



**«NOAH FC» NGO**

**&**

**«IMAGINEYEREVAN» LLC**

# **COMBINED FINANCIAL STATEMENTS**

**December 31, 2024**



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«NOAH FC» NGO and «IMAGINEYEREVAN» LLC  
**COMBINED STATEMENT OF FINANCIAL POSITION**  
**AS OF DECEMBER 31, 2024**

In KAMD	Notes	As of December 31, 2024	As of December 31, 2023
<b>Assets</b>			
<b>Current assets</b>			
Cash and cash equivalents	4	100,016	125,644
Receivables from players transfers		-	-
Receivables from UEFA solidarity payments	5	-	-
Receivables from group/related parties	5	-	-
Other receivables	5	36,380	9,542
Prepayments	5	192,216	151,095
Accounts receivable from the budget		90,272	21,782
Inventories	6	145,713	52,577
Borrowings provided	10	-	22,224
Other current assets		990	-
<b>Total current assets</b>		<b>565,587</b>	<b>382,864</b>
<b>Non-current assets</b>			
Property and equipment	7	1,712,628	549,990
Intangible assets - players	8	5,162	125,914
Intangible assets - other	8	9,163	10,839
Advance payments for the acquisition of non-current assets		76,980	-
Receivables from players transfers		-	-
Receivables from group/related parties		-	-
Other receivables		-	-
Deferred tax assets		160	-
<b>Total non-current assets</b>		<b>1,804,093</b>	<b>686,743</b>
<b>Total assets</b>		<b>2,369,680</b>	<b>1,069,607</b>
<b>Liabilities</b>			
<b>Current liabilities</b>			
Borrowings received from group entities or related parties	11	2,098,621	1,004,391
Borrowings received from third parties	11	-	-
Payables from player transfers	12	24,944	94,676
Payables from employees	12	-	-
Accounts payable for social security payments/tax payments	9	62,923	27,976
Accounts payable for other taxes	9	3,641	2,183
Payables from income tax		6,896	-
Other payables	12	265,468	74,902
Prepayment and deferred income	12	40	967
Grants related to incomes		-	-
Current reserves		42,283	17,894
Other short-term liabilities		-	-
<b>Total current liabilities</b>		<b>2,504,816</b>	<b>1,222,989</b>

«NOAH FC» NGO and «IMAGINEYEREVAN» LLC

STATEMENT OF FINANCIAL POSITION

AS AT DECEMBER 31, 2024

(continued part 2)

In KAMD		As of December 31, 2024	As of December 31, 2023 (represented)
	Notes		
<b>Non-current liabilities</b>			
Bank and other loans		-	-
Borrowings received from related parties	11	-	-
Borrowings received from related parties		-	-
Payables to the group/related parties		-	-
Payables from player transfers		-	-
Payables from employees		-	-
Payables on taxes and other mandatory payments		-	-
Other tax liabilities		-	-
Payables from lease		-	-
Other payables		-	-
Prepayments and deferred income		-	-
Deferred tax liabilities		-	-
Grants related to assets		-	-
Long-term reserves		-	-
Other non-current liabilities		-	-
<b>Total non-current liabilities</b>		-	-
<b>Total liabilities</b>		2,504,816	1,222,989
<b>Charter capital</b>		10	-
<b>Net assets</b>		(135,146)	(153,382)
<b>Total liabilities and net assets</b>		2,369,680	1,069,607

The combined financial statements were approved on April 14, 2025 by:

Anna Ohanyan



Mkrtich Sukiasyan



Director of development

Senior accountant



The notes to the combined financial statements form an integral part of the combined financial statements.

*«NOAH FC» NGO and «IMAGINEYEREVAN» LLC  
 COMBINED STATEMENT OF PROFIT OR LOSS  
 AND OTHER COMPREHENSIVE INCOME  
 FOR THE YEAR ENDED DECEMBER 31, 2024*

In KAMD	Notes	Year ended December 31, 2024	Year ended December 31, 2023 (represented)
<b><i>Income</i></b>			
Ticket sales	13	21,385	-
Sponsorship and advertising	13	29,624	71,004
Broadcasting rights	13	17,106	-
Commercial	13	8,331	-
Income from UEFA solidarity payments	13	1,882,600	4,656
Funds from the National Football Body, donations	13	6,000	-
Other operating income	14	2,627,507	1,192,509
<b>Total income</b>		<b>4,592,613</b>	<b>1,268,169</b>
<b><i>Expenses</i></b>			
Cost of Sales		(3,910)	(516)
Salary expenses (players)		(492,254)	(228,361)
Salary expenses (other employees)		(623,495)	(132,666)
Expenses for image rights players		(1,103,790)	(297,649)
Depreciation		(47,737)	(10,880)
Amortization of intangible assets (excluding player registrations)		(16,518)	(2,566)
Impairment of property and equipment and intangible assets (excluding player registrations)		-	-
<i>Other operation expenses</i>	15	(2,041,519)	(438,598)
<b>Total operational expenses (excluding player registration)</b>		<b>(4,329,223)</b>	<b>(1,111,236)</b>
<b>Operating income/loss</b>		<b>263,390</b>	<b>156,933</b>
Acquisition and alienation of player registration			
Amortization of intangible assets (player registrations)		(125,412)	(39,455)
Impairment of intangible assets (player registrations)		-	-
Cost of acquiring player registrations (including non-capitalized agent fees and player lease fees)		(70,936)	(20,928)
Income from disposal of player registrations (including lease income)		865	785
<b>Total acquisition and alienation of player registration</b>		<b>(195,483)</b>	<b>(59,598)</b>
Profit/loss on disposal of property and equipment		-	-
Profit/loss on disposal of intangible assets		-	-
<b>Total profit/loss on disposal of non-current assets</b>		<b>-</b>	<b>-</b>
<b>«NOAH FC» NGO and «IMAGINEYEREVAN» LLC STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME</b>		5,564	-

