

ANNUAL RESULTS 2023¹

Regulated information

La Hulpe, 1 March 2024

NET ANNUAL LOSS: € -107.13M.

Atenor ended the 2023 financial year with a net loss of € -107.13m, after accounting for € 20.5m of realised impairments and € 39.8m of unrealised impairments.

Net financial expenses amounted to € 31.80m.

BALANCE SHEET EVOLUTION: IMPROVEMENT OF THE SOLVENCY RATIO TO 29.9%

The solvency ratio (equity/equity + net financial indebtedness) improved to 29.9% compared to 24.0% on 31 December 2022.

Inventories evolved under the impact of ongoing construction (€ 194.34m invested in projects), disposals and impairments. On 31 December 2023, these stood at € 993.27m, compared to € 962.41m on 31 December 2022.

Consolidated shareholders' equity was € 344.31m, or € 7.87 per share, mainly in view of the net loss for the financial year and capital increases of € 183.57m (net of expenses) on 27 June and 30 November 2023.

Net debt amounted to € 807.04m, compared to € 867.48m on 31 December 2022.

As previously announced, the group gradually replaces corporate financing by project financing. Bank financing accounted for 53.64% of total net debt, compared to 34.96% on 31 December 2022 (reduction in financing from financial markets).

VALUE CREATION CYCLE

Despite the absence of disposals of mature projects, in view of the state of the office property investment market, the portfolio progressed over the value creation cycle. More than 190,500 m² of floor space received the necessary planning permission for development in 2023.

DEVELOPMENT PORTFOLIO: 34 PROJECTS ALLOCATED OVER SOME 1,200,000 M²

On 31 December 2023, the portfolio comprised 34 projects covering 1,200,000m², distributed in m² between 55% office and 39% residential (i.e. the equivalent of about 6,000 units under development).

ATENOR, UPGRADE THE FUTURE

In terms of sustainability, 2023 was a year of preparation for the reporting with which Europe's largest companies will have to comply from 2025 onwards. Atenor's sustainability report incorporates the first steps towards this demanding standard. Atenor has also maintained its title of Regional Listed Sector Leader Europe and Global Listed Sector Leader, awarded by the GRESB.

DIVIDEND

Atenor has no plans to pay any dividend for the financial year 2023 in 2024.

COMMENTS BY STÉPHAN SONNEVILLE SA, CEO:

"Faced with the slump in the office and residential property investment market, priority was given to reducing debt and strengthening balance sheet structure. The end of 2023 and the start of 2024 bear witness to these efforts, which will continue during 2024, in an investment market which remains uncertain. The company will be able to take advantage of its buoyant position in the development of sustainable buildings by responding to demand increasingly oriented towards such buildings."

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¹ Atenor has chosen French as its official language. Consequently, only the French version of the text is valid, with the English language version merely a translation of the French version.



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A. Overview of activity levels

The figures for 2023 in the following diagram are cumulative and were drawn up on 31 December 2023. They are stated in gross above-ground surface area (m²) and only consider Atenor's share.

Value creation cycle



Acquisition: The only acquisition in 2023 was our position in the Westbourne project in London.

Planning permit applications: Several permit applications were submitted during the year, (in thousands of m²: Poland 85, Belgium 29, Netherlands 30, Portugal 8), bearing witness to the continuing evolutionary dynamics of the portfolio throughout the value creation cycle.

Building permit delivery: In 2023, after obtaining the building permit (renovation) for the "10 New Bridge Street" (the former Fleet House) office project in London, Atenor also received planning permit for the construction of Square 42 and La Cloche d'Or in Luxembourg. The last permit for City Dox ('Lot 6' Brussels) was obtained in September 2023 for the construction of 122 flats and 2,300 m² of commercial and workspace areas. The year 2023 ended with the issuance of permission for Victor Hugo in Paris and Realex in Brussels.

Launch of construction: No new construction projects were launched during 2023; 190,000 m² (offices and residences) were nevertheless under construction.

Leasing: In 2023, leases were signed for a total area of around 35,500 m², distributed mainly across Poland, Hungary, Romania and Belgium. Tenants are increasingly attracted to efficient and sustainable offices in a market where vacancies are nevertheless rising.

Sales: In June, Atenor concluded an agreement with Besix Red for a 50/50 partnership in the Wellbe project in Portugal. A second partnership was also signed with Cores Development SA for the Square 42 project in Luxembourg. Atenor also sold its entire stake in Liv' De Molens (Deinze) to 3D Real Estate, while the sale of the Roseville office building (Budapest; 16,200 m²) to a Hungarian investment fund was concluded in the last quarter.

Residential sales were recorded for City Dox (Brussels), UP-site (Bucharest), and Lake11 Home&Park (Budapest).



B. Prospects for 2024

The macroeconomic landscape remains highly uncertain, notably influenced by international tensions.

In this context, the outlook for the property investment market, and for residential and office property in particular, continues to be influenced by interest rate trends.

Atenor's priority will continue to be the reduction of its debt through the completion of its mature projects.

5 projects are specifically in such a situation and should contribute both to a positive margin and to net debt reduction: Wellbe, Realex (Conference Centre), Twist, UP-site Bucharest and Lake 11 (phase 1), the latter two in proportion of pre-sold flats.

The portfolio contains other projects with similar characteristics, which may also be considered for sale as a function of property market trends.

Atenor remains confident that the property market will recover, notably driven by the goal of sustainability and the prospect of lower interest rates.

C. Management Report

Atenor ended the 2023 financial year with a net consolidated loss of € -107.13m, against a net loss of € - 0.84m in 2022.

Table of key consolidated figures (in thousands of Euros)

Results	31/12/2023	31/12/2022
Net consolidated result (group share)	-107,129	-843
Profit per share (in Euro) ¹	-10.60	-0.13
Number of shares	43,739,703	7,038,845
o/w own shares	313,434	313,427
Balance sheet	31/12/2023	31/12/2022
Total assets	1,328,704	1,275,473
Cash position at the end of the period	47,506	25,168
Net financial indebtedness (-)	-807,037	-867,477
Total consolidated equity	344,308	273,618

¹ Taking into account the weighted average number of shares held during the year (see page 6, Earnings per share).
The result per share amounted to € -2.45 if we consider the total number of shares of 43,739,703.

Revenue from ordinary activities and consolidated result

Revenue from ordinary activities amounted to € 89.47m on 31 December 2023. These mainly consisted of (a) revenues from the sale of flats in residential projects (City Dox and Twist) amounting to a total of € 32.98m, (b) revenues from pre-sales of the Au Fil des Grands Prés project (offices; € 12.41m), (c) revenues from the sale of the Roseville office project in Budapest (€ 33.21m), as well as (d) rental income from @Expo (Bucharest), Nysdam (La Hulpe), Arena Business Campus A (Budapest), University Business Center II, and Fort 7 (Warsaw) buildings, amounting to € 5.87m.

Other operating income (€ 17.07m) includes the result of the sales of 50% of the stakes in Tâge Une Fois, Square 42, Markizaat and De Molens (€ 6.19m) and the re invoicing of the fit-out works in the sold projects (Vaci Greens E and Roseville) and in rented projects, as well as other rental charges (€ 9.94m).

Net operating income amounted to € -64.13m, compared to € 19.46m in 2022. This was predominantly influenced, on one hand, by the net result of the sales of the stakes mentioned above (€ 5.45m), by the sale of the various flats in residential projects, as mentioned above (total of € 4.66m), from the results of pre-sales of office buildings in the Roseville (capital loss) and Au Fil des Grands Prés (capital gain) projects for a total of € -2.10m, as well as rental income, net of charges, from the @Expo, Nysdam, Arena Business Campus A, Lakeside and Fort 7 buildings (total of € 2.99m) and on the other hand by, write-downs recorded in view of the market conditions encountered in 5 projects (€ -55.87m) and to various corporate costs and property allowances (€ -13.33m).

The loss (group share) from equity-accounted investments in associates (€ -8.43m) is mainly due to current expenses, local taxes (property taxes) and non-capitalized financial expenses.

