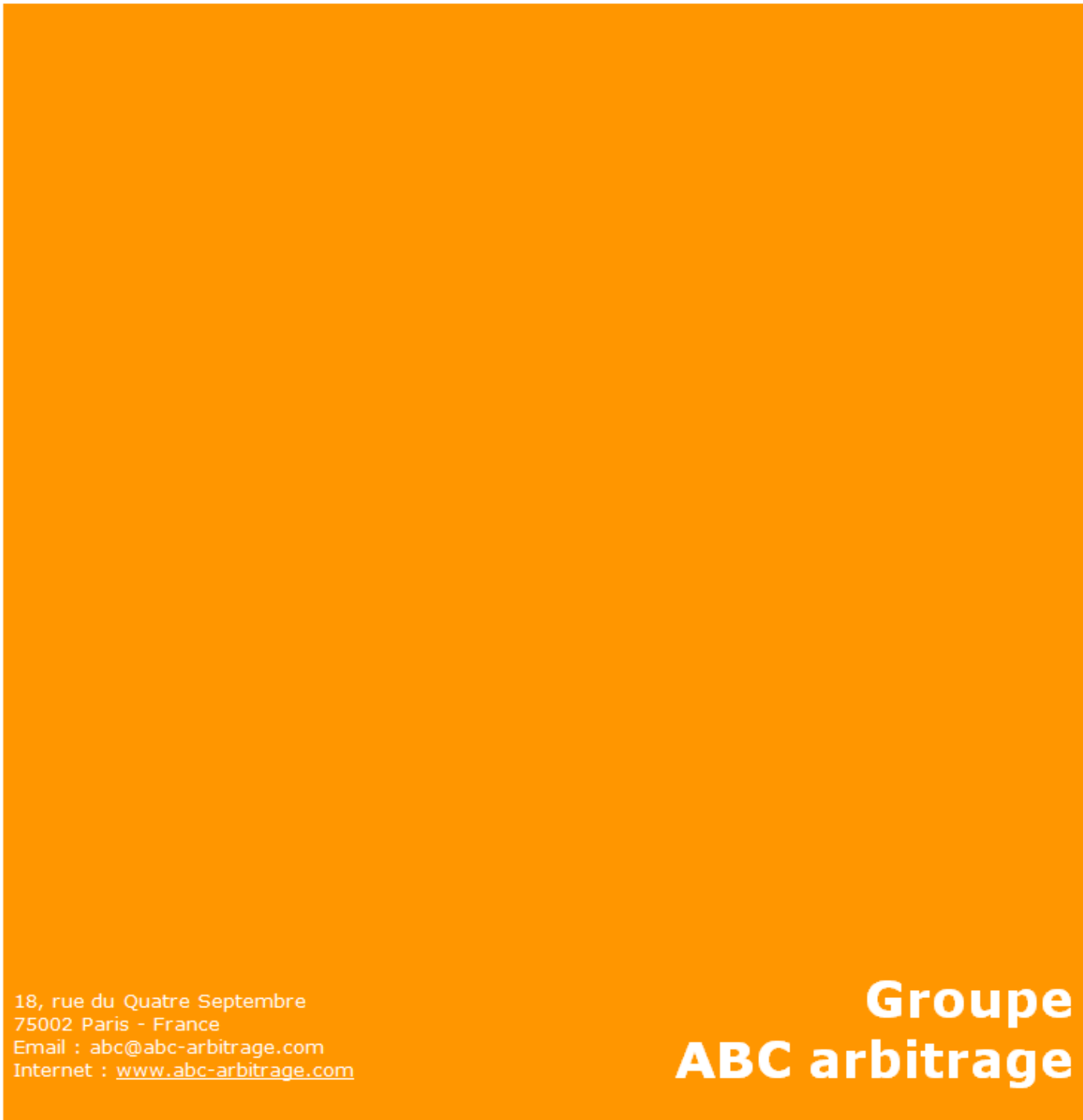








# ANNUAL FINANCIAL REPORT Year 2023



18, rue du Quatre Septembre  
75002 Paris - France  
Email : [abc@abc-arbitrage.com](mailto:abc@abc-arbitrage.com)  
Internet : [www.abc-arbitrage.com](http://www.abc-arbitrage.com)

**Groupe**  
**ABC arbitrage**

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**Disclaimer :**

At 26 March 2024, the audit procedures carried out by the auditors are in progress.

## Balance sheet - assets

<i>In EUR thousand</i>	Note	Dec. 31, 2023 IFRS	Dec. 31, 2022 IFRS
Intangible assets	3.1	204	118
Right-of-use assets	3.1	4,079	4,771
Property and equipment	3.1	1,349	1,236
Non-current financial assets	3.2	376	669
Deferred tax assets		109	79
<b>Total non-current assets</b>		<b>6,118</b>	<b>6,873</b>
Financial assets at fair value through profit or loss	3.3/3.4	147,733	154,175
Other accounts receivable	3.5	9,043	12,051
Current tax assets		-	-
Cash and cash equivalents		9,217	14,226
<b>Total current assets</b>		<b>165,993</b>	<b>180,453</b>
<b>Total Assets</b>		<b>172,110</b>	<b>187,326</b>

## Balance sheet - liabilities

<i>In EUR thousand</i>	Note	Dec. 31, 2023 IFRS	Dec. 31, 2022 IFRS
Paid-up share capital		954	954
Additional paid-in capital		41,441	41,441
Retained earnings		108,431	101,941
Interim dividend		(11,898)	(11,831)
Net income		16,481	29,150
<b>Total equity attributable to equity holders</b>	3.6	<b>155,409</b>	<b>161,655</b>
Provisions	3.7	-	-
Lease liability > 1 Y	3.8	3,555	4,400
<b>Non-current liabilities</b>		<b>3,555</b>	<b>4,400</b>
Financial liabilities at fair value through profit or loss	3.3/3.4	1	1
Other liabilities Lease liability < 1 Y	3.8	1,286	1,301
Other liabilities	3.5	6,427	14,574
Taxes payable		5,433	5,394
<b>Non-current liabilities</b>		<b>13,146</b>	<b>21,271</b>
<b>Total Equity and Liabilities</b>		<b>172,110</b>	<b>187,326</b>

## Statement of income

<i>In EUR thousand</i>	Note	31/12/2023 IFRS	31/12/2022 IFRS
Net gain/loss on financial instruments at fair value through P&L	4.1	20,603	33,711
Investments service fees	4.2	18,313	27,438
Other revenues	4.3	898	288
Administrative expenses	4.4	(7,466)	(7,501)
Taxes and duties		(635)	(1,571)
Payroll costs	4.5	(13,324)	(21,518)
Depreciation and amortisation expense		(1,918)	(1,691)
<b>Operating Income</b>		<b>16,471</b>	<b>29,156</b>
Provision expense	4.6	-	-
Interest expense		(66)	(65)
<b>Income Before Tax</b>		<b>16,404</b>	<b>29,091</b>
Current taxes	4.7	-	(0)
Deferred taxes		77	60
<b>Net Income</b>		<b>16,481</b>	<b>29,150</b>
Attributable to equity holders		16,481	29,150
Attributable to minority interests		-	-
<i>Number of ordinary shares</i>		59,608,879	59,608,879
<i>Average number of ordinary shares on the market (weighted average)</i>		59,385,361	59,137,038
<i>Diluted earnings per ordinary share in EUR</i>		59,498,554	59,774,563
<i>Earnings per ordinary share in EUR</i>		0.28	0.49
<i>Diluted earnings per ordinary share in EUR</i>		0.28	0.49

