



# YACHT LIFT MALTA P.L.C.

## COMPANY ANNOUNCEMENT

REF: 27/2021

Company Announcement issued by Yacht Lift Malta p.l.c. (C-78281) of 129-130, Ta' Xbiex Seafront, Ta' Xbiex, hereinafter referred to as the "Company", in terms of the Prospect MTF Rules of the Malta Stock Exchange, regulating the Prospects Market, the market regulated as a multilateral trading facility operated by the Malta Stock Exchange.

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### ERRATA CORRIGE

#### Board of Directors Meeting and Annual General Meeting Results

##### QUOTE

The Company makes reference to the announcement 24/2021 issued by the Company on the 6<sup>th</sup> of March 2021 and wishes to draw to the attention of the public and its stakeholders that the Consolidated Audited Financial Statements of the Company have been revised slightly in fulfilment of rule 4.01.04 of the Prospects MTF Rules and updated to include the statement of the extent of ongoing compliance with the corporate governance standards in the Company's consolidated financials, as required in the Prospects MTF Rules.

Copies of the updated Consolidated Audited Financial Statements for the financial year ended 30 September 2020 are attached to this announcement and are also available for viewing and download on the following link on the Company's website: <https://www.yachtliftmalta.com/investors-information>

All other matters of the company announcement 24/2021 remain unchanged.

##### UNQUOTE

Dr. Katia Cachia  
Company Secretary

9<sup>th</sup> March 2021

YACHT LIFT MALTA P.L.C.  
(GROUP ACCOUNTS)

ANNUAL REPORT AND CONSOLIDATED  
FINANCIAL STATEMENTS

For the year ended 30 September 2020

## YACHT LIFT MALTA P.L.C. – CONSOLIDATED ACCOUNTS

### Holding Company Information

|                           |   |
|---------------------------|---|
| <b>Directors:</b>         | Mr Giuseppe Farrugia<br>Mr Ivan Fsadni<br>Capt Daniel Gatt<br>Dr Stefan Sant              |
| <b>Secretaries:</b>       | Ms Katia Cachia (appointed on 18 March 2020)<br>Mr David Wain (resigned on 18 March 2020) |
| <b>Company number:</b>    | C 78281   |
| <b>Registered office:</b> | 129-130<br>Ta Xbiex Seafront<br>Ta Xbiex XBX 1028   |
| <b>Auditors:</b>          | KSi Malta<br>6, Villa Gauci<br>Mdina Road<br>Balzan BZN 9031                              |
| <b>Banker :</b>           | Bank of Valletta PLC<br>Triq Gorg Borg Olivier<br>Mellieha                                |

# YACHT LIFT MALTA P.L.C. – CONSOLIDATED ACCOUNTS

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**Report of the Directors**

For the year ended 30 September 2020

The directors present their report and the audited financial statements for the year ended 30 September 2020.

***Principal Activity***

Yacht Lift Malta P.L.C. (the 'Company') together with its subsidiaries, are involved in the services relating to the yachting industry. The primary objective of the Parent Company is to act as a finance and investment company while the subsidiary company primary objective is to provide services relating to the shipping industry.

***Review of Business***

During the year under review the Group registered a loss before tax of € 519,246. The Company issued € 2,000,000 5.5% secured callable Bonds having a nominal value of €100 each. These funds were used to finance the purchase and installation of a floating dry dock platform known as 'Yacht Lift' situation at Marina Di Valletta Pieta.

During the next financial year, the Group's intention is to finish the project of the floating dry dock platform and start trading.

Due to the Covid19 outbreak, the Group is closely monitoring the possible impact on its operations and financial performance. In fact, during the year the directors took the BOV Malta Development Bank COVID-19 Assist scheme to ensure that the Group has sufficient liquidity to honour its commitments towards its bondholders.

***Dividends and Reserves***

The directors do not recommend the payment of a dividend.

***Financial Risk Management***

The Group's activities potentially expose it to a variety of financial risks: liquidity risk and credit risk. The Group's overall risk management focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance. The Board provides principles for overall risk management, as well as policies covering risks referred to above and specific areas such as investment of excess liquidity. The Group did not make use of derivative financial instruments to hedge certain risk exposures during the current and preceding financial years.

(a) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities and the ability to close out market positions.

(b) Credit risk

The Group has no significant concentrations of credit risk. It has policies in place to ensure that services are made to customers with an appropriate credit history.

(c) Liquidity risk

The Group is exposed to liquidity risk in relation to meeting future obligations associated with its financial liabilities, which comprise principally interest-bearing borrowings and trade and other payables. Prudent liquidity risk management includes maintaining sufficient cash to ensure the availability of an adequate amount of funding to meet the Group's obligations and ensuring that alternative funding is available when the bonds are due for repayment.

**Report of the Directors**

For the year ended 30 September 2020

**Post Balance Sheet Events**

The Directors evaluated subsequent events from 1 October 2020 through 5 March 2021, the date the financial statements are approved.

**Directors**

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

Mr Giuseppe Farrugia  
Mr Ivan Fsadni  
Capt Daniel Gatt  
Dr Stefan Sant

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

**Directors' Interest**

The directors' beneficial interest in the shares of the Company on 30 September 2020 is 100,000 ordinary shares having a nominal value of €1 and fully paid up held equally by Capt Daniel Gatt and Mr Giuseppe Farrugia.

**Financial Reporting Framework**

The directors have resolved to prepare the Group's financial statements for the year ended 30 September 2020 in accordance with International Financial Reporting Standards as adopted by the EU.

**Auditors**

KSi Malta have indicated their willingness to continue in office and a resolution concerning their re-appointment will be proposed at the forthcoming annual general meeting.

BY ORDER OF THE BOARD



Mr Giuseppe Farrugia  
Director



Capt Daniel Gatt  
Director

5 March 2021

**Directors' Responsibilities**

For the year ended 30 September 2020

The Companies Act, 1995 requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Group and the holding company as at the end of the financial year and of the profit or loss of the Group and the holding company for that year in accordance with the requirements of International Financial Reporting Standards as adopted by the EU. In preparing these financial statements, the directors are required to:

- adopt the going concern basis unless it is inappropriate to presume that the Group and the holding company will continue in business;
- select suitable accounting policies and apply them consistently from one accounting period to another;
- make judgements and estimates that are reasonable and prudent;
- account for income and charges relating to the accounting period on accruals basis; and
- value separately the components of asset and liability items on a prudent basis.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Group and holding company and to enable them to ensure that the financial statements comply with the Companies Act, 1995. They are also responsible for safeguarding the assets of the Group and holding company and for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors, through oversight of management, are responsible to ensure that the Group and the holding company establishes and maintains internal control to provide reasonable assurance with regard to reliability of financial reporting, effectiveness and efficiency of operations and compliance with applicable laws and regulations.

**Corporate Governance - Statement of Compliance**

For the year ended 30 September 2020

The Prospects MTF Rules (“the Rules”) oblige issuing companies to observe The Code of Principles of Good Corporate Governance (the “**Code**”), in relation to which a report is to be prepared on the adherence thereto by the independent auditor. Companies listed on Prospects MTF are required to include, in their Annual Report, a Directors' Statement of Compliance which deals with the extent to which the Group has adopted the Code of Principles of Good Corporate Governance and the effective measures that the Group has taken to ensure compliance with the Code, accompanied by a report of the auditors thereon.

In view of the fact that Yacht Lift Malta P.L.C. (the “**Company**”) debt (and not equity) securities are listed and traded on Prospects MTF which is a multilateral trading facility. The Group is hence hereunder reporting its compliance with the Code and where the Group has decided otherwise to not adhere to specific provisions as allowed by the Rules, the Group is specifying where and how it is not in compliance with the Code.

**Part 1: Compliance with the Code**

The Board of Directors (the “**Board**”) of the Group believe in the adoption of the Code and has endorsed them except where the size and/or particular circumstances of the Group are deemed by the Board not to warrant the implementation of specific recommendations. In this context it is relevant to note that the Group has issued bonds on Prospects MTF. Accordingly, some of the provisions of the Code are not applicable whilst others are applicable to a limited extent.

**Principle 1: The Board**

The Board of Directors is responsible for devising a strategy and setting policies of the Group. It is also responsible for reviewing internal control procedures, financial performance and business risks faced by the Group. The Board is also responsible for decisions relating to the redemption of the Bond, and for monitoring that the operations of the Group are in conformity with the prospectus and all relevant rules and regulations.

The Board is composed of Capt Daniel Gatt (Executive Director and Chief Executive Officer), Mr Giuseppe Farrugia (Executive Director), Dr Stefan Sant (Non-Executive Director) and Mr Ivan Fsadni (Non-Executive Director). All of the directors were nominated and appointed by the shareholders in general meeting.

The Board delegates specific responsibilities to an Audit Committee, details of which are found in Principle 5 hereunder.



**Corporate Governance - Statement of Compliance (continued)**

For the year ended 30 September 2020

**Part 1: Compliance with the Code (continued)**

**Principle 1: The Board (continued)**

The Directors and other Prospects MTF Restricted Persons as defined by the Rules are informed of their obligations on dealings in securities of the Group within the established parameters of the law and the Rules. Each Director and Prospects MTF Restricted Person has been provided with the Code of Dealing required in terms of the Rules and training in respect of their obligations arising thereunder.

**Principle 2: Chairman and Chief Executive Officer**

The roles of the Chairman and the Chief Executive, set out in writing and agreed by the Board, were held separately for the period to ensure that there was a clear distinction between the running of the Board and the executive responsibility for the running of the business of the Group.

The Chairman's main function is to lead the Board, set the agenda and ensure that all board members partake in discussions of complex and contentious issues.

The Chief Executive Officer has specific authorities from the Board to manage the Group's operational activities within the strategy and parameters set by it.

**Principle 3: Composition of the Board**

The Board considers that the size of the Board, whilst not being large as to be unwieldy, is appropriate, taking into account the size of the Group and its operations. The combined and varied knowledge, experience and skills of the Board members provides the balance of competences that are required and adds value to the functioning of the Board and gives direction to the Group.

