CONSOLIDATED ANNUAL REPORT

beginning of financial year:	01.01.2024
end of the financial year:	31.12.2024

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Management report

Introduction

Placet Group OÜ, an international group of companies offering secured and unsecured loans to individuals and legal entities, started its operations in 2005. The company has offices in Tallinn (Estonia) under the trademarks placet.ee, laen.ee, smsraha.ee and in Vilnius (Lithuania) under the trademarks smspinigai.lt and paskolos.lt. The group's parent company Placet Group OÜ is based in Estonia. Placet Group issues the following loan products:

Estonia	**Lithuania**
Short-term loans up to €10 000	Short-term loans up to €15 000
Small loans up to €10 000	Small loans up to €15 000
Credit lines up to €10 000	Credit lines up to €5 000
Credit cards up to €10 000	Credit cards up to €5 000
Refinancing of loans up to €20 000	Refinancing of loans up to 20 000 €
Mortgage loans	Mortgage loans
Leasing up to €15 000	Leasing up to €15 000
SME loans up to €15 000	SME loans up to €15 000

Placet Group's mission is to provide customers with fast and convenient loans on the most suitable terms. We strive to find comprehensive solutions that meet our clients' needs as closely as possible. We also provide financial assistance to help our clients realise their plans and aspirations.

Placet Group aims to be a reliable partner for its customers and to provide them with quality services in the field of loans, which allow them to feel confident about the future. We keep up with the times and are constantly working to improve financial systems. This allows us to offer a fast and convenient service, which results in the possibility to apply for a loan at any time. In addition, we help you to choose the most advantageous and safest loan conditions. Compared to banks, our products and services are more efficient because we are able to quickly combine our customers' needs with modern technological developments.

Placet Group's portfolio has been growing steadily every year and, thanks to the increasing popularity of credit products, exceeded €60 million by the end of 2024. Customers have made carefully considered decisions on amounts and maturities, based on their needs, and have opted for instalments, credit lines instead of short-term loans.

As at 31.12.2024, the structure of the Group is as follows:

Placet Group OÜ (Estonia) is the parent company of the group.

Company registration		**Investor participation**	**Principal activities**
Placet Group OÜ subsidiaries			
UAB Nordecum	Lithuania	100%	Issuing consumer credit
Moncera OÜ	Estonia	100%	Investment platform
Subsidiary of UAB Nordecum			
ITM Inkasso UAB	Lithuania	100%	Collection services

Overview of activities in 2024

2024 was a year of strategic choices for our company, where we took a conscious decision to focus on the development and optimisation of our existing products. Instead of rushing to launch new products, we decided to invest more strengthening the existing product portfolio, consistently improving quality and adding value for customers. At the same time, we remained actively open to new market opportunities, conducting in-depth analyses and evaluating potential expansion opportunities in a rapidly changing business environment.

In the light of the global economic and political situation - including inflationary pressures and interest rate volatility - we made significant changes to our lending policy. We have significantly tightened our lending criteria, based on risk management principles and long-term sustainability. We also improved our portfolio management processes, with a greater focus on portfolio stability, risk diversification and a thorough understanding of customer behaviour.

To improve the accuracy of decisions and the efficiency of processes, we have further integrated data science tools and solutions into our business. We apply a variety of data mining techniques and use predictive models developed in-house to better assess customer behaviour (credit risk) and make evidence-based decisions. The result is a noticeable improvement in the customer experience - faster and more accurate decisions.

As a major change, we have continued to automate our lending decision processes. This not only reduces the manual workload, but also ensures a more consistent and objective assessment. In parallel to automation, we have introduced an additional and more rigorous set of rules for assessing the creditworthiness of customers. This means that, while the proportion of accepted customers will be somewhat reduced, the efficiency of the whole process - from application to processing - will be significantly improved. Ultimately, the quality of the portfolio will also improve.

2024 has launched a new financial product, the overdraft facility (or line of credit) for corporate customers, which has already found its target audience. Based on positive feedback and growing demand, we are actively planning to further develop and expand this product portfolio. It is a flexible and cost-effective financing model that allows companies to use the credit limit according to their actual needs and to pay interest only on the amounts used and only for the time the money was actually used. At the same time, the interest rates we offer are competitive on the market, making the product particularly attractive for cost-conscious companies.

It is important to distinguish between different types of financing needs among businesses. On the one hand, there are companies that need a long-term business loan, for example for investment, expansion or product development - for these, flexibility in terms of loan period and repayments is important. On the other hand, there are companies with short-term liquidity needs - for example, to finance working capital - where speed and low costs become a priority. It is in the latter case that a credit line proves particularly useful - it allows a rapid response to short-term cash flow problems without a lengthy borrowing process.

We have been able to successfully implement such a solution, which has become increasingly known and appreciated, particularly by corporate clients who value the flexibility and cost-effectiveness of financing.

In addition, our company's scoring or credit scoring models are constantly evolving. Thanks to state-of-the-art data analysis tools and semi- or fully automated processes, we are able to make financial offers to corporate clients significantly faster than before, while maintaining a high quality of risk management. In some cases, we are able to prepare a credit offer and make a decision fully automatically, which helps us to provide a fast and seamless service to our corporate clients.

Placet Group's development and innovation go hand in hand with the changing environment around us. Maintaining and growing success requires adapting to change. We are convinced that, thanks to the successes we have achieved and the lessons we have learnt, we will be able to offer the best possible solutions to our customers and secure a strong market position for the future.

Group results

The Estonian company has achieved significant growth in almost all credit product categories, reflecting strong demand and a well-designed strategy in the different target segments. The most modest growth has been in the credit accounts or credit limits segment, where the company already has a strong position and a sizeable portfolio - in this segment the portfolio grew by 9%, showing stability and maturity in this product.

The consumer credit and instalment portfolio grew by 35%, reflecting continued demand for personal finance solutions and the strong position of our products among private individuals. The refinancing portfolio showed even stronger growth, doubling to almost 100%. This suggests that customers are actively looking for better terms to replace existing loans and appreciate the flexibility and conditions we offer.

The commercial loan portfolio grew by an impressive 169%, clear evidence of the success of our new commercial products, including the credit line, and of the growing confidence of businesses in us. The portfolio of loans secured by real estate also grew strongly - by 69% - showing that customers are willing to leverage their assets, especially for longer-term investments or large-scale needs.

Overall, the company's total loan portfolio increased by 37% over the year, reflecting strong growth, successful market positioning and the ability to offer loan products that meet customers' needs in a variety of living and business situations.

