



andrion ag, Zurich

Report of the Statutory Auditor
on the Limited Statutory Examination
to the General Meeting of Shareholders

Financial Statements 2023



KPMG AG

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Report of the Statutory Auditor on the Limited Statutory Examination to the General Meeting of Shareholders of andrion ag, Zurich

As statutory auditor, we have examined the financial statements (balance sheet, income statement and notes) of andrion ag for the year ended 2023.

These financial statements are the responsibility of the board of directors. Our responsibility is to perform a limited statutory examination on these financial statements. We confirm that we meet the licensing and independence requirements as stipulated by Swiss law.

We conducted our examination in accordance with the Swiss Standard on the Limited Statutory Examination. This standard requires that we plan and perform a limited statutory examination to identify material misstatements in the financial statements. A limited statutory examination consists primarily of inquiries of company personnel and analytical procedures as well as detailed tests of company documents as considered necessary in the circumstances. However, the testing of operational processes and the internal control system, as well as inquiries and further testing procedures to detect fraud or other legal violations, are not within the scope of this examination.

Based on our limited statutory examination, nothing has come to our attention that causes us to believe that the financial statements and the proposed appropriation of available earnings do not comply with Swiss law and the company's articles of incorporation.

KPMG AG

Thomas Affolter
Licensed Audit Expert
Auditor in Charge

Annina Gmür
Licensed Audit Expert

Zug, 16 May 2024

Enclosures:

- Financial statements (balance sheet, income statement and notes)
- Proposed appropriation of available earnings

Balance Sheet as of 31 December	Note	2023	2022
		CHF	CHF
ASSETS			
Current assets			
Cash		477,851	413,934
Trade accounts receivable	2.1	–	121,112
Other short-term receivable	2.2	972,701	978,519
Unbilled Services		215,120	329,685
Prepaid expenses		–	46,966
TOTAL CURRENT ASSETS		<u>1,665,672</u>	<u>1,890,216</u>
Non-current assets			
Financial assets	2.3	9,346	26,893
Property, plant and equipment	2.4	15,478	30,539
TOTAL NON-CURRENT ASSETS		<u>24,824</u>	<u>57,432</u>
TOTAL ASSETS		<u><u>1,690,496</u></u>	<u><u>1,947,648</u></u>

Balance Sheet as of 31 December	Note	2023	2022
		CHF	CHF
LIABILITIES AND QUOTAHOLDERS' EQUITY			
Short-term liabilities			
Trade accounts payable	2.5	76,299	175,803
Other short-term liabilities		4,849	16,217
Accrued expenses and deferred income	2.6	433,812	751,388
Accrued taxes		23,442	–
TOTAL SHORT-TERM LIABILITIES		538,402	943,408
Shareholder's equity			
Share capital	2.7	150,000	150,000
Legal retained earnings		75,000	75,000
Available earnings			
Profit brought forward		779,241	833,870
Profit / (Loss) for the year		147,853	(54,630)
TOTAL SHAREHOLDERS EQUITY		1,152,093	1,004,240
TOTAL LIABILITES AND EQUITY		1,690,496	1,947,648

Income Statement for the year ended 31 December		2023	2022
		CHF	CHF
INCOME			
Revenue from sale of services	2.8	3,349,852	6,061,069
TOTAL OPERATING INCOME		<u>3,349,852</u>	<u>6,061,069</u>
Consultancy costs from other group companies		(377,762)	(113,615)
Personnel expenses		(2,637,245)	(5,726,451)
Other operating expenses	2.9	(137,019)	(280,151)
Depreciation		(15,061)	(14,645)
OPERATING RESULT		<u>182,765</u>	<u>(73,793)</u>
Financial income		21,398	2,606
Financial Expenses		(8)	(3,644)
Foreign exchange result		(14,666)	4,195
PROFIT / (LOSS) FOR THE YEAR BEFORE TAXES		<u>189,489</u>	<u>(70,636)</u>
Direct taxes		(41,636)	16,006
PROFIT / LOSS FOR THE YEAR		<u><u>147,853</u></u>	<u><u>(54,630)</u></u>

Notes to the Financial Statements

1. Principles

1.1 General aspects

These financial statements were prepared according to the provisions of the Swiss Law on Accounting and Financial Reporting (32nd title of the Swiss Code of Obligations). Where not prescribed by law, the significant accounting and valuation principles applied are described below. It should be noted that to ensure the company's going concern, the company's financial statements may be influenced by the creation and release of hidden reserves.

1.2 Revenue from sale of services

For Time and Material projects the revenue is recognized as services are performed on a contract-by-contract basis. The Proportional Performance method is applied for the fixed price projects. Revenues and costs are recognized over the service delivery period.

2. Information on balance sheet and income statement items

2.1 Trade accounts receivable	2023	2022
	CHF	CHF
Receivable from third parties billed	—	121,112
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	—	121,112
	<hr/>	<hr/>
2.2 Other Short-term receivable	2023	2022
	CHF	CHF
Receivable from group companies	972,701	978,519
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	972,701	978,519
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2.3 Financial assets	2023	2022
	CHF	CHF
Long-term Inter-company receivables	9,346	26,893
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	9,346	26,893
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2.4 Property, plant and equipment	2023	2022
	CHF	CHF
Computer equipment	45,184	45,184
Accumulated depreciation	(29,706)	(14,645)
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	15,478	30,539
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2.5 Trade accounts payable	2023	2022
	CHF	CHF
Accounts payable due to third parties	74,023	174,470
Accounts payable due to other group companies	2,276	1,333
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	76,299	175,803
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2.6 Accrued expenses and deferred income	2023	2022
	CHF	CHF
Short-term accrued employee related liabilities	221,808	529,291
Accrued other expenses	212,004	222,097
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	433,812	751,388
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Short- term accrued employee related liabilities includes pension fund liability of CHF 0.00 (PY: CHF 103,463.60)

2.7 Quotaholder's capital

As at 31 December 2023, the quota holder's capital consists of 150,000 registered shares at a par value of CHF 1 each.

2.8 Revenue from sale of services	2023	2022
	CHF	CHF
Consultancy revenue from third parties	1,604,660	3,787,288
Consultancy income from other group companies	1,745,192	2,273,781
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	3,349,852	6,061,069
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2.9 Other operating expenses	2023	2022
	CHF	CHF
Office expense	65,444	71,091
General and admin expenses	41,084	97,704
Travel expenses	4,033	61,120
Miscellaneous expenses	3,374	6,111
IC management fees	23,084	44,125
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	137,019	280,151
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3. Other information

3.1 Full-time equivalents

All Andrion employees were transferred to The Capital Markets Company sarl payroll, leaving Andrion with no employees by yearend 2023.

Proposed Appropriation of Available Earnings

According to the proposal of the management, the available earnings of CHF 927,093 are to be appropriated as follows:

	2023
	CHF
To be carried forward	<u>927,093</u>
Total	<u>927,093</u>