The Board is composed of 2 executive and 2 non-executive directors. The non-executive directors, that is, Mr Ivan Fsadni and Dr Stefan Sant are considered to be independent within the meaning provided by the Code. Each non-executive director has submitted a declaration to the Board declaring their independence.

Directors are appointed during the Group's Annual General Meeting for period of one year, at the end of which term they may stand again for re-election. The Articles of Association of the Group clearly set out the procedures to be followed in the appointment of directors.

**Principle 4: The Responsibilities of the Board**

The Board has the first level responsibility for executing the four basic roles of Corporate Governance, namely accountability, monitoring, strategy formulation and policy development. The Board seeks to effectively monitor the implementation of strategy and policy by management.

Clear internal and external reporting lines are established with a view to ensuring that the Board can properly discharge its obligation to take decisions in the best interests of the Group. An audit committee has been set up with clear terms of reference in line with the Rules. The procedure of the Audit Committee is regulated under its terms of reference.

**Corporate Governance - Statement of Compliance (continued)**

For the year ended 30 September 2020

**Part 1: Compliance with the Code (continued)**

**Principle 5: Board Meetings**

Board meetings concentrate mainly on strategy, operational performance and financial performance of the Group. After each Board meeting and before the next, Board minutes that faithfully record attendance, key issues and decisions are sent to the directors. Meetings were attended as follows:

| <i>Members</i>       | <i>Meetings Attended out of total held during tenure</i> |
|----------------------|--|
| Capt Daniel Gatt     | 6 out of 6   |
| Mr Ivan Fsadni       | 6 out of 6   |
| Mr Giuseppe Farrugia | 5 out of 6   |
| Dr Stefan Sant       | 6 out of 6   |

The Board also delegates specific responsibilities to the management team of the Group.

**Board Committees**

Audit Committee

The Board delegates certain responsibilities to the Audit Committee, the terms of reference of which reflect the requirements stipulated in the Rules and under applicable law. In addition, unless otherwise dealt with in any other manner prescribed by the Rules, the Audit Committee has the responsibility to, *inter alia*, monitor and scrutinise, and, if required, approve Related Party Transactions, if any, falling within the ambits of the Rules and to make its recommendations to the Board of any such proposed Related Party Transactions.

The Audit Committee establishes internal procedures and monitors these on a regular basis. The terms of reference for the Audit Committee are designed both to strengthen this function within the Group and to widen the scope of the duties and responsibilities of this Committee. The Committee also has the authority to summon any person to assist it in the performance of its duties, including the Group's external auditors.

During the year under review, the Audit Committee was composed of Mr Giuseppe Farrugia (independent executive director), Mr Ivan Fsadni (independent non-executive director and Chairman of the Audit Committee) and Dr Stefan Sant (independent non-executive director).

The Board considers the Chairman of the Audit Committee to be independent and competent in accounting and/or auditing. Such determination was based on Mr Ivan Fsadni substantial experience in various roles throughout his career as a Certified Public Accountant.

**Corporate Governance - Statement of Compliance (continued)**

For the year ended 30 September 2020

**Part 1: Compliance with the Code (continued)**

**Board Committees (continued)**

Senior Management

In view of Yacht Lift Malta P.L.C. (the Company) being primarily a finance and investment company, the Company does not have any employees. However, the overall management of the Group comprises of Capt Daniel Gatt, as Group Chief Executive Officer.

**Principle 6: Information and Professional Development**

Each director is made aware of the Group's on-going obligations in terms of the Companies Act, the Rules and other relevant legislation. Directors have access to the advice and services of the Group Secretary and to legal counsel. The Group is also prepared to bear the expense incurred by the directors requiring independent professional advice should they judge it necessary to discharge their responsibilities as directors.

**Principle 9: Relations with Shareholders and with the Market**

The Group has communicated effectively with the market through Group announcements and financial information published by the Group.

**Principle 10: Institutional Shareholders**

The Group is of the view that due to the fact that it does not have Institutional Shareholders, this provision is not applicable.

**Principle 11: Conflicts of Interest**

The directors are aware that their primary responsibility is always to act in the interest of the Group and its shareholders as a whole irrespective of who appointed them to the Board. Acting in the interest of the Group includes an obligation to avoid conflicts of interest. In such instances, the Group has strict policies in place which allow it to manage such conflicts, actual or potential, in the best interest of the Group.

**Principle 12: Corporate Social Responsibility**

The group of companies understands the importance of contributing to society at large, both in terms of the wellbeing of its staff as well as the contribution towards society at large.

**Corporate Governance - Statement of Compliance (continued)**

For the year ended 30 September 2020

**Part 2: Non-Compliance with the Code**

**Principle 7: Evaluation of the Board's Performance**

At present, the Board does not consider it necessary to appoint a committee to carry out a performance evaluation of its role, as the Board's performance is evaluated on an ongoing basis by, and is subject to the constant scrutiny of, the Board itself, the Issuer's shareholders, the market and the rules by which the Issuer is regulated.

**Principle 8: Committees**

The Issuer does not have a Remuneration Committee as recommended by this principle because it is not deemed as necessary in view of the very limited number of directors engaged by the Issuer. Furthermore, the Issuer does not have a Nomination Committee as recommended in Principle 8. Appointments to the Board of Directors are determined by the shareholders of the Group in accordance with the Memorandum and Articles of Association. The Issuer considers that the members of the Board provide the level of skill, knowledge and experience expected in terms of the Code.

**Internal Controls**

The Board is responsible for the Group's system of internal controls and for reviewing its effectiveness. Such a system is designed to achieve business objectives and to manage rather than to eliminate the risk of failure to achieve business objectives and can only provide reasonable assurance against material error, losses or fraud.

Authority to manage the business of the Group, including the Group is delegated to the Group Chief Executive Officer within the limits set by the Board of Directors. Systems and procedures are in place for the Group to control, report, monitor and assess risks and their financial implications, and to take timely corrective actions where necessary. Regular financial budgets and strategic plans are prepared, and performance against these plans is actively monitored and reported to the directors on a regular basis.

**Corporate Governance - Statement of Compliance (continued)**

For the year ended 30 September 2020

**Remuneration Statement**

In terms of the Company's Memorandum and Articles of Association, it is the shareholders of the Group in the General Meeting who determine the maximum annual aggregate remuneration of the directors. The aggregate amount approved for this purpose during the last Annual General Meeting was consistent to the one declared in the current financial year.

No part of the remuneration paid to the directors is performance based, and the Chief Executive Officer receives no additional remuneration in relation to this role. None of the directors, in their capacity as a Director of the Group, is entitled to profit sharing, share options or pension benefits with respect to Yacht Lift Malta P.L.C.

Signed on behalf of the Board of Directors on 5 March 2021 by:



Mr Ivan Fsadni  
Director and Chairman of Audit Committee

## YACHT LIFT MALTA P.L.C. – CONSOLIDATED ACCOUNTS

### Independent Auditors' Report

To the shareholders of Yacht Lift Malta P.L.C.

### Report on the Audit of the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of Yacht Lift Malta P.L.C. (the Group and the Holding Company), set out on pages 14 to 50, which comprise the consolidated balance sheet as at 30 September 2020, and the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

### Opinion

In our opinion, the consolidated financial statements give a true and fair view of the financial position of the Group and the Holding company as at 30 September 2020, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the EU and have been prepared in accordance with the requirements of the Companies Act (Cap. 386).

### Basis for Opinion

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

### Material Uncertainty Related to Going Concern

We draw attention to note 17 which makes reference to the outbreak of the COVID-19 virus during 2020 that brought about world-wide adverse economic conditions. It is difficult to determine and quantify the financial effects and the consequent impact on future results, projections and profitability of the Group. These events indicate that a material uncertainty exists that may cast doubt on the Group's ability to continue as a going concern. Nevertheless, the director is still confident that future profitability of the Group will enable it to continue as a going concern. In fact, during the year the directors took the BOV MDB COVID-19 Assist scheme to ensure that the Group has sufficient liquidity to honour its commitments towards its bondholders. Our opinion is not modified in respect of this matter.

Furthermore, the Group presents a net liability position of EUR 437,444 as at 30 September 2020. The Board has however confirmed that it expects the Group to continue operating as a going concern notwithstanding the net liability position, following the start of the operations expected during the year 2021.

## YACHT LIFT MALTA P.L.C. – CONSOLIDATED ACCOUNTS

### Independent Auditors' Report (continued)

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current year. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

#### Bond Loan

As at 30 September 2020 the Company held €2,000,000 in Bonds having a coupon rate of 5.5% to the general public through Prospects MTF markets and these were fully subscribed.

During the audit process we ascertained ourselves that the proceeds from the Bond were being utilised as per the admission document. The results of our testing were satisfactory and we concur that Bond proceeds and usage are disclosed in the audited accounts accordingly.

#### Other Information

The directors are responsible for the other information. The other information comprises the Report of the Directors and the Directors' Responsibilities and the Corporate Governance Statement of Compliance. Our opinion on the consolidated financial statements does not cover this information. In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

#### Report on Corporate Governance

The Listing Rules issued by the Malta Listing Authority require the directors to prepare and include in their Annual Report a Statement of Compliance providing an explanation of the extent to which they have adopted the Code of Principles of Good Corporate Governance and the effective measures that they have taken to ensure compliance throughout the accounting period with those Principles.

The Listing Rules also require the auditors to include a report on the Statement of Compliance prepared by the Directors.

We read the Statement of Compliance and consider the implications for our report if we become aware of any apparent misstatements or material inconsistencies with the consolidated financial statements included in the Annual Report. Our responsibilities do not extend to considering whether this statement is consistent with any other information included in the annual return.

We are not required to, and we do not, consider whether the Board's statements on internal control included in the Statement of Compliance cover all risks and controls, or form an opinion on the effectiveness of the Company's corporate governance procedures or its risk and control procedures.

In our opinion, the Statement of Compliance set out on pages 4 to 9 has been properly prepared in accordance with the requirements of the Listing Rules issued by the Malta Listing Authority.

We also read other information contained in the Annual Report and consider whether it is consistent with the audited consolidated financial statements. Our responsibilities do not extend to any other information.

