

**“GLOBAL ENERGY SOLUTIONS” LIMITED  
LIABILITY COMPANY**

**International Financial Reporting Standards  
Consolidated Financial Statements and  
Independent Auditor’s Report**

**31 December 2020**

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### INDEPENDENT AUDITOR'S REPORT

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## Independent Auditor's Report

To the Shareholders and Management of Global Energy Solutions LLC:

### Our opinion

In our opinion, the financial statements present fairly, in all material respects, the financial position of Global Energy Solutions LLC (the "Company") as at 31 December 2020, and the Company's financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards.

### What we have audited

The Company's financial statements comprise:

- the statement of financial position as at 31 December 2020;
- the statement of profit or loss and other comprehensive income for the year then ended;
- the statement of changes in equity for the year then ended;
- the statement of cash flows for the year then ended; and
- the notes to the financial statements, which include significant accounting policies and other explanatory information.

### Basis for opinion

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 believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Independence

We are independent of the Company in accordance with the International Code of Ethics for Professional Accountants (including International Independence Standards) issued by the International Ethics Standards Board for Accountants (IESBA Code). We have fulfilled our other ethical responsibilities in accordance with the IESBA Code.

### Responsibilities of management and those charged with governance for the financial statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards, 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.

In preparing the financial statements, management is responsible for assessing the Company'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 Company or to cease operations, or has no realistic alternative but to do so.

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

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## Auditor's responsibilities for the audit of the financial statements

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 auditor's 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.

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

- 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.
- 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 Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- 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 Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the 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 auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- 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.

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.

*PricewaterhouseCoopers Audit Azerbaijan LLC*

Baku, Republic of Azerbaijan  
23 July 2021

**"GLOBAL ENERGY SOLUTIONS" LIMITED LIABILITY COMPANY**  
**Consolidated Statement of Financial Position**

<i>In Azerbaijani Manats</i>	Note	31 December 2020	31 December 2019
<b>Assets</b>			
<b>Non-current assets</b>			
Property and equipment	1	2,701,812	2,703,311
Right-of-use assets	9	2,283,986	1,248,255
Intangible assets		53,614	23,189
Investment in associate	10	745,837	-
Investment in joint venture	10	-	394,717
<b>Total non-current assets</b>		<b>5,785,249</b>	<b>4,369,472</b>
<b>Current assets</b>			
Inventories		552,542	285,541
Trade and other receivables	11	51,549,098	36,208,215
Prepayments	12	1,614,447	1,627,261
Contract assets	13	-	1,819,667
Cash and cash equivalents	14	1,029,825	230,002
<b>Total current assets</b>		<b>54,745,912</b>	<b>40,168,686</b>
<b>Total assets</b>		<b>60,531,161</b>	<b>44,538,158</b>
<b>EQUITY</b>			
Share capital	14	7,595,505	6,745,505
Retained earnings		26,055,779	18,645,645
Currency translation reserve		6,468	16,169
<b>Total equity</b>		<b>33,657,752</b>	<b>25,407,319</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Borrowings, long-term portion	15	3,726,251	1,999,991
Lease liabilities, long-term portion	9	1,905,757	703,835
Deferred income tax liabilities	22	6,084,851	3,325,636
<b>Total non-current liabilities</b>		<b>11,716,859</b>	<b>6,029,462</b>
<b>Current liabilities</b>			
Borrowings, short-term portion	15	2,825,778	3,168,075
Lease liabilities, short-term portion	9	738,726	661,556
Trade and other payables	17	11,592,096	7,867,548
Contract liabilities		-	1,404,200
<b>Total current liabilities</b>		<b>15,156,600</b>	<b>13,101,377</b>
<b>Total liabilities</b>		<b>26,873,459</b>	<b>19,130,839</b>
<b>Total liabilities and equity</b>		<b>60,531,161</b>	<b>44,538,158</b>

Approved for Issue and signed on 23 July 2021.

  
  
 Mr. Tamerlan Aliyev  
 General Director

  
 Ms. Valentina Baghirova  
 Head of Finance and Accounting Department

The accompanying notes on pages 5 to 33 are an integral part of these consolidated financial statements.

**"GLOBAL ENERGY SOLUTIONS" LIMITED LIABILITY COMPANY**  
**Consolidated Statement of Profit or Loss and Other Comprehensive Income**

<i>In Azerbaijani Manats</i>	Note	2020	2019
Revenue from contracts with customers	18	28,894,145	25,197,378
Cost of sales	19	(12,881,315)	(12,482,224)
<b>Gross profit</b>		<b>16,012,830</b>	<b>12,705,154</b>
Other income		118,574	-
General and administrative expenses	20	(5,422,687)	(6,596,155)
Other gains/(losses), net		(30,039)	180,871
<b>Operating profit</b>		<b>10,678,678</b>	<b>6,289,870</b>
Finance costs	21	(860,449)	(412,260)
Share of results of associate/ joint venture	10	351,120	188,560
<b>Profit before income tax</b>		<b>10,169,349</b>	<b>6,066,170</b>
Income tax expense	22	(2,759,215)	(1,278,351)
<b>Profit for the year</b>		<b>7,410,134</b>	<b>4,787,819</b>
<b>Other comprehensive Income:</b>			
<i>Items that may be reclassified subsequently to profit or loss:</i>			
Translation of financial information of foreign operations to presentation currency		(9,701)	3,718
<b>Total comprehensive income for the year</b>		<b>7,400,433</b>	<b>4,791,537</b>

The accompanying notes on pages 5 to 33 are an integral part of these consolidated financial statements.

**"GLOBAL ENERGY SOLUTIONS" LIMITED LIABILITY COMPANY**  
**Consolidated Statement of Changes in Equity**

	Share capital	Currency translation reserve	Retained earnings	Total equity
<i>In Azerbaijani Manats</i>				
<b>At 1 January 2019</b>	<b>1,700,100</b>	<b>12,451</b>	<b>13,857,826</b>	<b>15,570,377</b>
Profit for the year	-	-	4,787,819	4,787,819
Other comprehensive income for the year	-	3,718	-	3,718
<b>Total comprehensive income for 2019</b>	<b>-</b>	<b>3,718</b>	<b>4,787,819</b>	<b>4,791,537</b>
Additions	5,045,405	-	-	5,045,405
<b>Balance at 31 December 2019</b>	<b>6,745,505</b>	<b>16,169</b>	<b>18,645,645</b>	<b>25,407,319</b>
Profit for the year	-	-	7,410,134	7,410,134
Other comprehensive loss for the year	-	(9,701)	-	(9,701)
<b>Total comprehensive income for 2020</b>	<b>-</b>	<b>(9,701)</b>	<b>7,410,134</b>	<b>7,400,433</b>
Additions	850,000	-	-	850,000
<b>Balance at 31 December 2020</b>	<b>7,595,505</b>	<b>6,468</b>	<b>26,055,779</b>	<b>33,657,752</b>

The accompanying notes on pages 5 to 33 are an integral part of these consolidated financial statements.

**"GLOBAL ENERGY SOLUTIONS" LIMITED LIABILITY COMPANY**  
**Consolidated Statement of Cash Flows**

<i>In Azerbaijani Manats</i>	Note	2020	2019
<b>Cash flows from operating activities</b>			
Profit before income tax		10,169,349	6,066,170
Adjustments for:			
Depreciation and amortisation	19	1,125,420	453,040
Net impairment losses on financial assets	11	950,976	171,681
Finance costs		860,449	412,260
Foreign exchange translation differences		30,039	(180,871)
Share of results of associate/joint venture	10	(351,120)	(188,560)
Gain from lease modifications		(44,652)	-
<b>Operating cash flows before working capital changes</b>		<b>12,740,461</b>	<b>6,733,720</b>
Increase in trade and other receivables		(16,184,240)	(9,690,972)
Decrease/(increase) in contract assets		1,819,667	(1,819,667)
Decrease in current income tax prepayments		-	101,785
Decrease/(increase) in prepayments		12,814	(91,242)
Increase in inventories		(267,001)	(51,216)
Increase in trade and other payables		3,575,489	3,059,563
(Decrease)/increase in contract liabilities		(1,404,200)	1,404,200
Decrease in taxes payable		-	(5,411)
<b>Changes in working capital</b>		<b>(12,447,471)</b>	<b>(7,092,960)</b>
Interest paid		(757,689)	(421,684)
<b>Net cash used in operating activities</b>		<b>(464,699)</b>	<b>(780,924)</b>
<b>Cash flows from investing activities</b>			
Purchases of property and equipment		(542,036)	(2,161,210)
Acquisition of intangible assets		(30,425)	(1,695)
<b>Net cash used in investing activities</b>		<b>(572,461)</b>	<b>(2,162,905)</b>
<b>Cash flows from financing activities</b>			
Proceeds from borrowings		7,850,000	5,147,706
Repayment of borrowings		(6,468,326)	(7,566,957)
Repayment of lease liabilities – principal		(394,343)	(71,579)
Proceeds from additions in share capital	14	850,000	5,045,405
<b>Net cash from financing activities</b>		<b>1,837,331</b>	<b>2,554,575</b>
Effect of exchange rate changes on cash and cash equivalents		(348)	1,069
<b>Cash and cash equivalents at the beginning of the year</b>		<b>230,002</b>	<b>618,187</b>
<b>Cash and cash equivalents at the end of the year</b>	<b>13</b>	<b>1,029,825</b>	<b>230,002</b>

The accompanying notes on pages 5 to 33 are an integral part of these consolidated financial statements.



## **1 Group and Its Operations**

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards for the year ended 31 December 2020 for "GLOBAL ENERGY SOLUTIONS" LLC (the "Company") and its subsidiaries (the "Group").

The Company was incorporated and is domiciled in the Republic of Azerbaijan. The Company is a limited liability company and was set up in accordance with the State Registry of Commercial Legal Entities Office of Baku City Tax Department of the Ministry of Taxes of the Republic of Azerbaijan on February 10, 2012 under the registration No. 1002454561.

As of 31 December 2020 and 2019 the Group's immediate parent company was Nobel Oil Services (UK) Ltd, and the Group was ultimately controlled by Mr. Nasib Hasanov.

The following shareholders owned the issued shares of the Group:

	<b>31 December 2020, %</b>	<b>31 December 2019, %</b>
Nobel Oil Services (UK) Ltd	90	90
Nobel Oil Investment (UK) Ltd	10	10
<b>Total</b>	<b>100</b>	<b>100</b>

**Principal activity.** The Group's principal business activity is the provision of technical support services relating to operating and maintenance of gas compression stations and auxiliary equipment, procurement of oilfield equipment, materials and spare parts.

On December 13, 2017, the Group established a wholly owned subsidiary, Glensol LLC (the "Subsidiary") in the Republic of Kazakhstan. The principal activities of the subsidiary involve provision of repair and maintenance services to all types of mechanical equipment in the oil and gas industry of Kazakhstan. The charter capital of Glensol LLC amounted to KZT 226,900 (AZN 1,157).

**Registered address and place of business.** The Company's registered address is Binagadi District, 1B Rashid Behbudov str., apt. 4, Baku, AZ1114, the Republic of Azerbaijan. The Group's principal place of business is 10QA, Qayibov Street, SDN Plaza, 5<sup>th</sup> floor, Baku, AZ1029, the Republic of Azerbaijan.