The Group's revenue amounted to EUR 22.8 million in 2024 (2023: EUR 27.8 million), consisting of interest income from core business (EUR 18.8 million) and fees (EUR 3.9 million), both of which increased in both Estonia and Lithuania. Consolidated net profit for 2024 was EUR 5.0 million (2023: EUR 4.7 million).

The Group's success and sustainability are ensured by its long operating experience, the competence of its experienced staff, the large number of loyal customers and its adherence to the principle of responsible lending. The organisation also continued to pay significant attention to compliance with the rules of procedure for the prevention and sanctioning of money laundering and terrorist financing, by reinforcing the control of the money laundering and terrorist financing risks of its clients.

General operating environment, exchange rate and interest rate risk

2024 was a difficult year for the European economy. Geopolitical uncertainties continued and inflationary pressures influenced the European Central Bank's decisions to keep base interest rates at record highs. The Group is exposed to the risk of interest rate movements as it has floating rate financial liabilities. The Group's management has continuously assessed the interest rate risk during the reporting year and does not consider it necessary to take any additional measures to hedge the interest rate risk. Management expects the Euribor to peak in 2024, and in the following periods the Euribor is expected to decline, thereby reducing the Group's interest expenses. The transactions carried out by the Group are denominated in euro, so the Group is not exposed to significant currency risk. The Group does not have any financial instruments that are exposed to the risk of changes in foreign exchange rates or stock exchange rates. The Group's activities do not have significant environmental and social impacts.

Seasonality

There is no significant seasonality or cyclicality in the business activities of the Group's companies. The volume of lending is broadly stable throughout the financial year but, as is typical of the sector, there is an increase in lending during the summer months and the Christmas period.

Main events

- The Group's total loan portfolio reached a new record level of EUR 62.7 million.

- We improved the Placet mobile application
- We integrated the mobile app into Apple Pay and Google Pay environments.
- A new common brand- Placet
- We improved and automated the rating process

Main economic indicators and ratios:	**2024**	**2023**
Sales revenue (thousand euros)	22 795	27 765
Coverage ratio for short-term liabilities (in multiples)	2,63	1,60
ROA	6,15%	5.31%
ROE	15,08%	14.11%

Formulas used to calculate ratios:

- Revenue from sales = interest income + fee and commission income
- Current liability coverage ratio (in multiples) = Current assets/current liabilities.
- ROA (%) = net profit/total assets * 100
- ROE (%) = net profit/total equity * 100
- Net profit = Profit (loss) for the financial year

Staff

At the end of 2024, the average number of employees in the group was 75, including 51 in Estonia and 24 in Lithuania. Staff costs including social security contributions amounted to EUR 3 271 thousand. Remuneration paid to the Management Board in 2024 amounted to EUR 92 thousand.

Dividend policy

In 2024 Placet Group paid dividends to shareholders in the amount of EUR 1 912 thousand. Subsidiaries paid dividends of EUR 300 thousand, directing the remaining profits generated to expand their markets. The amount of the dividends to be paid out next year has not yet been determined at the time of closing the annual accounts.

Changes in the composition of the group

As a result of the significant increase in the business volumes of the group company Placet Smart Solutions OÜ in 2023 (including the expansion of activities to the UK), the management of the company has initiated the spin-off of Placet Smart Solutions OÜ (including Wallester AS and Wallester UK Limited) from the group in 2023 by way of a demerger, which was completed on 21 May 2024. In 2023, the management of the group has decided to liquidate the subsidiary Nordecum Sp Z o.o. in Poland. The liquidation process has been completed in May 2024.

Objectives for the next financial year

For the year 2025, macroeconomic factors are expected to continue to have an impact on the financial sector. At the same time, interest rates are expected to start declining, creating a more favourable environment for both lenders and borrowers. Already in the spring, the company has reached a number of financing agreements with significantly more favourable terms compared to 2024. This will provide a solid basis for increasing lending volumes and will help to improve customer solvency and overall credit quality.

Building on these developments, the Group's strategic objectives for 2025 are to increase market share in all countries of operation, further develop digital technologies and offer innovative and customer-centric financial services. The aim is to broaden the product portfolio, offering customers more flexible and value-based solutions, while maintaining a focus on responsible lending and risk management.

The Group will also continue to work systematically towards strengthening the quality of services and the credit portfolio, with a focus on efficiency, automation and data-driven decision making.

The annual accounts

Consolidated statement of financial position

(In Euros)

	31.12.2024	31.12.2023	Note
Assets			
Current assets			
Cash and cash equivalents	705 942	2 688 121	
Receivables and prepayments	29 984 002	42 726 581	2
Inventories	0	63 435	
Total current assets	**30 689 944**	**45 478 137**	
Non-current assets			
Financial investments	458 000	609 722	5
Receivables and prepayments	50 277 859	40 300 400	2
Property, plant and equipment	397 698	542 133	6
Intangible assets	0	2 214 729	
Total non-current assets	**51 133 557**	**43 666 984**	
Total assets	**81 823 501**	**89 145 121**	
Liabilities and equity			
Liabilities			
Current liabilities			
Loan liablities	9 675 872	5 733 226	7
Payables and prepayments	1 968 346	22 588 063	8
Provisions	36 000	34 000	
Total current liabilities	**11 680 218**	**28 355 289**	
Non-current liabilities			
Loan liablities	36 775 105	27 241 967	7
Total non-current liabilities	**36 775 105**	**27 241 967**	
Total liabilities	**48 455 323**	**55 597 256**	
Equity			
Equity held by shareholders and partners in parent company			
Issued capital	7 300 000	7 300 000	
Share premium	65 829	65 829	
Unrealised exchange rate	0	77 571	
Retained earnings (loss)	20 970 283	21 370 856	
Annual period profit (loss)	5 032 066	4 733 609	
Total equity held by shareholders and partners in parent company	**33 368 178**	**33 547 865**	
Total equity	**33 368 178**	**33 547 865**	
Total liabilities and equity	**81 823 501**	**89 145 121**	

Consolidated income statement

(In Euros)

	2024	2023	Note
Interest income	18 827 757	15 607 859	12
Interest expenses	-3 413 550	-2 362 001	
Net interest income	**15 414 207**	**13 245 858**	
Service fee income	3 967 243	12 172 375	12
Service fee expenses	-1 078 765	-3 824 023	
Net service fee income	**2 888 478**	**8 348 352**	
Other financial income and expense	1 499	201 531	16
Other income	414 182	386 363	13
Other operating expense	-9 681 318	-9 489 143	14
Employee expense	-3 271 012	-6 995 931	15
Depreciation and impairment loss (reversal)	-11 238	-290 886	6
Other expense	-33 933	-57 219	
Profit (loss) before tax	**5 720 865**	**5 348 925**	
Income tax expense	-688 799	-615 316	17
Annual period profit (loss)	**5 032 066**	**4 733 609**	
Profit (loss) from shareholders and partners in parent company	5 032 066	4 733 609	