## YACHT LIFT MALTA P.L.C. – CONSOLIDATED ACCOUNTS

### Independent Auditors' Report (continued)

#### Report on Corporate Governance (continued)

With respect to the Report of the Directors, we also considered whether the Report of the Directors includes the disclosures required by Article 177 of the Maltese Companies Act (Cap. 386). Based on the work we have performed, in our opinion:

- the information given in the Report of the Directors for the financial year for which the consolidated financial statements are prepared is consistent with the financial statements; and
- the Report of the Directors has been prepared in accordance with the Maltese Companies Act (Cap.386).

In addition, in light of the knowledge and understanding of the Group and the Holding company and their environment obtained in the course of the audit, we are required to report if we have identified material misstatements in the Report of the Directors. We have nothing to report in this regard.

#### Responsibilities of the Directors

The directors are responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with International Financial Reporting Standards as adopted by the EU, and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

#### Auditors' Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

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

- Identify and assess the risks of material misstatement of the 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 Group's internal control.



## YACHT LIFT MALTA P.L.C. – CONSOLIDATED ACCOUNTS

**Independent Auditors' Report (continued)****Auditors' Responsibilities for the Audit of the Consolidated Financial Statements (continued)**

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the 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 auditors' report to the related disclosures in the 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 auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the 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 consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

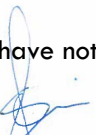
We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

**Report on Other Legal and Regulatory Requirements**

We have responsibilities under the Companies Act, 1995 enacted in Malta to report to you if, in our opinion:

- The information given in the Report of the Directors is not consistent with the financial statements.
- Adequate accounting records have not been kept, or that returns adequate for our audit have not been received from branches not visited by us.
- The financial statements are not in agreement with the accounting records and returns.
- We have not received all the information and explanations we require for our audit.
- Certain disclosures of directors' remuneration specified by law are not made in the financial statements, giving the required particulars in our report.

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



Joseph Gauci (Partner) for and on behalf of  
KSi Malta  
Certified Public Accountants

Balzan  
Malta

5 March 2021

YACHT LIFT MALTA P.L.C. – CONSOLIDATED ACCOUNTS

**Consolidated Statement of Profit or Loss and Other Comprehensive Income**

For the year ended 30 September 2020

|  | Notes | <b>Group</b><br>2020<br>€ | <b>Company</b><br>2020<br>€ |
|--|-------|---------------------------|-----------------------------|
| Administration expenses                        | 6     | (372,773)                 | (168,717)                   |
| <b>Operating loss</b>                          |       | <b>(372,773)</b>          | <b>(168,717)</b>            |
| Finance costs                                  | 6     | (148,148)                 | (141,344)                   |
| Finance income                                 | 6     | -                         | 81,314                      |
| <b>Net finance cost</b>                        |       | <b>(148,148)</b>          | <b>(60,030)</b>             |
| <b>Loss before tax</b>                         |       | <b>(520,921)</b>          | <b>(228,747)</b>            |
| Income tax                                     | 7     | 1,675                     | 1,675                       |
| <b>Loss for the year</b>                       |       | <b>(519,246)</b>          | <b>(227,072)</b>            |
| <b>Other comprehensive income for the year</b> |       |                           |                             |
| Other comprehensive income for the year        |       | -                         | -                           |
| <b>Total comprehensive loss for the year</b>   |       | <b>(519,246)</b>          | <b>(227,072)</b>            |

**Consolidated Statement of Profit or Loss and Other Comprehensive Income (continued)**

For the year ended 30 September 2020

|   | Notes | Group<br>2020<br>€ | Company<br>2020<br>€ |
|---|-------|--------------------|----------------------|
| <b>Loss for the year attributable to:</b>                     |       |                    |                      |
| Owners of Company   |       | (513,403)          | -                    |
| Non-controlling interest                                      |       | (5,843)            | -                    |
|   |       | <hr/>              | <hr/>                |
|   |       | (519,246)          | (227,072)            |
|   |       | <hr/>              | <hr/>                |
| <b>Total comprehensive loss for the year attributable to:</b> |       |                    |                      |
| Owners of Company   |       | (513,403)          | (227,072)            |
| Non-controlling interest                                      |       | (5,843)            | -                    |
|   |       | <hr/>              | <hr/>                |
|   |       | (519,246)          | (227,072)            |
|   |       | <hr/>              | <hr/>                |
| <b>Earnings per share</b>                                     | 8     | -                  | -                    |
|   |       | <hr/>              | <hr/>                |

YACHT LIFT MALTA P.L.C. – CONSOLIDATED ACCOUNTS

**Consolidated Balance Sheet**

As at 30 September 2020

|                                      | Notes | Group<br>2020<br>€ | Company<br>2020<br>€ |
|--------------------------------------|-------|--------------------|----------------------|
| <b>Assets</b>                        |       |                    |                      |
| Property, plant and equipment        | 9     | 1,380,858          | 61,846               |
| Investment in subsidiaries           | 15    | -                  | 235                  |
| Deferred tax assets                  | 9     | 47,463             | 47,463               |
|                                      |       | <hr/>              | <hr/>                |
| <b>Total non-current assets</b>      |       | 1,428,321          | 109,544              |
|                                      |       | <hr/>              | <hr/>                |
| Trade and other receivables          | 10    | 271,190            | 1,710,180            |
| Cash and cash equivalents            | 10    | 70,064             | 70,064               |
|                                      |       | <hr/>              | <hr/>                |
| <b>Total current assets</b>          |       | 341,254            | 1,780,244            |
|                                      |       | <hr/>              | <hr/>                |
| <b>Total assets</b>                  |       | 1,769,575          | 1,889,788            |
|                                      |       | <hr/>              | <hr/>                |
| <b>Liabilities</b>                   |       |                    |                      |
| Borrowings                           | 10    | 2,015,809          | 1,985,103            |
|                                      |       | <hr/>              | <hr/>                |
| <b>Total non-current liabilities</b> |       | 2,015,809          | 1,985,103            |
|                                      |       | <hr/>              | <hr/>                |
| Trade and other payables             | 10    | 169,573            | 48,125               |
| Current tax liabilities              | 10    | 1,671              | 1,671                |
| Borrowings                           |       | 19,966             | 164                  |
|                                      |       | <hr/>              | <hr/>                |
| <b>Total current liabilities</b>     |       | 191,210            | 49,960               |
|                                      |       | <hr/>              | <hr/>                |
| <b>Total liabilities</b>             |       | 2,207,019          | 2,035,063            |
|                                      |       | <hr/>              | <hr/>                |
| <b>Net liabilities</b>               |       | (437,444)          | (145,275)            |
|                                      |       | <hr/>              | <hr/>                |

YACHT LIFT MALTA P.L.C. – CONSOLIDATED ACCOUNTS

**Consolidated Balance Sheet (continued)**

As at 30 September 2020

|  | Notes | Group<br>2020<br>€ | Company<br>2020<br>€ |
|--|-------|--------------------|----------------------|
| <b>Equity</b>                              |       |                    |                      |
| Share capital                              | 11    | 100,000            | 100,000              |
| Retained earnings                          | 11    | (531,606)          | (245,275)            |
|  |       | <hr/>              | <hr/>                |
| Equity attributable to owners of the Group |       | (431,606)          | (145,275)            |
| Non-controlling interest                   | 12    | (5,838)            | -                    |
|  |       | <hr/>              | <hr/>                |
| <b>Total deficiency</b>                    |       | <b>(437,444)</b>   | <b>(145,275)</b>     |
|  |       | <hr/>              | <hr/>                |

The consolidated financial statements set out on pages 14 to 50 were approved and authorised for issue by the Board on 5 March 2021 and were signed on its behalf by:



Mr Giuseppe Farrugia  
Director



Capt Daniel Gatt  
Director

YACHT LIFT MALTA P.L.C. – CONSOLIDATED ACCOUNTS

**Consolidated Statement of Changes in Equity**

For the year ended 30 September 2020

**Group**

|   | Share<br>capital<br>€ | Retained<br>earnings<br>€ | Non-<br>controlling<br>interest<br>€ | Total<br>€       |
|---|-----------------------|---------------------------|--------------------------------------|------------------|
| <b>Changes in equity for 2020</b>               |                       |                           |                                      |                  |
| Balance at 1 October 2019                       | 100,000               | (18,203)                  | -                                    | 81,797           |
| Loss for the year                               | -                     | (513,403)                 | (5,843)                              | (519,246)        |
| Share of profit on acquisition<br>of subsidiary | -                     | -                         | 5                                    | 5                |
|   | <hr/>                 | <hr/>                     | <hr/>                                | <hr/>            |
| <b>Balance at 30 September 2020</b>             | <b>100,000</b>        | <b>(531,606)</b>          | <b>(5,838)</b>                       | <b>(437,444)</b> |
|   | <hr/>                 | <hr/>                     | <hr/>                                | <hr/>            |

YACHT LIFT MALTA P.L.C. – CONSOLIDATED ACCOUNTS

**Consolidated Statement of Changes in Equity (continued)**

For the year ended 30 September 2020

**Company**

|                                     | Share<br>capital<br>€ | Retained<br>earnings<br>€ | Total<br>€       |
|-------------------------------------|-----------------------|---------------------------|------------------|
| <b>Changes in equity for 2020</b>   |                       |                           |                  |
| Balance at 1 October 2019           | 100,000               | (18,203)                  | 81,797           |
| Loss for the year                   | -                     | (227,072)                 | (227,072)        |
|                                     | <hr/>                 | <hr/>                     | <hr/>            |
| <b>Balance at 30 September 2020</b> | <b>100,000</b>        | <b>(245,275)</b>          | <b>(145,275)</b> |
|                                     | <hr/>                 | <hr/>                     | <hr/>            |