## Statement of comprehensive income

<i>In EUR thousand</i>	Note	31/12/2023 IFRS	31/12/2022 IFRS
<b>Net income</b>		<b>16,481</b>	<b>29,150</b>
Change in foreign exchange		-	-
Income tax		-	-
<b>Total other comprehensive income</b>		<b>-</b>	<b>-</b>
<b>Net Income and Other Comprehensive Income</b>		<b>16,481</b>	<b>29,150</b>
Attributable to equity holders		16,481	29,150
Attributable to minority interests		-	-

<i>In EUR thousand</i>	Paid-up share capital	Equity instruments and related reserves	Elimination of treasury shares	Retained earnings and net income	Total equity attributable to equity holders	Total equity
<b>At December 31, 2021</b>	<b>949</b>	<b>39,752</b>	<b>(563)</b>	<b>119,887</b>	<b>160,024</b>	<b>160,024</b>
Issue of shares	4	1,689	-	-	1,694	1,694
Elimination of treasury shares	-	-	(2,563)	-	(2,563)	(2,563)
Appropriation of 2021 net income	-	-	-	(11,851)	(11,851)	(11,851)
2021 interim dividend	-	-	-	(11,831)	(11,831)	(11,831)
Share-based payments	-	-	-	(2,968)	(2,968)	(2,968)
Net income for the year 2022	-	-	-	29,150	29,150	29,150
<b>At December 31, 2022</b>	<b>954</b>	<b>41,441</b>	<b>(3,126)</b>	<b>122,387</b>	<b>161,655</b>	<b>161,655</b>
Issue of shares	-	-	-	-	-	-
Elimination of treasury shares	-	-	2,338	-	2,338	2,338
Appropriation of 2022 net income	-	-	-	(12,470)	(12,470)	(12,470)
2023 interim dividend	-	-	-	(11,898)	(11,898)	(11,898)
Share-based payments	-	-	-	(697)	(697)	(697)
Net income for 1st semester 2023	-	-	-	16,481	16,481	16,481
<b>At December 31, 2023</b>	<b>954</b>	<b>41,441</b>	<b>(788)</b>	<b>113,803</b>	<b>155,409</b>	<b>155,409</b>



<i>In EUR thousand</i>	Dec. 31, 2023 IFRS	Dec. 31, 2022 IFRS
Net income	16,481	29,150
Net allocations to provisions	-	-
Net allocations to depreciation and amortisation	797	673
Depreciation and amortisation expense - IFRS 16	1,188	1,083
Change in deferred taxes	(76)	(60)
Share-based payments - IFRS 2	250	204
<b>Net cash provided by operations before changes in working capital</b>	<b>18,639</b>	<b>31,051</b>
<b>Changes in working capital</b>	<b>1,342</b>	<b>(6,648)</b>
<b>Net cash provided by operating activities</b>	<b>19,981</b>	<b>24,403</b>
<b>Net cash used by investing activities</b>	<b>(2,060)</b>	<b>(956)</b>
Net cash provided by capital transactions	-	1,694
Dividends paid	(24,368)	(23,682)
Incoming share-based payments	3,157	5,710
Share-based payments expenses	(1,719)	(11,196)
<b>Net cash used by financing activities</b>	<b>(22,930)</b>	<b>(27,473)</b>
<b>Net change in cash and cash equivalents</b>	<b>(5,010)</b>	<b>(4,026)</b>
<i>Cash and cash equivalents, beginning of period</i>	<i>14,226</i>	<i>18,252</i>
<i>Cash and cash equivalents, end of period</i>	<i>9,217</i>	<i>14,226</i>

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# 1. Accounting principles and policies

The Group's fiscal year runs from January 1 to December 31, 2023. The consolidated financial statements are presented in euros.

The financial statements were adopted on March 21, 2024 by the Board of Directors and audited by the Group's two Statutory Auditors, BM&A Partners and Deloitte & Associés.

The ABC arbitrage group's (hereafter the "Group") consolidated financial statements have been prepared in accordance with the International

Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) as adopted by the European Union as of December 31, 2023.

The standards and interpretations mandatorily applicable from 1 January 2023 have no material impact on the consolidated financial statements of the Group at 31 December 2023.

## **New IFRS accounting standards amended and in force for the current financial year :**

For the current financial year, the Group has applied a number of amendments to IFRS accounting standards published by the International Accounting Standards Board (IASB).

The adoption of new standards and interpretations adopted by the International Accounting Standards Board (IASB), which will be mandatory from 1 January 2023, did not have a material impact on disclosures or on the amounts presented in these financial statements.

The following is a list of the IFRS accounting standards amended and in force for the period concerned:

- Amendments to *IAS 1-Concerning the definition of materiality of information*: from now on, the communication of information required by the accounting standards in force must comply with the definition of "material" and no longer "significant". The definition of materiality is described as being capable of influencing the decisions of readers of these Financial Statements;
- Amendments to *IAS 8-Changes in accounting estimates*: definition of accounting estimates has been added, described as "amounts in the Financial Statements subject to uncertainty", among with precisions helping to distinguish between changes in accounting methods and changes in accounting estimates;
- Amendments to *IAS 12-Deferred tax relating to assets and liabilities arising from the same transaction*: an entity does not apply the initial recognition of the exemption for transactions that do not qualify for the exemption;
- Amendments to *IAS 12-International Tax Reform - Model Pillar 2 rules*.

## **New IFRS accounting standards amended and issued but not yet effective :**

At the date of authorisation of these financial statements, the Group has not applied the following new amended IFRS accounting standards, which have been published but are not yet effective:

- Amendments to *IAS 1-Classification of liabilities as current or non-current*;
- Amendments to *IAS 7 and IFRS 7-Financing Arrangements with Suppliers*;
- Amendments to *IFRS 16-Lease Liabilities under Sale and Leaseback Transactions*.
- The Group and its activities do not appear to be affected by these amendments and therefore no significant impact is expected when they come into force.

The Group and its activities do not appear to be affected by these amendments and therefore no significant impact is expected when they come into force.

The financial statements are presented in euros, which is the functional currency of the Group's companies.

The preparation of the financial statements may require the Group to make estimates and assumptions that affect the reported amounts of assets and liabilities, income and expenses. The estimates and underlying assumptions are based on past experience and other factors considered reasonable in the circumstances. They serve as a basis for exercising judgment in determining the carrying amounts of assets and liabilities that cannot be obtained directly from other sources.

In preparing the consolidated financial statements, ABC arbitrage has considered the impact of climate change, particularly in the context of the information required in the "Non-financial information provided voluntarily" section of the Annual Financial Report. This consideration has had no material impact on the judgements and estimates made by the Group.

The definitive amounts that will be stated in the Group's future financial statements may be different from the amounts currently estimated. These estimates and assumptions are reviewed on a continuous basis.



As the group's activities are not seasonal or cyclical, the results for the year are therefore not influenced by it. The parameters encountered on the markets, which are exogenous, are by their very nature random. They are presented in the management report to put the results for each financial year into context.