**Presentation currency.** These consolidated financial statements are presented in Azerbaijani Manats ("AZN"), unless otherwise stated.

## **2 Operating Environment of the Group**

The Republic of Azerbaijan displays certain characteristics of an emerging market. Current and future growth and stability of the economy is largely dependent upon the effective implementation of economic, fiscal and monetary measures undertaken by government as well as crude oil prices and stability of Azerbaijani manats.

Following the sharp economic contraction in 2016 due to negative impact of the decline in oil prices and devaluations of national currency against major international currencies, the government accelerated reforms in support of long-term economic stability and sustainability. Based on the economic reforms involving institutional changes, inflation was stable at a low single-digit rate, the economic growth remained positively zoned, the exchange rate of the national currency was sustainable and positive trends emerged in the foreign sector.

Moody's has evaluated Azerbaijan's economy as "Ba2" with stable outlook in its latest report from April 2021. Despite the spread of the coronavirus pandemic, the agency's rating of the current assessment of the country's resilience to external shocks is positive.

## **2 Operating Environment of the Group (Continued)**

On 12 March 2020, the World Health Organisation declared the outbreak of COVID-19 a global pandemic. In response to the pandemic, the Azerbaijani authorities implemented numerous measures attempting to contain the spreading and impact of COVID-19, such as travel bans and restrictions, quarantines, shelter-in-place orders and limitations on business activity, including closures. The above measures were gradually relaxed during 2020 and 2021. These measures have, among other things, severely restricted economic activity in Azerbaijan and have negatively impacted, and could continue to negatively impact businesses, market participants, as well as the Azerbaijan and global economy for an unknown period of time.

Alongside the COVID-19 outbreak, renewed hostilities began on 27 September 2020 between Azerbaijan and Armenia over Nagorno-Karabakh and Armenian-occupied territories surrounding Nagorno-Karabakh. Azerbaijan introduced martial law along with curfew and made several territorial gains over the following six weeks. An armistice agreement was signed on 09 November, 2020, which ended all hostilities in the Nagorno-Karabakh region and surrounding territories therein from 10 November, 2020.

The ongoing effects of the political and economic situation are difficult to predict, but they may have further effects on the economy of Azerbaijan, which may lead to a deterioration of the State finances, volatility of financial markets, illiquidity on capital markets, higher inflation and a depreciation of the national currency against major foreign currencies.

The future effects of the current economic situation and the above measures are difficult to predict and management's current expectations and estimates could differ from actual results.

For the purpose of measurement of expected credit losses ("ECL") the Group uses supportable forward-looking information, including forecasts of macroeconomic variables. As with any economic forecast, however, the projections and likelihoods of their occurrence are subject to a high degree of inherent uncertainty and therefore the actual outcomes may be significantly different from those projected.

The Group's Management is monitoring these developments in the current environment and taking precautionary measures as it considers necessary in order to ensure the sustainability and development of the Group's business in the foreseeable future.

## **3 Significant Accounting Policies**

**Basis of preparation.** These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards ("IFRS") under the historical cost convention, as modified by the initial recognition of financial instruments based on fair value. The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the periods presented, unless otherwise stated. Refer to Note 5.

The preparation of consolidated financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in Note 4.

**Consolidated financial statements.** Subsidiaries are those investees that the Group controls because the Group (i) has power to direct the relevant activities of the investees that significantly affect their returns, (ii) has exposure, or rights, to variable returns from its involvement with the investees, and (iii) has the ability to use its power over the investees to affect the amount of the investor's returns. The existence and effect of substantive rights, including substantive potential voting rights, are considered when assessing whether the Group has power over another entity. For a right to be substantive, the holder must have a practical ability to exercise that right when decisions about the direction of the relevant activities of the investee need to be made. The Group may have power over an investee even when it holds less than the majority of the voting power in an investee. In such a case, the Group assesses the size of its voting rights relative to the size and dispersion of holdings of the other vote holders to determine if it has de-facto power over the investee. Protective rights of other investors, such as those that relate to fundamental changes of the investee's activities or apply only in exceptional circumstances, do not prevent the Group from controlling an investee. Subsidiaries are consolidated from the date on which control is transferred to the Group (acquisition date) and are deconsolidated from the date on which control ceases.

### **3 Significant Accounting Policies (Continued)**

The acquisition method of accounting is used to account for the acquisition of subsidiaries. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured at their fair values at the acquisition date, irrespective of the extent of any non-controlling interest.

Intercompany transactions, balances and unrealised gains on transactions between Group companies are eliminated; unrealised losses are also eliminated unless the cost cannot be recovered. The Company and its subsidiary use uniform accounting policies consistent with the Group's policies.

**Joint arrangements.** Investments in joint arrangements are classified as either joint operations or joint ventures depending on the contractual rights and obligations of each investor. The Group has assessed the nature of its joint arrangements and determined them to be joint ventures. Joint ventures are accounted for using the equity method.

Under the equity method of accounting, interests in joint ventures are initially recognised at cost and adjusted thereafter to recognise the Group's share of the post-acquisition profits or losses and movements in other comprehensive income. When the Group's share of losses in a joint venture equals or exceeds its interests in the joint ventures (which includes any long-term interests that, in substance, form part of the Group's net investment in the joint ventures), the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the joint ventures.

Unrealised gains on transactions between the Group and its joint ventures are eliminated to the extent of the Group's interest in the joint ventures. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

**Foreign currency translation.** The functional currency of each of the Group's consolidated entities is the currency of the primary economic environment in which the entity operates. The consolidated financial statements are presented in Azerbaijani Manats ("AZN"), which is the Group's presentation currency.

**Transactions and balances.** Monetary assets and liabilities are translated into each entity's functional currency at the official exchange rate of the Central Bank of the Republic of Azerbaijan ("CBAR") at the respective end of the reporting period. Foreign exchange gains and losses resulting from the settlement of the transactions and from the translation of monetary assets and liabilities into each entity's functional currency at year-end official exchange rates of the CBAR are recognised in profit or loss. Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the consolidated statement of profit or loss and other comprehensive income within 'finance income or costs'. All other foreign exchange gains and losses are presented in the consolidated statement of profit or loss and other comprehensive income within 'Other gains/(losses), net'. Translation at year-end rates does not apply to non-monetary items that are measured at historical cost. Non-monetary items measured at fair value in a foreign currency, including equity investments, are translated using the exchange rates at the date when the fair value was determined. Effects of exchange rate changes on non-monetary items measured at fair value in a foreign currency are recorded as part of the fair value gain or loss.

**The Group companies.** Loans between the Group entities and related foreign exchange gains or losses are eliminated upon consolidation. However, where the loan is between the Group entities that have different functional currencies, the foreign exchange gain or loss cannot be eliminated in full and is recognised in the consolidated profit or loss, unless the loan is not expected to be settled in the foreseeable future and thus forms part of the net investment in foreign operation. In such a case, the foreign exchange gain or loss is recognised in other comprehensive income.

The results and financial position of each Group entity (the functional currency of none of which is a currency of a hyperinflationary economy) are translated into the presentation currency as follows:

- (i) assets and liabilities for each statement of financial position are translated at the closing rate at the end of the respective reporting period;
- (ii) income and expenses are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions);
- (iii) components of equity are translated at the historic rate; and
- (iv) all resulting exchange differences are recognised in other comprehensive income.

### **3 Significant Accounting Policies (Continued)**

At 31 December 2020, the principal rate of exchange used for translating foreign currency balances was USD 1 = AZN 1.7 (2019: USD 1 = AZN 1.7). The principal average rate of exchange used for translating income and expenses was USD 1 = AZN 1.7 (2019: USD 1 = AZN 1.7).

**Property and equipment.** Property and equipment are stated at cost, less accumulated depreciation and impairment, where required.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. Costs of minor repairs and day-to-day maintenance are expensed when incurred. Cost of replacing major parts or components of property and equipment items are capitalised and the replaced part is retired.

At the end of each reporting period management assesses whether there is any indication of impairment of property and equipment. If any such indication exists, management estimates the recoverable amount, which is determined as the higher of an asset's fair value less costs of disposal and its value in use. The carrying amount is reduced to the recoverable amount and the impairment loss is recognised in profit or loss for the year. An impairment loss recognised for an asset in prior years is reversed where appropriate if there has been a change in the estimates used to determine the asset's value in use or fair value less costs of disposal.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss for the year.

**Depreciation.** Land is not depreciated. Depreciation on other items of property and equipment is calculated using the straight-line method to allocate their cost to their residual values over their estimated useful lives:

	<u>Useful lives in years</u>
Machinery and equipment	5
Motor vehicles	5
Computers and office equipment	4

The residual value of an asset is the estimated amount that the Group would currently obtain from the disposal of the asset less the estimated costs of disposal, if the asset was already of the age and in the condition expected at the end of its useful life. The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

**Right-of-use assets.** The Group leases various offices, warehouse and vehicles.

Assets arising from a lease are initially measured on a present value basis.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability,
- any lease payments made at or before the commencement date less any lease incentives received,
- any initial direct costs, and
- costs to restore the asset to the conditions required by lease agreements.

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the Group is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying assets' useful lives. Depreciation on the items of the right-of-use assets is calculated using the straight-line method over their estimated useful lives as follows:

	<u>Useful lives in years</u>
Offices	2
Warehouse	6
Motor vehicles	3

**Financial Instruments – key measurement terms.** Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The best evidence of fair value is the price in an active market. An active market is one in which transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

### **3 Significant Accounting Policies (Continued)**

Fair value of financial instruments traded in an active market is measured as the product of the quoted price for the individual asset or liability and the number of instruments held by the entity. This is the case even if a market's normal daily trading volume is not sufficient to absorb the quantity held and placing orders to sell the position in a single transaction might affect the quoted price.

Valuation techniques such as discounted cash flow models or models based on recent arm's length transactions or consideration of financial data of the investees are used to measure fair value of certain financial instruments for which external market pricing information is not available. Fair value measurements are analysed by level in the fair value hierarchy as follows: (i) level one are measurements at quoted prices (unadjusted) in active markets for identical assets or liabilities, (ii) level two measurements are valuations techniques with all material inputs observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices), and (iii) level three measurements are valuations not based on solely observable market data (that is, the measurement requires significant unobservable inputs). Transfers between levels of the fair value hierarchy are deemed to have occurred at the end of the reporting period. Refer to Note 27.

*Transaction costs* are incremental costs that are directly attributable to the acquisition, issue or disposal of a financial instrument. An incremental cost is one that would not have been incurred if the transaction had not taken place. Transaction costs include fees and commissions paid to agents (including employees acting as selling agents), advisors, brokers and dealers, levies by regulatory agencies and securities exchanges, and transfer taxes and duties. Transaction costs do not include debt premiums or discounts, financing costs or internal administrative or holding costs.

*Amortised cost ("AC")* is the amount at which the financial instrument was recognised at initial recognition less any principal repayments, plus accrued interest, and for financial assets less any allowance for expected credit losses ("ECL"). Accrued interest includes amortisation of transaction costs deferred at initial recognition and of any premium or discount to the maturity amount using the effective interest method. Accrued interest income and accrued interest expense, including both accrued coupon and amortised discount or premium (including fees deferred at origination, if any), are not presented separately and are included in the carrying values of the related items in the consolidated statement of financial position.

