

AMA Corporation Plc Rapport annuel **2023**



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AVERTISSEMENT

Le rapport d'activité en français (p. 4 à 43), à destination des investisseurs francophones, ne fait pas partie des éléments financiers préparés dans le cadre de la réglementation anglaise, à laquelle est soumise la société AMA Corporation Plc. Ainsi seuls les « *Audited and consolidated Financial statements (Companies House)*, à partir de la page 44, font l'objet de la revue des commissaires aux comptes.



Présentation d'AMA

AMA, un pionnier des solutions de réalité assistée

AMA Corporation Plc « AMA » est éditeur d'applications de productivité sécurisées, conçues pour les travailleurs de terrain connectés. Nous utilisons des technologies de pointe telles que la réalité assistée (aR) pour permettre l'assistance à distance et la digitalisation des inspections et instructions de travail. Notre suite d'applications sécurisées XpertEye permet aux clients d'améliorer leur productivité, d'accélérer le temps de résolution, de conserver leurs connaissances et de réduire leur empreinte carbone.

Nous nous engageons à promouvoir la durabilité, la diversité, l'inclusion et les pratiques commerciales éthiques tout en stimulant l'innovation dans le domaine des solutions de collaboration.

Nous sommes présents dans le monde entier, avec des bureaux en Europe, dans la région APAC et aux États-Unis, ce qui nous permet d'accompagner nos clients sur tous les fuseaux horaires et dans toutes les régions du monde.

AMA est cotée sur le marché d'Euronext Growth Paris (ISIN GB00BNKGZC51– mnémonique ALAMA).

Message de Christian Guillemot, co-fondateur et Président-directeur général d'AMA

« 2023 a marqué une étape significative pour AMA avec le lancement de l'Enterprise Model, une initiative qui a conduit à la signature de plusieurs contrats à long terme avec des clients de premier plan. Cette nouvelle approche a renforcé notre positionnement sur le marché et a consolidé notre relation avec nos clients existants tout en attirant de nouveaux partenaires stratégiques.

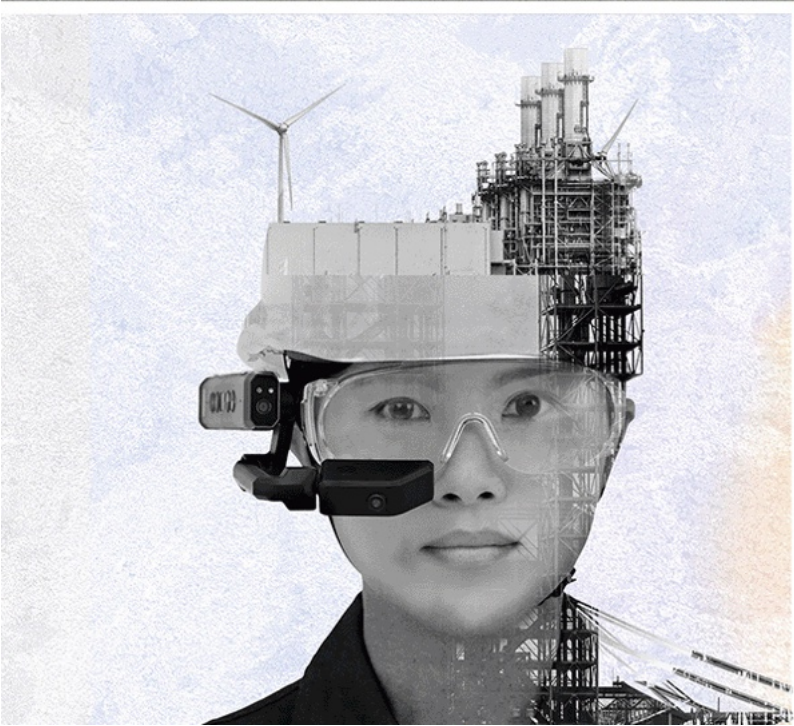
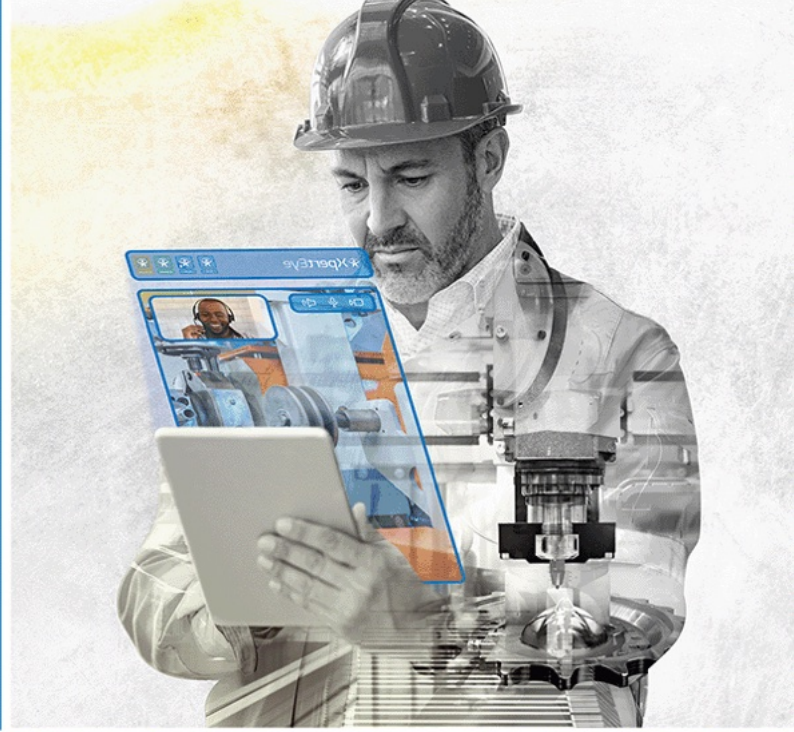
Parallèlement, nous avons franchi une autre étape importante avec la sortie de la version 8 de notre solution phare, XpertEye. Cette mise à jour a apporté une meilleure robustesse et des fonctionnalités améliorées, préparant ainsi parfaitement l'évolution vers l'exploitation de données grâce à l'intelligence artificielle.