*FOR THE YEAR ENDED DECEMBER 31, 2024*  
*(continued part 2)*

Financial income			
Financial expense		-	-
Foreign currency exchange gain, net / (loss)	17	(24,847)	(2,704)
<b><i>Net financial income/expense</i></b>		<b>(19,283)</b>	<b>(2,704)</b>
Other non-operating incomes		-	40
Other non-operating expenses	16	(23,652)	(73,269)
The result of other non-operating activity		<b>(23,652)</b>	<b>(73,229)</b>
<b><i>Profit/loss before taxes</i></b>		<b>24,972</b>	<b>21,402</b>
Income tax		(6,736)	-
<b><i>Profit/loss for the year</i></b>		<b>18,236</b>	<b>21,402</b>
Other comprehensive income		-	-
Other comprehensive income for the year		-	-
<b><i>Total comprehensive income for the year</i></b>		<b>18,236</b>	<b>21,402</b>

The notes to the combined financial statements form an integral part of the combined financial statements.

**COMBINED STATEMENT OF CHANGES IN NET ASSETS  
FOR THE YEAR ENDED DECEMBER 31, 2024**

In KAMD	Charter capital	Unpaid capital	Accumulated profit	Total
As of January 01, 2023	-	-	(174,784)	(174,784)
Charter capital	10	(10)	-	-
Profit for the year	-	-	21,402	21,402
Other comprehensive income	-	-	21,402	21,402
As of December 31, 2023	10	(10)	(153,382)	(153,382)
Payment of the charter capital	-	10	-	10
Profit for the year	-	-	18,236	18,236
Other comprehensive income	-	-	18,236	18,236
As of December 31, 2024	10	-	(135,146)	(135,136)

The notes to the combined financial statements form an integral part of the combined financial statements.

**COMBINED STATEMENT OF CASH FLOWS  
FOR THE YEAR ENDED DECEMBER 31, 2024**

In KAMD	Year ended December 31, 2024	Year ended December 31, 2023
Cash flows from operating activities		
<b>Result for the year</b>	18,236	21,402
<i>Adjustments for:</i>		
Profit tax	6,736	-
Depreciation	47,737	10,880
Amortization of intangible assets	141,930	42,021
Revenue from grants	-	-
Finance income, net	(5,564)	-
Foreign exchange (gain)/loss	24,847	2,704
<b><i>Operating profit/(loss) before working capital changes</i></b>	<b>233,922</b>	<b>77,007</b>
Change in inventories	(93,136)	(52,577)
Change in other receivables	(123,975)	(116,954)
Change in trade and other payables	249,945	71,404
Other current assets	(990)	-
Cash generated from/(used in) operations	265,766	(21,120)
Income tax paid	-	-
Interest paid	-	-
<b>Net cash from/(used in) operating activities</b>	<b>265,766</b>	<b>(21,120)</b>
Cash flows from investing activities		
Cash from the retirement of player registration	865	785
Payments for player registration	(70,936)	(20,928)
Percentage received	5,564	-
Acquisition of property and equipment, intangible assets, net	(1,210,375)	(551,050)
Acquisition of intangible assets (football players)	(6,000)	(165,369)
Acquisition of intangible assets (except football players)	(13,502)	(13,405)
Advance payments for the acquisition of non-current assets	(76,980)	-
Borrowings provided to third parties	22,224	(22,224)
<b>Net cash used in investing activities</b>	<b>(1,349,140)</b>	<b>(772,191)</b>
<i>Cash flows from financing activities</i>		
Increase in the charter capital	10	-
Receipt of a grant	-	-
Receipt of loans, net	-	-
Receipt of borrowings from related parties, net	1,094,230	931,440
Receipt of borrowings from third parties, net	-	(14,000)
<b>Net cash generated from financing activities</b>	<b>1,094,240</b>	<b>917,440</b>
Net increase in cash and cash equivalents	10,866	124,129
Foreign exchange effect on cash	(36,494)	(2,085)
<b>Cash and cash equivalents at the beginning of the year</b>	<b>125,644</b>	<b>3,600</b>
<b>Cash and cash equivalents at the end of the year</b>	<b>100,016</b>	<b>125,644</b>

The notes to the combined financial statements form an integral part of the combined financial statements

## **1 Nature of operations and general information**

### **1.1 “NOAH” FC NGO**

“NOAH” FC NGO (the “Organization”) is a type of public association of RA citizens, citizens of foreign countries, stateless persons, legal entities, which has the status of a non-profit organization. The Organization was registered in the state register on May 15th, 2017. The registration number of the Organization is: 211.171.958171.