The Group takes an industrial approach to its business, focusing on the exclusive design of arbitrage strategies that take advantage of market imbalances in order to help eliminate them and thereby make the market both liquid and efficient. Its main aim is to deliver annual returns within a well-defined risk framework and to invest in the resources needed for sustainable growth.

### **Highlight reminder :**

For the record, 2022 was marked by the outbreak of war in Ukraine. The group had quickly cleared any residual exposures with any Russian counterparty. As these situations were managed in a timely manner, the risks associated with them did not materialise in 2023.

Market parameters in 2023 were significantly lower than their historical averages.

Therefore, the group had to face a number of unusual obstacles, such as the simultaneous low volatility and mergers and acquisitions sector in relatively low levels. This explains the reduced performance recorded during the year.

## **1.1. Assets**

### **1.1.1. Intangible assets and property and equipment**

Intangible assets and property and equipment are carried on the balance sheet at cost. They are calculated on a straight-line basis over their expected useful lives.

The amortisation and depreciation periods generally applied by the Group are as follows:

- Intangible assets: 1 to 5 years
- Information systems equipment: 3 to 5 years
- Fixtures and fittings: 5 to 10 years

Amortisation and depreciation charges are recognised in the income statement under "*Depreciation and amortisation expense*".

### **1.1.2. Right of use - IFRS 16**

IFRS 16, relating to leases, requires the lessee to recognize in its balance sheet :

- an asset representing the right to use the leased property and
- a liability representing the lease payment obligation.

Therefore, an asset depreciation expense must be presented separately from the interest expense on the debt in the income statement.

Leases with a term of less than one year and service contracts are not restated.

## **1.2. Fair value of financial instruments**

The Group's trading exposures ("Trading Exposures") include equities or equity derivatives (such as warrants and convertible bonds), dematerialized digital assets, derivative products such as futures, options and foreign exchange; and collective investment undertakings, the vast majority of which are traded on active markets, which may or may not be regulated. An ensemble of related Trading Exposures constitutes a quantitative model ("Quantitative Model").

A Quantitative Model is designed to take advantage of an unjustified price differential between two financial instruments. The Group qualifies as "unjustified" only those differentials that can be objectively measured by a mathematical or statistical process, without a guarantee of long-term convergence.

Trading Exposures in Financial Instruments may be held in custody, as a creditor or a debtor to a counterparty or in synthetic format (contracts for differences, swaps).

Trading Exposures in Financial Instruments are held solely for trading purposes. They are classified as held-for-trading and are recognised in the accounts at "*fair value through profit or loss*".

The fair value hierarchy is comprised of the following levels:

- quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1);
- inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices) (Level 2);

- inputs for the asset or liability that are not based on observable market data (unobservable inputs) (Level 3).

Financial assets and liabilities at fair value through profit or loss are initially recognised and measured at their fair value and are remeasured at fair value in subsequent periods. To measure its financial instrument portfolio, an entity must use the same assumptions that market participants would use to price an asset or liability, assuming they are acting in their own economic best interest. Fair value is defined as the price at which an asset could be exchanged, or a liability settled, between knowledgeable willing parties in an arm's length transaction on the main market (or if there is no main market, on the most advantageous market) on the valuation date (i.e. an exit price), whether that price is directly observable or estimated using valuation techniques. Furthermore, IFRS 13 states that fair value must include all the risk assumptions that market participants would use.

As part of the application of IFRS 13 and in light of real business conditions for trading financial instruments, the exit price used to measure the financial instrument portfolio is the mid-price between bid and ask, quoted at the time when the financial instruments in the arbitrage transaction were last quoted simultaneously or with the smallest possible interval. If there is no active market for the instrument, fair value is determined using valuation techniques.

A financial instrument is regarded as quoted in an active market if quoted prices are readily and regularly available from an exchange, dealer, broker, industry Group, pricing service or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis.

In accordance with IAS 32, cash and securities receivable and deliverable are netted off when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis, or to realize the asset and settle the liability simultaneously. The netting off of such balance sheet items results in a fairer presentation of the Company's financial position. It has no impact on the statement of comprehensive income.

The financial assets and liabilities held for trading purposes are recognised on the balance sheet at fair value under *"Financial assets or liabilities at fair value through profit or loss"*. Changes in fair value are recorded in the statement of income for the period as *"Net gains or losses on financial instruments at fair value through profit or loss"*.

The Group derecognises a financial asset or liability when the contractual rights to the cash flows from the financial asset or liability expire, or it transfers the rights to the contractual cash flows of the financial asset or liability in a transaction in which substantially all the risks and rewards of ownership of the financial asset or liability are transferred.

### **1.3. Portfolio revenue**

Equity revenue is accounted for when realised. Tax credits linked to equity revenue are included in *"Portfolio revenue"*.

### **1.4. Dividend income**

Dividend income is recognised on the ex-dividend date.

### **1.5. Share-based payment**

ABC arbitrage has granted stock options and performance shares to employees. On exercise of stock options, ABC arbitrage issues new shares or sells to employees shares previously acquired by the Group.

IFRS 2 "Share-Based Payment" requires that an expense be recognised equal to the fair value of the services rendered by the employees in return for the equity instruments granted to them.

### **1.6. Provisions**

A provision is recognised when the Group has a legal or constructive obligation as a result of a past event, provided that it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

When the risk occurs or the expense is incurred, the provision release does not qualify as income as it does not result in a net increase in equity. It is therefore recognised as a reduction of the expense concerned. If the actual expense is lower than the provision and the balance of the provision is no longer required, the surplus then qualifies as income and is booked under the same line item as the original provision charge.

### **1.7. Corporate income tax**

Corporate income tax includes current taxes and adjustments to deferred taxes. Deferred taxes are calculated on all timing differences between the recognition of income and expenses for financial reporting and tax purposes and on

consolidation adjustments. Deferred tax assets and liabilities are calculated using the liability method, at the tax rates that are expected to apply when the timing differences reverse. They are not discounted.

The probability of deferred tax assets being recovered is reviewed regularly and may, where necessary, give rise to the derecognition of previously recognised deferred tax assets.

## 1.8. Income from management and performance fees

In accordance with IFRS 15, which sets out the terms and conditions for recognising revenue from a contractual relationship, we have :

- Intra-group invoicing of management fees due by *Quartys Limited* in respect of portfolio managers for the right to use and implement strategies.

Then, management fee income from investment fund management and others mandates for which fees are invoiced and can be broken down as follows:

- Management fees monthly calculated based on assets under management, then invoiced and recognised quarterly;
- Performance fees monthly calculated on the performance surplus recorded above the historical maximum, then invoiced and recognised annually, or in the event of exits.

## 1.9. Financial statement presentation

### 1.9.1. Consolidation principles

The amendment to IFRS 10 “Consolidated financial statements”, approved by Regulation (EU) no. 1174/2013 of November 20, 2013 and published in the EU Official Journal on November 21, 2013, gives a definition of what constitutes an “investment entity” and introduces an exception to the consolidation requirements for subsidiaries of entities meeting that definition. Such investments are required to be measured at fair value through profit or loss.

