







To:

BURSA DE VALORI BUCUREȘTI S.A. AUTORITATEA DE SUPRAVEGHERE FINANCIARĂ

## **CURRENT REPORT 44/2025**

According to Law no. 24/2017 regarding issuers of financial instruments and market operations, ASF Regulation no. 5/2018 regarding the issuers of financial instruments and market operations and/or Rulebook of the Bucharest Stock Exchange Market Operator.

Date of report **03.09.2025** 

Name of the Company Sphera Franchise Group SA

Registered Office Bucharest, Romania

Address Calea Dorobanților nr. 239, 2nd floor, Bucharest sector 1

Phone / Fax +40 21 201 17 57 / +40 21 201 17 59 Email investor.relations@spheragroup.com

Registration nr. with Trade Registry **J40/7126/2017** 

Fiscal Code RO 37586457
Subscribed and paid share capital 581,990,100 RON

Total number of shares **38,799,340** 

Symbol SFG

Market where securities are traded Bucharest Stock Exchange, Main Segment, Premium Category

<u>Important events to be reported:</u> Report on legal acts concluded in Q2 2025 and transactions carried out by the companies from the Group with Related Parties during the six-month period ended June 30, 2025

The management of Sphera Franchise Group S.A. (hereinafter referred to as the "Group") informs all interested parties about the publishing of the report on legal acts concluded in Q2 2025 and transactions carried out with related parties by the companies from the Group during the six-month period ended 30 June 2025. The report is supplementary to the requirements of art. 108 of Law no. 24/2017 and pursuant to the provisions of Law no. 158/2020 and the Financial Supervisory Authority Regulation no. 5/2018 on issuers of financial instruments and market operations.

The transactions with related parties are made at terms equivalent to those that prevail in arm's length transactions. The details can be consulted on the following pages that are an integral part of this current report.

CHIEF EXECUTIVE OFFICER CHIEF FINANCIAL OFFICER

Călin Ionescu Valentin Budeș









## **Voluntary Related Parties Transactions Financial Report**For the financial period ended 30 June 2025

**Report date:** 03.09.2025

Name of the issuing entity: Sphera Franchise Group SA

**Statutory seat:** Bucharest, Romania

**Visiting address:** Bucharest, 239 Dorobanti Ave., 2<sup>nd</sup> Floor,

1<sup>st</sup> District, Romania

**Phone no/Fax no:** 0040 21 201 1757 / 0040 21 201 1759

Sole Registration Code: RO 37586457
Order number with the Trade Registry: J40/7126/2017
Subscribed and paid-in share capital: RON 581,990,100
Number of shares in issue: 38,799,340

Regulated market on which the issued

**securities are traded:**Bucharest Stock Exchange, Main Segment,

Category Premium (Shares)

**Symbol:** SFG

**Note:** The Voluntary Related Parties Transactions Financial Report is concluded in compliance with the International Financial Reporting Standards, as adopted by EU ("IFRS").

Contact details:

**Investor Relations** 

E-mail: investor.relations@spheragroup.com









#### **DETAILED RELATED PARTIES REPORT**

The report is supplementary to the requirements of the art. 108 of Law no. 24/2017 and pursuant to the provisions of Law no. 158/2020 and the Financial Supervisory Authority Regulation no. 5/2018 on issuers of financial instruments and market operations.

The transactions with related parties are made at terms equivalent to those that prevail in arm's length transactions.

Enclosed to this report, we have included the following details:

- 1. Annex 1 presenting a summary of the legal acts concluded by the Group entities with related parties during the period 1<sup>st</sup> of April 30<sup>th</sup> of June 2025 ("second quarter Q2").
- 2. Annex 2 providing the total amount of transactions that have been entered into with related parties, including the transactions that have been entered into between the Sphera group entities (the "Group") for the six-month period ended 30 June 2025, as well as the balances at the reporting period date. No threshold has been used for the reporting; all transactions were included.