The statutory objectives of the organization are:

- To promote various sports within the Republic of Armenia and beyond its borders, especially in the development and expansion of football,
- Organize the dissemination of various information about football,
- Implementation of football education, training of coaches, athletes and persons interested in football,
- Organize sports competitions and events,
- Fight against the use of stimulants banned by international sports organizations.
- To protect the social interests and rights of athletes, coaches, sports veterans,
- To implement sports and cultural training for children and youth, to establish and manage football teams.

The main activity of the Organization is football activity.

The highest level of governance is the Participants Assembly and the President.

The members of the organization are.

Vardges Vardanyan	-	the President
Vahagn Mkrtchyan	-	member

The average number of employees of the Organization as of 31 December, 2024 is 111 (in 2023: 70).

### **1.2 “IMAGINEYEREVAN” LLC**

“IMAGINEYEREVAN” LLC (the “Company”) was registered in the State Registry of RA on July 12, 2023. The registration number of the Company is 290.110.1329584.

The highest level of governance is the Participants Assembly. Regular and extraordinary General meetings are convened at the initiative of the Executive Director. The General Assembly of participants appoints the Director.

The Company's day-to-day business activities include the development and sale of software solutions used in the gaming industry, licensing and sublicensing, as well as attracting services and property to carry out the above activities.

The average number of employees of the Company as of 31 December, 2024 is 2 (in 2023: 2).

## **2. Basis of preparation**

### **2.1 Statement of compliance**

The combined financial statements have been prepared by combining separate financial statements of «NOAH FC» NGO and «IMAGINEYEREVAN» LLC, which have been prepared in accordance with International Financial Reporting Standards (“IFRS”) and have been audited separately.

The same articles of assets, liabilities, net assets, income and expenses of the separate audited combined financial statements have been convened line by line. In the combined financial statements intragroup transactions and balances, including income and expenses are eliminated fully.

## **2.2 Basis of measurement**

The combined financial statements have been prepared on the historical cost basis.

## **2.3 Functional and presentation currency**

The national currency of Armenia is the Armenian dram (“dram” or “AMD”), which is the Organization’s functional currency, since this currency best reflects the economic substance of the underlying events and transactions of the Organization.

These combined financial statements are presented in Armenian drams, since management believes that this currency is more useful for the users of these combined financial statements. All financial information presented in Armenian drams has been rounded to the nearest thousand.

## **2.4 Use of estimates and judgment**

The preparation of combined financial statements in conformity with IFRS requires management to make critical accounting estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the combined financial statements and the reported amounts of revenues and expenses during the reporting period. Significant areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the combined financial statements are disclosed in the note's to the combined financial statements.

## **2.5 Composition of combined financial statements**

Combined financial statements include`

- a) statement of financial position at the end of the period. Current and non-current assets and liabilities are presented in a separate classification:
- b) one comprehensive income statement for the period. The Organization presents the breakdown (analysis) of costs recognized in profit or loss using a classification based on their nature.
- c) c) statement of changes in equity for the period.
- d) statement of cash flows for the period. Information on cash flows from operating activities is presented using the indirect method. Interest paid is classified as operating, interest and dividends received as cash flows from investing activities. Taxes paid are classified as cash flows from operating activities.
- e) Notes, which consist of a brief description of the significant parts of accounting policies and other explanatory information; The combined financial statements disclose comparable information about all amounts presented in the combined financial statements of the current period for the previous period (previous year: When the Organization changes the presentation or classification of items in its combined financial statements, it reclassifies comparable amounts, except in cases where reclassification is impractical:

## 2.6 New and revised IFRS standards

### Amendments to IFRS 3. Definition of a Business

In October 2018, the IASB issued amendments to the definition of a business in IFRS 3 Business Combinations to help entities determine whether an acquired set of activities and assets is a business or not. They clarify the minimum requirements for a business, remove the assessment of whether market participants are capable of replacing any missing elements, add guidance to help entities assess whether an acquired process is substantive, narrow the definitions of a business and of outputs, and introduce an optional fair value concentration test. Since the amendments apply prospectively to transactions or other events that occur on or after the date of first application, the Organization will not be affected by these amendments on the date of transition.

### Amendments to IAS 1 and IAS 8 Definition of Material

In October 2018, the IASB issued amendments to IAS 1 Presentation of Financial Statements and IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors to align the definition of 'material' across the standards and to clarify certain aspects of the definition. The new definition states that, "Information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general-purpose combined financial statements make on the basis of those combined financial statements, which provide financial information about a specific reporting entity." The amendments to the definition of material is not expected to have a significant impact on the Organization combined financial statements.

### Revised Conceptual Framework for Financial Reporting

The IASB has issued a revised Conceptual Framework which will be used in standard-setting decisions with immediate effect. Key changes include.

- the objective of financial reporting
- the qualitative characteristics of useful financial information
- a description of the reporting entity
- definitions of an asset, a liability, equity, income and expenses
- criteria for recognition assets and liabilities in combined financial statements and guidance on when to derecognize them
- adding guidance on different measurement basis, and
- stating that profit or loss is the primary performance indicator and that, in principle, income and expenses in other comprehensive income should be recycled where this enhances the relevance or faithful representation of the combined financial statements.