*The effective interest method* is a method of allocating interest income or interest expense over the relevant period, so as to achieve a constant periodic rate of interest (effective interest rate) on the carrying amount. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts (excluding future credit losses) through the expected life of the financial instrument or a shorter period, if appropriate, to the gross carrying amount of the financial instrument. The effective interest rate discounts cash flows of variable interest instruments to the next interest repricing date, except for the premium or discount which reflects the credit spread over the floating rate specified in the instrument, or other variables that are not reset to market rates. Such premiums or discounts are amortised over the whole expected life of the instrument. The present value calculation includes all fees paid or received between parties to the contract that are an integral part of the effective interest rate.

*Financial Instruments – Initial recognition.* All financial instruments are initially recorded at fair value adjusted for transaction costs. Fair value at initial recognition is best evidenced by the transaction price. A gain or loss on initial recognition is only recorded if there is a difference between fair value and transaction price which can be evidenced by other observable current market transactions in the same instrument or by a valuation technique whose inputs include only data from observable markets. After the initial recognition, an ECL allowance is recognised for financial assets measured at AC, resulting in an immediate accounting loss.

All purchases and sales of financial assets that require delivery within the time frame established by regulation or market convention ("regular way" purchases and sales) are recorded at trade date, which is the date on which the Group commits to deliver a financial asset. All other purchases are recognised when the Group becomes a party to the contractual provisions of the instrument.

### **3 Significant Accounting Policies (Continued)**

**Financial assets – classification and subsequent measurement – measurement categories.** The Group classifies financial assets at AC. The classification and subsequent measurement of debt financial assets depends on: (i) the Group's business model for managing the related assets portfolio and (ii) the cash flow characteristics of the asset.

**Financial assets – classification and subsequent measurement – business model.** The business model reflects how the Group manages the assets in order to generate cash flows – whether the Group's objective is: (i) solely to collect the contractual cash flows from the assets ("hold to collect contractual cash flows"), or (ii) to collect both the contractual cash flows and the cash flows arising from the sale of assets ("hold to collect contractual cash flows and sell") or, if neither of (i) and (ii) is applicable, the financial assets are classified as part of "other" business model and measured at FVTPL.

**Financial assets – classification and subsequent measurement – cash flow characteristics.** Where the business model is to hold assets to collect contractual cash flows or to hold contractual cash flows and sell, the Group assesses whether the cash flows represent solely payments of principal and interest ("SPPI"). Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are consistent with the SPPI feature. In making this assessment, the Group considers whether the contractual cash flows are consistent with a basic lending arrangement, i.e. interest includes only consideration for credit risk, time value of money, other basic lending risks and profit margin.

**Financial assets – reclassification.** Financial instruments are reclassified only when the business model for managing the portfolio as a whole changes. The reclassification has a prospective effect and takes place from the beginning of the first reporting period that follows after the change in the business model. The Group did not change its business model during the current and comparative period and did not make any reclassifications.

**Financial assets impairment – credit loss allowance for ECL.** The Group assesses, on a forward-looking basis, the ECL for debt instruments measured at AC and for contract assets. The Group measures ECL and recognises net impairment losses on financial and contract assets at each reporting date. The measurement of ECL reflects: (i) an unbiased and probability weighted amount that is determined by evaluating a range of possible outcomes, (ii) time value of money and (iii) all reasonable and supportable information that is available without undue cost and effort at the end of each reporting period about past events, current conditions and forecasts of future conditions.

Debt instruments measured at AC, trade and other receivables and contract assets are presented in the consolidated statement of financial position net of the allowance for ECL.

The Group applies simplified approach for impairment of trade receivable. To measure the expected credit losses, trade receivables has been grouped based on shared credit risk characteristics and the days past due.

The expected loss rates are based on the payment profiles of sales over a period of 36 months before 31 December 2020 and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. For detailed information on ECL calculations results and staging refer to note 25.

**Financial assets – write-off.** Financial assets are written-off, in whole or in part, when the Group exhausted all practical recovery efforts and has concluded that there is no reasonable expectation of recovery. The write-off represents a derecognition event. The Group may write-off financial assets that are still subject to enforcement activity when the Group seeks to recover amounts that are contractually due, however, there is no reasonable expectation of recovery.

**Financial assets – derecognition.** The Group derecognises financial assets when (a) the assets are redeemed or the rights to cash flows from the assets otherwise expire or (b) the Group has transferred the rights to the cash flows from the financial assets or entered into a qualifying pass-through arrangement whilst (i) also transferring substantially all the risks and rewards of ownership of the assets or (ii) neither transferring nor retaining substantially all the risks and rewards of ownership but not retaining control.

### **3 Significant Accounting Policies (Continued)**

Control is retained if the counterparty does not have the practical ability to sell the asset in its entirety to an unrelated third party without needing to impose additional restrictions on the sale.

**Financial assets – modification.** The Group sometimes renegotiates or otherwise modifies the contractual terms of the financial assets. The Group assesses whether the modification of contractual cash flows is substantial considering, among other, the following factors: any new contractual terms that substantially affect the risk profile of the asset (eg profit share or equity-based return), significant change in interest rate, change in the currency denomination, new collateral or credit enhancement that significantly affects the credit risk associated with the asset.

**Financial liabilities – measurement categories.** Financial liabilities are classified as subsequently measured at AC.

**Financial liabilities – derecognition.** Financial liabilities are derecognised when they are extinguished (i.e. when the obligation specified in the contract is discharged, cancelled or expires).

**Offsetting financial instruments.** Financial assets and liabilities are offset and the net amount reported in the consolidated statement of financial position only when there is a legally enforceable right to offset the recognised amounts, and there is an intention to either settle on a net basis, or to realise the asset and settle the liability simultaneously. Such a right of set off (a) must not be contingent on a future event and (b) must be legally enforceable in all of the following circumstances: (i) in the normal course of business, (ii) in the event of default and (iii) in the event of insolvency or bankruptcy.

**Cash and cash equivalents.** Cash and cash equivalents include cash in hand, deposits held at call with banks, and other short-term highly liquid investments with original maturities of three months or less. Cash and cash equivalents are carried at AC because: (i) they are held for collection of contractual cash flows and those cash flows represent SPPI, and (ii) they are not designated at FVTPL.

**Trade and other receivables.** Trade and other receivables are recognised initially at fair value and are subsequently carried at AC using the effective interest method.

**Trade and other payables.** Trade payables are accrued when the counterparty performs its obligations under the contract and are recognised initially at fair value and subsequently carried at AC using the effective interest method.

**Borrowings.** Borrowings are recognised initially at fair value, net of transaction costs incurred, and are subsequently carried at AC using the effective interest method.

**Lease liabilities.** Liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable,
- variable lease payment that are based on an index or a rate, initially measured using the index or rate as at the commencement date,
- amounts expected to be payable by the Group under residual value guarantees,
- the exercise price of a purchase option if the Group is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the Group exercising that option.

Extension and termination options are included in the leases across the Group. These terms are used to maximise operational flexibility in terms of managing the assets used in the Group's operations. The majority of extension and termination options held are exercisable only by the Group and not by the respective lessor. Extension options (or period after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated). Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

### **3 Significant Accounting Policies (Continued)**

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases of the Group, the Group's incremental borrowing rate is used, being the rate that the Group would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, collateral and conditions.

To determine the incremental borrowing rate, the Group:

- where possible, uses recent third-party financing received by the individual lessee as a starting point, adjusted to reflect changes in financing conditions since third party financing was received,
- uses a build-up approach that starts with a risk-free interest rate adjusted for credit risk, and
- makes adjustments specific to the lease, e.g. term, country, currency and collateral.

Lease payments are allocated between principal and finance costs. The finance costs are charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Payments associated with short-term leases of equipment and vehicles are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less.

**Income taxes.** Income taxes have been provided for in the consolidated financial statements in accordance with legislation enacted or substantively enacted by the end of the reporting period. The income tax charge comprises current tax and deferred tax and is recognised in profit or loss for the year, except if it is recognised in other comprehensive income or directly in equity because it relates to transactions that are also recognised, in the same or a different period, in other comprehensive income or directly in equity.

Current tax is the amount expected to be paid to, or recovered from, the taxation authorities in respect of taxable profits or losses for the current and prior periods. Taxable profits or losses are based on estimates if the consolidated financial statements are authorised prior to filing relevant tax returns. Taxes other than on income are recorded within operating expenses.

Deferred income tax is provided using the balance sheet liability method for tax loss carry forwards and temporary differences arising between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. In accordance with the initial recognition exemption, deferred taxes are not recorded for temporary differences on initial recognition of an asset or a liability in a transaction other than a business combination if the transaction, when initially recorded, affects neither accounting nor taxable profit. Deferred tax balances are measured at tax rates enacted or substantively enacted at the end of the reporting period, which are expected to apply to the period when the temporary differences will reverse or the tax loss carry forwards will be utilised.

Deferred tax assets for deductible temporary differences and tax loss carry forwards are recorded only to the extent that it is probable that the temporary difference will reverse in the future and there is sufficient future taxable profit available against which the deductions can be utilised.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis. Deferred tax assets and liabilities are netted only within the individual companies of the Group.

The Group controls the reversal of temporary differences relating to taxes chargeable on dividends from subsidiaries or on gains upon their disposal. The Group does not recognise deferred tax liabilities on such temporary differences except to the extent that management expects the temporary differences to reverse in the foreseeable future.



### **3 Significant Accounting Policies (Continued)**

**Uncertain tax positions.** The Group's uncertain tax positions are reassessed by management at the end of each reporting period. Liabilities are recorded for income tax positions that are determined by management as more likely than not to result in additional taxes being levied if the positions were to be challenged by the tax authorities. The assessment is based on the interpretation of tax laws that have been enacted or substantively enacted by the end of the reporting period, and any known court or other rulings on such issues. Liabilities for penalties, interest and taxes other than on income are recognised based on management's best estimate of the expenditure required to settle the obligations at the end of the reporting period. Adjustments for uncertain income tax positions, other than interest and fines, are recorded within the income tax charge. Adjustments for uncertain income tax positions in respect of interest and fines are recorded within finance costs and other gains/(losses), net, respectively.

**Value added tax.** The time of a taxable transaction shall be considered the time of payment for the provided goods (work and services). Payment shall be deemed to be made:

- at the time of receipt of cash, at non-cash payment – the time of receipt of funds to his account at the bank or to the account that he may be in charge of or to the account through which he will be entitled to receive the specified funds;
- at the time of cancellation or repayment of a liability in case of mutual settlements;
- for receivables arising from the provision of goods (works, services) - at the time of expiration of the claim period;
- at the time of acquisition (barter) of assets in case of payment in kind;
- at the time of donation in case of in-kind donation;
- at the time of assignment of the right of claim for the assigned amount in case of assignment of the right of claim.

In case of payment before the provision of goods (works, services), the time of the taxable transaction shall be considered the time of the payment. If two or more payments are made for a taxable transaction, each payment shall be deemed made for a separate transaction in the amount of the payment. Issuance of an electronic bill for prepayments received shall not be permitted.