En outre, nous avons introduit début 2024 deux nouveaux produits innovants : le Data Locker API et l'AI Report. Ces outils, 100% compatibles avec les technologies issues de l'intelligence artificielle, permettent à nos clients de capitaliser sur la valeur de leurs données grâce aux traitements réalisés par des moteurs d'intelligence artificielle. Cette innovation représente une avancée stratégique majeure dans notre mission d'apporter des solutions technologiques de pointe à nos clients, tout en les aidant à tirer le meilleur parti de leurs ressources et de leurs données. De plus, nous travaillons actuellement sur la possibilité d'offrir à nos clients l'intégration de la vision par ordinateur, une fonctionnalité révolutionnaire de l'IA qui devrait être disponible en version démo fin mai 2024 et commercialisée à compter de l'été 2024. En permettant à nos solutions d'interpréter et de comprendre le monde visuel en temps réel, nous offrirons à nos clients de multiples possibilités pour valoriser leurs données. Cette innovation représente une avancée majeure dans notre engagement à fournir des solutions qui répondent aux besoins évolutifs de notre marché.

AMA est désormais parfaitement positionnée pour faire partie du mouvement des entreprises utilisant toute la puissance de l'intelligence artificielle pour améliorer de manière significative leur productivité générale. »



AMA



1 Faciliter la digitalisation des travailleurs de terrain

1.1 La genèse d'AMA

AMA, créée en 2006 à Rennes par Christian Guillemot, est une filiale du groupe Guillemot Brothers, détenue par les cinq frères Guillemot qui sont également les fondateurs entre autres d'Ubisoft et Guillemot Corporation.