Net financial income amounted to € -31.80m, compared to € -16.17m in 2022. The increase in net financial expenses was mainly due to the increase in the Group's average net debt, which fell slightly (€ - 60.44m compared to 2022), mitigated by IAS 23 capitalizations, which were stable compared to 2022 (€ + 0.54m) relating to the developments in progress.



Taxes: This item amounted to € -3.32 m (compared to € -1.36m in 2022) and mainly consisted of current tax and deferred tax liabilities relating to the City Dox, Twist and @Expo projects (total of € -1.40m), as well as a reversal of deferred tax assets of Atenor and Tâge Deux Fois (€ -1.53m).

Considering the preceding factors, **the group net profit** for the financial year amounted to € -107.13m, compared to € -0.84m in 2022.

Consolidated balance sheet

Consolidated shareholders' equity amounted to € 344.31m, compared to € 273.62m at 31 December 2022, with an increase of € 70.69m compared to 31 December 2022, notably due to capital increases (€ +183.57m) net of expenses, offset by the loss for the period (€ -107.13m).

On 31 December 2023, **net consolidated financial indebtedness** (excluding available cash) amounted to € 807.04m, compared to a net consolidated indebtedness of € 867.48m on 31 December 2022.

Consolidated indebtedness consisted, on the one hand, of a long-term debt of € 450.81m and, on the other, of short-term debt of € 407.73m. Available cash amounted to € 47.51m, compared to € 25.17m at end-2022.

The "properties held for sale" classified under "**Inventories**" represented property projects in the portfolio and under development. This item amounted to € 993.27m, with an increase of € 30.87m relative to 31 December 2022 (€ 962.41m).

This net variation resulted primarily from: (a) the continuation of the works and studies of the Bakerstreet, Lake 11, Roseville (Budapest), @Expo, UP- site (Bucharest), Lakeside (Warsaw), Am Wehrharhn, Pulsar (Düsseldorf), Well'be (Lisbon), Twist (Luxembourg), City Dox, Realex (Brussels), Au Fil des Grands Prés (Mons), NBS10 (London) and Victor Hugo (Paris) projects for a total of € 185.81m; (b) the sale of flats in the City Dox and Twist projects, and sales of the Roseville and Au Fil des Grands Prés office properties, which reduced inventories by € 68.38m; (c) the exit of the WellBe and Square 42 projects from inventories following equity accounting for the Tâge Une Fois and Square 42 development shareholdings (€ -57.48m); and (d) impairment losses of € 55.87m on 5 projects in Germany and Central Europe, due to changes in the property investment market in these countries, with an uncertain impact on short- and medium-term yields. Conversion differences relating to the projects in Central Europe had an upward impact on inventories of € 13.92m; lastly, the balance of the net change in this item (€ 12.87m) was distributed over other projects under development.

Financing policy

As already announced, Atenor is gradually and partially replacing financing in the financial markets (CP and EMTN) by project financing.

The completion of its capital increase also contributed to reducing Group consolidated debt.

The weighted average interest rate of Atenor consolidated debt was 4.39% (v. 2.58% in 2022).

Principal risks and uncertainties

In general and in permanent fashion, the Board of Directors is attentive to the analysis and management of the various risks and uncertainties confronting Atenor and its subsidiaries.

On 31 December 2023, Atenor was faced with the general risk of geopolitical developments and the implications of these for the level of interest rates and activity in the property investment sector.

Treasury stock

Treasury stock acquired in the first half of the financial year 2023 was immediately sold for partial payment of the directors' fees, in the form of company shares.

On 31 December 2023, Atenor Group Investments SA held 163,427 Atenor shares.

The number of Atenor shares held on that same date by the subsidiary Atenor Long Term Growth was 150,000 (unchanged situation from December 2022). These shares are intended for use in the share option plans (2019 to 2022) allocated to Atenor staff and to some of its service providers.

Financial Calendar

Ordinary General Meeting 2023	26 April 2024
Interim declaration for the first quarter of 2024	23 May 2024
Half-yearly results 2024	5 September 2024
Interim declaration for the third quarter of 2024	13 November 2024
General Meeting 2024	25 April 2025



Contacts and Information

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D. Summary Financial Statements

Consolidated income statement

	Notes	In thousands of EUR	
		2023	2022
Operating revenue		89.474	41.008
Turnover		82.668	34.991
Property rental income		6.806	6.017
Other operating income		17.073	21.278
Gain (loss) on disposals of financial assets		6.190	13.091
Other operating income		10.912	8.188
Gain (loss) on disposals of non-financial assets		-29	-1
Operating expenses (-)		-170.675	-42.823
Raw materials and consumables used (-)		-161.697	-155.462
Changes in inventories of finished goods and work in progress		125.613	173.229
Employee expenses (-)		-5.604	-5.430
Depreciation and amortization (-)	8	-1.035	-869
Impairments (-)	11	-56.458	5.345
Other operating expenses (-)		-71.494	-59.636
<u>RESULT FROM OPERATING ACTIVITIES - EBIT</u>		-64.128	19.463
Financial expenses (-)		-37.620	-18.555
Financial income		5.815	2.386
Share of profit (loss) from investments consolidated by the equity method	10	-8.432	-3.016
<u>PROFIT (LOSS) BEFORE TAX</u>		-104.365	278
Income tax expense (income) (-)	5	-3.321	-1.357
<u>PROFIT (LOSS) AFTER TAX</u>		-107.686	-1.079
Post-tax profit (loss) of discontinued operations		0	0
<u>PROFIT (LOSS) OF THE PERIOD</u>		-107.686	-1.079
Non controlling interests		-557	-236
Group profit (loss)		-107.129	-843
<u>EARNINGS PER SHARE</u>		EUR	
		2023	2022
Total number of issued shares		43.739.703	7.038.845
of which own shares		313.434	313.427
Weighted average number of shares (excluding own shares)		10.107.697	6.725.086
Basic earnings per share		-10,60	-0,13
Diluted earnings per share		-10,60	-0,13
Proposal of gross dividend per share			2,67
<u>Other elements of the overall profit and losses</u>		In thousands of EUR	
		2023	2022
Group share result		-107.129	-843
Items not to be reclassified to profit or loss in subsequent periods :			
Employee benefits		-116	667
Items to be reclassified to profit or loss in subsequent periods :			
Translation adjustments ^(*)		13.583	-10.489
Cash flow hedge	13	-252	554
Overall total results of the group		-93.914	-10.111
Overall profits and losses of the period attributable to third parties		-557	-236

(*) Please refer to the Consolidated Statement of Changes in Equity - page 9.



D. Summary Financial Statements (continued)

Consolidated balance sheet

ASSETS

	Notes	In thousands of EUR	
		31.12.2023	31.12.2022
<u>NON-CURRENT ASSETS</u>		243.715	237.510
Property, plant and equipment	8	10.199	8.981
Investment properties	9	21.514	21.482
Intangible assets		178	223
Investments consolidated by the equity method	10	69.050	83.380
Deferred tax assets		2.041	3.670
Other non-current financial assets	12	140.733	97.248
Non-current trade and other receivables	12	0	22.526
<u>CURRENT ASSETS</u>		1.084.989	1.037.963
Inventories	11	993.273	962.407
Other current financial assets	12	1.924	337
Derivatives		118	
Current tax receivables		588	1.182
Current trade and other receivables		30.802	39.040
Current loans payments		11	103
Cash and cash equivalents	12	45.676	25.093
Other current assets		12.597	9.801
TOTAL ASSETS		1.328.704	1.275.473

LIABILITIES AND EQUITY

	Notes	In thousands of EUR	
		31.12.2023	31.12.2022
<u>TOTAL EQUITY</u>		344.308	273.618
<u>Group shareholders' equity</u>		343.082	271.373
Issued capital	7	317.193	133.621
Reserves		40.962	152.825
Treasury shares (-)		-15.073	-15.073
<u>Non controlling interests</u>		1.226	2.245
<u>Non-current liabilities</u>		470.217	546.143
Non-current interest bearing borrowings	13	450.808	533.679
Non-current provisions		10.213	5.263
Pension obligation		565	442
Derivatives	13	0	-370
Deferred tax liabilities		920	945
Current trade and other payables		6.006	4.797
Other non-current liabilities		1.705	1.387
<u>Current liabilities</u>		514.179	455.712
Current interest bearing debts	13	403.735	358.965
Current provisions		7.941	7.701
Current tax payables		2.954	3.488
Current trade and other payables		86.886	74.098
Other current liabilities		12.663	11.460
TOTAL EQUITY AND LIABILITIES		1.328.704	1.275.473