Consolidated statement of cash flows

(In Euros)

	2024	2023	Note
Cash flows from operating activities			
Operating profit (loss)	9 132 915	7 509 395	
Adjustments			
Depreciation and impairment loss (reversal)	11 238	290 886	6
Other adjustments	-20 173 072	-15 617 127	
Total adjustments	**-20 161 834**	**-15 326 241**	
Changes in receivables and prepayments related to operating activities	-17 281 901	-21 282 059	2
Changes in inventories	0	147	
Changes in payables and prepayments related to operating activities	32 763	14 139 593	9
Interest received	18 587 767	15 553 132	
Income tax refund (paid)	-712 456	-571 711	
Total cash flows from operating activities	**-10 402 746**	**22 256**	
Cash flows from investing activities			
Purchase of property, plant and equipment and intangible assets	0	-1 920 732	
Other cash payments to acquire other financial investments	0	-108 555	
Other cash receipts from sales of other financial investments	0	109 658	
Repayments of loans given	151 722	0	
Interest received	1 500	111 418	
Dividends received	0	87 477	
Total cash flows from investing activities	**153 222**	**-1 720 734**	
Cash flows from financing activities			
Loans received	81 026 550	55 166 976	
Repayments of loans received	-67 539 339	-51 485 726	
Interest paid	-3 307 337	-2 605 104	
Proceeds from issuing shares	0	1 600 000	
Dividends paid	-1 912 529	-1 588 374	
Total cash flows from financing activities	**8 267 345**	**1 087 772**	
Total cash flows	**-1 982 179**	**-610 706**	
Cash and cash equivalents at beginning of period	2 688 121	3 337 669	
Change in cash and cash equivalents	**-1 982 179**	**-610 706**	
Effect on exchange rate changes on cash and cash equivalents	0	-38 842	
Cash and cash equivalents at end of period	705 942	2 688 121	

Consolidated statement of changes in equity

(In Euros)

	Equity held by shareholders and partners in parent company				Total
	Issued capital	Share premium	Unrealised exchange rate	Retained earnings (loss)	
31.12.2022	5 700 000	65 829	116 413	22 974 285	28 856 527
Restated balance 31.12.2022	5 700 000	65 829	116 413	22 974 285	28 856 527
Annual period profit (loss)	0	0	0	4 733 609	4 733 609
Issue of equity	1 600 000	0	0	0	1 600 000
Declared dividends	0	0	0	-1 588 374	-1 588 374
Changes in reserves	0	0	0	-15 204	-15 204
Other changes in equity			-38 842	149	-38 693
31.12.2023	7 300 000	65 829	77 571	26 104 465	33 547 865
Annual period profit (loss)	0	0	0	5 032 066	5 032 066
Declared dividends	0	0	0	-1 912 530	-1 912 530
Other changes in equity	0	0	-77 571	-3 221 652	-3 299 223
31.12.2024	7 300 000	65 829	0	26 002 349	33 368 178

Other changes in equity include the change in the book value of the net assets of the companies involved in the division and liquidation and the change in the nominal value of the share capital.

Notes

Note 1 Accounting policies

General information

The 2023 annual accounts of Placet Group OÜ have been prepared in compliance with the EFRS (Estonian Financial Reporting Standards). The basic requirements of the EFRS have been established in the Accounting Act of the Republic of Estonia and accompanied by the guidelines issued by the Accounting Standards Board.
The preparation of the annual accounts has been based on the acquisition cost principle, except when described otherwise in the accounting polices below.
The annual accounts have been compiled in euros.

Preparation of consolidated statements

The financial indicators of the subsidiaries have been consolidated line by line from the date of acquisition of control.

Foreign subsidiaries for consolidation, their accounts are translated from foreign currency into euros. Assets (excluding the parent 's investment in subsidiaries and liability items are translated at the exchange rate at the reporting date and income and expenses and other changes in equity are converted on the basis of the weighted average rate for the period.
Minority interests are recognized in the consolidated balance sheet as equity separately from the equity attributable to owners of the parent, and in the consolidated income statement as a separate item before the net profit of the group.

Financial assets

Financial assets include cash, short-term financial investments, trade and other short-term and long-term receivables,incl. loan receivables. Due to the specific nature of Wallester AS's activities, customer money in special settlement accounts in the bank is recognized in the balance sheet as accrued income.
Financial assets are initially recognized at cost, which is the fair value of the consideration given or received for the financial asset. Initial acquisition cost includes all transaction costs directly related to the financial asset.
A financial asset is direcognised when the entity loses the right to receive cash flows from the financial asset or cash flows to the counterparty from the asset and most of the risks and rewards of the financial asset.
Purchases and sales of financial assets are recognized on a straight-line basis over the estimated useful lives of the financial assets ownership of the financial assets sold.

Cash and cash equivalents

Cash and cash equivalents include cash on hand, balances on current (settlement) bank accounts, deposit withdrawable on demand, and short-term revocable bank deposits with an original maturity of up to one year.

The cash flow statement is calculated using indirect method for cash flows from operating activities and direct method for cash flow from finansing and investing activities.

Foreign currency transactions and assets and liabilities denominated in a foreign currency

Foreign currency transactions have been recorded using the official exchange rates of the European Central Bank on the day of transaction. Financial assets and liabilities and non-monetary financial assets and liabilities, which are recorded in a foreign currency using the fair value method, are re-valued on the date of the balance sheet in euros using the official exchange rates of the European Central Bank. Profits from foreign currency transactions are recorded on the income statement as revenue and expenses of the period.

Financial investments

Long-term investments in other equity instruments are carried at cost as they are not actively traded and there are no alternative methods for reliably estimating their value.

Shares of subsidiaries and associates

Shares in associates and other securities acquired for a period longer than one year are recognized in the balance sheet as long-term financial investments.
A subsidiary is a company over which the parent company has control. A subsidiary is considered to be controlled if it is a parent owns, directly or through subsidiaries, more than 50% of the voting stock or share capital of a subsidiary, if the parent controls the financial and operating policies of the subsidiary under a contract or agreement, or when the parent has the power to appoint or remove majority of the

members of the executive and senior management bodies.
Investments in subsidiaries and associates are accounted for in the separate balance sheet using the cost method. Acquired holding the acquisition cost is the fair value of the consideration paid for the acquisition and the costs directly attributable to the acquisition.
In the consolidated financial statements, subsidiaries are reported on a line-by-line basis.
At each reporting date, the Company's management assesses whether there is any indication that an investment may be impaired. In case of doubt, that the carrying amount of the investment is tested, the test of the asset’s recoverable amount is performed in a manner similar to fixed assets. If it becomes apparent that the
recoverable amount of an asset is lower than its carrying amount, the investment is written down recoverable amount.
In the consolidated financial statements, subsidiaries are accounted for line by line using the consolidation method.