A parent company shall determine whether it is an investment entity. An investment entity is an entity that: (a) obtains funds from one or more investors for the purpose of providing those investor(s) with investment management services; (b) ABC arbitrage 2022 Annual Financial Report - Page 48 of 82 commits to its investor(s) that its business purpose is to invest funds solely for returns from capital appreciation, investment income, or both; and (c) measures and evaluates the performance of substantially all of its investments on a fair value basis.

Amendments to IFRS 10 and IAS 28, approved by Regulation (EU) no. 2016/1703 of September 22, 2016, stipulate that only subsidiaries that conduct business related to that of an investment entity parent and that are not investment entities themselves have to be fully consolidated. Accordingly, investment entity subsidiaries must be measured at fair value.

Under the standards, ABC arbitrage is considered as an investment entity, meaning that its investments:

1. in Quartys and ABCA Funds Ireland are presented as financial assets at fair value through profit or loss, since both entities are considered as *investment entities* due to the nature of their business;
2. in ABC arbitrage Asset Management and ABC arbitrage Asset Management Asia, the Group's asset management companies, remain fully consolidated because both companies provide services related to the Group's asset management business without actually qualifying as an “*investment entity*”.

### 1.9.2. Earnings per share

Diluted earnings per share is equal to net income for the year divided by the number of shares outstanding at December 31, 2023 plus the impact of all potentially estimated dilutive instruments.

## 1.10. Alternative performance indicators

The group follows the alternative performance indicators, defined below, which are not directly defined by the IFRS standards. These indicators provide additional information that is relevant for shareholders in their analysis of the contribution of the group's two main areas of expertise (“investment entities” and asset management companies) to the Group's results, performance and financial position of the Group, as well as prospective revenue potential.

These indicators are used for internal performance analysis as well. Not being defined by IFRS standards, they are therefore not directly comparable with similarly named indicators from other companies. Furthermore, they are not intended to replace or be presented with greater prominence than the IFRS indicators as presented in the financial statements.

**Return on Equity (ROE) ou Rendement Net :** It is used to calculate the financial return on equity. The net return is obtained according to the following calculation: (net income / closing equity) x 100.

**Gross Return** : : It calculates the level of profitability of invested sums and capital. The gross return is obtained according to the following calculation: (income from current activity / closing equity) x 100.

Gross return and ROE are key indicators representative of the profitability of the investment activity monitored by the Group.

The group's **clients outstandings**: also called assets under management correspond to the value of all the financial assets managed by the Group's management companies. It corresponds to the maximum amount of capital that can be mobilised to finance positions held by clients. This indicator, not directly linked to the financial statements, is a forward-looking indicator of the management fees to be received by the Group.

## 2. Consolidation principles

ABC arbitrage, ABC arbitrage Asset Management and ABC arbitrage Asset Management Asia are fully consolidated.

Company	Country	% interest at 31.12.2023	% interest at 31.12.2022	Consolidation method
ABC arbitrage	France	Parent company	Parent company	Fully consolidated
ABC arbitrage Asset Management	France	100.0%	100.0%	
ABC arbitrage Asset Management Asia	Singapore	100.0%	100.0%	

ABC arbitrage Asset Management and ABC arbitrage Asset Management Asia are the Group's asset management companies.

In light of the exception to consolidation introduced by IFRS 10 "Consolidated financial statements" (see note 1.8.1), ABC arbitrage's interest in ABCA Funds Ireland and Quartys Limited is presented under financial assets at fair value through profit or loss.

The percentage interests are as follows:

Company	Country	% interest at 31.12.2023	% interest at 31.12.2022	Consolidation method
Quartys Limited	Irlande	100.0%	100.0%	Fair value based on net asset value
ABCA Opportunities Fund	Irlande	68.9%	64.9%	
ABCA Reversion Fund	Irlande	26.3%	19.1%	

Quartys Limited trades in financial instruments.

ABCA Funds Ireland plc was incorporated in Ireland in 2011 and established as an umbrella fund with segregated liability between sub-funds:

- At 31 December 2023, ABCA Opportunities Fund had 61 million of funds under management.
- At 31 December 2023, ABCA Reversion Fund had 116 million of funds under management.

ABCA Funds Ireland had total assets of €177 million at 31 décembre 2023.

## 3. Notes to the balance sheet

### 3.1. Intangible assets and property and equipment

*Gross value*

In EUR thousand	Gross value Dec. 31,2022	Acquisitions	Retirements/ disposals	Gross value Dec. 31,2023
Concessions and similar rights	573	295	(330)	538
Equipment, fixtures and fittings	1,422	46	-	1,467
Office and computer equipment, furniture	5,865	657	(798)	5,724
<b>Total gross value</b>	<b>7,860</b>	<b>997</b>	<b>(1,129)</b>	<b>7,728</b>

## Amortisation and depreciation

<i>In EUR thousand</i>	Gross value Dec. 31,2022	Increase	Decreases	Gross value Dec. 31,2023
Concessions and similar rights	(455)	(209)	330	(334)
Equipment, fixtures and fittings	(1,377)	(16)	-	(1,393)
Office and computer equipment, furniture	(4,673)	(575)	798	(4,448)
<b>Total amortisation and depreciation</b>	<b>(6,505)</b>	<b>(799)</b>	<b>1,129</b>	<b>(6,175)</b>

## Net Value

<i>In EUR thousand</i>	Gross value Dec. 31,2022	Acquisitions	Retirements/ disposals	Gross value Dec. 31,2023
Concessions and similar rights	118	86	-	204
Equipment, fixtures and fittings	44	30	-	74
Office and computer equipment, furniture	1,192	82	-	1,274
<b>Total net value</b>	<b>1,354</b>	<b>198</b>	<b>-</b>	<b>1,553</b>

Intangible assets are amortised and property and equipment are depreciated over their estimated useful lives. Amortisation and depreciation expense for the year are reported in the income statement under "Depreciation and amortisation expense".

For your information, €43 thousands of assets under construction related to the refurbishment of one of our meeting rooms at our Paris premises is included under general fixtures and fittings (nil in previous years).

## Right of use - IFRS 16

<i>In EUR thousand</i>	Dec. 31,2022	Increase	Decreases	Dec. 31,2023
Right-of-use assets - IFRS 16 - Gross value	5,798	385		<b>6,183</b>
Right-of-use assets - IFRS 16 - amortisation and depreciation	(1,027)	(1,077)	-	<b>(2,104)</b>
<b>Right-of-use assets - IFRS 16 - Net value</b>	<b>4,771</b>	<b>(692)</b>	<b>-</b>	<b>4,079</b>

Fixed assets are depreciated on a straight-line basis over the expected useful life of the asset. Depreciation is charged to the income statement under "*Depreciation, amortisation and provisions*".

Application of IFRS 16 results in the recognition in the balance sheet of rights of use attached to leases entered into by the Group. At 31 December 2023, these consist of the premises occupied. The consideration for these rights of use is recorded under long-term and short-term financial debt (depending on their maturity).

For the record, ABC arbitrage has concluded a new commercial lease as an initial tenant in the early 2022, regarding the office at 18 rue du 4 septembre, 75002 Paris, for a fixed term of 6 years (with effect from 1 January 2022).

In this respect, an asset corresponding to the IFRS 16 right of use was recognised at the end of 2021 (for €5.2 million in exchange for a rental liability, the discount rate used to value the rental liability is 1.03%). Following the increase in rent, an additional asset for €310 million has been recognised. Amortisation of the right of use amounts to €934 million for 2023.