D. Summary Financial Statements (continued)

Consolidated cash flow statement (indirect method)

		In thousands of EUR	
		31.12.2023	31.12.2022
Operating activities			
-	Net result (group share)	-107.129	-843
-	Result of non controlling interests	-557	-237
	Result of Equity method Cies	8.432	3.016
	Interest charges	34.360	16.556
	Interest incomes	-5.759	-2.370
	Income tax expense	1.883	1.445
	<i>Result for the year</i>	<i>-68.770</i>	<i>17.567</i>
	Depreciation	1.035	869
	Amortisation and impairment	56.060	579
	Translation adjustments	1.827	171
	Fair value adjustments	399	-5.924
	Provisions	1.535	-6.265
	Deferred taxes	1.438	-87
	(Profit)/Loss on disposal of fixed assets	-6.154	-13.090
	<i>Adjustments for non cash items</i>	<i>56.140</i>	<i>-23.747</i>
	Variation of inventories	-130.359	-177.554
	Variation of trade and other amounts receivables	16.625	10.104
	Variation of trade payables	21.206	7.365
	Variation of amounts payable regarding wage taxes	73	-406
	Variation of other receivables and payables	1.455	7.258
	<i>Net variation on working capital</i>	<i>-91.000</i>	<i>-153.233</i>
	Interests received	5.759	2.370
	Income tax paid	-2.439	-5.289
	Income tax received	657	3.146
	Cash from operating activities (+/-)	-99.653	-159.186
Investment activities			
-	Acquisitions of intangible and tangible fixed assets	-825	-1.166
-	Acquisitions of financial investments	-1.805	-1.814
-	New loans	-22.528	-10.190
	<i>Subtotal of acquired investments</i>	<i>-25.158</i>	<i>-13.170</i>
-	Disposals of intangible and tangible fixed assets	3	0
-	Disposals of financial investments	17.516	17.011
-	Reimbursement of loans	26.222	483
	<i>Subtotal of disinvestments</i>	<i>43.741</i>	<i>17.494</i>
	Cash from investment activities (+/-)	18.583	4.324
Financial activities			
	Increases in capital	175.633	
	Treasury shares	-7	
	New borrowings	324.052	212.364
	Repayment of borrowings	-350.400	-90.760
	Interests paid	-34.701	-14.188
	Dividends paid to company's shareholders	-10.011	-17.078
	Directors' entitlements	-410	-410
	Cash from financial activities (+/-)	104.156	89.928
	Net cash variation	23.086	-64.934
	Cash and cash equivalent at the beginning of the year	25.168	92.116
	Net variation in cash and cash equivalent	23.086	-64.934
	Effect of exchange rate changes	-748	-2.014
	Cash and cash equivalent at end of the year	47.506	25.168

D. Summary Financial Statements (continued)

Consolidated statement of changes in equity

In thousands of EUR

	Notes	Issued capital	Share issue premium	Hedging reserves	Own shares	Consolidated reserves	IAS 19R reserves	Cumulative translation adjustments	Minority interests	Total Equity
2022										
Balance as of 01.01.2022		72.039	61.582	-184	-15.073	194.743	-1.009	-13.535	2.480	301.043
Profit/loss of the period		-	-	-	-	-843	-	-	-236	-1.079
Other elements of the overall results ⁽¹⁾		-	-	554	-	-	667	-10.489	-	-9.268
Total comprehensive income		-	-	554	-	-843	667	-10.489	-236	-10.347
Paid dividends	6	-	-	-	-	-17.078	-	-	-	-17.078
Balance as of 31.12.2022		72.039	61.582	370	-15.073	176.822	-342	-24.024	2.244	273.618
2023										
Balance as of 01.01.2023		72.039	61.582	370	-15.073	176.822	-342	-24.024	2.244	273.618
Profit/loss of the period		-	-	-	-	-107.129	-	-	-557	-107.686
Other elements of the overall results ⁽¹⁾		-	-	-252	-	-	-116	13.583	-	13.215
Résultat global total		-	-	-252	-	-107.129	-116	13.583	-557	-94.471
Capital increase	7	185.525	3.987	-	-	-	-	-	-	189.512
Costs of capital increase		-	-5.940	-	-	-	-	-	-	-5.940
Dividends	6	-	-	-	-	-17.950	-	-	-	-17.950
Others		-	-	-	-	-	-	-	-461	-461
Balance as of 31.12.2023		257.564	59.629	118	-15.073	51.743	-458	-10.441	1.226	344.308

⁽¹⁾ The Group owns Hungarian, Romanian, Polish and UK subsidiaries, which selected local currency as their operating currency in each of the countries. The positive conversion differences recorded for the period in equity are essentially due to the improvement in the Forint (€ 6.94m) and the Zloty (€ 7.05m) against the Euro.



SELECTED NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS ON 31/12/2023

Note 1. Corporate information

The consolidated financial statements of the Group on 31 December 2023, including the annual report, containing all of the financial statements and attached notes, were adopted by the Board of Directors on 29 February 2024.

Note 2. Principal accounting methods

1. Basis for preparation

Going concern principle:

The Group prepared its interim financial statements on the basis of property development activities as a going concern, using the value-creation cycle usually described and covering an identical territory of the 10 countries in which it operates. The completion of the value creation cycle implies the disposal of projects at the end of the cycle, without excluding early disposals, as a function of opportunities and particular circumstances.

During the 2023 fiscal year, disruptions in the financial and banking sectors emerged internationally, further prolonging the wait-and-see approach adopted by investors. The combination of high debt levels and rising interest rates resulted in a significant increase in the company's financial expenses.

In this context of the year 2023, Atenor concluded several transactions and took several measures, notably:

- Increasing the existing back-up line from € 35m to € 100m by Belfius as part of the Commercial Paper programme;
- Continuing the gradual replacement of "Corporate" financing with project financing;
- Completion of a capital increase in November for € 181.57m;
- Conclusion of partnerships with Besix Red for the WellBe project in Lisbon and with Cores Development for the project Square 42;
- Sale of the Roseville project in Budapest;
- Sale agreements for the Am Werhahn and WellBe projects, generating liquidity in the first quarter of 2024

The macroeconomic landscape of 2024 still presents a high degree of uncertainty, influenced notably by international tensions. In this context, the outlook for the real estate investment market, particularly residential and office properties, remains influenced by interest rate developments. Atenor's priority will continue to be debt reduction through the completion of its mature projects, specifically: Wellbe, Realex (Conference Center), Twist, UP-site Bucharest, and Lake 11 (phase 1), which will contribute both to a positive margin and to net debt reduction.

The group maintains 18-month cash flow forecasts at all times and ensures that it has sufficient liquidity to carry out its operations, taking certain assumptions into account.

The planned conclusion by 31 December 2024 of operations already in progress on 31 December 2023 will entail a substantial reduction in the Group's net debt relative to the position on 31 December 2023.

In this context, Atenor has conducted several sensitivity analyses, taking into account the assumptions and uncertainties mentioned above, in order to consider potential scenarios with a negative impact on cash flow. To date, Atenor believes that all envisaged measures should be sufficient to mitigate the potential negative impacts.

Lastly, particular attention is paid to compliance with the covenants negotiated with two banks during 2023. Several covenants were tested for the first time on the basis of the financial statements drawn up on 31 December 2023, and others on 30 June 2024. Given the foreseeable evolution of activities, cash flow forecasts lead to compliance with said covenants.

For both short- and medium-term cash management, the Group also relies on a network of banking relationships maintained with several banks.

The consolidated financial statements on 31 December 2023 were prepared in accordance with the IFRS (International Financial Reporting Standards) standards, as adopted by the European Union.

Atenor did not apply any new IFRS provisions in advance that had not entered into effect in 2023 and did not apply any European exceptions to IFRS.

