The share capital of the Company amounts to fifty-five million four hundred and sixty thousand (55,460,000) euros divided into five hundred and fifty-four thousand six hundred (554,600) common nominal shares with a nominal value of one hundred (100) euros each.

The basic sector in which the Company and Group are active is constructions. TERNA holds a 7th grade construction certificate and its main activity is to undertake and carry out public and private construction projects of any kind. According to the legislation in effect, companies that hold a 7th grade construction certificate may undertake public projects of over 35 million Euros. There is no upper limit to the budget of the projects that the Group may independently undertake. The Group’s construction activities now extend beyond Greece, in the Balkans and the Middle East.

Moreover, TERNA owns and manages a quarry and trades and supplies its construction segment with inert materials.

The Group is engaged in the production of quarry products and in the extraction and processing of magnesite, namely in the production of magnesite based products, through the licenses and mining concessions it holds via the subsidiary company TERNA MAG.

Furthermore, the Group through its participation in the affiliated company HERON ENERGY S.A., continues its activities in the production of electric energy from thermal sources.

The consolidated financial statements of TERNA are included in the consolidated financial statements of its parent GEK TERNA SA, which during the reporting date of the Statement of Financial Position, owned 100% of its share capital (31.12.2023: 100%).

2 BASIS FOR THE PRESENTATION OF THE FINANCIAL STATEMENTS

2.1 Basis for the Presentation of financial statements

The Company’s separate and consolidated Financial Statements as of 31st December 2024 covering the annual period starting on January 1st until December 31st 2024 have been prepared according to the International Financial Reporting Standards (IFRS), published by the International Accounting Standards Board (IASB) and according to their interpretations, published by the International Financial Reporting Interpretations Committee (IFRIC) and adopted by the European Union until 31st December 2024.

The Group applies all the International Accounting Standards, International Financial Reporting Standards, and their Interpretations, which apply to the Group's activities. The relevant accounting policies, a summary of which is presented below in Note 4, have been applied consistently in all the periods presented.

2.2 Going concern

The Group's management estimates that the Company and its subsidiaries hold sufficient resources, which ensure their operation as "Going Concern" in the foreseeable future.

The decision of the Management to use the going concern principle is based on the estimates related to potential effects of the war conflict raging both in the broader region of Ukraine and in the Middle East.

The Management has estimated that there is no material uncertainty regarding the continuation of the activity of the Group and the Company, thus implementing the framework for preparing the financial statements for the financial year ended on 31.12.2024.

2.3 Basis of measurement

The accompanying separate and consolidated Financial Statements as of December 31st, 2024 have been prepared according to the principle of historical cost, apart from the cases of investment property, investments in equity securities, financial derivative products and the financial assets recorded at fair value through profit or loss, which are measured at fair value.

2.4 Presentation currency

The presentation currency is Euro (the currency of the Group's parent domicile) and all the amounts are presented in thousand Euro, unless otherwise mentioned.

2.5 Comparability

The comparative items of the Financial Statements for the year ended 31.12.2024 have not been revised.

2.6 Use of estimates

The preparation of the Financial Statements according to IFRS requires the use of estimates and judgments on the application of the Company's accounting policies. Judgments, assumptions and estimates of the Management affect the amount of valuation of several asset and liability items, the amount recognized during the year regarding specific income and expenses, as well as the presented estimates of contingent liabilities.

Assumptions and estimates are assessed on an on-going basis according to historic experience and other factors, including expectations of future event outcomes, considered reasonable given the current conditions. The estimates and assumptions relate to the future and, consequently, the actual results may differ from the accounting calculations.

The areas that require the highest degree of judgment as well as the areas in which estimates and assumptions have a significant effect on the Consolidated Financial Statements are presented in Note 3 of the Financial Statements.

2.7 New Standards, Interpretations and Amendments to Standards

The accounting principles applied for the preparation of the Financial Statements are the same as those applied for the preparation of the Financial Statements of the Group and the Company for FY ended as of 31 December 2023, apart from the adoption of amendments to certain standards, whose application was mandatory in the European Union for FYs beginning as at January 1st, 2024 (see Notes 2.7.1 and 2.7.2).

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

The following new Standards, Interpretations and amendments of IFRSs have been issued by the International Accounting Standards Board (IASB), are adopted by the European Union, and their application is mandatory from or after 01.01.2024.

Amendments to IFRS 16 "Leases: Lease Liability in a Sale and Leaseback" (effective for annual periods starting on or after 01.01.2024)

In September 2022, the IASB issued narrow-scope amendments to IFRS 16 "Leases" which add to requirements explaining how a company accounts for a sale and leaseback after the date of the transaction. A sale and leaseback is a transaction for which a company sells an asset and leases that same asset back for a period of time from the new owner. IFRS 16 includes requirements on how to account for a sale and leaseback at the date the transaction takes place. However, IFRS includes no specific subsequent measurement requirements for the transaction, specifically where some or all the lease payments are variable lease payments that do not depend on an index or rate. The issued amendments add to the sale and leaseback requirements in IFRS 16, thereby supporting the consistent application of the Accounting Standard. These amendments will not change the accounting for leases other than those arising in a sale and leaseback transaction. The amendments have no impact on the Consolidated and Separate Financial Statements. The above have been adopted by the European Union with effective date of 01.01.2024.

Amendments to IAS 1 'Classification of Liabilities as Current or Non-Current' (effective for annual periods starting on or after 01.01.2024)

The amendments clarify the principles of IAS 1 for the classification of liabilities as either current or non-current. The amendments clarify that an entity's right to defer settlement must exist at the end of the reporting period. The classification is not affected by management's intentions or the counterparty's option to settle the liability by transfer of the entity's own equity instruments. Also, the amendments clarify that only covenants with which an entity must comply on or before the reporting date will affect a liability's classification. The amendments require a company to disclose information about these covenants in the notes to the financial statements. The amendments are effective for annual reporting periods beginning on or after 1 January 2024, with early adoption permitted. The amendments have no impact on the Consolidated and Separate financial statements. The above have been adopted by the European Union with an effective date of 01.01.2024.

Amendments to IAS 7 "Statement of Cash Flows" and IFRS 7 "Financial Instruments: Disclosures": Supplier Finance Arrangements (effective for annual periods starting on or after 01.01.2024)

In May 2023, the International Accounting Standards Board (IASB) issued Supplier Finance Arrangements, which amended IAS 7 Statement of Cash Flows and IFRS 7 Financial Instruments: Disclosures. The new amendments require an entity to provide additional disclosures about its supplier finance arrangements. The amendments require additional disclosures that complement the existing disclosures in these two standards. They require entities to provide users of financial statements with information that enable them a) to assess how supplier finance arrangements affect an entity's liabilities and cash flows and b) to understand the effect of supplier finance arrangements on an entity's exposure to liquidity risk and how the entity might be affected if the arrangements were no longer available to it. The amendments to IAS 7 and IFRS 7 are effective for accounting periods on or after 1 January 2024. The amendments have no impact on the Consolidated and Separate Financial Statements. The above have been adopted by the European Union with effective date of 01.01.2024.

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

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

Amendments to IAS 21 "The Effects of Changes in Foreign Exchange Rates: Lack of Exchangeability (effective for annual periods starting on or after 01.01.2025)

In August 2023, the International Accounting Standards Board (IASB) issued amendments to IAS 21. The Effects of Changes in Foreign Exchange Rates that require entities to provide more useful information in their financial statements when a currency cannot be exchanged into another currency. The amendments introduce a definition of currency exchangeability and the process by which an entity should assess this exchangeability. In addition, the amendments provide guidance on how an entity should estimate a spot exchange rate in cases where a currency is not exchangeable and require additional disclosures in cases where an entity has estimated a spot exchange rate due to a lack of exchangeability. The amendments to IAS 21 are effective for accounting periods on or after 1 January 2025. The Group will examine the impact of the above on its Financial Statements, though it is not expected to have any. The above have been adopted by the European Union with effective date of 01.01.2025.

IFRS 9 and IFRS 7 "Amendments to the Classification and Measurement of Financial Instruments" (effective for annual periods starting on or after 01.01.2026)

In May 2024, the International Accounting Standards Board (IASB) issued amendments to the Classification and Measurement of Financial Instruments which amended IFRS 9 "Financial Instruments" and IFRS 7 "Financial Instruments: Disclosures". Specifically, the new amendments clarify when a financial liability should be derecognized when it is settled by electronic payment. Also, the amendments provide additional guidance for assessing contractual cash flow characteristics to financial assets with features related to ESG-linked features (environmental, social, and governance). IASB amended disclosure requirements relating to investments in equity instruments designated at fair value through other comprehensive income and added disclosure requirements for financial instruments with contingent features that do not relate directly to basic lending risks and costs. The amendments are effective from annual reporting periods beginning on or after 1 January 2026. The Group will examine the impact of the above on its Financial Statements, though it is not expected to have any. The above have not been adopted by the European Union.

Annual Improvements to IFRS-Volume 11 (effective for annual periods starting on or after 01.01.2026)

In July 2024, the IASB issued the Annual Improvements to IFRS Accounting Standards, which include minor amendments to the following accounting standards: IFRS 1 "First-time Adoption of International Financial Reporting Standards", IFRS 7 "Financial Instruments: Disclosures", IFRS 9 "Financial Instruments", IFRS 10 "Consolidated Financial Statements" and IAS 7 "Statement of Cash Flows". The above amendments are effective for accounting periods on or after 1 January 2026. The Group will examine the impact of the above on its Financial Statements, though it is not expected to have any. The above have not been adopted by the European Union.

Amendments to IFRS 9 and IFRS 7 – "Nature-dependent Electricity Contracts" (effective for annual periods starting on or after 01.01.2026)

On December 18, 2024, the International Accounting Standards Board (IASB) issued amendments to IFRS 9 "Financial Instruments" and IFRS 7 "Financial Instruments: Disclosures," aimed at helping companies to present more accurately the financial impacts of nature-dependent electricity reference contracts, known as Power Purchase Agreements (PPAs). These contracts are used by companies to secure the supply of electricity from renewable sources, such as wind and solar energy. However, the amount of energy produced can vary due to external factors, such as weather conditions. The amendments aim to optimally reflect these contracts in financial statements by: a) clarifying the requirements for applying the "own-use" concept, b) allowing hedge accounting when these contracts are used as hedging instruments and c) adding new disclosure requirements to help investors better understand the impact of these contracts on companies' financial results and cash flows. The amendments are effective for accounting periods beginning on or after 1 January 2026, with early adoption permitted. The Group will examine the impact of the above on its Financial Statements. The above have not been adopted by the European Union.

IFRS 18 "Presentation and Disclosure in Financial Statements" (effective for annual periods starting on or after 01.01.2027)

In April 2024, the International Accounting Standards Board (IASB) issued a new Standard, IFRS 18, which replaces IAS 1 "Presentation of Financial Statements". The objective of the Standard is to improve how information is communicated in an entity's financial statements, particularly in the statement of profit or loss and in its notes to the financial statements. Specifically, the Standard will improve the quality of financial reporting due to a) the requirement of defined subtotals in the statement of profit or loss, b) the requirement of the disclosure about management-defined performance measures and c) the new principles for aggregation and disaggregation of information.

The Group will examine the impact of the above on its Financial Statements. The above have not been adopted by the European Union.

IFRS 19 "Subsidiaries without Public Accountability: Disclosures" (effective for annual periods starting on or after 01.01.2027)

In May 2024, the International Accounting Standards Board issued a new standard, IFRS 19 "Subsidiaries without Public Accountability: Disclosures". The new standard allows eligible entities to elect to apply IFRS 19 reduced disclosure requirements instead of the disclosure requirements set out in other IFRS. IFRS 19 works alongside other IFRS, with eligible subsidiaries applying the measurement, recognition and presentation requirements set out in other IFRS and the reduced disclosures outlined in IFRS 19. This simplifies the preparation of IFRS financial statements for the subsidiaries that are in-scope of this standard while maintaining at the same time the usefulness of those financial statements for their users. IFRS 19 is effective from annual reporting periods beginning on or after 1 January 2027, with early adoption permitted. The Group will examine the impact of the above on its Financial Statements, though it is not expected to have any. The above have not been adopted by the European Union.

3 SIGNIFICANT ACCOUNTING ESTIMATES AND MANAGEMENT ASSESSMENTS

Preparation of Financial Statements in accordance with the International Financial Reporting Standards (IFRS) requires the Management to make judgments, estimates and assumptions which affect assets and liabilities, contingent receivables and liabilities disclosures, as well as revenue and expenses during the presented periods.

In particular, the amounts included in or affecting the financial statements, as well as the related disclosures, are estimated through making assumptions about values or conditions that cannot be known with certainty at the time of preparation of the financial statements and, therefore, actual results may differ from what has been estimated. An accounting estimate is considered significant when it is material to the financial position and income statement of the Group and requires the most difficult, subjective, or complex judgments of the Management. Estimates and judgments of the Management are based on past experience and other factors, including expectations for future events, judged to be reasonable in the circumstances. Estimates and judgments are continually reassessed on the basis of all the available data and information.

Key estimates and evaluations referring to the data whose development could affect the financial statements items in the upcoming 12 months are as follows:

3.1 Significant judgments of the Management

Key judgments of the Management, applied while implementing the Group and the Company accounting policies, which have the most significant impact on the financial statements (apart from those analyzed in Note 3.2) are analyzed as follows:

i) Acquisition of "business" according to the definition provided in IFRS 3 or acquisition of assets

In accordance with IFRS 3 "Business Combinations", the Group determines whether a transaction or other event constitutes a business combination in accordance with the relevant definition of the

Standard, i.e. whether the assets acquired, and liabilities assumed constitute a "business". In the event the acquired assets do not constitute a business, then the Group manages the transaction or other event as an acquisition of an asset. According to IFRS 3, the term "business" is defined as an integrated set of activities and assets that is capable of being conducted and managed for the purpose of providing a return in the form of dividends, lower costs, or other economic benefits directly to investors or other owners, members, or participants. The accounting treatment of a business combination is carried out in accordance with the accounting policy described in Note 4.2.

ii) Recognition of revenue from construction contracts

Managing the revenue and costs of a construction contract, depends on whether the final result from the execution of the contract work can be reliably estimated (and is expected to bring profit to the manufacturer, or the result from execution is loss-making). When the outcome of a construction contract can be reliably estimated, then the revenue and expense of the contract are recognized over the life of the contract, respectively, as revenue and expense.

The Group uses the completion stage to determine the appropriate amount of income and expense which it will recognize in a specific period. Specifically, based on the IFRS 15 input method, the manufacturing cost at each reference date, is compared to the total budgeted cost in order to determine at the percentage of completion. The completion stage is measured on the basis of the contractual costs incurred by the reference date in relation to the total estimated cost of each project. The Group therefore makes significant estimates regarding the gross result with which the executed construction contract will be executed (total budgeted cost of the construction contract).

iii) Consolidation of subsidiaries in which the Group holds a non-majority percentage of voting rights (de facto control)

The Group assesses in each reporting period the existence of control over subsidiaries in which it holds a participation percentage of voting rights of less than 50%, based on the conditions specified in IFRS 10. Specifically, the Group, based on its existing rights, assesses whether it has the possibility to direct any business activities that significantly affect the return of the subject companies, i.e. the relevant activities, assessing in addition any cases where the Group maintains significant participation / investment, has the right to receive variable returns from its participation in the subject companies and has the ability to influence the level of their returns.

3.2 Uncertainty of estimates and assumptions

Specific amounts that are included or affect the Financial Statements and the related disclosures are estimated through requirement to make assumptions about values or conditions that cannot be known with certainty at the Financial Statements preparation date. An accounting estimate is considered significant when it is material to the financial position and results of the Group and requires most difficult, subjective or complex management judgments. The Group assesses such estimates on an ongoing basis, based on historical results and experience, meetings with specialists, applying trends and other methods considered reasonable in the specific circumstances, as well as projections regarding potential changes of those in the future.

i) Recognition of deferred tax assets

The extent to which deferred tax assets are recognized for unused tax losses is based on the judgment regarding the extent to which it is probable that sufficient taxable profits will be offset with these tax losses.

In order to determine the amount of a deferred tax asset for recognition, significant judgments and estimates are required from the Group's Management, based on future tax profits combined with future tax strategies to be pursued, as well as the uncertainties dominating various tax frameworks, within which the Group operates (for further information please refer to Note 30).

ii) Impairment of non-financial assets and goodwill

Non-financial assets are tested for impairment whenever events or changes in the effective conditions indicate that their book value may not be recoverable in accordance with the accounting policy described in Note 4.6. Goodwill, intangible assets with indefinite economic lives and intangible assets with finite economic lives for which amortization has not yet begun are tested for impairment at least annually.

iii) Useful lives of depreciated assets

In order to calculate depreciation, in every reporting period, the Group examines the useful life and residual value of tangible and intangible assets in the light of technological, institutional and economic developments, as well as the experience arising from their exploitation. As at 31.12.2024, the Management estimates that useful lives represent the expected usefulness of assets.

iv) Fair value adjustment of investment property

In order to measure the value of its investment property, in cases, when active market prices are available, the Group determines the fair value based on the valuation reports prepared by independent valuers. If no objective data is available, in particular, due to economic conditions, the Management measures such values based on its past experience, taking into account the available data (further information is presented in Note 11).

v) Fair value measurement of financial instruments

The Management uses valuation techniques to determine the fair value of financial instruments (when no active market prices are available) and non-financial assets. This procedure involves making estimates and assumptions about the price that market participants would pay to acquire these financial instruments.

The Management bases its assumptions on observable data, but this is not always feasible. In such cases, the Management uses the best available information for its estimates, based on its past experience and taking into account available information. Estimated fair values may differ from the actual values that would be made in the ordinary course of transactions as at the reporting date of the financial statements (further information is presented in Note 41).

vi) Inventory

To facilitate valuation of inventories, the Group estimates based on statistical valuation reports and market conditions, the expected selling prices and the costs of processing and disposing them, per inventory category.

vii) Estimates when calculating value in use of Cash Generating Units (CGU)

The Group conducts a related impairment test of investments in subsidiaries, joint ventures and associates whenever there is evidence of impairment in accordance with the provisions of IAS 36. If it is established that there are reasons for impairment, it is necessary to calculate value in use and fair value less costs to sell regarding every CGU. Recoverable amounts of CGUs are determined for impairment tests purposes, based on the value in use calculation, which requires making estimates. For the purpose of calculating value in use, estimated cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money, as well as the risks associated with particular CGU (for further information please refer to Note 12).

viii) Provision for income tax

The provision for income tax based on IAS 12 is calculated by estimating the taxes to be paid to tax authorities and includes the current income tax for every financial year and a provision for additional taxes that might emerge in tax audits.

The Group's companies are subject to various income taxation legislations. To determine the total provision for income tax, as presented in the Statement of Financial Position, significant estimates are required.

For specific transactions and calculations, the final tax determination is uncertain. The Group recognizes liabilities for the forecasted tax issues based on calculations as to the extent to which additional tax will arise. In cases where the final tax amount differs from what had been initially recognized, the differences affect the provisions for income tax and deferred tax for the period when it had been determined (for further information please refer to Note 30).

ix) Contingent liabilities and receivables

The existence of contingent liabilities and receivables requires the management to make assumptions and judgments on on-going basis about the probability that future events will occur or not occur as well as the possible consequences that these events may have on the Company's operations. Determining contingent liabilities and receivables is a complex process that includes judgments about future events, laws, regulations, etc. Changes in judgments or interpretations are likely to lead to an increase or decrease in the Company's contingent liabilities in the future. When additional information becomes available, the Group's Management reviews the facts based on which it may also be led to a review of its estimates (see Note 43).

x) Provisions for expected credit losses from receivables from clients

The Group and the Company apply the simplified approach under the provisions of IFRS 9 for calculation of expected credit losses based on which the provision for impairment is measured at an amount equal to the expected lifetime credit losses for the receivables from customers and the contractual assets. The Group and the Company have made provisions for bad debts in order to adequately cover the loss that can be reliably estimated and arises from these receivables. At every reporting period date, the provision that has been made is adjusted and potential changes are recognized in the income statement (further information is presented in Notes 16, 17 and 18).

4 SUMMARY OF KEY ACCOUNTING PRINCIPLES

A. Significant Accounting Principles

The principal accounting policies adopted in the preparation of the accompanying Separate and Consolidated Financial Statements are as follows:

4.1 Basis for consolidation

The accompanying consolidated financial statements include the financial statements of TERNA S.A. and its subsidiaries as at 31.12.2024. The date of preparation of the financial statements of the subsidiaries coincides with that of the parent.

Intra-group transactions and balances have been eliminated in the accompanying consolidated financial statements. Where required, the accounting policies of subsidiaries have been amended to ensure consistency with the accounting policies adopted by the Group. Note 5 provides a complete list of consolidated subsidiaries in line with the participating interest held by the Group.

Subsidiaries are consolidated from the date the Group acquires control over them and they cease to be consolidated at the date of termination of this control.

Non-controlling interests constitute the component of equity of a subsidiary not directly or indirectly attributable to the parent. Losses relating to non-controlling interests (minority interests) of a subsidiary may exceed the rights of non-controlling interests in the subsidiary's equity.

Gains or losses and every component of other comprehensive income are accounted for both by the owners of the parent and the non-controlling interests, even if, as a result, such non-controlling interests present deficit.

(a) Subsidiaries

Subsidiaries are all the companies, in which the Parent has the power to control directly or indirectly through other subsidiaries and they are fully consolidated (full consolidation). The Company has and exercises control through its ownership of the majority of the subsidiaries' voting rights. In order to define the control, the following conditions are examined, as recorded in IFRS 10:

i) The parent company has authority over the investee, since it can direct the related (operational and financial) activities. This is achieved through appointing the majority of the members of the Board of Directors and the directors of the subsidiary by the Management of the parent.

ii) The parent company holds rights with variable returns from its investment in the subsidiary. Other non-controlled investments are greatly dispersed and, therefore, cannot materially influence decision-making.

iii) The parent company may exercise its authority over the subsidiary to influence the amount of its returns. This is the result of decision-making on subsidiary's related matters through controlling the decision-making bodies (Board of Directors and Directors).

Changes in Ownership Interest in a Subsidiary

In case of changes in an ownership interest in a subsidiary, it is examined whether the changes result in a loss of control or not.

- Changes in an ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions (i.e. transactions with owners in their capacity as owners). In such circumstances, the carrying amounts of the controlling and non-controlling interests shall be adjusted to reflect the changes in their relative interests in the subsidiary. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received shall be recognized directly in equity.
- In different case, namely when the ownership interest changes in such a way that there is loss of control, then the parent shall record the necessary accounting sale entries and recognize the result from the sale (derecognition of the assets, goodwill and liabilities of the subsidiary as of the date of loss of control, derecognition of the book value of non-controlling interests, determination of the result from the sale).
- When determining the sale result, any amount previously recognized in other comprehensive income in respect of that company is accounted for using the same method as would be applied by the Group in the event of direct sale of its assets or liabilities. That is to say, the amounts previously recognized in other comprehensive income are reclassified to the income statement.
- Following loss of control of a subsidiary, any investment in the former subsidiary is recognized according to the provisions of IFRS 9.

Investments in subsidiaries in the separate financial statements

Investments of the parent in its consolidated subsidiaries are measured at cost less any accumulated impairment losses, if any. Impairment test is carried out in accordance with the provisions of IAS 36.

(b) Joint arrangements

The Group applies IFRS 11 to all its joint arrangements it participates. Under IFRS 11, joint arrangements are classified as joint operations or joint ventures, depending on the contractual rights and obligations of each investor.

Jointly controlled entities are incorporated using the proportionate consolidation method (if it is a joint operation) in the Company or the equity method (if it is a joint venture) in the Group.

Joint operations: Joint operations are accounted for using the proportional consolidation method. In particular, the Group recognizes in the consolidated financial statements: (i) its assets (including its share in any of its assets it holds jointly), (ii) its liabilities (including its share of any jointly held liabilities), (iii) its share in the proceeds of the sale of production from the joint operation, and (iv) its expenses (including its share in any jointly incurred expenses). Essentially, these are, mostly, tax joint operations, which do not constitute a separate entity within the framework of the IFRS. Their assets and liabilities are incorporated according to the effective proportions in the financial statements of the Company.

Joint ventures: Joint ventures are accounted for using the equity method, under which participating interests in joint ventures are initially recognized at acquisition cost and subsequently readjusted in compliance with the Group's share of the profits (or losses) and other comprehensive income of the joint ventures. Under the joint venture model, joint venture schemes are the ones in which members have rights over the net assets of the investments and are liable up to the extent of their contribution to the capital of the company. If the Group's participating interest in joint venture losses exceeds the value of the participating interest, the Group discontinues recognizing further losses unless it has entered into commitments or has made payments on behalf of the joint venture. Allocation of operating results and other comprehensive results is proportional to the participating interest.

Unrealized gains on transactions between the Group and joint ventures are eliminated according to the Group's interest in joint ventures. Unrealized losses are also eliminated unless there is evidence of the transaction for impairment of the asset transferred.

Consolidation takes into account the percentage held by the Group and is effective as at consolidation date. The structure of the business scheme is the key and determining factor in determining the accounting treatment.

The accounting policies of jointly controlled entities are consistent with those adopted and applied by the Group. The date of preparation of the financial statements of jointly controlled entities coincides with that of the parent Company.

Investments in jointly controlled operations in the separate financial statements

Investments of the parent in joint operations are included in the separate financial statements in proportion. In particular, assets and liabilities are proportionally incorporated in the Company's financial statements.

Investments in joint ventures in the separate financial statements

Investments of the parent in joint ventures are measured at cost less any accumulated impairment losses, if any. Impairment test is carried out in accordance with the provisions of IAS 36.

(c) Associates

Associates are entities over which the Group exercises significant influence but does not exercise control. The Group's investments in associates are accounted for using the equity method. The assumptions used by the Group suggest that holding participating interest of between 20% and 50% of a company's voting rights implies a significant influence over the investee unless it can be clearly demonstrated that this is not the case. Investments in associates are initially recognized at acquisition cost and then consolidated using the equity method. According to this method, investments in associates are recognized at acquisition cost plus any changes in the Group's participating interest in Equity after the initial acquisition date, less any provisions for impairment of those participating interests' value.

Consolidated statement of comprehensive income includes the proportion of the Group in the total income of associates. If the Group's participating interest in an Associate's loss exceeds the value of the participating interest, the Group discontinues recognizing further losses unless it has settled liabilities or made payments on the part of the affiliate and, in general, settled the payments arising from the shareholding. If the associate subsequently produces profits, the investor starts once again recognizing its share of profits only if its share of profits equals the share of losses it had not recognized.

Unrealized gains on transactions between the Group and associates are eliminated according to the Group's participating interest in associates. Unrealized losses are eliminated unless the transaction provides evidence of impairment of the transferred asset.

Accounting policies followed by associates do not differ from those used by the Group and the date of preparation of the financial statements of associates is the same as that of the parent.

Investments in associates in the separate financial statements

Investments of the parent in consolidated associates are measured at acquisition cost less any accumulated impairment losses, if any. Impairment test is carried out in accordance with the provisions of IAS 36.

4.2 Business Combinations

Subsidiaries are fully consolidated (full consolidation) applying the acquisition method from the date when control over them has been acquired and cease to be consolidated from the date when such control is no longer effective. The acquisition of a subsidiary by the Group is accounted for using the acquisition method. As at the acquisition date, the acquirer recognizes the goodwill arising on the acquisition transaction as the excess between:

- the aggregation of (i) the transferred consideration, measured at fair value; (ii) the amount of any non-controlling interests in the acquire (measured at fair value or the proportion of non-controlling interests in its net identifiable assets and (iii) in a business combination that is completed in stages, the fair value at the date of acquisition of the acquirer's shareholding previously acquired in the acquire, less
- the net fair value of the acquired identifiable assets and liabilities as at the acquisition date.

Goodwill is tested for potential impairment on annual basis and the balance between its carrying amount and recoverable amount is recognized as an impairment loss, burdening the income statement for the period.

The costs arising under acquisition of investments in subsidiaries (e.g. fees of consultants, lawyers, accountants, appraisers and other professionals and consultant's fees) are recognized as expenses and burden the income statement for the period when they are incurred.

Otherwise, when the acquire acquires participating interest, in which, at the acquisition date, net value of assets and assumed liabilities exceeds the transferred consideration, then the issue is classified as an acquisition opportunity. Following the necessary reviews, the excess arising from the above balance is recognized as profit in the income statement for the period.

Any potential consideration paid by the Group is initially recognized at fair value on the date of acquisition. Changes in the fair value of the contingent consideration that meet the conditions for their classification as an asset or liability are recognized in accordance with IFRS 9 in the results. Any consideration recognized in equity is not revised and the subsequent settlement is accounted for within equity.

4.3 Goodwill

Goodwill arises from acquisition and gain of control on a company.