YACHT LIFT MALTA P.L.C. – CONSOLIDATED ACCOUNTS

**Consolidated Statement of Cash Flows**

For the year ended 30 September 2020

|  | <b>Group</b><br>2020<br>€ | <b>Company</b><br>2020<br>€ |
|--|---------------------------|-----------------------------|
| <b>Cash flows from operating activities</b>      |                           |                             |
| Loss before tax                                  | (520,921)                 | (228,747)                   |
| Adjustments for:                                 |                           |                             |
| Amortisation of bond issue cost                  | 16,530                    | 16,530                      |
| Depreciation                                     | 44,599                    | 8,126                       |
| Finance charge                                   | 6,804                     | -                           |
| Interest received                                | -                         | (81,314)                    |
|  | <hr/>                     | <hr/>                       |
| Operating loss before working capital changes:   | (452,988)                 | (285,405)                   |
| Increase in trade and other payables             | (34,052)                  | (75,764)                    |
| Increase in trade and other receivables          | 1,897,793                 | 1,961,883                   |
|  | <hr/>                     | <hr/>                       |
| <b>Net cash inflow from operating activities</b> | 1,410,753                 | 1,600,714                   |
|  | <hr/>                     | <hr/>                       |
| <b>Cash flows from investing activities</b>      |                           |                             |
| Purchase of property, plant and equipment        | (1,162,658)               | (36,276)                    |
| Acquisition of investment in subsidiary          | -                         | (235)                       |
|  | <hr/>                     | <hr/>                       |
| Net cash outflow from investing activities       | (1,162,658)               | (36,511)                    |
|  | <hr/>                     | <hr/>                       |
| <b>Cash flows from financing activities</b>      |                           |                             |
| Proceeds from bank loan                          | 37,059                    | 37,059                      |
| Payments of bond issue costs                     | (68,150)                  | (68,150)                    |
| Payments of shareholders loan                    | (117,612)                 | (107,345)                   |
| Payments to related company                      | -                         | (1,326,375)                 |
|  | <hr/>                     | <hr/>                       |
| Net cash outflow from financing activities       | (148,703)                 | (1,464,811)                 |
|  | <hr/>                     | <hr/>                       |
| Net movement in cash and cash equivalents        | 99,392                    | 99,392                      |
| Cash and cash equivalents at beginning of year   | (29,328)                  | (29,328)                    |
|  | <hr/>                     | <hr/>                       |
| <b>Cash and cash equivalents at end of year</b>  | 70,064                    | 70,064                      |
|  | <hr/>                     | <hr/>                       |



**Notes to the Consolidated Financial Statements**

For the year ended 30 September 2020

**1 REPORTING ENTITY AND OTHER INFORMATION**

Yacht Lift Malta P.L.C. (the Company) is a public limited liability company domiciled and incorporated in Malta. The registered office of the Company is disclosed in the introduction to the annual report. The principal activities of the Company and its subsidiaries (the Group) are described in note 15.

**2 BASIS OF ACCOUNTING**

These are the Group's first consolidated financial statements prepared in accordance with IFRSs. They were authorised for issue by the Company's board of directors on 5 March 2021.

During 2019, the Group changed the accounting reference period of Yacht Lift Malta P.L.C. (the Company) from a 31 December year end to 30 September year end. The comparative financial statements cover the period from 1 January 2019 to 30 September 2019 while the current financial statements cover the year 1 October 2019 to 30 September 2020.

The financial statements of the subsidiary company Yacht Lift Malta Operations, for the period 8 August 2019 to 30 September 2020 were the first year set of financial statements prepared.

Details of the Group's accounting policies are included in Note 18.

**3 FUNCTIONAL AND PRESENTATION CURRENCY**

These financial statements are presented in Euro, which is the Group's functional currency.

**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**4 APPLICATION OF NEW AND REVISED INTERNATIONAL FINANCIAL REPORTING STANDARDS (IFRSs)**

Amendments and interpretations applicable for the first time in 2020 shown here under have been implemented. The application of the below standards and interpretations do not have an impact on the financial statements of the Company.

| <b>Standard</b>  | <b>Subject of amendment</b>  | <b>Effective date</b> |
|--|--|-----------------------|
| <i>IFRS 3 Business Combinations</i>  | Amendments to clarify the definition of a business   | 1 January 2020        |
| <i>IFRS 7 Financial Instruments- Disclosures</i>                             | Amendments regarding pre-replacement issues in the context of the IBOR reform  | 1 January 2020        |
| <i>IFRS 9 Financial Instruments</i>  | Amendments regarding pre-replacement issues in the context of the IBOR reform  | 1 January 2020        |
| <i>IFRS 16 Leases</i>  | Amendment to provide lessees with an exemption from assessing whether a COVID-19-related rent concession is a lease modification | 1 June 2020           |
| <i>IAS 1 Presentation of Financial statements</i>                            | Amendments regarding the definition of material  | 1 January 2020        |
| <i>IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors</i> | Amendments regarding the definition of material  | 1 January 2020        |
| <i>IAS 39 Financial Instruments: Recognition and Measurement</i>             | Amendments regarding pre-replacement issues in the context of the IBOR reform  | 1 January 2020        |
| <i>IAS 41 Agriculture</i>  | Amendments resulting from <i>Annual Improvements to IFRS Standards 2019–2020</i> (taxation in fair value measurements)           | 1 January 2020        |

**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**4 APPLICATION OF NEW AND REVISED INTERNATIONAL FINANCIAL REPORTING STANDARDS (IFRSs) (continued)****Standards issued but not yet effective**

The new and amended standards and interpretations that are issued, but not yet effective, up to the date of issuance of the Group's financial statements are disclosed below. The Group intends to adopt these new and amended standards and interpretations, if applicable, when they become effective.

| <b>Standard</b>  | <b>Subject of amendment</b>  | <b>Effective date</b> |
|--|--|-----------------------|
| <i>IFRS 1 First-time Adoption of International Financial Reporting Standards</i> | Amendments resulting from <i>Annual Improvements to IFRS Standards 2018–2020</i> (subsidiary as a first-time adopter)  | 1 January 2022        |
| <i>IFRS 3 Business Combinations</i>  | Amendments updating a reference to the <i>Conceptual Framework</i>   | 1 January 2022        |
| <i>IFRS 4 Insurance Contracts</i>  | Amendments regarding replacement issues in the context of the IBOR reform  | 1 January 2021        |
|  | Amendments regarding the expiry date of the deferral approach  | 1 January 2023        |
| <i>IFRS 7 Financial Instruments: Disclosures</i>                                 | Amendments regarding pre-replacement issues in the context of the IBOR reform  | 1 January 2021        |
| <i>IFRS 9 Financial Instruments</i>  | Amendments regarding pre-replacement issues in the context of the IBOR reform  | 1 January 2021        |
|  | Amendments resulting from <i>Annual Improvements to IFRS Standards 2018–2020</i> (fees in the '10 per cent' test for derecognition of financial liabilities)   | 1 January 2022        |
| <i>IFRS 16 Leases</i>  | Amendments regarding replacement issues in the context of the IBOR reform  | 1 January 2021        |
| <i>IFRS 17 Insurance Contracts</i>   | Original issue   | 1 January 2023        |
|  | Amendments to address concerns and implementation challenges that were identified after IFRS 17 was published (includes a deferral of the effective date to annual periods beginning on or after 1 January 2023) | 1 January 2023        |
| <i>IAS 1 Presentation of Financial statements</i>                                | Amendments regarding the classification of liabilities   | 1 January 2023        |
|  | Amendment to defer the effective date of the January 2020 amendments   | 1 January 2023        |

**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**4 APPLICATION OF NEW AND REVISED INTERNATIONAL FINANCIAL REPORTING STANDARDS (IFRSs) (continued)**

**Standards issued but not yet effective (continued)**

|  |   |                |
|--|---|----------------|
| <i>IAS 16 Property, Plant and Equipment</i>                            | Amendments prohibiting a company from deducting from the cost of property, plant and equipment amounts received from selling items produced while the company is preparing the asset for its intended use | 1 January 2022 |
| <i>IAS 37 Provisions, Contingent Liabilities and Contingent Assets</i> | Amendments regarding the costs to include when assessing whether a contract is onerous  | 1 January 2022 |
| <i>IAS 39 Financial Instruments: Recognition and Measurement</i>       | Amendments regarding replacement issues in the context of the IBOR reform   | 1 January 2021 |

The directors are of the opinion that the adoption of these Standards (where applicable) will not have a material impact on the financial statements.

**5 USE OF JUDGEMENTS AND ESTIMATES**

In preparing these financial statements, management has made judgements and estimates that affect the application of the Group's accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

5.1 Judgements

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements is included in the following notes:

- Estimation of current tax payable and current tax expense – note 7;
- Estimated useful life of property, plant and equipment – note 9;
- Recognition of deferred tax assets/(liabilities) – note 9;
- Leases: whether an arrangement contains a lease – note 10;
- Leases classification – note 10.

**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**6 OTHER INCOME AND EXPENSE ITEMS****6.1 Breakdown of expenses by nature**

|                                   | <b>Group</b><br>2020<br>€ | <b>Company</b><br>2020<br>€ |
|-----------------------------------|---------------------------|-----------------------------|
| Auditors' remuneration            | 13,700                    | 10,500                      |
| Depreciation                      | 9,470                     | 8,126                       |
| Depreciation- right of use assets | 35,130                    | -                           |
| Non executive directors fees      | 14,000                    | 14,000                      |
| Staff salaries (note 6.2)         | 128,892                   | -                           |
| Other expenses                    | 171,581                   | 136,091                     |
|                                   | <hr/>                     | <hr/>                       |
| Total administrative expenses     | 372,773                   | 168,717                     |
|                                   | <hr/>                     | <hr/>                       |

**6.2 Staff Salaries**

|                         | <b>Group</b><br>2020<br>€ | <b>Company</b><br>2020<br>€ |
|-------------------------|---------------------------|-----------------------------|
| Directors remunerations | 128,892                   | -                           |
|                         | <hr/>                     | <hr/>                       |
|                         | 128,892                   | -                           |
|                         | <hr/>                     | <hr/>                       |

Note:

The average number of persons employed by the Group during the current year was 2 (Company: Nil).