## 3.2. Other non-current financial assets

At 31 December 2023, this item included €376 thousand in guaranteed deposits and securities.

### 3.3. Financial assets/liabilities at fair value through profit or loss

As of December 31, 2023, the breakdown of financial assets and liabilities measured at fair value through profit or loss using the fair value hierarchy as described in note 1.2 is as follows:

<i>In EUR thousand</i>	Level 1	Level 2	Level 3	Total
Financial assets at fair value through profit or loss	3	147,730	0	<b>147,733</b>
Financial liabilities at fair value through profit or loss	(1)	0	0	<b>(1)</b>

Financial assets at fair value through profit or loss classified in Level 2 correspond to the investments in Quartys Limited and the ABCA Funds Ireland Plc sub-funds. These investments are not consolidated, but are measured at fair value through profit or loss, in accordance with IFRS 10 (note 1). These items are classified in Level 2 as the value of the units is not directly observable in an active market, but their net assets comprise exposures to Level 1 financial instruments quoted on active markets, whose prices are directly observable.

There were no transfers between the various levels of the hierarchy during 2023.

Details of Financial instruments to be received and delivered are provided in note 5 "Risks factors".

As a reminder, at December 31, 2022, these instruments were classified as follows:

<i>In EUR thousand</i>	Level 1	Level 2	Level 3	Total
Financial assets at fair value through profit or loss	52	154,124	0	<b>154,175</b>
Financial liabilities at fair value through profit or loss	(1)	0	0	<b>(1)</b>

### 3.4. Guarantees given

Most financial instruments recorded under "Financial assets at fair value through profit or loss" have been given as collateral to the institutions that provide the financing, as specified in note 5.2.

### 3.5. Other receivables and payables

Terms of receivables and payables are provided in note 5.3 Liquidity risk below.

<i>In EUR thousand</i>	Other receivables		Other payables	
	Dec. 31, 2023	Dec. 31, 2022	Dec. 31, 2023	Dec. 31, 2022
Trade receivables / payables	8 316	11 326	(841)	(487)
Accrued income / expenses	2	9	(314)	(453)
Accrued taxes and payroll costs	726	716	(5 271)	(13 634)
<b>Total at December, 31, 2023</b>	<b>9 043</b>	<b>12 051</b>	<b>(6 427)</b>	<b>(14 574)</b>

Receivables are mainly invoices to be established for management fees related to this financial year.

Accrued taxes mainly comprise tax credits (including VAT credits) awaiting return.

Accrued taxes correspond mainly to bonuses payable to employees and amounts (which represent by itselfes €1.8 million) due to social security organisations.

Trade payables are generally payable within thirty days from the end of the month.

### 3.6. Consolidated equity

#### 3.6.1. Share-based payment Step-up 2019 and ABC 2022

##### Performance Share incentive program:

Name of the plan	Plan	Acquisition date	Acquisition period	Number of shares	Effective acquisition date for granted shares	Number of shares to be granted	Number of shares definitively granted
APE-3.3/2019	Step-up 2019	14/06/2019	4	30,000	2023	-	24 396
APE-3.1/2021	ABC 2022	11/06/2021	2	25,000	2023	-	23,048
APE-3.2/2021*	ABC 2022	11/06/2021	3	25,000	2024	-	17,356
APE-3.3/2021	ABC 2022	11/06/2021	4	25,000	2025	25,000	Pending
APE-3.1/2022	ABC 2022	10/06/2022	3	110,000	2025	95,000	Pending
APV-4.1/2022	ABC 2022	10/06/2022	2	10,260	2023	-	8,617
APE 3.1/2023	Spring. 2025	09/06/2023	3	102,000	2026	87,000	Pending
APV 4.1/2023*	Spring. 2025	09/06/2023	2	17,171	2024	-	11,902
<b>Total</b>	<b>N/A</b>	<b>N/A</b>	<b>N/A</b>	<b>344 431</b>	<b>N/A</b>	<b>207 000</b>	<b>85 320</b>

\*Based on actual net income for that period and given the continuing presence requirement, number of stock options which should be definitively granted by the end of the first semester of 2023 and thus become exercisable.

##### Stock options subscription program:

Name of the plan	Plan :	Acquisition date	Name of the plan	Number of granted options	Exercise period start date	Options expired Date	Exercise adjusted price	Number of options to be granted	Number of unexercise options
SO-1.1/2018	Step-up 2019	15/06/2018	2	155 000	2020	30-Jun-2024	5.9122	0	15 263
SO-1.2/2018	Step-up 2019	15/06/2018	3	155 000	2021	30-Jun-2024	5.9122	0	49 524
SO-1.3/2018	Step-up 2019	15/06/2018	4	155 000	2022	30-Jun-2024	5.9122	0	67 847
<b>Total</b>	<b>N/A</b>	<b>N/A</b>	<b>N/A</b>	<b>465 000</b>	<b>N/A</b>	<b>N/A</b>	<b>N/A</b>	<b>0</b>	<b>132 634</b>

##### For all the programs :

No shares will vest if net income is less than €15 million a year and they will vest progressively thereafter on a linear basis. For example, for the APE-3.1/2023 program, if net income is €20 million a year over the entire period, 33% shares will vest and if net income is €25 million a year over the entire period, 67% shares will vest.

The expense related to these plans is deferred over the vesting period. The corresponding amount recognised in equity is calculated on the basis of the overall plan value determined on the date of grant by the Board of Directors.

In accordance with IFRS 2, an expense of €306 thousands euros including €56 thousand euros in employer contributions, calculated on the basis of the estimated probable number of shares under various plans, was recognised in respect of fiscal year 2023 (compared to €240 thousands in 2022, €980 thousands in 2021). This IFRS 2 expense is related only to the programme's progression and the realised income.

The loss on share buybacks used amounted to €878 thousands and was deducted from consolidated equity at 31 December 2023 (vs €2,809 thousands in 2022, €1,272 thousands in 2021) which reduces the consolidated shareholders' equity.



### 3.6.2. 2022 Distribution dividend

The Annual Shareholders' Meeting of June 9, 2023 approved a 2022 dividend of €0.11 per share. Taking into account the two payments of €0.10 per share each, made in October and December 2022, plus an interim dividend of €0.10 per share paid in April 2023, the total distributions for fiscal 2022 therefore amount to €0.41 per share.

The detachment of this balance of 0.11 euro per ordinary share, for a payment in cash, took place on July 4, 2023, for payment on July 6, 2023. The balance of the dividend was paid only in cash and was fully deducted from the net profit for the year.

### 3.6.3. Distribution of share premium

The board of directors of September 15, 2023 resolved to make two deposits of dividends in the amount of €0.10 per share on each payment, solely in cash. The ex-dividend dates were October 10 and December 5, 2023 respectively, and the dividends were paid on October 12 and December 7, 2023. The total amount of these two operations, taking into account the number of ABC arbitrage shares qualifying for the payment, amounted to €11.9 million.

On March 21, 2024, the Board of Directors decided to pay an additional deposit of €0.10 per share, which will take effect on April 23, 2024 for payment on April 25, 2024.

