



aqua
minerals

Annual accounts 2023

Balance Sheet per 31 December 2023

(after profit appropriations following recommendations)

	31 december 2023 €	31 december 2022 €
ASSETS		
Fixed assets		
Intangible fixed assets	5.382	10.764
Tangible fixed assets	21.200	35.064
Current assets		
Receivables and accrued income	3.706.348	3.167.524
Cash and cash equivalents	2.054.419	1.978.581
	5.787.349	5.191.933
LIABILITIES		
Shareholders' equity		
Issued and paid-up capital	707.344	684.639
Share discount	11.923-	11.923-
Share premium	314.845	281.167
Other reserves	764.997	746.291
	1.775.263	1.700.174
Current liabilities		
Current liabilities and accrued liabilities	4.012.086	3.491.759
	5.787.349	5.191.933

Profit and loss account for 2023

	2023 €	2022 €
Earnings		
Turnover residuals	22.412.259	17.576.194
Consulting	285.253	384.602
	22.697.512	17.960.796
Shareholders' annual contribution	2.114.653	1.864.559
Total earnings	24.812.165	19.825.355
Operating expenses		
Direct disposal expenses	9.091.114	7.075.751
Acceptance expenses	8.977.202	6.899.594
Distributed earnings	3.905.771	3.469.320
	21.974.087	17.444.665
Gross turnover result	2.838.078	2.380.690
Operating expenses		
Personnel	1.804.724	1.517.658
Depreciation	21.772	22.007
Cost of sales and PR	143.082	123.564
Research and consulting costs	361.227	265.145
Premises	101.616	101.714
Other operating expenses	400.845	295.937
	2.833.267	2.326.025
Total expenses	24.807.354	19.770.690
Operating result	4.811	54.664
Interest income/expenses	18.283	6.398-
Pre-tax result	23.094	48.266
Corporate tax	4.388	7.240
Result	18.706	41.026

Explanatory notes on the Financial Statements

Principles of evaluation

General

AquaMinerals B.V. (with its registered office in Rijswijk ZH, Chamber of Commerce number 30130247) is domiciled at Nieuwegein, Groningenhaven 7, 3433 PE. The company's most important activity is relieving the drinking water companies and the Water Authorities of the residuals generated in the production of drinking water and the treatment of municipal wastewater, preferably in a circular manner.

Information provision on continuity

AquaMinerals B.V. has prepared its financial statements premised on the continuity of its activities. The company closed fiscal year 2023 with a positive result. The operational cash flow also developed positively. Management expects that all current financial obligations can be met by the cash flow and that no additional financing is necessary.

Based on the current situation and expectations, partly in view of the current financial position of the entity, management expects that AquaMinerals B.V. can continue its activities in 2024. The principles of evaluation and applied in the present financial statements and results recognition are thus based on the assumption of the continuity of the company.

Information provision on estimates

In the application of the principles and rules for compiling the consolidated financial statements, the leadership of AquaMinerals B.V. made different judgments and estimates that might be essential for the figures contained in the financial statements. If it is necessary in order to provide the transparency required under Book 2, article 632 of the Dutch Civil Code, the nature of these judgments and estimates, including the associated assumptions, are contained in the explanatory note for the financial statement items concerned.

Standards used in the compilation of the financial statements

The financial statements have been compiled in accordance with the legal provisions off Title 9, Book 2 of the Dutch Civil Code, and the Guidelines for Annual Reporting for small legal entities, issued by the Council for Annual Reporting.

Assets and liabilities are generally valued at acquisition or manufacturing price. If no specific valuation principle is mentioned, the valuation reflects the acquisition price. The comparative figures in relation to the preceding fiscal year are, when necessary, adjusted for purposes of comparison.

Functional currency

The financial statement items are recorded on the basis of the currency of the economic context in which the company primarily conducts its operational activities (functional currency). The financial statement is presented in euro's; this is both the functional as well as the presentation currency.

Financial instruments

Financial instruments refer to primary financial instruments, such as receivables and debts. For the primary financial instrument principles, refer to the handling per balance sheet item.