The new IFRS standards and IFRIC interpretations and the amendments to the old standards and interpretations, which applied for the first time in 2023, did not have a significant direct impact on the figures reported by Atenor.

2. Consolidation and significant accounting principles

The assessment rules adopted for the preparation of the consolidated financial situation on 31 December 2023 were unchanged relative to the rules followed for the preparation of the annual report on 31 December 2022.

The conflict in Ukraine did not influence valuation rules. Atenor has no property developments in Russia or Belarus and is not involved in any professional activity in either of these countries. Atenor is compliant with the international sanctions imposed on these countries.

The valuation of assets was conducted on the basis of market information, with a view to assessing portfolio projects that could potentially be subject to impairment on 31 December 2023.

With regard to the prospects and estimates of future impacts, please refer to the comments on page 3.



Standards and interpretations which became mandatory during 2023 in the European Union

- IFRS 17 *Insurance policies*
- Amendments to IFRS 17 *Insurance policies: Initial Application of IFRS 17 and IFRS 9 – Comparative Information*
- Amendments to IAS 1 *Presentation of Financial Statements and IFRS Practice Statement 2: Disclosure of Accounting Policies*
- Amendments to IAS 8 *Accounting methods, changes in accounting estimates and errors: definition of accounting estimates*
- Amendments to IAS 12 *Income Taxes: Deferred Tax relating to Assets and Liabilities arising from the same transaction*
- Amendments to IAS 12 *Income taxes: International Tax Reform – Introduction to pillar two model rules* (effective immediately – disclosures are required for annual periods beginning on or after 1 January 2023)

The new IFRS standards and IFRIC interpretations and the amendments to the old standards and interpretations, which applied for the first time in 2023, did not have a significant direct impact on the figures reported by the Company.

Standards and interpretations published but not yet applicable for the annual period starting from 01/01/2023

- Amendments to IAS 1 *Presentation of financial statements: classification of liabilities as current or non-current and non-current liabilities with covenants* (applicable for annual periods beginning on or after 1 January 2024)
- Amendments to IFRS 16 *Leases: Lease liability in a sale and leaseback* (applicable for annual periods beginning on or after 1 January 2024).
- Amendments to IAS 7 *Statement of cash flows* and IFRS 7 *financial instruments: disclosures: Supplier Finance Arrangements* (applicable for annual periods beginning on or after 1 January 2024, but not yet adopted within the EU)
- Amendments to IAS 21 *The effects of changes in foreign exchange rates: lack of exchangeability* (applicable for annual periods beginning on or after 1 January 2025, but not yet endorsed in the EU)

Atenor did not apply early adoption of these new or amended standards and interpretations.

The "Pillar 2" Directive (minimum taxation of the OECD international tax reform), as transposed into Belgian law in the 2024 Finance Act, does not apply to Atenor, as the group does not meet the minimum threshold (Consolidated revenue: €750 million).

Note 3. Seasonal information

The value creation cycle of property projects of Atenor may be summarised in six major phases: acquisition, development and permit application, permit monitoring and approval, construction, leasing, and sales. The length and process of these phases are neither similar nor comparable from one project to another.

Monitoring the schedule and projected profitability of each project is subject to communication and internal control procedures carried out at each stage by an ad hoc operational committee for each project.

A weekly Executive Committee meeting is held to provide a comprehensive overview of the group's activities and to take any necessary measures within its scope of authority.

Note 4. Segment reporting

Segment information is prepared, both for internal reporting and external disclosure, for a single activity sector, i.e. property development projects (office and residential buildings, the retail activity being accessory to the first two mentioned). This activity is presented, managed and monitored on a project-by-project basis. The various project committees, the Executive Committee and the Board of Directors are responsible for monitoring the various projects and for assessing their performances.

Based on the location of the projects, however, two geographical segments are identifiable: on the one hand there is Western Europe, covering Belgium, the Grand Duchy of Luxembourg, the Netherlands, France, Germany, Portugal and the United Kingdom, and, on the other, there is Central Europe, covering Poland, Hungary and Romania.

The Atenor activity report provides more detailed information regarding the results and purchases and sales during the period under review.



In thousands of EUR

	31.12.2023			31.12.2022		
	Western Europe	Central Europe	Total	Western Europe	Central Europe	Total
Operating revenue	51.249	38.225	89.474	36.114	4.894	41.008
Turnover	49.144	33.524	82.668	33.082	1.909	34.991
Property rental income	2.105	4.701	6.806	3.032	2.985	6.017
Other operating income	7.656	9.417	17.073	16.155	5.123	21.278
Gain (loss) on disposals of financial assets	6.190		6.190	13.091		13.091
Other operating income	1.469	9.443	10.912	3.065	5.123	8.188
Gain (loss) on disposals of non-financial assets	-3	-26	-29	-1		-1
Operating expenses (-)	-91.649	-79.026	-170.675	-35.200	-7.623	-42.823
Raw materials and consumables used (-)	-70.588	-91.109	-161.697	-67.041	-88.421	-155.462
Changes in inventories of finished goods and work in progress	57.813	67.800	125.613	76.610	96.619	173.229
Employee expenses (-)	-4.668	-936	-5.604	-4.625	-805	-5.430
Depreciation and amortization (-)	-757	-278	-1.035	-673	-196	-869
Impairments (-)	-26.224	-30.234	-56.458	5.411	-66	5.345
Other operating expenses (-)	-47.225	-24.269	-71.494	-44.882	-14.754	-59.636
RESULT FROM OPERATING ACTIVITIES - EBIT	-32.744	-31.384	-64.128	17.069	2.394	19.463
Financial expenses (-)	-39.606	1.986	-37.620	-21.859	3.304	-18.555
Financial income	5.401	414	5.815	2.353	33	2.386
Share of profit (loss) from investments consolidated by the equity method	-8.432		-8.432	-3.016		-3.016
PROFIT (LOSS) BEFORE TAX	-75.381	-28.984	-104.365	-5.453	5.731	278
Income tax expense (income) (-)	-3.104	-217	-3.321	-1.304	-53	-1.357
PROFIT (LOSS) AFTER TAX	-78.485	-29.201	-107.686	-6.757	5.678	-1.079
Post-tax profit (loss) of discontinued operations						
PROFIT (LOSS) OF THE PERIOD	-78.485	-29.201	-107.686	-6.757	5.678	-1.079
Intercompany elimination	15.715	-15.715	0	4.866	-4.866	0
CONSOLIDATED RESULT	-62.770	-44.916	-107.686	-1.891	812	-1.079
Overall profits and losses of the period attributable to third parties	-557		-557	-236		-236
Group share result	-62.213	-44.916	-107.129	-1.655	812	-843



In thousands of EUR	31.12.2023			31.12.2022		
	Western Europe	Central Europe	Total	Western Europe	Central Europe	Total
<u>ASSETS</u>						
<u>NON-CURRENT ASSETS</u>	241.347	2.368	243.715	236.912	598	237.510
Property, plant and equipment	8.113	2.086	10.199	8.560	421	8.981
Investment properties	21.514		21.514	21.482		21.482
Intangible assets	82	96	178	119	104	223
Investments consolidated by the equity method	69.050		69.050	83.380		83.380
Deferred tax assets	2.041		2.041	3.670		3.670
Other non-current financial assets	140.547	186	140.733	97.175	73	97.248
Non-current trade and other receivables			0	22.526		22.526
<u>CURRENT ASSETS</u>	635.103	449.886	1.084.871	660.505	377.458	1.037.963
Inventories	588.967	404.306	993.273	612.039	350.368	962.407
Other current financial assets	1.924		1.924	337		337
Current tax receivables	544	44	588	608	574	1.182
Current trade and other receivables	24.402	6.400	30.802	32.828	6.212	39.040
Current loans payments	11		11	103		103
Cash and cash equivalents	12.359	33.317	45.676	9.318	15.775	25.093
Other current assets	6.896	5.701	12.597	5.272	4.529	9.801
TOTAL ASSETS	876.450	452.254	1.328.586	897.417	378.056	1.275.473
<u>LIABILITIES AND EQUITY</u>						
<u>TOTAL EQUITY</u>	397.910	-53.602	344.308	289.586	-15.968	273.618
<u>Group shareholders' equity</u>	396.684	-53.602	343.082	287.341	-15.968	271.373
Issued capital	317.193		317.193	133.621		133.621
Reserves	94.564	-53.602	40.962	168.793	-15.968	152.825
Treasury shares (-)	-15.073		-15.073	-15.073		-15.073
<u>Non controlling interest</u>	1.226		1.226	2.245		2.245
<u>Non-current liabilities</u>	458.181	12.036	470.217	525.595	20.548	546.143
Non-current interest bearing borrowings	442.542	8.266	450.808	514.119	19.560	533.679
Non-current provisions	8.142	2.071	10.213	5.263		5.263
Pension obligation	565		565	442		442
Derivatives			0		-370	-370
Deferred tax liabilities	920		920	945		945
Non-current trade and other payables	6.006		6.006	4.797		4.797
Other non-current liabilities	6	1.699	1.705	29	1.358	1.387
<u>Current liabilities</u>	20.359	493.820	514.179	82.236	373.476	455.712
Current interest bearing debts	363.599	40.136	403.735	357.516	1.449	358.965
Current provisions	4.227	3.714	7.941	3.953	3.748	7.701
Deferred tax liabilities	2.814	140	2.954	3.467	21	3.488
Current trade and other payables	47.294	39.592	86.886	38.058	36.040	74.098
Other current liabilities	10.452	2.211	12.663	10.484	976	11.460
Intercompany elimination / not allocated	-408.027	408.027		-331.242	331.242	
TOTAL EQUITIES AND LIABILITIES	876.450	452.254	1.328.704	897.417	378.056	1.275.473