The transactions are summarized based on the nature of the purchases (excluding VAT)/ sales (excluding VAT) incurred between the parties and they are based on the fiscal documents (invoices, receipts), accruals booked by the Sphera group entities in the relevant period as per the signed agreements or the decisions of the general shareholders' meetings for the intragroup dividend income.

The detailed related parties report is released quarterly on the BVB website.

During the reference period ended 30 June 2025, the Group companies have carried out transactions with the following related parties:

Group companies	Nature of the relationship	Country of incorporation	Nature of transactions
Sphera Franchise Group SA	Parent company	Romania	Sale of services and goods, loans, dividends, VAT- tax group
US Food Network SA	Subsidiary	Romania	Dividends, loans, goods and services
American Restaurant System SA	Subsidiary	Romania	Goods and services, loans, VAT- tax group
California Fresh Flavors SRL	Subsidiary	Romania	Goods and services, loans
US Food Network SRL	Subsidiary	Republic of Moldova	Dividends, goods and services
US Food Network SRL	Subsidiary	Italy	Sale of goods and services, loans
Choco Franchise SRL	Subsidiary	Italy	Goods and services, loans
Moulin D'Or SRL	Entity affiliated to shareholders of the parent	Romania	Goods and services







Group companies	Nature of the relationship	Country of incorporation	Nature of transactions
Midi Development SRL	Entity affiliated to shareholders of the parent	Romania	Services
Grand Plaza Hotel SA	Entity affiliated to a shareholder of the parent	Romania	Rent and utilities store PH Dorobanti, services
Arggo Software Development and Consulting SRL	Entity affiliated to a shareholder of the parent	Romania	IT services
Wellkept Group SA	Shareholder and entity under common control of Radu Dimofte, ultimate controlling party of the parent company	Romania	Rent training center and payment of dividends
Shaletia Ventures Ltd.	Shareholder and entity under common control of Radu Dimofte, ultimate controlling party of the parent	Cyprus	Payment of dividends in 2025
Radu Dimofte	Beneficial owner of Wellkept Group SA, Shaletia Ventures Ltd. and ultimate controlling party of the parent	Romania	Rent store KFC Mosilor
Computerland Romania SRL	Shareholder with significant influence	Romania	Payment of dividends, acquisition of IT equipment, licenses
Elicom SRL	Entity affiliated to a shareholder of the parent	Romania	Call-centre services
Dorobanti 239 Imobiliare SRL	Entity affiliated to a shareholder of the parent	Romania	Rent and utilities for restaurant and administrative area
Baneasa Developments SRL	Entity affiliated to a shareholder of the parent	Romania	Restaurant rent
Baneasa Investments SA	Entity affiliated to a shareholder of the parent	Romania	Restaurant rent









#### Definition as per IAS 24 - Related party and related party transaction

<u>Related party</u> – A related party is a person or entity that is related to the entity that is preparing its financial statements, the "reporting entity"" (referred to in IAS 24, Related Party Disclosures").

- a) A person or a close member of that person's family is related to a reporting entity if that person:
  - i) has control or joint control over the reporting entity;
  - ii) has significant influence over the reporting entity; or
  - iii) is a member of the key management personnel of the reporting entity or of a parent of the reporting entity.
- b) An entity is related to a reporting entity if any of the following conditions applies:
  - i) The entity and the reporting entity are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
  - ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
  - iii) Both entities are joint ventures of the same third party.
  - iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity.
  - v) The entity is a post-employment benefit plan for the benefit of employees of either the reporting entity or an entity related to the reporting entity. If the reporting entity is itself such a plan, the sponsoring employers are also related to the reporting entity.
  - vi) The entity is controlled, or jointly controlled by a person identified in (a).
  - vii) A person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).
  - viii) The entity, or any member of a group of which it is a part, provides key management personnel services to the reporting entity or to the parent of the reporting entity.