À l'origine, son activité se concentrait sur l'édition de jeux et d'applications, incluant des expériences avec les nouvelles technologies de réalité augmentée. Grâce à la qualité de ses productions et à sa proximité avec les constructeurs, AMA a pu bénéficier de matériels en avance de phase. En 2013, forte de ses succès, elle est sélectionnée pour intégrer le programme Google Glass™ Explorer. Elle devient ainsi l'une des deux seules entreprises françaises à disposer des lunettes connectées développées par Google. Le sérieux de son travail a été récompensé en octobre 2014 par l'obtention du label « Glass at Work Certified Partner » délivré par Google, dont AMA est la seule société française bénéficiaire parmi les 10 lauréates mondiales. À partir de cette période (2013/2014), AMA opère un tournant stratégique en faisant évoluer son activité de studio de production de jeux à un centre de recherche et développement orienté vers le marché de l'application professionnelle, avec pour thématique principale le développement d'applications médicales professionnelles s'appuyant initialement sur la technologie des lunettes connectées, en plein essor. Enfin, les lunettes connectées sont un outil informatique particulièrement adapté aux besoins et contraintes de la téléexpertise et de la téléassistance. Dès 2014, AMA démontre l'intérêt des lunettes connectées par la captation et la diffusion en direct d'une opération chirurgicale entre deux continents. Elles offrent à leurs utilisateurs une grande liberté d'action : elles libèrent les mains et répondent aux commandes vocales.

Consciente des enjeux actuels liés au développement des nouvelles technologies et usages portés par la dynamique de digitalisation des entreprises, AMA focalise ses efforts de recherche et développement sur la conception d'une solution nommée XpertEye qui permet la mise en relation sécurisée et rapide entre un porteur des lunettes et un examinateur distant. AMA détient maintenant 10 ans d'expérience dans la réalité assistée, une solution de connectivité riche et sécurisée et un ensemble d'accessoires connectés adaptés à différents métiers.

1.2 Le marché de la réalité assistée

AMA adresse depuis plus de 10 ans le marché des solutions de réalité assistée.

Le monde industriel et le monde médical se sont emparés des solutions de réalité assistée pour augmenter la productivité des employés et fournir des services efficaces en mobilité.

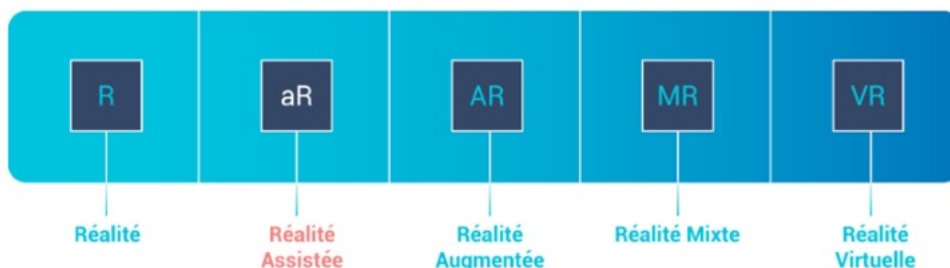
Abrégée sous la forme « aR » en anglais (assisted Reality), la réalité assistée est une technologie qui permet de superposer des informations du monde réel à la vision de l'utilisateur sans pour autant l'entraver. La meilleure façon de s'en servir consiste à l'intégrer à des lunettes connectées ou à une autre technologie portable. Ainsi, la réalité assistée associe :

- un logiciel,
- et un dispositif de visualisation mains libres.

Cette technologie de rupture n'est certes pas nouvelle - les militaires s'en servent depuis des dizaines d'années - mais la nouveauté, depuis peu, est qu'elle est devenue accessible à des prix abordables. Les entreprises de nombreux secteurs placent la transformation digitale au cœur de leurs priorités stratégiques, mais elles s'appuient encore largement sur les méthodes et outils existants. Or il existe des solutions de réalité assistée qui peuvent les aider à transmettre et conserver les connaissances essentielles tirées de l'expérience et leur offrir bien d'autres possibilités encore.

Un mécanicien d'hélicoptère, par exemple, peut avoir à travailler sur des pièces situées à plusieurs mètres au-dessus du sol, monter et descendre pour aller chercher la documentation technique nécessaire peut être fastidieux. L'aR permettra à cet opérateur d'accéder aux informations voulues, et de les lire, à travers un dispositif de visualisation, ou visiocasque, qui lui laissera les mains libres pour tenir ses outils et lui permettre de travailler efficacement. De manière générale, des opérations de maintenance, de contrôle qualité, ou plus généralement de collaboration en mobilité sont simplifiées et rendues plus efficaces par l'aR.