Input VAT is generally recoverable against output VAT upon receipt of the VAT invoice. The tax authorities permit the settlement of VAT on a net basis. VAT related to sales and purchases is recognised in the statement of financial position on a gross basis and disclosed separately as an asset and a liability.

**Prepayments.** Prepayments are carried at cost less provision for impairment. A prepayment is classified as non-current when the goods or services relating to the prepayment are expected to be obtained after one year, or when the prepayment relates to an asset which will itself be classified as non-current upon initial recognition. Prepayments to acquire assets are transferred to the carrying amount of the asset once the Group has obtained control of the asset and it is probable that future economic benefits associated with the asset will flow to the Group. Other prepayments are written off to profit or loss when the services relating to the prepayments are received. If there is an indication that the assets, goods or services relating to a prepayment will not be received, the carrying value of the prepayment is written down accordingly and a corresponding impairment loss is recognised in profit or loss for the year.

**Share capital.** Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

**Dividends.** Dividends are recorded as a liability and deducted from equity in the period in which they are declared and approved. Any dividends declared after the reporting period and before the consolidated financial statements are authorised for issue are disclosed in the subsequent events note.

**Revenue recognition.** Revenue is income arising in the course of the Group's ordinary activities. Revenue is recognised in the amount of transaction price. Transaction price is the amount of consideration to which the Group expects to be entitled in exchange for transferring control over promised goods or services to a customer, excluding the amounts collected on behalf of third parties.

Revenue is recognised net of value added taxes.

### **3 Significant Accounting Policies (Continued)**

**Sales of goods.** Sales are recognised when control of the goods has transferred, being when the goods are delivered to the customer, the customer has full discretion over the goods, and there is no unfulfilled obligation that could affect the customer's acceptance of the goods. Delivery occurs when the goods have been shipped to the specific location, the risks of obsolescence and loss have been transferred to the customer, and either the customer has accepted the goods in accordance with the contract, the acceptance provisions have lapsed, or the Group has objective evidence that all criteria for acceptance have been satisfied.

If the Group provides any additional services to the customer after control over goods has passed, revenue from such services is considered to be a separate performance obligation and is recognised over the time of the service rendering.

**Sales of services.** The Group provides services under fixed-price and variable price contracts. If the Group transfers control of a service over time and therefore satisfies a performance obligation over time, revenue from providing services is recognised in the accounting period in which the services are rendered. For fixed-price contracts, revenue is recognised based on the actual service provided to the end of the reporting period as a proportion of the total services to be provided because the customer receives and uses the benefits simultaneously. This is determined based on the actual labour hours spent relative to the total expected labour hours. If a performance obligation is not satisfied over time, revenue is recognised at a point in time at which the Group satisfies a performance obligation.

Where the contracts include multiple performance obligations, the transaction price is allocated to each separate performance obligation based on the stand-alone selling prices. Where these are not directly observable, they are estimated based on expected cost plus margin.

Estimates of revenues, costs or extent of progress toward completion are revised if circumstances change. Any resulting increases or decreases in estimated revenues or costs are reflected in profit or loss in the period in which the circumstances that give rise to the revision become known by management.

In case of fixed-price contracts, the customer pays the fixed amount based on a payment schedule. If the services rendered by the Group exceed the payment, a contract asset is recognised. If the payments exceed the services rendered, a contract liability is recognised.

If the contract includes an hourly fee, revenue is recognised in the amount to which the Group has a right to invoice. Customers are invoiced on a monthly basis and consideration is payable when invoiced.

If the contract includes variable consideration, revenue is recognised only to the extent that it is highly probable that there will be no significant reversal of such revenue.

### **4 Critical Accounting Estimates and Judgements in Applying Accounting Policies**

The Group makes estimates and assumptions that affect the amounts recognised in the consolidated financial statements and the carrying amounts of assets and liabilities within the next financial year. Estimates and judgements are continually evaluated and are based on management's experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Management also makes certain judgements, apart from those involving estimations, in the process of applying the accounting policies. Judgements that have the most significant effect on the amounts recognised in the consolidated financial statements and estimates that can cause a significant adjustment to the carrying amount of assets and liabilities within the next financial year include:

**Initial recognition of related party transactions.** In the normal course of business the Group enters into transactions with its related parties. IFRS 9 requires initial recognition of financial instruments based on their fair values. Judgement is applied in determining if transactions are priced at market or non-market interest rates, where there is no active market for such transactions. The basis for judgement is pricing for similar types of transactions with unrelated parties and effective interest rate analyses. Terms and conditions of related party balances are disclosed in Note 7.

**ECL measurement.** Measurement of ECLs is a significant estimate that involves determination methodology, models and data inputs. Details of ECL measurement methodology are disclosed in Note 25. The Group regularly reviews and validates the models and inputs to the models to reduce any differences between expected credit loss estimates and actual credit loss experience. Were the estimated trade receivable collections to differ by 10% from management's estimates, the impact on ECL for the year ended 31 December 2020 would be to increase/decrease it by AZN 1,459,475.

#### **4 Critical Accounting Estimates and Judgements In Applying Accounting Policies (Continued)**

**Useful lives of property and equipment.** The estimation of the useful lives of items of property and equipment is a matter of judgment based on the experience with similar assets. The future economic benefits embodied in the assets are consumed principally through use. However, other factors, such as technical or commercial obsolescence and wear and tear, often result in the diminution of the economic benefits embodied in the assets. Management assesses the remaining useful lives in accordance with the current technical conditions of the assets and estimated period during which the assets are expected to earn benefits for the Group. The following primary factors are considered: (a) the expected usage of the assets; (b) the expected physical wear and tear, which depends on operational factors and maintenance programme; and (c) the technical or commercial obsolescence arising from changes in market conditions.

Were the estimated useful lives to differ by 10% from management's estimates, the impact on depreciation for the year ended 31 December 2020 would be to increase/decrease it by AZN 54,353 (2019: AZN 26,043).

**Extension and termination options.** Extension and termination options are included in a number of property and equipment leases across the Group. These are used to maximise operational flexibility in terms of managing the assets used in the Group's operations. The majority of extension and termination options held are exercisable only by the Group and not by the respective lessor.

In determining the lease term, management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated).

For leases of offices and warehouse, the following factors are normally the most relevant:

- If there are significant penalties to terminate (or not extend), the Group is typically reasonably certain to extend (or not terminate).
- If any leasehold improvements are expected to have a significant remaining value, the Group is typically reasonably certain to extend (or not terminate).
- Otherwise, the Group considers other factors including historical lease durations and the costs and business disruption required to replace the leased asset.

Most extension options in offices and vehicles leases have not been included in the lease liability, because the Group could replace the assets without significant cost or business disruption.

Were the estimated leases duration to differ by 10% from management's estimates, the impact for the year ended 31 December 2020 would be to increase/decrease it by AZN 264,248 (2019: AZN 136,539).

#### **5 Adoption of New or Revised Standards and Interpretations**

The following amended standards became effective from 1 January 2020, but did not have any material impact on the Group:

- **Amendments to the Conceptual Framework for Financial Reporting (Issued on 29 March 2018 and effective for annual periods beginning on or after 1 January 2020).** The revised Conceptual Framework includes a new chapter on measurement; guidance on reporting financial performance; improved definitions and guidance - in particular the definition of a liability; and clarifications in important areas, such as the roles of stewardship, prudence and measurement uncertainty in financial reporting.

- **Definition of a business – Amendments to IFRS 3 (Issued on 22 October 2018 and effective for acquisitions from the beginning of annual reporting period that starts on or after 1 January 2020).** The amendments revise definition of a business. A business must have inputs and a substantive process that together significantly contribute to the ability to create outputs. The new guidance provides a framework to evaluate when an input and a substantive process are present, including for early stage companies that have not generated outputs. An organised workforce should be present as a condition for classification as a business if there are no outputs. The definition of the term 'outputs' is narrowed to focus on goods and services provided to customers, generating investment income and other income, and it excludes returns in the form of lower costs and other economic benefits. It is also no longer necessary to assess whether market participants are capable of replacing missing elements or integrating the acquired activities and assets. An entity can apply a 'concentration test'. The assets acquired would not represent

## **5 Adoption of New or Revised Standards and Interpretations (Continued)**

a business if substantially all of the fair value of gross assets acquired is concentrated in a single asset (or a group of similar assets).

- **Definition of material – Amendments to IAS 1 and IAS 8 (issued on 31 October 2018 and effective for annual periods beginning on or after 1 January 2020).** The amendments clarify the definition of material and how it should be applied by including in the definition guidance that until now has featured elsewhere in IFRS. In addition, the explanations accompanying the definition have been improved. Finally, the amendments ensure that the definition of material is consistent across all IFRS Standards. Information is material if omitting, misstating or obscuring it could reasonably be expected to influence the decisions that the primary users of general purpose financial statements make on the basis of those financial statements, which provide financial information about a specific reporting entity.

**Interest rate benchmark reform – Amendments to IFRS 9, IAS 39 and IFRS 7 (issued on 26 September 2019 and effective for annual periods beginning on or after 1 January 2020).** The amendments were triggered by replacement of benchmark interest rates such as LIBOR and other inter-bank offered rates ('IBORs'). The amendments provide temporary relief from applying specific hedge accounting requirements to hedging relationships directly affected by the IBOR reform.

**COVID-19-Related Rent Concessions Amendment to IFRS 16 (issued on 28 May 2020 and effective for annual periods beginning on or after 1 June 2020).** The amendment provides lessees with relief in the form of an optional exemption from assessing whether a rent concession related to COVID-19 is a lease modification. Lessees can elect to account for rent concessions in the same way as if they were not lease modifications. The practical expedient only applies to rent concessions occurring as a direct consequence of the COVID-19 pandemic and only if all of the following conditions are met: the change in lease payments results in revised consideration for the lease that is substantially the same as, or less than, the consideration for the lease immediately preceding the change; any reduction in lease payments affects only payments due on or before 30 June 2021; and there is no substantive change to other terms and conditions of the lease.

The application of the amendments did not have any material impact on the financial statements.

## **6 New Accounting Pronouncements**

Certain new standards and interpretations have been issued that are mandatory for the annual periods beginning on or after 1 January 2020 or later, and which the Group has not early adopted.

**Reference to the Conceptual Framework – Amendments to IFRS 3 (Effective date 1 January 2022).** Minor amendments were made to IFRS 3 Business Combinations to update the references to the Conceptual Framework for Financial Reporting and add an exception for the recognition of liabilities and contingent liabilities within the scope of IAS 37 Provisions, Contingent Liabilities and Contingent Assets and Interpretation 21 Levies. The amendments also confirm that contingent assets should not be recognised at the acquisition date.

**Annual Improvements to IFRS Standards 2018–2020.** The following improvements were finalised in May 2020: (Effective date 1 January 2022)

- IFRS 9 Financial Instruments – clarifies which fees should be included in the 10% test for derecognition of financial liabilities.
- IFRS 16 Leases – amendment of illustrative example 13 to remove the illustration of payments from the lessor relating to leasehold improvements, to remove any confusion about the treatment of lease incentives.
- IFRS 1 First-time Adoption of International Financial Reporting Standards – allows entities that have measured their assets and liabilities at carrying amounts recorded in their parent's books to also measure any cumulative translation differences using the amounts reported by the parent. This amendment will also apply to associates and joint ventures that have taken the same IFRS 1 exemption.