Receivables and prepayments

Loan receivables arising in the ordinary course of business are recognized as receivables from customers. Receivables from customers are recognized at amortized cost (i.e. nominal value less repayments and discounts, if any).
Impairment losses on receivables are recognized when there is objective evidence that not all amounts due will be collected in accordance with the requirements.
Circumstances that indicate a possible impairment of receivables are the bankruptcy of the debtor or significant financial difficulties and non-compliance with payment deadlines. Impairment of individually significant receivables (i.e. need for write-downs) is valued separately for each purchaser based on the present value of the amounts expected to be received in the future. For claims that do not are not individually significant and are not explicitly known to be impaired, an impairment loss is assessed as a whole, taking into account the experience of previous years with outstanding claims.
The impairment test for receivables arising from core activities is carried out at each reporting date. As a result of this test, the write-off of bad debts or the creation of a provision for doubtful debts occurs. As noted above, adjustments to receivables must be recognized either individually or statistically. The adjustments are based on a set of objective criteria, taking into account materiality aspects. The main criterion for assessing the need for an adjustment (write-off or provision) is the length of the delay periods. At the same time, the criteria applied by each group company must be consistent with the approaches described in these internal regulations by the parent company, and all group companies must apply the same criteria synchronously.
The amount of the allowance for doubtful receivables is the difference between the carrying amount of the receivable and its future cash flows, using historical receivables statistics and the resulting receipts rates.
The carrying amount of receivables is reduced by the amount of the allowance for doubtful receivables and the impairment loss is recognized in the income statement as miscellaneous operating expenses. If a receivable is deemed to be uncollectible or sold, the receivable and its discount are removed from the balance sheet.
The consideration received for the sold receivable is recognized by deducting the cost of doubtful receivables.
Receivables from previously written-down doubtful receivables are recognized as a reduction of the cost of doubtful receivables.

Plant, property and equipment and intangible assets

When recognizing property, plant and equipment in the balance sheet, accumulated depreciation and the value of assets are deducted from their acquisition cost
discounts due to decline.
Based on the materiality principle, those assets whose acquisition cost exceeds 5,000 euros and whose useful life is over one year. Assets with a lower acquisition cost or a shorter useful life are expensed as they are taken into use and their off-balance sheet accounts are kept.
If an item of property, plant and equipment consists of distinguishable significant components that have different useful lives, these components are accounted for as separate assets, with separate depreciation rates being determined accordingly useful life of the components.
If the construction of an item of property, plant and equipment takes a longer period of time and is financed by a loan, borrowing costs are included into the acquisition cost of the object. The cost of the asset is capitalized as borrowing costs calculated from the date of the asset from the moment of commencement of production until the completion of the property.
The Group uses the straight-line and combined method of depreciating property, plant and equipment. Tangible fixed assets for groups are generally the following useful lives have been determined:

Group of property, plant and equipment	Useful life
Buildings and facilities	10 - 50 years

Due to the specifics of an item of property, plant and equipment, its useful life may differ from that of other similar groups. In this case, it will be reviewed separately and be assigned an appropriate depreciation period.
The depreciation rates applied to property, plant and equipment are reviewed when circumstances have arisen that could significantly change the value of the property, plant and equipment or the useful life of the asset group. The effect of changes in estimates is reflected in the reporting period and subsequent periods.
If the residual value of an asset exceeds its carrying amount, the asset is depreciated; depreciation is restarted from the moment the residual value of the asset has fallen below its carrying amount.

If an item of property, plant and equipment has incurred costs that meet the definition of property, plant and equipment, those costs are added to the acquisition cost of the fixed asset. Expenses related to current maintenance and repairs are recognized as expenses in the reporting period. When a significant component of an item of property, plant and equipment is replaced, the cost of the new component is added the cost of the item, provided that it meets the definition of property, plant and equipment. The replacement component is written off the balance sheet. If the cost of the component to be replaced is not known, the cost of the replacement is estimated at the time of replacement cost less estimated depreciation.

Minimal acquisition cost 5000 EUR

Intangible assets are recognized in the balance sheet at their cost less any accumulated depreciation and any impairment losses.
In recognizing development costs, an enterprise proceeds from intangible assets the accounting policy since all of the following criteria have been met:
(i) there are technical and financial possibilities and a positive intention to carry out the project;
(ii) the enterprise is able to use or sell the property it creates;
(iii) the future economic benefits of the intangible assets can be estimated (including the existence of a market for products resulting from the implementation of the project and for services);
(iv) the amount of development costs can be measured reliably.
Costs related to the development of software for an internally developed project, which mainly consist of internal employee costs.
When accounting for depreciation, the linear method is used. The depreciation rate is determined separately for each item of intangible fixed assets, depending on its useful life, 3-5 years.

Financial liabilities

All financial liabilities (trade payables, borrowings, issued bonds, other current and non-current liabilities and accrued liabilities incl. outstanding the obligation to the partners for the settlement of transactions made with the cards issued and the obligations to the company's partners for the mandatory collateral provided in money under the cooperation agreement concluded by the partners) are initially recognized at cost, which includes all costs directly attributable to the acquisition.
Subsequent recognition is based on the amortized cost method (except for financial liabilities acquired for resale and fair value derivatives that are carried at fair value).
The adjusted cost of short-term financial liabilities is generally equal to their nominal value, therefore short-term financial liabilities are recognized in the balance sheet at the amount due. Adjusted cost of long - term financial liabilities they are initially recognized at the fair value of the consideration received (net of transaction costs), interest expense on liabilities using the effective interest method.
A financial liability is classified as current if it is due to be settled within twelve months after the reporting date; or the group does not have unconditional right to defer settlement of the liability for more than 12 months after the reporting date. Loans with a maturity of 12 but refinanced as non-current after the balance sheet date, but before the annual accounts, are authorized for short-term.
A financial liability is excluded from the balance, if it is fully completed or overdue.

Provisions and contingent liabilities

A provision is recognized in the balance sheet if the entity has a legal or constructive obligation as a result of an obligating event that occurred before the reporting date.
a liability that is probable of realization and the amount of which can be measured reliably. Provisions are being assessed based on the estimates, experience and, where appropriate, the estimates of independent experts, and shall be are necessary to meet the commitments relating to the provision as at the reporting date.