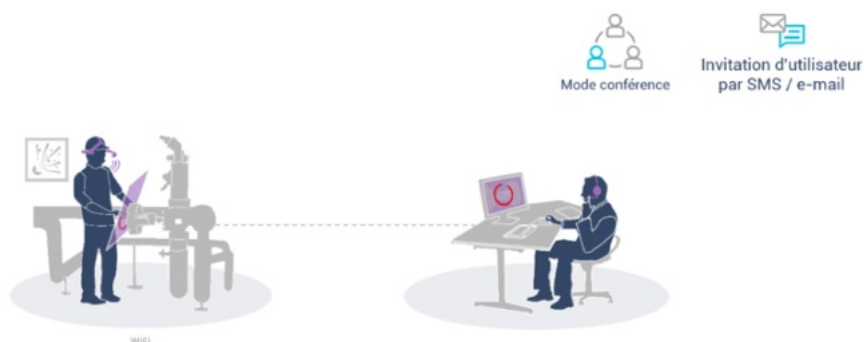
Le monde médical et les grands groupes internationaux l'adoptent de plus en plus largement pour faciliter la collaboration d'experts à distance, augmenter leurs capacités d'interventions, mais aussi réduire leurs émissions de CO2 et les coûts liés aux déplacements.



Quelle différence avec la réalité augmentée ?

La réalité assistée permet aux utilisateurs de voir apparaître dans leur champ de vision les informations dont ils ont besoin, tandis que la réalité augmentée utilise des contenus numériques et des contenus générés par ordinateur pour créer une expérience interactive dans des environnements de travail réels. Certes, la réalité assistée peut sembler plus terre à terre, mais il est un fait que cette technologie d'accès à distance est plus pratique et plus accessible.

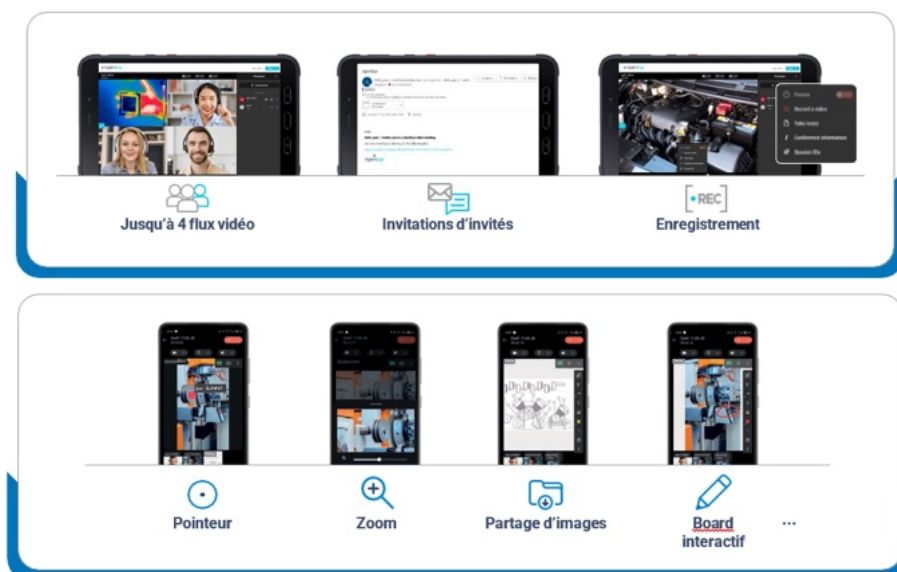
Réalité assistée, comment ça marche ?



Étape 1 - L'ingénieur sur site se connecte à un expert distant à l'aide de lunettes connectées ou d'un smartphone intégrant un logiciel de réalité assistée.

Étape 2 - L'expert peut voir exactement et en temps réel ce que voit l'ingénieur sur site.

Étape 3 - L'expert peut alors guider l'ingénieur à travers des images, des annotations et d'autres ressources.



Que permet de faire la réalité assistée ?

Le monde industriel et le monde médical se sont emparés des solutions de réalité assistée pour augmenter la productivité des employés et fournir des services efficaces. À titre d'exemples, voici quelques cas d'usage mis en œuvre par des clients d'AMA :

Support client à distance

Viessmann, une entreprise allemande spécialisée dans les chaudières de chauffage central, résout rapidement les pannes en hiver, grâce à son service client. Les opérateurs, auparavant en difficulté pour identifier les problèmes, utilisent maintenant XE aR pour simplifier le dépannage. Ce système permet d'envoyer un lien aux appelants (techniciens, partenaires ou clients) pour montrer en direct le problème via smartphone.

