

## RAPORTUL AUDITORULUI INDEPENDENT *INDEPENDENT AUDITOR'S REPORT*

Catre asociatii OCN Microinvest SRL  
*To the Shareholders of OCN "Microinvest" SRL*

Raport asupra auditului situatiilor financiare  
*Report on the Audit of the Financial Statements*

### Opinia *Opinion*

Am auditat situatiile financiare anexate ale entitatii OCN Microinvest SRL („Entitatea”), care cuprind situatia pozitiei financiare la data de 31 decembrie 2022, situatia profitului sau pierderii si alte elemente ale rezultatului global, situatia modificarilor capitalului propriu si situatia fluxurilor de trezorerie pentru exercitiul financiar incheiat la aceasta data si un sumar al politicilor contabile semnificative si alte informatii explicative.

*We have audited the accompanying financial statements of OCN Microinvest SRL (the Entity), which comprise the statement of financial position as at December 31, 2022, and the income statement, statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory information.*

In opinia noastra, situatiile financiare anexate ofera o imagine fidela si justa a pozitiei financiare a Entitatii la data de 31 decembrie 2022, ca si a performantei financiare si a fluxurilor de trezorerie ale acesteia pentru exercitiul financiar incheiat la aceasta data, in conformitate cu Standardele Internationale de Raportare Financiara.

*In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Entity as at December 31, 2022, and of its financial performance and its cash flows for the year then ended in accordance with the International Financial Reporting Standards.*

## Bazele opiniei *Basis for opinion*

Noi am efectuat auditul conform Standardelor Internationale de Audit (ISA). Responsabilitatile noastre conform acestor standarde sunt descrise mai detaliat in sectiunea „Responsabilitatile auditorului pentru auditul situatiilor financiare” din raportul nostru. Suntem independenti fata de Entitate conform Codului International de etica al profesionistilor contabili (inclusiv standardele internationale de independenta) emis de Consiliul pentru Standarde Internationale de Etica pentru Contabili (codul IESBA) si conform cerintelor etice care sunt relevante pentru auditul situatiilor financiare in Moldova si ne-am indeplinit responsabilitatile etice conform acestor cerinte si conform Codului IESBA. Consideram ca probele de audit pe care le-am obtinut sunt suficiente si adevarate pentru a constitui baza pentru opinia noastra.

*We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Entity in accordance with the International Code of Ethics for Professional Accountants (including International Independence Standards) as issued by the International Ethics Standards Board for Accountants (IESBA Code) together with the ethical requirements that are relevant to the audit of the financial statements in Moldova and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.*

### Material Uncertainty Related to Going Concern

#### *Incertitudine semnificativa legata de continuitatea activitatii*

Atragem atentia la Nota 27 Evaluarea continuitatii activitatii din situatiile financiare, care descrie dezvoltarea activitatii si indica evolutia curenta a companiei si evaluarea continuitatii activitatii in contextul economic influentat de conflictul militar intre Rusia si Ucraina. Asa cum este prezentat in Nota 27 Evaluarea continuitatii activitatii, aceste evenimente si conditii, impreuna cu alte aspecte specificate in Nota 18 Imprumuturi indica existenta unei incertitudini semnificative care poate crea dubii semnificative privind capacitatea Entitatii de a-si continua activitatea, in cazul in care ipotezele si obiectivele conducerii nu vor putea fi realizate.

Opinia noastra nu este modificata in acest sens.

*We draw attention to Note 27 Going concern assessment in the financial statements, which describes the developments of the activity and indicates the current evolution of the Entity and the assessment of the ability to continue as a Going Concern in the economic context as impacted by the military conflict between Russia and Ukraine. As stated in Note 27 Going concern assessment, these events or conditions, along with other matters as set forth in Note 18 – Interest Bearing Borrowings indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern, in case the management assumptions and objectives will not be achieved.*

*Our opinion is not modified in respect of this matter.*

## Alte informatii *Other information*

Alte informatii includ Raportul conducerii, dar nu includ situatiile financiare si raportul nostru de audit cu privire la acestea. Conducerea este responsabila pentru alte informatii.