Revenue recognition

Interest income from operating activities
Interest income is calculated over the life of the contract based on the effective interest rate and the outstanding principal balance; and is recognized in the income statement under operating income in the line "interest income". Interest income is recognized in the income statement for all receivables that are carried at amortized cost using the effective interest method. The internal interest rate is as follows the interest rate at which discounting the cash flows of the financial asset or financial liability results in a financial asset or financial liability; current carrying amount. The calculation of the effective interest rate includes all payments made or receivable in respect of a given financial asset or financial liability transaction costs, premiums and discounts.
Other income
Revenue from fines, contract fees and other service fees is recognized when the cash is received.
Revenue from the sale of services is recognized when the service is provided.
Revenue from the service provided over a longer period of time is recognized using the stage of completion method, i.e. revenue from the provision of a service is recognized in proportion to the costs associated with the provision of the service in the same periods. Project accounting uses the object that is added to the record an identifier to link the income and expenses of the service.
Amounts collected on behalf of third parties are not income of the company.

Taxation

According to the Income Tax Act in force in Estonia, the company's profit for the financial year is not taxed in Estonia. Income tax is paid dividends, special benefits, gifts, donations, entertainment expenses, non-business payments and transfer pricing adjustments. Corporate income tax associated with the payment of dividends is recognized as a liability and in the income statement as an income tax expense in the same period as the dividends are declared, regardless of the period for which they are declared or when they are actually paid out.
As of 01.01.2019, 1/3 of the previous year's dividend is taxed in the amount of a private individual - the dividend paid to the owner is taxed at the rate of 14/86. Income tax expense and liabilities of subsidiaries located abroad (Lithuania, Poland) are reported in the financial statements of these subsidiaries in accordance with the laws of that country tax legislation.
The maximum possible amount of income tax liability that could result from the payment of dividends is disclosed in the note 18 to the annual report.

Related parties

The following parties have been considered related parties:
* owners (persons controlling or having significant influence over the company);
* executive and senior management;
* close family members of the persons listed above and companies controlled or significantly influenced by them
* companies controlled or significantly influenced by owners

Note 2 Receivables and prepayments

(In Euros)

	31.12.2024	Allocation by remaining maturity		
		Within 12 months	1 - 5 years	Over 5 years
Accounts receivable	90 374	77 512	12 862	0
Accounts receivables	90 374	77 512	12 862	0
Tax prepayments and receivables	12 291	12 291	0	0
Loan receivables	83 243 349	33 002 224	47 102 765	3 138 360
Other receivables	2 843 776	2 843 776	0	0
Interest receivables	2 016 447	2 016 447	0	0
Accrued income	827 329	827 329	0	0
Prepayments	141 497	117 625	23 872	0
Other paid prepayments	141 497	117 625	23 872	0
Total receivables and prepayments	**80 261 861**	**29 984 002**	**47 139 499**	**3 138 360**

	31.12.2023	Allocation by remaining maturity		
		Within 12 months	1 - 5 years	Over 5 years
Accounts receivable	567 488	545 927	21 561	0
Accounts receivables	708 217	686 656	21 561	0
Allowance for doubtful receivables	-140 729	-140 729	0	0
Tax prepayments and receivables	115 828	115 828	0	0
Loan receivables	62 720 718	23 135 687	37 547 228	2 037 803
Other receivables	21 262 929	20 569 121	693 808	0
Interest receivables	1 325 155	1 325 155	0	0
Accrued income	19 937 774	19 243 966	693 808	0
Prepayments	717 869	717 869	0	0
Deferred expenses	283 932	283 932	0	0
Other paid prepayments	433 937	433 937	0	0
Provision for bad or doubtful receivables	-2 357 851	-2 357 851	0	0
Total receivables and prepayments	**83 026 981**	**42 726 581**	**38 262 597**	**2 037 803**

Note 3 Tax prepayments and liabilities
(In Euros)

	31.12.2024		31.12.2023	
	Tax prepayments	Tax liabilities	Tax prepayments	Tax liabilities
Corporate income tax	0	146 294	0	168 036
Value added tax	0	33 874	0	45 706
Personal income tax	0	33 844	0	130 856
Fringe benefit income tax	0	5 014	0	16 099
Social tax	0	94 438	0	232 200
Contributions to mandatory funded pension	0	1 283	0	7 067
Unemployment insurance tax	0	4 103	0	14 291
Other tax prepayments and liabilities	0	0	3 662	0
Prepayment account balance	12 291		112 166	
Total tax prepayments and liabilities	**12 291**	**318 850**	**115 828**	**614 255**

Note 4 Shares of subsidiaries
(In Euros)

Shares of subsidiaries, general information					
Subsidiary's registry code	**Name of subsidiary**	**Country of incorporation**	**Principal activity**	**Ownership interest (%)**	
				31.12.2023	**31.12.2024**
302535232	Nordecum UAB	Lithuania		100	100
302604899	UAB ITM Inkasso	Lithuania		100	100
14866045	Moncera OÜ	Estonia		100	100
361270895	Nordecum Sp. z. o.o.	Poland		100	0
14983839	Placet Smart Solutions OÜ	Estonia		100	0
11812882	Wallester AS	Estonia		100	0
14478454	Wallester UK Limited	United Kingdom		100	0

Shares of subsidiaries, detaild information			
Name of subsidiary	**31.12.2023**	**Other changes**	**31.12.2024**
Nordecum UAB	477 840	0	477 840
UAB ITM Inkasso	0	0	0
Moncera OÜ	150 000	0	150 000
Nordecum Sp. z. o.o.	0	0	0
Placet Smart Solutions OÜ	5 717 500	-5 717 500	0
Wallester AS	5 569 824	-5 569 824	0
Wallester UK Limited	11 424	-11 424	0
Total shares of subsidiaries, at end of previous period	**11 926 588**	**-11 298 748**	**627 840**

In the consolidated balance sheet, all subsidiary and subsidiary-subsidiary companies are consolidated on a line-by-line basis. UAB ITM Inkasso is a subsidiary (i.e. a subsidiary-subsidiary) of UAB Nordecum, a subsidiary of in Lithuania, which has been 100% written down in previous years.
In the unconsolidated balance sheet of the parent company, the investments in the shares of UAB Nordecum and Moncera OÜ are recognised at cost,taking into account the write-down.
In 2024, a demerger of the subsidiary Placet Smart Solutions OÜ took place, as a result of which Placet Smart Solutions OÜ and its subsidiaries Wallester AS and Wallester UK Limited left the group.
Nordecum Sp. z.o.o. was liquidated in 2024.