In thousands of EUR

	31.12.2023				31.12.2022			
	Europe Occidentale	Europe Centrale	Inter-Segment	Total	Europe Occidentale	Europe Centrale	Inter-Segment	Total
Operating activities								
- Net income (group share)	-62.213	-44.916		-107.129	-1.654	811		-843
- Result of non controlling interests	-557			-557	-237			-237
- Result of Equity method Cies	8.432			8.432	3.016			3.016
- Interest charges	37.148	12.063	-14.851	34.360	20.218	364	-4.026	16.556
- Interest incomes	-19.977	-633	14.851	-5.759	-6.248	-148	4.026	-2.370
- Income tax expense	1.665	218		1.883	1.392	53		1.445
<i>Result for the period</i>	<i>-35.502</i>	<i>-33.268</i>	<i>0</i>	<i>-68.770</i>	<i>16.487</i>	<i>1.080</i>	<i>0</i>	<i>17.567</i>
- Depreciations	757	278		1.035	673	196		869
- Impairment losses	25.826	30.234		56.060	513	66		579
- Unrealised foreign exchange gains/(losses)	-62	1.889		1.827	20	151		171
- Fair value adjustments	399			399	-5.924			-5.924
- Provisions (Increases / Reversals)	-342	1.877		1.535	-1.641	-4.624		-6.265
- Deferred taxes (Increases / Reversals)	1.438			1.438	-87			-87
- (Profit)/Loss on disposal of fixed assets	-6.180	26		-6.154	-13.090			-13.090
<i>Adjustments for non cash items</i>	<i>21.836</i>	<i>34.304</i>	<i>0</i>	<i>56.140</i>	<i>-19.536</i>	<i>-4.211</i>	<i>0</i>	<i>-23.747</i>
- Variation of inventories	-59.585	-70.774		-130.359	-78.696	-98.858		-177.554
- Variation of trade and other amounts receivables	16.428	6.033	-5.836	16.625	10.905	6.369	-7.170	10.104
- Variation of trade payables	17.693	-2.323	5.836	21.206	-17.245	17.440	7.170	7.365
- Variation of amounts payable regarding wage taxes	47	26		73	-375	-31		-406
- Variation of other receivables and payables	-4.132	5.587		1.455	9.772	-2.514		7.258
<i>Net variation on working capital</i>	<i>-29.549</i>	<i>-61.451</i>	<i>0</i>	<i>-91.000</i>	<i>-75.639</i>	<i>-77.594</i>	<i>0</i>	<i>-153.233</i>
- Interests received	19.976	634	-14.851	5.759	6.248	148	-4.026	2.370
- Income tax (paid) paid	-2.329	-110		-2.439	-2.065	-3.224		-5.289
- Income tax (paid) received	85	572		657	2.969	177		3.146
Cash from operating activities (+/-)	-25.483	-59.319	-14.851	-99.653	-71.536	-83.624	-4.026	-159.186
Investment activities								
- Acquisitions of intangible and tangible fixed assets	-706	-119		-825	-1.041	-125		-1.166
- Acquisitions of financial investments	-1.805			-1.805	-1.814			-1.814
- New loans	-89.446	-145	67.063	-22.528	-97.863	-2	87.675	-10.190
<i>Subtotal of acquired investments</i>	<i>-91.957</i>	<i>-2.094</i>	<i>67.063</i>	<i>-25.158</i>	<i>-100.718</i>	<i>-127</i>	<i>87.675</i>	<i>-13.170</i>
- Disposals of intangible and tangible fixed assets	1	2		3	0			0
- Disposals of financial investments	17.516			17.516	17.011			17.011
- Reimbursement of loans	26.188	34		26.222	482	1		483
<i>Subtotal of disinvestments</i>	<i>43.705</i>	<i>36</i>	<i>0</i>	<i>43.741</i>	<i>17.493</i>	<i>1</i>	<i>0</i>	<i>17.494</i>
Cash from investment activities (+/-)	-48.252	-2.058	67.063	18.583	-83.225	-126	87.675	4.324
Financial activities								
- Increase in capital	175.633	1.925	0	177.558	2.704	442	0	0
- Subscription by the group	-1.925	0	0	-1.925	-3.146	0	0	0
- Treasury shares	-7			-7	0			0
- New borrowings	297.433	93.682	-67.063	324.052	209.386	90.653	-87.675	212.364
- Repayment of borrowings	-349.161	-1.239		-350.400	-89.844	-916		-90.760
- Interests paid	-37.614	-11.938	14.851	-34.701	-18.000	-214	4.026	-14.188
- Paid dividends	-4.418	-5.593		-10.011	-17.078			-17.078
- Directors' entitlements	-410			-410	-410			-410
Cash from financial activities (+/-)	79.531	76.837	-52.212	104.156	83.612	89.965	-83.649	89.928
Net variation of the period	5.796	15.460	0	23.086	-71.149	6.215	0	-64.934
- Cash and cash equivalent at the beginning of the year	9.393	15.775		25.168	81.994	10.122		92.116
- Net variation in cash and cash equivalent	5.796	15.460	0	21.256	-71.149	6.215	0	-64.934
- Effect of exchange rate changes	-1.000	252		-748	-1.452	-562		-2.014
- Cash and cash equivalent at end of the year	14.189	31.487	0	45.676	9.393	15.775	0	25.168



Note 5. Income tax and deferred taxes

	In thousands of EUR	
	2023	2022
I. Income tax expense / Income - current and deferred		
Income tax expense / Income - current		
Current period tax expense	-1.759	-1.475
	-1.759	-1.475
Adjustments to tax expense/income of prior periods	-124	31
Total current tax expense, net	-1.883	-1.444
Income tax expense / Income - Deferred		
Related to the current period	67	-357
Related to tax losses	-1.505	444
Total deferred tax expense	-1.438	87
Total current and deferred tax expense	-3.321	-1.357

Tax expenses amounted to € - 3.32m (against € - 1.36m in 2022). This item consisted of current taxes (€ - 1.88m), mainly relating to the City Dox and @Expo projects, and deferred taxes (€ - 1.44m), relating to the reversal of the DTAs of Atenor and Tâge Deux Fois, in view of the uncertainties regarding the use of their losses carried forward.

Note 6. Paid Dividends

	In thousands of EUR	
	2023	2022
Dividends on ordinary shares declared and paid during the period:	10.011	17.078

As a reminder, the total gross dividend (excluding treasury shares) approved by the General Meeting of 28 April 2023 amounted to € 17.95m.

60.35% of Atenor shareholders opted for the creation of new shares (optional dividend). See note 7 below. Atenor does not pay interim dividends.