A reporting entity is exempt from the disclosure requirements of IAS 24.18 in relation to related party transactions and outstanding balances, including commitments, with:

- a) a government that has control, or joint control of, or significant influence over the reporting entity; and
- *another entity that is a related party because the same government has control or joint control of, or significant influence over, both the reporting entity and the other entity.*

<u>Related party transaction</u> – A transfer of resources, services or obligations between a reporting entity and a related party, regardless of whether a price is charged (IAS 24.9).







# Annex 1 – Report of legal acts concluded with related parties by Sphera Franchise Group SA and its subsidiaries during the period $1^{\rm st}$ of April – $30^{\rm th}$ of June 2025 (Q2 2025)

Crt	Parties	5	Date of initial	Duration of initial	Date of	Durati on of	Object of contract/addendum	Notes	l l	Value of the tract/Addendum	Gua rant	Payme	nt	Penalti	Interest
No.	Provider	Beneficiary	contract	contract	addendum	adden dum		notes	CCY	Amount (without VAT)	ees	Term	Payment method	es	
1	ARGGO SOFTWARE DEVELOPMENT & CONSULTING S.R.L.	SPHERA FRANCHISE GROUP S.A.	09.08.2019	1 year, automatic extension	03.06.2025		Addendum 6/03.06.2025 to the Service Contract dated 09.08.2019, having as object the modification of licenses starting with 01.07.2025 and the modification of Dynamics 365 license prices starting with 01.12.2025		EUR	Estimated contract value for one year period: 3,621					
2	ARGGO SOFTWARE DEVELOPMENT & CONSULTING S.R.L.	AMERICAN RESTAURA NT SYSTEM S.A	08.08.2019	1 year, automatic extension	03.06.2025		Addendum 5/03.06.2025 to the Service Contract dated 08.08.2019, having as object the modification of licenses starting with 01.07.2025 and the modification of Dynamics 365 license prices starting with 01.12.2025		EUR	Estimated contract value for one year period: 7,241					
3	ARGGO SOFTWARE DEVELOPMENT & CONSULTING S.R.L.	US FOOD NETWORK S.A.	09.08.2019	1 year, automatic extension	03.06.2025		Addendum 5/03.06.2025 to the Service Contract dated 09.08.2019, having as object the modification of licenses starting with 01.07.2025 and the modification of Dynamics 365 license prices starting with 01.12.2025		EUR	Estimated contract value for one year period: 22,469					



4	ARGGO SOFTWARE DEVELOPMENT & CONSULTING S.R.L.	CALIFORNIA FRESH FLAVORS S.R.L	09.08.2019	1 year, automatic extension	03.06.2025	Addendum 5/03.06.2025 to the Service Contract dated 09.08.2019, having as object the modification of licenses starting with 01.07.2025 and the modification of Dynamics 365 license prices starting with 01.12.2025	E	EUR	Estimated contract value for one year period: 3,621			
5	ARGGO SOFTWARE DEVELOPMENT & CONSULTING S.R.L.	SPHERA FRANCHISE GROUP S.A.	13.03.2018	1 year, automatic extension	03.06.2025	Addendum 3/03.06.2025 to the Service Contract dated 13.03.2018, having as object the modification of the support package and the price of the subscription	E	EUR	Estimated contract value: 1,687.5/quarter until 31.12.2025 and 1,875/quarter after 01.01.2026			
6	ARGGO SOFTWARE DEVELOPMENT & CONSULTING S.R.L.	CALIFORNIA FRESH FLAVORS S.R.L	01.03.2019	1 year, automatic extension	03.06.2025	Addendum 1/03.06.2025 to the Service Contract dated 01.03.2019, having as object the modification of the support package and the price of the subscription	E	EUR	Estimated contract value: 1,822.5/quarter until 31.12.2025 and 2,025/quarter after 01.01.2026			
7	ARGGO SOFTWARE DEVELOPMENT & CONSULTING S.R.L.	AMERICAN RESTAURA NT SYSTEM S.A US FOOD NETWORK S.A.	18.02.2021	1 year, automatic extension	22.05.2025	Addendum 2/22.05.2025 to the Service Contract dated 18.02.2021, having as object the modification of the support package and the price of the subscription	E	EUR	Estimated contract value: 11,151/quarter until 31.12.2025 and 12,390/quarter after 01.01.2026			
8	SPHERA FRANCHISE GROUP S.A.	AMERICAN RESTAURA NT SYSTEM S.A.	08.06.2018	1 year, extended by subsequent addenda	22.05.2025	Addendum no.22/22.05.2025 to the Loan agreement dated 08.06.2018 having as object to modify the annual interest at a rate of EURIBOR 3M+1.8% starting with 01.04.2025						