Leasing

There may be lease contracts at the company in which a large portion of the advantages and disadvantages associated with ownership do not lie with the company. These lease contracts are stated as operational leasing. Lease payments, taking into account reimbursements received from the lessor, are recorded on a straight-line basis in the profit and loss account over the duration of the contract.

Intangible fixed assets

The intangible fixed assets are valued at acquisition prices minus depreciation. The depreciation period is 5 years. Account is taken of exceptional downward value adjustments; this occurs when the book value of the asset (or of the cash-flow generating unit that owns the asset) exceeds its recoverable value.

Tangible fixed assets

The tangible fixed assets are valued at acquisition prices and depreciated straight-line on the basis of the expected operating life of the asset concerned. The rate of depreciation applied is 20%.

Receivables

Receivables are stated initially at fair value, including transaction expenses, and subsequently at the amortised cost price, less provisions for uncollectable debts. The initially stated fair value and the amortised cost price are equal to the nominal value, unless there is a question, in the initially stated value, of transaction costs, premiums, or discounts, and other disparities between the fair value and the nominal value.

Cash and cash equivalents

The cash and cash equivalents are valued at nominal value. Unless otherwise indicated, these are freely available.

Principles of provisions

Provisions are established for legally-enforceable or actual obligations existing on the balance date, whereby the probability exists that an outflow of funds is necessary, and for which the amounts concerned cannot be reliably estimated.

Current liabilities

Current liabilities are stated initially at fair value. Current liabilities are subsequently stated at the amortised cost price, an amount that takes into account premiums or discounts minus transaction costs. This is usually the nominal value. Current liabilities concern loans of a maturity of less than one year.

Determination of the result

The result is the difference between the realisable value of the services provided and the costs and other charges during the year. The earnings from transactions are recognised for the year in which they are realised. The costs are determined on a historical basis and attributed to the fiscal year to which they are related.

Turnover responsibility

Residuals earnings:

- > Direct delivery of residuals from shareholder to client;
 - > Indirect delivery of residuals to client (from depot);
- The sale of goods for indirect delivery concerns the sale of residuals to clients at contractually agreed prices and conditions without additional service provision. Earnings from the sales of these goods are recognised at the moment when all important rights and economic advantages, as well as all significant risks, are transferred to the buyer. The cost price of these goods is attributed to the same period. The economic risk is transferred at the moment that the residuals are delivered or collected.

Annual contribution earnings

The revenue from the annual contribution concerns the allocation of the budgeted organisational costs. The allocation is made in proportion to the handled volumes spread over the shareholders. These are allocated on a straight-time basis.

Consulting earnings

The service provision earnings concern consulting services. Given that the client simultaneously receives and makes use of the benefits of the services, the earnings from the provision of services are recognised in proportion to the services provided on the basis of the contractually agreed prices. This progression is based on the hours spent.

Personnel benefits

The benefits owed to the personnel are, on the basis of the terms of employment, recorded in the profit and loss account.

Pension expenses

The pension obligations towards employees fall under an industry pension fund. Payable pension contributions are incorporated into the profit and loss account in the year with which they are associated. Furthermore, an assessment is made as to whether, besides the premium, the employer has any other obligations related to the performance or insurance agreements, or to commitments to employees. In the event, a provision will be created. If the term of these obligations stretches over several years, the provision will be valued at cash value,

calculated using an interest rate based on the average interest earned on high-grade corporate bonds. Liabilities (other than premium settlements) related to the performance or insurance agreement, such as profit sharing and restitutions following a decision of the pension fund, will be included in the balance sheet only if their receipt is irrevocably established. The coverage ratio of the pension fund (ABP), per 31 December 2023, was 110.5% (2022 = 110.9%). The recovery plan aims to achieve a coverage ratio of 129.2 % at the end of 2032. This will not require taking any drastic recovery measures.

Depreciation on tangible fixed assets

Tangible fixed assets are depreciated, from the moment they are ready for use, straight-line over the period of the operating life of the asset concerned. The depreciation is based on a fixed percentage of the acquisition or manufacturing price, taking into account a possible residual value. Depreciation is applied from the moment the asset is put to use. In the event of a change in the estimated operating life, the future depreciation is duly adjusted. Book profits and losses from the sale of tangible fixed assets are included in the depreciation item.