Audit à distance

La réalité assistée est largement utilisée pour les contrôles et les audits à distance. En combinant par exemple des lunettes connectées REALWEAR à commandes vocales, et la plateforme XpertEye, KPMG a pu communiquer efficacement pour des inventaires de stocks complets. KPMG envoie en effet les lunettes connectées à l'entrepôt d'inventaire à l'avance, et tout ce que le porteur voit et entend est transmis en continu à l'équipe dédiée qui a une connaissance approfondie des produits et des systèmes.

Maintenance à distance

Boehringer Ingelheim, une entreprise pharmaceutique axée sur la recherche, doit maintenir sa chaîne de production en état de marche. Lorsqu'un problème survient, il doit être résolu au plus vite. XpertEye est largement utilisé dans les usines et les laboratoires de Boehringer Ingelheim pour obtenir l'aide des fournisseurs d'équipements, presque instantanément. En cas de panne d'une machine sur une ligne de production par exemple, le dépannage peut être très rapide.

Formation à distance

Yamato Scale, un fabricant de peseuses industrielles, possède plusieurs types de machines, avec des applications différentes. Les employés ne connaissent pas forcément par cœur le mode d'emploi de toutes les machines. Ils ont choisi XpertEye pour une communication intuitive, mains libres et à commandes vocales pour résoudre les problèmes rapidement et garantir un transfert de compétences facile.

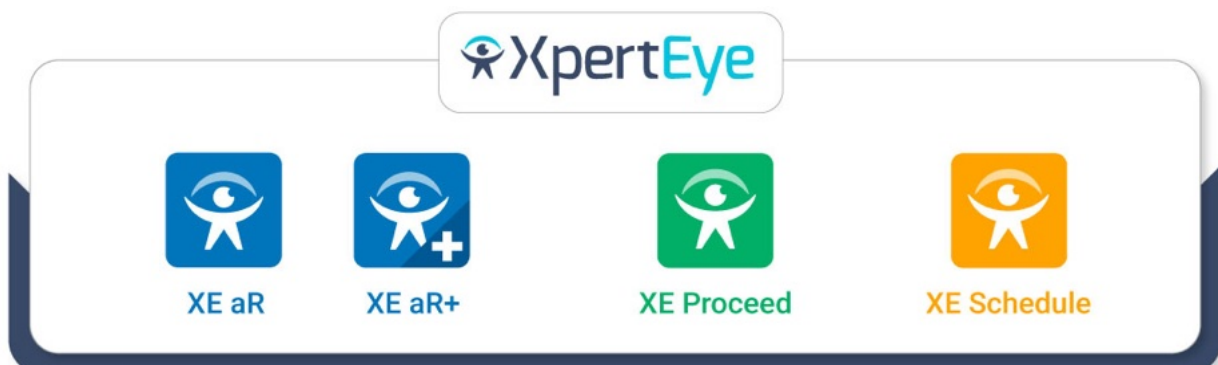
1.3 AMA : pionnier de la réalité assistée

1.3.1 Les applications XpertEye

Une suite d'applications conçue pour optimiser les processus de travail

La suite de logiciels XpertEye permet d'accéder à des logiciels de réalité assistée, de gestion dynamique des et de planification en ligne. Associées à des équipements (lunettes connectées, smartphones, tablettes, PC, microscopes, etc.), ces solutions permettent d'accéder à des outils de productivité puissants pour fournir une assistance à distance, suivre des instructions de travail et des inspections et planifier des rendez-vous.

La solution d'AMA adresse tous les secteurs d'activités de l'industrie 4.0 au médical en passant par les services et les cas d'usage sont nombreux.



Pour une expérience utilisateur réussie



Compatibilité multi-support

Compatible avec un grand nombre de **smartphones**, **lunettes connectées**, **tablettes**, et **ordinateurs portables**, notre solution peut se connecter à de nombreuses sources vidéo externes.



Accompagnement dédié & intégration

De l'**installation technique** à la première utilisation de la solution en passant par la **formation**, vous bénéficiez d'un processus de démarrage simple pour être efficace immédiatement.



Options de déploiement flexibles

Notre solution peut être déployée comme solution **SaaS**, **SaaS dédié** ou **sur site**.