At December 31, 2023, ABC arbitrage's share capital amounted to €953,742 and was represented by 59,608,879 fully paid ordinary shares with a par value of €0.016 each (as a reminder, ABC arbitrage's share capital at December 31, 2022 was identical).

### 3.6.4. Treasury stock

During 2023, ABC arbitrage sold 157,600 shares under the market-making agreement with Kepler Cheuvreux at the average price of 6.08€. At the same time 189,525 have been brought back.

From the shares held at December 31, 2022, 414,752 shares were fully used to serve the payments in shares. During 2023, 105,397 shares have also been purchased to serve 56,061 performance shares were granted, and 395,485 stock options were exercised.

At December 31, 2023, ABC arbitrage held 141,541 of its own shares, acquired at a total cost of €788 thousand (at December 31, 2022, the company held 455,765 of its own shares, acquired at a total cost of €3,126 thousand).

In accordance with IFRS, treasury stock is deducted from equity.

## 3.7. Provisions

There is zero provision at December 31, 2023 as at December 31, 2022. The activities carried out by ABC Arbitrage Group companies have a very broad international scope, either directly or indirectly on behalf of third parties. As a result, each subsidiary is constantly exposed to the uncertainties and changes in the tax and regulatory environment of the countries in which it is domiciled. The Group monitors these risks (in particular those relating to transfer prices, withholding taxes, taxes and duties on transactions) and regularly assesses them at fair value in accordance with applicable accounting principles.

## 3.8. Liabilities representing the lease payment obligation - IFRS16

<i>In EUR thousand</i>	<b>Dec. 31, 2023</b>	<b>Dec. 31, 2022</b>
Liabilities representing the lease payment obligation > 1 year - IFRS16	(3,555)	(4,400)
Liabilities representing the lease payment obligation < 1 year - IFRS16	(1,286)	(1,301)
<b>Total</b>	<b>(4,841)</b>	<b>(5,701)</b>

This item is mainly for the Paris group offices (see §3.1 right of use - IFRS 16). At the beginning of 2023, a new 6-year lease was also entered into. The discount rate used to measure the rent liability is 1.03%.



## 4. Notes to the statement of income

### 4.1. Net gains on financial instruments at fair value through profit or loss

Net gains on financial instruments at fair value through profit or loss amounted to €20,603 thousand in 2023 versus €33,711 thousand in 2022.

Net gains on financial instruments at fair value through profit or loss include all incomes, expenses and costs directly related to the trading business, namely:

- the net gains at fair value through profit or loss of Quartys Limited and the ABCA Funds Ireland Plc sub-funds recognised in accordance with IFRS 10. These net fair value gains themselves include :
  - dividends and manufactured dividends;
  - gains and losses on disposal of Financial Instruments at fair value through profit or loss;
  - changes in fair value of Financial Instruments held or due;
  - interest income and expenses;
  - Financial Instrument securities carrying or lending costs;
  - foreign exchange gains and losses;
  - any other transaction related to revenues or expenses.

The company Quartys Limited is the subject of an audit request for early application for tax refund addressed by itself to the Swiss contribution federal government for the years 2016 to 2019 and by extension 2023. The exchanges with the Swiss federal government are followed by answers to the various questions asked and comments made, as a beneficial owner for Quartys Limited. To date, discussions are still ongoing and the outcome is uncertain.

As specified in paragraph §3.7, the group monitors the various risks mentioned and, over and above its own assessment, the Company has relied on the advice of its legal and tax advisors. The company maintains its finding of absence for provision for tax charges, the risk being considered less probable than probable.

Nevertheless, in the light of the time that has already elapsed, the difficulty of recovering these amounts in the near future and the recent rise in interest rates which has a non-zero impact, according to IFRS 13 the group has actualized the amount of the unrecovered debt of €8.1 million over 5 years to reflect its fair value at 31 December 2023. This has had a negative impact of €1.35 million to the income statement (directly included in the line “*Net gains on financial instruments measured at fair value through profit or loss*”).

### 4.2. Investment services fees

<i>In EUR thousands</i>	<b>Dec. 31,2023</b>	<b>Dec. 31,2022</b>
Rights of use and implementation of strategies	13,936	22,478
<b>Income from Group entities</b>	<b>13,936</b>	<b>22,478</b>
Asset management fees	3,430	4,818
Performance fees	947	141
<b>Income from investment fund activities</b>	<b>4,377</b>	<b>4,960</b>
<b>Income from management fees and similar income</b>	<b>18,313</b>	<b>27,438</b>

Investment services fees amounted to €18,313 thousand at December 31, 2023. As of December 31, 2022, they amounted to €27,438 thousand.

Investment services fees relate to the services that the Group's management companies charge to *Quartys Limited and ABCA Funds Ireland Plc* and the management mandate (Cf. § 1.8).

### 4.3. Other revenue

Other revenue (mainly income from property subleases and standard administrative services, as well as the impact of positive interest rates on cash held in the administrative accounts) amounted to €898 thousand versus €288 thousand during 2022.

### 4.4. Administrative expenses

This item totalled €7,466 thousand in 2023 versus €7,501 thousand in 2022.

Administrative expenses principally comprise data mining and processing costs, together with administrative costs (€6,337 thousands in 2022 versus €6,440 thousands in 2022), property and equipment costs related to leases of less than one year in the subsidiaries, and indirect costs: cleaning, maintenance, repairs (€420 thousands in 2023 versus

€339 thousands in 2022) and other costs linked to payroll or representation costs (€709 thousands in 2023 versus €721 thousands in 2022).

#### 4.5. Payroll costs

The average number of employees was 102 in 2023 versus 95 in 2022.

Payroll costs include €10.2 million in fixed and performance-related compensation together with statutory and discretionary profit-sharing (€16.3 million in 2022), payroll taxes of €3.1 million (€5.3 million in 2022).

Payroll-based taxes amounted to €0.6 million (€0.7 million in 2022).

For information purposes, in view of the performance achieved in 2023, the bonus amounts provisioned for the year amount to €1 million (including social security charges) compared with €8 million (including social security charges) in 2022, to which should be added the amount of profit-sharing : nil in 2023 compared with €2 million in 2022.

The Group does not provide any post-employment benefits (supplementary pensions or health insurance). Other long-term benefits are provided under defined contribution plans, which do not give rise to a future liability as the Group's only obligation is to make regular contribution payments.

During 2023, the following amounts were granted by Group companies to the directors of the parent company:

<i>In EUR thousand</i>	2023	2022
Director's fees	276	360
Salary and other benefits	72	0
Director's benefits	7	646
Profit-sharing plan	10	20
Incentives	48	62
Share-based compensation	5	62
Others	20	6
<b>Total</b>	<b>438</b>	<b>1 156</b>

#### 4.6. Provision expense

Provision income was zero in 2023 (equal to 2022).

#### 4.7. Corporate income tax

The difference between the theoretical corporate income tax charge determined by applying the standard French tax rate to pre-tax income and the actual tax charge – corresponding to an effective tax rate of -0.47% - can be explained as follows:

	2023	2022
<b>Standard French tax rate</b>	<b>25.00%</b>	<b>25.00%</b>
Impact of permanent differences	0.31%	0.08%
Impact of tax credit	0.00%	0.00%
Impact of IFRS10 presentation	-31.40%	-28.50%
Impact of temporary differences	5.63%	3.21%
<b>Effective tax rate</b>	<b>-0.47%</b>	<b>-0.21%</b>

ABC arbitrage elected for Group tax relief with ABC arbitrage Asset Management on January 1, 2004.

