

ORION

Orion Finance plc

14, M. Borg Gauci, Handaq, Qormi QRM 4000, Malta
Company Registration Number C80722
(the “Company”)

Company Announcement

The following is a company announcement issued by Orion Finance p.l.c. (the “Company”) pursuant to Rule 4.11.12 of the Prospects MTF Rules.

Quote

Approval and Publication of Interim Financial Statements

The Company hereby announces that during the meeting of its Board of Directors held on Wednesday, 24th August 2022, the Company’s interim financial statements for the six-month financial period ended 30th June 2022 were approved.

Copies of the aforesaid interim financial statements are attached to this announcement and are also available for viewing and download on the following link on the Company’s website:
<https://www.orion.com.mt/financial-reports>.

The Board of Directors resolved not to declare an interim dividend.

Unquote



Christos Barmperis
Company Secretary
25 August 2022

Orion Finance p.l.c.

Condensed Interim Financial Statements (unaudited) for the period 1 January 2022 to 30 June 2022

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Orion Finance p.l.c.

**Directors' Report pursuant to Prospects MTF Rule 4.11.12
for the period 1 January 2022 to 30 June 2022**

This Half-Yearly Report is being published in terms of Chapter 4 of the Prospects MTF Rules of the Malta Stock Exchange and the Prevention of Financial Markets Abuse Act, 2005. The Half-Yearly Report comprises the unaudited condensed interim financial statements for the six months ended 30 June 2022 prepared in accordance with IAS 34, 'Interim Financial Reporting'. In accordance with the terms of Prospects MTF Rules 4.11.12 this interim report has not been audited or reviewed by the Company's independent auditors.

Principal Activities

The principal activity of Orion Finance p.l.c. (the Company) is to carry on the business of a finance company, principally by advancing capital raised to its parent company, Orion Retail Investments Limited, when and as required.

Performance Review

During the period under review, the Company generated finance income amounting to €163,128 from a loan advanced to its parent company, while accrued interest on the Bonds issued by the Company amounted to €106,758 for the six-month period. The Company's profit before tax amounted to €12,455.

Position Review

The Company's asset base as of 30 June 2022 amounted to €4,653,900.

Non-current assets relate to a loan receivable from the parent company amounting to €4,350,000.

The Company's main liabilities are made up of €4,450,000 4.75% Unsecured Bonds 2027. In January and February, the Company purchased €250,000 of its Bonds, which were financed through a portion of the sinking fund money, in line with the Treasury Management Policy dated 24 July 2019.

The Bond holders were paid their annual interest instalment on the 18 June 2022.

Dividend

No interim dividends are being proposed.

Approved by the Board of Directors on 24 August 2022 and signed on its behalf by:



Joseph Camilleri
Director



Michael Borg Costanzi
Director

Registered Address:

14, Manuel Borg Gauci Street,
Qormi, QRM 4000
Malta

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Directors' Statement

We confirm that, to the best of our knowledge, the condensed Interim Financial Statements, which have been prepared in accordance with IAS 34 Interim Financial Reporting give a true and fair view of the assets, liabilities, financial position and profit of Orion Finance p.l.c. as at 30 June 2022 and the interim Directors' report comprises a fair review of the information required in terms of Prospects MTF Rule 4.11.12.



Joseph Camilleri
Director

24 August 2022



Michael Borg Costanzi
Director

24 August 2022


	Six months to 30th June 2022(unaudited)	Six months to 30th June 2021(unaudited)
	€	€
Finance Income (Note 2)	163,128	172,500
Finance cost (Note 3)	<u>(110,856)</u>	<u>(116,600)</u>
Net interest income	52,272	55,900
Administrative expenses	<u>(39,817)</u>	<u>(39,373)</u>
Profit before Income Tax	12,455	16,527
Income taxation	(5,796)	(7,219)
Profit for the period	<u>6,659</u>	<u>9,308</u>
Total Comprehensive income for the period	<u>6,659</u>	<u>9,308</u>

Orion Finance p.l.c.
Condensed Interim Statement of Financial Position
as at 30 June 2022

	As at 30 June 2022 (unaudited) €	As at 31 December 2021 (audited) €
ASSETS		
Non-Current Assets		
Loan Receivable (Note 4)	4,050,000	4,050,000
Sinking Fund	-	250,000
	<u>4,050,000</u>	<u>4,300,000</u>
Current Assets		
Trade and other receivables	13,560	7,668
Loan Receivable (Note 4)	300,000	300,000
Cash and cash equivalents	290,340	368,821
	<u>603,900</u>	<u>676,489</u>
TOTAL ASSETS	<u><u>4,653,900</u></u>	<u><u>4,976,489</u></u>
EQUITY AND LIABILITIES		
Capital and Reserves		
Called up issued share capital	50,000	50,000
Retained earnings	128,626	121,963
	<u>178,626</u>	<u>171,963</u>
Non-Current Liabilities		
Borrowings (Note 5)	4,409,004	4,654,905
Current Liabilities		
Trade and other payables	44,934	134,081
Current tax liability	21,336	15,540
	<u>66,270</u>	<u>149,621</u>
TOTAL EQUITY AND LIABILITIES	<u><u>4,653,900</u></u>	<u><u>4,976,489</u></u>

The notes on pages 7 to 8 form part of these financial statements

The financial statements on pages 3 to 8 were authorised for issue by the Board of Directors on 24 August 2022 and signed on its behalf by:



Joseph Camilleri
Director



Michael Borg Costanzi
Director

Orion Finance p.l.c.