**IFRS 17 "Insurance Contracts" (issued on 18 May 2017 and effective for annual periods beginning on or after 1 January 2021).** The standard requires recognition and measurement of groups of insurance contracts at: (i) a risk-adjusted present value of the future cash flows (the fulfilment cash flows) that incorporates all of the available information about the fulfilment cash flows in a way that is consistent with observable market information; plus (if this value is a liability) or minus (if this value is an asset) (ii) an amount representing the unearned profit in the group of contracts (the contractual service margin). Insurers will be recognising the profit from a group of insurance contracts over the period they provide insurance coverage, and as they are released from risk. If a group of contracts is or becomes loss-making, an entity will be recognising the loss immediately.

**6 New Accounting Pronouncements (Continued)**

**Amendments to IFRS 17 and an amendment to IFRS 4 (Issued on 25 June 2020 and effective for annual periods beginning on or after 1 January 2023).** The amendments include a number of clarifications intended to ease implementation of IFRS 17, simplify some requirements of the standard and transition. The amendments relate to eight areas of IFRS 17, and they are not intended to change the fundamental principles of the standard.

Amendments include scope exclusions for some credit card (or similar) contracts, and some loan contracts; presentation of insurance contract assets and liabilities in the statement of financial position in portfolios instead of groups; applicability of the risk mitigation option when mitigating financial risks using reinsurance contracts held and non-derivative financial instruments at fair value through profit or loss; an accounting policy choice to change the estimates made in previous interim financial statements when applying IFRS 17; inclusion of income tax payments and receipts that are specifically chargeable to the policyholder under the terms of an insurance contract in the fulfilment cash flows; and selected transition reliefs and other minor amendments.

**Classification of liabilities as current or non-current – Amendments to IAS 1 (Issued on 23 January 2020 and effective for annual periods beginning on or after 1 January 2022).** These narrow scope amendments clarify that liabilities are classified as either current or non-current, depending on the rights that exist at the end of the reporting period. Liabilities are non-current if the entity has a substantive right, at the end of the reporting period, to defer settlement for at least twelve months. The guidance no longer requires such a right to be unconditional. Management's expectations whether they will subsequently exercise the right to defer settlement do not affect classification of liabilities. The right to defer only exists if the entity complies with any relevant conditions as of the end of the reporting period. A liability is classified as current if a condition is breached at or before the reporting date even if a waiver of that condition is obtained from the lender after the end of the reporting period. Conversely, a loan is classified as non-current if a loan covenant is breached only after the reporting date. In addition, the amendments include clarifying the classification requirements for debt a company might settle by converting it into equity. 'Settlement' is defined as the extinguishment of a liability with cash, other resources embodying economic benefits or an entity's own equity instruments. There is an exception for convertible instruments that might be converted into equity, but only for those instruments where the conversion option is classified as an equity instrument as a separate component of a compound financial instrument. The Group is currently assessing the impact of the amendments on its financial statements.

**Classification of liabilities as current or non-current, deferral of effective date – Amendments to IAS 1 (Issued on 15 July 2020 and effective for annual periods beginning on or after 1 January 2023).** The amendment to IAS 1 on classification of liabilities as current or non-current was issued in January 2020 with an original effective date 1 January 2022. However, in response to the Covid-19 pandemic, the effective date was deferred by one year to provide companies with more time to implement classification changes resulting from the amended guidance. The Group is currently assessing the impact of the amendments on its financial statements.

**Proceeds before intended use, Onerous contracts – cost of fulfilling a contract, Reference to the Conceptual Framework – narrow scope amendments to IAS 16, IAS 37 and IFRS 3, and Annual Improvements to IFRSs 2018-2020 – amendments to IFRS 1, IFRS 9, IFRS 16 and IAS 41 (Issued on 14 May 2020 and effective for annual periods beginning on or after 1 January 2022).** The amendment to IAS 16 prohibits an entity from deducting from the cost of an item of PPE any proceeds received from selling items produced while the entity is preparing the asset for its intended use. The proceeds from selling such items, together with the costs of producing them, are now recognised in profit or loss. An entity will use IAS 2 to measure the cost of those items. Cost will not include depreciation of the asset being tested because it is not ready for its intended use.

The amendment to IAS 16 also clarifies that an entity is 'testing whether the asset is functioning properly' when it assesses the technical and physical performance of the asset. The financial performance of the asset is not relevant to this assessment. An asset might therefore be capable of operating as intended by management and subject to depreciation before it has achieved the level of operating performance expected by management.

The amendment to IAS 37 clarifies the meaning of 'costs to fulfil a contract'. The amendment explains that the direct cost of fulfilling a contract comprises the incremental costs of fulfilling that contract; and an allocation of other costs that relate directly to fulfilling. The amendment also clarifies that, before a separate provision for an onerous contract is established, an entity recognises any impairment loss that has occurred on assets used in fulfilling the contract, rather than on assets dedicated to that contract.

## **6 New Accounting Pronouncements (Continued)**

IFRS 3 was amended to refer to the 2018 Conceptual Framework for Financial Reporting, in order to determine what constitutes an asset or a liability in a business combination. In addition, a new exception in IFRS 3 was added for liabilities and contingent liabilities. The exception specifies that, for some types of liabilities and contingent liabilities, an entity applying IFRS 3 should instead refer to IAS 37 or IFRIC 21, rather than the 2018 Conceptual Framework. It was also clarified that the acquirer should not recognise contingent assets, as defined in IAS 37, at the acquisition date.

The amendment to IFRS 9 addresses which fees should be included in the 10% test for derecognition of financial liabilities. Costs or fees could be paid to either third parties or the lender. Under the amendment, costs or fees paid to third parties will not be included in the 10% test.

Illustrative Example 13 that accompanies IFRS 16 was amended to remove the illustration of payments from the lessor relating to leasehold improvements. The reason for the amendment is to remove any potential confusion about the treatment of lease incentives.

IFRS 1 allows an exemption if a subsidiary adopts IFRS at a later date than its parent. IFRS 1 was amended to allow entities that have taken this IFRS 1 exemption to also measure cumulative translation differences using the amounts reported by the parent, based on the parent's date of transition to IFRS. The amendment to IFRS 1 extends the above exemption to cumulative translation differences, in order to reduce costs for first-time adopters. This amendment will also apply to associates and joint ventures that have taken the same IFRS 1 exemption. The Group is currently assessing the impact of the amendments on its financial statements.

**Interest rate benchmark (IBOR) reform – phase 2 amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16 (issued on 27 August 2020 and effective for annual periods beginning on or after 1 January 2021).** The Phase 2 amendments address issues that arise from the implementation of the reforms, including the replacement of one benchmark with an alternative one. The amendments cover the following areas:

- Accounting for changes in the basis for determining contractual cash flows as a result of IBOR reform
- End date for Phase 1 relief for non contractually specified risk components in hedging relationships
- Additional temporary exceptions from applying specific hedge accounting requirements
- Additional IFRS 7 disclosures related to IBOR reform

Unless otherwise described above, the new standards and interpretations are not expected to affect significantly the Group's financial statements.

## **7 Balances and Transactions with Related Parties**

Parties are generally considered to be related if the parties are under common control or if one party has the ability to control the other party or can exercise significant influence or joint control over the other party in making financial and operational decisions. In considering each possible related party relationship, attention is directed to the substance of the relationship, not merely the legal form.

On January 31, 2020, Nobel Oil Services (UK) Limited which is the Parent Company of "Global Energy Solutions" LLC (one of the shareholders of "GVL" LLC) purchased the shares of "GVL" LLC from Denholm ValveCare Limited (the other shareholder of "GVL" LLC). After the purchase "GVL" LLC became an associate of "Global Energy Solutions" LLC. Refer to Note 10.

At 31 December 2020, the outstanding balances with related parties were as follows:

	Shareholders	Entities under common control	Associate
<i>In Azerbaijani Manats</i>			
Gross amount of trade receivables	-	3,404,546	-
Net Impairment losses on financial assets at 31 December	-	(27,719)	-
Investment in associate	-	-	745,837
Trade and other payables	-	(2,300,553)	-
Shareholder related payables	(11,000)	-	-

**7 Balances and Transactions with Related Parties (Continued)**

The income and expense items with related parties for the year ended 31 December 2020 were as follows:

<i>In Azerbaijani Manats</i>	Entities under common control	Associate
Sales of goods	10,810	-
Revenue from services rendered	6,381,097	365,124
Professional service fees	(1,272,000)	-
Share of result of associate	-	351,120

At 31 December 2019, the outstanding balances with related parties were as follows:

<i>In Azerbaijani Manats</i>	Shareholders	Entities under common control	Joint venture	Other related parties
Gross amount of trade receivables	-	1,085,470	353,580	-
Net impairment losses on financial and contract assets at 31 December	-	(29,665)	(4,551)	-
Investment in joint venture	-	-	394,717	-
Trade and other payables	-	(3,358,661)	(3,765)	(76,739)
Shareholder related payables	(11,000)	-	-	-
Contract liabilities	-	(1,404,200)	-	-

The income and expense items with related parties for the year ended 31 December 2019 were as follows:

<i>In Azerbaijani Manats</i>	Shareholders	Entities under common control	Joint venture	Key management personnel
Sales of goods	-	234,922	-	-
Revenue from services rendered	-	3,094,935	104,518	-
Technical consulting	(2,445,763)	(1,822)	-	-
Net impairment losses on financial and contract assets	-	(29,665)	(4,551)	-
Repairs and maintenance services	-	(2,173)	-	-
Professional services fees	-	(1,279,222)	-	(348)
Business trip expenses	-	-	-	(13,210)
Other services	-	-	-	(5,846)
Share of result of joint venture	-	-	188,580	-

**Key management compensation.** Key management includes General Director, Deputy General Director, Director of Commercial Department, Head of Finance and Accounting Department and Operations Managers.