9	SPHERA FRANCHISE GROUP S.A.	CALIFORNIA FRESH FLAVORS S.R.L	09.12.2019	1 year, extended by subsequent addenda	22.05.2025	Addendum no.10/22.05.2025 to the Loan agreement dated 09.12.2019 having as object to modify the annual interest at a rate of EURIBOR 3M+1.8% starting with 01.04.2025
10	SPHERA FRANCHISE GROUP S.A.	US FOOD NETWORK S.r.l. (Italy)	12.09.2017	1 year, extended by subsequent addenda	22.05.2025	Addendum no.24/22.05.2025 to the Loan agreement dated 12.09.2017 having as object to modify the annual interest at a rate of EURIBOR 3M+1.8% starting with 01.04.2025
11	US FOOD NETWORK S.A.	CALIFORNIA FRESH FLAVORS S.R.L	31.10.2019	2 years, extended by subsequent addenda	22.05.2025	Addendum no.5/22.05.2025 to the Loan agreement dated 31.10.2019 having as object to modify the annual interest at a rate of EURIBOR 3M+1.8% starting with 01.04.2025
12	US FOOD NETWORK S.A.	AMERICAN RESTAURA NT SYSTEM S.A.	31.10.2019	2 years, extended by subsequent addenda	22.05.2025	Addendum no.6/22.05.2025 to the Loan agreement dated 31.10.2019 having as object to modify the annual interest at a rate of EURIBOR 3M+1.8% starting with 01.04.2025
13	US FOOD NETWORK S.A.	US FOOD NETWORK S.r.l. (Italy)	19.10.2018	5 years, extended by subsequent addenda	22.05.2025	Addendum no.2/22.05.2025 to the Loan agreement dated 19.10.2018 having as object to modify the annual interest at a rate of EURIBOR 3M+1.8% starting with 01.04.2025
14	US FOOD NETWORK S.A.	SPHERA FRANCHISE GROUP S.A.	25.08.2017	5 years, extended by subsequent addenda	22.05.2025	Addendum no.9/22.05.2025 to the Loan agreement dated 25.08.2017 having as object to modify the annual interest at a rate of EURIBOR 3M+1.8% starting with 01.04.2025





15	SPHERA FRANCHISE GROUP S.A.	US FOOD NETWORK S.R.L. (Moldova)	14.06.2024	5 years, extended by subsequent addenda		Addendum no.3/22.05.2025 to the Loan agreement dated 14.06.2024 having as object to modify the annual interest at a rate of EURIBOR 3M+1.8% starting with 01.04.2025					
16	US FOOD NETWORK S.r.I. (Italy)	CHOCO FRANCHISE SRL	28.10.2024	3 years		Loan agreement	EUR	400,000	Each capital sum disbursed will be reimbursed within 36 months from the date of actual disbursement (in one or more tranches)	Bank transfer	URIBOR M+1.8%
17	US FOOD NETWORK S.r.l. (Italy)	CHOCO FRANCHISE SRL	28.10.2024	3 years		Addendum dated 29.05.2025 to the Loan agreement dated 28.10.2024 having as object to modify the annual interest at a rate of EURIBOR 3M+1.8% starting with 01.04.2025					