The tax Group has signed an agreement whereby each member of the Group (subsidiary and parent) recognises in its accounts the income tax that would be payable if it was taxed on a stand-alone basis. The charge is therefore calculated on their own taxable profit after deduction of any prior year losses.

Any tax savings made by the tax Group through the use of tax losses are retained by the parent company and treated as an immediate gain in the year.

As a precaution, given uncertain visibility, deferred tax assets on recorded tax losses are not recognised.

## 5. Risk factors

The Group is exposed to a variety of risks: market risks, credit and counterparty risks, liquidity risks, operational risks and other risks.

ABC arbitrage provides subsidiaries with a general risk-management framework that the subsidiaries' boards of directors adhere to when setting their own policy.

The Group oversees the implementation and effectiveness of the controls carried out in its subsidiaries with the support of the executive managers and the control functions (market risk and internal control).

This is because the Group uses leverage as part of its financing agreements with counterparties, allowing it to take larger exposures than would be possible if it were acting alone.

Trading Exposures to Financial Instruments in isolation present a risk of loss of capital. The maximum loss of capital on long Trading Exposures to equities is limited to the fair value of those positions. The maximum loss of capital on long Trading Exposures to future contracts is limited to the notional contract value of those positions. The maximum loss on short Trading Exposures to futures contracts and equities is theoretically unlimited.

Exposures recorded as *financial assets and liabilities at fair value through profit or loss* break down as follows:

<i>In EUR thousands</i>	a. Gross carrying amount (before netting)	b. Gross amounts netted in the balance sheet	c. Net carrying amount [a-b] at June 30, 2022	Financial assets at June 30, 2023	Financial assets at Dec. 31, 2022
Non-derivative financial instruments	707,949	(357,905)	350,045	147,733	154,175
Derivatives	95,320	(13,685)	81,635		
Unlisted Derivatives	387,693	(804,420)	(416,727)		
Financial assets at fair value through profit or loss	72,715	-	72,715		
<b>Total long positions</b>	<b>1,263,677</b>	<b>(1,176,010)</b>	<b>87,667</b>		
Cash and margin accounts	29,784	(330,852)	(301,067)		
Currencies derivatives - Listed	1,489	(60,319)	(58,831)		
Currencies derivatives - Non listed	425,658	(5,694)	419,964		

<i>In EUR thousands</i>	a. Gross carrying amount (before netting)	b. Gross amounts netted in the balance sheet	c. Net carrying amount [a-b] at June 30, 2022	Financial liabilities at June 30, 2023	Financial liabilities at Dec. 31, 2022
Non-derivative financial instruments	-	-	-	-1	-1
Derivatives	-	-	-		
Unlisted Derivatives	-	-	-		
<b>Total short positions</b>	<b>-</b>	<b>-</b>	<b>-</b>		
Cash and margin accounts	-	(1)	(1)		
Currencies derivatives - Listed	-	-	-		
Currencies derivatives - Non listed	-	-	-		

<i>In EUR thousands</i>	a. Gross carrying amount (before netting)	b. Gross amounts netted in the balance sheet	c. Net carrying amount [a-b] at June 30, 2022	Financial assets & liabilities at June 30, 2023	Financial assets & liabilities at Dec. 31, 2022
Non-derivative financial instruments	707,949	(357,905)	350,045	147,732	154,174
Derivatives	95,320	(13,685)	81,635		
Unlisted Derivatives	387,693	(804,420)	(416,727)		
Financial assets at fair value through profit or loss	72,715	-	72,715		
<b>Total</b>	<b>1,263,677</b>	<b>(1,176,010)</b>	<b>87,667</b>		
Cash and margin accounts	29,784	(330,853)	(301,069)		
Currencies derivatives - Listed	1,489	(60,319)	(58,831)		
Currencies derivatives - Non listed	425,658	(5,694)	419,964		

The breakdown of the geographical exposures as of December 31, 2023 is detailed as follows:

Geographical area	31/12/2023	31/12/2022
Asia	8%	5%
Europe	41%	42%
USA	44%	48%
Other markets	7%	5%
<b>Total</b>	<b>100%</b>	<b>100%</b>

This geographic analysis is determined using the absolute value of the exposures at year-end, broken down by financial market, with the latter Grouped by geographic area.

### 5.1. Market risks

Market risk is the risk that the fair value or future cash flows of Trading Exposures will fluctuate because of changes in market prices of Financial Instruments and include notably market price risk, interest rate risk and foreign currency risk.

#### ✓ Market risks

Equity risk, or price risk, arises mainly due to uncertainty about the future prices of Financial Instruments held. It represents the potential loss that could be incurred by the Group as a result of potential movements in price on its exposures to Financial Instruments.

The risk is never related to an unfavourable movement in market prices, for example a stock market crash, but can arise from an unfavourable event related to one of the above operations. By definition, the risks on quantitative models are not interdependent. The Group hedges risks by spreading them across the greatest possible number of transactions, financial instrument types and geographic areas.

As at 31 December 2023 the aggregate VaR of the Trading Exposures of the Group was €2.3 million (vs €2.9 million at 31 December 2022). The parameters of calculation are a level of confidence of 99%, a “one year historical” methodology and a holding duration of 1 day.

#### ✓ Interest rate risk

Interest rate fluctuations may have a positive or negative influence on the value of Financial Instruments. In general, the Trading Positions are composed of approximately equal amounts of long Trading Positions and short Trading Positions and the risk is therefore not material. If a specific Trading Position carries a material interest rate risk, this risk is systematically hedged. Consequently, no sensitivity analysis has been disclosed.

#### ✓ Currency risk

The Group may hold Trading Positions denominated in currencies other than the Group’s functional currency. Exchange rate fluctuations against the functional currency may have a positive or negative influence on their value. Currency risks are systematically hedged by buying or selling the currency (or an exposition to the currency). The only risk is of a secondary nature – that the profit (or loss) realised in a given currency may vary if it is not converted into the functional

currency. The Group regularly converts profits (or losses) into the functional currency and its exposure to currency risk is therefore marginal.

On December 31, 2023, a 2% rise (fall) in the euro against all currencies would, all other things being equal, have increased (decreased) net assets by €83 thousand. A 2% fall in the euro against all currencies would have had the opposite effect, all other things being equal.

## 5.2. Credit and counterparty risk

This is the risk of a counterparty being unable to honour its contractual obligation to settle a transaction with the Group, due to deterioration in its financial position.

The ABC arbitrage Group deals solely with brokers/dealers ("Brokers") and credit institutions and investment companies ("Counterparties").

All of these parties are subject to specific controls by the regulatory authorities in the countries in which they operate to ensure their solvency.

The Group's trading activity mainly comprises Financial Instruments which are traded on active (if not regulated) markets which predominantly settle via a Central Clearing Party (CCP).

The risk of default by Brokers for each and every market trade is therefore considered to be minimal, as the CCP serves to guarantee settlement, and the securities are not delivered until the Broker has made or received payment.