Goodwill is recognized as a difference among acquisition cost and fair value of assets, liabilities and contingent liabilities of the acquired company as at the acquisition date. In the case of a subsidiary's acquisition, goodwill is recorded as a separate asset, while in the case of an associate's acquisition, goodwill is included in the value of the Group's investments in associates.

As at the acquisition date (or at the date of the completion of the relative consideration allocation), acquired goodwill is allocated to the cash-generating units or groups of cash-generating units that are expected to benefit from that business combination. After initial recognition, goodwill is measured at cost less accumulated impairment losses.

Goodwill is not amortized but is reviewed for impairment annually or more frequently if events or changes in circumstances indicate that a potential impairment may have been incurred (see Note 4.6 for the procedures applied for goodwill's impairment test).

If a segment of a cash-generating unit, to which goodwill has been allocated, is disposed of, then the goodwill attributable to the disposed segment is included in the carrying amount of that segment to facilitate determination of gains or losses. The value of goodwill attributable to the disposed segment is determined based on the relative values of the disposed segment and the remaining segment of the cash-generating unit.

4.4 Intangible assets

The intangible assets of the Group concern

i. Rights-of-use quarries and mines and operational development costs of land
ii. acquired software programs

Upon initial recognition, the intangible assets acquired separately are recorded at acquisition cost. Intangible assets acquired as part of business combinations are recognized at fair value at the acquisition date.

Following initial recognition, the intangible assets are measured at cost less accumulated amortization and any impairment loss. Amortization is recorded based on the straight-line method during the useful life of the said assets. All the Group's intangible assets have a definite useful life.

The period and method of amortization is redefined at least at the end of every annual reporting period. Changes in the expected useful life of each intangible asset are accounted for as a change in accounting estimates.

Methods of amortization and useful lives of the Group's intangible assets can be summarized as follows:

Category	Amortization method	Useful life in years
Software	Stable	3
Rights-of-use quarries and mines	Stable	50
Expenses incurred under Operational Development of Quarries–Mines Land Plots Exploitation	Stable	50

Amortization of acquired construction contract' right is amortized based on the execution rate of the specific construction contracts.

Gains or losses arising from the write-off due to disposal of an intangible asset are calculated as the difference between the net proceeds of the disposal and the current value of the asset and are recognized in profit or loss for the period.

(a) Software

The maintenance of software programs is recognized as an expense when the expense is realized. In the contrary, the costs incurred for improving or prolonging the performance of software programs beyond their initial technical specifications, or respectively the costs incurred for the modification of the software, are incorporated in the acquisition cost of the intangible asset, only if they can be measured reliably.

(**b) Rights to use quarries and mines**

The value of the rights-of-use regarding quarries and mines includes the acquisition cost of these assets less the accumulated amortization and any potential impairment.

(c) Expenses incurred under Operational Development of Quarries –Mines Land Plots Exploitation

Such expenses concern quarry-mining operation development costs and mainly include procedures in respect of galleries surfacing costs, galleries opening coats and extracting sterile soil costs. During the operational development phase (before production starts), galleries surfacing costs are usually capitalized as part of the amortized cost of quarries development and construction. Amortization of operating expenses incurred for development of mineral-ore extraction areas is calculated using the percentage recovery method of commercially recoverable mine. Amortization – expenses of capitalized operating costs arising from development of mines- quarries is included in the costs of minerals mining and extraction costs. Operating costs arising from development of mines - quarries are capitalized if, and only if, the following conditions are met:

- the Group will receive future economic benefits (improvement of access to mines) associated with the galleries surfacing activity.

- the Group can utilize the segment of the mine, the access to which has been improved, and
- the cost of the galleries surfacing activity associated with this segment can be measured reliably.

The asset arising from the galleries surfacing activity is added to the cost of the mine and is therefore valued at cost less accumulated depreciation and potential impairment.

4.5 Tangible assets

Tangible fixed assets are recognized in the financial statements at cost, less accumulated depreciation and any potential impairment losses, if any. The acquisition cost includes all direct costs stemming from the acquisition of the assets.

Subsequent expenses are recorded as an increase in the book value of tangible assets or as a separate asset only to the degree that the said expenses increase the future financial benefits anticipated from the use of the fixed asset and their cost can be measured reliably.

The cost of repair and maintenance works is recognized in the Income Statement when the said works are realized.

Tangible assets are written off when they are sold or withdrawn or when no further economic benefits are expected from their continued use. Profit or loss arising from the write-off of tangible fixed assets is included in the income statement for the year in which the asset is written off.

Assets under construction include fixed assets and are carried at cost. Assets under construction are not depreciated until the fixed asset is settled and put into operation.

Depreciation of tangible fixed assets (excluding land, which is not depreciated) is calculated based on the straight-line method over their estimated useful life as follows:

Property, plant and equipment	**Useful life (in years)**
Building and technical works	8 - 30
Machinery and technical installations	3 - 25
Vehicles	5 - 12
Furniture and fixtures	3 - 12

When the book values of the tangible fixed assets are higher than their recoverable amount, then the difference (impairment) is recognized directly as an expense in the Income Statement (see note 4.6). Upon sale of tangible assets, the differences between the received consideration and their book value are recognized as profits or losses in the Income Statement.

4.6 Impairment of non-current assets (goodwill, intangible and tangible assets/investments in consolidated companies)

In respect of tangible and intangible fixed assets subject to depreciation/amortization, an impairment test is performed when events or changes in circumstances indicate that their carrying amount may no longer be recoverable. When the net book value of tangible and intangible fixed assets exceeds their recoverable amount, then the excess amount relates to an impairment loss and is recognized directly as an expense in the income statement. Respectively, the non-financial assets that are subject to impairment testing (if indicated) are assets measured at cost of acquisition or equity method (investments in subsidiaries, associates and joint operations). The recoverable amount of investments in subsidiaries and associates is determined in the same way as that in respect of other non-financial assets.

For the purpose of impairment testing, assets are grouped to the lowest level for which cash flows can be separately identified. The recoverable amount of an asset is the higher among that of the asset's fair value less costs to sell and value in use. For the purpose of calculating value in use, Management estimates the future cash flows from the asset or cash-generating unit and chooses the appropriate discount rate to calculate the present value of future cash flows.

An impairment loss is recognized for the amount where the book value of an asset or a Cash Generating Unit exceeds their recoverable amount. Discounting factors are determined individually for each Cash Generating Unit and reflect the corresponding risk data that has been determined by the Management for each of them.

Further assumptions are made that prevail in the market e.g. the energy market. The period considered by the management exceeds five years, a period that is encouraged by IAS 36.

Impairment losses of Cash Generating units first reduce the book value of goodwill allocated to them. The residual impairment losses are charged pro rata to the other assets of the particular Cash Generating Unit. With the exception of goodwill, all assets are subsequently reviewed for indications that imply that their previously recognized impairment loss is no longer effective.

Apart from Goodwill, the Group does not possess intangible assets with indefinite useful life that are not amortized.

An impairment loss is reversed if the recoverable amount of a Cash Generating Unit exceeds its book value.

In such a case, the increased book value of the asset will not exceed the book value that would have been determined (net depreciation), if no impairment loss had been recognized, in the asset in previous years.

4.7 Financial instruments

4.7.1 Recognition and de-recognition

Financial assets and financial liabilities are recognized in the Statement of Financial Position when, and only when, the Group becomes counterparty to the financial instrument.

The Group ceases to recognize a financial asset when and only when the contractual rights to the cash flows of the financial asset expire or when the financial asset is transferred and the substance substantially transfers all the risks and benefits associated with the specific financial asset. A financial liability is derecognized from the Statement of Financial Position when, and only when, it is repaid - that is, when the commitment set out in the contract is fulfilled, cancelled or expires.

4.7.2 Classification and initial recognition of financial assets

With the exception of trade receivables that do not include a significant finance item and are measured at the transaction price in accordance with IFRS 15, other financial assets are initially measured at fair value by adding the relevant transaction cost except in the case of financial assets measured at fair value through profit or loss.

Financial assets, except those defined as effective hedging instruments, are classified into the following categories:

- Financial assets at amortized cost,
- Financial assets at fair value through profit or loss,
- Financial assets at fair value through other comprehensive income without recycling cumulative profit and losses on de-recognition (equity instruments)

Classification of every asset is defined according to:

- the Group's business model regarding management of financial assets, and
- the characteristics of their conventional cash flows.

All income and expenses related to financial assets recognized in the Income Statement are included in the item "Financial income/(expense)", except from the impairment of trade receivables included in operating results.

4.7.3 Subsequent measurement of financial assets

Financial assets at amortized cost

A financial asset is measured at amortized cost when the following conditions are met:

I. financial asset management business model includes holding the asset for the purposes of collecting contractual cash flows,
II. contractual cash flows of the financial asset consist exclusively of repayment of capital and interest on the outstanding balance (“SPPI” criterion).

Following the initial recognition, these financial assets are measured at amortized cost using the effective interest method. In cases where the discount effect is not significant, the discount is omitted.

The amortized cost measured category includes non-derivative financial assets such as loans and receivables with fixed or pre-determined payments that are not traded on an active market, as well as cash and cash equivalents, trade and other receivables.

Financial assets measured at fair value through profit or loss

Financial assets at fair value through profit or loss include financial assets held for sale, financial assets designated at initial recognition at fair value through profit or loss or financial assets that are required to be measured at fair value.

Financial assets are classified as held for sale if they are acquired for sale or repurchase in the near future.

Financial assets with cash flows that are not only capital and interest payments are classified and measured at fair value through profit or loss, irrespective of the business model.

Financial assets classified at fair value through total income (equity interests)

In accordance with the relevant provisions of IFRS 9, at initial recognition, the Group may irrevocably choose to disclose to other profit or loss directly in equity the subsequent changes in the fair value of an equity investment that is not for trading.

Profits and loss from these financial assets are never recycled to the income statement. Dividends are recognized as other income in the income statement when the payment entitlement has been proved, unless the Group benefits from such income as a recovery of part of the cost of the financial asset, then such profit is recognized in the statement of comprehensive income. Equity interests designated at fair value through total income are not subject to an impairment test. This option is effective for each security separately.

The Group has chosen to classify investments in this category (please refer to Note 19).

4.7.4 Impairment of financial assets

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

Impairment is defined in IFRS 9 as an Expected Credit Loss (ECL), which is the difference between the contractual cash flows attributable to the holder of a particular financial asset and the cash flows expected to be recovered, i.e. cash deficit arising from default events, discounted approximately at the initial effective interest rate of the asset.

The Group and the Company recognize provisions for impairment for expected credit losses for all financial assets except those measured at fair value through profit or loss. The objective of the IFRS 9 impairment provisions is to recognize the expected credit losses over the life of a financial instrument whose credit risk has increased since initial recognition, regardless of whether the assessment is made at a collective or individual level, using all the information that can be collected on the basis of both historical and present data, as well as data relating to reasonable future estimates of the financial position of customers and the economic environment.

To facilitate implementation of this approach, a distinction is made among:

- financial assets whose credit risk has not deteriorated significantly since initial recognition or which have a low credit risk at the reporting date (Stage 1) and for which the expected credit loss is recognized for the following 12 months,
- financial assets whose credit risk has deteriorated significantly since initial recognition and which have no low credit risk (Stage 2). For these financial assets, the expected credit loss is recognized up to their maturity.
- financial assets for which there is objective evidence of impairment at the reporting date (Stage 3) and for which the expected credit loss is recognized up to maturity.

Trade receivables, other receivables and receivables from contracts with customers

The Group and the Company apply the simplified approach of IFRS 9 to trade and other receivables as well as to receivables from on construction contracts and receivables from leases, estimating the expected credit losses over the life of the above items. In this case, the expected credit losses represent the expected shortfalls in the contractual cash flows, taking into account the possibility of default at any point during the life of the financial instrument. In calculating the expected credit losses, the Group uses a provisioning table by grouping the above financial instruments based on the nature and maturity of the balances and taking into account available historical data in relation to the debtors, adjusted for future factors in relation to the debtors and the economic environment. Further analysis is presented in Note 16, 17 and 18.

4.7.5 Classification and measurement of financial liabilities

The Group's financial liabilities include mainly borrowings, suppliers and other liabilities.

Financial liabilities are initially recognized at cost, which is the fair value of the consideration received apart from the issuance cost regarding debt. After initial recognition, financial liabilities are measured at amortized cost using the effective interest method, with the exception of derivatives that are subsequently measured at fair value with changes recognized in profit or loss.

Financial liabilities are classified as short-term liabilities unless the Group has the unconditional right to transfer the settlement of the financial liability for at least 12 months after the financial statements reporting date.

In particular:

(i) Loan liabilities

The Group's loan liabilities are initially recognized at cost, which reflects the fair value of the amounts payable minus the relative costs directly attributable to them, where they are significant.

After initial recognition, interest bearing loans are measured at amortized cost using the effective interest method. Amortized cost is calculated by taking into account issuing expenses and the difference between the initial amount and the maturity. Gains and losses are recognized in profit or loss when the liabilities are derecognized or impaired through the amortization process.

(ii) Trade and other liabilities

Balance from suppliers and other liabilities is initially recognized at their fair value and subsequently measured at amortized cost using the effective interest method.

Trade and other short-term liabilities are not interest-bearing accounts and are usually settled on the basis of the agreed credits.

4.7.6 Derivative financial instruments

On January 1, 2024, TERNA Group applied the hedging part of IFRS 9, without any material impact on the consolidated financial statements. The accounting standard was applied prospectively without restatement of the comparative figures concerning previous years.

In the context of risk management, the Group utilizes derivative financial instruments to hedge foreign exchange risk (forex forward).

The derivative financial products are measured at fair value at the reporting date and the changes are recognized in the income statement. The fair value of these derivatives is determined primarily on a market value basis and is confirmed by the counterparty credit institutions, if they are involved in these transactions.

Any gain or loss arising from changes in fair value is recognized directly in the Statement of the Comprehensive Income in the item "Net financial Income / (Expenses)".**Offsetting financial assets and financial liabilities**

Financial assets and financial liabilities are offset and the net amount is shown in the Statement of Financial Position only if there is the present legal right to offset the recognized amounts and intends to clear them on a net basis or to require the asset and settle the liability simultaneously.

4.8 Leases

Recognition and initial measurement of the right-of-use asset

The Group applies a single recognition and measurement approach for all leases (including short-term and low-value leases). The Group recognizes lease liabilities for lease payments and right-of-use assets representing the right to use the underlying assets.

At the lease period commencement date, the Group recognizes a right-of-use asset and a lease liability, measuring the right-of-use asset at cost, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of a low-value underlying asset. For these leases, the Group recognizes rentals as operating expenses using the straight-line method over the lease term.

The cost of the right-of-use asset comprises:

- the amount of the initial measurement of the lease liability (see below),
- any lease payments made at or before the commencement date, less any lease incentives received,
- the initial direct costs incurred by the lessee and

- an estimate of costs to be incurred by the Group in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease. The Group incurs the obligation for those costs either at the commencement date or as a consequence of having used the underlying asset during a particular period.

Initial measurement of the lease liability

At the commencement date, the Group measures the lease liability at the present value of the lease payments that are not paid at that date. When the interest rate implicit in the lease can be readily determined, the lease payments shall be discounted using the interest rate implicit in the lease. In any other case the Group's marginal borrowing rate will be used.

At the commencement date, the lease payments included in the measurement of the lease liability comprise the following payments for the right to use the underlying asset during the lease term provided that they have not been paid at the lease commencement date:

1. fixed payments less any lease incentives receivable,
2. any variable lease payments that depend on the future change in index or a rate, initially measured using the index or rate as at the commencement date
3. amounts expected to be payable by the Group under residual value guarantees,
4. the exercise price of a purchase option if the Group is reasonably certain to exercise that option and
5. payments of penalties for terminating the lease, if the lease term reflects the Group exercising an option to terminate the lease.

Subsequent measurement

Subsequent measurement of the right-of-use asset

After the commencement date, the Group shall measure the right-of-use asset applying a cost model.

The Group shall measure the right-of-use asset at cost less any accumulated depreciation and any accumulated impairment losses and adjusted for any subsequent re-measurement of the lease liability.

The Group applies the depreciation requirements in IAS 16 in depreciating the right-of-use asset, which it examines for potential impairment.

Subsequent measurement of the lease liability

After the commencement date, the Group shall measure the lease liability by:

1. increasing the carrying amount to reflect interest on the lease liability,
2. reducing the carrying amount to reflect the lease payments made and
3. re-measuring the carrying amount to reflect any reassessment or lease modifications.

Financial cost of a lease liability is allocated over the lease term in such a way that it results in a constant periodic rate of interest on the remaining balance of the liability.

After the commencement date, the Group shall recognize in profit or loss, (unless the costs are included in the carrying amount of another asset applying other applicable Standards), both the:

1. financial cost of the lease liability and
2. variable lease payments not included in the measurement of the lease liability in the period in which the event or condition that triggers those payments occurs.

The Group as lessor

Leases in which the Group is the lessor are classified as either finance or operating leases. When the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the lease is classified as a finance lease. All other leases are classified as operating leases.

When the Group is an intermediate lessee, it accounts for the master lease and sublease as two separate contracts. A sublease is classified as either a finance lease or an operating lease depending on the right-of-use asset arising from the head lease.

Revenue from operating leases is recognized on a straight-line basis over the term of the lease. The initial direct costs of negotiating and arranging an operating lease agreement are added to the carrying amount of the underlying asset and recognized using the straight-line method over the lease term.

Amounts due from lessees under finance leases are recognized as receivables in the amount of the Group's net investment in the finance lease. The finance income from the lease is allocated to the reporting periods to reflect the Group's constant periodic rate of return on its remaining net investment in the finance leases.

When the lease includes both leasehold and non-leasehold elements, the Group applies IFRS 15 in order to allocate the contract price to each element separately.

Furthermore, the Group as a developer, provides its customers with the option to lease an asset, in addition to option of purchasing the asset. The ultimate lessee has the right to purchase the leased asset at a price sufficiently below its fair value on the exercise date so that, at the commencement of the lease, it is reasonably certain that the right will be exercised.

The aforementioned transactions bear the characteristics of an alternative form of sale, where the Company acknowledges the following:

- Income from the sale, which is recognized at the beginning of the lease period at the lower value between the fair value and the present value of the receivables to which the Company is entitled, discounted at an interest rate deemed appropriate based on market standards.
- Financial income recognized throughout the lease period from the subsequent measurement of the receivable at amortized cost.

The receivables recognized, as a result of the above contracts, are included in their long-term part in the "Other long-term financial receivables" fund and in their short-term part in the "Advances and other receivables" item. At the same time, the collections of the related receivables and of the corresponding interest income are presented as inflows from investment activities.

4.9 Provisions, contingent Liabilities and Assets

Provisions are recognized, when the Group has present legal or imputed liabilities as a result of past events. Their settlement is possible through resources’ outflow and the exact liability amount can be reliably estimated. The provisions are reviewed on the date of the Financial Statements and are adjusted accordingly to reflect the present value of the expense expected for the settlement of the liability.

When the effect of the time value of money is significant, the provision is calculated as the present value of the expenses expected to be incurred in order to settle this liability.

If it is no longer probable that an outflow will be required in order to settle a liability for which a provision has been formed, then it is reversed.

In cases where the outflow due to current commitments is considered improbable or the provision amount cannot be reliably estimated, no liability is recognized in the financial statements. Contingent liabilities are not recognized in the financial statements, but are disclosed unless the probability of an outflow of resources embodying economic benefits is minimal. Potential inflows from economic benefits for the Group which do not meet the criteria of an asset are considered a contingent asset and are disclosed when the inflow of the economic benefits is probable.

4.10 Revenue

In accordance with IFRS 15 a five-step model is established for identifying revenue from contracts with customers:

1. Identify the contract(s) with a customer.
2. Identify the performance obligations in the contract.
3. Determine the transaction price.
4. Allocate the transaction price to the performance obligations in the contract.
5. Recognize revenue when (or as) the entity satisfies a performance obligation.

Revenue is recognized at the amount by which an entity expects to have in exchange for the transfer of the goods or services to counterparty. When awarding a contract, it is defined the accounting monitoring of additional costs as well as direct costs required to complete the contract.

As revenues is defined as the amount that an entity expects to be entitled to in exchange for the goods or services it has transferred to a customer. If the promised consideration in a contract includes a variable amount, the entity estimates the consideration amount that would be entitled to the transfer of the promised goods or services to customer. The consideration amount may vary due to discounts, price subsidies, refunds, credits, price reductions, incentives, additional performance benefits, penalties or other similar items. Promising consideration may also change if the entity's entitlement to the consideration depends on the occurrence or non-occurrence of a future event. For example, a consideration amount will be variable if the product has been sold with a refund or if a fixed amount promise has been given as an additional performance benefit to achieve a specific milestone.

The volatility associated with the consideration promised by a customer may be expressly stated in the contract. An entity shall measure the amount of the variable consideration using one of the following methods, whichever method it considers best suited to the amount of consideration to which it will be entitled to:

a) Estimated value - the estimated value is equal to the sum of the weighted-based on probability-amounts in a range of possible consideration amounts. Estimated value is an appropriate estimate of the variable amount if the entity has a large number of contracts with similar characteristics.

b) Potential amount - the most probable amount is the only most probable amount in a range of possible consideration amounts (i.e., the only likely outcome of the contract). The most probable amount is an appropriate estimate of the variable amount if the contract has only two possible outcomes (for example, the entity secures additional performance provision or not).

The Group and the Company recognize revenue, when it satisfies the performance of the contractual obligation by transferring the goods or services on the basis of this obligation. Acquisition of control by the client occurs when it has the ability to direct the use and to derive virtually all the economic benefits from this good or service. Control is passed over a period or at a specific time. Revenue from the sale of goods is recognized when the control of the goods is transferred to the client, usually with their delivery to him/her and there is no obligation that could affect the acceptance of the goods by the customer.

Commitments for implementation performed over time

The Group recognizes revenue for a performance obligation that is performed over time only if it can reasonably measure its performance in full compliance with the obligation. The Group is not in a position to reasonably measure progress in meeting a performance obligation when it does not have the reliable information required to apply the appropriate method of measuring progress. In some cases (i.e. during the initial stages of a contract), the entity may not be able to reasonably measure the outcome of a performance obligation, but at least expects to recover the costs incurred to meet it.

In such cases, an entity shall recognize revenue only on the extent of the cost incurred until it is able to reasonably measure the outcome of the execution obligation.

Revenue from of services is recognized in the accounting period in which the services are provided and measured according to the nature of the services to be provided. The receivable from client is recognized, when there is an unconditional right for the entity to receive the consideration for the contractual obligations performed to the client.

A conventional asset is recognized when the Group or the Company has satisfied its liabilities to the counterparty before it pays or before the payment is due, for example when the goods or services are transferred to the customer prior to the right of the Group or the Company to issue an invoice. The contractual obligation is recognized when the Group or the Company receives a consideration from the counterparty as an advance or when it reserves the right to a price, which is postponed before the performance of the contractual obligations and the transfer of the goods or services. The contractual obligation is derecognized when the contract obligations are met and the revenue is recorded in the income statement.

Commitments for implementation performed at a specific time

When an implementation commitment is not met over time (as outlined above), then the entity enforces the implementation commitment at a particular time. In determining when the client acquires control of a promising asset and the entity performs an implementation commitment, the entity examines the requirements for the acquisition control, as analytically recorded in IFRS 15.

The main categories of income recognized from implementation commitments fulfilled over time for the Group are as follows:

i. Revenue from contracts with customers related to construction operations

It relates to revenue from contracts with customers and results from implementation commitments that are fulfilled over time. Subsidiaries and joint ventures engaged in the implementation of constructions recognize revenue from construction contracts in their tax records on the basis of customer invoices resulting from relevant sectional project implementation certifications issued by accredited engineers and responsive to the work carried out until the closing date. For the purpose of complying with IFRS, the proceeds from the construction activity are accounted for in the accompanying financial statements progressively during construction, based on the input method of measurement in accordance with the provisions of IFRS 15 "Revenue from Contracts with Customers".

The input method recognizes revenue based on the entity's efforts or inflows towards fulfilling an implementation commitment (for example, the resources consumed, the hours worked, the costs incurred the time spent or the hours of operation of the machines consumed) in relation to the total expected inputs to fulfill this implementation commitment.

ii. Sale of goods

Revenue from the sale of goods, after deduction of sales discounts, sales incentives and related VAT are recognized when the significant risks and benefits of ownership of the goods are transferred to the buyer.

iii. Income from rentals

It refers to income from contracts with customers and arises from implementation commitments that are fulfilled over time. Rental income (operating leases) is recognized using the straight-line method according to the terms of the lease.

iv. Dividends

Dividends are accounted for, when the right to collect them is finalized. It is possible that the financial benefits associated with the transaction will flow to the entity and the amount of revenue can be calculated reliably.

v. Interest

Interest income is recognized on an accrual basis.

4.11 Income tax

Income taxes charges for the year consists of current taxes, deferred taxes and tax audit differences from previous years.

Current tax

The current tax is calculated based on the tax Statements of Financial Position of each company included in the consolidated Financial Statements, according to the tax regulation effective in Greece or other tax frameworks under which the foreign subsidiaries operate. The expenses for current Income tax is calculated based on the earnings of each company as such are reformed on the companies' tax reports and provisions for additional income taxes and is calculated in accordance with statutory or substantially institutionalized tax rates.

Deferred tax

Deferred taxes are taxes or tax relief related to financial burdens or benefits accruing in the year but already been accounted for or to be accounted for by the tax authorities in different years.

Deferred income taxes are calculated using the liability method in temporary differences at the date of the financial statements between the tax base and the carrying amount of assets and liabilities. Deferred tax liabilities are recognized for taxable temporary differences.

Deferred income tax is not accounted for if it arises from the initial recognition of an asset or liability in a transaction other than a business combination that, when the transaction took place, did not affect either the accounting or the tax profit or loss.

Deferred tax assets are recognized to the extent that there will be a future taxable profit for the utilization of the temporary difference that gives rise to the deferred tax asset.

Deferred tax assets are measured at every reporting date of the financial statements and are reduced to the extent that it is unlikely that there will be sufficient taxable profits against which part or all of the deferred income tax assets may be used.

Deferred tax assets and obligations are calculated at the tax rates expected to be effective for the year in which the asset is incurred or the liability will be settled and are based on the tax rates (and tax laws) that are in effect or effectively in force as at the financial statements reporting date. In the event the time of reversing temporary differences cannot be clearly identified, the tax rate applicable on the next FY date of the Statement of Financial Position will be applied.

Income tax related to items, recognized in other comprehensive income, is also recognized in other comprehensive income.

4.12 Share capital, reserves and distribution of dividends

Common registered share are recorded as equity. Costs directly attributable to a component of equity net of tax effect, are monitored as a deduction to the Balance of Retained Earnings in equity. Otherwise, this amount is recognized as an expense in the period in question.

In cases when the Company or its subsidiaries acquire part of the Company's share capital (treasury shares), the amount paid, including any expense, net of tax, is deducted from equity until the shares are cancelled or sold. The number of treasury shares held by the Company does not reduce the number of shares in circulation but affects the number of shares included in the calculation of earnings per share. Treasury shares held by the Company do not incorporate a right to receive a dividend.

At 31.12.2024 the Group did not hold in its possession treasury shares.

In particular, the reserves are divided into:

Statutory reserves

In compliance with the Greek Commercial Law, companies shall transfer at least 5% of their annual net profits to a statutory reserve until such reserve equals 1/3 of the paid-up share capital. This reserve cannot be distributed during the Company's operations.

Development, tax legislation and other untaxed reserves

These reserves refer to profits not taxed at the applicable tax rate in accordance with the applicable tax framework in Greece and include reserves arising from taxable profits and pertaining to the company's participation in development laws. These reserves will be taxable at the tax rate applicable at the time of their distribution to the shareholders or their conversion into equity under certain circumstances.

Foreign currency translation differences from incorporation of foreign operations

Foreign exchange differences arising on foreign currency translation are recognized in other comprehensive income and accumulated in other reserves. The cumulative amount is transferred to the income statement of the year when the participations will be transferred.

Other reserves

The category of other reserves comprises:

(1) Actuarial gains/(losses) from defined benefit pension schemes arising from (a) empirical adjustments (the effect of differences between previous actuarial assumptions and those eventually occurring) and (b) changes in actuarial assumptions.

(2) Changes in fair value of investments classified as equity investments.

(3) Reserves formed based on the expenses recognized by the Company and the Group from services acquired in exchange for equity (equity settled transactions) or stock options. See more detailed Note 4.17(c).

Dividends-Distribution

Dividends distributed to the Company's shareholders are recognized in the financial statements as a liability in the period in which the distribution proposal of the Management is approved by the Annual General Meeting of the Shareholders.