## Annex 2 - Related parties and intercompany balances and transactions for the six-month period ended 30 June 2025

Related parties and intercompany transactions

*Amounts in RON										
					Sales/I	nterest reve	nues/Dividends	s revenues		
Seller/ Lender	Nature of the relationship	Nature of transactions	Sphera Franchise Group SA (SFG)	US Food Network SA (USFN)	American Restaurant System SA (ARS)	California Fresh Flavors SRL (CFF)	US Food Network Srl - Italia (USFN ITA)	US Food Network Srl - Moldova (USFN MD)	Choco Franchise Srl (CHOCO)	Total
	Parent	Recharge of costs - marketing & other		5,264	3,657	-	-	-	-	8,921
Sphera Franchise Group SA (SFG)		Interest		708,423	-	-	-	-	-	708,423
	Company	Rent, utilities & other services		1,502	-	-	-	-	-	1,502
		Dividends revenues	104,251,027		-	-	-	-	-	104,251,027
		Support services (service level agreement)	17,125,311		-	-	-	-	-	17,125,311
US Food Network SA (USFN)	Subsidiary	Equipment & other non-current assets	150,959		-	-	-	-	-	150,959
		Recharge of costs - marketing & other	-		11,317	-	-	-	-	11,317
		Support services (service level agreement)	2,109,091	-		-	-	-	-	2,109,091
American Restaurant System SA (ARS)	Subsidiary	Equipment & other non-current assets	35,295	-		-	-	-	-	35,295
American Restaurant System SA (ARS)	Subsidiary	Maintenance & spare parts	-	12,217		-	-	-	-	12,217
		Interest	47,551	438,357		-	-	-	-	485,908
	Subsidiary	Support services (service level agreement)	1,377,200	-	-		-	-	-	1,377,200
		Equipment & other non-current assets	22,511	-	-		-	-	-	22,511
California Fresh Flavors SRL (CFF)	Subsidiary	Maintenance & spare parts	-	18,960	-		-	-	-	18,960
	Subsidiary	Recharge of costs - marketing & other	-	-	229		-	-	-	229
	Subsidiary	Interest	-	195,320	-		-	-	-	195,320
US Food Network Srl -Italia (USFN ITA)	Subsidiary	Support services (service level agreement)	845,241	-	-	-		-	-	845,241
COT TOOL NEWORK OIL HEALT (COT N_TIA)	Subsidiary	Interest	634,874	440,396	-	-		-	-	1,075,270
	Subsidiary	Dividends revenues	1,249,794	-	-	-	-		-	1,249,794
US Food Network Srl - Moldova (USFN_MD)	Subsidiary	Interest	62,287	-	-	-	-		-	62,287
	Subsidiary	Maintenance & spare parts	-	31,260	-	-	-		-	31,260
Choco Franchise Srl (CHOCO)	Subsidiary	Interest	-	-	-	-	57,639	-		57,639
Computerland Romania SRL	Related party	Sale of goods	-	6,437	7,994	-	-	-	-	14,431
Total			127,911,140	1,858,137	23,197	-	57,639		-	129,850,113