Key management compensation is presented below:

<i>In Azerbaijani Manats</i>	2020 Expense	2019 Expense
- Salaries	767,877	823,910
<b>Total key management compensation</b>	<b>767,877</b>	<b>823,910</b>

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**8 Property and Equipment**

Movements in the carrying amount of property and equipment were as follows:

<i>In Azerbaijani Manats</i>	Machinery and equipment	Motor vehicles	Computers and office equipment	Total
Cost at 1 January 2019	751,455	187,514	117,769	1,056,738
Accumulated depreciation	(122,064)	(92,288)	(39,855)	(254,207)
<b>Carrying amount at 1 January 2019</b>	<b>629,391</b>	<b>95,226</b>	<b>77,914</b>	<b>802,531</b>
Additions	1,978,641	22,119	160,450	2,161,210
Depreciation charge	(182,010)	(32,320)	(46,100)	(260,430)
<b>Carrying amount at 31 December 2019</b>	<b>2,426,022</b>	<b>85,025</b>	<b>192,264</b>	<b>2,703,311</b>
Cost at 31 December 2019	2,730,096	209,633	278,219	3,217,948
Accumulated depreciation	(304,074)	(124,608)	(85,955)	(514,637)
<b>Carrying amount at 31 December 2019</b>	<b>2,426,022</b>	<b>85,025</b>	<b>192,264</b>	<b>2,703,311</b>
Additions	333,703	179,290	29,043	542,036
Depreciation charge	(430,051)	(44,215)	(69,269)	(543,535)
<b>Carrying amount at 31 December 2020</b>	<b>2,329,674</b>	<b>220,100</b>	<b>152,038</b>	<b>2,701,812</b>
Cost at 31 December 2020	3,083,799	388,923	307,262	3,759,984
Accumulated depreciation	(734,125)	(168,823)	(155,224)	(1,058,172)
<b>Carrying amount at 31 December 2020</b>	<b>2,329,674</b>	<b>220,100</b>	<b>152,038</b>	<b>2,701,812</b>

**9 Right-of-Use Assets and Lease Liabilities**

The Group leases various offices, warehouse and vehicles. Rental contracts are typically made for fixed periods of 12 months, but may have extension options as described below.

<i>In Azerbaijani Manats</i>	Warehouse	Offices	Vehicles	Total
<b>Carrying amount at 1 January 2020</b>	<b>1,116,315</b>	<b>94,035</b>	<b>37,905</b>	<b>1,248,255</b>
Modification	1,574,100	43,516	-	1,617,616
Depreciation charge	(478,238)	(86,152)	(17,495)	(581,885)
<b>Carrying amount at 31 December 2020</b>	<b>2,212,177</b>	<b>51,399</b>	<b>20,410</b>	<b>2,283,986</b>



**9 Right-of-Use Assets and Lease Liabilities (Continued)**

The Group recognised lease liabilities as follows:

<i>In Azerbaijani Manats</i>	<b>31 December 2020</b>	<b>31 December 2019</b>
Current lease liabilities	738,726	661,556
Non-current lease liabilities	1,905,757	703,835
<b>Total lease liabilities</b>	<b>2,644,483</b>	<b>1,365,391</b>

Interest expense included in finance costs of 2020 was AZN 184,806 (2019: AZN 50,945).

Total cash outflow for leases in 2020 was 579,149 (2019: AZN 122,524).

The lease agreements do not impose any covenants other than the security interests in the leased assets that are held by the lessor. Leased assets may not be used as collateral for borrowings.

Extension and termination options are included in a number of property and equipment leases across the Group. These are used to maximise operational flexibility in terms of managing the assets used in the Group's operations. The majority of extension and termination options held are exercisable only by the Group and not by the respective lessor.

**10 Investment in Associate and Joint Venture**

On January 31, 2020, Nobel Oil Services (UK) Limited which is the Parent Company of "Global Energy Solutions" LLC (one of the shareholders of "GVL" LLC) purchased the shares of "GVL" LLC from Denholm ValveCare Limited (the other shareholder of "GVL" LLC). After the purchase "GVL" LLC became an associate of "Global Energy Solutions" LLC.

The table below summarises the movements in the carrying amount of the Group's investments in associate and joint venture.

<i>In Azerbaijani Manats</i>	<b>2020 Associate</b>	<b>2019 Joint venture</b>
Carrying amount at 1 January	-	206,157
Transfers	394,717	-
Share of profit of associate and joint venture	351,120	188,580
<b>Carrying amount at 31 December</b>	<b>745,837</b>	<b>394,717</b>

The Group's interests in its principal associate and joint venture were as follows:

<b>Name</b>	<b>2020</b>		<b>2019</b>	
	<b>% ownership Interest held</b>	<b>Place of business</b>	<b>% ownership Interest held</b>	<b>Place of business</b>
<b>Associate</b>				
GVL LLC	51%	Azerbaijan	-	-
<b>Joint venture</b>				
GVL LLC	-	-	51%	Azerbaijan

**10 Investment In Associate and Joint Venture (Continued)**

Summarised financial information of an associate is as follows at 31 December 2020:

<i>In Azerbaijani Manats</i>	<b>GVL LLC</b>
Current assets	1,746,173
Non-current assets	1,903,631
Current liabilities	(891,762)
Non-current liabilities	(1,495,616)
Revenue	5,247,074
Profit for the year	688,471

Summarised financial information of a joint venture is as follows at 31 December 2019:

<i>In Azerbaijani Manats</i>	<b>GVL LLC</b>
Current assets	1,694,802
Non-current assets	354,253
Current liabilities	(1,275,100)
Non-current liabilities	-
Revenue	4,397,787
Profit for the year	369,726

**11 Trade and Other Receivables**

<i>In Azerbaijani Manats</i>	<b>2020</b>	<b>2019</b>
Trade receivables	51,477,352	36,903,544
Less credit loss allowance	(2,589,017)	(1,638,041)
<b>Total financial assets within trade and other receivables</b>	<b>48,888,335</b>	<b>35,265,503</b>
VAT recoverable	2,657,186	928,515
Other receivables	3,577	12,197
<b>Total trade and other receivables at 31 December</b>	<b>51,549,098</b>	<b>36,206,215</b>

At 31 December 2020, the estimated fair value of trade receivables is AZN 51,477,352 (2019: AZN 36,903,544).

The Group applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables. To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due. The expected loss rates are based on the payment profiles of sales over a period of 36 month before 31 December 2020 or 31 December 2019, respectively. On that basis, the loss allowance as at 31 December 2020 and 31 December 2019 was determined as follows for trade receivables from customers. The expected credit losses are calculated as the difference between the expected future cash flows and the present value of expected cash flows discounted by the asset's refinancing rate.

**11 Trade and Other Receivables (Continued)**

	<b>31 December 2020</b>	<b>31 December 2019</b>
	<b>Gross carrying amount</b>	<b>Gross carrying amount</b>
<i>In Azerbaijani Manats</i>		
<b>Trade receivables</b>		
- current	4,433,154	3,144,833
- less than 30 days overdue	2,010,257	1,843,792
- 30 to 60 days overdue	1,775,181	1,882,798
- 61 to 90 days overdue	1,815,332	2,194,882
- 91 to 180 days overdue	5,485,936	5,101,575
- 181 to 360 days overdue	11,691,774	9,609,263
- over 360 days overdue	24,265,738	13,126,401
<b>Less credit loss allowance</b>	<b>(2,589,017)</b>	<b>(1,638,041)</b>
<b>Total</b>	<b>48,888,335</b>	<b>35,265,503</b>

The following table explains the changes in the credit loss allowance for trade receivables under simplified ECL model between the beginning and the end of the annual period:

<i>In Azerbaijani Manats</i>	<b>2020</b>	<b>2019</b>
<b>Allowance for credit losses on trade receivables at 1 January</b>	<b>1,638,041</b>	<b>1,466,360</b>
<b>New originated</b>	<b>950,976</b>	<b>171,681</b>
<b>Total credit loss allowance charge in profit or loss for the period</b>	<b>950,976</b>	<b>171,681</b>
<b>Allowance for credit losses on trade receivables at 31 December</b>	<b>2,589,017</b>	<b>1,638,041</b>

**12 Prepayments**

<i>In Azerbaijani Manats</i>	<b>2020</b>	<b>2019</b>
<b>Prepayment for taxes other than on income</b>	<b>39,416</b>	<b>801,701</b>
<b>Advances to suppliers</b>	<b>1,472,521</b>	<b>744,853</b>
<b>Other</b>	<b>102,510</b>	<b>80,707</b>
<b>Total prepayments</b>	<b>1,614,447</b>	<b>1,627,261</b>

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**13 Cash and Cash Equivalents**

<i>In Azerbaijani Manats</i>	2020	2019
Bank balances payable on demand	1,029,825	230,002
<b>Total cash and cash equivalents at 31 December</b>	<b>1,029,825</b>	<b>230,002</b>

The table below discloses the credit quality of cash and cash equivalents balances based on credit risk grades at 31 December 2020. Refer to Note 25 for the description of the Group's credit risk grading system.

<i>In Azerbaijani Manats</i>	Bank balances payable on demand
- Good	1,029,825
<b>Total cash and cash equivalents, excluding cash on hand</b>	<b>1,029,825</b>

The table below discloses the credit quality of cash and cash equivalents balances based on credit risk grades at 31 December 2019. Refer to Note 25 for the description of the Group's credit risk grading system.

<i>In Azerbaijani Manats</i>	Bank balances payable on demand
- Good	230,002
<b>Total cash and cash equivalents, excluding cash on hand</b>	<b>230,002</b>

**14 Share Capital**

The total authorised number of ordinary shares is 10 shares with a par value of AZN 759,550.45 per share (2019: 10 shares with a par value of AZN 674,550.45 per share). All issued ordinary shares are fully paid. Each ordinary share carries one vote. During the year ended 31 December 2020 additions of AZN 850,000 were made to the share capital of the Group (2019: AZN 5,045,405).

The structure of the share capital is presented in Note 1.

**15 Borrowings**

<i>In Azerbaijani Manats</i>	2020	2019
Term loans	6,541,029	5,157,066
Shareholder related loans	11,000	11,000
<b>Total borrowings</b>	<b>6,552,029</b>	<b>5,168,066</b>

The Group's borrowings are denominated in AZN.

The above balances include principal amounts and accrued interest payables as at 31 December 2020 and 2019. Accrued interest payable as at 31 December 2020 was AZN 9,669 (2019: AZN 9,360). Interest rate for the loans is 12%.

The Group does not apply hedge accounting and has not entered into any hedging arrangements in respect of its foreign currency obligations or interest rate exposures. Interest rates for the borrowings represent market rates for the years ended 31 December 2020 and 2019. The carrying value of the term borrowings approximates fair value at 31 December 2020 and 31 December 2019.

No financial and non-financial loan covenants have been stipulated by the aforementioned loan agreements.

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**16 Reconciliation of Liabilities Arising from Financing Activities**

The table below sets out an analysis of liabilities from financing activities and the movements in the Group's liabilities from financing activities for each of the periods presented. The items of these liabilities are those that are reported as financing in the statement of cash flows:

	Liabilities from financing activities			
	Borrowings	Lease liabilities	Shareholder related loans	Total
<i>In Azerbaijani Manats</i>				
<b>Liabilities from financing activities at 1 January 2019</b>	<b>7,585,741</b>	<b>102,544</b>	<b>11,000</b>	<b>7,699,285</b>
Borrowings acquired	5,147,706	-	-	5,147,706
Borrowing payments	(7,566,957)	-	-	(7,566,957)
Interest accrual	361,315	50,945	-	412,260
Interest payments	(370,739)	(50,945)	-	(421,684)
Repayment of lease liabilities – principal	-	(71,579)	-	(71,579)
Acquisition – leases	-	1,334,426	-	1,334,426
<b>Liabilities from financing activities at 1 January 2020</b>	<b>5,157,066</b>	<b>1,365,391</b>	<b>11,000</b>	<b>6,533,457</b>
Borrowings acquired	7,850,000	-	-	7,850,000
Borrowing payments	(6,468,326)	-	-	(6,468,326)
Interest accrual	675,643	184,806	-	860,449
Interest payments	(673,354)	(84,335)	-	(757,689)
Repayment of lease liabilities – principal	-	(394,343)	-	(394,343)
Gain on lease modification	-	1,572,964	-	1,572,964
<b>Liabilities from financing activities at 31 December 2020</b>	<b>6,541,029</b>	<b>2,644,483</b>	<b>11,000</b>	<b>9,196,512</b>

**17 Trade and Other Payables**

<i>In Azerbaijani Manats</i>	2020	2019
Trade payables	7,261,894	7,534,934
<b>Total financial payables within trade and other payables at AC</b>	<b>7,261,894</b>	<b>7,534,934</b>
Accrued employee benefit costs	380,583	306,629
VAT payable	3,528,937	-
Other payables	420,682	25,983
<b>Total other payables</b>	<b>4,330,202</b>	<b>332,612</b>
<b>Trade and other payables at 31 December</b>	<b>11,592,096</b>	<b>7,867,546</b>

Refer to Note 27 for disclosure of the fair value of each class of other financial liabilities.