Also, at the same time, the Financial Statements reflect the effect of the approved by the Shareholders' General Assembly distribution of the results and the possible formation of reserves.

B. Other accounting principles

The other accounting policies adopted in the preparation of the accompanying Company and Consolidated Financial Statements are as follows:

4.13 Foreign currency translation

Functional and reporting currency

The consolidated Financial Statements are presented in Euro, which is the functional currency and the Group's and Parent Company's reporting currency.

Transactions and balances in Foreign Currency

Foreign currency transactions are converted into the functional currency by using the exchange rates applicable on the date when the said transactions were performed. The monetary assets and liabilities which are denominated in foreign currency are converted into the Group's functional currency on the Statement of Financial Position reporting date using the prevailing closing exchange rate on that day. Any gains or losses due to translation differences that result from the settlement of such transactions during the period, as well as from the conversion of monetary assets denominated in foreign currency based on the prevailing exchange rates on the Statement of Financial Position reporting date, are recognized in the Income Statement.

The non-monetary assets and liabilities which are denominated in foreign currency and which are measured at fair value are converted into the Group's functional currency using the prevailing exchange rate on the date of their fair value measurement. The FX translation differences from non-monetary items measured at fair value are considered as part of the fair value and thus are recorded in the same account as the fair value differences.

Gains or losses arising from transactions in foreign currency as well as from the end of period valuation of monetary assets, denominated in foreign currency, which meet the criteria for cash flow hedges are recognized in other comprehensive income and cumulatively in equity.

Foreign operations

The functional currency of the Group's foreign subsidiaries is the official currency of the country in which every subsidiary operates. For the preparation of consolidated financial statements, assets and liabilities, including as well the fair value adjustments due to business combinations, of the foreign subsidiaries are translates to Euro based on the foreign exchange rate effective at the Statement of Financial Position reporting date. Revenue and expenses are translated into the presentation currency of the Group based on the average exchange rates for the reported period. Any differences arising from this procedure are charged / (credited) to the foreign currency translation differences' reserves from incorporation of foreign exploitation, of equity, while there are recognized in other comprehensive income in the Statement of Comprehensive Income. Upon the disposal, write off or de-recognition of a foreign subsidiary, the above reserves are transferred to profit or loss for the period.

4.14 Investment property

Investment property relates to investments in properties which are held (either through acquisitions or through development) by the Group, either to generate rent from its lease or for the increase in its value (capital enhancement) or for both purposes and are not held: a) to be used for production or raw materials' procurement / services or for administrative purposes; and b) for the sale as part of the company's ordinary activities.

Investment property is initially valued at acquisition cost including transaction expenses. Subsequently, it is measured at fair value. Independent appraisers with adequate experience in the location and in the nature of investment property measure the fair value.

The book value recognized in the Group's Financial Statements reflects the market conditions on the reporting date of the Statement of Financial Position. Every profit or loss arising from the fair value revaluations of the investment property is recognized in the Income Statement for the period in which it has been recognized. Repairs and maintenance are recognized as expenses in the period in which they are incurred. Significant subsequent expenses are capitalized when they increase the useful life of the property and its production capacity or reduce the operating costs.

Property transfers from investment property to fixed assets take place only when there is a change in the use of the said property, proven by the Group's self-use of the property or commencement of the property development for disposal purposes.

An investment property is derecognized (eliminated from the Statement of Financial Position) when it is sold or when the investment is withdrawn permanently and it is not expected to generate future economic benefits from its sale. The profits or losses from the withdrawal or sale of investment properties pertain to the difference between the net proceeds from the sale and the book value of the asset and are recognized in the Income Statement for the period in which the asset was sold or withdrawn.

Constructed or developed investment property items are monitored, as well as completed items, at fair value.

4.15 Inventory

Inventory items include constructed or real estate property items kept for sale, idle mines and quarries materials, building materials, spare parts and raw and auxiliary materials. Inventories are measured at the lower amount between the cost and net realizable value. The cost of raw materials, semi-finished and finished products is determined applying the weighted average cost method.

The cost of finished and semi-finished products includes all the costs incurred in order to bring the products to their current state, condition and processing stage and contains raw materials, labor, general industrial expenses and other costs directly affecting acquisition of materials.

The net realizable value of finished products is their estimated selling price during the Company's normal course of business less the estimated costs for their completion and the estimated necessary costs for their sale.

The net realizable value of raw materials is their estimated replacement cost during the normal course of business.

Appropriate provisions are formed for obsolete inventory, if necessary. Impairment of inventory in net realizable value and other losses from inventory are recognized in profit or loss for the period in which they are incurred.

4.16 Cash and Cash Equivalents

Cash and cash equivalents include cash in hand, sight deposits, term deposits, bank overdrafts and other highly liquid investments that are directly convertible into particular amounts of cash equivalents which are not subject to significant value change risk.

The Group considers term deposits and other highly liquid investments less than three months maturity as cash available, as well as time deposits over three months maturity for which it has the right to early liquidation without loss of capital.

For the purposes of preparing the consolidated Statements of Cash Flows, cash and cash equivalents consist of cash in hand, bank deposits as well as cash equivalents as defined above.

The Group's restricted deposits, irrespective of the nature of their commitment are not included in the cash and cash equivalents but are classified in the item "Prepayments and other receivables" (please refer to Note 18).

4.17 Employee benefits

Short-term benefits: Short-term employee benefits (except for termination of employment benefits) in cash and in kind are recognized as an expense when deemed accrued. Any unpaid amount is recorded as a liability, whereas in case the amount already paid exceeds the benefits' amount, the entity identifies the excessive amount as an asset (prepaid expense) only to the extent that the prepayment shall lead to a future payments' reduction or refund.

Retirement Benefits: Benefits following termination of employment include lump-sum severance grants, pensions and other benefits paid to employees after termination of employment in exchange for their service. The Group's liabilities for retirement benefits cover both defined contribution plans and defined benefit plans. The defined contribution plan's accrued cost is recognized as an expense in the period to which it relates. Pension plans adopted by the Group are partly financed through payments to insurance companies or state social security funds.

(a) Defined Contribution Plan

Defined contribution plans pertain to contribution payment to Social Security Organizations and therefore, the Group does not have any legal obligation in case the Fund is incapable of paying a pension to the insured person. The employer's obligation is limited to paying the employer's contributions to the Funds. The payable contribution by the Group in a defined contribution plan is identified as a liability after the deduction of the paid contribution, while accrued contributions are recognized as expenses in the income statement.

(b) Defined Benefit Plan (non-funded)

Under Laws 2112/20 and 4093/2012, the Company must pay compensation to its employees upon their dismissal or retirement. The amount of compensation paid depends on the years of service, the level of wages and the way of leaving service (dismissal or retirement). The entitlement to participate in these plans is carried out through the distribution of benefits in the last 16 years until the date of retirement of employees following the scale of Law 4093/2012.

The liability recognized in the Statement of Financial Position for defined benefit plans is the present value of the liability for the defined benefit less the plan assets' fair value (reserves from payments to an insurance company), the changes deriving from any actuarial profit or loss and the previous service cost. The defined benefit commitment is calculated on an annual basis by an independent actuary through the use of the projected unit credit method. Regarding FY 2023 the selected interest rate follows the tendency of European Bonds of 10-year maturity as at December 31 2023, which is regarded as consistent with the provisions of IAS 19, i.e. is based on bonds corresponding to the currency and the estimated term relative to employee benefits as well as appropriate for long-term provisions.

A defined benefit plan establishes, based on various parameters, such as age, years of service and salary, the specific obligations for payable benefits. Provisions for the period are included in the relative staff costs in the accompanying separate and consolidated Income Statements and comprise the current and past service cost, the relative financial cost, the actuarial gains or losses and potentially arising additional charges. Regarding unrecognized actuarial gains or losses, the revised IAS 19 is applied, which includes a number of changes to accounting treatment of defined benefit plans, including as follows:

i. recognition of actuarial gains/losses in other comprehensive income and their permanent exclusion from the Income Statement,
ii. non-recognition of the expected returns on the plan investment in the Income Statement but recognition of the relative interest on net liability/(asset) of the benefits calculated based on the discount rate used to measure the defined benefit obligation,
iii. recognition of past service cost in the Income Statement at the earliest between the plan modification date or when the relative restructuring or terminal provision are recognized,
iv. other changes include new disclosures, such as quantitative sensitivity analysis.

(c) Share-based Payments (IFRS 2)

The Group provides executives with remuneration in equity securities. Specifically, the Group provides executives with remuneration based on a bonus share allocation program of the parent company approved by the General Meeting of Shareholders.

None of the existing equity-based payment agreements are cash-settled. Services received in exchange for granting equity-based payments are measured at their fair value. The fair value of the services of executives and employees, on the date the stock options' granting, is recognized in accordance with IFRS 2 as an expense in the income statement, with a corresponding increase in equity (in the account "Reserves for share-based payments") during the period when the services that correspond to the stock options are being received. The total expense of the stock options and free share grants during the vesting period is calculated according to the fair value of the options on the date of granting. The expense is allocated over the vesting period, based on the best available estimate of the number of stock options expected to be granted. Non-market conditions are included in the assumptions for determining the number of options expected to be exercised. The fair value of options is measured by adopting an appropriate valuation model to reflect the number of options for which the performance conditions of each plan are expected to be met. Estimates of the number of options expected to be exercised are revised if there is any indication that the number of stock options expected to be granted differs from previous estimates. Any adjustment made to the cumulative share-based compensation resulting from a review is recognized in the current period.

The above Stock Option Plans take into account the following variables: Exercise Price, Share Price on the granting date, Granting Date, Maturity Date(s) of Options, Expected Volatility of Stock Price, Dividend Yield, and Risk Free Rate.

As of 31.12.2024, there is an active bonus share distribution program of the parent company (see Note 29).

(Amounts in thousands Euro, unless otherwise stated)

4.18 Government grants

Government grants are recognized at fair value when there is reasonable assurance that the grant will be collected, and the Group will comply with all relevant conditions.

Government grants related to the grants for tangible fixed assets are recognized, when there is reasonable assurance that the grant will be collected and all relevant conditions will be met. These grants are recognized as deferred income and are transferred to the income statement during the period based on the expected useful life of the asset, for which the grant was received.

Government grants, relating to expenses, are recorded in transit accounts and recognized in the income statement over the period necessary to balance the expenses they are intended to compensate.

5 GROUP AND COMPANY STUCTURE

The following tables is presented as of 31.12.2024 the total participating interests of parent company TERNA S.A., direct and indirect, in the economic entities, which were included in the consolidation or incorporated as joint operations.

5.1 Company Structure

COMPANY NAME	DOMICILE	DIRECT PARTI-CIPATION %	INDIRECT PARTI-CIPATION %	TOTAL PARTI-CIPATION %	CONSOLI-DATION METHOD	TAX UNAUDITED YEARS
CONSTRUCTION SEGMENT - JOINT OPERATIONS						
J/V TERNA - AKTOR - POWELL (CHAIDARI METRO)	Greece	66.00	0.00	66.00	Proportional consolidation	2019-2024
J/V TERNA - IMPEGILOSPA (TRAM)	Greece	55.00	0.00	55.00	Proportional consolidation	2019-2024
J/V ALPINE MAYREDER BAU GmbH-TERNA (ANCIENT OLYMPIA BYPASS)	Greece	50.00	0.00	50.00	Proportional consolidation	2019-2024
J/V TERNA SA - WAYSS (PERISTERI METRO)	Greece	50.00	0.00	50.00	Proportional consolidation	2019-2024
J/V ETETH-TERNA-AVAX -PANTECHNIKI HORSE RIDING CENTRE	Greece	35.00	0.00	35.00	Proportional consolidation	2019-2024
J/V TERNA - PANTECHNIKI (OAKA SUR. AREAS)	Greece	83.50	0.00	83.50	Proportional consolidation	2019-2024
J/V TERNA-MICHANIKI AGRINIO BY-PASS	Greece	65.00	0.00	65.00	Proportional consolidation	2019-2024
J/V ALPINE MAYREDER BAU GmbH-TERNA SA (CHAIDARI METRO STATION, PART A')	Greece	50.00	0.00	50.00	Proportional consolidation	2019-2024
J/V ALPINE MAYREDER BAU GmbH-TERNA SA (PARADEISIA TSAKONA)	Greece	49.00	0.00	49.00	Proportional consolidation	2019-2024
J/V AKTOR-DOMOTECHNIKI-THEMELIODOMI-TERNA-ETETH (THESSAL. MEG. MUNICIPALITY)	Greece	25.00	0.00	25.00	Proportional consolidation	2019-2024

(Amounts in thousands Euro, unless otherwise stated)

COMPANY NAME	DOMICILE	DIRECT PARTI-CIPATION %	INDIRECT PARTI-CIPATION %	TOTAL PARTI-CIPATION %	CONSOLI-DATION METHOD	TAX UNAUDITED YEARS
J/V TERNA - AKTOR (SUBURBAN SKA)	Greece	50.00	0.00	50.00	Proportional consolidation	2019-2024
J/V TERNA - AKTOR (R.C. LIANOKLADI - DOMOKOS)	Greece	50.00	0.00	50.00	Proportional consolidation	2019-2024
J/V TERNA SA- THALES AUSTRIA (ETCS SYSTEM PROCUREMENT)	Greece	37.40	0.00	37.40	Proportional consolidation	2019-2024
J/V TERNA SA-AKTOR ATE J&P AVAX-TREIS GEFYRES	Greece	33.33	0.00	33.33	Proportional consolidation	2019-2024
J/V METKA-TERNA	Greece	90.00	0.00	90.00	Proportional consolidation	2019-2024
J/V APION KLEOS	Greece	28.60	0.00	28.60	Proportional consolidation	2019-2024
J/V AKTOR-TERNA-PORTO KARRAS (Florina-Niki road)	Greece	33.33	0.00	33.33	Proportional consolidation	2019-2024
J/V AKTOR-TERNA (PATHE at Stylida road)	Greece	50.00	0.00	50.00	Proportional consolidation	2019-2024
J/V TERNA - AEGEK Constructions (Promachonas road)	Greece	50.00	0.00	50.00	Proportional consolidation	2019-2024
J/V AKTOR-TERNA (Patras Port)	Greece	70.00	0.00	70.00	Proportional consolidation	2019-2024
J/V AKTOR ATE-J&P AVAX - TERNA SA (Koromilia-Kristalopigi project)	Greece	33.33	0.00	33.33	Proportional consolidation	2019-2024
J/V IMPREGILO SpA-TERNA SA (Cultural center of Stavros Niarchos Foundation)	Greece	49.00	0.00	49.00	Proportional consolidation	2019-2024
J/V AKTOR ATE - TERNA SA (Lignite works)	Greece	50.00	0.00	50.00	Proportional consolidation	2019-2024
J/V AKTOR ATE - TERNA SA (Thriasio B’)	Greece	50.00	0.00	50.00	Proportional consolidation	2019-2024
J/V AKTOR SA - J&P AVAX - TERNA SA (Tithorea Domokos)	Greece	33.33	0.00	33.33	Proportional consolidation	2021-2024
J/V AKTOR SA - J&P AVAX - TERNA SA (Bridge RL 26, TITHOREA - DOMOKOS)	Greece	44.56	0.00	44.56	Proportional consolidation	2019-2024
J/V AKTOR SA - TERNA SA (Thriasio B’ ERGOSE)	Greece	50.00	0.00	50.00	Proportional consolidation	2019-2024
J/V AKTOR - TERNA (Joint Venture ERGOSE No. 751)	Greece	50.00	0.00	50.00	Proportional consolidation	2019-2024
J/V RENCO TERNA (Construction of compression Station of TAP in Greece and in Albania)	Greece	50.00	0.00	50.00	Proportional consolidation	2022-2024
J/V AVAX SA-TERNA SA-AKTOR ATE-INTRAKAT (Mosque)	Greece	25.00	0.00	25.00	Proportional consolidation	2019-2024
J/V AVAX-TERNA INTRAKAT-MYTILINAIOS (Construction of an artificial barrier on the Greek-Turkish border of Evros)	Greece	25.00	0.00	25.00	Proportional consolidation	2020-2024
JV TERNA CC CHR D CONSTANTINIDIS	Greece	55.00	0.00	55.00	Proportional consolidation	2021-2024
J/V TERNA-THEMELI (Extention of the tram station in Hellinikon)	Greece	50.00	0.00	50.00	Proportional consolidation	2022-2024
J/V TERNA-MYTILINEOS (ELECTRICAL OPERATION OF RAILROAD KIATO-RODODAFNI)	Greece	50.00	0.00	50.00	Proportional consolidation	2022-2024
J/V TERNA-DAMCO	Greece	50.00	0.00	50.00	Proportional consolidation	2022-2024
J/V TERNA-MYTILINEOS (ELECTRICAL OPERATION OF RAILROAD RODODAFNI-RIO)	Greece	50.00	0.00	50.00	Proportional consolidation	2022-2024
J/V TERNA-FOTAGONLED (IOANNINA LICHTING)	Greece	50.00	0.00	50.00	Proportional consolidation	2023-2024

(Amounts in thousands Euro, unless otherwise stated)

COMPANY NAME	DOMICILE	DIRECT PARTI-CIPATION %	INDIRECT PARTI-CIPATION %	TOTAL PARTI-CIPATION %	CONSOLI-DATION METHOD	TAX UNAUDITED YEARS
J/V TERNA-INTRAKAT (Evros fence)	Greece	65.00	0.00	65.00	Proportional consolidation	2023-2024
J/V TERNA-EKTER (Construction of Ionian Center)	Greece	70.00	0.00	70.00	Proportional consolidation	2023-2024
J/V TERNA-P&C DEVELOPMENT (Construction of Lamia Exhibition)	Greece	50.00	0.00	50.00	Proportional consolidation	2023-2024
J/V TERNA-AKTOR-INTRAKAT (VOAK SDIT)	Greece	55.00	0.00	55.00	Proportional consolidation	2023-2024
J/V TERNA-AKTOR-METKA (PANATHINAIKOS STADIUM)	Greece	40.00	0.00	40.00	Proportional consolidation	2023-2024
JV TERNA–INTRAKAT (EGNATIA ROAD-EAST SECTOR OPEREATION AND MAINTAINANCE)	Greece	50.00	0.00	50.00	Proportional consolidation	2023-2024
JV TERNA–INTRAKAT (EGNATIA ROAD-EAST SECTOR OPEREATION AND MAINTAINANCE)	Greece	50.00	0.00	50.00	Proportional consolidation	2023-2024
JV THALIS-TERNA–CONSTANTINIDIS (E.E.N AMARIOU)	Greece	30.00	0.00	30.00	Proportional consolidation	2023-2024
JV METKA–TERNA (E-APALLOTRIOSIS)	Greece	50.00	0.00	50.00	Proportional consolidation	2024
J/V INTRAKAT - TERNA SA - KAMERES KOK JOINT VENTURE	Greece	50.00	0.00	50.00	Proportional consolidation	2024
JV TERNA–P&C DEVELOPMENT (AERIAL ARCHAEOLOGY MUSEUM)	Greece	50.00	0.00	50.00	Proportional consolidation	2024
JV RENCO - TEPNA (ATHO4 Data Center)	Greece	50.00	0.00	50.00	Proportional consolidation	2024
J/V TERNA P C DEVELOPMENT	Greece	50.00	0.00	50.00	Proportional consolidation	2024
J/V TERNA GLOBILED	Greece	55.00	0.00	55.00	Proportional consolidation	2024
J/V TERNA-MYTILINEOS (ELECTRICAL OPERATION OF RAILROAD RODODAFNI-RIO)	Greece	50.00	0.00	50.00	Proportional consolidation	2024
JV TERNA–INTRAKAT (EGNATIA ROAD-EAST SECTOR 6061 OPEREATION AND MAINTAINANCE)	Greece	50.00	0.00	50.00	Proportional consolidation	2023-2024
J/V VINCI TERNA DOO	Serbia	49.00	0.00	49.00	Proportional consolidation	2022-2024
J/V AVAX-TERNA (MEDITERRANEAN CITY OF DREAMS)	Cyprus	40.00	0.00	40.00	Proportional consolidation	2019-2024

(Amounts in thousands Euro, unless otherwise stated)

5.2 Group Structure

COMPANY NAME	DOMICILE	DIRECT PARTI-CIPATION %	INDIRECT PARTI-CIPATION %	TOTAL PARTI-CIPATION %	CONSOLI-DATION METHOD	TAX UNAUDITED YEARS
CONSTRUCTION - SUBSIDIARIES						
J/V EUROIONIA	Greece	95.00	0.00	95.00	Full	2021-2024
J/V CENTRAL GREECE MOTORWAY E-65	Greece	95.00	0.00	95.00	Full	2021-2024
C & M ENGINEERING SA	Greece	62.50	0.00	62.50	Full	2019-2024
P. &C.DEVELOPMENT SA	Greece	100.00	0.00	100.00	Full	2019-2024
TERNA OVERSEAS LTD	Cyprus	100.00	0.00	100.00	Full	2014-2024
TERNA BAHRAIN HOLDING WLL	Bahrain	0.00	99.99	99.99	Full	-
TERNA CONTRACTING CO WLL	Bahrain	0.00	100.00	100.00	Full	-
TERNA VENTURES WLL	Bahrain	0.00	100.00	100.00	Full	-
TERNA QATAR LLC	Qatar	0.00	35.00	35.00	Full	2013-2024
AEROZEPHIROS LTD	Cyprus	0.00	100.00	100.00	Full	2019-2024
J/V TERNA-P&C DEVELOPMENT (Construction of Lamia Exhibition)	Greece	50.00	50.00	100.00	Full	2023-2024
JV TERNA–P&C DEVELOPMENT (AERIAL ARCHAEOLOGY MUSEUM)	Greece	50.00	50.00	100.00	Full	2024
J/V TERNA P C DEVELOPMENT	Greece	50.00	50.00	100.00	Full	2024
REAL ESTATE- SUBSIDIARIES						
MANTOUDI BUSINESS PARK S.A.	Greece	0.00	100.00	100.00	Full	2019-2024
INDUSTRIAL-MINES - SUBSIDIARIES						
TERNA MAG SA	Greece	48.98	0.00	48.98	Full	2021-2024
VRONDIS QUARRY PRODUCTS SA	Greece	100.00	0.00	100.00	Full	2019-2024
MALCEM CONSTRUCTION MATERIALS LTD	Malta	0.00	75.00	75.00	Full	2013-2024
CEMENT PRODUCTION AND EXPORT FZC	Libya	0.00	75.00	75.00	Full	-
HOLDING - SUBSIDIARIES						
QE ENERGY EUROPE LTD	Cyprus	0.00	100.00	100.00	Full	2014-2024
CONSTRUCTION - JOINT VENTURES						
AIGISTOS S.A.	Greece	49.99	0.00	49.99	Equity	2021-2024

(Amounts in thousands Euro, unless otherwise stated)

COMPANY NAME	DOMICILE	DIRECT PARTI-CIPATION %	INDIRECT PARTI-CIPATION %	TOTAL PARTI-CIPATION %	CONSOLI-DATION METHOD	TAX UNAUDITED YEARS
CONSTRUCTION SEGMENT - JOINT OPERATIONS						
J/V MESOGEIOS S.A. – P. & C. DEVELOPMENT S.A.	Greece	0.00	50.00	50.00	Proportional consolidation	2022-2024
J/V P. & C. DEVELOPMENT S.A. – AKTOR S.A.	Greece	0.00	99.99	99.99	Proportional consolidation	2021-2024
J/V P.&C. DEVELOPMENT S.A. - ERGOTEM S.A.	Greece	0.00	50.00	50.00	Proportional consolidation	2020-2024
THERMAL ENERGY - ASSOCIATES						
HERON ENERGY S.A.	Greece	13.82	0.00	13.82	Equity	2019-2024
REAL ESTATE- ASSOCIATES						
GEKA S.A.	Greece	33.34	0.00	33.34	Equity	2019-2024

The percentages of voting rights of TERNA S.A. in all the above participations coincide with the percentage it holds on the circulating share capital of the companies.

Assessment of control

The companies TERNA MAG S.A. and TERNA QATAR LLC are fully consolidated as subsidiaries as the Group exercises control over them in accordance with the requirements of IFRS 10. Within the current year, no changes were made to the above estimates, compared to 31.12.2023 (see note 12.2).

The following table presents the joint ventures for the construction of technical projects and other companies, in which the Group participates, have already concluded the projects for which they have been established for, their guarantee period has expired, their relations with third parties have been settled and their final liquidation is pending. Therefore, they are not included in the consolidated financial statements.

COMPANY NAME	TOTAL PARTICIPATION % (Indirect)
J/V MAIN ARROGATION CANAL D 1	75.00%
J/V AKTOR, AEGEK, EKTER, TERNA AIRPORT INSTAL. SPATA	20.00%
J/V FRAGMATOS PRAMORITSA	33.33%
J/V J&P AVAX SA – TERNA SA – EFKLEIDIS	35.00%
J/V J&P AVAX-VIOTER-TERNA (OLYMPIC VILLAGE CONSTRUCTION)	37.50%
J/V TERNA-MOCHLOS-AKTOR TUNNEL KIATO-AIGIO	35.00%
J/V J&P AVAX-TERNA-AKTOR PLATANOS TUNNEL	33.33%
J/V ALPINE MAYREDER BAU GmbH-TERNA SA (PARAD. TSAKONA RING ROAD)	49.00%
J/V TERNA SA-NEON STAR SA-RAMA (OPAP 1)	51.00%
J/V TERNA-Al OMAIER	60.00%

5.3 Changes in the Group structure within the Year 2024

Within 2024 the following change took place in the structure of the Group in relation to the comparative year 2023:

- On 19.02.2024, J/V METKA-TERNA (E-APALLOTRIOSIS) was established for the construction of a technical project. The Company owns 50% of the particular joint venture.
- On 19.02.2024, the J/V TERNA – P&C DEVELOPMENT (MUSEUM OF UNDERWATER ANTIQUITIES) was established for the construction of a technical project. On 24.10.2024, with the acquisition of 100% of the company P&C DEVELOPMENT S.A., the Group classified it as a subsidiary.
- On 20.02.2024, the liquidation of the J/V TERNA-SICES joint venture (Engineering works for the upgrade of the Elefsina Refinery of HELPE-Area 1) was completed, in which TERNA directly held 50% without having a substantial effect on the Group.
- On 22.03.2024, the J/V RENCO - TERNA (ATHO4 Data Center) was established for the construction of a technical project. TERNA holds 50% of this joint venture.
- On 07.08.2024, TERNA S.A. acquired 62.5% of the share capital of C & M ENGINEERING S.A., which specializes in providing technical and financial consultancy services. The total purchase price amounted to 4,688, of which 3,282 was paid by 31.12.2024, while 1,406 remains to be paid during 2025.
- On 14.10.2024, J/V TERNA – P&C DEVELOPMENT (Construction of the Archaeological Museum of Chios) was established. On 24.10.2024, with the acquisition of 100% of the company P. & C. DEVELOPMENT S.A., the Group classified it as a subsidiary.
- On 22.10.2024, J/V TERNA - GLOBILED (Upgrading of OSE railway tunnels) was established. TERNA holds 55% of this joint venture.
- On 24.10.2024, TERNA acquired 100% of the share capital of the company P. & C. DEVELOPMENT S.A., which provides construction and technical consultancy services and holds a 6th-grade construction license. The acquisition price amounted to 30,000. As a result of this acquisition, the TERNA classified the companies J/V TERNA-P&C DEVELOPMENT (Construction of the Panhellenic Exhibition of Lamia) and J/V TERNA - P&C DEVELOPMENT (MUSEUM OF UNDERWATER ANTIQUITIES) as subsidiaries, as it acquired 100% of the participation rights. Also, as a result of the above, the TERNA now holds 50% of the J/V MEDITERRANEAN-P&C DEVELOPMENT, 99.99% of the J/V P&C DEVELOPMENT-AKTOR and 50% of the J/V P&C DEVELOPMENT-ERGOTEM.
- On 04.11.2024, J/V INTRAKAT - TERNA - KAMERES KOK was established, with the purpose of constructing a technical project. TERNA holds 50% in this joint venture.
- On 17.12.2024, J/V TERNA-DAMCO (BOOSTER COMPRESSION STATION) was established with the purpose of constructing a technical project. TERNA holds 50% in this joint venture.

(Amounts in thousands Euro, unless otherwise stated)

6 GEOGRAPHICAL SEGMENTS

The following table lists selected information for the Group by geographical area.

Geographical segments 31.12.2024	**Greece**	**Balkans**	**Other regions**	**Consolidated total**
Turnover from external customers	1,248,548	35,992	15,641	**1,300,181**
Non-current Assets (excl. deferred tax assets and financial assets)	287,119	5,937	14	**293,070**
Capital expenditure	12,669	253	0	**12,922**

Geographical segments 31.12.2023	**Greece**	**Balkans**	**Other regions**	**Consolidated total**
Turnover from external customers	1,254,234	51,234	16,296	**1,321,764**
Non-current Assets (excl. deferred tax assets and financial assets)	253,036	6,304	25	**259,365**
Capital expenditure	11,537	171	0	**11,708**

7 ACQUISITIONS OF COMPANIES

A) Acquisition of 100% of the shares of P. & C. Development S.A.

