

## **MINOAN GROUP PLC**

*The information contained within this announcement is deemed to constitute inside information as stipulated under the Market Abuse Regulation (EU) No. 596/2014. Upon the publication of this announcement, this inside information is now considered to be in the public domain.*

31 July 2023

### **Interim Results Announcement Minoan Group Plc (the “Group” or the “Company” or “Minoan”)**

Minoan Group Plc, the AIM listed resort development company presents its unaudited interim results for the six months ended 30 April 2023.

#### **KEY POINTS**

- Discussions with the Public Welfare Ecclesiastical Foundation Panagia Akrotiriani ("the Foundation") in relation to the Master contract continue and remain in line with the published timeline.
- The detailed environmental study for the Masterplan which follows the Presidential Decree is making good progress.
- Commercial discussions and other negotiations relating to the Project continue with further NDAs expected in the coming period.
- The Loss for the period was almost halved compared to the same period last year to £286,000 (2021/22: £542,000).

#### **Christopher Egleton, Chairman of Minoan, said:**

*“In April of this year, the Company laid out the key milestones and timeline that it expects for the conclusion of the Project. The Company continues to follow this and George Mergos and I very much look forward to updating Shareholders with progress in the near future.”*

The Company’s unaudited interim results for the six months ended 30 April 2023 can be viewed on Minoan’s website, [www.minoangroup.com](http://www.minoangroup.com), with effect from 31 July 2023.

For further information visit [www.minoangroup.com](http://www.minoangroup.com) or contact:

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## **Chairman's Statement**

### **Introduction**

I am pleased to present the unaudited interim results for Minoan Group Plc for the six months to 30 April 2023.

During the period, Loyalward Limited, the Group's wholly owned subsidiary and owner of the Project, under the leadership of George Mergos, continued to make good progress with the Itanos Gaia Project in Crete (the "Project").

Discussions with the Public Welfare Ecclesiastical Foundation Panagia Akrotiriani (the "Foundation") are proceeding well with a number of meetings having taken place in the period and subsequently. These discussions are on a practical basis and the Company remains confident that they can be concluded in the coming months.

Alongside these discussions, work is being undertaken on the detailed environmental study for the Masterplan which follows the requirements arising from the Presidential Decree. I look forward to be able to announce the conclusion of this in due course.

As I reported in April, the discussions with the Foundation are not impeding progress on the Project itself, as we are moving forward based on the existing contractual documentation. This has enabled the management team to proceed with certainty and to undertake the Commercial and other negotiations relating to the Project. The Board expects further Non Disclosure Agreements to be signed in the coming period.

### **Financial Review**

The Board is pleased to note the reduction in the loss for the six months period to 30 April 2023. The loss before taxation was £286,000 compared to £542,000 in the same period last year. The Company continues to focus on the key activities necessary to drive the Project forward.

Total assets at 30 April 2023 totalled £51,475,000 (2021: £50,907,000).

### **Outlook**

In April of this year, the Company laid out the key milestones and timeline that it expects for the conclusion of the Project. The Company continues to follow this and George Mergos and I very much look forward to updating Shareholders with progress in the near future.

**Christopher W Egleton**

Chairman

31 July 2023

**Unaudited Consolidated Statement of Comprehensive Income**  
**Six months ended 30 April 2023**

	<b>6 months ended</b> <b>30.04.23</b> <b>£'000</b>	6 months ended 30.04.22 £'000	Year ended 31.10.22 £'000
<b>Revenue</b>	-	-	-
Cost of sales	-	-	-
<b>Gross profit</b>	-	-	-
Operating expenses	<b>(220)</b>	(264)	(541)
<b>Operating loss</b>	<b>(220)</b>	(264)	(541)
Finance costs	<b>(66)</b>	(278)	(524)
<b>Loss before taxation</b>	<b>(286)</b>	(542)	(1,065)
Taxation	-	-	-
<b>Loss for period attributable to equity holders of the Company</b>	<b>(286)</b>	(542)	(1,065)
Loss per share attributable to equity holders of the Company: Basic and diluted	<b>(0.04)p</b>	(0.09)p	(0.16)p