## 3. Significant accounting policies

### 3.1 Foreign currency

#### Foreign currency transactions

In preparing the combined financial statements, transactions in currencies other than the functional currency are recorded at the rates of exchange defined by the Central Bank of Armenia prevailing on the dates of the transactions. At each reporting date, monetary items denominated in foreign currencies are retranslated at the rates defined by the Central Bank of Armenia prevailing on the reporting date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historic cost in a foreign currency are not retranslated. The exchange rates published by the Central Bank of Armenia are presented below:

	As of 31 December, 2024	As of 31 December, 2023
RUB	3.71	4.50
US dollar	396.56	404.79
EUR	413.89	447.90

### 3.2 Property and Equipment

Property and Equipment (The PE) are stated at cost less accumulated depreciation and any accumulated impairment losses. Cost comprises purchase price including import duties and non-refundable purchase taxes and other directly attributable costs. When an item of property and equipment comprises major components having different useful lives, they are accounted for as separate items of property, plant and equipment.

The gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in profit or loss.

Depreciation is charged to the statement of comprehensive income on a straight line basis over the estimated useful lives of the individual assets. Depreciation commences when assets are available for use. The estimated useful lives are as follows:

Computer equipment	1 years
Furniture and fixture	1-8 years
Other	1-8 years:

### 3.3 Intangible assets

Intangible assets are recognized with acquisition cost, accumulated depreciation and losses on impairment reduced, They are being depreciated during their useful life applying straight-line method, If there are such indicators that there has been significant change of asset's depreciation rates, useful life or residual value, the depreciation of the asset is revised so that it reflects correctly the new future expectations.

### 3.4 Leases

Organization, as a lessee, at the commencement date, recognises a right-of-use asset and a lease liability except for low-value and short-term leases, with the exceptions provided for in IFRS 16.

#### Initial recognition

At the commencement date, the Organization measures the right-of-use asset at cost which comprises:

- the amount of the initial measurement of the lease liability,
- any lease payments made at or before the commencement date, less any lease incentives received;
- any initial direct costs incurred by the lessee; and
- an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset, restoring the site on which it is located or restoring the underlying asset to the condition required by the terms and conditions of the lease.

At the commencement date, an Organization measures the lease liability at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Organization uses its incremental borrowing rate.

#### Subsequent measurement

After the commencement date, an Organization measures the right-of-use asset at cost:

- Less any accumulated depreciation and any accumulated impairment losses; and
- adjusted for any remeasurement of the lease liability

The basis for the depreciation of the right of use assets is the Organization's depreciation policy. After the commencement date, an Organization measures the lease liability by:

- increasing the carrying amount to reflect interest on the lease liability;
- reducing the carrying amount to reflect the lease payments made, and
- remeasuring the carrying amount to reflect any reassessment or lease modifications.

### **3.5 Inventories**

Inventories are stated at the lower of cost and net realizable value. Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses. The cost of inventories is based on the first-in first-out principle and includes expenditure incurred in acquiring the inventories and bringing them to their existing location and condition.

The net selling price is the presumed price for sale, the expenditure of replenishment (reconstruction) and the expenditure necessary for organization of sales reduced.

The evaluations of the net selling price are based on the credible evidence (due at the moment of evaluation) of the expected amount from inventories sales. While performing these evaluations the liability of prices and costs directly connected to the occurred cases after the reporting period are being taken into consideration insafar as much cases affirm available conditions as at the end of the period.

### **3.6 Grants**

Received grants are not recognized until there is reasonable assurance that the Organization will comply with the conditions attaching to them and the grants will be received.

Received grants whose primary condition is that the Organization should purchase, construct or otherwise acquire non-current assets are recognized as deferred income in the combined statement of financial position and transferred to profit or loss on a systematic and rational basis over the useful lives of the related assets.

Other received grants are recognized as income over the periods necessary to match them with the cost for which they are intended to compensate, on a systematic basis. Received grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the Organization with no future related costs are recognized in profit or loss in the period in which they become receivable.

### **3.7 Reserves**

An organization should recognize a reserve only if

- a) the Organization has an obligation at the reporting date as a result of past events;

it is probable (that is, more likely than not) that the entity will be required to transfer economic benefits to settle; the amount of the obligation can be reliably estimated.

An entity must recognize a provision in the combined statement of financial position as a liability and recognize the amount of the provision as an expense:

The organization should measure the reserve by the best estimate of the amount required to repay the obligation at the reporting date: The best estimate is the amount that the organization will reasonably pay to repay the obligation at the end of the reporting period or transfer it to a third party at that time:

The Organization must pay from the reserve only those expenses for which the reserve was initially recognized:

### **3.8 Income tax**

Current income tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantially enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Current and deferred taxes are recognized in profit or loss, except when the tax relates to a business combination or to an item that is recognized directly in equity.

### **3.9 Revenue**

Gaming day revenue is recognized during the reporting year. Proceeds from each game day must be recognized only when the game match has already taken place. Gaming day revenue received in advance until the end of the reporting year but refers to the next season (for example, season ticket sales), should be recorded as deferred income (income) and be recognized along with the holding of game matches.

#### **Sponsorship and advertising**

Sponsorship and advertising include the general sponsor of the club, other sponsors, stadium outline and display advertisement, like any other type of sponsorship or advertising activity.