On 25.01.2024, TERNA S.A. signed a Preliminary Share Transfer Agreement, with an advance payment of 7,500 out of the total price of 30,000, for the acquisition of 100% of the shares in the P & C DEVELOPMENT S.A., related to its construction business, subject to the approval of the said transfer by the Competition Commission. Following the approval decision no. 858/01.10.2024 by the Competition Commission, on 24.10.2024, Final Act of Transfer for 100% of the company's shares was signed and the remaining balance was fully paid. As of this date, P & C DEVELOPMENT became a subsidiary of TERNA S.A. As a result, from 24.10.2024 onwards, the company has been fully consolidated into the consolidated financial statements of TERNA Group. Furthermore, in accordance with IFRS 3 "Business Combinations,"on the date of obtaining control, the TERNA Group provisionally measured the existing acquired assets and assumed liabilities at fair value, which corresponds to their book value. It should further be noted that for the above transaction, there is a potential consideration which depends on the future profitability of specific projects, the final determination of which will be made upon the finalization of the fair values and within the next year.

(Amounts in thousands Euro, unless otherwise stated)

Acquired Assets and Assumed Liabilities and Temporary Goodwill.

The book values of the acquired assets and assumed liabilities in October 2024 are as follows:

	Accounting values as at the date of obtaining control 24.10.2024
ASSETS	
Right of use assets	315
Tangible fixed assets	202
Other long-term assets	50
Deferred Tax Assets	11
Trade receivables	15,504
Receivables from contracts with customers	20,240
Prepayments and other receivables	9,888
Income tax receivables	1,080
Cash and cash equivalents	4,060
Total assets	**51,350**
LIABILITIES	
Long-term loans	3,188
Liabilities from leases	168
Provisions for staff leaving indemnities	9
Other provisions	576
Deferred tax liabilities	2,470
Suppliers	12,517
Short-term loans	2,194
Long term liabilities payable during the next financial year	750
Short-term part liabilities from leases	156
Liabilities from contracts with customers	16,624
Accrued and other short term liabilities	10,363
Income tax payable	10
Total liabilities	**49,025**
Net assets	**2,325**

The goodwill arising from the aforementioned transaction and which is included in the corresponding item in the consolidated Statement of Financial Position was determined based on the book values of P & C DEVELOPMENT as of 24.10.2024 and is considered temporary. The process of determining the fair value of the acquired assets and assumed liabilities, the allocation of the purchase price (Purchase Price Allocation) and the subsequent definitive determination of the relevant goodwill is in progress, as the Group has utilized the option provided by IFRS 3 "Business Combinations" to finalize these figures within 12 months from the date of obtaining control. The calculation of goodwill is illustrated below:

(Amounts in thousands Euro, unless otherwise stated)

Acquisition Cost for the 100% of shares	30,000
Minus: Net assets at the acquisition date	(2,325)
Total Temporary Goodwill	**27,675**

The analysis of the cash outflow on 31st December 2024 is as follows:

Analysis of outflows of obtaining control as at 31st December 2024:	
Cash settled consideration	30,000
Less: Advances paid in a previous period	(7,500)
Less: Cash available acquired	(4,060)
Total cash outflows/(inflows) of obtaining control as at 31st December 2024	**18,440**

B) Acquisition of 62.5% of the shares of C & M ENGINEERING S.A.

On 07.08.2024, TERNA signed: a) A final share purchase agreement for 62.5% of the shares in C&M TECHNIKI S.A. (trade name: C&M ENGINEERING) for a total price of 4,688, payable in three installments, b) A preliminary agreement for the purchase of the remaining 37.5% of the shares, with completion set for 31.12.2028 and the price tied to the company's profitability. As a result of the above, from 07.08.2024 onwards, this company is fully consolidated into the consolidated financial statements of TERNA Group. Furthermore, in accordance with the requirements of IFRS 3 "Business Combinations," as of the date of obtaining control, the TERNA Group provisionally measured the acquired assets and assumed liabilities at fair value, which coincided with the book value.

Acquired assets and assumed liabilities and Temporary Goodwill

The book values of the acquired assets and assumed liabilities in August 2024 are as follows:

	Accounting values as at the date of obtaining control 07.08.2024
ASSETS	
Intangible fixed assets	2
Right of use assets	133
Tangible fixed assets	36
Other long-term assets	16
Trade receivables	2,029
Receivables from contracts with customers	939
Prepayments and other receivables	288
Income tax receivables	19
Cash and cash equivalents	936
Total assets	**4,398**

(Amounts in thousands Euro, unless otherwise stated)

	Accounting values as at the date of obtaining control 07.08.2024
LIABILITIES	
Liabilities from leases	45
Provisions for staff leaving indemnities	56
Deferred tax liabilities	1
Suppliers	207
Short-term part liabilities from leases	75
Liabilities from contracts with customers	283
Accrued and other short term liabilities	2,308
Income tax payable	273
Total liabilities	**3,248**
Net assets	**1,150**

The goodwill arising from the aforementioned transaction and which is included in the corresponding item in the consolidated Statement of Financial Position, was determined based on the book values of C&M ENGINEERING S.A. as of 07.08.2024 and is considered temporary. The process of determining the fair value of the acquired assets and assumed liabilities, the allocation of the purchase price (Purchase Price Allocation) and the subsequent definitive determination of the relevant goodwill is in progress, as the Group has utilized the option provided by IFRS 3 "Business Combinations" to finalize these figures within 12 months from the date of obtaining control. The calculation of goodwill is illustrated below:

Net assets at the acquisition date (100%)	1,150
Minus: Minority interest at the acquisition date (37.5%)	(431)
Net assets at the acquisition date (62.5%)	**719**
Acquisition Cost for the 62,5% of shares	4,688
Minus: Net assets at the acquisition date	(719)
Total Temporary Goodwill	**3,969**

The analysis of the cash outflow on 31st December 2024 is as follows:

Analysis of outflows of obtaining control as at 31st December 2024:	
Cash settled consideration	4,688
Less: Consideration amount payable in February 2025	(1,406)
Less: Cash available acquired	(936)
Total cash outflows/(inflows) of obtaining control as at 31st December 2024	**2,346**

(Amounts in thousands Euro, unless otherwise stated)

8 INTANGIBLE ASSETS AND GOODWILL

8.1 Intangible assets

Group's intangible assets presented in the attached financial statements and their movement for the periods from 1 January to 31 December 2024 and 2023, are analyzed as follows:

	GROUP					
	Concessions and other Rights	Rights from construction contract	Software	Development Costs	Other	Total
Acquisition Value						
1st January2024	**28,767**	**88,022**	**4,632**	**25,396**	**912**	**147,729**
Additions	0	0	189	4,430	1,270	**5,889**
Addition due to acquisition of entity (Note 7)	0	0	335	0	0	**335**
Transfers	0	0	0	497	(497)	**0**
Foreign exchange differences	0	0	14	0	0	**14**
31st December 2024	**28,767**	**88,022**	**5,170**	**30,323**	**1,685**	**153,967**
Accumulated amortization and impairments						
1st January 2024	**(25,202)**	**(86,919)**	**(2,538)**	**(5,087)**	**0**	**(119,746)**
Amortization	(85)	(1,103)	(370)	(2,370)	0	**(3,928)**
Addition due to acquisition of entity (Note 7)	0	0	(334)	0	0	**(334)**
Impairments	(3,480)	0	(4)	(13,849)	0	**(17,333)**
Transfers	0	0	0	388	0	**388**
Foreign exchange differences	0	0	(14)	0	0	**(14)**
31st December 2024	**(28,767)**	**(88,022)**	**(3,260)**	**(20,918)**	**0**	**(140,967)**
Net book value						
31st December 2024	**0**	**0**	**1,910**	**9,405**	**1,685**	**13,000**

(Amounts in thousands Euro, unless otherwise stated)

	GROUP					
	Concessions and other Rights	**Rights from construction contract**	**Software**	**Developm ent Costs**	**Other**	**Total**
Acquisition Value						
1st January2023	**28,767**	**88,022**	**4,463**	**21,076**	**334**	**142,662**
Additions	0	0	180	4,320	578	**5,078**
Write offs	0	0	(3)	0	0	**(3)**
Foreign exchange differences	0	0	(8)	0	0	**(8)**
31st December 2023	**28,767**	**88,022**	**4,632**	**25,396**	**912**	**147,729**
Accumulated amortization and impairments						
1st January2023	**(16,519)**	**(86,919)**	**(2,210)**	**(3,166)**	**0**	**(108,814)**
Amortization	(285)	0	(339)	(1,921)	0	**(2,545)**
Write offs	0	0	3	0	0	**3**
Impairments	(8,398)	0	0	0	0	**(8,398)**
Foreign exchange differences	0	0	8	0	0	**8**
31st December 2023	**(25,202)**	**(86,919)**	**(2,538)**	**(5,087)**	**0**	**(119,746)**
Net book value						
31st December 2023	**3,565**	**1,103**	**2,094**	**20,309**	**912**	**27,983**

Amortization on the Group level for the fiscal years 2024 and 2023 has been recorded in the Cost of sales by 3,472 (31.12.2023: 1,937), in Administrative and distribution expenses by 289 (31.12.2023: 81), in Research and development expenses by 125 (31.12.2023: 124), in the Other Income/(expenses) by 44 (31.12.2023: 18) and in the Inventory by 0 (31.12.2023: 385).

The Concessions and Rights account in the Group concerns the rights to magnesium mines.

The research and development expenses mainly refer to costs incurred in the Group's mining activities (magnesium).

Impairment test of non-amortizable intangible assets

With regard to the amortizable intangible assets, the Group's Management carries out relevant impairment tests in accordance with the requirements of IAS 36, only when and where relevant indications indicate potential need for impairment.

Within the financial year 2024, total impairment losses were recognized on the value of intangible assets amounting to 17,333 (31.12.2023: 8,398) which burdened the Group's consolidated results and have been recognized in the "Other Income/(Expenses)" of the Income Statement of the year (Note 34).

(Amounts in thousands Euro, unless otherwise stated)

An amount of 17,333 concerns impairment losses on development expenses and exploitation rights for quarries and magnesium mines of the subsidiary company TERNA MAG S.A. (operational segment "Industry"). The assumptions applied in determining the value in use and the factors that led to the recognition of the related loss are set out in section 12.3.

8.2 Goodwill

The goodwill that has been recognized is due to an acquisition made by the Group in a previous fiscal year. More specifically, TERNA S.A. acquired 66.7% of the construction joint venture EUROIONIA and E-65 with an unamortized balance of 2,381, based on which it would perform an additional major construction project according to existing construction contracts. Within the fiscal year 2024, goodwill was recognized by TERNA S.A. as follows: a) an amount of 27,675 for 100% of the shares of P. & C. Development S.A. and b) an amount of 3,969 for 62.5% of the shares of C & M Engineering SA (see note 7 for more details).

The analysis of the movement of goodwill during the fiscal years 2024 and 2023 is as follows:

	Constructions
Net book value at 01.01.2023	2,380
Net book value at 31.12.2023	**2,380**
Net book value at 01.01.2024	**2,380**
Addition	31,644
Net book value at 31.12.2024	**34,024**
Gross book value on 31.12.2024	41,403
Accumulated impairment losses	(7,379)
Net book value at 31.12.2024	**34,024**

Goodwill Impairment Test

Management reviews goodwill for impairment annually (on December 31) or more frequently if events or changes in circumstances indicate that the carrying amount may have depreciated, in accordance with the accounting practice as described in note 4.6.

The Group reviewed the goodwill for impairment on 31.12.2024 and the key assumptions used to determine the recoverable amount are disclosed below. The audit did not reveal any impairment loss. The recoverable values of cash-generating units are determined according to value in use calculations using appropriate estimates regarding future cash flows and discount rates.

In particular, the goodwill that arises during the consolidation process of subsidiaries resulting from an acquisition has been divided into the following cash flow generation units (CFUs) per operating segment according to the above Table. The goodwill impairment test is carried out at the subsidiary company level.

The recoverable value of each Cash Flow Generating Unit is determined according to value in use calculations. The determination is made through the present value of the estimated future cash flows, as expected to be generated by each unit (discounted cash flow method – DCF). Cash flows are extracted from the most recent budgets approved by the management. Cash flow projections beyond the period covered by the most recent budgets are estimated by discounting the projections based on the budgets, using a constant or declining growth rate for the following years, which does not exceed the long-term average growth rate for the broader business sectors in which the Group operates. The cash flow projections are based on reasonable and justified assumptions, which represent the best possible information available and most updated at the reporting date of the Financial Statements.

The management evaluates the rationality of the underlying assumptions with regard to the projected cash flows by examining the causes of differences between past projected cash flows and currently projected cash flows. Also, the management ensures that the assumptions underlying the currently projected cash flows are consistent with past actual results. From the carried out impairment test, no need to recognize any impairment loss on goodwill emerged.

Assumptions used to determine value in use

The Group, in order to determine the recoverable value of each Cash Flow Generating Unit, calculates the value in use, through the method of the present value of the estimated future cash flows. The main assumptions that the Group uses to determine the estimated future cash flows are as follows:

This methodology of determining value-in-use is based on the following key assumptions as adopted by the Management to determine future cash flows: (a) the projected revenue under the existing construction contracts of two joint ventures, b) the budgeted operating profit margins of construction projects, which are also calculated on the basis of the results of the last years. Estimated future cash flows are determined up to the completion of the construction projects of the joint ventures and have been discounted at a discount rate of 7.4%. The goodwill arising from the acquisition of the companies P. & C. Development S.A. and C & M Technical S.A. was not tested for impairment purposes as it has not become final.

(Amounts in thousands Euro, unless otherwise stated)

9 RIGHT OF USE ASSETS

Right of use assets and changes for the periods 1 January to 31 December 2024 and 2023, presented in the accompanying financial statements, are analyzed as follows:

	GROUP					
	Land-Plots	**Buildings and Installations**	**Technological and mechanical equipment**	**Vehicles**	**Other**	**Total**
<u>Acquisition Value</u>						
1st January 2024	**1,146**	**20,559**	**41,215**	**15,280**	**1,144**	**79,344**
Additions	947	4,690	17,712	7,069	18	**30,436**
Addition due to acquisition of entity (Note 7)	0	375	0	419	0	**794**
Termination of contracts	(240)	(910)	0	(400)	(992)	**(2,542)**
Foreign exchange differences	7	41	0	0	0	**48**
31st December 2024	**1,860**	**24,755**	**58,927**	**22,368**	**170**	**108,080**
<u>Accumulated amortization and impairments</u>						
1st January 2024	**(646)**	**(11,516)**	**(3,620)**	**(3,565)**	**(807)**	**(20,154)**
Amortization	(322)	(4,598)	(5,290)	(3,420)	(98)	**(13,728)**
Addition due to acquisition of entity (Note 7)	0	(213)	0	(134)	0	**(347)**
Termination of contracts	65	390	0	385	904	**1,744**
Foreign exchange differences	(7)	(40)	0	0	0	**(47)**
31st December 2024	**(910)**	**(15,977)**	**(8,910)**	**(6,734)**	**(1)**	**(32,532)**
<u>Net book value</u>						
31st December 2024	**950**	**8,778**	**50,017**	**15,634**	**169**	**75,548**

(Amounts in thousands Euro, unless otherwise stated)

	GROUP					
	Land-Plots	**Buildings and Installations**	**Technological and mechanical equipment**	**Vehicles**	**Other**	**Total**
Acquisition Value						
1st January 2023	**762**	**16,398**	**17,414**	**4,406**	**0**	**38,980**
Additions	485	5,393	23,840	10,874	1,144	**41,736**
Termination of contracts	(97)	(1,212)	(39)	0	0	**(1,348)**
Foreign exchange differences	(4)	(20)	0	0	0	**(24)**
31st December 2023	**1,146**	**20,559**	**41,215**	**15,280**	**1,144**	**79,344**
Accumulated amortization and impairments						
1st January 2023	**(382)**	**(8,439)**	**(686)**	**(1,875)**	**0**	**(11,382)**
Amortization	(308)	(3,798)	(2,968)	(1,690)	(807)	**(9,571)**
Termination of contracts	40	701	34	0	0	**775**
Foreign exchange differences	4	20	0	0	0	**24**
31st December 2023	**(646)**	**(11,516)**	**(3,620)**	**(3,565)**	**(807)**	**(20,154)**
Net book value						
31st December 2023	**500**	**9,043**	**37,595**	**11,715**	**337**	**59,190**

(Amounts in thousands Euro, unless otherwise stated)

COMPANY

	Land-Plots	Buildings and Installations	Technological and mechanical equipment	Vehicles	Other	Total
Acquisition Value						
1st January 2024	**880**	**18901**	**41045**	**15052**	**1144**	**77022**
Additions	464	4,014	17,712	6,963	18	**29,171**
Termination of contracts	(188)	(907)	0	(362)	(992)	**(2,449)**
Foreign exchange differences	0	21	0	0	0	**21**
31st December 2024	**1,156**	**22,029**	**58,757**	**21,653**	**170**	**103,765**
Accumulated amortization and impairments						
1st January 2024	**(461)**	**(10,337)**	**(3,448)**	**(3,424)**	**(807)**	**(18,477)**
Amortization	(248)	(4,286)	(5,290)	(3,318)	(98)	**(13,240)**
Termination of contracts	57	388	0	351	904	**1,700**
Foreign exchange differences	0	(21)	0	0	0	**(21)**
31st December 2024	**(652)**	**(14,256)**	**(8,738)**	**(6,391)**	**(1)**	**(30,038)**
Net book value						
31st December 2024	**504**	**7,773**	**50,019**	**15,262**	**169**	**73,727**

(Amounts in thousands Euro, unless otherwise stated)

COMPANY

	Land-Plots	Buildings and Installations	Technological and mechanical equipment	Vehicles	Other	Total
Acquisition Value						
1st January 2023	**567**	**14,907**	**17,205**	**4,262**	**0**	**36,941**
Additions	410	5,211	23,840	10,790	1,144	**41,395**
Termination of contracts	(97)	(1,207)	0	0	0	**(1,304)**
Foreign exchange differences	0	(10)	0	0	0	**(10)**
31st December 2023	**880**	**18,901**	**41,045**	**15,052**	**1,144**	**77,022**
Accumulated amortization and impairments						
1st January 2023	**(212)**	**(7,502)**	**(483)**	**(1,780)**	**0**	**(9,977)**
Amortization	(289)	(3,543)	(2,965)	(1,644)	(807)	**(9,248)**
Termination of contracts	40	699	0	0	0	**739**
Foreign exchange differences	0	9	0	0	0	**9**
31st December 2023	**(461)**	**(10,337)**	**(3,448)**	**(3,424)**	**(807)**	**(18,477)**
Net book value						
31st December 2023	**419**	**8,564**	**37,597**	**11,628**	**337**	**58,545**

The Group's depreciation for the financial year 2024 has been recorded in the cost of sales by 10,621 (31.12.2023: 7,265), in the administrative and distribution expenses by 2,431 (31.12.2023: 1,715), in research and development expenses by 9 (31.12.2023: 7), in the other income/(expenses by 666 (31.12.2023: 551) and in the inventory by 0 (31.12.2023:33).

The Company's depreciation for the financial year 2024 has been recorded in the cost of sales by 10,407 (31.12.2023: 7,141), in the administrative expenses by 2,241 (31.12.2023: 1,562) and in the other income/(expense) by 592 (31.12.2023:545).

The additions of the year mainly concern the commencement of new bank related lease contracts for machineries of TERNA S.A. which are used in the construction projects carried out by the Company.

(Amounts in thousands Euro, unless otherwise stated)

10 TANGIBLE FIXED ASSETS

The Group's and the Company's tangible fixed assets and their movements for the periods from 1 January to 31 December 2024 and 2023, in the accompanying financial statements, are analyzed as follows:

	GROUP						
	Quarries/Land-Plots	**Buildings and Facilities**	**Technological and mechanical equipment**	**Vehicles**	**Other**	**Assets under construction and prepayments for acquisition of fixed asset**	**Total**
Acquisition Value							
1st January 2024	**13,377**	**6,969**	**181,793**	**36,435**	**17,546**	**1,595**	**257,715**
Additions/Changes in advances to suppliers of fixed assets	0	13	2,627	453	2,415	1,525	**7,033**
Addition due to acquisition of entity (Note 7)	0	98	156	64	797	0	**1,115**
Sales	0	0	(1,459)	(362)	(441)	0	**(2,262)**
Write offs	0	(4)	(2,502)	(527)	(33)	0	**(3,066)**
Transfers	0	236	91	0	4	(331)	**0**
Foreign exchange differences	0	5	13	13	24	0	**55**
31st December 2024	**13,377**	**7,317**	**180,719**	**36,076**	**20,312**	**2,789**	**260,590**

(Amounts in thousands Euro, unless otherwise stated)

	GROUP						
	Quarries/Land-Plots	**Buildings and Facilities**	**Technological and mechanical equipment**	**Vehicles**	**Other**	**Assets under construction and prepayments for acquisition of fixed asset**	**Total**
Accumulated amortization and impairments							
1st January 2024	**(4,746)**	**(2,583)**	**(115,530)**	**(29,251)**	**(11,273)**	**0**	**(163,383)**
Depreciation	(280)	(204)	(5,823)	(1,343)	(1,311)	0	**(8,961)**
Addition due to acquisition of entity (Note 7)	0	(69)	(43)	(56)	(708)	0	**(876)**
Sales	0	0	1,247	257	436	0	**1,940**
Write offs	0	4	2,540	477	30	0	**3,051**
Impairments	(1,331)	(2,266)	(24,473)	(136)	(178)	0	**(28,384)**
Transfers	0	0	87	0	0	0	**87**
Foreign exchange differences	0	(5)	(13)	(13)	(24)	0	**(55)**
31st December 2024	**(6,357)**	**(5,123)**	**(142,008)**	**(30,065)**	**(13,028)**	**0**	**(196,581)**
Net book value							
31st December 2024	**7,020**	**2,194**	**38,711**	**6,011**	**7,284**	**2,789**	**64,009**

(Amounts in thousands Euro, unless otherwise stated)

GROUP

	Quarries/Land-Plots	Buildings and Facilities	Technological and mechanical equipment	Vehicles	Other	Assets under construction and prepayments for acquisition of fixed asset	Total
Acquisition Value							
1st January 2023	**13,317**	**7,224**	**179,203**	**36,090**	**15,537**	**2,155**	**253,526**
Additions/Changes in advances to suppliers of fixed assets	60	16	2,141	959	2,439	1,014	**6,629**
Sales	0	(286)	(965)	(609)	(517)	0	**(2,377)**
Write offs	0	0	(8)	0	(38)	0	**(46)**
Transfers	0	18	1,431	0	125	(1,574)	**0**
Foreign exchange differences	0	(3)	(9)	(5)	0	0	**(17)**
31st December 2023	**13,377**	**6,969**	**181,793**	**36,435**	**17,546**	**1,595**	**257,715**
Accumulated depreciations and impairments							
1st January 2023	**(4,466)**	**(2,425)**	**(109,945)**	**(28,309)**	**(10,605)**	**0**	**(155,750)**
Depreciation	(280)	(204)	(6,084)	(1,351)	(1,140)	0	**(9,059)**
Sales	0	43	487	404	431	0	**1,365**
Write offs	0	0	4	0	38	0	**42**
Foreign exchange differences	0	3	8	5	3	0	**19**
31st December 2023	**(4,746)**	**(2,583)**	**(115,530)**	**(29,251)**	**(11,273)**	**0**	**(163,383)**
Net book value							
31st December 2023	**8,631**	**4,386**	**66,263**	**7,184**	**6,273**	**1,595**	**94,332**

(Amounts in thousands Euro, unless otherwise stated)

COMPANY

	Quarries/Land-Plots	Buildings and Facilities	Technological and mechanical equipment	Vehicles	Other	Assets under construction and prepayments for acquisition of fixed asset	Total
Acquisition Value							
1st January 2024	**9,811**	**1,769**	**138,034**	**33,453**	**14,177**	**379**	**197,622**
Additions/Changes in advances to suppliers of fixed assets	0	3	2,303	309	2,399	(84)	**4,930**
Sales	0	0	(3,690)	(342)	(419)	0	**(4,451)**
Write offs	0	(4)	(2,498)	(527)	(32)	0	**(3,061)**
Transfers	0	236	0	0	0	(236)	**0**
Foreign exchange differences	0	5	12	8	4	0	**29**
31st December 2024	**9,811**	**2,009**	**134,161**	**32,901**	**16,129**	**59**	**195,069**
Accumulated depreciation and impairments							
1st January 2024	**(4,748)**	**(1,222)**	**(106,409)**	**(27,694)**	**(8,204)**	**0**	**(148,276)**
Depreciation	(280)	(68)	(4,668)	(1,145)	(1,164)	0	**(7,325)**
Sales	0	0	3,456	238	414	0	**4,108**
Write offs	0	4	2,536	477	30	0	**3,047**
Impairments	(1,331)	0	0	0	0	0	**(1,331)**
Foreign exchange differences	0	(5)	(12)	(9)	(4)	0	**(30)**
31st December 2024	**(6,359)**	**(1,291)**	**(105,097)**	**(28,133)**	**(8,928)**	**0**	**(149,807)**
Net book value							
31st December 2024	**3,452**	**718**	**29,064**	**4,768**	**7,201**	**59**	**45,262**

(Amounts in thousands Euro, unless otherwise stated)

COMPANY

	Quarries/Land-Plots	Buildings and Facilities	Technological and mechanical equipment	Vehicles	Other	Assets under construction and prepayments for acquisition of fixed asset	Total
Acquisition Value							
1st January 2023	**9,751**	**2,058**	**136,501**	**33,098**	**12,182**	**550**	**194,139**
Additions/Changes in advances to suppliers of fixed assets	60	0	2,328	868	2,413	(46)	**5,623**
Sales	0	(286)	(788)	(512)	(517)	0	**(2,103)**
Write offs	0	0	0	0	(37)	0	**(37)**
Transfers	0	0	0	0	125	(125)	**0**
Foreign exchange differences	0	(3)	(7)	(1)	11	0	**0**
31st December 2023	**9,811**	**1,769**	**138,034**	**33,453**	**14,177**	**379**	**197,622**
Accumulated depreciation and impairments							
1st January 2023	**(4,468)**	**(1,192)**	**(102,182)**	**(26,851)**	**(7,655)**	**0**	**(142,347)**
Depreciation	(280)	(76)	(4,561)	(1,158)	(1,009)	0	**(7,084)**
Sales	0	43	327	315	431	0	**1,116**
Write offs	0	0	0	0	37	0	**37**
Foreign exchange differences	0	3	7	0	(8)	0	**2**
31st December 2023	**(4,748)**	**(1,222)**	**(106,409)**	**(27,694)**	**(8,204)**	**0**	**(148,276)**
Net book value							
31st December 2023	**5,063**	**547**	**31,625**	**5,759**	**5,973**	**379**	**49,346**

(Amounts in thousands Euro, unless otherwise stated)

The depreciation of the Group for the fiscal year 2024 has been recorded in the Cost of Sales by 7,276 (31.12.2023: 7,179), in the Administration and Distribution Expenses by 591 (31.12.2023: 604), in the Research and Development Expenses 64 (31.12.2023: 48) and in Other Income / (Expenses) by 1,031 (31.12.2023: 1,070) as well as in Inventories by 0 (31.12.2023: 158).

The depreciation charge of the Company is depicted in the Statement of total comprehensive income in the Cost of sales by 6,534 (31.12.2023: 6,380), in the Administration and Distribution Expenses by 490 (31.12.2023: 462)and in the Other income/(expenses) by 302 (31.12.2023: 242).

In the account "Impairments" of the Group for the fiscal year 2024, an amount of 27,053 is included, relating to the subsidiary company TERNA MAG S.A. (See relevant Note 12.3).

There are no encumbrances on property, plant and equipment.

11 INVESTMENT PROPERTY

The Group's and the Company's investment property for years 2024 and 2023, is analyzed as follows:

	GROUP		COMPANY	
	2024	2023	2024	2023
Balance 1st January	**8,169**	**8,079**	**7,545**	**7,455**
Fair value adjustments	218	90	218	90
Balance 31st December	**8,387**	**8,169**	**7,763**	**7,545**

Investment property is measured at fair value according to IAS 40. The Group, as of the reporting date December 31, 2024, proceeded with a revaluation of the fair value of its property portfolio. As a result of the revaluation, a total gain of 218 was recognized (2023: total gain of 90) in accordance with the reports of independent property valuers (see Note 34).