**Unaudited Consolidated Statement of Changes in Equity**  
**Six months ended 30 April 2023**

	Share capital £'000	Share premium £'000	Merger reserve £'000	Warrant reserve £000	Retained earnings £'000	Total equity £'000
Balance at 1 November 2022	20,321	36,583	9,349	2,619	(26,183)	42,689
Loss for the period	-	-	-	-	(286)	(286)
Issue of ordinary shares	27	-	-	-	-	27
Share based payments	-	-	-	-	-	-
Balance at 30 April 2023	<b>20,348</b>	<b>36,583</b>	<b>9,349</b>	<b>2,619</b>	<b>(26,469)</b>	<b>42,430</b>

Six months ended 30 April 2022

	Share capital £'000	Share premium £'000	Merger reserve £'000	Warrant reserve £000	Retained earnings £'000	Total equity £'000
Balance at 1 November 2021	19,021	36,583	9,349	2,571	(25,118)	42,406
Loss for the period	-	-	-	-	(542)	(542)
Issue of ordinary shares	150	-	-	-	-	150
Share based payments	-	-	-	47	-	47
Balance at 30 April 2022	<b>19,171</b>	<b>36,583</b>	<b>9,349</b>	<b>2,618</b>	<b>(25,660)</b>	<b>42,061</b>

Year ended 31 October 2022

	Share capital £'000	Share premium £'000	Merger reserve £'000	Warrant reserve £000	Retained earnings £'000	Total equity £'000
Balance at 1 November 2021	19,021	36,583	9,349	2,571	(25,118)	42,406
Loss for the year	-	-	-	-	(1,065)	(1,065)
Issue of ordinary shares	1,300	-	-	-	-	1,300
Share based payments	-	-	-	48	-	48
Balance at 31 October 2022	<b>20,321</b>	<b>36,583</b>	<b>9,349</b>	<b>2,619</b>	<b>(26,183)</b>	<b>42,689</b>

**Unaudited Consolidated Statement of Financial Position as at 30 April 2023**

	<b>As at 30.04.23</b>	As at 30.04.22	As at 31.10.22
	<b>£'000</b>	£'000	£'000
<b>Assets</b>			
<b>Non-current assets</b>			
Intangible assets	<b>3,583</b>	3,583	3,583
Property, plant and equipment	<b>157</b>	157	157
<b>Total non-current assets</b>	<b>3,740</b>	3,740	3,740
<b>Current assets</b>			
Inventories	<b>47,561</b>	47,004	47,388
Receivables	<b>159</b>	158	167
Cash and cash equivalents	<b>15</b>	5	130
<b>Total current assets</b>	<b>47,735</b>	47,167	47,685
<b>Total assets</b>	<b>51,475</b>	50,907	51,425
<b>Equity</b>			
Share capital	<b>20,348</b>	19,171	20,321
Share premium account	<b>36,583</b>	36,583	36,583
Merger reserve account	<b>9,349</b>	9,349	9,349
Warrant reserve	<b>2,619</b>	2,618	2,619
Retained earnings	<b>(26,469)</b>	(25,660)	(26,183)
<b>Total equity</b>	<b>42,430</b>	42,061	42,689
<b>Liabilities</b>			
Current liabilities	<b>9,045</b>	8,846	8,736
<b>Total equity and liabilities</b>	<b>51,475</b>	50,907	51,425