Note 5 Long-term financial investments

(In Euros)

			Total
	Shares	**Other**	
31.12.2022	458 000	152 825	610 825
Acquisition		108 555	108 555
Disposal at selling price or redemption		-109 658	-109 658
31.12.2023	**458 000**	**151 722**	**609 722**
			Total
	Shares	**Other**	
31.12.2023	458 000	151 722	609 722
Profit (loss) from disposal and revaluation		-151 722	-151 722
31.12.2024	**458 000**	**0**	**458 000**

Placet Group OÜ's investment in Tallinna Hoiu-Laenuühistu at cost is included as a long-term financial investment. 2024.a. Tallinna Hoiu-Laenuühist has not paid dividends.

Note 6 Property, plant and equipment

(In Euros)

			Total
	Buildings	**Other property, plant and equipment**	
31.12.2022			
Carried at cost	485 000	45 111	530 111
Accumulated depreciation	-72 720	-33 025	-105 745
Residual cost	**412 280**	**12 086**	**424 366**
Acquisitions and additions		148 541	148 541
Other acquistions and additions		148 541	148 541
Depreciation	-9 696	-21 078	-30 774
31.12.2023			
Carried at cost	485 000	193 651	678 651
Accumulated depreciation	-82 416	-54 102	-136 518
Residual cost	**402 584**	**139 549**	**542 133**
Depreciation	-9 696	-1 542	-11 238
Other changes		-133 197	-133 197
31.12.2024			
Carried at cost	485 000	9 254	494 254
Accumulated depreciation	-92 112	-4 444	-96 556
Residual cost	**392 888**	**4 810**	**397 698**

The head office of Placet Group, located in Tallinn, at F.R.Kreutzwaldi 4-1, is included as a building. Other tangible fixed assets mainly include furniture and equipment.

Note 7 Loan commitments

(In Euros)

	31.12.2024	Allocation by remaining maturity			Interest rate	Base currencies	Due date
		Within 12 months	1 - 5 years	Over 5 years			
Current loans							
Loans	9 675 872	9 675 872			5-15%	EUR	2025
Current loans total	9 675 872	9 675 872					
Non-current loans							
Overdraft	14 884 563			14 884 563	5.5%+Euribor	EUR	2025
Loans	21 890 542		12 104 865	9 785 677	5-15%	EUR	2026-2033
Non-current loans total	36 775 105		12 104 865	24 670 240			
Loan commitments total	**46 450 977**	**9 675 872**	**12 104 865**	**24 670 240**			

	31.12.2023	Allocation by remaining maturity			Interest rate	Base currencies	Due date
		Within 12 months	1 - 5 years	Over 5 years			
Current loans							
Loans	3 705 535	3 705 535			5%-13%	EUR	2024
Current loans total	3 705 535	3 705 535					
Non-current loans							
Overdraft	9 721 355		9 721 355		5.5%+Euribor	EUR	2025
Loans	19 548 303	2 027 691	17 369 793	150 819	5%-13%	EUR	2024-2033
Non-current loans total	29 269 658	2 027 691	27 091 148	150 819			
Loan commitments total	**32 975 193**	**5 733 226**	**27 091 148**	**150 819**			

Loans also include the amount of loans received from related parties, which at 31.12.2024 amounts to EUR 5 750 000 (31.12.2023 - EUR 4 400 000), with an interest rate of 7% (Note 18).
The overdraft facility, the loans from Moncera OÜ and Mintos Marketplace OÜ are secured by a pledge of claims.

Note 8 Payables and prepayments
(In Euros)

	31.12.2024	Within 12 months
Trade payables	327 368	327 368
Employee payables	299 026	299 026
Tax payables	318 850	318 850
Other payables	795 631	795 631
Interest payables	281 477	281 477
Other accrued expenses	514 154	514 154
Prepayments received	227 471	227 471
Other received prepayments	227 471	227 471
Total payables and prepayments	**1 968 346**	**1 968 346**
	31.12.2023	**Within 12 months**
Trade payables	489 540	489 540
Employee payables	1 074 388	1 074 388
Tax payables	614 255	614 255
Other payables	20 163 101	20 163 101
Interest payables	175 263	175 263
Other accrued expenses	19 987 838	19 987 838
Prepayments received	246 779	246 779
Other received prepayments	246 779	246 779
Total payables and prepayments	**22 588 063**	**22 588 063**

Note 9 Employee payables
(In Euros)

	31.12.2024	31.12.2023
Remuneration liability	231 537	778 332
Vacation pay liability	118 278	296 056
Total employee payables	**349 815**	**1 074 388**

Note 10 Other payables

(In Euros)

	31.12.2024	Within 12 months
Interest payables	281 477	281 477
Interest	281 477	281 477
Other accrued expenses	514 154	514 154
Other	514 154	514 154
Total other payables	795 631	795 631
	31.12.2023	**Within 12 months**
Interest payables	175 263	175 263
Interest	175 263	175 263
Other accrued expenses	19 987 838	19 987 838
Clients' money	14 961 142	14 961 142
Collateral received from Clients	1 319 912	1 319 912
Settlement obligations to VISA	2 568 439	2 568 439
Other accrued charges	1 138 345	1 138 345
Total other payables	20 163 101	20 163 101

Note 11 Share capital

(In Euros)

	31.12.2024	31.12.2023
Share capital	7 300 000	7 300 000
Number of shares (pcs)	2	2

Note 12 Net sales

(In Euros)

	2024	2023
Net sales by geographical location		
Net sales in European Union		
Estonia	15 938 912	14 012 039
Lithuania	6 856 089	7 808 732
Bulgaria	0	66 094
Czech Republic	0	92 289
Cyprus	0	837 858
Denmark	0	115 684
Germany	0	133 064
Latvia	0	361 437
France	0	89 970
Hungary	0	81 291
Ireland	0	115 891
Netherlands	0	101 220
Spain	0	77 392
Belgium	0	63 956
Finland	0	54 906
Austria	0	32 605
Other European Union net sales	0	123 783
Total net sales in European Union	**22 795 001**	**24 168 211**
Net sales outside of European Union		
Switzerland	0	164 300
United Kingdom	0	2 455 962
Canada	0	33 147
Hong Kong	0	186 587
United Arab Emirates	0	19 177
United States of America	0	739 722
Other net sales outside of European Union	0	13 128
Total net sales outside of European Union	**0**	**3 612 023**
Total net sales	**22 795 001**	**27 780 234**
Net sales by operating activities		
Ineterest income	18 827 757	15 607 859
Service fee income	3 967 244	12 172 375
Total net sales	**22 795 001**	**27 780 234**

The change in the composition of sales is due to a change in structure.
Other adjustments in the cash flow statement consist of interest income and the adjustment of the closing balances of the subsidiary involved in the division.