The following table presents data regarding the key assumptions taken into consideration for the valuation of the investment property on 31.12.2024:

(Amounts in thousands Euro, unless otherwise stated)

Property	Fair Value 31.12.202	Method	Market value	Interest rate	Inflation	Return	Cost of developmen
Kos - Land	740	Real estate market	4.25-26.24 euro per sqm	-	-	-	-
Building and Plot position of Lezides Aliveri Evoia	1,150	Income based on Direct Capitalization	Building 165.00/sq. m. , plot 5.99 euros/sq. m., building rent 1.69 euros. /sq.m.	12.25%	-	12.25%	-
Plot in Posidonia position, Laurio, Attica	13	Real estate market	1.87 euro per sqm	-	-	-	-
Madoudi, (Evoia) – Plots	624	Real estate market	5.50 euro per sqm	-	-	-	-
Bulgaria-Plots (Samokov)	5,860	Real estate market /Exploitation	37.52 euro per sqm	-	-	-	-
	8,387						

The relevant data regarding the key assumptions taken into consideration for the valuation of the investment property 31.12.2023, are as follows:

Property	Fair Value 31.12.2023	Method	Market value	Interest rate	Inflation	Return	Cost of developmen
Kos - Land	976	Real estate market	35 euro per sqm	-	-	-	-
Building and Plot position of Lezides Aliveri Evoia	1,119	Real estate market and capitalization of revenues	Building 161/sqm, land 5.85 euro/sqm, lease of building	12.25	-	12.25%	-
Plot in Posidonia position, Laurio, Attica	13	Real estate market	1.87 euro per sqm	-	-	-	-
Madoudi, (Evoia) – Plots	624	Real estate market	5.50 euro per sqm	-	-	-	-
Bulgaria-Plots (Samokov)	5,437	Real estate market /Exploitation	34.85 euro per sqm	-	-	-	-
	8,169						

(Amounts in thousands Euro, unless otherwise stated)

Generally, a change in the assumptions about the estimated rental value of investment properties is accompanied by a similar commensurate change in the annual increase of the rent and in the discount rate, and by an opposite change in the long-term lease availability rate.

There are no encumbrances on investment property.

12 PARTICIPATIONS IN SUBSIDIARIES

12.1 Analysis of changes of investments in subsidiaries for the year 2024

The subsidiaries of the Company are presented in detail in Note 5.

The change in the book value of investments in subsidiaries in the Company's financial statements is as follows:

	COMPANY	
	2024	**2023**
Balance 1st January	**73,935**	**79,823**
Additions	64,075	3,674
Impairment loss	(34,435)	(9,562)
Balance 31st December	**103,575**	**73,935**

The impairment losses recognized within the financial year 2024 amounted to 34,435 (2023: 9,562) and concern the following: a) by the amount of 4,531 (2023: 3,326) the subsidiary company TERNA OVERSEAS LTD, b) by the amount of 1,789 (2023: 322) the subsidiary company J/V EUROIONIA and c) by an amount of 28,115 the subsidiary company TERNA MAG S.A. (2023: 5,914). The amounts of impairments are included in the item "Gains/(Losses) from the valuation of participations and securities" in the Company's Income Statement (see Note 35).

The additions of € 64,075 relate to the following: a) an amount of € 34,687 with regard to the acquisition of control of the companies P. & C. DEVELOPMENT S.A. by € 30,000 and C & M TECHNIKI S.A. by € 4,687 respectively (see note 7 for details), and b) an amount of 29,388, concerning the capitalization of intra-group debt of the subsidiary TERNA LEFKOLITHI S.A. based on the decision of the Extraordinary General Shareholders' Meeting of the subsidiary company dated 28.11.2024.

12.2 Control's assessment based on IFRS 10

- The Group holds 48.98% in the issued share capital of TERNA MAG S.A. According to the requirements of IFRS 10, the parent company exercises control over TERNA MAG S.A. as it has the ability to direct the respective activities through appointing the members of the Board of Directors.

- The Company TERNA QATAR LLC, in the share capital of which the Group participates by 35% is fully consolidated as a subsidiary, as control is presumed in accordance with the requirements of IFRS 10 "Consolidated Financial Statements". More specifically, on a contract basis, the Group essentially holds control of the management and operation of the company in question.

During the year, no changes were made in the above estimates, compared to 31.12.2023.

12.3 Impairment test

In accordance with the accounting policies followed and the requirements of IAS 36, the Company performs an impairment test on the assets at the end of each annual reporting period if there is any indication of impairment. A test may be carried out earlier if any evidence of impairment arises. The evaluation conducted focuses on both extrinsic and endogenous factors. In addition, the Company, in the case of participations that have already been impaired and when there is evidence of reversal, compares the book value with their recoverable value and evaluates the possibility of reversing part or all of the impairment recognized in prior periods.

Assumptions used to determine the value in use

For subsidiaries that are a separate and distinct Cash Flow Generating Unit (CFGU), the determination of recoverable amount was based on value in use. The value in use was calculated using the discounted cash flow method, i.e. cash flow projections based on Management's budgets and forecasts. The determination is made through the present value of the estimated future cash flows, as expected to be produced by each CFGU (discounted cash flow method). The specific method for determining the value in use is affected by (is sensitive to) the following basic assumptions, as these were adopted by the Management to determine the future cash flows: a) Preparation of business plans per CFGU: The calculations to determine the recoverable value of the CFGU were based on business plans approved by the Management, which are based on recently prepared budgets and estimates made by the Management from which budgeted operating profit and EBITDA margins are being extracted and applied, as well as future estimates using reasonable assumptions. b) Weighted average cost of capital (WACC): WACC reflects the discount rate of future cash flows of each CFGU, according to which the cost of equity and the cost of long-term borrowing are weighted, in order to calculate the company's total cost of capital. The discount rate used for the purpose of determining the value in use for the impairment test of the subsidiary TERNA MAG was 9.4% and of the subsidiary J/V EUROIONIA 7.4%.

Impairment test results

Within the year ended on 31.12.2024 there was an impairment on the value of participations in subsidiaries totaling 34,435 (31.12.2023: 9.562). See Note 12.1 for greater analysis.

With regard to the subsidiary company TERNA MAG S.A., the Management within the financial year 2024 considered that there were indications of impairment on the assets due to the presence of a combination of events and circumstances that significantly burdened the company's prospects.

Specifically:

1) the existing environmental commitments will create the need for additional investments in the installation of technologies for the collection and management of CO_2 emissions at the Caustic and Refractory Magnesia production plant.

(Amounts in thousands Euro, unless otherwise stated)

2) the non-payment of the prescribed subsidy by the State based on investment law 3908/2011, in which the company had been included, created an additional significant funding gap.
3) the operation of the factory as a whole requires major technological upgrades in a significant part of the facilities and continuous maintenance in order to produce products at competitive prices.
4) the existing uncertainty in international markets, as well as the ongoing deterioration of the geopolitical climate, which is expected to worsen following the contradictory announcements by the U.S. towards the countries of the European Union, has directly affected the company's customer orders, which are quantitatively smaller and without binding contracts for periods exceeding two months, resulting in an inability to properly plan production.

From the determination of the recoverable net position of the subsidiary company, an impairment loss for the Group amounting to 50,581 was recorded, which was recognized by 27,053 in the Tangible assets (see note 10), 14,325 in the Intangible assets (see note 8.1), and by 9,203 in the Inventories (see note 15). The total loss was recognized for the subsidiary and the Group in the Income Statement under the account "Other income/(expenses)".

<u>Sensitivity analysis of recoverable amounts</u>

The Management is not currently aware of any other events or conditions that would reasonably and likely cause a change in any of the key assumptions on which the determination of the recoverable amount of CFGU was based. Despite the above, on 31.12.2024, the Company analyzed the sensitivity of the recoverable amounts per CFGU in relation to a change in some of the basic assumptions presented previously. For example, a change of (i) 25 basis points in the Weighted Average Cost of Capital (WACC), (ii) 25 basis points in the EBITDA figure to perpetuity, or (iii) 25 basis points in the growth rate in perpetuity may generate for the Company an amount of impairment between 4.5 million euros to a maximum of 5.9 million euros.

12.4 Subsidiaries with significant percentage of non-controlling interests

The data and the accounts of the financial statements of the significant subsidiary TERNA MAG S.A. (with scope of business mining and magnesite exploitation), in which there are minority interests of third parties, and in which the highest seated parent company being GEK TERNA S.A., have as follows:

	31.12.2024	31.12.2023
Percentage of non-controlling interests	51.02%	51.02%
<u>Statement of Financial Position</u>		
Non-current assets	33,863	70,265
Current assets	11,068	27,870
(Long-term liabilities)	(13,447)	(70,820)
(Short-term liabilities)	(18,672)	(17,647)
Net fixed assets	**12,812**	**9,668**
Equity corresponding to non-controlling interests	**7,326**	**6,888**

(Amounts in thousands Euro, unless otherwise stated)

	31.12.2024	31.12.2023
Statement of Comprehensive Income		
Turnover	15,751	16,542
Net Profit/(Loss)	(56,737)	(5,904)
Other Comprehensive Income	2	0
TOTAL COMPREHENSIVE INCOME	**(56,735)**	**(5,904)**
Non-controlling interests from continuing operations	**(30,175)**	**(6,463)**
Statement of Cash Flows		
Net cash flows from operating activities	3,641	494
Net cash flows from investing activities	(7,658)	(6,704)
Net cash (outflows) /inflows from financing activities	(1,792)	10,020
Net increase/(decrease) in cash and cash equivalents	**(5,809)**	**3,810**
Opening cash and cash equivalents	5,903	2,093
Closing cash and cash equivalents	**94**	**5,903**

The above financial accounts of the subsidiary are before consolidation entries with the broader Group.

Within the fiscal year 2024, with the decision of the Extraordinary General Shareholders' Meeting of TERNA LEFKOLITHI S.A. dated 28.11.2024, the share capital increase by an amount of 60,000 was approved. The analysis of the amount is as follows: a) an amount of 29,388 via the capitalization of an existing intra-group loan granted by the parent company TERNA S.A. and via the collection of an amount of 30,612 from GEK TERNA SA. The particular amount of 30,612 was recorded at the level of TERNA Group as incremental item to the Non-controlling interests.

13 INVESTMENTS IN JOINT ARRANGEMENTS AND AFFILIATED COMPANIES

13.1 Investments in joint ventures

The Group holds rights in joint ventures, consolidated under Equity method in accordance with the provisions of IAS 28 which are presented in Note 5 to the Financial Statements.

Changes in investments in joint ventures in 2024 and 2023 are analyzed as follows:

(Amounts in thousands Euro, unless otherwise stated)

	GROUP		COMPANY	
	2024	**2023**	**2024**	**2023**
Balance 1st January	**22,716**	**2,716**	**22,716**	**2,716**
Additions	3,999	20,050	3,999	20,050
Sales / Write Off	0	(50)	0	(50)
Capital return/Dividends	(1,499)	0	0	0
Total Comprehensive Income from the application of the equity consolidation method	2,070	0	0	0
Balance 31st December	**27,286**	**22,716**	**26,715**	**22,716**

The additions for the Group and the Company of 3,999 as well as the capital return of 1,499 concern the Company AIGISTOS SA.

The most significant joint venture included in this account as of 31.12.2024 is AIGISTOS SA. The full percentage i.e. 100% of the figures and accounts of the financial statements concerning the most significant joint venture AIGISTOS S.A., for the fiscal years 2024 and 2023 are as follows:

	AIGISTOS SA	
Participation	**49.99%**	**49.99%**
	31.12.2024	**31.12.2023**
Non-current assets	15,862	12,192
Cash and cash equivalents	4,585	421
Other current assets	18,837	13,874
Total assets	**39,284**	**26,487**
Long-term financial liabilities (less trade and other liabilities and provisions)	9,504	7,543
Short-term financial liabilities (less trade and other liabilities and provisions)	16,588	15,693
Other short-term liabilities	5,945	1,146
Total liabilities	**32,037**	**24,382**
Net assets	**7,247**	**2,105**
Carrying amount of investments in financial statements	**24,570**	**20,000**
Turnover	48,148	38,497
(Depreciation / Amort.)	(1,517)	(1,322)
(Financial expenses)	(578)	(552)
Tax expenses	(1,529)	(702)
Results after taxes	**4,142**	**2,040**
Other comprehensive income	0	1
Total Results	**4,142**	**2,041**
Share in the results of the Group	2,070	0
Share in the total comprehensive results of the Group	**2,070**	**0**

(Amounts in thousands Euro, unless otherwise stated)

It should be noted that for the year 2023, the respective result was not incorporated via the Equity method as the acquisition of AIGISTOS took place on 28.12.2023.

13.2 Investments in associates

The change in investments in associates in 2024 and 2023 is as follows:

	GROUP		COMPANY	
	2024	**2023**	**2024**	**2023**
Balance 1st January	**44,595**	**43,667**	**3,499**	**13,056**
Additions	500	0	500	0
Capital return/Dividends	(3,456)	(10,000)	0	(10,000)
Recovery of impairment	0	0	0	443
Results from the application of the equity consolidation method	4,345	10,927	0	0
Balance 31st December	**45,984**	**44,595**	**3,999**	**3,499**

The most significant associate company included in this item on 31.12.2024 is HERON ENERGY S.A. (see Note 5 for details). The 100% of the figures and items of the financial statements for the fiscal years 2024 and 2023 are as follows:

	HERON ENERGY SA	
Participation	**13.82%**	**13.82%**
	31.12.2024	**31.12.2023**
Non-current assets	208,196	190,849
Cash and cash equivalents	44,666	60,958
Other current assets	600,759	453,839
Total assets	**853,621**	**705,646**
Long-term financial liabilities (less trade and other liabilities and provisions)	196,028	14,681
Other long-term liabilities	5,780	23,699
Short-term financial liabilities (less trade and other liabilities and provisions)	112,030	75,300
Other short-term liabilities	190,548	281,553
Total liabilities	**504,386**	**395,233**
Net assets	**349,235**	**310,413**
Carrying amount of investments in financial statements	**45,984**	**44,595**
Turnover	1,556,895	1,479,904

(Amounts in thousands Euro, unless otherwise stated)

	HERON ENERGY SA	
Participation	**13.82%**	**13.82%**
	31.12.2024	**31.12.2023**
(Depreciation / Amort.)	(16,511)	(11,657)
(Financial expenses)	(8,856)	(10,455)
Financial income	272	5,921
Tax expenses	(17,829)	(19,489)
Results after taxes	**63,826**	**64,119**
Other comprehensive income	(5)	4
Total Results	**63,821**	**64,123**
Share in the results of the Group	4,845	10,927
Share in the other comprehensive results of the Group	(1)	0
Share in the total comprehensive results of the Group	**4,844**	**10,927**

13.3 Investments in joint operations – Proportional consolidation

The companies accounted for using the proportionate consolidation method in consolidated and separate financial statements of the Company are analytically presented in Note 5. These companies refer to joint operations' schemes with partners-shareholders and basically are tax construction joint operations, which do not constitute a separate entity under IFRS. Their assets and liabilities are consolidated, in accordance with the proportion of the participating interest, in the Group and Company financial statements.

The following amounts-before omissions- are included in the consolidated and separate Financial Statements for fiscal years 2024 and 2023 and represent the Group's share in assets and liabilities as well as on profit after tax of the jointly controlled entities.

	GROUP		COMPANY	
	31.12.2024	**31.12.2023**	**31.12.2024**	**31.12.2023**
Non-current assets	13,717	5,220	13,461	5,220
Other current assets	186,637	127,899	175,042	127,899
Total assets	**200,354**	**133,119**	**188,503**	**133,119**
Long-term liabilities	18,324	1,976	16,924	1,976
Other short-term liabilities	208,645	167,688	198,947	167,688
Total liabilities	**226,969**	**169,664**	**215,871**	**169,664**
Equity	**(26,615)**	**(36,545)**	**(27,368)**	**(36,545)**
Turnover	192,636	101,667	188,152	101,667
Total income after tax	20,610	(13,478)	20,164	(13,478)
Profit after tax	**14,738**	**(14,169)**	**14,215**	**(14,221)**

(Amounts in thousands Euro, unless otherwise stated)

14 OTHER LONG-TERM RECEIVABLES

The account “Other long-term receivables” on 31.12.2024 and 31.12.2023 in the accompanying financial statements is analyzed as follows:

	GROUP		COMPANY	
Other long-term financial receivables	**31.12.2024**	**31.12.2023**	**31.12.2024**	**31.12.2023**
Loans to subsidiaries, joint ventures and other related companies	3,117	3,151	6,352	65,145
Given guarantees	1,125	1,092	755	732
Withheld amounts of invoiced receivables	4,831	4,269	4831	4,269
Other long-term financial assets	377	341	340	340
Provision for impairment of long-term financial assets	(340)	(340)	(340)	(340)
Total (a)	**9,110**	**8,513**	**11,938**	**70,146**

	GROUP		COMPANY	
Other long-term non-financial receivables	**31.12.2024**	**31.12.2023**	**31.12.2024**	**31.12.2023**
Long-term advance payments to suppliers	24,832	0	24,832	0
Advance payments for businesses acquisition	0	7,500	0	7,500
Total (b)	**24,832**	**7,500**	**24,832**	**7,500**
Total Other long-term assets (a+b)	**33,942**	**16,013**	**36,770**	**77,646**

The change in the account “Other long-term receivables” of the Group concerns the account "Long-term advance payments to suppliers" which includes advances to suppliers in the construction sector.

The change in the account “Other long-term receivables” of the Company, is due to the following: a) the decrease in the account "Loans to subsidiaries, joint ventures and other related companies" concerning the repayment/capitalization of intra-group loans of the subsidiary company TERNA LEFKOLITHI S.A. and b) the account "Long-term advance payments to suppliers" which includes advances to suppliers in the construction sector.

(Amounts in thousands Euro, unless otherwise stated)

15 INVENTORY

The account "Inventories" on 31.12.2024 and 31.12.2023 in the accompanying financial statements is analyzed as follows:

	GROUP		COMPANY	
	31.12.2024	**31.12.2023**	**31.12.2024**	**31.12.2023**
Raw-auxiliary materials	37,897	772	37,590	434
Spare parts of fixed assets	492	718	28	25
Merchandise and Finished and semi-finished products	24,573	25,948	4,323	3,766
Properties (Land-Buildings) as inventories	2,196	2,196	0	0
Impairment	(18,591)	(9,387)	(289)	(287)
Total	**46,567**	**20,247**	**41,652**	**3,938**

The main changes in the balance of the account derive from the following: a) the purchase of equipment amounting to 32,000 from an affiliated company of GEK TERNA Group in order to be used in a project undertaken by TERNA S.A. whereas the equipment is included in the account "Raw-auxiliary materials" and b) the annual audit process concerning the net realizable value of inventories that resulted into a total loss of 9,203 (31.12.2023: profit of 164) which mainly concerns the subsidiary TERNA LEFKOLITHI S.A. (see note 12.3 for details).

With the exception of the above cases, there was no need or evidence for impairment of inventories on 31.12.2024.

The inventories are not burdened with liens.

16 TRADE RECEIVABLES

The "Trade receivables" of the Group and the Company on 31.12.2024 and 31.12.2023 in the accompanying financial statements are analyzed as follows:

	GROUP		COMPANY	
	31.12.2024	**31.12.2023**	**31.12.2024**	**31.12.2023**
Trade receivables	402,628	378,871	352,676	346,994
Customers – Doubtful and litigious	3,278	3,269	3,012	3,012
Notes / Checks Receivable overdue	821	821	821	821
Checks Receivable	8	24	8	24
Minus: Provisions for doubtful trade receivables	(19,789)	(19,284)	(17,839)	(18,264)
Total	**386,946**	**363,701**	**338,678**	**332,587**

(Amounts in thousands Euro, unless otherwise stated)

The book values of trade receivables represent their fair value.

At every reporting date, the Group tests the receivables for any impairments, in accordance with the requirements of IFRS 9 and the expected credit losses. The maximum exposure to credit risk on the financial statements reporting date is the book value of every category, collectible as mentioned above. Provisions for impairment of trade receivables for the years 2024 and 2023 are analyzed as follows:

	GROUP			
	Stage 1	**Stage 2**	**Stage 3**	**Total**
Balance 01.01.2023	**0**	**1,269**	**19,328**	**20,597**
Provision of credit loss	0	93	38	131
Recovery of provision of credit loss	0	(5)	(1,451)	(1,456)
Foreign exchange differences	0	(18)	30	12
Balance 31.12.2023	**0**	**1,339**	**17,945**	**19,284**

	GROUP			
	Stage 1	**Stage 2**	**Stage 3**	**Total**
Balance 01.01.2024	**0**	**1,339**	**17,945**	**19,284**
Provision of credit loss	0	455	0	455
Provision of credit loss due to acquisition of entity	0	0	879	879
Recovery of provision of credit loss	0	(48)	(848)	(896)
Foreign exchange differences	0	31	36	67
Balance 31.12.2024	**0**	**1,777**	**18,012**	**19,789**

	COMPANY			
	Stage 1	**Stage 2**	**Stage 3**	**Total**
Balance 01.01.2023	**0**	**724**	**18,830**	**19,554**
Provision of credit loss	0	93	38	131
Recovery of provision of credit loss	0	(5)	(1,451)	(1,456)
Foreign exchange differences	0	0	35	35
Balance 31.12.2023	**0**	**812**	**17,452**	**18,264**

	COMPANY			
	Stage 1	**Stage 2**	**Stage 3**	**Total**
Balance 01.01.2024	**0**	**812**	**17,452**	**18,264**
Provision of credit loss	0	440	0	440
Recovery of provision of credit loss	0	(44)	(848)	(892)
Foreign exchange differences	0	0	27	27
Balance 31.12.2024	**0**	**1,208**	**16,631**	**17,839**

(Amounts in thousands Euro, unless otherwise stated)

The following table analyzes the total of receivables from customers and includes an aging analysis of the overdue trade receivables:

	GROUP		COMPANY	
	31.12.2024	**31.12.2023**	**31.12.2024**	**31.12.2023**
Non outstanding balances	295,714	304,545	268,100	267,980
Outstanding balances	111,021	78,440	88,417	82,871
Total trade receivables	**406,735**	**382,985**	**356,517**	**350,851**

The aging analysis of overdue trade receivables is as follows:

	GROUP 2024					
	Non outstanding balances	**less than 6 month**	**6 - 12 months**	**12 - 24 months**	**up to 24 months**	**Total**
Total amount of receivables	295,714	21,371	62,627	7,124	19,899	406,735
Expected credit loss	(535)	(216)	(5,269)	(172)	(13,597)	(19,789)
Total	**295,179**	**21,155**	**57,358**	**6,952**	**6,302**	**386,946**

	GROUP 2023					
	Non outstanding balances	**less than 6 month**	**6 - 12 months**	**12 - 24 months**	**up to 24 months**	**Total**
Total amount of receivables	304,545	23,126	28,368	7,643	19,303	382,985
Expected credit loss	(453)	(1)	(6,067)	(237)	(12,526)	(19,284)
Total	**304,092**	**23,125**	**22,301**	**7,406**	**6,777**	**363,701**

	COMPANY 2024					
	Non outstanding balances	**less than 6 month**	**6 - 12 months**	**12 - 24 months**	**up to 24 months**	**Total**
Total amount of receivables	268,100	12,772	46,240	9,199	20,206	356,517
Expected credit loss	(80)	(217)	(5,267)	(20)	(12,255)	(17,839)
Total	**268,020**	**12,555**	**40,973**	**9,179**	**7,951**	**338,678**

	COMPANY 2023					
	Non outstanding balances	**less than 6 month**	**6 - 12 months**	**12 - 24 months**	**up to 24 months**	**Total**
Total amount of receivables	267,980	22,239	34,188	5,970	20,474	350,851
Expected credit loss	0	0	(6,067)	(237)	(11,960)	(18,264)
Total	**267,980**	**22,239**	**28,121**	**5,733**	**8,514**	**332,587**

(Amounts in thousands Euro, unless otherwise stated)

The non-post-dated amounts of the Group include an amount of 68.9 million euros (31.12.2023: 45.5 million euros), which relates to withheld amounts for purposes of good performance (retained guarantees).

In the context of the Group's operations, necessary measures are taken on a case basis to ensure the timely collection of receivables.

Finally, an important guarantee for the collection of balances are the received advances concerning construction contracts, which on 31.12.2024 amounted to 341.5 million euros (31.12.2023: 345.5 million euros) (see Notes 17 & 27).

17 RECEIVABLES / LIABILITIES FROM CONTRACTS WITH CUSTOMERS

The receivables from contracts with customers are analyzed as follows:

	GROUP		COMPANY	
	31.12.2024	**31.12.2023**	**31.12.2024**	**31.12.2023**
Receivables from construction contracts with customers	276,385	324,016	244,229	304,738
Receivables from other contracts with customers	7,185	430	5,356	313
Less: Impairments of receivables from contracts with customers	(193)	(184)	(46)	(46)
Total	**283,377**	**324,262**	**249,539**	**305,005**

The decrease of the account "Receivables from construction contracts with customers" is due to the invoicing of completed works.

Provisions for impairment of receivables from contracts with customers in Group level are analyzed according to the IFRS 9 as following:

	GROUP			
	Stage 1	**Stage 2**	**Stage 3**	**Total**
Balance 01.01.2023	**0**	**189**	**0**	**189**
Foreign exchange differences	0	(5)	0	(5)
Balance 31.12.2023	**0**	**184**	**0**	**184**

	GROUP			
	Stage 1	**Stage 2**	**Stage 3**	**Total**
Balance 01.01.2024	**0**	**184**	**0**	**184**
Foreign exchange differences	0	9	0	9
Balance 31.12.2024	**0**	**193**	0	**193**
Balance 01.01.2023	**0**	**46**	**0**	**46**
Balance 31.12.2023	**0**	**46**	**0**	**46**
Balance 01.01.2024	**0**	**46**	**0**	**46**
Balance 31.12.2024	**0**	**46**	**0**	**46**

(Amounts in thousands Euro, unless otherwise stated)

Liabilities in relation to contracts with customers are analyzed as follows:

	GROUP		COMPANY	
	31.12.2024	**31.12.2023**	**31.12.2024**	**31.12.2023**
Customer advances	207,136	168,452	175,763	144,417
Non-completed liabilities from construction contracts	81,702	84,901	69,171	81,695
Non-completed liabilities from other contracts with customers	936	48	890	48
Total	**289,774**	**253,401**	**245,824**	**226,160**

Changes in Receivables and liabilities from Construction Contracts with customers (short-term and long-term (note 27)) within the current fiscal year are due to the following factors:

Receivables from construction contracts with customers	**GROUP**
Balance 01.01.2023	**217,826**
Effect due to execution of existing contracts	92,405
Income for the period from new contracts	13,788
Foreign exchange differences	(3)
Balance 31.12.2023	**324,016**
Balance 01.01.2024	**324,016**
Effect due to execution of existing contracts	(72,248)
Income for the period from new contracts	4,361
Addition due to acquisition of entity	20,240
Foreign exchange differences	16
Balance 31.12.2024	**276,385**

Liabilities due to construction contracts with customers	**GROUP**
Balance 01.01.2023	**184,413**
Effect due to execution of existing contracts	(66,395)
Income for the period from new contracts	3,916
Foreign exchange differences	91
Balance 31.12.2023	**122,024**
Liabilities due to construction contracts with customers-Short term portion	84,901
Liabilities due to construction contracts with customers-Long term portion (Note 27)	37,123
Balance 01.01.2024	**122,024**
Effect due to execution of existing contracts	(35,042)
Income for the period from new contracts	1,473
Addition due to acquisition of entity	8,462
Balance 31.12.2024	**96,917**
Liabilities due to construction contracts with customers-Short term portion	81,702
Liabilities due to construction contracts with customers-Long term portion (Note 27)	15,215

(Amounts in thousands Euro, unless otherwise stated)

18 ADVANCES AND OTHER RECEIVABLES

The account “Advances and other receivables” on 31 December 2024 and 31 December 2023 in the accompanying financial statements are analyzed as follows:

	GROUP		COMPANY	
Prepayments and other short-term non-financial receivables	**31.12.2024**	**31.12.2023**	**31.12.2024**	**31.12.2023**
Advances to suppliers	71,005	55,785	65,932	55,113
VAT for rebate – offsetting	10,762	5,114	10,171	4,010
Prepayment to insurance funds (Social Security Organization of technical works)	12,216	8,271	11,110	8,208
Transitional asset accounts	35,157	20,391	29,889	18,329
Other non-financial receivables	975	718	727	620
Total (a)	**130,115**	**90,279**	**117,829**	**86,280**

	GROUP		COMPANY	
Other short-term financial receivables	**31.12.2024**	**31.12.2023**	**31.12.2024**	**31.12.2023**
Receivables from J/V, related companies and other associates	11,637	6,272	12,299	7,743
Short-term part of granted long-term loans	18	13	89	13
Short-term part of receivables from financial leasing	0	12,422	0	12,422
Financial receivables from other various debtors	18,171	11,240	18,292	13,356
Blocked bank deposit accounts	4,015	2,182	2,236	2,126
Doubtful – Litigious other receivables	121	121	121	121
Less: Impairments of other short-term financial receivables	(13,492)	(13,193)	(12,749)	(13,122)
Total (b)	**20,470**	**19,057**	**20,288**	**22,659**
Total prepayments and other receivables (a+b)	**150,585**	**109,336**	**138,117**	**108,939**

The change in the account "Advances to Suppliers" of the Company and the Group concerns advances for the supply of equipment that will be incorporated into the construction projects carried out by the Company.