Note 7. Share capital

The Annual General Meeting of 28 April 2023 decided to propose an optional dividend for the 2022 financial year. Shareholders were given the opportunity during the period from 7 June 2023 to 20 June 2023 (inclusive) to opt for the issuance of new shares in exchange for their claim to the net dividend of € 1.869.

60.35% of shareholders opted for the dividend in shares. As such, Atenor's share capital was increased by € 7.94m (including the share premium) through the issuance of 386,165 new shares.

A second capital increase of € 181.57m carried out on 30 November 2023, raised Atenor's share capital to € 257,563,853.72, represented by 43,739,703 shares. The associated costs (€ 5.94m) were allocated under the "share premium" heading in the consolidated financial statements.

On 31 December 2023, the shareholding structure was as follows:

	Number of shares	Holdings in %	Of which shares forming part of the joined shareholding	Holdings in %
ALVA SA (1)	764.611	1,75	521.437	1,19
LUXEMPART SA (1)	6.819.439	15,59	6.819.439	15,59
3D NV (1)	13.157.350	30,08	13.157.350	30,08
FORATENOR SA (1)	4.767.744	10,90	4.767.744	10,90
Stéphan SONNEVILLE SA(1)(2) & consorts	1.621.624	3,71	1.109.624	2,54
Midelco NV	2.000.000	4,57		
Lintrust NV	300.000	0,69		
Vandewiele Group NV	2.000.000	4,57		
Subtotal	31.430.768	71,86	26.375.594	60,30
Own shares	7	0,00		
Treasury shares	313.427	0,72		
Public	11.995.501	27,42		
Total	43.739.703	100,00		

(1) Signatories of the Shareholders' Agreement

(2) Managing Director, company controlled by Mr. Stéphan Sonnevill



The movements in treasury stock were as follows:

Movements in own and treasury shares	Amount (in thousands of EUR)	Number of own shares
On 01.01.2023 (average price : € 48.09 per share)	15.073	313.427
Movements during the period:		
- acquisitions	112	2.450
- sales	-112	-2.443
On 31.12.2023 (average price : € 48.09 per share) ⁽¹⁾	15.073	313.434

On 31 December 2023, Atenor SA held 7 shares of Treasury stock.

The Atenor Group Investments (AGI) and Atenor Long Term Growth (ALTG) subsidiaries still hold 163,427 and 150,000 shares in Atenor respectively (situation unchanged from 31/12/2022).

The shares held by Atenor Long Term Growth aim to enhance the ALTG (2019 to 2022) stock option plans allocated to Atenor staff and to some of its service providers.

The shares acquired during the first half-year were acquired and immediately sold as partial payment for remuneration in the form of company shares, with 7 shares remaining.

Note 8. Property, plant and equipment

The line "Tangible assets" amounted to €10.2m for 2023, against €8.98m on 31/12/2022. This included the group's furnishings and vehicles, fixtures and improvements made to rented properties and the rights of use of the rented properties (IFRS 16).

Investments during the period amount to €2.22m, of which €1.83m in leasehold rights following the new lease agreement signed for the offices of our subsidiary, Atenor Hungary.

Depreciation for the year amounted to €0.98m (of which €92,000 relates to the recognized right-of-use in 2023), against €0.85m in 2022. No impairment loss was recognised.

Note 9. Investment properties

This item includes the Nysdam building in La Hulpe. This building is currently leased at a rate of 93% and generated net rental income of €1.01m during the year ended 31 December 2023. The building is currently under management and may subsequently be redeveloped or sold.

In 2022, it was transferred from the inventory heading and, by way of application of IAS 40, valued at its net fair value of €21.48m, on the basis of an expert's report on 30 June 2022. A new expert's report of 31 December 2023 did not reveal any significant difference in value (loss of €0.4m in 2023).

On the basis of data from the valuation technique, the fair value of the investment property was classified as Level 3 fair value.

In thousands of EUR	2023	2022
At the end of the preceding period	21.482	0
Gains / (Losses) arising from changes in the fair value	-399	5.924
Investments	431	156
Transfer from "Inventories" (at cost)		15.402
At the end of the period	21.514	21.482

During the period, there was no transfer from Level 3 to Level 2.



Note 10. Investments consolidated via the equity method

Participations	In thousands of EUR	
	2023	2022
Victor Estates	550	814
Victor Properties	3	31
Victor Bara	4.142	4.262
Victor Spaak	7.424	7.634
Immoange	525	672
Markizaat		10.294
CCN Development		
CCN Housing B1	1.822	2.154
CCN Housing B2	606	785
CCN Office A1	8.884	9.243
CCN Office C-D	38.584	40.183
De Molens		368
Cloche d'Or Development	1.139	2.736
Ten Brinke Mybond Verheeskade	4.036	4.225
Laakhaven Verheeskade II		-35
Lankelz Foncier		
Square 42		
Square 48	1.335	14
Tage Une Fois		
Total	69.050	83.380

Investments	In thousands of EUR	
	2023	2022
At the end of the preceding period	83.380	78.729
Share in result	-8.432	-3.016
Acquisitions, price adjustments and restructuring	221	3.934
Disposals	-11.108	
Capital increase	1.340	
Reclassification to other items	3.648	3.733
At the end of the period	69.050	83.380



2023 key figures from financial statements	In thousands of EUR	
	Sums due to related parties	Sums due to the group from related
- Immoange share of the group : 50%	-	2.885
- Victor Estates share of the group : 50%	-	5.644
- Victor Properties share of the group : 50%	-	326
- Victor Bara share of the group : 50%	-	2.415
- Victor Spaak share of the group : 50%	-	4.278
- CCN Development share of the group : 50%	-	20.050
- Cloche d'Or Development share of the group : 50%	-	30.977
- Ten Brinke Mybond Verheeskade share of the group : 50%	-	8.149
- Laakhaven Verheeskade II share of the group : 50%	-	15.525
- Lankelz Foncier share of the group : 50%	-	23.003
- Square 42 part de groupe : 50%	-	5.533
- Square 48 part de groupe : 50%	-	
- Tage Une Fois part de groupe : 51%	-	21.067
At the end of the period		139.852

On 31 December 2023, Atenor was in partnership for the Nör.Bruxsel project in Brussels (CCN Development and its subsidiaries), for Cloche d'Or, Perspectiv and Square 48 in Luxembourg (Cloche d'Or Development, Lankelz Foncier, Square 48), Verheeskade I and II (TBMB and Laakhaven Verheeskade II), as well as Move'Hub (Immoange, and Victor Estates, Properties, Bara, Spaak).

During the first half of 2023, Atenor also entered into a 50/50 partnership with Besix Red for the Wellbe project in Portugal and with Cores Development/Ravago for the Square 42 project in Luxembourg, resulting in the recording in the accounts of the stakes in Tage Une Fois and Square 42 via the equity method.

In parallel, Markizaat and De Molens (De Molens project in Deinze) were sold on 28 June 2023, thus exiting from Atenor's scope of consolidation.

These last 3 transactions (Wellbe, Square42 and Markizaat/De Molens), with sale prices totalling € 17.51m, generated gross capital gains amounting to € 6.19m.

Investments with negative values on 31 December 2023 were classified as non-current provisions: Lankelz Foncier (€ - 4.31m), CCN Development (€ - 3.36m), Tage Une Fois (€ -0.31m), Square 42 (€ - 0.24m) and Laakhaven Verheeskade II (€ - 0.09m).

There were no other important changes concerning the related parties. Updated information regarding other related parties shall form the object of a note in the annual financial statements.



Note 11. Inventories

	In thousands of EUR	
	2023	2022
Buildings intended for sale, beginning balance	962.407	932.994
Capitalized expenses	194.343	196.767
Disposals of the year	-70.755	-25.447
Exits from the consolidation scope	-57.477	-135.912
Entries in the consolidation scope		11.861
Reclassifications from/to the "Inventories"	-111	-12.768
Borrowing costs (IAS 23)	6.771	6.235
Foreign currency exchange increase (decrease)	13.917	-10.836
Write-offs (recorded)	-55.869	-514
Write-offs (written back)	47	27
Movements during the year	30.866	29.413
Buildings intended for sale, ending balance	993.273	962.407
Accounting value of inventories mortgaged (limited to granted loans)	256.538	189.377

The "properties held for sale" classified under "Inventories" represent the property projects in the portfolio and under development. This item amounted to € 993.27m, with an increase of € 30.87m relative to 31 December 2022 (€ 962.41m).