Condensed Interim Statement of changes in equity
For the period 1 January 2022 to 30 June 2022 (unaudited)

	Share Capital	Retained Earnings	Total Equity
1 st January 2021	50,000	103,738	153,738
Profit for the period	-	9,308	9,308
30th June 2021	50,000	113,046	163,046
1st January 2022	50,000	121,963	171,963
Profit for the interim period	-	6,667	6,667
30th June 2022	50,000	128,630	178,630

The notes on pages 7 to 8 form part of these financial statements

Orion Finance p.l.c.

Condensed Interim Statement of cash flows
For the period 1 January 2022 to 30 June 2022

	1 January 2022 to 30 June 2022 (unaudited) €	1 January 2021 to 30 June 2021 (unaudited) €
Operating Activities		
Profit for the period before taxation	12,463	16,527
<i>Adjustment for:</i>		
Amortisation on Bond issue costs	4,098	4,098
Finance Income	(163,128)	(172,500)
Finance Costs	106,758	112,502
	<u>(39,809)</u>	<u>(39,373)</u>
<i>Working Capital Changes:</i>		
Movement in trade and other receivables	(4,128)	(9,440)
Movement in trade and other payables	10,415	6,241
	<u>(33,522)</u>	<u>(42,572)</u>
Cash generated from operations	(33,522)	(42,572)
Interest received	163,128	172,500
Interest paid on bonds issued	(208,088)	(218,176)
	<u>(78,482)</u>	<u>(88,248)</u>
Net Cash Used In Operating Activities	<u>(78,482)</u>	<u>(88,248)</u>
Financing Activities		
Transfer of sinking fund to cash	250,000	200,000
Buy back of own bonds	(250,000)	(200,000)
Advances from/(to) ultimate parent company	-	64
	<u>-</u>	<u>64</u>
Net Cash Generated From/ (Used In) Financing Activities	<u>-</u>	<u>64</u>
Movement in Cash and Cash Equivalents	<u>(78,482)</u>	<u>(88,184)</u>
Cash and cash equivalents at beginning of period	<u>368,822</u>	<u>351,538</u>
Cash and Cash Equivalents at End of Period	<u>290,340</u>	<u>263,354</u>

1. Basis of preparation**1.1 Statement of compliance**

The interim condensed financial information for the six month period ended 30 June 2022 has been prepared in accordance with IAS 34 "Interim Financial Reporting".

The interim condensed financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Company's annual financial statement as at 31 December 2021, which have been prepared in accordance with International Financial Reporting Standards as adopted by the EU.

1.2 Basis of measurement

The financial statements are prepared on the historical cost basis

	30 June 2022 (unaudited)	30 June 2021 (unaudited)
	€	€
2. Finance Income		
Interest receivable on loan due from parent company	163,128	172,500
	163,128	172,500
	30 June 2022 (unaudited)	30 June 2021 (unaudited)
	€	€
3. Finance costs		
Interest payable on bonds	106,758	112,502
Amortisation of bond issue costs	4,098	4,098
	110,856	116,600
	30 June 2022 (unaudited)	31 December 2021(audited)
	€	€
4. Loan Receivable		
Loan receivable from parent company – non-current	4,050,000	4,050,000
Loan receivable from parent company – current	300,000	300,000
	4,350,000	4,350,000

Orion Finance p.l.c.
Notes to the Interim Financial Statements
For the period ended 30 June 2022

5. Borrowings	30 June 2022 (unaudited) €	31 December 2021 (audited) €
4.75% Unsecured Bonds 2027	<u>4,409,004</u>	<u>4,654,905</u>
Bond outstanding at face value	<u>4,700,000</u>	<u>4,900,000</u>
Gross amount of bond issue costs	(81,991)	(81,991)
Amortisation of gross amount of Bond issue costs		
Amortised bond issue costs brought forward	36,896	28,697
Amortisation charge for the period/year	<u>4,099</u>	<u>8,199</u>
Unamortised Bond issue costs	(40,996)	(45,095)
Redemption of bonds	<u>(250,000)</u>	<u>(200,000)</u>
Amortised cost and closing carrying amount	<u>4,409,004</u>	<u>4,654,905</u>

The Company purchased €100,000 of its Bonds in April 2020, €200,000 of in January and February 2021, and a further €250,000 in March 2022, which were all financed through a portion of the sinking fund money, in line with the Treasury Management Policy dated 24 July 2019.