Note 13 Other operating income

(In Euros)

	2024	2023
Profit from exchange rate differences	37	194
Fines, penalties and compensations	154 008	140 088
IT services	228 105	151 571
Advertising	18 260	18 260
Legal services	4 008	8 000
Debt collection services	9 764	41 814
Other	0	26 436
Total other operating income	**414 182**	**386 363**

Note 14 Miscellaneous operating expenses

(In Euros)

	2024	2023
Leases	104 133	304 720
Energy	**22 777**	**36 907**
Electricity	18 613	28 681
Heat energy	4 164	8 226
Miscellaneous office expenses	815 339	1 308 648
Travel expense	347	111 709
State and local taxes	40 744	90 090
Allowance for doubtful receivables	5 568 153	3 851 832
Advertising expenses	2 553 627	3 100 588
Legal and consulting expenses	286 420	214 896
IT expences	289 778	469 753
Total miscellaneous operating expenses	**9 681 318**	**9 489 143**

Note 15 Labor expense

(In Euros)

	2024	2023
Wage and salary expense	2 667 265	6 641 336
Social security taxes	603 746	2 021 797
Work performed by entity and capitalised	0	-1 667 202
Total labor expense	**3 271 011**	**6 995 931**
Average number of employees in full time equivalent units	75	182
Average number of employees by types of employment:		
Person employed under employment contract	71	176
Member of management or controlling body of legal person	4	6

Note 16 Other financial income and expense

(In Euros)

	2024	2023
Profit (loss) from exchange rate differences	0	-150
Interest income	0	111 418
Received dividends	0	87 477
Other financial expense	1 499	2 786
Total other financial income and expense	**1 499**	**201 531**

Note 17 Income tax

(In Euros)

Income tax expense components	2024		2023	
	Taxable amount	Income tax expense	Taxable amount	Income tax expense
Declared dividends	1 912 529	337 689	1 588 374	302 719
Estonia	1 912 529	337 689	1 588 374	302 719
Income tax on profit for the financial year	2 340 734	351 110	2 083 979	312 597
Other countries	2 340 734	351 110	2 083 979	312 597
Total	4 253 263	688 799	3 672 353	615 316

Subsidiaries registered outside Estonia account for income tax on the company's profits and recognise it as income tax expense. In Lithuania, the income tax rate is 15%.
The company's retained earnings as at 31.12.2024 amounted to EUR 26 002 349. The maximum potential income tax liability that may incur on the distribution of the total undistributed profit in the form of dividends is EUR 7 333 996. The maximum possible income tax liability has been calculated on the assumption that the total of the dividends to be distributed and the income tax expense resulting from their payment cannot exceed the distributable profit as at 31.12.2024.
The income tax liability may be reduced by dividends received from subsidiaries.

Note 18 Related parties

(In Euros)

Related party balances according to groups

SHORT TERM	31.12.2024	31.12.2023
Receivables and prepayments		
Management and higher supervisory body and individuals with material ownership interest and material influence of management and higher	255 672	34 493
Total receivables and prepayments	**255 672**	**34 493**
Loan commitments		
Management and higher supervisory body and individuals with material ownership interest and material influence of management and higher	2 750 000	0
Total loan commitments	**2 750 000**	**0**
Payables and prepayments		

Management and higher supervisory body and individuals with material ownership interest and material influence of management and higher	198 821	386 600
Total payables and prepayments	**198 821**	**386 600**

LONG TERM	31.12.2024	31.12.2023
Receivables and prepayments		
Management and higher supervisory body and individuals with material ownership interest and material influence of management and higher	4 029	16 808
Total receivables and prepayments	**4 029**	**16 808**
Loan commitments		
Management and higher supervisory body and individuals with material ownership interest and material influence of management and higher	9 589 190	4 400 000
Total loan commitments	**9 589 190**	**4 400 000**

LOAN COMMITMENTS	31.12.2022	Loans received	Loans received repayments	31.12.2023	Interest accrued for period
Management and higher supervisory body and individuals with material ownership interest and material influence of management and higher	4 000 000	1 400 000	1 000 000	4 400 000	289 771
Total loan commitments	**4 000 000**	**1 400 000**	**1 000 000**	**4 400 000**	**289 771**
LOAN COMMITMENTS	**31.12.2023**	**Loans received**	**Loans received repayments**	**31.12.2024**	**Interest accrued for period**
Management and higher supervisory body and individuals with material ownership interest and material influence of management and higher	4 400 000	2 750 000	1 400 000	5 750 000	384 057
Total loan commitments	**4 400 000**	**2 750 000**	**1 400 000**	**5 750 000**	**384 057**

SOLD	2024	2023
	Services	Services
Management and higher supervisory body and individuals with material ownership interest and material influence of management and higher	219 589	354 648
Total sold	**219 589**	**354 648**

BOUGHT	2024	2023
	Services	Services
Management and higher supervisory body and individuals with material ownership interest and material influence of management and higher	282 945	373 165
Total bought	**282 945**	**373 165**

Remuneration and other significant benefits calculated for members of management and highest supervisory body		
	2024	**2023**
Remuneration	100 359	334 519

Note 19 Non consolidated statement of financial position

(In Euros)

	31.12.2024	**31.12.2023**
Assets		
Current assets		
Cash and cash equivalents	294 200	684 295
Receivables and prepayments	21 079 417	16 859 484
Total current assets	**21 373 617**	**17 543 779**
Non-current assets		
Investments in subsidiaries and associates	627 840	6 345 340
Financial investments	458 000	458 000
Receivables and prepayments	36 093 089	27 861 350
Property, plant and equipment	392 888	402 584
Total non-current assets	**37 571 817**	**35 067 274**
Total assets	**58 945 434**	**52 611 053**
Liabilities and equity		
Liabilities		
Current liabilities		
Loan liablities	4 287 053	2 450 237
Payables and prepayments	1 199 037	909 315
Provisions	36 000	34 000
Total current liabilities	**5 522 090**	**3 393 552**
Non-current liabilities		
Loan liablities	24 526 202	17 328 665
Total non-current liabilities	**24 526 202**	**17 328 665**
Total liabilities	**30 048 292**	**20 722 217**
Equity		
Issued capital	7 300 000	7 300 000
Share premium	65 829	65 829
Retained earnings (loss)	16 892 977	19 844 426
Annual period profit (loss)	4 638 336	4 678 581
Total equity	**28 897 142**	**31 888 836**
Total liabilities and equity	**58 945 434**	**52 611 053**