This net change primarily resulted from

- "Capitalized expenses" recording the continuation of the works and studies of the Roseville, Bakerstreet, Lake 11 Home&Park (Budapest), @Expo, UP-site (Bucharest), Lakeside (Warsaw), Am Wherharhn, Pulsar (Dusseldorf), Well'Be (Lisbon), Twist (Luxembourg), City Dox and Realex (Brussels), Au Fil des Grands Prés (Mons), Victor Hugo (Paris), NBS10 (London) and several other projects under development for a total of € 194.34m,
- "Disposals during the financial year", which mainly included the sale of flats in the City Dox and Twist projects, and sales of the Roseville and Au Fil des Grands Prés office properties, reducing inventories by € 70.76m,
- "Exits from the consolidation scope" relating to the inventory of the Square 42 and WellBe projects, following the equity accounting of the Square 42 and Tage Une Fois shareholding (€ 57.48m); and
- Capitalization of borrowing costs of € 6.77m; and
- The impact of exchange rate fluctuations, mainly the unfavourable effect of the Hungarian forint and the Polish zloty (€ 13.92m). This item is reflected in the translation differences included in equity.
- Write-offs" relating to 5 projects located in Germany and Central Europe, amounting to € 55.87m, resulting from impairment tests and sensitivity analyses conducted on Atenor's entire portfolio, taking into account market parameters, project specifics (typology, positioning in the value cycle, etc.).



Note 12. Current and non-current financial assets

In thousands of EUR	Other financial investments	Derivatives	Trade and other receivables	Cash and cash equivalents
MOVEMENTS IN FINANCIAL ASSETS				
Non-current financial assets				
Beginning balance	97.248		22.526	
Acquisitions	22.528			
Disposals (-)	-26.222			
Exits from the scope of consolidation	47.177			
Reclassification (to) from other items			-22.825	
Increase (decrease) in the discounted amount arising from the passage of time and of any change in the discount rate			299	
Other increase (decrease)	2			
Ending balance	140.733		0	
Fair value	140.733		0	
Valuation	level 3		niveau 3	
Current financial assets				
Beginning balance	337		39.040	25.093
Acquisitions	1.756			21.331
Disposals (-)			-18.677	
Exits from the consolidation scope			-1.884	-1.551
Reclassification (to) from other items		370	12.195	
Impairments (-)	-169		-68	
Foreign currency exchange increase (decrease)			196	803
Other increase (decrease)		-252		
Ending balance	1.924	118	30.802	45.676
Fair value	1.924	118	30.802	45.676
Valuation	levels 1 & 3	level 2	level 3	level 3

"Other non-current financial assets" mainly relate to net advances granted to companies consolidated via the equity method. The net change during the period is explained, in particular, by movements on advances granted during the year (€ - 3.80m) as well as by the transfer to this item of 50% of receivables from Tage Une Fois and Square 42, following the sales of 50% of these holdings (€ 47.18m).

"Other current financial assets" include short-term deposits (€ 1.83m) and debt securities (€ 0.09m), the valuation of which at the stock price on 31 December 2023 resulted in the recognition of an impairment loss of € 169,000.

The change in "Clients and other non-current debtors" is explained, on one hand, by the reclassification to the short-term of the receivable due in 2024 from the purchaser of the stake in NGY (€ 8m), the receivable relating to the development of the Verheeskade II project (€ 2.48m), and the assets on contracts linked to the sales of flats in the Twist and City Dox Lot 7 projects (€ 2.03m), and, on the other hand, by the transfer to the "long-term advances" heading of the revenues acquired from the sales on completion of flats in the City Dox Lot 5 project (€ 10.32m).

"Clients and other current debtors" decreased from € 39.04m to € 30.80m on 31 December 2023, i.e. with a decrease of € 8.24m mainly impacted by the collection of the 2023 instalment of the receivable from the purchaser of the NGY stake (€ 8m) and billing instalments for offices O2 and P of the Au Fil des Grands Prés project (€ 7.17m).

Foreign exchange, default, credit, and liquidity risks are detailed in Note 16 of the 2022 Annual Financial Report.

Derivatives

Atenor uses financial derivative instruments exclusively for hedging purposes. These financial instruments are measured at their fair value with changes in value charged to the income statement, except for the financial instruments qualified as "Cash flow hedges", for which the part of the profit or the loss on the hedging instrument regarded as constituting an effective hedge is booked directly through the equity account under the "other items of global income" heading. With regard to "Fair value hedges", changes in the fair value of the derivatives defined and qualified as fair value hedges are recorded in the results account as changes to the fair value of the hedged asset or liability, attributable to the hedged risk.

As part of the financing of € 22m signed in 2019 by its Polish subsidiary Haverhill Investments, Atenor simultaneously concluded a hedging rate contract covering 71% of the credit. The fair value of this financial instrument qualified as a "cash flow hedge" (€ 0.12m) is directly recognised under shareholders' equity.



Hierarchical valuation levels

For each category of financial instrument, Atenor provides the methods applied for determining their fair value.

Level 1: Prices listed on active markets

Beaulieu certificates

Level 2: (Directly or indirectly) observable data other than listed prices

Derivative instruments are, where appropriate, valued by a financial institution on the basis of market parameters.

Level 3: Non-observable market data

The fair value of "Current and non-current financial assets" (including liquid assets) is close to the market value. The fair value of unlisted financial assets available for sale is estimated at their book value, taking into account changes in the activity of the companies in question and existing shareholder agreements. The amount of these is insignificant.

The fair value of "Trade and other receivables" corresponds to their nominal value (deducting any impairment loss) and reflects the sale price of the goods and other assets sold in provisional agreements and notarial deeds.

Sensitivity analysis

In view of the nature of the financial assets and their short maturities, a sensitivity analysis is not necessary, since the impact of changes in rates is negligible.

Cash and Cash equivalents

	In thousands of EUR	
	31.12.2023	31.12.2022
Short-term deposits	1.830	75
Bank balances	45.675	25.091
Cash at hand	1	2
Cash and cash equivalents	47.506	25.168

Note 13. Current and non-current financial liabilities

In thousands of EUR	Current			Non-current			Total	Fair value (*)	Valuation
	2023	Up to 1 year	1-5 years	More than 5 years	2023	Up to 1 year			
Derivatives	-	-	-	-	-	-	-	-	level 2
Financial liabilities									
Finance lease debts (IFRS 16)	675	2.152	4.319	7.146	7.056				level 3
Credit institutions	273.860	152.332	6.733	432.925	434.006				level 3
Bond issue	65.000	259.903		324.903	295.169				levels 1 & 3
Other loans	64.200	25.369		89.569	88.393				levels 1 & 3
Total financial liabilities according to their maturity	403.735	439.756	11.052	854.543	824.624				
Other financial liabilities									
Trade payables	42.053			42.053	42.053				level 3
Other payables	43.118	6.006		49.124	49.124				level 3
Other financial liabilities		1.705		1.705	1.705				level 3
Total amount of other liabilities according to their maturity	85.171	7.711		92.882	92.882				
2022	Up to 1 year	1-5 years	More than 5 years	Total	Fair value (*)	Valuation			
Derivatives	-	-370		-370	-370				level 2
Financial liabilities									
Finance lease debts (IFRS 16)	403	1.050	4.319	5.772	5.764				level 3
Credit institutions	134.162	169.086		303.248	305.557				level 3
Bond issue	20.000	269.848	55.000	344.848	335.343				levels 1 & 3
Other loans	204.400	34.376		238.776	238.688				levels 1 & 3
Total financial liabilities according to their maturity	358.965	474.360	59.319	892.644	885.352				
Other financial liabilities									
Trade payables	35.865			35.865	35.865				level 3
Other payables	35.362	4.797		40.159	40.159				level 3
Other financial liabilities		1.387		1.387	1.387				level 3
Total amount of other liabilities according to their maturity	71.227	6.185		77.412	77.412				

(*) The fair value of financial instruments is determined as follows:

- If their maturity is short-term, the fair value is presumed to be similar to the amortised cost.
- For non-current fixed-rate debts, by discounting the future interest flows and capital reimbursements at a rate of 4.39%, which corresponds to the Group's weighted average financing rate.
- For listed bonds, on the basis of the closing price

The policies for indebtedness, financial risks, and interest rate risk are set out in Note 21 of the annual financial report for 2022.