Vers le développement durable

Achetez avec un objectif. Évitez les émissions de CO₂ grâce à l'utilisation de XpertEye.

Des cas d'usage XE aR et XE aR+ variés

XE aR / XE aR+



Remote support



Remote audit and inspection



Remote customer support



Remote training



Remote equipment setup and maintenance



Virtual Factory Acceptance Tests ...

Bénéfices XpertEye XE aR et XE aR+

XE aR et XE aR+ permettent aux professionnels de terrain de communiquer instantanément avec des experts ou des sous-traitants de l'entreprise. Les travailleurs de terrain peuvent ainsi recueillir et partager des informations, améliorer les taux de réparation dès la première intervention et accroître l'efficacité opérationnelle.

Cette plateforme de réalité assistée (aR) est une solution de vidéoconférence WebRTC qui permet aux équipes de collaborer et de partager des informations sur des lunettes connectées, des smartphones, des tablettes ou des PC.



Intuitives et simples d'utilisation, ces solutions permettent de **surmonter l'éloignement géographique** des experts et des travailleurs de terrain. Les experts peuvent désormais procéder à des évaluations tout en voyant à travers les yeux d'un opérateur local, qui les guide dans chaque tâche comme s'ils étaient sur place. Les experts perdront moins de temps en avion, en train ou à l'hôtel, étant ainsi disponibles pour remplir plus de missions.



XE aR et XE aR+ peuvent également répondre à des **besoins d'assistance immédiate**, par exemple **réduire les temps d'arrêt des machines industrielles**, susceptibles de ralentir votre chaîne de production ou même de compromettre l'exécution d'un contrat. Les opérateurs sur le

terrain peuvent compter sur une assistance instantanée, leur permettant d'améliorer sensiblement la satisfaction client et de minimiser les pertes de revenus.



Les utilisateurs sont également libres de travailler de manière totalement indépendante, que ce soit **en ligne ou hors ligne**. La sauvegarde de leurs sessions devient donc un atout indéniable pour la formation et la rétention des connaissances au sein des entreprises. Au fur et à mesure que les opérateurs acquièrent de l'expérience, ils **gagnent en compétence** et sont capables de travailler de manière autonome, ce qui a un effet positif sur la satisfaction au travail.

XE aR permet instantanément, sans télécharger d'application ou de plug-in, aux professionnels de terrain d'initier ou de rejoindre un appel hautement sécurisé depuis leur navigateur. (Compatibles avec Chrome, Edge, Firefox et Safari)



Compatibilité

Fonctionne sur tout appareil connecté (smartphone, tablette ou PC)



Installation facile et rapide

Par navigateur, aucune installation d'application n'est nécessaire



Hautement sécurisé

ISO27001, connexion SSL, connexion TLS, chiffrement AES 256 bits

XE aR+ ajoute la possibilité de travailler en mode mains-libres avec des lunettes connectées et de connecter des caméras tierces (endoscope, microscope, caméra PTZ, caméra UV) à un smartphone ou une tablette pour répondre à d'autres besoins de collaboration à distance, par exemple dans le domaine de l'inspection, de la maintenance ou du médical.



Smartphones / Tablets



Smart glasses



Third-party cameras

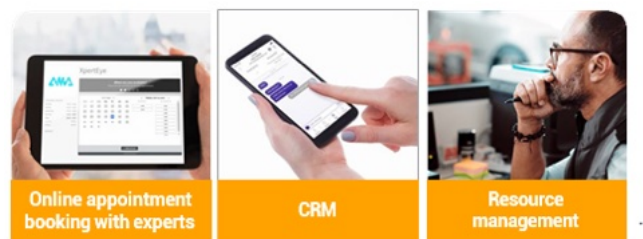


XE Proceed



XE Proceed est un logiciel permettant la gestion et l'exécution de procédures de travail, d'instruction et d'inspection dématérialisées sur smartphone, tablette, PC et lunettes connectées contribuant à l'amélioration continue de la qualité.