#### **Broadcast rights**

The income from broadcasting rights is the funds received from contracts concluded with the media. Distributed based on the representation of the television market, as well as participation fees are recognized in parallel with the conduct of game matches. Prize money from the club's gaming achievements is recognized, when their receipt becomes certain.

#### **Trading revenue**

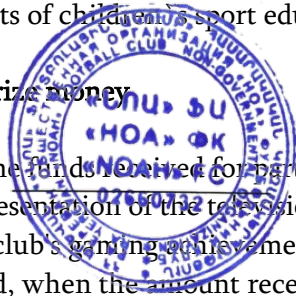
Trading revenue consists of children's sport education.

#### **Solidarity and UEFA prize money**

UEFA prize money is the funds received for participating in UEFA club tournaments. The participation fee, distributed on the basis of the representation of the television market, is recognized in parallel with the conduct of game matches. Prize money from the club's gaming achievements is recognized, when their receipt becomes certain. UEFA solidarity fees must be recognized, when the amount received becomes certain.

#### **Other income**

Other income includes donations, grants, any unusual operating income, as well as other income not classified in the previous five groups.



IFRS 15 Revenue from Contracts with Customers when effective must replace the guidance and interpretations to the following standards IAS 18 Revenue and IAS 11 Construction contracts.

The essential principle of the IFRS 15 Revenue from Contracts with Customers is that the entity must recognize revenue to depict the transfer of goods or services to customers specified in contract in an amount that reflects the consideration to which the entity expects to be entitled or collect in exchange for those goods or services.

The new standard provides a single, principles based five-step model to be applied to all contracts with customers.

The principles in IFRS 15 will be applied using a five-step model:

Step 1. Identify the contract(s) with a customer,

Step 2. Identify the performance obligations in the contract,

Step 3. Determine the transaction price,

Step 4. Allocate the transaction price to the performance obligations in the contract,

Step 5. Recognise revenue when (or as) the entity satisfies a performance obligation.

### **3.10 Employee benefits**

Short-term employee benefits include wages, salaries, short-term compensated absences (such as paid annual leave and paid sick leave), and bonuses.

Employee benefits to employees, including directors and management personnel, compensation provided by the Organization in any form for the services rendered:

Employee benefits are

- a) short-term employee benefits, which are employee compensation (except for exemption benefits), which are fully repaid within twelve months after the end of the period, in which employees provide the appropriate service;
- b) post-employment benefits, which are employee compensation (except for exemption benefits), which are payable after completion of employment;
- c) other long-term employee benefits, which are employee compensation (except for exemption benefits and post-employment benefits), which are not fully repaid within twelve months after the end of the period, in which employees provide the appropriate service;
- d) exemption benefits, which are employee compensation, which are subject to payment as a consequence or - Organization solutions, dismiss employees before the accepted retirement date, or - employee's decision, in case of a reduction in the number of employees, voluntarily resign, in return receiving these benefits:

### **3.11 Financial instruments**

#### *Recognition and derecognition*

Financial assets or financial liabilities are recognized when the Organization becomes a part to the contractual provisions of the financial instrument.

Financial assets are derecognized when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred.

Financial liabilities are derecognized when they are extinguished, discharged, cancelled or expire.

#### *Financial assets classification and initial measurement*

Financial assets are divided into the following categories:

- financial assets at fair value through profit or loss
- available-for-sale financial assets.
- borrowings and receivables.

Financial assets are assigned to the different categories on initial recognition, depending on the characteristics of the instrument and its purpose. A financial instrument's category is relevant for the way it is measured and whether any resulting income and expenses are recognized in profit or loss or in the statement of comprehensive income.

All income and expense relating to financial assets are recognized in the statement of comprehensive income line item "finance costs" or "finance income", respectively, except for impairment of trade receivables, which presented in the line item "other costs".

#### I. Financial assets at fair value through profit or loss

Financial assets measured at fair value through profit or loss include financial assets held for trading or financial assets, which are measured at fair value through profit or loss are classified by the Organization, on initial recognition. All derivative financial instruments fall into this category, except for those designated and effective as hedging instruments, for which the hedge accounting requirements apply.

Any gain or loss arising from derivative financial instruments is based on the change in fair values of financial assets in this category are determined by reference to active market transactions or using a valuation technique where no active market exists.

#### II. Available-for-sale financial assets.

Available-for-sale financial are measured at fair value; gains and losses are directly recognized in other comprehensive income. When the asset was disposed of or was determined to be impaired, the cumulative gain or loss recognized in other comprehensive income was reclassified from the equity reserve to profit or loss. Any impairment loss previously recognized in other comprehensive income are transferred to the statement of comprehensive income. Losses arising from equity instruments and recognized in the statement of comprehensive income are not reversed in the statement of comprehensive income but are recognized in equity. The impairment losses of debt securities, recognized in the previous period's comprehensive income statement, is reversed in the statement of comprehensive income if the subsequent increase is based on the event that occurred in the statement of comprehensive income after the recognition of an impairment loss.