*Amounts in RON										
						Purchases/Inte	rest costs			
Benficiary Seller/Lender	Nature of the relationship	Nature of transactions	Sphera Franchise Group SA (SFG)	US Food Network SA (USFN)	American Restaurant System SA (ARS)	California Fresh Flavors SRL (CFF)	US Food Network Srl - Italia (USFN_ITA)	US Food Network Srl - Moldova (USFN_MD)	Choco Franchise Srl (CHOCO)	Total
		Interest		-	47,551	-	634,874	62,287	-	744,712
Sphera Franchise Group SA (SFG)	Parent Company	Equipment & other non-current assets		150,959	35,295	22,511	-	-	-	208,765
		Support services (service level agreement	)	17.125.311	2.109.091	1.377.200	845.241	_	_	21.456.843
		Maintenance & spare parts	-	,,	12,217	18,960	-	31,260	-	62,437
LIS Food Naturals SA (LISEN)	Subsidiary	Interest	708,423		438,357	195,320	440,396	-	-	1,782,497
US Food Network SA (USFN)	Subsidiary	Rent, utilities & other services (events)	1,502		-	-	-	-	-	1,502
		Recharge of costs - marketing & other	5,264		-	-	-	-	-	5,264
American Restaurant System SA (ARS)	Subsidiary	Recharge of costs - marketing & other	3,657	11,317		229	-	-	-	15,203
US Food Network Srl -Italia (USFN_ITA)	Subsidiary	Interest	-	-	-	-		-	57,639	57,639
Arggo Software Development and Consulting SRL	Related party	IT services	132,589	309,886	133,433	54,692	36,743	-	-	667,343
Baneasa Developments SRL	Related party	Rent, utilities	-	1,475,530	466,298	460,560	-	-	-	2,402,388
Baneasa Investments SA	Related party	Rent, utilities	-	-	353,221	-	-	-	-	353,221
Dorobanti 239 Imobiliare SRL	Related party	Rent, utilities	-	1,982,357	-	-	-	-	-	1,982,357
Elicom SRL	Related party	Call center services	7,573	156,754	81,701	36,928	-	-	-	282,957
Grand Plaza Hotel SA	Related party	Rent, utilities & other services	-	-	647,362	-	-	-	-	647,362
Moulin D'Or SRL	Related party	Acquisition of goods	1,464	-	-	-	-	-	-	1,464
Radu Dimofte	Related party	Rent	-	50,285	-	-	-	-	-	50,285
Wellkept Group SA	Related party	Rent, utilities	252,109	-	-	-	-	-	-	252,109
Computerland Romania SRL	Related party	Acquisition of IT equipment, licenses	18,836	77,941	3,256	7,222	-	-	-	107,254
Total			1,131,418	21,340,339	4,327,780	2,173,623	1,957,255	93,547	57,639	31,081,601









### Related parties and intercompany balances

*Amounts in RON, nominal values										
The state of the s				Tra	de and other	receivables/	Loans and int	erest receivab	les	
Seller/ Lender Beneficiary	Nature of the relationship	Description	Sphera Franchise Group SA (SFG)	US Food Network SA (USFN)	American Restaurant System SA (ARS)	California Fresh Flavors SRL (CFF)	-ltalia	US Food Network Srl - Moldova (USFN MD)	Choco Franchise Srl (CHOCO)	Total
	Parent	Trade and other receivables		-	677,992	-	-	-	-	677,992
Sphera Franchise Group SA (SFG)	Company	Loan receivable		21,772,050	-	-	-	-	-	21,772,050
	Company	Interest receivable		3,294,227	-	-	-	-	-	3,294,227
US Food Network SA (USFN)	Subsidiary	Trade and other receivables	11,776,163		2,160	-	-	-	-	11,778,323
03 FOOD NELWORK 3A (USF N)	Subsidiary	Dividends receivables	61,251,027		-	-	-	-	-	61,251,027
American Restaurant System SA		Trade and other receivables	12,675,957	5,700		-	-	-	-	12,681,657
(ARS)	Subsidiary	Loan receivable	2,000,000	18,480,000		-	-	-	-	20,480,000
(ARS)		Interest receivable	127,637	3,823,259		-	-	-	-	3,950,897
		Trade and other receivables	271,792	4,342	_		-	-	-	276,134
California Fresh Flavors SRL (CFF)	Subsidiary	Loan receivable	-	8,100,000	-		-	-	-	8,100,000
		Interest receivable	-	681,648	-		-	-	-	681,648
US Food Network Srl -Italia		Trade and other receivables	286,042	-	-	-		-	-	286,042
USFN ITA)	Subsidiary	Loan receivable	24,763,024	17,771,950	-	-		-	-	42,534,974
(031 11_1174)		Interest receivable	8,510,322	5,692,067	_	-		-	-	14,202,389
		Trade and other receivables	2,372	325,040	-	-	-		-	327,412
JS Food Network Srl - Moldova	Subsidiary	Loan receivable	2,668,754	-	_	_	-		_	2,668,754
USFN_MD)	Subsidiary	Interest receivable	8,573	-	-	-	-		-	8,573
		Dividends receivables	1,247,370	-	-	-	-		-	1,247,370
		Trade and other receivables	-	-	-	-	77,928	-		77,928
Choco Franchise Srl (CHOCO)	Subsidiary	Loan receivable	-	-	-	-	6,651,787	-		6,651,787
		Interest receivable	-	-	-	-	76,068	-		76,068
Grand Plaza Hotel SA	Related party	Deposits for guarrantees			65,625					65,625
Baneasa Investments SA	Related party	Deposits for guarrantees			172,275					172,275
Computerland Romania SRL	Related party	Trade and other receivables	-	(2)	4,302	-	-	-		4,300
Total Total			125,589,033	79,950,282	922,354	-	6,805,783	-	-	213,267,451