The movement in the provision for impairment of these current assets of the Group and the Company, following the application of the requirements of IFRS 9, is as follows:

(Amounts in thousands Euro, unless otherwise stated)

	GROUP			
	Stage 1	Stage 2	Stage 3	Total
Balance 01.01.2023	**0**	**158**	**11,774**	**11,932**
Provision of credit loss	0	13	1,362	1,375
Recovery of provision of credit loss	0	0	(113)	(113)
Foreign exchange differences	0	0	(1)	(1)
Balance 31.12.2023	**0**	**171**	**13,022**	**13,193**

	GROUP			
	Stage 1	Stage 2	Stage 3	Total
Balance 01.01.2024	**0**	**171**	**13,022**	**13,193**
Provision of credit loss due to acquisition of entity (Note 7.1)	0	0	678	678
Recovery of provision of credit loss	0	(12)	0	(12)
Eliminations	0	0	(369)	(369)
Foreign exchange differences	0	0	2	2
Balance 31.12.2024	**0**	**159**	**13,333**	**13,492**

	COMPANY			
	Stage 1	Stage 2	Stage 3	Total
Balance 01.01.2023	**0**	**143**	**11,717**	**11,860**
Provision of credit loss	0	13	1,362	1,375
Recovery of provision of credit loss	0	0	(113)	(113)
Balance 31.12.2023	**0**	**156**	**12,966**	**13,122**

	COMPANY			
	Stage 1	Stage 2	Stage 3	Total
Balance 01.01.2024	**0**	**156**	**12,966**	**13,122**
Recovery of provision of credit loss	0	(5)	0	(5)
Eliminations	0	0	(368)	(368)
Balance 31.12.2024	**0**	**151**	**12,598**	**12,749**

(Amounts in thousands Euro, unless otherwise stated)

19 EQUITY INTERESTS AND FINANCIAL ASSETS AT FAIR VALUE THROUGH RESULTS

19.1 Equity Interests

The movement of investments in equity interests in financial years 2024 and 2023 is analyzed as follows:

	GROUP		COMPANY	
	2024	**2023**	**2024**	**2023**
Balance 1st January	**29,571**	**21,263**	**25,512**	**17,205**
Additions	46	4,539	47	4,538
Fair value through the Other Comprehensive Income	8,280	3,769	9,862	3,769
Balance 31st December	**37,897**	**29,571**	**35,421**	**25,512**

The most important investments are listed in more detail in note 41.

Profit from the measurement at fair values was included in the Other comprehensive income in the Statement of Comprehensive Income, which is not reclassified to profit or loss in subsequent periods.

19.2 Financial assets at fair value through results

The movement of financial assets at fair value through results in financial years 2024 and 2023 relates to shares and is analyzed as follows:

	GROUP		COMPANY	
	2024	**2023**	**2024**	**2023**
Balance 1st January	**10,000**	**10,000**	**10,000**	**10,000**
Return of capital	(119)	0	(119)	0
Balance 31st December	**9,881**	**10,000**	**9,881**	**10,000**

20 CASH AND CASH EQUIVALENTS

Cash and cash equivalents on 31 December 2024 and 31 December 2023 in the accompanying financial statements are analyzed as follows:

	GROUP		COMPANY	
	31.12.2024	**31.12.2023**	**31.12.2024**	**31.12.2023**
Cash in hand	58	48	39	35
Sight Deposits	276,029	240,622	218,211	173,162
Term Deposits	38,348	0	35,000	0
Total	**314,435**	**240,670**	**253,250**	**173,197**

(Amounts in thousands Euro, unless otherwise stated)

The Group holds blocked deposits amounting to 4,015 (2,182 in the previous year), which are held in specific bank accounts in order to settle its short-term operating and financial liabilities. These blocked deposits are classified in the account "Advances and other receivables" (see note 18).

21 LONG-TERM LOANS

The long-term loans in the accompanying separate and consolidated financial statements are analyzed as follows:

	GROUP		COMPANY	
	31.12.2024	**31.12.2023**	**31.12.2024**	**31.12.2023**
Long-term loans	109,457	142,093	105,568	141,434
Less: Long term liabilities payable during the next financial year	(6,324)	(14,063)	(4,935)	(14,063)
Long-term part of loan	**103,133**	**128,030**	**100,633**	**127,371**

The repayment period of long-term loans is analyzed in the following table:

	GROUP		COMPANY	
	31.12.2024	**31.12.2023**	**31.12.2024**	**31.12.2023**
Up to 1 Year	6,324	14,063	4,935	14,063
Between 1 - 5 Years	60,605	77,822	58,105	77,163
Over 5 Years	42,528	50,208	42,528	50,208
Total	**109,457**	**142,093**	**105,568**	**141,434**

The Group has the obligation to maintain specific financial ratios relating to bond loans. As of December 31st, 2024, the Group was in full compliance with the required limits of these ratios, according to the provisions of the respective loan agreements.

The total financial cost of long-term and short-term loan liabilities, for the year 2024 and the corresponding comparative period of 2023 is included in the account "Net financial income / (expenses)" of the consolidated and separate Income Statement. The average interest rate for the Group for the period ended 31.12.2024 stood at 4.96% (31.12.2023: 4.6%).

The Group's long-term debt is by 100% in euro (100% at the end of the previous year) and represents approximately 56% of the Group's total debt (78.7% at the end of the previous year). The long-term debt mainly covers financing needs for the investments of the construction and the industrial segments of the Group.

(Amounts in thousands Euro, unless otherwise stated)

Within the year 2024 the amount of 38,464 was repaid for long-term bank debt (2023: 14,187), whereas the amount of 0 was collected from new bank loans (2023: 1,215).

As of 31.12.2024 the total loan liabilities of the Group amount to 195,584 (2023: 180,664) of which an amount of 109,457 (2023: 142,093) relates to long-term bank loans and an amount of 86,127 (2023: 38,571) relates to short-term bank loans.

On the amount of 109,457 (2023: 142,093) relating to long-term bank loans, an amount of 55,105 (2023: 55,602) relates to bond bank loans and an amount of 54,352 (2023: 86,491) relates to intra-group loans mainly from the parent company GEK TERNA.

The condensed movement of short-term and long-term borrowing of the Group and the Company on 31.12.2024 and 31.12.2023 was as follows:

	GROUP		COMPANY	
Long-term loans	**31.12.2024**	**31.12.2023**	**31.12.2024**	**31.12.2023**
Opening balance	**142,093**	**151,626**	**141,434**	**150,987**
Capital withdrawals	0	1,215	0	0
Capital payments	(38,464)	(14,187)	(37,740)	(12,972)
Interest payments	(4,443)	(2,846)	(4,317)	(2,833)
Loan interest in financial results (note 36)	6,333	6,285	6,191	6,252
Addition due to acquisition of entity (see Note 7)	3,938	0	0	0
Closing balance	**109,457**	**142,093**	**105,568**	**141,434**

	GROUP		COMPANY	
Short-term loans	**31.12.2024**	**31.12.2023**	**31.12.2024**	**31.12.2023**
Opening balance	**38,571**	**12,118**	**38,034**	**11,616**
Capital withdrawals	45,561	37,761	45,560	37,725
Capital Payments	(1,467)	(11,616)	0	(11,616)
Interest payments	(1,916)	(1,513)	(1,680)	(1,479)
Loan interest in financial results (note 36)	3,184	1,787	3,159	1,788
Other loan interest (capitalized)	0	34	0	0
Addition due to acquisition of entity (see Note 7)	2,194	0	0	0
Closing balance	**86,127**	**38,571**	**85,073**	**38,034**

(Amounts in thousands Euro, unless otherwise stated)

22 LEASE LIABILITIES

Lease liabilities as at 31 December 2024 and 31 December 2023 are analyzed as following in the accompanying financial statements:

	GROUP		COMPANY	
	31.12.2024	31.12.2023	31.12.2024	31.12.2023
Liabilities from bank leases (long-term)	49,020	38,548	49,020	38,548
Liabilities from bank leases (short-term)	9,704	6,015	9,689	5,999
Sub-total of bank leases (a)	**58,724**	**44,563**	**58709**	**44,547**
Liabilities from third parties leases (long-term)	8,117	8,425	6,890	8,003
Liabilities from third parties leases (short-term)	6,686	5,347	6,067	5,107
Sub-total of third parties leases (b)	**14,803**	**13,772**	**12,957**	**13,110**
Total leases (a)+(b)	**73,527**	**58,335**	**71,666**	**57,657**

The repayment period regarding lease liabilities is analyzed in the tables below as follows:

	GROUP		COMPANY	
	31.12.2024	31.12.2023	31.12.2024	31.12.2023
Up to 1 Year	16,391	11,362	15,756	11,106
Between 1 - 5 Years	49,214	36,525	48,203	36,103
Over 5 Years	7,922	10,448	7,707	10,448
Total	**73,527**	**58,335**	**71,666**	**57,657**

The movement of the respective liabilities during the fiscal years 2024 and 2023 is presented as follows:

	GROUP		COMPANY	
Liabilities from leases	**31.12.2024**	**31.12.2023**	**31.12.2024**	**31.12.2023**
Opening balance	**58,335**	**27,542**	**57,657**	**26,873**
Repayments of lease contracts	(18,763)	(12,703)	(18,241)	(12,358)
Liabilities from new contracts	30,437	41,735	29,172	41,395
Foreign exchange differences	1	0	1	0
Financial cost for the period (note 36)	3,922	2,344	3,877	2,322

(Amounts in thousands Euro, unless otherwise stated)

	GROUP		COMPANY	
Liabilities from leases	**31.12.2024**	**31.12.2023**	**31.12.2024**	**31.12.2023**
Addition due to acquisition of entity (see Note 7)	444	0	0	0
Termination of lease	(849)	(583)	(800)	(575)
Closing balance	**73,527**	**58,335**	**71,666**	**57,657**
Long-term liabilities from leases	**57,136**	**46,973**	**55,910**	**46,551**
Short-term liabilities from leases	**16,391**	**11,362**	**15,756**	**11,106**

23 PROVISION FOR STAFF INDEMNITIES

According to Greek labor legislation, every employee is entitled to a lump-sum indemnity in case of dismissal or retirement. The amount of the indemnity depends on the length of service with the company and the employee's wages the day he/she is dismissed or retires. Employees that resign or are justifiably dismissed are not entitled to such an indemnity.

The indemnity payable in case of retirement in Greece is equal to 40% of the indemnity calculated in case of dismissal. According to the practices in the countries where the subsidiaries of the Group are operating in, staff indemnity programs are usually not funded.

The estimates for staff indemnity liabilities were determined through an actuarial study. The following tables present an analysis of the net expenditure for the relevant provisions recorded in the consolidated Statement of Comprehensive Income for the year ended on 31 December 2024 and the change of the relevant provision accounts for staff indemnities presented in the attached consolidated Statement of financial position for the year ended on 31 December 2024.

The expense for staff indemnities recognized by the Group in the Statement of Comprehensive Income and recorded in Cost of sales by 1,178, in Administration and distribution expenses by 451, in Other income / (expenses) by 5 and in the financial expenses by 61 (704, 300, 10 and 46 in the previous year, respectively) and recognized by the Company in the Cost of sales by 1,154, in Administration and distribution expenses by 370, and in financial expenses by 58 (692, 176 and 44 in the previous year, respectively), is analyzed as follows:

	GROUP		COMPANY	
	1.1-31.12.2024	**1.1-31.12.2023**	**1.1-31.12.2024**	**1.1-31.12.2023**
Current service cost	1,634	1,024	1,524	878
Financial cost	61	46	58	44
Recognition of actuarial (profits) / losses	208	142	208	142
Total	**1,903**	**1,212**	**1,790**	**1,064**

(Amounts in thousands Euro, unless otherwise stated)

The changes in the relative provisions in the Statement of financial position are as follows:

	2024	2023	2024	2023
Balance as at 1 January	**2,557**	**2,225**	**2,029**	**1,584**
Provision recognized in Net earnings	1,695	1,060	1,582	922
Provision recognized in Other Comprehensive Income	208	142	208	142
Provision recognized in inventories	6	10	0	0
Addition due to acquisition of entity (see Note 7)	64	0	0	0
Foreign exchange differences	29	(18)	5	0
Compensation payments	(1,365)	(862)	(1,145)	(619)
Balance 31 December	**3,194**	**2,557**	**2,679**	**2,029**

The key actuarial assumptions for the years 2024 and 2023 are as follows:

	2024	2023
Discount rate	2.78%	2.98%
Future salaries increases	2.50%	2.50%
Inflation	2.00%	2.10%
Mortality	EVK 2000	EVK 2000
Movement of salaried workers (departure under their own will)	Table 1	Table 1

Table 1	
Years of Service	**Leaving rate**
From 0 to 1 years	1.50%
From 1 to 5 years	1.00%
From 5 to 10 years	0.50%
From 10 years and above	0.00%

24 OTHER PROVISIONS

The changes in the relevant provisions in the Statement of financial position for 2024 and 2023 are as follows:

(Amounts in thousands Euro, unless otherwise stated)

	GROUP			COMPANY		
	Provisions for environmental rehabilitation	**Other provisions**	**Total**	**Provisions for environmental rehabilitation**	**Other provisions**	**Total**
1st January 2024	**114**	**8,327**	**8,441**	**114**	**7,127**	**7,241**
Provisions used	0	(199)	**(199)**	0	(199)	**(199)**
Unused provisions recognized in profit	0	(154)	**(154)**	0	0	**0**
Addition due to acquisition of entity (see Note 7)	0	576	**576**	0	0	**0**
Foreign exchange differences	0	29	**29**	0	29	**29**
31st December 2024	**114**	**8,579**	**8,693**	**114**	**6,957**	**7,071**

	GROUP			COMPANY		
	Provisions for environmental rehabilitation	**Other provisions**	**Total**	**Provisions for environmental rehabilitation**	**Other provisions**	**Total**
1st January 2023	**114**	**8,260**	**8,374**	**114**	**7,060**	**7,174**
Provisions used	0	(134)	**(134)**	0	(16)	**(16)**
Transfer from/ (to) another account	0	229	**229**	0	111	**111**
Foreign exchange differences	0	(28)	**(28)**	(1)	(27)	**(28)**
31st December 2023	**114**	**8,327**	**8,441**	**113**	**7,128**	**7,241**

The item "Other provisions" in the above table is analyzed as follows:

	GROUP		COMPANY	
	31.12.2024	**31.12.2023**	**31.12.2024**	**31.12.2023**
Provisions for tax for tax non-inspected years	2,250	2,250	2,050	2,050
Provisions for litigations	5,087	5,284	4,087	4,284
Provision for loss-bearing construction contracts	422	0	0	0
Other provisions	820	793	820	794
Total	**8,579**	**8,327**	**6,957**	**7,128**

(Amounts in thousands Euro, unless otherwise stated)

25 GRANTS

The changes in grants in the Statement of financial position for the years 2024 and 2023 are as follows:

	GROUP	
	2024	**2023**
Balance 1st January	**3,213**	**3,346**
Recognition of grants	470	0
Amortization of grants on fixed assets recognized in net results (see Note 34)	(158)	(105)
Amortization of grants on fixed assets recognized in inventories	(25)	(28)
Balance 31 December	**3,500**	**3,213**

The grants are amortized in accordance to the granted assets' depreciation or utilization rates.

26 SUPPLIERS

As at 31 December 2024 and 31 December 2023, the account of "Suppliers" in the accompanying financial statements is analyzed as follows:

	GROUP		COMPANY	
	31.12.2024	**31.12.2023**	**31.12.2024**	**31.12.2023**
Suppliers	370,873	304,192	339,327	285,347
Checks and notes payable	2,680	60	6	19
Total	**373,553**	**304,252**	**339,333**	**285,366**

The balance of the item arises by an amount of 359,642 (31.12.2023: 291,092) from the construction segment, and by amount of 13,911 (31.12.2023: 13,160) from the industrial segment of the Group.

(Amounts in thousands Euro, unless otherwise stated)

27 ACCRUED AND OTHER LIABILITIES

As at 31st December 2024 and 31st December 2023, Accrued and other liabilities (long term and short term) in the accompanying financial statements, are analyzed as follows:

	GROUP		COMPANY	
Other long-term financial liabilities	**31.12.2024**	**31.12.2023**	**31.12.2024**	**31.12.2023**
Other long-term financial liabilities	5,438	0	5,438	0
Total (a)	**5,438**	**0**	**5,438**	**0**

	GROUP		COMPANY	
Other long-term non-financial liabilities	**31.12.2024**	**31.12.2023**	**31.12.2024**	**31.12.2023**
Collected advances from contracts with customers	134,390	177,010	125,395	168,778
Liabilities from construction agreements	15,215	37,123	15,215	37,123
Total (b)	**149,605**	**214,133**	**140,610**	**205,901**
Total other long-term liabilities (a+b)	**155,043**	**214,133**	**146,048**	**205,901**

The account "Other long-term financial liabilities" includes the liability payable beyond 12 months to an affiliated company for the purchase of equipment.

The balance in "Collected advances from contracts with customers" mainly consists of:

(a) Collected advances from the customer of the project INTERNATIONAL AIRPORT HERAKLION CRETE of amount 27,891.

(b) Collected advances from the customer of the project TERNA ENERGY PUMPED STORAGE PROJECT S.M.S.A. of amount 63,941, for the construction of "Amfilochia Pumped Storage Electric Station."

The balance in the account "Liabilities from construction agreements" refers to invoicing of advances for construction projects which are expected to be executed beyond the next 12 months.

	GROUP		COMPANY	
Accrued and other short-term financial liabilities	**31.12.2024**	**31.12.2023**	**31.12.2024**	**31.12.2023**
Liabilities from dividends payable and capital return	1,200	0	0	0
Liabilities to members of j/v and other associates	3,630	2,797	8,712	3,222
Accrued expenses	44,220	18,312	42,739	17,217
Acquisition under settlement	0	1,548	0	1,548
Liabilities from acquisition of companies	1,406	10,000	1,406	10,000

(Amounts in thousands Euro, unless otherwise stated)

	GROUP		COMPANY	
Accrued and other short-term financial liabilities	**31.12.2024**	**31.12.2023**	**31.12.2024**	**31.12.2023**
Sundry Creditors	15,061	12,324	10,446	10,138
Total (a)	**65,517**	**44,981**	**63,303**	**42,125**

Other short-term non-financial liabilities	**31.12.2024**	**31.12.2023**	**31.12.2024**	**31.12.2023**
Liabilities from taxes and duties	17,631	16,554	16,407	16,109
Social security funds	10,159	6,751	9,726	6,517
Liabilities for litigations	0	404	0	404
Provisions for loss-bearing construction contracts	2,098	772	2095	704
Total (b)	**29,888**	**24,481**	**28,228**	**23,734**
Total Accrued and other short-term liabilities (a+b)	**95,405**	**69,462**	**91,531**	**65,859**

The account “Liabilities from dividends payable and capital return” includes an obligation of a subsidiary company to pay dividends to non-controlling interests.

The change in the account “Accrued expenses” concerns accrued expenses for the execution of construction projects.

The change in the account "Liabilities from acquisition of companies" concerns a reduction due to repayment within the first half of an amount of 10,000 which concerns the acquisition by the Company of 49.99% of the share capital of the company AEGISTOS S.A. within the year 2023.

28 SHARE CAPITAL

As of 31.12.2024, the Share Capital of the Company amounts to 55,460,000 euro, fully paid and divided into 554,600 common shares with a nominal value of 100 euro each. Each share of the Company provides the right to one vote. The account of share premium amounts to 62,702 on 31.12.2024.

(Amounts in thousands Euro, unless otherwise stated)

29 RESERVES

The Group and the Company reserves in 2024 and 2023 in the accompanying financial statements are analyzed as follows:

GROUP	Statutory reserves	Reserves from fair value difference of assets through Other Comprehensive Income	Reserves from participating interest in other comprehensive income of associates and joint ventures	Reserves of foreign currency translation differences from incorporation of foreign operations	Development and tax legislation reserves	Actuarial revenue/losses from defined benefit plan reserves and other reserves	Total
1st January 2023	**15,433**	**4,766**	**37**	**1,052**	**35,515**	**1,072**	**57,875**
Earnings from other comprehensive income	0	2,940	0	131	0	(112)	2,959
Formation of reserves	0	0	0	0	105	0	105
Share based payments	0	0	0	0	0	255	255
31st December 2023	**15,433**	**7,706**	**37**	**1,183**	**35,620**	**1,215**	**61,194**

(Amounts in thousands Euro, unless otherwise stated)

GROUP	Statutory reserves	Reserves from fair value difference of assets through Other Comprehensive Income	Reserves from participating interest in other comprehensive income of associates and joint ventures	Reserves of foreign currency translation differences from incorporation of foreign operations	Development and tax legislation reserves	Actuarial revenue/losses from defined benefit plan reserves and other reserves	Total
1st January 2024	**15,433**	**7,706**	**37**	**1,183**	**35,620**	**1,215**	**61,194**
Earnings from other comprehensive income	0	6,110	0	(325)	0	(163)	5,622
Formation of reserves	5,138	0	0	0	0	0	5,138
Share based payments	0	0	0	0	0	5,921	5,921
31st December 2024	**20,571**	**13,816**	**37**	**858**	**35,620**	**6,973**	**77,875**

(Amounts in thousands Euro, unless otherwise stated)

COMPANY	Statutory reserves	Reserves from fair value difference of assets through Other Comprehensive Income	Reserves from participating interest in other comprehensive income of associates and joint ventures	Reserves of foreign currency translation differences from incorporation of foreign operations	Development and tax legislation reserves	Actuarial revenue/losses from defined benefit plan reserves and other reserves	Total
1st January 2023	**13,350**	**4,766**	**0**	**804**	**34,705**	**1,066**	**54,691**
Earnings from other comprehensive income for the year	0	2,940	0	175	0	(111)	3,004
Share based payments	0	0	0	0	0	255	255
31st December 2023	**13,350**	**7,706**	**0**	**979**	**34,705**	**1,210**	**57,950**
1st January 2024	**13,350**	**7,706**	**0**	**979**	**34,705**	**1,210**	**57,950**
Earnings from other comprehensive income for the year	0	7,692	0	(422)	0	(162)	7,108
Formation of reserves	5,137	0	0	0	0	0	5,137
Share based payments	0	0	0	0	0	5,921	5,921
31st December 2024	**18,487**	**15,398**	**0**	**557**	**34,705**	**6,969**	**76,116**

Statutory reserves

Under the Greek legislation, companies are required to transfer at least 5% of their annual net profits in accordance with their accounting books and records to statutory reserves until such reserves equal one third of their share capital. These reserves shall not be distributed but can be used in order to write off losses.

Development and tax legislation reserves

These reserves relate to profits that have not been taxed at the effective tax rate according to the applicable tax framework. Such reserves will be taxable at the tax rate applicable at the time of their distribution to the shareholders or their transfer to equity under specific circumstances.

Fair value differences Reserve on assets through Other Total Comprehensive Income

It includes changes in the fair value of investments classified as investments in equity securities.

Distribution of dividend

At the Ordinary General Meeting of the Company's shareholders held on 25.06.2024, it was decided to distribute a dividend of 15,000 to the parent company GEK TERNA SA. The dividend had been paid until 31.12.2024.

Share-based payments:

1. Stock Options:

Rights have been vested for all 4,000,000 shares under the plan and within the financial year2024, 1,595,966 treasury shares, which were outstanding for the completion of the plan, were allocated to the beneficiaries. The Group and the Company, upon completion of the program / plan, proceeded to close the reserve that had been formed, i.e. amount of 1,331.

2. Bonus Share Plan of the Company

The Ordinary General Meeting of Shareholders on June 20, 2023 of the parent company GEK TERNA approved the Remuneration Policy, which included a plan regarding the distribution of up to three million six hundred thousand (3,600,000) treasury common registered shares, subject to the achievement of specific targets or the occurrence of specific events. The plan was established for the four-year period 2023-2027. The Board of Directors of GEK TERNA was authorized to further determine the beneficiaries, the manner of exercising the respective rights and the terms of the plan, as well as to regulate all relevant procedural matters for the implementation of the resolution.

The Board of Directors of the parent company, at its meeting of 18.01.2024, in implementation of the aforementioned decision of the General Meeting of Shareholders, accepted the recommendation of the Nomination and Remuneration Committee, the terms of implementation of the Program / Plan, as well as the Criteria - Objectives of the Program (with regard to the fulfilment of market-related objectives e.g. increase in share price but also non-market related objectives such as e.g. targets for the commencement of specific concessions, construction of projects, EBITDA, debt service, etc.), as well as in relation to the Allocation of shares per Criteria - Objectives. Following the evaluation of relevant terms and conditions of the program / plan, the grant date of the plan towards the beneficiaries was considered to be October 1, 2024.

(Amounts in thousands Euro, unless otherwise stated)

The benefits in the form of shares, which were recognized in the results of the year ended 31.12.2024, amounted to 7,252 for the Group and the Company (31.12.2023: 255) and are included in the Administrative and Distribution Expenses in the item "Share-based payments" (see note 32). The full amount relates to valuation expense.

30 INCOME TAX – DEFERRED TAX

The tax rate for legal entities in Greece both for the year 2024 and for the year 2023 after the enactment of Law 4799/2021 which amended par. 1, no. 58 of Law 4172/2013 is set at 22%.

The effective tax rate differs from the nominal. The calculation of the effective tax rate is affected by several factors, the most important of which are non-exemption of specific expenses, depreciation rates differences, arising between the fixed asset’s useful life and the rates defined under CL 4172/2013, and the ability of companies to generate tax-exempted discounts and tax-exempted reserves.

(a) Income Tax Expense

Income tax in the Statement of comprehensive income is analyzed as follows:

	GROUP		COMPANY	
	1.1-31.12.2024	**1.1-31.12.2023**	**1.1-31.12.2024**	**1.1-31.12.2023**
Current tax	39,146	14,074	36,587	12,364
Tax adjustments of previous years	45	(1,949)	45	(595)
Adjustments for tax audit differences	(116)	441	0	441
Total	**39,075**	**12,566**	**36,632**	**12,210**
Deferred tax expense/(income)	(10,213)	17,312	(8,886)	14,709
Total income tax expense/(income)	**28,862**	**29,878**	**27,746**	**26,919**

	GROUP		COMPANY	
	31.12.2024	**31.12.2023**	**31.12.2024**	**31.12.2023**
Profit before income tax expense	**45,082**	**103,253**	**66,519**	**94,598**
Nominal tax rate	**22%**	**22%**	**22%**	**22%**
Income tax expense/(income) based on the nominal tax rate	**9,918**	**22,716**	**14,634**	**20,812**
Results not included in the calculation of tax	1,760	1,866	642	1,689

(Amounts in thousands Euro, unless otherwise stated)

	GROUP		COMPANY	
	31.12.2024	**31.12.2023**	**31.12.2024**	**31.12.2023**
Adjustments of tax of previous years and additional taxes	45	(1,949)	45	(1,945)
Difference in taxation of foreign companies	(90)	(5,728)	(91)	-5728
Write-off/(Offsetting) of tax losses	7,764	7,407	4,662	3,989
Adjustments for tax audit differences	(116)	441	0	441
Taxable differences of previous years for which no deferred tax has been recognized	0	2,200	0	0
Effect of net temporary tax differences for which no deferred tax has been recognized	10,992	5,329	7,854	7,661
Effect of participating in net results of associates and joint venture	(1,411)	(2,404)	0	0
Income tax expense	**28,862**	**29,878**	**27,746**	**26,919**

Tax return statement is submitted on an annual basis, but declared profits or losses remain provisional until the tax authorities inspect the taxpayer’s books and records and issue a final audit report. The Group annually estimates any contingent liabilities, expected to arise from the audit of past years, making relevant provisions where appropriate. Information on the unaudited tax years is listed in Notes 5 and 43.1 of the Financial Statements.