#### III. Trade and other receivables

Current accounts receivable are initially recognized at fair value. Subsequently they are measured at amortized cost less provision for impairment. A provision for impairment of trade receivables is established when there is objective evidence that the Organization will not be able to collect all amounts due according to the original terms of the receivables. Significant financial difficulties of the debtor and default and delinquency in payments are considered indicators that the trade receivable is impaired. The amount of the provision is the difference between the asset's carrying amount and the present value of the estimated future cash flows, discounted at the original effective interest rate.

The balance of the allowance is adjusted by recording a charge or income to the statement of comprehensive income of the reporting period. Any amount written-off with respect to customer account balances is charged against the existing allowance for doubtful accounts. All accounts receivable for which collection is not considered probable are written-off.

#### IV. Cash and Cash equivalents

The Organization cash and cash equivalents comprise cash in hand, bank accounts.

### *Impairment of financial assets*

Financial assets, other than those at fair value through profit or loss, are assessed for indicators of impairment at each reporting date. Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been impacted.

For financial assets carried at amortized cost, the amount of the impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade receivables where the carrying amount is reduced through the use of an allowance account.

With the exception of available-for-sale equity instruments, if, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, the previously recognized impairment loss is reversed through profit or loss to the extent that the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortized cost would have been had the impairment not been recognized.

### *Financial liabilities classification and initial measurement*

The Organizations financial liabilities include borrowings, trade and other payables.

I. Trade and other payables

Trade and other payables are stated at fair value and subsequently stated at amortized cost.

## **3.12 Income Tax**

Current income tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantially enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Current and deferred taxes are recognized in profit or loss, except when the tax relates to a business combination or to an item that is recognized directly in equity.

## **4. Cash and cash equivalents**

In order to compile a combined statement of cash flows, cash and cash equivalents include cash on hand and banks. As indicated in the statement of cash flows, cash and bank balances at the end of the financial year can be compared with the items in the combined statement of financial position as follows:

In KAMD	As of December 31, 2024	As of December 31, 2023
Cash in hand	-	-
Bank accounts	50,083	124,410
Bank accounts ( foreign currency)	49,933	1,234
	100,016	125,644

## 5. Receivables

In KAMD	As of December 31, 2024	As of December 31, 2023
Accounts receivable for UEFA solidarity payments	-	-
Accounts receivable for player transfers	-	-
Accounts receivable for the right to the image of the players	14,083	3,568
Accounts receivable from the group/related parties	-	-
Accounts receivable for the sale of goods	3,051	619
Accounts receivable for services provided	8,288	2,314
Advances issued	192,216	151,095
Other accounts receivables	10,958	3,041
	228,596	160,637

## 6. Inventory

In KAMD	As of December 31, 2024	As of December 31, 2023
Sportswear and accessories	120,339	32,999
Medicines and medical supplies	4,659	3,508
Fuel	1,327	-
Building materials	3,179	-
Other inventories	16,209	16,070
	145,713	52,577

## 7. Property and equipment

In thousand drams	Plot	Buildings	Vehicles	Computer equipment	Furniture and fixture	Other	Fixed assets that are not available for use	Total
<i>Cost</i>								
As of January 1, 2023	-	-	-	5,157	4,417	22,502	-	32,076
Additions	-	393,761	-	-	-	121,746	35,543	551,050
Disposals	-	-	-	-	-	-	-	-
As of December 31, 2023	-	393,761	-	5,157	4,417	144,248	35,543	583,126
Additions	-	24,134	102,495	886	-	131,707	951,153	1,210,375
Disposals	-	-	-	-	-	-	-	-
Reclassification	34,729	(12,446)	-	-	-	-	(22,283)	-
As of December 31, 2024	34,729	405,449	102,495	6,043	4,417	275,955	964,413	1,793,501
<i>Accumulated depreciation</i>								
As of January 1, 2023	-	-	-	5,157	2,806	14,293	-	22,256
Charge for the year	-	1,376	-	-	218	9,286	-	10,880
Disposals	-	-	-	-	-	-	-	-
As of December 31, 2023	-	1,376	-	5,157	3,024	23,579	-	33,136
Charge for the year	-	5,771	5,337	332	218	36,079	-	47,737
Disposals	-	-	-	-	-	-	-	-
As of December 31, 2024	-	7,147	5,337	5,489	3,242	59,658	-	80,873
<i>Carrying amount</i>								
As of December 31, 2023	-	392,385	-	-	1,393	120,669	35,543	549,990
As of December 31, 2024	34,729	398,302	97,158	554	1,175	216,297	964,413	1,712,628

## 8. Intangible assets

In thousand drams	Computer Software/Software	Registration of football players	Other intangible assets	Total
<i>Cost</i>				
As of January 1, 2023	-	-	-	-
Additions	-	165,369	13,405	178,774
Disposals	-	-	-	-
As of December 31, 2023	-	165,369	13,405	178,774
Additions	5,412	6,000	9,430	20,842
Disposals	-	(4,815)	(4,948)	(9,763)
As of December 31, 2024	5,412	166,554	17,887	189,853
<i>Accumulated depreciation</i>				
As of January 1, 2023	-	-	-	-
Charge for the year	-	39,455	2,566	42,021
Disposals	-	-	-	-
As of December 31, 2023	-	39,455	2,566	42,021
Charge for the year	5,412	125,412	11,106	141,930
Disposals	-	(3,475)	(4,948)	(8,423)
As of December 31, 2024	5,412	161,392	8,724	175,528
<i>Carrying amount</i>				
As of December 31, 2023	-	125,914	10,839	136,753
As of December 31, 2024	-	5,162	9,163	14,325