*Amounts in RON, nominal values										
					Trade and	d other payables	Loans and intere	st payables		
Beneficiary Seller/Lender	Nature of the relationship	Description	Sphera Franchise Group SA (SFG)	US Food Network SA (USFN)	American Restaurant System SA (ARS)	California Fresh Flavors SRL (CFF)	US Food Network Srl - Italia (USFN ITA)	US Food Network Srl - Moldova (USFN MD)	Choco Franchise Srl (CHOCO)	Total
		Trade and other payables		11,776,163	12,675,957	271,792	286,042	2,372	-	25,012,325
Sphera Franchise Group SA (SFG)	Parent Company	Dividends payable		61,251,027	-	-	-	1,247,370	-	62,498,397
Spriera i farichise Group SA (Si G)	Farent Company	Loan payable		-	2,000,000	-	24,763,024	2,668,754	-	29,431,778
		Interest payable		-	127,637	-	8,510,322	8,573	-	8,646,533
		Trade and other payables	-		5,700	4,342	-	325,040	-	335,083
US Food Network SA (USFN)	Subsidiary	Loan payable	21,772,050		18,480,000	8,100,000	17,771,950	-	-	66,124,000
		Interest payable	3,294,227		3,823,259	681,648	5,692,067	-	-	13,491,201
American Restaurant System SA (ARS)	Subsidiary	Trade and other payables	677,992	2,160		-	-	-	-	680,152
		Trade and other payables	-	-	-	-		-	77,928	77,928
US Food Network Srl - Italia (USFN_ITA)	Subsidiary	Loan payable	-	-	-	-		-	6,651,787	6,651,787
		Interest payable	-	-	-	-		-	76,068	76,068
Arggo Software Development and Consulting SRL	Related party	Trade and other payables	3,778	23,885	7,555	3,778	-	-	_	38,995
Baneasa Developments SRL	Related party	Trade and other payables	-	130,278	18,641	20,056	-	-	-	168,974
Dorobanti 239 Imobiliare SRL	Related party	Trade and other payables	-	14,470	-	-	-			14,470
Elicom SRL	Related party	Trade and other payables	1,517	31,747	15,365	9,479	-	-	-	58,108
Grand Plaza Hotel SA	Related party	Trade and other payables	-	831	16,873	-	-	-	-	17,704
Wellkept Group SA	Related party	Trade and other payables	11,464	-	-	-	-	-	-	11,464
Total			25,761,028	73,230,561	37,170,987	9,091,094	57,023,405	4,252,110	6,805,783	213,334,967

Chief Executive Officer Calin Ionescu

Chief Financial Officer Valentin Budes