Global Minimum Tax – Pillar II

In 2024, Law 5100/2024 was enacted in Greece, incorporating into Greek legislation the EU Council Directive 2022/2523, which ensures a global minimum tax rate of 15% starting in 2024, in accordance with the OECD's Pillar II Global Anti-Base Erosion (GloBE) rules. These rules concern multinational corporate groups and large-scale domestic groups with annual revenues of 750 mn euros or more. Under this legislation, a supplementary tax may arise for any difference between the actual effective tax rate calculated based on GloBE anti-base erosion rules per jurisdiction/country and the minimum rate of 15%. The process involves evaluating the existence of safe harbors in the countries where the Group operates. From the calculations and given the limited scope of the Group's activities in foreign countries, there is no material impact on the Group's tax liability.

(b) Deferred Tax

Deferred income tax is calculated on all the temporary tax differences between the book value and the tax basis of the assets and liabilities.

A deferred tax asset is recognized for the transferred tax losses to the extent that a respective tax benefit can be realized via future taxable profit.

The Group offsets deferred tax assets and obligations, when there is an effective legal right to offset the current tax assets against current liabilities provided that the deferred taxes relate to the same tax authority. The offset amounts in 31.12.2024 and 31.12.2023 for the Group and the Company are analyzed as follows:

(Amounts in thousands Euro, unless otherwise stated)

	GROUP		COMPANY	
	31.12.2024	**31.12.2023**	**31.12.2024**	**31.12.2023**
Deferred tax assets	3,512	3,898	3,014	3,849
Deferred tax liabilities	(26,396)	(32,411)	(19,503)	(27,099)
Net deferred asset/ (liability)	**(22,884)**	**(28,513)**	**(16,489)**	**(23,250)**

The change of the net deferred tax asset / (liability) in the Statement of Financial Position is analyzed as follows:

	GROUP		COMPANY	
	31.12.2024	**31.12.2023**	**31.12.2024**	**31.12.2023**
Net deferred tax asset / (liability)	**(22,884)**	**(28,513)**	**(16,489)**	**(23,250)**
Opening Balance	**(28,513)**	**(10,403)**	**(23,250)**	**(7,744)**
Addition due to acquisition of entity (see Note 7)	(2,459)	0	0	0
(Expense)/Income recognized in net earnings	10,212	(17,312)	8,885	(14,708)
(Expense)/Income recognized in Other comprehensive income	(2,124)	(798)	(2,124)	(798)
Closing Balance	**(22,884)**	**(28,513)**	**(16,489)**	**(23,250)**

(Amounts in thousands Euro, unless otherwise stated)

Deferred taxes (assets and liabilities) in 2024 and 2023 are analyzed as follows:

	GROUP				
Deferred tax	**01.01.2024**	**Addition due to acquisition of entity (Note 7)**	**Statement of Profit or loss (Debit)/Credit**	**Other comprehensive income (Debit)/Credit**	**31.12.2024**
Investment property	(115)	0	(57)	0	**(172)**
Tangible and Intangible Assets	(10,689)	0	590	0	**(10,099)**
Investments	(2,174)	0	1	(2,170)	**(4,343)**
Contract Assets/Contract Liabilities	(23,059)	(2,589)	9,232	0	**(16,416)**
Recognized tax losses	317	0	309	0	**626**
Provision for staff indemnities	445	4	92	46	**587**
Derivatives	0	0	(205)	0	**(205)**
Trade receivables	4,535	0	(992)	0	**3,543**
Other Provisions	467	127	(330)	0	**264**
Lease Contracts	125	(1)	69	0	**193**
Other	1,635	0	1,503	0	**3,138**
Total	(28,513)	(2,459)	10,212	(2,124)	**(22,884)**

(Amounts in thousands Euro, unless otherwise stated)

	GROUP				
Deferred tax	**01.01.2023**	**Addition due to acquisition of entity (Note 7)**	**Statement of Profit or loss (Debit)/Credit**	**Other comprehensive income (Debit)/Credit**	**31.12.2023**
Investment property	(86)	0	(29)	0	**(115)**
Tangible and Intangible Assets	(9,838)	0	(851)	0	**(10,689)**
Investments	(3,447)	0	2,102	(829)	**(2,174)**
Contract Assets/Contract Liabilities	(4,146)	0	(18,913)	0	**(23,059)**
Recognized tax losses	383	0	(66)	0	**317**
Provision for staff indemnities	347	0	67	31	**445**
Trade receivables	4,015	0	520	0	**4,535**
Other Provisions	392	0	75	0	**467**
Lease Contracts	66	0	59	0	**125**
Other	1,911	0	(276)	0	**1,635**
Total	(10,403)	0	(17,312)	(798)	**(28,513)**

(Amounts in thousands Euro, unless otherwise stated)

	COMPANY			
Deferred tax	**01.01.2024**	**Statement of Profit or loss (Debit)/Credit**	**Other comprehensive income (Debit)/Credit**	**31.12.2024**
Investment property	273	(57)	0	**216**
Tangible and Intangible Assets	(5,467)	670	0	**(4,797)**
Investments	(2,174)	0	(2,170)	**(4,344)**
Contract Assets/Contract Liabilities	(21,668)	7,714	0	**(13,954)**
Recognized tax losses	317	309	0	**626**
Provision for staff indemnities	431	90	46	**567**
Derivatives	0	(205)	0	**(205)**
Trade receivables	4,451	(995)	0	**3,456**
Other Provisions	467	(296)	0	**171**
Lease Contracts	120	59	0	**179**
Other	0	1,596	0	**1,596**
Total	(23,250)	8,885	(2,124)	**(16,489)**

(Amounts in thousands Euro, unless otherwise stated)

	COMPANY			
Deferred tax	**01.01.2023**	**Statement of Profit or loss (Debit)/Credit**	**Other comprehensive income (Debit)/Credit**	**31.12.2023**
Investment property	302	(29)	0	**273**
Tangible and Intangible Assets	(5,612)	145	0	**(5,467)**
Investments	(3,447)	2,102	(829)	**(2,174)**
Contract Assets/Contract Liabilities	(4,093)	(17,575)	0	**(21,668)**
Recognized tax losses	382	(65)	0	**317**
Provision for staff indemnities	339	61	31	**431**
Trade receivables	3,931	520	0	**4,451**
Other Provisions	392	75	0	**467**
Lease Contracts	62	58	0	**120**
Total	(7,744)	(14,708)	(798)	**(23,250)**

(Amounts in thousands Euro, unless otherwise stated)

31 TURNOVER

Company's turnover of years 2024 and 2023 in the accompanying financial statements is analyzed as follows:

Revenues from contracts with customer per segment

	GROUP	
1) Revenues from contracts with customer per segment	**1.1-31.12.2024**	**1.1-31.12.2023**
Revenues from construction services' segment		
Infrastructure Projects– Motorways - Airport	855,799	704,973
Industrial –Energy	411,542	593,687
Other services of construction services' segment	7,648	2,468
Total	**1,274,989**	**1,301,128**
Revenues from industry segment		
Sales of industrial products - quarries	24,296	20,636
Total	**24,296**	**20,636**
Revenues from Holding segment and other presented operating segments		
Other revenues of Holding segment	896	0
Total	**896**	**0**
Total revenues from contracts with customers	**1,300,181**	**1,321,764**

	GROUP	
2)The analysis of turnover from contracts with customers at the time of income recognition is analyzed as follows:	**1.1-31.12.2024**	**1.1-31.12.2023**
Transfer of goods and services at a specific time	25,116	21,756
Services rendered with the passage of time	1,275,065	1,300,008
Total turnover from contracts with customers	**1,300,181**	**1,321,764**

3) The backlog of Group's construction contracts amounts to 4,059 million euro on 31.12.2024 (see Note 43.2). The predicted execution course of the construction backlog (contracts with customers) is analyzed as follows: (a) Euro 1,504 million in 2025, and b) Euro 2,555 million for the following period until 2029.

4) The turnover breakdown for the period by country and by operating segment is presented below:

(Amounts in thousands Euro, unless otherwise stated)

	GROUP			
	1.1-31.12.2024			
	Greece	Balkans	Other regions	Total
Revenue of Construction Segment	1,238,768	35,925	296	1,274,989
Revenue of Industry Segment	8,884	67	15,345	24,296
Revenue of Holding and other presented operating segments	896	0	0	896
Total	**1,248,548**	**35,992**	**15,641**	**1,300,181**

	GROUP			
	1.1-31.12.2023			
	Greece	Balkans	Other regions	Total
Revenue of Construction Segment	1,249,536	51,214	378	1,301,128
Revenue of Industry Segment	4,698	20	15,918	20,636
Total	**1,254,234**	**51,234**	**16,296**	**1,321,764**

The Other regions refer to sales to customers which are located outside Greece and Balkans.

32 COST OF SALES – ADMINISTRATIVE AND DISTRIBUTION EXPENSES– RESEARCH AND DEVELOPMENT EXPENSES

The cost of sales of the financial years 2024 and 2023 in the accompanying financial statements is analyzed as follows:

	GROUP		COMPANY	
	1.1-31.12.2024	1.1-31.12.2023	1.1-31.12.2024	1.1-31.12.2023
Inventory cost-construction materials	406,245	565,567	398,068	557,727
Employee remuneration	109,546	85,751	105,724	81,670
Fees and expenses of third parties	525,404	406,095	504,960	392,776
Other third-party expenses	4,594	8,226	3,463	7,347
Leases	26,123	32,202	26,069	31,649
Insurance costs	8,217	9,074	6,360	7,247
Repairs-Maintenance expenses	8,803	8,410	8,609	8,166
Taxes-duties	4,328	2,315	4,261	2,289
Promotion and advertising expenses	303	0	295	0
Transportation and travel expenses	20,500	28,340	19,563	27,902

(Amounts in thousands Euro, unless otherwise stated)

	GROUP		COMPANY	
	1.1-31.12.2024	**1.1-31.12.2023**	**1.1-31.12.2024**	**1.1-31.12.2023**
Provisions/ (Reversal of provisions)	1,172	(219)	1,391	(101)
Depreciation	21,369	16,381	16,978	13,767
Commissions and other financial expenses	14,141	11,849	14,069	11,790
Other	6,584	5,036	6,353	4,960
Total	**1,157,329**	**1,179,027**	**1,116,163**	**1,147,189**

The “Leases” account includes lease expenses that do not meet the recognition criteria under IFRS 16; these expenses are recognized in the Statement of Comprehensive Income.

The administrative and distribution expenses for the years 2024 and 2023, in the attached financial statements, are analyzed as follows:

	GROUP		COMPANY	
	1.1-31.12.2024	**1.1-31.12.2023**	**1.1-31.12.2024**	**1.1-31.12.2023**
Employee remuneration	6,820	4,699	3,978	2,668
Fees and expenses of third parties	6,447	8,322	5,122	6,982
Share based payments (note 29)	7,252	255	7,252	255
Remuneration of BoD	12	110	0	0
Other third-party expenses	156	822	43	691
Leases	211	225	476	390
Insurance costs	749	354	744	335
Repairs - Maintenance	202	318	171	287
Taxes - Duties	1,364	1,090	907	809
Promotion and advertising expenses	1,206	702	1,195	684
Transportation and travel expenses	2,848	2,849	958	788
Depreciation	3,311	2,400	2,928	2,035
Other	4,101	2,819	3,770	2,599
Total	**34,679**	**24,965**	**27,544**	**18,523**

The increase in the account "Share based payments" is related to the new plan of bonus shares (see detailed Note 29).

Research and Development expenses for the years 2024 and 2023 in the accompanying financial statements are analyzed as follows:

(Amounts in thousands Euro, unless otherwise stated)

	GROUP		COMPANY	
	1.1-31.12.2024	**1.1-31.12.2023**	**1.1-31.12.2024**	**1.1-31.12.2023**
Employee remuneration	35	40	0	0
Fees and expenses of third parties	1,044	806	1,024	788
Other third party expenses	0	6	0	0
Insurance Premiums	4	2	0	0
Repairs - Maintenance	5	0	0	0
Taxes - Duties	5	4	0	0
Transportation and travel expenses	19	13	3	1
Depreciation	198	179	0	0
Other	375	313	363	306
Total	**1,685**	**1,363**	**1,390**	**1,095**

33 AUDITOR'S FEES

	GROUP		COMPANY	
	1.1-31.12.2024	**1.1-31.12.2023**	**1.1-31.12.2024**	**1.1-31.12.2023**
Total	510	367	313	282

The above fees relate to all Group companies and are related to the statutory audit, tax audit and other permitted services provided by all audit firms.

34 OTHER INCOME/(EXPENSES)

Other income/ (expenses) of the financial years of 2024 and 2023 are analyzed as follows:

	GROUP		COMPANY	
	1.1-31.12.2024	**1.1-31.12.2023**	**1.1-31.12.2024**	**1.1-31.12.2023**
<u>Other income</u>				
Amortization of grants on fixed assets	158	105	0	0
Income from insurance and legal indemnities	1,767	471	805	192
Recovery of impairments of fixed, intangible assets, right of use assets and goodwill	50	10	50	10
Recovery of impairments of inventories	0	181	0	181

(Amounts in thousands Euro, unless otherwise stated)

	GROUP		COMPANY	
	1.1-31.12.2024	**1.1-31.12.2023**	**1.1-31.12.2024**	**1.1-31.12.2023**
Recovery of impairments of assets	908	1,569	897	1,569
Gains from valuation of Investment Property	218	90	218	90
Earnings from elimination of liabilities	356	88	13	82
Other revenue	2,007	1,972	4,274	1,945
Total other income	**5,464**	**4,486**	**6,257**	**4,069**
Other Expenses				
Depreciation not included in the cost	(1,741)	(1,640)	(933)	(800)
Expenses related to insurance indemnities	0	(72)	0	(72)
Foreign exchange differences on payments	(315)	(1,223)	(532)	(990)
Impairments/Write off of fixed, intangible assets, right of use assets and goodwill	(45,732)	(8,401)	(1,346)	0
Impairments/Write off of inventories	(9,203)	(17)	0	(17)
Impairments/Write off of receivables	(518)	(1,518)	(501)	(1,507)
Other provisions	0	(97)	0	(97)
Other expenses	(3,029)	(5,659)	(1,403)	(4,560)
Total other expenses	**(60,538)**	**(18,627)**	**(4,715)**	**(8,043)**
Total other income/(expenses)	**(55,074)**	**(14,141)**	**1,542**	**(3,974)**

The change in the item “Other income/(expenses)” is due to the significant impairments of the assets of the subsidiary company TERNA LEFKOLITHI S.A. (see Note 12.3), which have been recorded under the accounts "Impairments/Write-off of fixed, tangible and intangible fixed assets, right-of-use assets and goodwill" and "Impairments/Write-off of inventories" respectively.

35 GAINS/(LOSSES) FROM VALUATION OF PARTICIPATIONS AND SECURITIES – INCOME/(LOSSES) FROM PARTICIPATIONS AND OTHER EQUITY SECURITIES

35.1 Gains / (losses) from valuation of participations and securities

Gains / (losses) from the valuation of participations and securities, of the financial years 2024 and 2023, in the accompanying financial statements are analyzed as follows:

(Amounts in thousands Euro, unless otherwise stated)

	GROUP		COMPANY	
	1.1-31.12.2024	**1.1-31.12.2023**	**1.1-31.12.2024**	**1.1-31.12.2023**
Loss /reverse of loss from valuation on interest in subsidiaries (Note 12)	0	0	(34,435)	(9,562)
Loss/reverse of loss from valuation on interest in affiliated companies	0	0	0	444
Total	**0**	**0**	**(34,435)**	**(9,118)**

35.2 Income / (losses) from participations and other equity securities

Income/(losses) from participations and other equity securities, for the years 2024 and 2023 in the attached financial statements are analyzed as follows:

	GROUP		COMPANY	
	1.1-31.12.2024	**1.1-31.12.2023**	**1.1-31.12.2024**	**1.1-31.12.2023**
Dividends from participations in affiliated companies	0	0	3,455	0
Dividends from participations in joint ventures	167	0	1,666	0
Dividends from other investments	1,533	805	1,533	805
Total	**1,700**	**805**	**6,654**	**805**

In the account "Dividends from participations in affiliated companies" of the Company, the amount of 3,455 relates to a dividend from the affiliated company HERON ENERGY SA. Also, an amount of 1,499 in the Company's account "Dividends from participations in joint ventures" relates to AIGISTOS SA.

36 FINANCIAL INCOME / (EXPENSES)

Financial income / (expenses) of the financial years 2024 and 2023 are analyzed in the accompanying financial statements as follows:

	GROUP		COMPANY	
	1.1-31.12.2024	**1.1-31.12.2023**	**1.1-31.12.2024**	**1.1-31.12.2023**
Deposit interest	294	128	240	103
Loan interest	46	557	1,817	2,595
Finance income from lease contracts	256	682	256	682

(Amounts in thousands Euro, unless otherwise stated)

	GROUP		COMPANY	
	1.1-31.12.2024	1.1-31.12.2023	1.1-31.12.2024	1.1-31.12.2023
Other financial income	56	501	4	500
Total financial income	**652**	**1,868**	**2,317**	**3,880**
Interest and expenses of short-term loans	(3,184)	(1,787)	(3,159)	(1,787)
Interest and expenses of long-term loans	(6,333)	(6,285)	(6,191)	(6,253)
Finance cost from lease contracts	(3,922)	(2,344)	(3,877)	(2,322)
Commissions and Other financial expenses	(2,594)	(2,199)	(2,339)	(1,909)
Total financial expenses	**(16,033)**	**(12,615)**	**(15,566)**	**(12,271)**
Net interest income/(expenses)	**(15,381)**	**(10,747)**	**(13,249)**	**(8,391)**
Gains from derivatives financial instruments measured at fair value	933	0	933	0
Derivatives valuation results	**933**	**0**	**933**	**0**
Net financial income/(expenses)	**(14,448)**	**(10,747)**	**(12,316)**	**(8,391)**

The change in the Group's net financial income/(expenses) is attributed to an increase in financial expenses mainly due to: a) the rise in interest rates on bank borrowings, and b) the conclusion of new lease agreements.

37 PERSONNEL COST

Expenses for employee remuneration of the financial years of 2024 and 2023 are analyzed as follows:

	GROUP		COMPANY	
	1.1-31.12.2024	1.1-31.12.2023	1.1-31.12.202	1.1-31.12.2023
Wages and related employee benefits	91,257	73,905	85,386	68,234
Social security fund contributions	24,587	18,454	23,594	17,723
Provision for employee indemnities	1,634	1,014	1,524	878
Remuneration of quasi-personnel	41,752	27,127	40,593	25,969
Total	**159,230**	**120,500**	**151,097**	**112,804**

At the end of the closing period, the Group employed 3,641 people worldwide and the Company 3,596. Respectively, at the end of the previous year, the Group employed 3,297 and the Company 3,058 people worldwide.

The change in both the number of personnel and payroll expenses for the Group and the Company is linked to the increase in construction activity of the parent company TERNA S.A.

(Amounts in thousands Euro, unless otherwise stated)

38 TRANSACTIONS WITH RELATED PARTIES

The Company's and the Group's transactions with related parties for the period ending on 31.12.2024 and 31.12.2023, as well as the balances of receivables and liabilities which have derived from such transactions on 31.12.2024 and 31.12.2023 are as follows:

Sales-Purchases of goods and services

Period 31.12.2024	**GROUP**				**COMPANY**			
Related party	**Revenue**	**Purchases**	**Debit Balances**	**Credit Balances**	**Revenue**	**Purchases**	**Debit Balances**	**Credit Balances**
Parent Company	43,838	3,605	39,038	10,500	43,838	3,393	39,038	9,833
Subsidiaries	0	0	0	0	201,404	2,349	25,911	36,605
Joint Ventures	2,286	18,775	4,984	9,161	2,286	18,430	4,984	8,036
Other Related Parties	423,263	67,813	62,483	180,204	217,187	64,767	19,547	109,970

Period 31.12.2023

Year 31.12.2023	**GROUP**				**COMPANY**			
Related party	**Revenue**	**Purchases**	**Debit Balances**	**Credit Balances**	**Revenue**	**Purchases**	**Debit Balances**	**Credit Balances**
Parent Company	34,396	2,234	27,157	7,252	34,396	2,007	27,157	6,709
Subsidiaries	0	0	0	0	151,942	2,711	28,379	15,508
Other Related Parties	408,033	4,916	123,173	210,889	249,867	1,604	78,306	156,066

(Amounts in thousands Euro, unless otherwise stated)

Loans and interest

Year 31.12.2024	GROUP				COMPANY			
Related party	**Finance Revenue**	**Finance expense**	**Loans receivable**	**Loans payable**	**Finance Revenue**	**Finance expense**	**Loans receivable**	**Loans payable**
Parent Company	0	2,734	0	54,353	0	2,729	0	54,214
Subsidiaries	0	0	0	0	1,771	0	3,305	0
Other Related Parties	7	14	193	0	7	0	193	0

Period 31.12.2023

Year 31.12.2023	GROUP				COMPANY			
Related party	**Finance Revenue**	**Finance expense**	**Loans receivable**	**Loans payable**	**Finance Revenue**	**Finance expense**	**Loans receivable**	**Loans payable**
Parent Company	0	2,958	0	85,967	0	2,944	0	85,832
Subsidiaries	0	0	0	0	2,038	0	61,993	0
Other Related Parties	478	28	187	524	478	10	187	0

(Amounts in thousands Euro, unless otherwise stated)

Transactions with related parties are made on the same terms as transactions with third parties.

During the year, the Company paid for share capital increases of subsidiaries amounts 0 (31.12.2023: 3,673). It also granted loans amounting to 3,110 (31.12.2023: 4,200) to subsidiary companies and other related parties, whereas the Company collected from repayments of granted loans and from interest payments 34,181 (31.12.2023: 42,949) from the subsidiaries and other related parties. Similarly, it repaid loans and interest to the parent company GEK TERNA S.A. amounting to 34,348 (31.12.2023: 10,272). In addition, the Group received an amount of 3,454 as capital return from a related company (31.12.2023: 10,000). Finally, the Company paid the amount of €15,000 to the parent company GEK TERNA S.A. as a dividend distribution. The amounts are not included in the above tables.

Transactions and remuneration of the Board of Directors members and senior executives: The remuneration of the Board of Directors members and senior executives of the Group and Company, recognized for the periods ended on 31.12.2024 and 31.12.2023, as well as the balances of receivables and liabilities that have emerged from such transactions on 31.12.2024 and 31.12.2023 are as follows:

	GROUP		**COMPANY**	
	1.1-31.12.2024	**1.1-31.12.2023**	**1.1-31.12.2024**	**1.1-31.12.2023**
Remuneration for services rendered	4,919	3,967	4,722	3,640
Remuneration of employees	1,592	730	922	730
Remuneration for participation in Board	12	0	0	0
Share based payments (note 29)	7,252	255	7,252	255
Total	**13,776**	**4,952**	**12,896**	**4,625**
	31.12.2024	**31.12.2023**	**31.12.2024**	**31.12.2023**
Liabilities	207	12	75	12
Receivables	69	76	53	61

39 OBJECTIVES AND RISK MANAGEMENT POLICIES

The Group is exposed to multiple financial risks such as market risk (fluctuations in exchange rates, interest rates, market prices, etc.), credit risk and liquidity risk. The Group's risk management program aims to reduce the negative impact on financial results resulting from the inability to predict financial markets and fluctuations in cost and sales variables. The risk management policy is implemented by the Group's financial services.

The procedure applied is the following:

- risk assessment related to the activities and operations of the group,

(Amounts in thousands Euro, unless otherwise stated)

- design of the methodology and selection of the appropriate financial products for risk reduction and
- execution / implementation, in accordance with the procedure approved by the Management, of the risk management process.

The group's financial instruments consist mainly of bank deposits, short-term financial products of high liquidity traded on the money market, commercial debtors and creditors, loans to affiliates, equity investments, dividends payable, and lease liabilities.

39.1 FOREIGN EXCHANGE RISK

The operating currency of the parent company and the reporting currency of the Group is Euro.

Foreign exchange risk is the risk that results from the fact that the fair value of future cash flows of a financial instrument will be subject to fluctuations due to changes in exchange rates. This type of risk may arise, for the Group, from foreign exchange differences at the valuation and conversion into the Group’s currency (Euro) of financial assets, mainly financial receivables, and financial liabilities, related to transactions that are carried out in a currency other than the operating currency of the Group’s entities. The transactions mainly concern purchases of fixed assets and inventories, commercial sales, investments in financial assets, loans, as well as net investments in foreign operations.

The Group operates through branches and companies in Greece and in Balkans and thus it may be exposed to foreign exchange risk.

Regarding the construction projects in the Balkans: the contractual receivables, liabilities with basic suppliers (cement, iron products, asphalt, cobble, skids etc.) and sub-contractors are realized in euro and thus the exposure to foreign exchange risk is limited. Moreover, the Bulgarian lev (BGN) has a fixed exchange rate against the euro.

The following table presents the financial assets and liabilities in foreign currency:

	2024										
(amounts in euro)	**AED**	**ALL**	**BHD**	**IQD**	**LYD**	**MKD**	**QAR**	**RON**	**RSD**	**SAR**	**USD**
Financial assets	511	89	5,304	1	653	7	68	56	3,894	677	10,870
Financial liabilities	(380)	(225)	(295)	(21)	(2)	(8)	(875)	(186)	(250)	(142)	(56,057)
Total current assets	**131**	**(136)**	**5,009**	**(20)**	**651**	**(1)**	**(807)**	**(130)**	**3,644**	**535**	**(45,187)**
Financial assets	11	0	3	10	0	0	10	2	0	0	0
Financial liabilities	0	0	0	0	0	0	0	0	0	0	0
Total non-current assets	**11**	**0**	**3**	**10**	**0**	**0**	**10**	**2**	**0**	**0**	**0**

(Amounts in thousands Euro, unless otherwise stated)

	2023										
(amounts in euro)	**AED**	**ALL**	**BHD**	**IQD**	**LYD**	**MKD**	**QAR**	**RON**	**RSD**	**SAR**	**USD**
Financial assets	206	79	7,084	0	632	8	105	81	6,100	1,839	1,553
Financial liabilities	(76)	(217)	(314)	(29)	(2)	0	(1,025)	(191)	(4,456)	(691)	(1,386)
Total current assets	**130**	**(138)**	**6,770**	**(29)**	**630**	**8**	**(920)**	**(110)**	**1,644**	**1,148**	**167**
Financial assets	27	0	12	0	9	0	0	9	4	0	0
Financial liabilities	0	0	(321)	0	0	0	0	0	0	0	0
Total non-current assets	**27**	**0**	**(309)**	**0**	**9**	**0**	**0**	**9**	**4**	**0**	**0**

The following table presents the sensitivity of Net Earnings as well as Other comprehensive income of the year to fluctuations of exchange rates through their effect on financial assets and liabilities. For BGN currency we did not examine the sensitivity as it maintains a stable exchange rate against euro. For all other currencies, we examined the sensitivity at a change of +/- 10%.

The table presents the effects of the +10% change. The effects of the -10% change are represented by the opposite presented sign.

	2024										
	AED	**ALL**	**BHD**	**IQD**	**LYD**	**MKD**	**QAR**	**RON**	**RSD**	**SAR**	**USD**
Effect on Net earnings	-	0	0	0	0	0	(0)	0	0	0	(3,431)
Effect on other comprehensive income	(28)	(14)	533	(112)	65	0	(80)	(13)	694	53	0

	2023										
	AED	**ALL**	**BHD**	**IQD**	**LYD**	**MKD**	**QAR**	**RON**	**RSD**	**SAR**	**USD**
Effect on Net earnings	(4)	0	0	0	0	0	0	0	0	0	112
Effect on other comprehensive income	7	(14)	628	(91)	63	1	(123)	(11)	164	170	0

To manage this category of risk, the Group’s Management and financial department makes sure that the largest possible part of receivables (revenues) and liabilities (expenses) are realized in euro or in currencies pegged to the euro (i.e. the Bulgarian lev BGN) or in the same currency in order to be matched against each other.

(Amounts in thousands Euro, unless otherwise stated)

39.2 INTEREST RATE RISK SENSITIVITY ANALYSIS

The policy of the Group is to minimize its exposure to the interest rate risk of long-term financing. On 31.12.2024, 100% of the Group's total bank debt carries floating interest rate (stable spread).

The following table presents the sensitivity of Net earnings for the period towards a reasonable change in interest rates of receivables and liabilities amounting to +/-20% (2023: +/-20%) on the variable part of the interest rate (i.e. Euribor 6M). The changes in interest rates are estimated to be normal in relation to current market conditions.

	2024		2023	
	20%	-20%	20%	-20%
Net earnings after income tax (from interest bearing liabilities)	(718)	718	(440)	440
Net earnings after income tax (from interest earning assets)	1,154	(1,154)	1,257	(1,257)

The Group is not exposed to other interest rate risks or variation of securities' prices the price of which is traded on a financial market.