## 9. Current tax assets and liabilities for taxes and mandatory payments

In thousand drams	As of December 31, 2024	As of December 31, 2024	As of December 31, 2023	As of December 31, 2023
	Tax asset	Tax liabilities	Tax asset	Tax liabilities
Account	2,613	-	12,004	-
VAT	87,247	-	9,778	-
Non-resident income tax	-	782	-	484
Income tax on wages	-	60,199	-	26,510
Income tax other	-	2,113	-	1,072
Social contribution	-	2,724	-	1,466
Stamp duty	-	726	-	621
Other taxes and fees	412	20	-	6
	90,272	66,564	21,782	30,159

## 10. Borrowings provided

In thousand drams	Current		Non-current	
	As of December 31, 2024	As of December 31, 2023	As of December 31, 2024	As of December 31, 2023
<i>Unsecured borrowings</i>				
Borrowings to related parties	2,098,621	-	-	-
Borrowing to third parties	-	22,224	-	-
	2,098,621	22,224	-	-

## 11. Received borrowings

In KAMD	Current		Non-current	
	As of December 31, 2024	As of December 31, 2023	As of December 31, 2024	As of December 31, 2023
<i>Unsecured borrowings</i>				
Borrowings from related parties	-	1,004,391	-	-
Borrowings from third parties	-	-	-	-
	-	1,004,391	-	-

## 12. Trade and other payables

In KAMD	As of December 31, 2024	As of December 31, 2023
Accounts payable on purchases	14,402	8,166
Accounts payable for the provision of services	247,914	59,380
Accounts payable on player transfers	24,944	94,676
Accounts payable for the acquisition of other non-current assets	2,232	6,619
Advances received	40	967
Payables from the budget	-	-
Salary debt	-	-
Other	920	737
	290,452	170,545

### 13. Income

In KAMD	Year ended December 31, 2024	Year ended December 31, 2023
Ticket sales	21,385	-
Sponsorship and advertising	29,624	71,004
Broadcast Rights	17,106	-
Commercial	8,331	-
Solidarity and UEFA prize money	1,882,660	4,656
Prize money, support from the FFA	6,000	-
	1,965,106	75,660

### 14. Other operating income

In KAMD	Year ended December 31, 2024	Year ended December 31, 2023
Income from donations from related parties	2,565,000	1,087,778
Income from other donations	-	88,327
Income from loan forgiveness received by a related party	52,500	-
Grant income related to assets	-	-
Consulting service	-	-
Income from compensation for material damage	5,084	-
Rental income	150	350
Other	4,773	16,054
	2,627,507	1,192,509

### 15. Other operating expenses

In KAMD	Year ended December 31, 2024	Year ended December 31, 2023
Consulting expenses	12,859	102,785
Expenses for organizing training camps and games	1,211,174	91,057
Sport equipment	127,580	37,240
Payments to FFA	742	1,082
Entry fee for participation	24,966	6,000
Air tickets and visa expenses	88,776	35,777
Expenses for medical care of football players	86,982	13,627
Field maintenance costs	15,147	4,210
Transportation costs	80,712	22,970
Guard services	39,463	7,299
Appeal costs	514	1,389
Marketing and advertising expenses	21,593	400
Bank expenses	4,121	1,095
Office and utility expenses	24,627	9,009
Travel and representation expenses	5,974	-
Postal and telecommunication expenses	418	200
Non-refundable tax charges	16,528	3,396

Expenses of writing off advance payments	-	-
Lease expenses	157,521	54,752
Expenses for the storage of vacation packages	24,388	8,631
Fines and penalties	56,794	-
Other expenses	40,640	37,679
	2,041,519	438,598

## 16. non-operating expenses, net

In thousand drams	Year ended December 31, 2024	Year ended December 31, 2023
<i>Other income</i>		
Income from foreign currency conversion	-	40
Total	-	40
<i>Other expenses</i>		
Currency conversion costs	16,682	4,051
Expenses on Donated assets	6,970	67,859
Fines	-	1,296
Other	-	63
Total	23,652	73,269

## 17. Other financial items, net

In thousand drams	Year ended December 31, 2024	Year ended December 31, 2023
<i>Foreign exchange effect on:</i>		
Cash and cash equivalents	(36,494)	(2,085)
Trade receivables	13,339	2,694
Trade payables	(1,692)	(5,369)
Loans and borrowings	-	2,056
	(24,847)	(2,704)

## 18 Financial instruments

### 18.1 Accounting policies

details of the significant accounting policies and methods adopted, including the criteria for recognition and the basis on which income and expenses are recognized, in respect of each class of financial asset, financial liability and equity instrument are disclosed in note 3.11.

## 18.2 Categories of financial instruments

The carrying amounts of financial assets and financial liabilities in each category are as follows.