**6.3 Finance income**

|   | <b>Group</b><br>2020<br>€ | <b>Company</b><br>2020<br>€ |
|---|---------------------------|-----------------------------|
| Interest on loan related to related company | -                         | 81,314                      |
|   | <hr/>                     | <hr/>                       |

YACHT LIFT MALTA P.L.C. – CONSOLIDATED ACCOUNTS

**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**6 OTHER INCOME AND EXPENSE ITEMS (continued)**

**6.4 Finance costs**

|                                | <b>Group</b><br>2020<br>€ | <b>Company</b><br>2020<br>€ |
|--------------------------------|---------------------------|-----------------------------|
| Bank charges                   | 197                       | 197                         |
| Amortisation- bond issue costs | 16,530                    | 16,530                      |
| Bond interest                  | 104,575                   | 104,575                     |
| Finance lease interest         | 6,804                     | -                           |
| Bank overdraft interest        | 16                        | 16                          |
| Bank loan interest             | 38                        | 38                          |
| Realised exchange difference   | 19,988                    | 19,988                      |
|                                | <hr/>                     | <hr/>                       |
|                                | 148,148                   | 141,344                     |
|                                | <hr/>                     | <hr/>                       |

**7 INCOME TAXES**

**7.1 Income tax**

|   | <b>Group</b><br>2020<br>€ | <b>Company</b><br>2020<br>€ |
|---|---------------------------|-----------------------------|
| <b>Current tax:</b>                             |                           |                             |
| Current tax on taxable income for the year      | -                         | -                           |
|   | <hr/>                     | <hr/>                       |
| Total current tax liabilities                   | -                         | -                           |
|   | <hr/>                     | <hr/>                       |
| <b>Deferred tax:</b>                            |                           |                             |
| Deferred tax income for the year                | (1,675)                   | (1,675)                     |
|   | <hr/>                     | <hr/>                       |
| Total income tax recognised in the current year | (1,675)                   | (1,675)                     |
|   | <hr/>                     | <hr/>                       |

**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**7 INCOME TAXES (continued)****7.2 Reconciliation of income tax**

|   | <b>Group</b><br>2020<br>€ | <b>Company</b><br>2020<br>€ |
|---|---------------------------|-----------------------------|
| Loss before tax   | (520,921)                 | (228,747)                   |
| Theoretical taxation expense at 35%   | (182,322)                 | (80,061)                    |
| Tax effect of amounts which are not deductible in calculating taxable income: |                           |                             |
| Amortisation of bond issue costs  | 5,786                     | 5,786                       |
| Fines and penalties   | 238                       | -                           |
| Unrecognised deferred tax movement  | 470                       | -                           |
| Depreciation on improvements  | 1,169                     | 1,169                       |
| Tax affect on interest payable on bond loan apportioned                       | 8,141                     | 8,141                       |
| Disallowable expenses   | 164,843                   | 63,290                      |
|   | (1,675)                   | (1,675)                     |

**8 EARNINGS PER SHARE**

Earnings per share is calculated by dividing the results attributable to owners of the Company by the weighted average number of ordinary shares in issue during the period.

|                                    | <b>Group</b><br>2020<br>€ | <b>Company</b><br>2020<br>€ |
|------------------------------------|---------------------------|-----------------------------|
| Loss for the year                  | (520,921)                 | € (227,072)                 |
| Weighted number of ordinary shares | 100,000                   | 100,000                     |
| Basic earnings per share           | -                         | -                           |

YACHT LIFT MALTA P.L.C. – CONSOLIDATED ACCOUNTS

**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**9 NON-FINANCIAL ASSETS AND LIABILITIES**

**9.1 Property, plant and equipment**

| <b>Group</b>                       | <b>Improvement<br/>to property<br/>€</b> | <b>Furniture and<br/>fittings<br/>€</b> | <b>Motor<br/>boats<br/>€</b> | <b>Plant and<br/>machinery<br/>€</b> | <b>Office<br/>equipment<br/>€</b> | <b>Right of use<br/>asset<br/>€</b> | <b>Total<br/>€</b> |
|------------------------------------|--|---|------------------------------|--------------------------------------|-----------------------------------|-------------------------------------|--------------------|
| <b><u>Cost/Revalued amount</u></b> |  |   |                              |                                      |                                   |                                     |                    |
| At 1 October 2019                  | -  | -                                       | -                            | -                                    | -                                 | -                                   | -                  |
| Pre-acquisition additions          | 33,389                                   | -                                       | 2,200                        | -                                    | 1,864                             | -                                   | 37,453             |
| Additions                          | -  | 33,091                                  | 9,367                        | 1,115,387                            | 4,812                             | -                                   | 1,162,657          |
| Transfer between group company     | -  | -                                       | -                            | -                                    | -                                 | 269,669                             | 269,669            |
|                                    | <hr/>                                    | <hr/>                                   | <hr/>                        | <hr/>                                | <hr/>                             | <hr/>                               | <hr/>              |
| At 30 September 2020               | 33,389                                   | 33,091                                  | 11,567                       | 1,115,387                            | 6,676                             | 269,669                             | 1,469,779          |
|                                    | <hr/>                                    | <hr/>                                   | <hr/>                        | <hr/>                                | <hr/>                             | <hr/>                               | <hr/>              |
| <b><u>Depreciation</u></b>         |  |   |                              |                                      |                                   |                                     |                    |
| At 1 October 2019                  | -  | -                                       | -                            | -                                    | -                                 | -                                   | -                  |
| Pre-acquisition additions          | 3,156                                    | -                                       | 18                           | -                                    | 583                               | -                                   | 3,757              |
| Charge for the year                | 3,339                                    | 3,309                                   | 1,153                        | -                                    | 1,669                             | 35,130                              | 44,600             |
| Transfer between group company     | -  | -                                       | -                            | -                                    | -                                 | 40,564                              | 40,564             |
|                                    | <hr/>                                    | <hr/>                                   | <hr/>                        | <hr/>                                | <hr/>                             | <hr/>                               | <hr/>              |
| At 30 September 2020               | 6,495                                    | 3,309                                   | 1,171                        | -                                    | 2,252                             | 75,694                              | 88,921             |
|                                    | <hr/>                                    | <hr/>                                   | <hr/>                        | <hr/>                                | <hr/>                             | <hr/>                               | <hr/>              |
| <b><u>Carrying amounts</u></b>     |  |   |                              |                                      |                                   |                                     |                    |
| At 30 September 2020               | 26,894                                   | 29,782                                  | 10,396                       | 1,115,387                            | 4,424                             | 193,975                             | 1,380,858          |
|                                    | <hr/>                                    | <hr/>                                   | <hr/>                        | <hr/>                                | <hr/>                             | <hr/>                               | <hr/>              |



**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**9 NON-FINANCIAL ASSETS AND LIABILITIES (continued)****9.1 Property, plant and equipment (continued)**

| Company                               | Improvement<br>to property<br>€ | Furniture and<br>fittings<br>€ | Motor<br>boats<br>€ | Office<br>equipment<br>€ | Right of use<br>asset<br>€ | Total<br>€ |
|---------------------------------------|---------------------------------|--------------------------------|---------------------|--------------------------|----------------------------|------------|
| <b><u>Cost/Revalued amount</u></b>    |                                 |                                |                     |                          |                            |            |
| At 1 October 2019                     | 33,389                          | -                              | 2,200               | 1,864                    | 269,669                    | 307,122    |
| Additions                             | -                               | 33,091                         | -                   | 3,185                    | -                          | 36,276     |
| Transferred to the subsidiary company | -                               | -                              | -                   | -                        | (269,669)                  | (269,669)  |
| At 30 September 2020                  | 33,389                          | 33,091                         | 2,200               | 5,049                    | -                          | 73,729     |
| <b><u>Depreciation</u></b>            |                                 |                                |                     |                          |                            |            |
| At 1 October 2019                     | 3,156                           | -                              | 18                  | 583                      | 40,564                     | 44,321     |
| Charge for the year                   | 3,339                           | 3,309                          | 216                 | 1,262                    | -                          | 8,126      |
| Transferred to the subsidiary company | -                               | -                              | -                   | -                        | (40,564)                   | (40,564)   |
| At 30 September 2020                  | 6,495                           | 3,309                          | 234                 | 1,845                    | -                          | 11,883     |
| <b><u>Carrying amounts</u></b>        |                                 |                                |                     |                          |                            |            |
| At 30 September 2020                  | 26,894                          | 29,782                         | 1,966               | 3,204                    | -                          | 61,846     |

**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**9 NON-FINANCIAL ASSETS AND LIABILITIES (continued)**

**9.1 Property, plant and equipment (continued)**

**9.1.1 Right of use assets**

Right of use assets includes immovable property held by the Group/Company under finance lease.

|                          | <b>Group</b><br>2020<br>€ | <b>Company</b><br>2020<br>€ |
|--------------------------|---------------------------|-----------------------------|
| <b>Leased property</b>   |                           |                             |
| Cost                     | 269,669                   | -                           |
| Accumulated depreciation | (75,694)                  | -                           |
|                          | <hr/>                     | <hr/>                       |
| Net book amount          | 193,975                   | -                           |
|                          | <hr/>                     | <hr/>                       |

**9.1.2 Depreciation**

Items of property, plant and equipment are recognised at historical costs less depreciation. Depreciation is calculated using the straight-line method to allocate their cost or revalued amounts, net of the residual values, over the estimated useful lives or, in the case of leasehold property the shorter lease term as follows:

|                          |    |
|--------------------------|----|
|                          | %  |
| Improvements to property | 10 |
| Furniture and fittings   | 10 |
| Motor boats              | 10 |
| Office equipment         | 25 |
| Plant and machinery      | 20 |

**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**9 NON-FINANCIAL ASSETS AND LIABILITIES (continued)****9.2 Deferred tax balances**

|  | <b>Group<br/>2020</b> | <b>Company<br/>2020</b> |
|--|-----------------------|-------------------------|
| <b>The balances comprises temporary differences attributable to:</b> |                       |                         |
| Deferred tax asset   | € 47,463              | € 47,463                |

**9.2.1 Deferred tax assets**

|                      | <b>Total<br/>Group<br/>€</b> | <b>Total<br/>Company<br/>€</b> |
|----------------------|------------------------------|--------------------------------|
| At 1 October 2019    | 45,788                       | 45,788                         |
| Credited:            |                              |                                |
| - to profit or loss  | 1,675                        | 1,675                          |
| At 30 September 2020 | 47,463                       | 47,463                         |