**18 Revenue from Contracts with Customers**

The Group derives revenue from the transfer of goods and services over time and at a point in time in the following major product lines and geographical regions:

<i>In Azerbaijani Manats</i>	2020	2019
Technical support services	26,220,845	21,172,691
Sale of goods (oilfield equipment and inventory)	2,673,300	4,024,687
<b>Total revenue from contracts with customers</b>	<b>28,894,145</b>	<b>25,197,378</b>

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**18 Revenue from Contracts with Customers (Continued)**

Timing of revenue recognition (for each revenue stream) is as follows:

<i>In Azerbaijani Manats</i>	<b>2020</b>	<b>2019</b>
At a point in time	2,673,300	4,024,687
Over time	26,220,845	21,172,691
<b>Total revenue from contracts with customers</b>	<b>28,894,145</b>	<b>25,197,378</b>

**19 Cost of Sales**

<i>In Azerbaijani Manats</i>	<b>2020</b>	<b>2019</b>
Labor cost	4,295,345	3,946,929
Subcontracting costs	5,012,875	3,751,768
Materials and components used	229,895	703,375
Technical consulting	222,027	329,713
Depreciation	419,974	179,414
Other	311,218	487,963
<b>Total cost of services</b>	<b>10,491,334</b>	<b>9,399,162</b>
Cost of goods for resale	2,389,981	3,093,062
<b>Total cost of sales and services</b>	<b>12,881,315</b>	<b>12,492,224</b>

Included in labor costs are statutory pension contributions of AZN 740,892 (2019: AZN 643,427).

**20 Administrative and other Operating Expenses**

<i>In Azerbaijani Manats</i>	<b>2020</b>	<b>2019</b>
Staff Cost	1,846,149	1,471,812
Professional services fees	1,302,854	3,814,770
Net impairment losses on financial assets	950,976	171,681
Depreciation and amortisation	705,446	273,626
Training costs	136,375	159,593
Bank charges	78,116	104,652
Business trip expenses	75,775	285,240
Insurance	69,247	93,352
Communication expense	50,873	34,414
Repairs and maintenance	38,097	17,658
Office supplies	29,336	15,356
Taxes other than on income	1,335	56,466
Other expenses	138,108	97,535
<b>Total general and administrative expenses</b>	<b>5,422,687</b>	<b>6,596,155</b>

Included in staff costs are statutory pension contributions of AZN 312,920. (2019: AZN 249,956).

**21 Finance Costs**

<i>In Azerbaijani Manats</i>	<b>2020</b>	<b>2019</b>
Interest expense on borrowings	675,643	361,315
Interest expense on lease liabilities	184,806	50,945
<b>Total finance costs</b>	<b>860,449</b>	<b>412,260</b>

**22 Income Taxes**

**(a) Components of income tax expense / (benefit)**

Income tax expense recorded in profit or loss comprises the following:

<i>In Azerbaijani Manats</i>	2020	2019
Deferred tax	2,759,215	1,278,351
<b>Income tax expense for the year</b>	<b>2,759,215</b>	<b>1,278,351</b>

**(b) Reconciliation between the tax expense and profit or loss multiplied by applicable tax rate**

The income tax rate applicable to the majority of the Group's 2020 and 2019 income is 20%. A reconciliation between the expected and the actual taxation charge is provided below.

<i>In Azerbaijani Manats</i>	2020	2019
<b>Profit before tax</b>	<b>10,169,349</b>	<b>6,066,170</b>
Theoretical tax charge at statutory rate of 20%:	2,033,870	1,213,234
Tax effect of items which are not deductible or assessable for taxation purposes:		
- Non-deductible expenses	229,659	65,117
Unrecognised tax loss carry-forwards for the year	495,686	-
<b>Income tax expense for the year</b>	<b>2,759,215</b>	<b>1,278,351</b>

**(c) Deferred taxes analysed by type of temporary difference**

Differences between IFRS and statutory taxation regulations in Azerbaijan give rise to temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and their tax bases. The tax effect of the movements in these temporary differences is detailed below.

<i>In Azerbaijani Manats</i>	31 December 2019	Charged/ (credited) to profit or loss	31 December 2020
<b>Tax effect of deductible/(taxable) temporary differences and tax loss carry forwards</b>			
Difference between tax and accounting value of Property and equipment (different tax depreciation)	(74,452)	(14,767)	(89,219)
Trade and other receivables	(1,204,674)	(2,204,037)	(3,408,711)
Trade and other payables	(2,069,937)	(474,455)	(2,544,392)
Lease liabilities	(14,316)	(112,109)	(126,425)
Right-of-use assets	37,743	116,377	154,120
Investment in associate	-	(70,224)	(70,224)
<b>Net deferred tax liability</b>	<b>(3,325,636)</b>	<b>(2,759,215)</b>	<b>(6,084,851)</b>
Recognised deferred tax asset	37,743	116,377	154,120
Recognised deferred tax liability	(3,363,379)	(2,875,592)	(6,238,971)
<b>Net deferred tax liability</b>	<b>(3,325,636)</b>	<b>(2,759,215)</b>	<b>(6,084,851)</b>

**22 Income Taxes (Continued)**

The tax effect of the movements in the temporary differences for the year ended 31 December 2019 are:

<i>In Azerbaijani Manats</i>	31 December 2018	Charged/ (credited) to profit or loss	31 December 2019
<b>Tax effect of deductible/(taxable) temporary differences and tax loss carry forwards</b>			
Difference between tax and accounting value of Property and equipment (different tax depreciation)	(9,437)	(65,015)	(74,452)
Trade and other receivables	734,324	(1,938,998)	(1,204,674)
Trade and other payables	(2,772,172)	702,235	(2,069,937)
Lease liabilities	-	(14,316)	(14,316)
Right-of-use assets	-	37,743	37,743
<b>Net deferred tax liability</b>	<b>(2,047,285)</b>	<b>(1,278,351)</b>	<b>(3,325,636)</b>
Recognised deferred tax asset	734,324	(698,581)	37,743
Recognised deferred tax liability	(2,781,609)	(581,770)	(3,363,379)
<b>Net deferred tax liability</b>	<b>(2,047,285)</b>	<b>(1,278,351)</b>	<b>(3,325,636)</b>

**23 Contingencies and Commitments**

**Legal proceedings.** During the period ended 31 December 2020, the Group was not involved in any legal proceedings and no legal claims were brought against the Group.

**Tax contingencies.** The taxation system in Azerbaijan is relatively new and is characterised by frequent changes in legislation, official pronouncements and court decision, which are often unclear, contradictory and subject to varying interpretation by different tax authorities. Taxes are subject to review and investigation by various level of authorities, which have authority to impose severe fines and penalty interest charges. A tax year generally remains open for review by the tax authorities for three subsequent calendar years; however, under certain circumstances a tax year may remain open longer.

These circumstances may create tax risks in Azerbaijan that are more significant than in other countries. Management believes that it has provided adequately for tax liabilities based on its interpretations of applicable tax legislation, official pronouncements and court decisions. However, the interpretations of the relevant authorities could differ and the effect on these financial statements, if the authorities were successful in enforcing their interpretations, could be significant.

**24 Principal Subsidiaries, Associate and Joint Venture**

Name	Nature of business	Percentage of ownership	Country of registration
<b>Subsidiary:</b>			
Glensol Kazakhstan LLC	Provision of repair and maintenance services to all types of mechanical equipment in the oil and gas industry	100%	Kazakhstan
<b>Associate (2019: Joint venture):</b>			
GVL LLC	Provision of technical support services relating to valves repair, maintenance and stock management in the oil and gas industry	51%	Azerbaijan



## **25 Financial Risk Management**

The risk management function within the Group is carried out with respect to financial risks, operational risks and legal risks. Financial risk comprises market risk (including currency risk, interest rate risk and other price risks), credit risk and liquidity risk. The primary function of financial risk management is to establish risk limits and to ensure that any exposure to risk stays within these limits. The operational and legal risk management functions are intended to ensure the proper functioning of internal policies and procedures in order to minimise operational and legal risks.

**Credit risk.** The Group exposes itself to credit risk, which is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to meet an obligation.

Exposure to credit risk arises as a result of the Group's lending and other transactions with counterparties, giving rise to financial assets and off-balance sheet credit-related commitments.

The Group's maximum exposure to credit risk is reflected in the carrying amounts of financial assets in the consolidated statement of financial position. For financial guarantees issued, commitments to extend credit, undrawn credit lines and export/import letters of credit, the maximum exposure to credit risk is the amount of the commitment.

**Credit risk management.** Credit risk is the single largest risk for the Group's business; management therefore carefully manages its exposure to credit risk.

The estimation of credit risk for risk management purposes is complex and involves the use of models, as the risk varies depending on market conditions, expected cash flows and the passage of time. The assessment of credit risk for a portfolio of assets entails further estimations of the likelihood of defaults occurring, the associated loss ratios and default correlations between counterparties.

**Limits.** The Group structures the levels of credit risk it undertakes by placing limits on the amount of risk accepted in relation to one borrower, or groups of borrowers, and to geographical and industry segments. Limits on the level of credit risk by product and industry sector are approved regularly by management. Such risks are monitored on a revolving basis and are subject to an annual, or more frequent, review.

**Credit risk grading system.** For measuring credit risk and grading financial instruments by the amount of credit risk, the Group applies an approach based on risk grades estimated by external international rating agencies (Standard & Poor's – "S&P", Fitch, Moody's). External credit ratings are mapped on an internally defined master scale with a specified range of probabilities of default as disclosed in the table below:

<b>Master scale credit risk grade</b>	<b>Corresponding ratings of external international rating agencies (S&amp;P)</b>	<b>Corresponding PD Interval</b>
Excellent	AAA to BB+	0,01% – 0,5%
Good	BB to B+	0,51% – 3%
Satisfactory	B, B-	3% – 10%
Special monitoring	CCC+ to CC-	10% – 99,9%
Default	C, D-I, D-II	100%

Each master scale credit risk grade is assigned a specific degree of creditworthiness:

- **Excellent** – strong credit quality with low expected credit risk;
- **Good** – adequate credit quality with a moderate credit risk;
- **Satisfactory** – moderate credit quality with a satisfactory credit risk;
- **Special monitoring** – facilities that require closer monitoring and remedial management; and
- **Default** – facilities in which a default has occurred.