Interest income and expenses

Interest income and expenses are recognised on a pro rata basis, taking account of the effective interest rate of the assets and liabilities concerned.

Corporate tax

The taxes on the result are calculated at the nominal rate, taking account of tax concessions and non-deductible expenses. The effective tax rate is the ratio between the tax burden according to the profit and loss account and the pre-tax result. The applicable tax rate is the percentage tax burden which in principle is owed on a result equivalent to the pre-tax result according to the profit and loss account.

Explanatory notes on balance sheet

	31 december 2023 €	31 december 2022 €
ASSETS		
Fixed assets		
Intangible fixed assets		
Book value per 1 January	10.764	16.146
Plus/Minus: investment/divestment		
	10.764	16.146
Minus: depreciation fiscal year (software)	5.382	5.382
Book value per 31 December	5.382	10.764
Tangible fixed assets		
Inventory		
Book value per 1 January	35.064	50.088
Plus: investments	2.526	1.601
	37.590	51.689
Minus: depreciation fiscal year	16.390	16.625
Book value 31 December	21.200	35.064
Total depreciation	85.770	66.263
Decommissioned assets	-	-
Cumulative depreciation	85.770	66.263
The depreciation percentage for the tangible fixed assets amounts to 20%.		

Current assets

Receivables and accrued income

Receivables	3.414.024	2.762.631
Bad debt provision	55.950-	-
Requested capital contribution	-	153.440
Tax receivables	44.605	27.166
Other receivables	74.784	-
Accrued income	228.885	224.287
	3.706.348	3.167.524
<i>Receivables</i>		
Nominal value	3.414.024	2.762.631

The receivables are due in less than one year.

Under the receivables position per 31-12-2023, there are receivables from other legal entities and companies that participate in the legal entity or within which the legal entity has a participation of € 2,131,816.

Other receivables

Earnings yet to be received	56.209	27.310
Pre-paid contract costs	40.356	28.581
Pre-netted earnings on stocks	132.320	168.396
	228.885	224.287

Per 31 December 2023 several storage depots held shareholders' stocks of lime pellets and aquafer.

The stock value is equal to the pre-calculated earnings on the stocks.

Cash and cash equivalents

Rabobank current account	352.689	1.280.164
Rabobank savings account	599.723	99.693
Rabobank deposit account	500.000	-
ING payment account	299.885	498.997
ING savings account	302.122	99.727
	2.054.419	1.978.581

Explanatory note on the balance sheet

	31 december 2023 €	31 december 2022 €
LIABILITIES		
Shareholders' equity		
Issued and paid-up capital Drinking Water Companies		
Status per 1 January (issued)	475.201	475.201
Share issue *		
Status per 31 December (issued)	475.201	475.201
Issued capital Water Authorities		
Status per 1 January (issued)	209.438	117.937
Share issue *	22.705	91.501
Status per 31 December (issued)	232.143	209.438
The authorised share capital amounts to € 910,000 divided into 20,000 shares of a nominal value of € 45.50. Of this amount, € 707,344.00 is paid up.		
Share premium		
Status per 1 January	281.167	147.404
Change during fiscal year	33.678	133.763
Status per 31 December	314.845	281.167
Share discount		
This item arose through the sale of 568 shares with discount of € 21.00 per share.		
	11.923	11.923
Other reserves		
Status per 1 January	746.291	705.265
Sale of own shares	-	-
Change of allocation of legal reserve R&D	-	-
Plus: profit allocation	18.706	41.026
Status per 31 December	764.997	746.291

Current liabilities		
Current liabilities and accrued liabilities		
Payables	2.769.141	2.029.261
Taxes and national insurance contributions	535.518	521.175
Other debt and accrued liabilities	707.427	941.323
	4.012.086	3.491.759

Under the payables position per 31-12-2023, there are payables to other legal entities and companies that have a participation in the legal entity of € 45,686.