**Unaudited Consolidated Cash Flow Statement  
Six months ended 30 April 2023**

	<b>6 months ended 30.04.23 £'000</b>	6 months ended 30.04.22 £'000	Year ended 31.10.22 £'000
Loss before taxation	(286)	(542)	(1,065)
Finance costs	66	278	524
Increase in inventories	(173)	(246)	(630)
Decrease in receivables	8	4	5
Increase in current liabilities	234	418	370
Net cash (outflow) from operations	<b>(151)</b>	(88)	(806)
Finance costs	<b>(66)</b>	(231)	(476)
<b>Net cash used in operating activities</b>	<b>(217)</b>	(319)	(1,282)
<b>Cash flows from investing activities</b>			
Purchase of property, plant and equipment	-	-	-
Purchase of intangible assets	-	-	-
<b>Net cash used in investing activities</b>	<b>-</b>	-	-
<b>Cash flows from financing activities</b>			
Net proceeds from the issue of ordinary shares	27	150	1,300
Net loans received / (repaid)	75	154	92
	<b>102</b>	304	1,392
<b>Net (decrease) / increase in cash</b>	<b>(115)</b>	(15)	110
Cash at beginning of period	130	20	20
<b>Cash at end of period</b>	<b>15</b>	5	130

## **Notes to the Unaudited Financial Statements**

### **Six months ended 30 April 2023**

#### **1. General information**

The Company is a public limited company incorporated in England and Wales. The Company's principal activity in the period under review was that of a holding and management company of a Group involved in the design, creation, development and management of environmentally friendly luxury hotels and resorts plus the provision of general management services.

#### **2. Basis of preparation**

The interim financial statements are unaudited and do not constitute statutory accounts as defined in Section 434(3) of the Companies Act 2006. A copy of the audited Report and Financial Statements for the year ended 31 October 2021 has been delivered to the Registrar of Companies. The auditor's report on these accounts was unqualified and did not contain statements under s498(2) to s498(4) of the Companies Act 2006.

These interim financial statements for the six months ended 30 April 2023 comprise an Unaudited Consolidated Statement of Profit and Loss and Other Comprehensive Income, Unaudited Consolidated Statement of Changes in Equity, Unaudited Consolidated Statement of Financial Position and Unaudited Consolidated Cash Flow Statement plus relevant notes.

The interim financial statements are prepared in accordance with EU adopted International Financial Reporting Standards ("IFRS") and the International Financial Reporting Interpretations Committee ("IFRIC") interpretations and the Companies Act 2006 applicable to companies reporting under IFRS.

The principal accounting policies adopted in the preparation of the interim financial statements are consistent with those adopted in the Report and Financial Statements for the year ended 31 October 2022.

#### **Going concern**

The directors have considered the financial and commercial position of the Group in relation to its Project in Crete (the "Project"). In particular, the directors have reviewed the matters referred to below.

Following the unanimous approval of a Plenum of the Greek Council of State, the highest court in Greece, the Presidential Decree granting land use approval for the Project was issued on 11 March 2016 and was published in the Government Gazette. The planning rules for the Project are now enshrined in law. The appeals lodged against the Presidential Decree have been rejected by the Greek Supreme Court. Accordingly, the directors consider that they will conclude further Project joint venture agreements in the near term.

In addition to specific Project related matters as noted above, and as has been the case in the past, the Group continues to need to raise capital in order to meet its existing finance and working capital requirements. While the directors consider that any necessary funds will be raised as required, the ability of the Company to raise these funds is, by its nature, uncertain.

Having taken these matters into account, the directors consider that the going concern basis of preparation of the financial statements is appropriate.

**Notes to the Unaudited Financial Statements (continued)**  
**Six months ended 30 April 2023**

**3. Loss per share attributable to equity holders of the Company**

Earnings per share are calculated by dividing the earnings attributable to the equity holders of a company by the weighted average number of ordinary shares in issue during the period. Diluted earnings per share are calculated by adjusting basic earnings per share to assume the conversion of all dilutive potential ordinary shares. There are no dilutive instruments in issue, therefore the basic loss per share and diluted loss per share are the same. The weighted average number of shares used in calculating basic and diluted loss per share for the six months ended 30 April 2023 was 733,131,124. (Six months ended 30 April 2022: 612,627,502; Year ended 31 October 2022: 647,900,567).

**4. Share based payments charge**

In accordance with IAS 32, the Share based payments charge in respect of warrants finance charges has been included in Finance costs in the Unaudited Consolidated Statement of Comprehensive Income.