*The other information comprises the Management' Report, but does not include the financial statements and our auditors' report thereon. Management is responsible for the other information.*

Opinia noastra de audit asupra situatiilor financiare nu acopera alte informatii si nu exprimam nicio forma de concluzie de asigurare asupra acestora.

*Our audit opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.*

In legatura cu auditul efectuat de noi asupra situatiilor financiare, responsabilitatea noastra este de a citi aceste alte informatii si, facand acest lucru, de a analiza daca acestea nu sunt in concordanta, in mod semnificativ, cu situatiile financiare sau cunostintele pe care le-am obtinut in urma auditului sau daca acestea par sa includa erori semnificative. Daca, in baza activitatii desfasurate, ajungem la concluzia ca exista erori semnificative cu privire la aceste alte informatii, noi trebuie sa raportam acest lucru. Nu avem nimic de raportat in acest sens.  
*In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.*

Responsabilitatea conducerii si a persoanelor responsabile cu guvernanta pentru situatiile financiare

*Responsibilities of Management and Those Charged with Governance for the Financial Statements*

Conducerea Entitatii are responsabilitatea intocmirii si prezentarii fidele a situatiilor financiare in conformitate cu Standardele Internationale de Raportare Financiara, si pentru acel control intern pe care conducerea il considera necesar pentru a permite intocmirea de situatii financiare care sunt lipsite de denaturari semnificative, cauzate fie de fraudă, fie de eroare.

*Management is responsible for the preparation and fair presentation of the financial statements in accordance with the International Financial Reporting Standards, with all subsequent modifications and clarifications, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.*

La intocmirea situatiilor financiare, conducerea este responsabila sa evalueze abilitatea Entitatii de a-si desfasura activitatea conform principiului continuitatii activitatii si sa prezinte, daca este cazul, aspectele referitoare la continuitatea activitatii si folosirea principiului continuitatii activitatii, mai putin in cazul in care conducerea intentioneaza sa lichideze Entitatea sau sa ii inceteze activitatea sau nu are nicio alternativa reala decat sa procedeze astfel.

*In preparing the financial statements, management is responsible for assessing the Entity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Entity or to cease operations, or has no realistic alternative but to do so.*

Persoanele responsabile cu guvernanța au responsabilitatea supravegherii procesului de raportare financiară a Entitatii.

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

#### Responsabilitatile auditorului pentru auditul situatiilor financiare *Auditor's Responsibilities for the Audit of the Financial Statements*

Obiectivele noastre constau in obtinerea unei asigurari rezonabile privind masura in care situatiile financiare, luate in ansamblu, nu contin denaturari semnificative cauzate de eroare sau frauda si de a emite un raport de audit care sa includa opinia noastră. Asigurarea rezonabila reprezinta un nivel ridicat de asigurare, insa nu este o garantie ca un audit desfasurat in conformitate cu standardele ISA va detecta intotdeauna o denaturare semnificativa, daca aceasta exista. Denaturarile pot fi cauzate fie de fraudă fie de eroare si sunt considerate semnificative daca se poate preconiza, in mod rezonabil, ca acestea, atat la nivel individual sau luate in ansamblu, vor influenta deciziiile economice ale utilizatorilor luate in baza acestor situatii financiare.

*Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.*

Ca parte a unui audit in conformitate cu standardele ISA, ne exercitam rationamentul profesional si ne mentionem scepticismul profesional pe intreg parcursul auditului. De asemenea:

*As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:*

- Identificam si evaluam riscurile de denaturare semnificativa a situatiilor financiare, cauzate fie de frauda fie de eroare, stabilim si efectuam proceduri de audit care sa raspunda acestor riscuri si obtinem probe de audit suficiente si adecate pentru a constitui o baza pentru opinia noastra. Riscul de nedetectare a unei denaturari semnificative cauzate de fraudă este mai ridicat decat cel de nedetectare a unei denaturari semnificative cauzate de eroare, deoarece fraudă poate include complicitate, falsuri, omisiuni intentionate, declaratii false sau evitarea controlului intern.
- *Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.*
- Intelegem controlul intern relevant pentru audit pentru a stabili procedurile de audit adecvate in circumstantele date, dar nu si in scopul exprimarii unei opinii asupra eficacitatii controlului intern al Entitatii.
- *Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Entity's internal control.*
- Evaluam gradul de adevarare a politicilor contabile utilizate si rezonabilitatea estimarilor contabile si a prezentarilor aferente de informatii realizate de catre conducere.
- *Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.*
- Concluzionam asupra caracterului adevarat al utilizarii de catre conducere a principiului continuitatii activitatii, si determinam, pe baza probelor de audit obtinute, daca exista o incertitudine semnificativa cu privire la evenimente sau conditii care ar putea genera indoieli semnificative privind capacitatea Entitatii de a-si continua activitatea. In cazul in care concluzionam ca exista o incertitudine semnificativa, trebuie sa atragem atentia, in raportul de audit, asupra prezentarilor aferente din situatiile financiare sau, in cazul in care aceste prezentari sunt neadecvate, sa ne modificam opinia. Concluziile noastre se bazeaza pe probele de audit obtinute pana la data raportului nostru de audit. Cu toate acestea, evenimente sau conditii viitoare pot determina ca Entitatea sa nu isi mai desfasoare activitatea in baza principiului continuitatii activitatii.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Entity to cease to continue as a going concern.
- Evaluam prezentarea, structura si continutul general al situatiilor financiare, inclusiv al prezentarilor de informatii, si masura in care situatiile financiare reflecta tranzactiile si evenimentele de baza intr-o maniera care realizeaza prezentarea fidela.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Comunicam persoanelor responsabile cu guvernanța, printre alte aspecte, obiectivele planificate și programarea în timp a auditului, precum și constatăriile semnificative ale auditului, inclusiv orice deficiențe semnificative ale controlului intern, pe care le identificăm pe parcursul auditului nostru.

*We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.*

#### Raport cu privire la alte cerinte legale și de reglementare *Report on Other Legal and Regulatory Requirements*

Raportare asupra unor informații, altele decât situațiile financiare și raportul nostru de audit asupra acestora

*Reporting on Information Other than the Financial Statements and Our Auditors' Report Thereon*

Pe lângă responsabilitatile noastre de raportare conform standardelor ISA și descrise în secțiunea „Alte informații”, referitor la Raportul conducerii, noi am citit Raportul conducerii și raportam următoarele:

- a) în Raportul conducerii nu am identificat informații care să nu fie consecvente, sub toate aspectele semnificative, cu informațiile prezентate în situațiile financiare la data de 31 decembrie 2022, atașate;
- b) Raportul conducerii, identificat mai sus, include, sub toate aspectele semnificative, informațiile cerute de Legea contabilității și raportării financiare nr. 287 din 15.12.2017, articolul 23;
- c) pe baza cunoștințelor noastre și a intenției dobândite în cursul auditului situațiilor financiare întocmite la data de 31 decembrie 2022 cu privire la Entitate și la mediul acesta, nu am identificat informații eronate semnificative prezентate în Raportul conducerii.



*In addition to our reporting responsibilities according to ISAs described in section "Other information", with respect to the Management Report, we have read the Management' Report and report that:*

- a) *in the Management Report we have not identified information which is not consistent, in all material respects, with the information presented in the accompanying financial statements as at December 31, 2022;*
- b) *the Management Report identified above includes, in all material respects, the required information according to the provisions of the Law on accounting and financial reporting nr. 287 dated 15.12.2017, article 23;*
- c) *based on our knowledge and understanding concerning the entity and its environment gained during our audit of the financial statements as at December 31, 2022, we have not identified information included in the Management Report that contains a material misstatement of fact.*

*In numele,  
On behalf of,*

**ICS Ernst & Young SRL**  
Alexandru cel Bun 51, Chisinau, Republica Moldova  
51 Alexandru cel Bun, Chisinau, Republic of Moldova  
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Nume partener: Alina Dimitriu  
Partner's name: Alina Dimitriu

FOR IDENTIFICATION PURPOSES  
**ERNST & YOUNG**  
Signed.....  
Date.....  12.05.2023

Nume auditor: Galina Gherman  
Auditor's name: Galina Gherman

Chisinau, Republica Moldova  
Chisinau, Republic of Moldova

Inregistrat in Registrul public al auditorilor cu nr.  
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12 mai 2023

12 May 2023