Taxes and national insurance contributions		
Value added tax	535.518	521.175
Corporate tax	-	-
Pension contributions	-	-
Payroll tax and national insurance contributions	-	-
	535.518	521.175
Other debt and accrued liabilities		
Accrued expenses	445.885	557.817
Earnings yet to be settled	-	106.250
Revenues received in advance on depots	47.886	45.577
Received in advance in connection with future REACH registration	19.751	19.751
Received in advance for R&D projects	-	47.500
Holidays	47.413	41.504
Holiday pay reserve	31.859	26.043
Collective Labour Agreement obligations	114.633	96.881
	707.427	941.323

Off-balance-sheet items

AquaMinerals has signed a rental contract for its premises through to 31 December 2025, and contracts for lease cars, the last of which runs until September 2027.

The lease and rental obligations for 2024 amount to €187,344.

In 2021 a Flemish digesting company gave AquaMinerals a notice of default for the delivery of aquafer that did not comply with the current legal requirements. The Flemish government, after the conduct of multiple sampling and analyses, has declared that the aquafer does comply with the requirements and may be delivered.

To date, the digesting company has not withdrawn its notice of default, nor has it made known what damage it has incurred as a result.

It is the assessment of AquaMinerals B.V. that this will not lead to a cash outflow.

Explanatory notes on the profit and loss account

	2023	2022
	€	€
Earnings		
Turnover residuals		
Settled disposal/acceptance expenses shareholders	16.965.541	13.160.282
Settled disposal expenses non-shareholders	368.772	281.899
Earnings (post)sale residuals shareholders	4.397.477	3.653.957
Earnings (post)sale residuals non-shareholders	680.469	480.056
	22.412.259	17.576.194
Consulting		
Consulting for shareholders	191.992	70.881
Consulting for non-shareholders	67.356	253.721
Other earnings	25.905	60.000
	285.253	384.602
Total earnings	22.697.512	17.960.796
Direct disposal and acceptance expenses	18.068.316	13.975.345
Turnover from non-shareholders of AquaMinerals B.V.	1.116.597	1.015.676
Idem in percentage	4,9%	5,7%

	2023	2022
	€	€
Operating expenses		
Personnel		
Direct salary expenses	1.325.097	1.147.394
National insurance contributions	234.139	180.160
Pension contributions	182.045	171.711
Indirect salary expenses	72.679	58.103
Short-terms staff	17.685	26.402
Sick-leave allowance	26.919-	66.112-
	1.804.724	1.517.658

Staff

In 2023 the staff numbered 16.3 FTE (2022 = 15.8 FTE)
They were all permanent staff.

	2023	2022
Cost of sales		
Travel and accommodation costs	109.838	91.093
Contributions	-	-
PR	33.244	32.471
	143.082	123.564
Research and consulting costs	361.227	265.145

Other information

Statutory profit appropriation

Article 28 of the company statutes establishes the following provisions regarding the profit appropriation:

1. The General Meeting of Shareholders has the right to designate the profit appropriation established in the Financial Statements, and to make dividend distributions to the extent that the shareholders' equity exceeds the reserves that need to be maintained in accordance with the law. In the event of a distribution, the amount distributed for each share shall be calculated according to relation of the nominal amount of the share concerned to the amount of the issued capital.
2. A decision to make a distribution has no effect as long as management has not given its approval. The management can refuse approval only if it knows, or can reasonably expect, that the company, following the distribution, will not be able to meet the payments on its outstanding debts.
3. In the calculation of each distribution, no account shall be taken of shares or certificates held by the company nor shares and certificates held by the company in usufruct.

4. The General Meeting of Shareholders may decide to make interim distributions, provided they respect the provisions of items 1 and 2 of the present article. A decision to issue an interim dividend from the earnings during the current fiscal year may also be made by the management.
5. The General Meeting of Shareholders may decide that dividends shall be paid, in part or in whole, in the form other than cash.

Appropriation of 2023 result

In anticipation of the decision to be taken in this regard by the General Meeting of Shareholders, the 2023 result has been added to other reserves. This decision, which has yet to be taken, has already been incorporated into the 2023 financial statements.