**10 FINANCIAL ASSETS AND FINANCIAL LIABILITIES**

The Group/Company hold the following financial instruments:

|  | Notes | <b>Group<br/>2020<br/>€</b> | <b>Company<br/>2020<br/>€</b> |
|--|-------|-----------------------------|-------------------------------|
| <b>Financial assets</b>                  |       |                             |                               |
| Trade and other receivables              | 10.1  | 184,223                     | 120,131                       |
| Other financial assets at amortised cost | 10.2  | 86,967                      | 1,590,049                     |
| Cash and cash equivalents                | 10.3  | 70,064                      | 70,064                        |
|  |       | 341,254                     | 1,780,244                     |
| <b>Financial liabilities</b>             |       |                             |                               |
| Trade and other payables                 | 10.4  | 169,573                     | 48,125                        |
| Borrowings                               | 10.5  | 2,035,775                   | 1,985,267                     |
|  |       | 2,205,348                   | 2,033,392                     |

**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**10 FINANCIAL ASSETS AND FINANCIAL LIABILITIES (continued)****10.1 Trade and other receivables**

|                                | <b>Group</b><br>2020<br>€ | <b>Company</b><br>2020<br>€ |
|--------------------------------|---------------------------|-----------------------------|
| <b>Current assets</b>          |                           |                             |
| Other receivables              | 167,003                   | 118,064                     |
| Prepayments and accrued income | 17,220                    | 2,067                       |
|                                | <hr/>                     | <hr/>                       |
|                                | 184,223                   | 120,131                     |
|                                | <hr/>                     | <hr/>                       |

**10.2 Other financial assets at amortised cost**

The Group/Company classifies its financial assets as at amortised cost only if both of the following criteria are met:

- The asset is held within a business model whose objective is to collect the contractual cash flows.
- The contractual terms give rise to cash flows that are solely payments of principal and interest.

Financial assets at amortised cost include the following debt investments:

|   | <b>Group</b><br>2020<br>€ | <b>Company</b><br>2020<br>€ |
|---|---------------------------|-----------------------------|
| <b>Current assets</b>                   |                           |                             |
| Amounts due from related company (note) | -                         | 1,590,049                   |
| Amounts due from related parties (note) | 86,967                    | -                           |
|   | <hr/>                     | <hr/>                       |
|   | 86,967                    | 1,590,049                   |
|   | <hr/>                     | <hr/>                       |

Further information relating to amounts due from related party and key management personnel is set out in note 16.

**10.3 Cash and cash equivalents**

|              | <b>Group</b><br>2020 | <b>Company</b><br>2020 |
|--------------|----------------------|------------------------|
| Cash at bank | € 70,064             | € 70,064               |
|              | <hr/>                | <hr/>                  |

**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**10 FINANCIAL ASSETS AND FINANCIAL LIABILITIES (continued)**

**10.3.1 Reconciliation to cash flow statement**

|                  | <b>Group</b><br>2020<br>€ | <b>Company</b><br>2020<br>€ |
|------------------|---------------------------|-----------------------------|
| Balance as above | 70,064                    | 70,064                      |
|                  | <hr/> 70,064              | <hr/> 70,064                |

**10.4 Trade and other payables**

|                            | <b>Group</b><br>2020<br>€ | <b>Company</b><br>2020<br>€ |
|----------------------------|---------------------------|-----------------------------|
| <b>Current liabilities</b> |                           |                             |
| Trade payables             | 36,935                    | 13,855                      |
| Accruals                   | 108,472                   | 34,270                      |
| Other payables             | 24,166                    | -                           |
|                            | <hr/> 169,573             | <hr/> 48,125                |

**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**10 FINANCIAL ASSETS AND FINANCIAL LIABILITIES (continued)****10.5 Borrowings**

|  | <b>Group</b><br>2020<br>€ | <b>Company</b><br>2020<br>€ |
|--|---------------------------|-----------------------------|
| <b>Secured</b>                                     |                           |                             |
| <b>Current liabilities</b>                         |                           |                             |
| Leased liabilities (note)                          | 19,802                    | -                           |
| Bank loan (note)                                   | 164                       | 164                         |
|  | <hr/>                     | <hr/>                       |
|  | 19,966                    | 164                         |
|  | <hr/>                     | <hr/>                       |
| <b>Total secured/unsecured current liabilities</b> | 19,966                    | 164                         |
|  | <hr/>                     | <hr/>                       |
|  | <b>Group</b><br>2020<br>€ | <b>Company</b><br>2020<br>€ |
| <b>Secured</b>                                     |                           |                             |
| <b>Non-Current liabilities</b>                     |                           |                             |
| Bond loan (note)                                   | 1,936,297                 | 1,936,297                   |
| Bank loan (note)                                   | 48,806                    | 48,806                      |
| Leased liabilities (note)                          | 30,706                    | -                           |
|  | <hr/>                     | <hr/>                       |
| <b>Total secured non-current liabilities</b>       | 2,015,809                 | 1,985,103                   |
|  | <hr/>                     | <hr/>                       |
| <b>Total borrowings</b>                            | 2,035,775                 | 1,985,267                   |
|  | <hr/>                     | <hr/>                       |

Note:

Bond loan

The Company issued 20,000 secured callable bonds having a face value of € 100 each totalling to € 2,000,000. These bonds have an interest rate of 5.5% per annum, payable annually in arrears on 12 September. The Bonds are repayable in full upon maturity on 13 September 2025.

These funds were used to finance the purchase and installation of the floating dry dock platform known as "Yacht Lift" in Marina Di Valletta.

**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**10 FINANCIAL ASSETS AND FINANCIAL LIABILITIES (continued)**

**10.5 Borrowings (continued)**

Note:

Finance lease:

The Group has adopted IFRS 16 retrospectively from 1 January 2019. Till 30 September 2019, the leases properties under finance leases were recognized in Yacht Lift Malta P.L.C. As from 1 October 2019, the directors decided to transfer the finance lease liability to the subsidiary company- Yacht Lift Malta Operations Limited.

Bank loan

The bank loan facilities are secured by general and special hypothec over the company's assets and by guarantees of the directors and related parties. The average interest rate on the bank loan is 2.5%.

**11 EQUITY**

**11.1 Share capital**

|   | <b>Company<br/>2020</b> |
|---|-------------------------|
| <u>Authorised</u>                         |                         |
| 100,000 ordinary shares of €1 each        | € 100,000               |
|   | _____                   |
| <u>Called-up, issued and 100% paid up</u> |                         |
| 100,000 ordinary shares of €1 each        | € 100,000               |
|   | _____                   |

**11.2 Retained earnings**

| <b>Group</b>                             | <b>€</b>  |
|--|-----------|
| At 1 October 2019                        | (18,203)  |
| Loss for the year attributable to owners | (513,403) |
|  | _____     |
| At 30 September 2020                     | (531,606) |
|  | _____     |

YACHT LIFT MALTA P.L.C. – CONSOLIDATED ACCOUNTS

**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**11 EQUITY (continued)**

**11.2 Retained earnings (continued)**

| <b>Company</b>       | <b>€</b>  |
|----------------------|-----------|
| At 1 October 2019    | (18,203)  |
| Loss for the year    | (227,072) |
|                      | <hr/>     |
| At 30 September 2020 | (245,275) |
|                      | <hr/>     |

**12 NON-CONTROLLING INTEREST**

|  | <b>€</b>     |
|--|--------------|
| At 1 October 2019                          | -            |
| Share of minority acquired<br>For the year | 5<br>(5,843) |
|  | <hr/>        |
| At 30 September 2020                       | € (5,838)    |
|  | <hr/>        |



**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**13 FINANCIAL RISK MANAGEMENT**

**13.1 Financial risk management objectives**

The Group's activities potentially expose it to a variety of financial risks: market risk (including currency risk, fair value interest rate risk, cash flow interest rate risk and price risk), credit risk and liquidity risk. The Group's overall risk management focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance. The Board provides principles for overall risk management, as well as policies covering risks referred to above and specific areas such as investment of excess liquidity. The Group did not make use of derivative financial instruments to hedge certain risk exposures during the current and preceding financial year.

**13.2 Market risk**

(i) Foreign exchange risk

Foreign exchange risk arises from future commercial transactions and recognised assets and liabilities which are denominated in a currency that is not the entity's functional currency. The Group has no significant currency risk since substantially all assets and liabilities are denominated in Euro.

(ii) Cash flow and fair value interest rate risk

The Group is exposed to risks associated with the effects of fluctuations in the prevailing levels of the market interest rates on its financial position and cash flows. As at the reporting date, the Group has variable interest-bearing liabilities.

As at the consolidated balance sheet date, the Group's exposure to changes in interest rates on bank overdrafts held with financial institutions was limited as the level of borrowings with variable interest-bearing liabilities is immaterial with the level of borrowings.

**13.3 Credit risk**

Credit risk arises from credit exposure to customers and amounts held with financial institutions (notes 10.1 and 10.3). The maximum credit exposure to credit risk at the reporting date in respect of the financial assets was as follows:

|                             | <b>Group<br/>2020<br/>€</b> |
|-----------------------------|-----------------------------|
| Trade and other receivables | 167,001                     |
| Cash at bank                | 70,064                      |
|                             | <hr/>                       |
|                             | 237,065                     |
|                             | <hr/>                       |

**13.4 Liquidity risk**

The Group is exposed to liquidity risk in relation to meeting future obligations associated with its financial liabilities, which comprise principally interest-bearing borrowings and trade and other payables (note 10.4 and 10.5). Prudent liquidity risk management includes maintaining sufficient cash to ensure the availability of an adequate amount of funding to meet the Group's obligations and ensuring that alternative funding is available when the bonds are due for repayment.