The rating models are regularly reviewed by management, backtested on actual default data and updated, if necessary. Despite the method used, the Group regularly validates the accuracy of ratings estimates and appraises the predictive power of the models.

External ratings are assigned to counterparties by independent international rating agencies, such as S&P, Moody's and Fitch. These ratings are publicly available.

**25 Financial Risk Management (Continued)**

**Expected credit loss (ECL) measurement.** The Group's trade receivables primarily consist of: a) receivables from sale of goods; and b) receivables from rendering of services.

The Group applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables. To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due. The expected loss rates are based on the payment profiles of sales over a period of 36 month before 31 December 2020 or 31 December 2019 respectively. On that basis, the loss allowance as at 31 December 2020 and 31 December 2019 was determined as follows for trade receivables from customers. The expected credit losses are calculated as the difference between the expected future cash flows and the present value of expected cash flows discounted by the asset's refinancing rate.

**Staging**

For account receivable portfolio, IFRS 9 allows to use practical expedient by classifying such non-defaulted assets to stage 2 and not to perform staging process. Therefore, receivables are classified to either Stage 3 (when the conditions of default are met) or Stage 2 (when a given asset may be treated as non-defaulted) and thus always provisioned in lifetime perspective.

Impairment losses on trade receivables is presented as net impairment losses within operating profit. Subsequent recoveries of amounts previously written off are credited against the same line item.

**Forward-looking approach for simplified approach for trade receivables.** Due dates for trade receivables of the Group are short-term. The long-term macroeconomic development does not play significant role in shaping risk profile in the segments. Therefore, no forward-looking adjustment is implemented for accounts receivables.

The Group regularly reviews its methodology and assumptions to reduce any difference between the estimates and the actual loss of credit. Such back testing is performed at least once a year.

The results of back testing the ECL measurement methodology are communicated to management and further steps for tuning models and assumptions are defined after discussions between authorised persons.

**Market risk.** The Group takes on exposure to market risks. Market risks arise from open positions in (a) currency, (b) interest rates, all of which are exposed to general and specific market movements. Management sets limits on the value of risk that may be accepted, which is monitored on a daily basis. However, the use of this approach does not prevent losses outside of these limits in the event of more significant market movements.

**Currency risk.** In respect of currency risk, management sets limits on the level of exposure by currency and in total for both overnight and intra-day positions, which are monitored daily.

The table below summarises the Group's exposure to foreign currency exchange rate risk at the end of the reporting period:

	At 31 December 2020			At 31 December 2019		
	Monetary financial assets	Monetary financial liabilities	Net position	Monetary financial assets	Monetary financial liabilities	Net position
<i>In Azerbaijani Manats</i>						
Azerbaijani Manats	10,236,094	(11,239,377)	(1,003,283)	6,426,516	(14,068,384)	(7,641,868)
US Dollars	38,704,203	(935,745)	37,768,458	28,289,304	-	28,289,304
Euros	895,867	(1,638,801)	(742,934)	662,430	-	662,430
Kazakhstan tenge	57,410	-	57,410	104,311	-	104,311
Pound Sterling	24,586	-	24,586	12,835	-	12,835
Russian Rubles	-	-	-	109	-	109
<b>Total</b>	<b>49,918,160</b>	<b>(13,813,923)</b>	<b>36,104,237</b>	<b>35,495,505</b>	<b>(14,068,384)</b>	<b>21,427,121</b>

The above analysis includes only monetary assets and liabilities. Non-monetary assets are not considered to give rise to any material currency risk.

**25 Financial Risk Management (Continued)**

The following table presents sensitivities of profit or loss and equity to reasonably possible changes in exchange rates applied at the end of the reporting period relative to the functional currency of the respective Group entities, with all other variables held constant:

<i>In Azerbaijani Manats</i>	<b>At 31 December 2020</b>	<b>At 31 December 2019</b>
	<b>Impact on profit or loss</b>	<b>Impact on profit or loss</b>
US Dollar strengthening by 20% (2019: strengthening by 20%)	7,553,892	5,657,861
US Dollar weakening by 20% (2019: weakening by 20%)	(7,553,892)	(5,657,861)
Euro strengthening by 20% (2019: strengthening by 20%)	(148,587)	132,486
Euro weakening by 20% (2019: weakening by 20%)	148,587	(132,486)
Other strengthening by 20% (2019: strengthening by 20%)	16,399	23,451
Other weakening by 20% (2019: weakening by 20%)	(16,399)	(23,451)

The exposure was calculated only for monetary balances denominated in currencies other than the functional currency of the respective entity of the Group.

**Interest rate risk.** The Group does not have floating interest rate financial instruments. Therefore, the risk exposure to the effects of fluctuations in the prevailing levels of market interest rates on the Group's financial position and cash flows is minimized by having fixed rates negotiated on bank loans. However, interest margins may increase once loans mature and there is a need to negotiate a new credit facility.

**Liquidity risk.** Liquidity risk is the risk that an entity will encounter difficulty in meeting obligations associated with financial liabilities. The Group is exposed to daily calls on its available cash resources. Liquidity risk is managed by the management of the Group. Management monitors monthly rolling forecasts of the Group's cash flows.

The Group seeks to maintain a stable funding base primarily consisting of borrowings, trade and other payables. The Group invests the funds in diversified portfolios of liquid assets, in order to be able to respond quickly and smoothly to unforeseen liquidity requirements. The Group's liquidity portfolio comprises cash and cash equivalents (Note 13).

The table below shows liabilities at 31 December 2020 by their remaining contractual maturity. The amounts disclosed in the maturity table are the contractual undiscounted cash flows. Such undiscounted cash flows differ from the amount included in the statement of financial position because the statement of financial position amount is based on discounted cash flows.

When the amount payable is not fixed, the amount disclosed is determined by reference to the conditions existing at the end of the reporting period. Foreign currency payments are translated using the spot exchange rate at the end of the reporting period.

The maturity analysis of financial liabilities at 31 December 2020 is as follows:

<i>In Azerbaijani Manats</i>	<b>Demand and less than 1 month</b>	<b>From 1 to 3 months</b>	<b>From 3 to 12 months</b>	<b>From 12 months to 5 years</b>	<b>Total</b>
<b>Liabilities</b>					
Borrowings (Note 15)	-	-	(2,825,778)	(3,726,251)	(6,552,029)
Lease liabilities (Note 9)	(379,083)	(121,796)	(494,084)	(2,410,880)	(3,405,843)
Trade payables (Note 17)	(7,261,894)	-	-	-	(7,261,894)
<b>Total future payments, including future principal and interest payments</b>	<b>(7,640,977)</b>	<b>(121,796)</b>	<b>(3,319,862)</b>	<b>(6,137,131)</b>	<b>(17,219,766)</b>

**25 Financial Risk Management (Continued)**

The maturity analysis of financial liabilities at 31 December 2019 is as follows:

<i>In Azerbaijani Manats</i>	Demand and less than 1 month	From 1 to 3 months	From 3 to 12 months	From 12 months to 5 years	Total
<b>Liabilities</b>					
Borrowings (Note 15)	(20,360)	-	(3,525,441)	(2,508,789)	(6,054,590)
Lease liabilities (Note 9)	(57,326)	(114,652)	(515,932)	(979,329)	(1,667,239)
Trade payables (Note 17)	(7,534,934)	-	-	-	(7,534,934)
<b>Total future payments, including future principal and interest payments</b>	<b>(7,612,620)</b>	<b>(114,652)</b>	<b>(4,041,373)</b>	<b>(3,488,118)</b>	<b>(15,256,763)</b>

**26 Management of Capital**

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and to maintain an optimal capital structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt. The amount of capital that the Group managed as of 31 December 2020 was AZN 32,198 thousand (2019: AZN 25,407 thousand).

**27 Fair Value Disclosures**

Fair value measurements are analysed by level in the fair value hierarchy as follows: (i) level one are measurements at quoted prices (unadjusted) in active markets for identical assets or liabilities, (ii) level two measurements are valuations techniques with all material inputs observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices), and (iii) level three measurements are valuations not based on observable market data (that is, unobservable inputs). Management applies judgement in categorising financial instruments using the fair value hierarchy. If a fair value measurement uses observable inputs that require significant adjustment, that measurement is a Level 3 measurement. The significance of a valuation input is assessed against the fair value measurement in its entirety.

**Assets and liabilities not measured at fair value but for which fair value is disclosed**

Fair values analysed by level in the fair value hierarchy and the carrying value of assets and liabilities not measured at fair value are as follows:

<i>In Azerbaijani Manats</i>	31-Dec-20			31-Dec-19		
	Level 1 fair value	Level 2 fair value	Carrying value	Level 1 fair value	Level 2 fair value	Carrying value
<b>Assets</b>						
<b>Financial assets at AC</b>						
- Cash and cash equivalents	1,029,825	-	1,029,825	230,002	-	230,002
- Trade receivables	-	48,888,335	48,888,335	-	35,265,503	35,265,503
<b>Total Assets</b>	<b>1,029,825</b>	<b>48,888,335</b>	<b>49,918,160</b>	<b>230,002</b>	<b>35,265,503</b>	<b>35,495,505</b>

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**27 Fair Value Disclosures (Continued)**

<i>In Azerbaijani Manats</i>	31-Dec-20		31-Dec-19	
	Level 2 fair value	Carrying value	Level 2 fair value	Carrying value
<b>LIABILITIES</b>				
<b>Borrowings</b>				
- Bank loan	6,552,029	6,552,029	5,168,066	5,168,066
<b>Other financial liabilities</b>				
- Trade payables	7,261,894	7,261,894	7,534,934	7,534,934
- Lease liabilities	2,644,483	2,644,483	1,365,391	1,365,391
<b>Total LIABILITIES</b>	<b>16,458,406</b>	<b>16,458,406</b>	<b>14,068,391</b>	<b>14,068,391</b>

The fair values in level 2 and level 3 of the fair value hierarchy were estimated using the discounted cash flows valuation technique.

**28 Presentation of Financial Instruments by Measurement Category**

For the purposes of measurement, IFRS 9 "Financial Instruments" classifies financial assets into the following categories: (a) financial assets at FVTPL; (b) debt instruments at FVOCI, (c) equity instruments at FVOCI and (c) financial assets at AC. Financial assets at FVTPL have two sub-categories: (i) assets mandatorily measured at FVTPL, and (ii) assets designated as such upon initial recognition. In addition, finance lease receivables form a separate category.

As of 31 December 2020 and 31 December 2019, all of the Group's financial assets and liabilities were carried at AC.

**29 Events after the Reporting Period**

**Covid-19 developments.** The strict special quarantine regime measures introduced by the Azerbaijani Government to combat the COVID-19 outbreak, such as travel restrictions, quarantines, closure of business and other venues, lockdowns of certain areas throughout the country ceased in January 2021. Based on the order of Cabinet of Ministers on "Vaccination Strategy covering 2021-2022 years" dated 16 January 2021, gradual vaccination of Azerbaijan population has started.

The Company has been closely monitoring the latest developments around COVID-19 and its impact globally.