Financial debt

FINANCIAL DEBTS

		Nominal value (in EUR)
Bonds		
Retail bond - tranche 2 at 3.50%	05.04.2018 to 05.04.2024	30.000.000
Retail bond - tranche 2 at 3.50%	08.05.2019 to 08.05.2025	40.000.000
Retail bond - tranche 1 at 3.25%	23.10.2020 to 23.10.2024	35.000.000
Retail bond - tranche 2 at 3.875%	23.10.2020 to 23.10.2026	65.000.000
Green bond - tranche 1 at 3.00%	19.03.2021 to 19.03.2025	25.000.000
Green bond - tranche 2 at 3.50%	19.03.2021 to 19.03.2027	75.000.000
Green bond (EMTN) - at 4.625%	05.04.2022 to 05.04.2028	55.000.000
Total Bond issues		325.000.000
Via Credit institutions		
Atenor Long Term Growth		5.880.000
Atenor	Corporate (BNPPF)	10.000.000
	Corporate (Belfius)	169.000.000
	Corporate (Caisse d'Epargne Hauts de France)	15.000.000
Projects	Le Nysdam (via Hexaten)	12.675.000
	City Dox (via Immobilière de la Petite île)	10.100.000
	Realex (via Leaselex)	60.000.000
	Beaulieu (via Atenor)	18.900.000
	Astro 23 (via Highline)	7.406.613
	Twist (via Atenor Luxembourg)	32.500.000
	Victor Hugo (via 186 Victor Hugo)	45.000.000
	Lakeside (via Haverhill)	16.775.000
	UP-Site (via NOR Residential Solutions)	22.960.198
	ABC Budapest (via Hungaria Greens)	6.733.509
Total financial debts via credit institutions		432.930.320
Other loans		
CP	2024	28.000.000
MTN	2024	1.000.000
	2025	5.000.000
	2026	500.000
EMTN	2024	8.100.000
	2025	10.000.000
	2026	2.500.000
	2027	5.000.000
Green EMTN	2024	10.000.000
	2025	2.500.000
Private funds	Twist (via Atenor Luxembourg)	17.100.000
Total other payables		89.700.000
Leases liabilities (IFRS 16)		
Atenor Luxembourg		555.325
Atenor France		229.504
Atenor Deutschland		102.053
Atenor Hungary		1.777.044
Atenor Romania		162.363
Fleethouse		4.319.858
Total leases liabilities		7.146.148
TOTAL FINANCIAL DEBTS		854.776.468



In thousands of EUR

FINANCIAL DEBTS	Current	Non-current	Total
	Up to 1 year	More than 1 year	
Movements on financial liabilities			
On 31.12.2022	358.965	533.679	892.644
Movements of the period			
- New loans	150.325	173.510	323.835
- Reimbursement of loans	-339.744	-10.200	-349.944
- Lease liabilities (IFRS 16) - new contracts	53	1.777	1.830
- Lease liabilities (IFRS 16) - repayments	-456		-456
- Exits from the consolidation scope		-13.767	-13.767
- Variations from foreign currency exchange	-751	934	183
- Short-term/long-term transfer	235.273	-235.273	0
- Others	70	148	218
On 31.12.2023	403.735	450.808	854.543

Please see the comment on page 4 of the consolidated balance and the increase in indebtedness.

For the period ending 31/12/2023, financial debt decreased from € 892.64m to € 854.54m, a decrease of € - 38.10m: New borrowings during the year included:

- Belfius corporate loans for € 169m;
- Two loans of € 35m (granted by 3D SA, one of Atenor's reference shareholders and repaid on 05/12/2023) and € 17.10m (granted by private funds) respectively;
- The renewal of loans amounting to € 18.9m and € 13m for the Beaulieu and Nysdam projects respectively;
- The increase in outstanding loans relating to the Twist (€ 15.52m), UP-site Bucharest (€ 19.98m) and Square 42 (before disposal of 50% of shares) projects (€ 6.75m).

Repayments principally related to:

- Two Belfius loans of € 40m and € 20m, which matured;
- A € 20m bond issue and 8 (E)MTN facilities, for a total amount of € 44.50m;
- The AGP credit of € 9m;
- The € 10.20m reduction in the credit for the City Dox project;
- The reduction in outstanding CP amounted to € 121.90m.

The amount of € -13.77m included under "Companies exiting the consolidation scope" corresponded to loans to Square 42 and Tâge Une Fois, which were recorded using the equity method, following the sale of 50% of their shares during the year.

The book value of the financial debts is their nominal value adjusted for the costs and commissions relating to the establishment of these loans and the adjustment relating to the valuation of derivative financial instruments.

Fair value hierarchy levels

The Group measures the fair value of its financial liabilities using a fair value hierarchy. A financial instrument is classified within the fair value hierarchy on the basis of the lowest level input of significance for the fair value measurement.

Level 1: Prices listed on active markets

For instruments listed on an active market, such as bond issues and (E)MTNs included in "other borrowings", the fair value corresponds to the listed price on the closing date.

Level 2: (Directly or indirectly) observable data other than listed prices

Where appropriate, derivative instruments were valued by a financial institution on the basis of market parameters.

Level 3: Non-observable market data

As a function of maturity, "Financial liabilities" were valued on a discounted cash flow basis or at amortised cost on the basis of the effective interest rate, justified by conventions and amounts borrowed.

The fair value of trade and other payables is considered to be equal to the respective carrying amount of these instruments on account of their short-term maturity.

Note 14. Transactions with related parties

On 28 June 2023, the companies De Molens and Markizaat held in partnership with 3D Real Estate were sold to our partner. Please refer to our press release of 27 June 2023.

We also refer to the credit facility as further outlined in Note 13.



Note 15. Stock option plans for employees and other payments based on shares

No new stock option plans were offered during 2023 to members of the Executive Committee, staff or certain service providers of Atenor.

Note 16. Principal risks and uncertainties

In general, and in permanent fashion, the Board of Directors takes account of the analysis and management of the various risks and uncertainties facing Atenor and its subsidiaries.

On 31 December 2023, Atenor faced the general risk of geopolitical developments and their implications for the level of interest rates and for activity in the property investment sector.

Note 17. Events after the closing date

As announced in the press release on 5 February 2024, Atenor announced the sale of the AM Wehrhahn project to a German Family Office. This sale will result in a reduction of € 18m in the group's net debt. The negative impact of this sale is already reflected in the 2023 results.

On 12 February 2024, the agreement regarding the sale of the Wellbe project (Lisbon) through the Portuguese company Tage Une Fois (co-owned by Atenor and Besix Real Estate Development) was announced, together with the payment of the first instalment. The buyer, Portugal's largest bank, Caixa Geral de Depósitos, will establish its headquarters there. This sale will contribute to reducing Atenor's net debt by € 28m

No other notable events have occurred since 31 December 2023.

E. Management Declaration

Stéphan Sonnevile SA, CEO and President of the Executive Committee and the Members of the Executive Committee, hereby attest, in the name and on behalf of Atenor SA, that to the best of their knowledge:

- The summary financial statements on 31 December 2023 were prepared in compliance with IFRS standards and provide a true and fair view of the assets, the financial situation and the net profit of Atenor and of the enterprises included in its consolidation scope;²
- The financial annual report contains a true reflection of the major events and principal transactions between related parties occurring during the financial year and of their impact on the summary financial statements, as well as a description of the main risks and uncertainties.
- continuity accounting principles are applied.

F. External audit

The auditor confirmed that his audit procedures regarding the financial information for the year ended 31 December 2023, as included in this press release, are currently being finalized. They have not identified, to date, any significant corrections to be made to this financial information.

² Affiliated companies of Atenor in the sense of article 1.20 of Code on companies and associations