**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**13 FINANCIAL RISK MANAGEMENT (continued)****13.4 Liquidity risk (continued)**

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

| <b>Group</b>                | Carrying amounts<br>€ | Contractual cash flows<br>€ | On demand<br>€ | Within one year<br>€ | Between two and five years<br>€ | After five years<br>€ |
|-----------------------------|-----------------------|-----------------------------|----------------|----------------------|---------------------------------|-----------------------|
| <b>At 30 September 2020</b> |                       |                             |                |                      |                                 |                       |
| Trade and other payables    | 61,101                | 61,101                      | 61,101         | 61,101               | -                               | -                     |
| Finance lease liabilities   | 50,508                | 50,508                      | 19,802         | 19,802               | 30,706                          | -                     |
| Bond loan                   | 1,936,297             | 2,660,000                   | 110,000        | 110,000              | 440,000                         | 2,110,000             |
| Bank loans                  | 48,970                | 48,970                      | 164            | 164                  | 48,806                          | -                     |
|                             | <u>2,096,876</u>      | <u>2,820,579</u>            | <u>191,067</u> | <u>191,067</u>       | <u>519,512</u>                  | <u>2,110,000</u>      |
| <b>Company</b>              |                       |                             |                |                      |                                 |                       |
|                             | Carrying amounts<br>€ | Contractual cash flows<br>€ | On demand<br>€ | Within one year<br>€ | Between two and five years<br>€ | After five years<br>€ |
| <b>At 30 September 2020</b> |                       |                             |                |                      |                                 |                       |
| Trade and other payables    | 13,855                | 13,855                      | 13,855         | 13,855               | -                               | -                     |
| Bond loan                   | 1,936,297             | 2,660,000                   | 110,000        | 110,000              | 440,000                         | 2,110,000             |
| Bank overdraft              | -                     | -                           | -              | -                    | -                               | -                     |
| Bank loans                  | 48,970                | 48,970                      | 164            | -                    | 48,806                          | -                     |
| Finance lease               | -                     | -                           | -              | -                    | -                               | -                     |
|                             | <u>1,999,122</u>      | <u>2,722,825</u>            | <u>124,019</u> | <u>123,855</u>       | <u>488,806</u>                  | <u>2,110,000</u>      |

The Group continues to assess its funding requirements to ensure that adequate funds are in place to meet its financial liabilities when they fall due.

**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**14 CAPITAL MANAGEMENT**

The Group manages its capital to ensure that entities in the Group will be able to continue as going concern, while maximising the return to stakeholders through the optimisation of the debt and equity balance.

The capital structure of the Group consists of net debts (borrowings as detailed in note 14 offset by cash and bank balances) and equity of the Group (comprising issued capital, reserves, retained earnings and non-controlling interests as detailed in notes 10 and 12).

**14.1 Gearing ratio**

The Group's gearing ratio at the end of the reporting period was as follows:

|                          | <b>Group<br/>2020<br/>€</b> |
|--------------------------|-----------------------------|
| Debt (i)                 | 2,035,774                   |
| Cash and bank balances   | (70,064)                    |
|                          | <hr/>                       |
| Net debt                 | 1,965,710                   |
|                          | <hr/>                       |
| Equity (ii)              | (437,444)                   |
|                          | <hr/>                       |
| Net debt to equity ratio | -                           |
|                          | <hr/>                       |

Notes:

(i) Debt is defined as long-and short-term borrowings.

(ii) Equity includes all capital and reserves of the Group that are managed as capital.

**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**15 INVESTMENT IN SUBSIDIARIES**

The investment in group undertakings is as follows:

|                 | <b>Company<br/>€</b> |
|-----------------|----------------------|
| <u>Cost</u>     |                      |
| At 1 October    | -                    |
| Additions       | 235                  |
|                 | <hr/>                |
| At 30 September | 235                  |
|                 | <hr/>                |

**15.1 Details of the Company's subsidiaries at the end of the reporting period are as follows:**

| <u>Name of subsidiary</u>              | <u>Principal activity</u> | <u>Registered office</u>                | <u>Proportion of<br/>ownership interest<br/>and voting power<br/>held</u> |
|--|---------------------------|---|---|
|  |                           |   | <u>2020</u>   |
| Yacht Lift Malta<br>Operations Limited | Services company          | 129-130, Ta Xbiex<br>Seafront, Ta Xbiex | 98%   |
|  |                           |   | <hr/>   |

**Financial Support:**

The Company issued 20,000 secured callable bonds having a face value of € 100 each totalling to € 2,000,000. These bonds have an interest rate of 5.5% per annum, payable annually in arrears on 12 September. The Bonds are repayable in full upon maturity on 13 September 2025.

These funds were used to finance the purchase and installation of the floating dry dock platform known as "Yacht Lift" in Marina Di Valletta.

**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**16 RELATED PARTY TRANSACTIONS****16.1 Loans from related companies**

Balances and transactions between the Company and its subsidiaries, which are related parties of the Group, have been eliminated on consolidation.

The related party transactions in Yacht Lift Malta P.L.C. (the Company) presents the following balances:

|   | Note   | Transaction value<br>period ending<br>30 September |       | Balance outstanding<br>as at 30 September |         |
|---|--------|--|-------|---|---------|
|   |        | 2020   | 2019  | 2020                                      | 2019    |
| Amounts due from related company (note) | 16.1.1 | 1,513,349  | 5,900 | 1,590,049                                 | 76,700  |
| Amounts due to related parties (note)   | 16.1.1 | (107,345)  | 7,263 | -   | 107,345 |
|   |        | <hr/>  | <hr/> | <hr/>                                     | <hr/>   |

16.1.1 The amounts owed to related parties, being the shareholders of the Company are unsecured, interest free and repayable on demand, while the amounts due from related company Yacht Lift Malta Operations Limited are unsecured, has a 6% interest rate and repayable on demand.

**16.2 Compensation of key management personnel**

The remuneration of directors and other members of key management personnel during the year was as follows:

|                               | <b>Group<br/>2020<br/>€</b> |
|-------------------------------|-----------------------------|
| Directors' remuneration       | 128,892                     |
| Non -executive directors fees | 14,000                      |
|                               | <hr/>                       |
|                               | <b>€ 142,892</b>            |
|                               | <hr/>                       |

**16.2 Loans from related parties**

|                       | <b>Group<br/>2020</b> | <b>Company<br/>2020</b> |
|-----------------------|-----------------------|-------------------------|
| <b>Current assets</b> |                       |                         |
| Related parties       | € 86,967              | € -                     |
|                       | <hr/>                 | <hr/>                   |

The amounts owed to related parties, being the shareholders of the Company are unsecured, interest free and repayable on demand.

**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**17 OTHER MATTERS**

The Group should have started operations in the financial year under review however due to the Covid19 outbreak, this had to be postponed. The directors are closely monitoring the possible impact on its operations and financial performance. In fact, during the year the directors took the BOV Malta Development Bank COVID-19 Assist scheme to ensure that the Group has sufficient liquidity to honour its commitments towards its bondholders.

**18 ACCOUNTING POLICIES**

**18.1 PRINCIPLES OF CONSOLIDATION AND EQUITY ACCOUNTING**

**18.1.1 Subsidiaries**

Subsidiaries are all entities over which the parent company has control. The parent company controls an entity when it is exposed to, or has right to, variable returns from its involvement with the entity and has the ability to affect those returns through its power to direct the activities of the entity. Subsidiaries are fully consolidated from the date on which controlled is transferred to the Group. They are deconsolidated from the date that control ceases.

Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the transferred asset. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the parent company.

**18.1.2 Equity method**

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the parent's share of the post-acquisition profits or losses of the investee in profit or loss, and the parent's share of movement in other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates and joint ventures are recognised as a reduction in the carrying amount of the investment.

When the Group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the parent does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity.

Unrealised gains on transactions between the Group and its associates and joint ventures are eliminated to the extent of the Group's interest in these entities. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of equity accounted investees have been changed where necessary to ensure consistency with the policies adopted by the Group.

**18.2 LEASING**

**18.2.1 The Group as a Lessee**

For any new contracts entered into on or after 1 January 2018, the Group considers whether a contract is or contains a lease. A lease is defined as a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration. To apply this definition the Group assesses whether the contract meets three key evaluations which are whether:

**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**18 ACCOUNTING POLICIES (continued)**

**18.2 LEASING (continued)**

**18.2.1 The Group as a Lessee (continued)**

- the contract contains an identified asset, which is either identified in the contract or implicitly specified by being identified at the time asset is made available to the Group;
- the Group has the right to obtain substantially all of the economic benefits from use of the identified asset throughout the period of use, considering its rights within the defined scope of the contract;
- the Group has the right to direct the use of the identified asset throughout the period of use. The Group assess whether it has the right to direct how and for what purpose the asset is used throughout the period of use.

Measurement and recognition of leases as a lessee

At least commencement date, the Group recognises a right-of-use asset and a lease liability on the balance sheet. The right-of-use is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Group, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date.

The Group depreciates the right-of-use assets on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Group also assesses the right-of-use asset for impairment when such indicators exist.

At the commencement date, the Group measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease, if that rate is readily available, or the Group's incremental borrowing rate.

Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed), variable payments based on an index or rate, amounts expected to be payable under a residual value guarantee and payments arising from options reasonably certain to be exercised.

Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments.

When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero.

The Group has elected to account for short-term leases and leases of low-value assets using the practical expedients. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these are recognised as an expense in profit or loss on a straight-line basis over the lease term.

On the balance sheet, right-of-use assets have been included in property, plant and equipment (except those meeting the definition of investment property) and lease liabilities have been included in trade and other payables.

**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**18 ACCOUNTING POLICIES (continued)**

**18.2 LEASING (continued)**

**18.2.1 The Group as a Lessee (continued)**

- The Group's accounting policy under IFRS 16 was implemented in the current year retrospectively.
- As a lessor the Group classifies its leases as either operating or finance leases.
- A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership of the underlying asset and classified as an operating lease if it does not.

**Finance Leases**

Management applies judgment in considering the substance of a lease agreement and whether it transfers substantially all the risks and rewards incidental to ownership of the leased asset.

Key factors considered include the length of the lease term in relation to the economic life of the asset, the present value of the minimum lease payments in relation to the asset's fair value, and whether the Group obtains ownership of the asset at the end of the lease term.