XE Schedule



XE Schedule vient faciliter l'organisation de l'utilisateur grâce à la prise de rendez-vous en ligne et un système de workflows qui permettent de trouver la meilleure ressource disponible (expert, conseiller, professionnel de santé...) sur un ou plusieurs créneaux interrogés. XpertEye Schedule se synchronise avec les calendriers Google Agenda, Outlook, iCal, Office 365 et des logiciels CRM, comme Hubspot par exemple.

1.3.2 Un haut niveau d'accompagnement

Gestion de projet

Les clients d'AMA peuvent s'appuyer sur son expertise en gestion de projet pour déployer XpertEye de façon rapide et efficace. Des chefs de projet expérimentés accompagnent chaque client et élaborent un plan de projet personnalisé avec des livrables et des délais clairement définis, garantissant une solution durable et performante.

Formation

AMA propose des cours avec instructeur, sur site ou à distance, avec des exercices pratiques et des conseils utiles pour permettre aux équipes de ses clients de devenir plus efficaces et autonomes.

Intégration

XpertEye s'intègre parfaitement aux infrastructures informatiques des clients. Avec l'authentification unique (SSO), l'intégration iFrame, la gestion de flotte, etc., XpertEye est une solution entièrement intégrée et intégrable. Cela signifie que l'on peut facilement incorporer XpertEye, sans interruption, dans les opérations quotidiennes pour se concentrer sur l'amélioration de la productivité.

Support technique

AMA propose à ses clients un support technique qui travaille en étroite collaboration avec les équipes de R&D afin de répondre à tous les problèmes qu'ils peuvent rencontrer lors de l'utilisation de la solution XpertEye. Le support technique d'AMA assure une assistance de bout en bout, la maintenance et la gestion de la garantie de toutes les solutions matérielles et logicielles.

1.3.3 Le modèle économique

Un modèle de vente associant software et hardware

La suite XpertEye est principalement commercialisée sous forme de kit associant des licences logicielles (software, principalement en mode SaaS) associées à des supports matériels (hardware, lunettes connectées, smartphones ...) à l'achat. La capacité d'intégrateur d'AMA joue ici son plein effet.

Les licences XE aR+ sont attachées au(x) équipement(s) alors que les licences XE aR sont attachées à un nombre d'utilisateurs simultanés. La souscription aux licences (XE Schedule et XE Proceed) est à l'utilisateur.

La durée d'engagement des licences oscille entre 12 et 36 mois, et les prix sont dégressifs en fonction de la durée d'engagement et du volume (nombre de licences souscrites).

La force de vente dédiée, élément fondamental de la stratégie d'AMA

Le Groupe dispose d'une force de vente directe en France et à l'international. Fin décembre 2023, une trentaine de collaborateurs expérimentés et multiculturels sont dédiés à la fonction commerciale, au marketing et à la relation client.

Au plus près de ses clients, AMA est à même d'identifier les nouveaux cas d'usage, d'anticiper leurs besoins et les évolutions de son marché. Adapter les développements à venir de sa suite logicielle constitue un levier de croissance pour AMA.

5 filiales internationales

Afin d'accompagner ses clients, majoritairement des grands groupes, dans le déploiement de sa suite XpertEye dans leurs organisations internationales, le Groupe s'est doté d'équipes locales sur des zones géographiques clés. Aujourd'hui AMA compte 5 filiales actives à l'international : Europe (France, Allemagne), Amérique du Nord (États-Unis) et Asie (Chine et Japon).

Des partenariats stratégiques

En parallèle de sa stratégie de vente directe, AMA noue des partenariats commerciaux avec des distributeurs, opérateurs mobiles, hardware, software ... afin d'accélérer le déploiement et l'adoption de sa solution XpertEye. Par exemple :

- Partenaires de distribution : Orange Business, Akila, Sensetime...
- Partenaires d'intégration de logiciels : Orange Business, Openbee, SOTI, Akila, Wingkong, Thalos, InUse, Rofim, Sopra Steria ...
- Connectivité réseau : Orange, Cellnex, HubOne, Dust, Inmarsat...