### *Financial assets*

In thousand drams	As of December 31, 2024	As of December 31, 2023
<i>Receivable</i>		
Trade receivable	11,339	2,933
Cash and cash equivalents	125,644	125,644
Borrowings provided	22,224	22,224
	159,207	150,801

### *Financial liabilities*

In thousand drams	As of December 31, 2024	As of December 31, 2023
Financial liabilities measured at amortized cost		
Received borrowings	-	1,004,391
Trade payables	289,492	168,841
	289,492	1,173,232

## 19 Conventions

### 19.1 Business environment

The changes in political and economic environment and the development of the legal, tax and legislative systems in Armenia have continuing nature. The stability and development of the Armenian economy largely depends on these changes. The government has brought a renewed commitment to good governance, including anticorruption efforts, transparency, and accountability.

In March 2020 the World Health Organization has classified the coronavirus (COVID-19), which has exploded in China in December 2019, as pandemic. The coronavirus has already had a significant impact on the global economy and major financial markets.

Continuous measures were introduced by the Government and the Central Bank of the Republic of Armenia to mitigate the impact of the coronavirus on the economy. These measures include, among others, subsidized lending to affected industries and individuals and payment holidays.

The Organization's management considers its current liquidity position to be sufficient for the sustainable functioning. The Organization monitors its liquidity position on regular basis and intends to use appropriate liquidity position instruments, if necessary.

The situation in the Republic of Armenia has intensified as a result of the war unleashed by the Republic of Azerbaijan. Despite the ceasefire agreement, the consequences of the war on Armenia's economy, both in the short and long term, are still uncertain.

The Ukrainian conflict of 2022 spread very quickly, which has a great impact and will still have on the whole world.

The devaluation of the ruble will not have a significant impact on money transfers denominated in rubles. Instead, it will affect the dollar value of these transfers. Naturally, money transfers denominated in US dollars will decrease somewhat. Historically, the Armenian economy has faced similar shocks

several times. Unlike in previous times, currently the Armenian economy is much less dependent on the volume of money transfers, and the weight of the Russian Federation in these money transfers is much less. We believe that a certain reduction in remittances will have a negative impact on the domestic demand of Armenia, but we do not estimate this impact very much.

These events may have a further significant impact on the Organization's future operations and financial stability, the full consequences of which are currently difficult to predict. The future economic and political situation and its impact on the Organization's operations may differ from the management's current expectations.

These combined financial statements do not reflect the potential future impact of the above on the Organization's operations.

### **19.2 Taxes**

The taxation system in Armenia is relatively new and is characterized by frequently changing legislation, which is often subject to interpretation. Often differing interpretations exist among various taxation authorities and jurisdictions. Taxes are subject to review and investigations by tax authorities, which are enabled by law to impose severe fines and penalties.

### **19.3 Insurance**

The Armenian insurance industry is in its development stage and many forms of insurance protection common in other parts of the world are not yet generally available in Armenia. The Organization does not have full coverage for its plant facilities, business interruption, or third party liability in respect of property or environmental damage arising from accidents on the Organization property, or relating to the Organization operations. Until the Organization obtains adequate insurance coverage, there is a risk that the loss or destruction of certain assets or environmental damage could have a materially adverse effect on the Organization's operations and financial position.

### **19.4 Environmental matters**

Management is of the opinion that the Organization has met the Government's requirements concerning environmental matters and, therefore, believes that the Organization does not have any current material environmental liabilities.

However, environmental legislation in Armenia is in process of development and potential changes in the legislation and its interpretation may give rise to material liabilities in the future.

### **19.5 Lawsuit**

As of December 31, 2024, no legal proceedings have been initiated against the organization that could significantly affect the financial statements or pose a threat to the further activities of the organization.

## **20 Events that occurred after the reporting date**

The organization has not entered into any contracts that, depending on the occurrence or non-occurrence of any future event/events, imply future payments.

## **21 Related party transactions**

The ultimate controller of "NOAH FC" NGO and "IMAGINEYEREVAN" LLC is a citizen of Armenia, Vardges Vardanyan.

In case of presented statements, the party related to the Organization's are under common control Companies, director and persons related with them.

Details of transactions with the related parties during the reporting period are presented below.

**1. Transactions with the participant**

In KAMD	The balance as of December 31.2024		2024	The balance as of December 31.2023	
Received grants and donations from the final supervisor	-	(2,565,000)	2,565,000	-	-
Borrowings provided	-	-	-	-	-
Borrowings received	2,098,556	(1,867,500)	2,961,665	1,004,391	
	The balance as of December 31.2023		2023	The balance as of December 31.2022	
Received grants and donations	-	(1,037,778)		1,037,778	
Borrowings provided	-	-	-	-	-
Borrowings received	1,004,391		-	1,004,391	

**2. Transactions with the under common control organizations**

In KAMD	The balance as of December 31.2024		2024	The balance as of December 31.2023	
Receivables	3,500	(13,000)	16,500	-	
Received provision of services	11,500	(6,700)	16,330	1,870	
Advances received	-	(15,830)	6,650	9,180	
Received grants and donations	-	-	-	-	
	The balance as of December 31.2023		2023	The balance as of December 31.2022	
Received provision of services	1,870	-	1,870	-	
Advances received	9,180	-	9,180	-	
Received grants and donations	-	-	-	-	

### 3. Transactions with management

In KAMD	The balance as of December 31.2024	2024	The balance as of December 31.2023
Salary	-	(22,050)	22,050
			-
	The balance as of December 31.2023	2023	The balance as of December 31.2022
Salary	-	(14,728)	14,728
			-