For leases of land and buildings, the minimum lease payments are first allocated to each component based on the relative fair values of the respective lease interests. Each component is then evaluated separately for possible treatment as a finance lease, taking into consideration the fact that land normally has an indefinite economic useful life. The interest element is charged to profit or loss, as finance costs over the period of the lease.

**18.2.2 The Group as a lessor**

**Operating Leases**

Rental income is recognised on a straight-line basis over the term of the lease.

**18.3 INCOME TAX**

The income tax expense represents the sum of the tax currently payable and deferred tax.

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the Group's operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill.



**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**18 ACCOUNTING POLICIES (continued)**

**18.3 INCOME TAX (continued)**

Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss.

Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax liabilities and assets are not recognised for temporary differences between the carrying amount and tax bases of investments in foreign operations where the Group is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

**18.4 PROPERTY, PLANT AND EQUIPMENT**

The Group accounting policy for land and buildings is explained in note 9.1. All other property, plant and equipment is stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items. Cost may also include transfers from equity of any gains or losses on qualifying cash flow hedges of foreign currency purchases of property, plant and equipment.

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

**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**18 ACCOUNTING POLICIES (continued)**

**18.4 PROPERTY, PLANT AND EQUIPMENT (continued)**

Increases in the carrying amounts arising on revaluation of land and buildings are recognised, net of tax, in other comprehensive income and accumulated in reserves in shareholders' equity. To the extent that the increase reverses a decrease previously recognised in profit or loss, the increase is first recognised in profit or loss. Decreases that reverse previous increases of the same asset are first recognised in other comprehensive income to the extent of the remaining surplus attributable to the asset; all other decreases are charged to profit or loss.

Each year, the difference between depreciation based on the revalued carrying amount of the asset charged to profit or loss and depreciation based on the asset's original cost, net of tax, is reclassified from the property, plant and equipment revaluation surplus to retained earnings.

The depreciation methods and periods used by the Group are disclosed in note 9.1.2.

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss. When revalued assets are sold, it is the Group's policy to transfer any amounts included in other reserves in respect of those assets to retained earnings.

**18.5 BORROWING COSTS**

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. To the extent that variable rate borrowings are used to finance a qualifying asset and are hedged in an effective cash flow hedge of interest rate risk, the effective portion of the derivative is recognised in other comprehensive income and reclassified to profit or loss when the qualifying asset impacts profit or loss. To the extent that fixed rate borrowings are used to finance a qualifying asset and are hedged in an effective fair value hedge of interest rate risk, the capitalised borrowing costs reflect the hedged interest rate.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

**18.6 FINANCIAL INSTRUMENTS**

Financial assets and financial liabilities are recognised in the Group's balance sheet when the Group becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**18 ACCOUNTING POLICIES (continued)**

**18.6 FINANCIAL INSTRUMENTS (continued)**

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace. All recognised financial assets are measured subsequently in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

**18.6.1 Classification of financial assets**

Debt instruments that meet the following conditions are measured subsequently at amortised cost:

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

Debt instruments that meet the following conditions are measured subsequently at fair value through other comprehensive income (FVTOCI):

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

By default, all other financial assets are measured subsequently at fair value through profit or loss (FVTPL). Despite the foregoing, the Group may make the following irrevocable election/designation at initial recognition of a financial asset:

- the Group may irrevocably elect to present subsequent changes in fair value of an equity investment in other comprehensive income if certain criteria are met; and
- the Group may irrevocably designate a debt investment that meets the amortised cost or FVTOCI criteria as measured at FVTPL if doing so eliminates or significantly reduces an accounting mismatch.

**18.6.2 Write off policy**

The Group writes off a financial asset when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery, e.g. when the debtor has been placed under liquidation or has entered into bankruptcy proceedings, or in the case of trade receivables, when the amounts are over two years past due, whichever occurs sooner. Financial assets written off may still be subject to enforcement activities under the Group's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit or loss.

**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**18 ACCOUNTING POLICIES (continued)**

**18.6 FINANCIAL INSTRUMENTS (continued)**

**18.6.3 Impairment of financial assets**

The Group recognises a loss allowance for expected credit losses on investments in debt instruments that are measured at amortised cost or at FVTOCI, lease receivables, trade receivables and contract assets, as well as on financial guarantee contracts. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument. The Group always recognises lifetime Expected Credit Losses (ECL) for trade receivables, contract assets and lease receivables.

The expected credit losses on these financial assets are estimated using a provision matrix based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

For all other financial instruments, the Group recognises lifetime ECL when there has been a significant increase in credit risk since initial recognition. However, if the credit risk on the financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12 month ECL.

Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument. In contrast, 12 month ECL represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

**18.6.4 Derecognition of financial assets**

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss. In addition, on derecognition of an investment in a debt instrument classified as at FVTOCI, the cumulative gain or loss previously accumulated in the investments revaluation reserve is reclassified to profit or loss. In contrast, on derecognition of an investment in equity instrument which the Group has elected on initial recognition to measure at FVTOCI, the cumulative gain or loss previously accumulated in the investments revaluation reserve is not reclassified to profit or loss, but is transferred to retained earnings.

**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**18 ACCOUNTING POLICIES (continued)**

**18.7 FINANCIAL LIABILITIES**

**18.7.1 Initial recognition and measurement**

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs. The Group's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, and derivative financial instruments.

**18.7.2 Subsequent measurement**

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by IFRS 9. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the statement of profit or loss. Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in IFRS 9 are satisfied. The Group has not designated any financial liability as at fair value through profit or loss.

**18.7.3 Loans and borrowings**

This is the category most relevant to the Group. After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit or loss. This category generally applies to interest-bearing loans and borrowings.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

**18.7.4 Derecognition**

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

**Notes to the Consolidated Financial Statements (continued)**

For the year ended 30 September 2020

**18 ACCOUNTING POLICIES (continued)**

**18.8 PROVISIONS**

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

**18.9 SHARE CAPITAL**

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds. Dividends are recognised as liability in the period in which they are declared.

**The Schedules and Appendices on the pages that follow do not form part  
of the financial statements**

YACHT LIFT MALTA P.L.C. – CONSOLIDATED ACCOUNTS

**Consolidated Statement of Profit or Loss and Other Comprehensive Income – Schedule**  
For the year ended 30 September 2020

|                         | Pages | Group<br>2020<br>€ | Company<br>2020<br>€ |
|-------------------------|-------|--------------------|----------------------|
| <b>Revenue</b>          |       | -                  | -                    |
| Administration expenses | 52    | (372,773)          | (168,717)            |
| Finance costs           | 53    | (148,148)          | (141,344)            |
| Finance income          | 53    | -                  | 81,314               |
|                         |       | <hr/>              | <hr/>                |
| <b>Loss before tax</b>  |       | (520,921)          | (228,747)            |
|                         |       | <hr/>              | <hr/>                |



**Consolidated Statement of Profit or Loss and Other Comprehensive Income – Expenses and Income Schedule**

For the year ended 30 September 2020

|                                    | <b>Group</b><br>2020<br>€ | <b>Company</b><br>2020<br>€ |
|------------------------------------|---------------------------|-----------------------------|
| <b>Administrative expenses</b>     |                           |                             |
| Audit fees                         | 13,700                    | 10,500                      |
| Professional fees                  | 41,680                    | 29,999                      |
| Accountancy fees                   | 11,810                    | 9,410                       |
| Directors remuneration             | 128,892                   | -                           |
| Depreciation                       | 9,470                     | 8,126                       |
| Depreciation – right of use assets | 35,130                    | -                           |
| Pontoon utilities                  | 17                        | -                           |
| Fines and penalties                | 680                       | 680                         |
| Clothing expenses                  | 30                        | -                           |
| Business development               | 642                       | 642                         |
| Advertising                        | 1,271                     | 1,271                       |
| Gifts                              | 357                       | 357                         |
| Sponsorship                        | 150                       | 150                         |
| Water and electricity              | 1,141                     | 1,100                       |
| Premises insurance                 | 3,185                     | 2,894                       |
| Travelling                         | 2,950                     | 1,711                       |
| Printing                           | 81                        | 56                          |
| Internet charges                   | 884                       | 884                         |
| Computer expenses                  | 601                       | 536                         |
| Consultancy fees                   | 9,194                     | 9,194                       |
| Subscriptions                      | 282                       | 282                         |
| Trustees fees                      | -                         | 7,434                       |
| Registration fees                  | 485                       | 400                         |
| Repairs and renewals               | 6,398                     | 3,720                       |
| Berthing permits                   | 23,208                    | -                           |
| Cleaning                           | 331                       | 255                         |
| General expenses                   | 65,454                    | 65,116                      |
| Postage                            | 10                        | -                           |
| Non-executive directors fees       | 14,000                    | 14,000                      |
| Yacht registration                 | 740                       | -                           |
|                                    | <hr/>                     | <hr/>                       |
| - to page 51                       | 372,773                   | 168,717                     |
|                                    | <hr/>                     | <hr/>                       |

YACHT LIFT MALTA P.L.C. – CONSOLIDATED ACCOUNTS

**Consolidated Statement of Profit or Loss and Other Comprehensive Income – Expenses and Income Schedule (continued)**

For the year ended 30 September 2020

|   | <b>Group</b><br>2020<br>€ | <b>Company</b><br>2020<br>€ |
|---|---------------------------|-----------------------------|
| <b>Financial expenses</b>                       |                           |                             |
| Bank charges                                    | 197                       | 197                         |
| Bond interest                                   | 104,575                   | 104,575                     |
| Amortisation of bond issue costs                | 16,530                    | 16,530                      |
| Bank overdraft interest                         | 16                        | 16                          |
| Bank loan interest                              | 38                        | 38                          |
| Realised exchange difference                    | 19,988                    | 19,988                      |
| Finance lease expense                           | 6,804                     | -                           |
|   | <hr/>                     | <hr/>                       |
| - to page 51                                    | 148,148                   | 141,344                     |
|   | <hr/>                     | <hr/>                       |
| <b>Financial income</b>                         |                           |                             |
| Interest on loan to related company -to page 51 | -                         | 81,314                      |
|   | <hr/>                     | <hr/>                       |