Note 20 Non consolidated income statement

(In Euros)

	2024	2023
Interest income	14 685 143	12 019 554
Interest expenses	-2 051 737	-1 405 801
Net interest income	**12 633 406**	**10 613 753**
Service fee income	1 257 206	1 059 402
Service fee expenses	-665 107	-629 748
Net service fee income	**592 099**	**429 654**
Other financial income and expense	301 500	269 664
Other income	467 302	381 800
Other operating expense	-6 806 055	-4 676 622
Employee expense	-2 193 088	-2 023 206
Depreciation and impairment loss (reversal)	-9 696	-9 696
Other expense	-9 443	-4 047
Profit (loss) before tax	**4 976 025**	**4 981 300**
Income tax expense	-337 689	-302 719
Annual period profit (loss)	**4 638 336**	**4 678 581**

Note 21 Non consolidated statement of cash flows

(In Euros)

	2024	2023
Cash flows from operating activities		
Operating profit (loss)	6 719 205	6 005 935
Adjustments		
Depreciation and impairment loss (reversal)	9 696	9 696
Other adjustments	-14 678 085	-11 903 052
Total adjustments	**-14 668 389**	**-11 893 356**
Changes in receivables and prepayments related to operating activities	-12 761 352	-6 452 893
Changes in payables and prepayments related to operating activities	209 846	139 533
Interest paid	14 468 138	11 952 236
Total cash flows from operating activities	**-6 032 552**	**-248 545**
Cash flows from investing activities		
Other cash payments to acquire subsidiaries	0	-1 600 000
Loans given	-450 000	-1 100 000
Repayments of loans given	965 000	1 686 900
Interest received	13 183	121 635
Dividends received	300 000	267 477
Total cash flows from investing activities	**828 183**	**-623 988**
Cash flows from financing activities		
Loans received	64 152 215	46 816 541
Repayments of loans received	-55 117 862	-44 527 832
Interest paid	-1 969 861	-1 364 273
Proceeds from issuing shares	0	1 600 000
Dividends paid	-1 912 529	-1 588 374
Income tax refund (paid)	-337 689	-302 719
Total cash flows from financing activities	**4 814 274**	**633 343**
Total cash flows	**-390 095**	**-239 190**
Cash and cash equivalents at beginning of period	684 295	923 485
Change in cash and cash equivalents	**-390 095**	**-239 190**
Cash and cash equivalents at end of period	294 200	684 295

Note 22 Non consolidated statement of changes in equity
(In Euros)

				Total
	Issued capital	Share premium	Retained earnings (loss)	
31.12.2022	5 700 000	65 829	21 432 800	27 198 629
Restated balance 31.12.2022	5 700 000	65 829	21 432 800	27 198 629
Annual period profit (loss)			4 678 581	4 678 581
Issue of equity	1 600 000			1 600 000
Declared dividends			-1 588 374	-1 588 374
31.12.2023	7 300 000	65 829	24 523 007	31 888 836
Governing and material influence ownership interest value of financial position			-6 345 340	-6 345 340
Governing and material influence on the value Of holdings under the e quity method			11 598 917	11 598 917
Restated non consolidated equity 31.12.2023	**7 300 000**	**65 829**	**29 776 584**	**37 142 413**
Annual period profit (loss)			4 638 336	4 638 336
Declared dividends			-1 912 530	-1 912 530
Other changes in equity			-5 717 500	-5 717 500
31.12.2024	7 300 000	65 829	21 531 313	28 897 142

INDEPENDENT AUDITOR'S REPORT

To the shareholders of PLACET GROUP OÜ

Opinion

We have audited the consolidated financial statements of PLACET GROUP OÜ and its subsidiaries (the Group), which comprise the consolidated balance sheet as at 31 December 2024, the consolidated income statement, consolidated cash flow statement and consolidated statement of changes in equity for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31,2024 and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Estonian financial reporting standards.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (Estonia). Our responsibilities under those standards are further described in the section of our report entitled “Auditor’s Responsibilities in Connection with the Audit of the Consolidated Financial Statements”. We are independent of the group in accordance with the Code of Ethics for Professional Accountants (Estonia) (including independence standards), and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other matter

We have issued an independent auditor's report on the consolidated financial statements of PLACET GROUP OÜ as of December 31, 2024, on June 30, 2025. After the date of this independent auditor's report and the issuance of the consolidated financial statements, the management of PLACET GROUP OÜ has provided us with information that, without making any changes to the consolidated financial statements prepared as of December 31, 2024, the management has changed the EMTAK code to be added to the consolidated financial statements, which requires the financial statements to be resubmitted to the commercial register. This independent auditor's report replaces our report issued on June 30, 2025, which is hereby withdrawn.

Other information

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

In connection with our audit of the 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.

In addition, we are required to report whether the information presented in the management report complies with applicable legal requirements. If, based on our work, we conclude that the other information is materially misstated in the respects described above, we are required to report that fact.
We have nothing to report in this regard and state that the information presented in the management report is consistent, in all material respects, with the consolidated financial statements and the applicable legal requirements.

Responsibilities of management and those charged with governance in relation to the consolidated financial statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with Estonian financial reporting standards and for such internal control as management deems 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, management is required to assess the Group's ability to continue as a going concern, disclose, as applicable, matters related to going concern and use the going concern basis of accounting, unless management either intends to liquidate the group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the group's financial reporting process.

Responsibilities of the auditor in relation to the audit of the consolidated financial statements

Our objective is 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 auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but it does not guarantee that a material misstatement, if it exists, will always be detected in an audit conducted in accordance with International Standards on Auditing (Estonia). 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 the consolidated financial statements.

We exercise professional judgment in accordance with International Standards on Auditing (Estonia) and maintain professional skepticism throughout the audit. We also do the following:

- 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.
- We 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.
- we evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management and the related disclosures; - we conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern; whether there is significant uncertainty about events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 the auditor's report. However, future events or conditions may affect the group's ability to continue as a going concern.
- We 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.
- We obtain sufficient appropriate audit evidence regarding the financial information of the group's entities or business activities to express an opinion on the group's consolidated financial statements. We are responsible for the overall planning, supervision, and execution of the group audit. We are solely responsible for our audit opinion.

We communicate with those charged with governance 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.

/digitally signed/ Eero
Kaup
Certified Auditor No. 459 KPMG
Baltics OÜ
Audit firm license number 17 Ahtri tn 4, 10151
Tallinn
14.10.2025