39.3 CREDIT RISK

The credit risk exposure of the Group is limited to financial assets, which are as follows:

	31.12.2024	31.12.2023
Receivables from derivatives	933	0
Cash and cash equivalents	314,435	240,670
Loans and receivables	699,903	715,533
Total	**1,015,271**	**956,203**

The Group continuously monitors its receivables, either separately or per group and encompasses any differences in its credit risk. In cases that is deemed necessary external reports related to current or potential customers are used.

The Group is not exposed to significant credit risk from customers' receivables. This is attributed to the fact that one the hand to the Group's policy which is focused on the cooperation with reliable clients and on the other to the activities' nature of the Group.

In particular, the whole amount of receivables, whether related to the narrow or the broader public segment or clients with significant financial position in Greece and abroad, are under special monitoring and the Management constantly assesses the reliability of its customers, the size of each of them, regardless of whether they are a broader public or private entity, for possible implications, in order to take the necessary measures to minimize any implications for the Group.

(Amounts in thousands Euro, unless otherwise stated)

The credit risk for the cash and the other receivables is considered limited given that the counterparties are reliable banks with high quality capital structure, the Greek State or the broader public sector and powerful business Groups.

The Management assumes that the aforementioned financial assets for which necessary impairment is calculated are of high credit quality.

39.4 LIQUIDITY RISK

The Group manages its liquidity needs by closely monitoring its debt, long-term financial liabilities and the daily payments. The liquidity needs are monitored in different time-zones, daily and weekly as well as in a rolling 30-day period. The liquidity needs for the coming 6 months and the coming year are estimated on a monthly basis.

The Group maintains cash and deposits in banks in order to cover its liquidity needs for periods up to 30 days. The capital for long-term liquidity needs is disbursed from time-deposits of the Group. The maturity of financial liabilities on the 31st of December 2024 is analyzed as follows:

	0 to 12 months	1 to 5 years	Over 5 years	Total
Long-term borrowing	6,324	60,605	42,528	109,457
Liabilities from leases	16,391	49,214	7,922	73,527
Other long-term financial liabilities	0	5,438	0	5,438
Short-term borrowing	86,127	0	0	86,127
Suppliers	373,553	0	0	373,553
Accrued and other short-term financial liabilities	65,517	0	0	65,517
Total	**547,912**	**115,257**	**50,450**	**713,619**

The respective maturity of financial liabilities for 31st December 2023 was as follows:

	0 to 12 months	1 to 5 years	Over 5 years	Total
Long-term borrowing	14,063	77,822	50,208	142,093
Liabilities from leases	11,362	36,525	10,448	58,335
Short-term borrowing	38,571	0	0	38,571
Suppliers	304,252	0	0	304,252
Accrued and other short-term financial liabilities	44,981	0	0	44,981
Total	**413,229**	**114,347**	**60,656**	**588,232**

The above contractual maturities reflect the gross cash flows, which may differ from the book values of liabilities at the date of the Statement of Financial Position.

(Amounts in thousands Euro, unless otherwise stated)

39.5 OTHER RISKS AND UNCERTAINTIES

Given the new circumstances shaped by geopolitical changes, the contradictory decisions of the U.S. on major issues (Ukraine, Middle East, equipment) and inflationary pressures and considering that the Group has no activities in Russia, Ukraine and the Middle East, the Group's outlook and prospects remains positive in the medium and long term. The reasons are: a) The retained investment-grade rating - even without a full upgrade by a specific rating agency regarding the creditworthiness of the Greek economy, which translates into increased inflows of investment capital with more favorable borrowing terms required for investments, and b) the significant signed and pending construction contracts to be executed.

40 FINANCIAL ASSETS AND FINANCIAL LIABILITIES: PRESENTATION

The financial assets as well as the financial liabilities of the Group per categories have as follows:

	31.12.2024			
Financial Assets	**Amortized cost**	**Fair value through profit or loss**	**Fair value through other comprehensive income**	**Total**
Listed shares and Mutual funds	0	9,881	0	**9,881**
Investments in securities	0	0	37,897	**37,897**
Other long-term receivables	9,110	0	0	**9,110**
Receivables from derivatives	0	933		**933**
Trade and other receivables	690,793	0	0	**690,793**
Cash and cash equivalents	314,435	0	0	**314,435**
Total	**1,014,338**	**10,814**	**37,897**	**1,063,049**

	31.12.2023			
Financial Assets	**Amortized cost**	**Fair value through profit or loss**	**Fair value through other comprehensive income**	**Total**
Listed shares and Mutual funds	0	10,000	0	**10,000**
Investments in securities	0	0	29,571	**29,571**
Other long-term receivables	8,513	0	0	**8,513**
Trade and other receivables	707,020	0	0	**707,020**
Cash and cash equivalents	240,670	0	0	**240,670**
Total	**956,203**	**10,000**	**29,571**	**995,774**

(Amounts in thousands Euro, unless otherwise stated)

	31.12.2024			
Financial Liabilities	**Amortized cost**	**Fair value through profit or loss**	**Fair value through other comprehensive income**	**Total**
Long-term borrowing	109,457	0	0	**109,457**
Other long-term liabilities	5,438	0	0	**5,438**
Trade and other receivables	439,070	0	0	**439,070**
Short-term borrowing	86,127	0	0	**86,127**
Liabilities from leases	73,527	0	0	**73,527**
Total	**713,619**	**0**	**0**	**713,619**

	31.12.2023			
Financial Liabilities	**Amortized cost**	**Fair value through profit or loss**	**Fair value through other comprehensive income**	**Total**
Long-term borrowing	142,093	0	0	**142,093**
Trade and other receivables	349,233	0	0	**349,233**
Short-term borrowing	38,571	0	0	**38,571**
Liabilities from leases	58,335	0	0	**58,335**
Total	**588,232**	**0**	**0**	**588,232**

41 FAIR VALUE MEASUREMENT OF FINANCIAL INSTRUMENTS

Financial assets and financial liabilities measured at fair value in the Statement of Financial Position of the Group are classified under the following 3 level hierarchy in order to determine and disclose the fair value of financial instruments per valuation technique:

- **Level 1:** fair value based on quoted (unadjusted) prices in active markets for comparable assets or liabilities.
- **Level 2:** fair value using valuation models for which all inputs that significantly affect the fair value, are based (either directly or indirectly) on observable market data.
- **Level 3:** fair value based on valuation models in which the data that significantly affects the fair value, is not based on observable market data.

(Amounts in thousands Euro, unless otherwise stated)

The Group's financial assets and liabilities measured at fair value on 31.12.2024 and 31.12.2023 are classified in the aforementioned levels of hierarchy as follows:

	31.12.2024			
Financial Assets	**Level 1**	**Level 2**	**Level 3**	**Total**
Listed shares (Financial assets at fair value through results)	0	9,881	0	9,881
Investments in securities	31,328	0	6,569	37,897
Receivables from derivatives	0	933	0	933
Total	**31,328**	**10,814**	**6,569**	**48,711**
Net fair value	**31,328**	**10,814**	**6,569**	**48,711**

	31.12.2023			
Financial Assets	**Level 1**	**Level 2**	**Level 3**	**Total**
Listed shares (Financial assets at fair value through results)	0	10,000	0	10,000
Investments in securities	22,309	0	7,262	29,571
Total	**22,309**	**10,000**	**7,262**	**39,571**
Net fair value	**22,309**	**10,000**	**7,262**	**39,571**

There were no changes in valuation technique applied by the Group within the period. There were no amount transfers between Levels 1 and 2 during the period ended as at 31.12.2024 and within financial year 2023.

Fair value measurement of Level 3 financial instruments

The changes in the Group's financial instruments classified in Level 3 during the year ended as at 31.12.2024 and within financial year 2023 are as follows:

	1.1-31.12.2024	**1.1-31.12.2023**
	Investments in securities	**Investments in securities**
Opening balance	**7,262**	**7,012**
Additions	46	0
Profit /(loss) in Other Comprehensive Income	(739)	250
Closing balance	**6,569**	**7,262**

Assets of level 3 are related to investments in companies with participation less than 20% (Note 19). These investments are analyzed as follows:

(Amounts in thousands Euro, unless otherwise stated)

	Fair value of fin. instruments 31.12.2024	Fair value of fin. instruments 31.12.2023	Fair value calculation method	Other Information
ILIOHORA SA	4,047	3,204	Equity method at fair values	Fair value of equity on 31.12.2024/31.12.2023
ICON EOOD	2,461	4,043	Equity method at fair values	Fair value of equity on 31.12.2024/31.12.2023
Other investments	61	15	Equity method at fair values	Fair value of equity on 31.12.2024/31.12.2023
Total	**6,569**	**7,262**		

Level 2 financial assets refer mainly to listed shares.

The book values of the following financial assets and liabilities approximate their fair value because of their short-term nature:

- Trade and other receivables
- Cash available
- Suppliers and other liabilities

42 POLICIES AND PROCEDURES FOR CAPITAL MANAGEMENT

The objectives of TERNA Group regarding the management of its capital are as follows:

- To ensure the ability of the Group to continue its activity (going-concern) and
- To secure a satisfactory capital structure and return for its shareholders.

The Group defines the level of capital in proportion to the risk of its activities, it monitors the developments of the economic environment and their effect on the risk characteristics and it manages the capital structure (relation of debt to equity) with the adjustment of the amount and maturity of debt, the issue of new shares or the return of capital to shareholders with the adjustment of the dividend and the sale of individual or a group of assets.

For this purpose, the Group monitors the capital on the basis of financial leverage ratio which is defined as: Adjusted Net Debt/Adjusted Equity. As “Adjusted Net Debt” is defined as the sum of Loan liabilities, Bank lease liabilities minus cash and cash equivalents as they are presented in Statement of Financial Position. As “Adjusted Equity” is defined as Equity plus Grants.

The ratio at the end of 2024 and 2023 was as follows:

(Amounts in thousands Euro, unless otherwise stated)

	2024	2023
Interest bearing debt	254,308	225,227
Minus:		
Cash and Cash equivalents	(314,435)	(240,670)
Adjusted Net Debt	**(60,127)**	**(15,443)**
Equity	310,005	266,199
Grants	3,500	3,213
Adjusted Equity	**313,505**	**269,412**
Leverage ratio	**(19.18)%**	**(5.73)%**

43 CONTINGENT LIABILITIES AND ASSETS

43.1 Tax unaudited years

The tax obligations of the Group are not definitive as there are unaudited tax years, which are analyzed in Note 5 of the Financial Statements for the period ended as at 31.12.2024.

For the unaudited tax years it is possible that additional taxes and surcharges can be imposed at the time when they are examined and finalized. The Group makes an annual estimate of the contingent liabilities that are expected to arise from the tax audit of past years, making relevant provisions were deemed necessary. The Group has made provision for unaudited tax years of 2,250 (31.12.2023: 2,250). The Management considers that in addition to the provisions made, any tax amounts that may arise will not have a material impact on equity, profit or loss and cash flows of the Group and the Company.

Pursuant to the relevant tax provisions of: a) paragraph 1 of article 84 of Law 2238/1994 (unaudited income tax cases), b) paragraph 1 of article 57 of Law 2859/2000 (unaudited VAT cases) and c) par. 5 of article 9 of Law 2523/1997 (imposition of fines for income tax cases), the State's right to impose the respective taxation for the years up to and including 2018 has time elapsed until 31.12.2024, with the reservation of special or exceptional provisions that may provide for a longer lapse period and under the conditions specified by such provisions.

In addition to the above, in the absence of a statute of limitations and lapse in the Code of Laws on Stamp Duties, the relevant claim of the State for imposition of stamp duties is subject to the twenty-year statute of limitations and lapse in accordance with the article 249 of the Civil Code for cases created up to the fiscal year 2013. From 01.01.2014 and after the entry into force of Law 4174/2013, the statute of limitations and lapse for the imposition of stamp duty is limited to 5 years, given that the procedures for imposing and collecting the stamp duty are now part of the provisions of Tax Procedures Code.

Tax Compliance Certificate

For the fiscal years 2011 to 2016, the Group companies that were subject to the mandatory special tax audit, in accordance with the provisions of paragraph 5 of article 82 of Law 2238/1994 and article 65A paragraph 1 of Law 4174/2013, received the Tax Certificate without any material differences. From the fiscal year 2017 onwards, the application of the special tax audit and the issuance of the Tax Certificate is optional. The Group's Management decided to include the parent company as well as a specific subsidiaries in this optional audit. In this context, a tax compliance certificate for the fiscal years 2016 and 2017 was not received by the parent company and the Greek subsidiaries while for the fiscal years 2018 until 2023, the parent company and most of the Group's companies operating in Greece received the Tax Compliance Certificate.

The special audit for the issuance of the Tax Compliance Certificate for the year 2024 for the Group's companies operating in Greece is in progress and the relative tax certificates are expected to be issued after the publication of the financial statements of 31.12.2024. At the end of the tax audit, Management does not expect significant tax liabilities to incur other than those recorded and reflected in the Group's and Company's financial statements.

It should be noted that, according to the issues mentioned in the Circular 1192/2017, the right of the State for a tax charge up to and including the year 2018 has lapsed unless the specific provisions on 10-year, 15-year and 20-year limitation periods apply.

43.2 Commitments from construction contracts

The backlog of the construction contracts of the Group on 31.12.2024 amounts to 4,059 million euros (31.12.2023: 2,506 million euros). Under these commitments, the Group has issued letters of guarantee totaling 1,059 million euros (31.12.2023: 1,096 million euros).

43.3 Litigations

The Company and its consolidated companies are involved (in their capacity as defendant and plaintiff) in various court cases in the context of their normal operation. In particular, in the case of legal proceedings against the Group for accidents at work that occurred during the execution of construction works, it is noted that the Group is insured against accidents at work and, therefore, no significant burden is expected to arise from the potentially adverse outcome of such court cases.

The Group makes provisions in the financial statements for outstanding legal cases when it is probable that an outflow of resources will be required to settle the obligation and that the amount can be estimated reliably. In this context, the Group has recognized as of 31.12.2024 provisions of 5,087 (31.12.2023: 5,284) for litigations (see Note 24).

The Management, as well as legal consultants, consider that outstanding cases are expected to be settled without significant adverse effects on the consolidated financial position of the Group or the Company or the results of their operation apart from the provision already made for litigations.

Client claims against Joint Venture "SIEMENS A.G. - AKTOR S.A. - TERNA S.A." in which the Group participates, and the counterpart claim of the Joint Venture

On 29.12.2015, the Hellenic Railways Organization ("OSE") filed a litigation to the Piraeus Court of Appeal against the joint venture under the title SIEMENS A.G. - AKTOR S.A. - TERNA S.A., whose member is TERNA S.A.

The legal dispute arose from the project *"Renovation of a railway line and manufacture of signaling electrification, - telecommunication in the part of Piraeus - Athens - Three bridges - SKA - Acharnes / Three bridges - Ano Liossia (connection to SKA – Korinthos High Speed Railway Line)"*, whose contractor was the aforementioned joint venture, following the decision made by OSE on the final cessation of operations and termination of no. 994/2005 project implementation agreement.

OSE demands that the joint venture should pay the amount of 22,062 plus interest as from 05.12.2014, otherwise from 31.12.2015, as unduly paid, on the ground that this amount does not correspond to a contractual benefit that OSE received from the joint venture. In particular, based on the aforementioned litigation, this amount constitutes a deviation, on the one hand between the work invoiced by the joint venture SIEMENS A.G. - AKTOR S.A. - TERNA S.A. and paid by OSE to the joint venture, and, on the other hand, the revised (by OSE) final measurement of the conducted work and the project.

In addition, a payment of Euro 624 plus interest is requested as from 01.09.2011, otherwise from 31.12.2015, which corresponds to the unamortized part of the prepayment that had been paid to the joint venture contractor of the project, in the context of its implementation.

The hearing of the case had been initially scheduled for 21.09.2017, however, after cancellations and postponements, was rescheduled for 05.12.2019, when it was also cancelled. It has already been rescheduled for hearing on 18.03.2021 and was postponed for the hearing of 17.03.2022 which was also postponed for the new hearing date which is expected on 19.10.2023, where it was canceled. Subsequently, the Joint Venture filed a motion for the designation of a new hearing date before the Court of Appeals of Piraeus, which has now been set for May 8, 2025.

At a stage prior to the aforementioned OSE litigation, the joint venture contractor of the project and the companies participating in it, as of 30.03.2012 have filed an appeal against OSE and against the final measurement of the project so that it should be revised. This appeal, initially rejected by the Piraeus Court of Appeal for formal reasons, was again referred to the five-member Piraeus Court of Appeal under no. 1038/2017 decision of the Supreme Court published on 16.06.2017. The above appeal was heard, after being postponed, on 17.01.2019 and the decision no. 330/2020 was issued which refers to hearing the said appeal at the Piraeus Court of Appeal in a three-member court panel.

Following the above, the Consortium (Joint Venture) filed a relevant summons for determination of a hearing date before the Piraeus Court of Appeal under a three-member composition and a hearing was set for 17.03.2022, where it was discussed and the decision No. 346/2022 was issued, which according to its mandate accepts partially the above appeal and cancels: a) the presumed implicit rejection by the Minister of Transport and Networks as of the 27.11.2011 application for treatment of the applicants against the decision 4766/25.08.2011 of the Board of Directors of the defendant – O.S.E. S.A., by which their applicants' objection from 30.06.2011 and with protocol number OSE - DIPAR 1845763 was rejected, b) the above decision of the Board of Directors of O.S.E. S.A. 4766/25.08.2011, by which the objection of the applicants dated 30.06.2011 and with protocol number OSE - DIPAR 1845763 was rejected, and c) the act with protocol number 1845244/16.06.2011 of the Managing Service of the project entitled *"Railway Renovation and Construction of Electrical Motion – Signaling – Remote Control – in the Section Piraeus – Athens – Treis Gefyres – SKA Acharnes / Treis Gefyres – Ano Liosia – Connection with S.Y.T. SKA – Korinthos"*, which corrected the Final Measurement of this from 20.04.2011, as regards: a) the reduction of the contractually determined works performed, which also include those of articles 1NT/2, 1NT/9, 1NT /10, 1NT/16, 1NT/20, 1NT/21, 1NT/24, 1NT25/1, 1NT25/5, 1NT25/6, 1NT25/7, 1NT25/12 and 1NT25/15, b) in the materials on site and c) in the new works of articles 2NT/1, 2NT/18, 2NT/32, 2NT/33, 2NT/34, 2NT/35, 2NT/36 and 2NT/37, in order to accept the

Final Measurement, as submitted by the contracting consortium towards OSE S.A., with regard to the above (a) contractually determined works that were performed and curtailed, which also include those of articles 1NT/2, 1NT/9, 1NT/10, 1NT/16, 1NT/20, 1NT/21, 1NT/24, 1NT25/1, 1NT25/5, 1NT25/6, 1NT25/7, 1NT25/12 and 1NT25/15, b) materials on site and c) new works of articles 2NT/1, 2NT/ 18, 2NT/32, 2NT/33, 2NT/34, 2NT/35 2NT/36 and 2NT/37.

Following the above decision of the Court, the contractor submitted to OSE S.A. a document with the subject: "Submission of the 67th Certification of Completed Works" for the project. With the letter numbered 9034826/31.08.2022 of the Managing Service Dept., the alleged "67th Certification" was returned with the reasons mentioned therein. Against the above-mentioned act under the number 9034826/31.08.2022 of the Managing Service Dept., the contractor legally filed its objection dated 15.09.2022. Also, the Contractor similarly requested in a relevant letter the return of the letters of guarantee of good performance and advance payment. With its letter numbered 9034926/31.08.2022, the Managing Service Dept. responded negatively to the return of the guarantees, with the reasons mentioned therein. Against the above-mentioned act No. 9034926/31.08.2022 of the Managing Service Dept., the Contractor legally filed its objection dated 15.09.2022. The Managing Service Dept. forwarded its suggestions on the objections, from 16.09.2022, of the contractor against the letters of the Managing Service Dept. where the 67th invoice was returned, and also against the non-return of the guarantee letters of the project respectively, on time, to the competent "Technical Council for Construction Projects and Studies of Supervised Bodies" of the General Secretariat of Infrastructure of the Ministry of Infrastructure and Transport, in order to issue its opinion before the issuance of a Decision by the competent ruling Body on the objections, in accordance with article 174 of Law 4412/16, as amended by article 87 of Law 4782/21.

On 09.12.2022 the Minister of Infrastructure and Transport (as the competent ruling body) with the decision numbered 395361, partially accepts the Contractor's objection as of 16.09.2022 against the letter numbered 9034826/31.08.2022 of the Managing Service Dept., with which the 67th Account of the project was returned. In view of the above, ultimately the Managing Service without delay and in full compliance with the final court decision number 346/2022 of the Piraeus Court of Appeal should:

a) draw up and competently submit for approval, a Protocol for the Regulation of Unit Prices for New Works, which will be approved as soon as possible by the Supervisory Authority.

b) carry out the redrafting and approval of the analytical measurements (to the extent required due to compliance with the final court decision), as well as the final measurement.

c) draw up and submit for approval, a Summary Table of Works for the subsequent liquidation of the contractor consideration, which will be approved as soon as possible by the Supervisory Authority.

Appropriate actions should also be taken for the temporary and final acceptance of the project, according to the above rationale.

Also, on 09.12.2022 the Minister of Infrastructure and Transport with the decision number 395306, accepts the objection from 16.09.2022 of the Contractor Joint Venture against the letter numbered 9034926/31.08.2022 of the Managing Service Dept., by virtue of which the project's letters of guarantee are not returned and articulates the following view: "….As it can be observed from the elements and data of the project's file, the amount recognized by the Managing Service Dept. as being payable to the contractor, according to the corrected Final Measurement, exceeds the amount of the letters of guarantee and therefore they should be returned, since there is no reason to continue withholding the letters of guarantee and furthermore since this is not deemed necessary in order to safeguard the interests of the project owner. At the same time the return of the letters is also in accordance with the final and immediately enforceable decision under number 346/2022 of the Piraeus Court of Appeal".

It is noted that: a) the contractor joint venture, with regard to its requests which were rejected as indefinite according to the decision under no. 346/2022 of the Piraeus Court of Appeal, filed an appeal from 13.09.2022 before the Piraeus Court of Appeal where a trial date of was set for 15.02.2024, which it was postponed for 20.03.2025 but was ultimately canceled and b) OSE S.A. filed an appeal in the country's Supreme Court against the decision under no. 346/2022 of the Piraeus Court of Appeal. The contractor joint venture scheduled the aforementioned annulment application for a trial date on 01.12.2025.

There were processes and contacts among the parties following the aforementioned decisions of the Minister of Infrastructure and Transport, which due to the tragic train accident in Tempi were suspended.

In addition, we note that on 07.03.2024 two (2) appeals of OSE S.A. were presented to the contracting consortium before the Administrative Court of Appeal of Piraeus against the respective decisions of the Minister of Infrastructure and Transport (as mentioned above). The hearing of the above has been postponed to 09.10.2024. The contractor joint venture filed and served, respectively, the supplementary interventions dated 27.09.2024, in favor of maintaining the validity of the aforementioned decisions of the Minister of Infrastructure and Transport, the hearing of which has been scheduled for 11.06.2025.

Legal arbitration against the owner of the Casino Mediterranean City of Dreams construction project

In the second half of 2024, the construction Joint Venture CYPRUS AVAX S.A.–TERNA S.A., which had undertaken the construction of the Casino Mediterranean City of Dreams, initiated arbitration proceedings against the project owner, ICR Cyprus, through the LCIA (London Court of International Arbitration).

The Joint Venture is raising claims against ICR regarding damages incurred due to numerous design changes during the construction phase, which stemmed from inadequate project design on the part of the project owner.

The above resulted in a significant delay in the completion of the project and a consequent increase in costs, due both to the extension of the construction period and to price escalations in materials and project costs, as a result of the energy crisis and the conflicts in Ukraine and Gaza.

The hearing of the current arbitration is scheduled to commence on June 15, 2026, while the overall arbitration process is estimated to be completed within ten (10) weeks.

Following the initial assessment by the legal advisors and the project's supervising engineers, the Management of the Joint Venture believes that the majority of its claims have reasonable prospects of success. However, given the complex nature of the arbitration process and the nature of the claims, at this point in time, it is not possible to provide a reliable estimate regarding the final outcome of the related legal claims.

44 EVENTS AFTER THE REPORTING DATE OF THE STATEMENT OF FINANCIAL POSITION

The following significant events took place as from 01.01.2025 until the date of approval of the accompanying financial statements:

- On 14.01.2025, TERNA S.A. was declared the Temporary Contractor for the project "STUDY, CIVIL ENGINEERING WORKS, SUPPLY (EXCEPT PV PANELS), TRANSPORTATION, INSTALLATION AND OPERATION OF A 125 MW SECTION AT THE 'MEGALOPOLI MINE' (SECTION C), IN THE MUNICIPALITY OF MEGALOPOLIS, PELOPONNESE REGION, OF A NEW PHOTOVOLTAIC (PV) STATION, WITH A TOTAL CAPACITY OF 490 MW, AT THE 'MEGALOPOLI MINE' SITE AND ITS CONNECTION TO THE NEW OUTDOOR TYPE SUBSTATION (SS) 150/33KV 'NEW CHOREMI SS' WITH THE ADDITION OF TWO (2) 150/33/33KV TRANSFORMER TOWERS AND THE REQUIRED CONNECTION WORKS TO THE EXISTING MEGALOPOLI HVSS with number/title PR110000001764", amounting to 54.4 mn euros.
- On 23.01.2025, TERNA S.A. was declared the Temporary Contractor for the project *"URGENT WORKS FOR THE RESTORATION OF INFRASTRUCTURE DAMAGES DUE TO SEVERE WEATHER EVENTS 'DANIEL' AND 'ELIAS' IN THE MUNICIPALITIES OF: ARGITHEA, LAKE PLASTIRA, METEORA, AND PYLI",* amounting to 205 mn euros.
- On 23.01.2025, TERNA S.A. was declared the Temporary Contractor for the project *"URGENT WORKS FOR THE RESTORATION OF INFRASTRUCTURE DAMAGES DUE TO SEVERE WEATHER EVENTS 'DANIEL' AND 'ELIAS' IN THE MUNICIPALITIES OF: ZAGORA – MOURESI, SOUTH PELION, VOLOS, AND RIGAS FERAIOS",* amounting to 213.1 mn euros.
- On 29.01.2025, TERNA S.A. - AKTOR S.A. - EGNATIA TOLL JV was established, in which TERNA S.A. participates with a 50% stake, with the business activity of providing operation and support services for the toll stations of EGNATIA ODOS S.A.
- On 31.01.2025, TERNA S.A. was declared the Temporary Contractor for the project "CONSTRUCTION OF A NEW SINGLE RAILWAY LINE IN THE SECTION NEA KARVALI - TOXOTES_A.D. 3506", amounting to 140.6 mn euros.
- On 10.02.2025, the Union of Companies TERNA S.A. – METKA S.A., in which TERNA S.A. participates with a 50% stake, was declared the Temporary Contractor for the project "INFORMATION SYSTEM FOR THE DELIMITATION OF WATERCOURSES", amounting to 61.6 mn euros.
- On 24.03.2025, the Union of Companies TERNA S.A. – INTRAKAT S.A., in which TERNA participates with a 50% stake, was declared the Temporary Contractor for the project "ENGINEERING, PROCUREMENT & INSTALLATION OF PV PARKS PROJECT - INQUIRY No: 01/24 IN THE LOCATION OF THE MUNICIPALITY OF KOZANI", amounting to 214.3 mn euros.
- On 24.03.2025, the Union of Companies TERNA S.A. – INTRAKAT S.A., in which TERNA participates with a 50% stake, was declared the Temporary Contractor for the project "ENGINEERING, PROCUREMENT & INSTALLATION OF PV PARKS PROJECT - INQUIRY No: 01/24 IN THE LOCATION OF THE MUNICIPALITIES OF FARSALA-LARISSA", amounting to 47 mn euros.

- On 04.04.2025, the JV TERNA S.A. – REDEX S.A., in which TERNA S.A. participates with a 50% stake, signed a contract for the project *"DESIGN AND CONSTRUCTION FOR THE MULTI-STOREY CAR PARK (MSP) AND NORTH-WEST APRON (NWA)", amounting* to 244.5 mn euros.

45 APPROVAL OF FINANCIAL STATEMENTS

The separate and consolidated Financial Statements for the year ended 31.12.2024 were approved by the Board of Directors of TERNA S.A. on 20th May 2025.

THE CHAIRMAN OF THE BoD	THE DEPUTY CHIEF EXECUTIVE OFFICER
GEORGIOS PERDIKARIS	ALEXANDROS MICHAILIDIS
THE CHIEF FINANCIAL OFFICER	THE DIRECTOR OF ACCOUNTING DEPARTMENT
PANAGIOTIS KAZANTZIS	ANASTASIA GKAMARI