By unwinding transactions in financial instruments, a counterparty acts as depositary, creditor or debtor, or as counterparty to a synthetic product (CFDs, swaps) for the Group. In general the Group's business requirements permits that very little (if any) of its assets are held in Custody. A significant proportion of the assets of the Group transferred to Counterparties are either pledged as a first security interest or transferred as margin (collectively "Collateral") to support the Trading Positions. The Counterparty may re-use this Collateral for its own account but is required by contract to return the assets or equivalent assets upon first demand if it is no longer needed to support the Trading positions.

The risks related to the use of a Counterparty are:

- interruption or discontinuation of services as the Counterparty has the right to amend or discontinue the services;
- increased costs of maintenance of Trading Positions with the Counterparty;
- failure by the Counterparty to return Collateral used due to market events;
- failure by the Counterparty to return sums due as a result of bankruptcy;
- incorrect valuation of Trading Positions held and Collateral transferred to the Counterparty.

The Group manages this counterparty risk through the use of industry standard master agreements, close monitoring of Counterparty credit ratings and diversification of its relationships to spread risk while weighing up the pricing benefits of concentration on larger-scale relationships.

At year end, the maximum exposure to credit risk is included in the net amounts for financial instruments (note 5).

## 5.3. Liquidity risks

Liquidity risk is the risk that the Group may not be able to generate sufficient cash resources to settle its obligations in full as they fall due, or can only do so on terms that are materially disadvantageous.

The Group's Trading Exposures consist almost exclusively of highly liquid Financial Instruments quoted on active markets and its obligations mainly comprise the necessity to provide Collateral to support the Group's Trading Positions. The volume of Trading Positions which the Group may enter into is contractually based on the assets transferred as Collateral.

The Group's actual Trading Positions, taking into account existing agreements with Counterparties, is constantly monitored to ensure that the Group benefits from considerable flexibility in conducting its business as well as substantial liquid reserves. In addition, given the highly liquid nature of the Trading Positions the Group can alleviate the need for Collateral by reducing the volume of Trading Positions.

At December 31, 2023, the liquidity position was as follows:

<i>In EUR thousand</i>	Less than one month	One to three months	Three to twelve months	More than twelve months	Total
Financial assets at fair value through profit or loss*	3	139,065	-	8,665	147,733
Other receivables	322	8,625	96	-	9,043
Deferred tax assets	-	-	-	-	-
Cash and cash equivalents	9,217	-	-	-	9,217
<b>Total current assets</b>	<b>9,541</b>	<b>147,691</b>	<b>96</b>	<b>8,665</b>	<b>165,993</b>
Financial liabilities at fair value through profit or loss	(1)	-	-	-	(1)
Other liabilities	(775)	(1,573)	(3,536)	(543)	(6,427)
Current tax liabilities	-	-	(5,433)	-	(5,433)
Short-term borrowings	-	-	-	-	-
<b>Total liabilities</b>	<b>(776)</b>	<b>(1,573)</b>	<b>(8,969)</b>	<b>(543)</b>	<b>(11,861)</b>
<b>Net balance</b>	<b>8,765</b>	<b>146,118</b>	<b>(8,873)</b>	<b>8,122</b>	<b>154,132</b>

\*Financial assets at fair value through profit or loss classified as between one and three months correspond to the investments in Quartys Limited and the ABCA Funds Ireland Plc sub-funds, which are shown at fair value in accordance with IFRS 10 (note 1), since ABC arbitrage is unable to recover their value in less than one month. By contrast, the net assets of these companies are mainly composed of exposures to Level 1 financial instruments traded on active markets and convertible into cash in much less than one month.

#### 5.4. Operational risk

Operational risk is the risk of loss due to inadequate or failed internal processes, people and systems.

In 2023, losses due to operational incidents represented 0.25% of revenues (against 0.03% in 2022) .

This risk is managed upstream by ensuring that position taking is guided by written procedures and a rigorous internal control process. However, these procedures and controls cannot provide absolute assurance that operational losses will not occur and due care is taken at all times as this is a structural risk in the arbitrage business.

#### 5.5. Other risks

##### ✓ Compliance risk (Including legal risk)

Compliance risk is the risk of failure to identify and/or comply properly with the provisions governing the Group's business activities. Such failure can lead to malfunctions, financial loss or sanctions (legal, disciplinary, administrative, etc).

An ongoing monitoring system is in place within the Group's legal and tax department.

##### ✓ Conflict of interest risk

Conflict of interest risk is the risk of being confronted with situations where the interests of a client or company may conflict with those of another client or with those of a Group company or a Group employee.

To prevent conflict of interest situations, the Group has implemented:

- an internal conflicts of interest policy including guidance to be followed by employees in order to identify, prevent and manage conflicts of interest;
- strict procedures and rules governing the handling of orders and primacy of the client interest. The Group's asset management companies comply strictly with financial market operating rules and are not permitted to do anything that might contravene the principle of fair and equal treatment of orders. More particularly, orders transmitted to the market are pre-allocated and time and date stamped.

Transactions between Group companies are carried out on an arm's length basis.

## 6. Other information

### 6.1. Related party transactions

As of 31 December 2023, items concerning the company Aubépar Industries are not material.

With regard to information about the company Quartys, you will find in these appendices:

- Investments in these companies are disclosed in section §3.3. *Financial assets and liabilities at market value through profit or loss* ;
- their net gains at fair value through profit or loss in §4.1. *Net gains on financial instruments measured at market value through profit or loss* ;
- the services invoiced to them by the Group's management companies in §4.2. *Investment services fees*; have been recognised.
- the breakdown in the liquidity schedule of investments in these companies in section §5.3. *Liquidity risks*.

### 6.2. Events after the closing date

There are no post balance sheet events to report.

### 6.3. Fees paid to the Statutory Auditors

At the General Meeting of 6 June 2023, after 24 years of certification of ABC arbitrage's accounts and in accordance with the rules imposed by the audit reform, the mandate of the joint statutory auditor Ernst & Young et Autres came to an end. The Board of Directors of ABC arbitrage, following a call for tenders, submitted for shareholder approval the appointment of BM&A Partners for a total term of six years to replace Ernst & Young et Autres. This appointment was ratified on 6 June 2023.

Similarly, in order to replace Ernst & Young et Autres for the ABC arbitrage Asset Management mandate, BM&A Partners was appointed for the remainder of its predecessor's term, i.e. four financial years, until the Annual General Meeting to be held in 2027 to approve the financial statements for the year ending 31 December 2026.

	BM&A Partners				Deloitte & Associés				Ernst & Young et Autres			
	Amount in EUR (excluding VAT)		% 		Amount in EUR (excluding VAT)		% 		Amount in EUR (excluding VAT)		% 	
	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022	2023	2022
Certification and limited half-yearly examination of the individual and consolidated financial statements and any additional reports	39,850		42%		55,357	52,722	58%	50%		52,722		50%
Other services provided to fully consolidated subsidiaries *	29,000		43%		38,394	37,582	57%	50%		37,582		50%
Other audit-related work	0		N/A		0	0	N/A	N/A		0		N/A
<b>Total</b>	<b>68,850</b>		<b>42%</b>		<b>93,751</b>	<b>90,304</b>	<b>58%</b>	<b>50%</b>		<b>90,304</b>		<b>50%</b>

\*Excluding ABC arbitrage Asset Management Asia, whose 2022 financial statements were audited by Crowe Horwath First Trust (€17 thousand of fees).