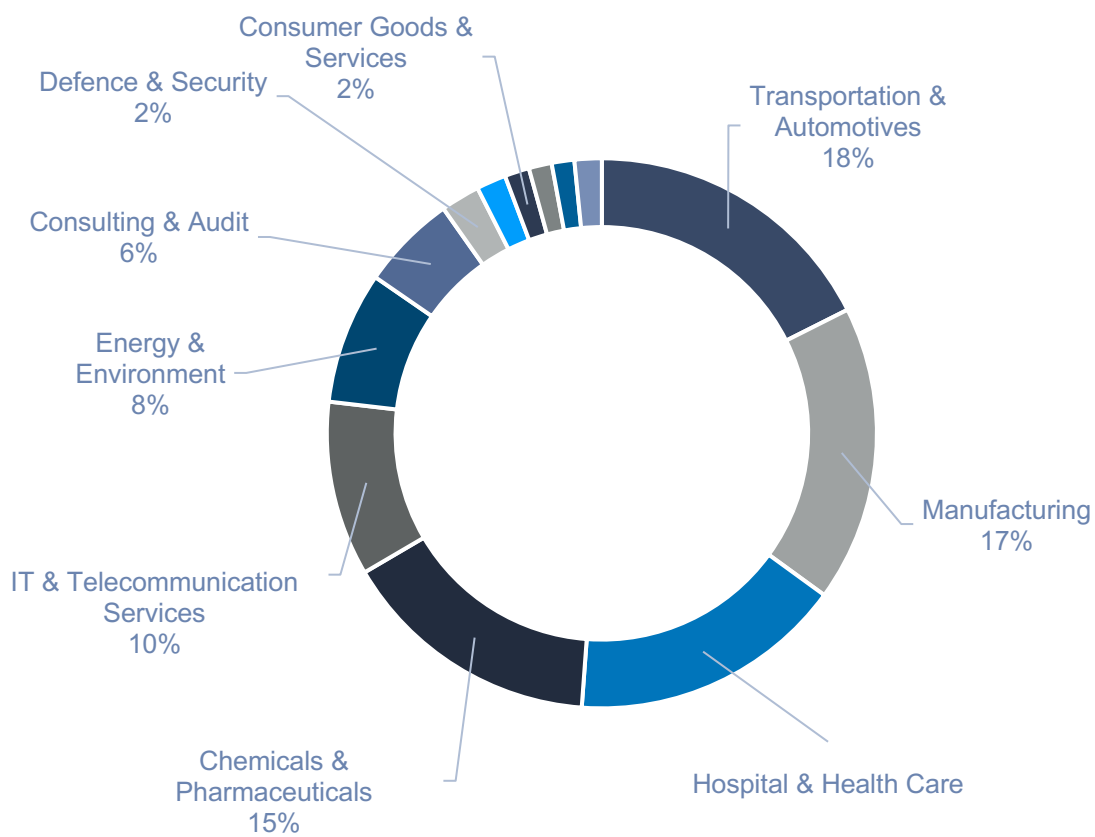
1.3.4 Portefeuille de clients

Des solutions validées par un portefeuille de clients de grands comptes internationaux, la plupart Fortune 1000, sur tous les secteurs d'activités (chimie/pharmacie, transport, industrie, santé, services aux entreprises...)

XpertEye est utilisée dans plus de 100 pays auprès de plus de 450 clients. Fort d'une stratégie de digitalisation qui s'étend habilement dans toutes les strates de leurs organisations, ils ont atteint une maturité suffisante pour investir dans des solutions de réalité assistée et représentent toujours un potentiel de développement important sur les prochaines années.

Pour répondre aux enjeux liés à des cycles de ventes relativement longs (environ 18 mois), AMA propose depuis 2022 des accords-cadres appelés *Master Agreements*. Ils facilitent et accélèrent les déploiements d'XpertEye au sein du Groupe et contribuent à lever des freins internes (validation technique, processus d'achats ...). AMA compte 24 Master Agreements actifs à fin 2023.

Répartition en % du chiffre d'affaires 2023 par secteur d'activité des clients



Témoignages clients



« Des audits de sécurité sont indispensables pour garantir le bon déroulement du projet. Ce n'est évidemment pas la même chose que si les experts en construction et en sécurité étaient sur place, mais sans cette solution, l'audit n'aurait tout simplement pas été possible. »

Sandrine Cossement, Industrial GEC Project Manager et **Augustin Lorent**, Industrial GEC Safety Culture, Digital & Training Manager



« Les lunettes connectées offrent un moyen de communication fluide, bidirectionnel et en temps réel qui permet aux auditeurs de conduire des observations d'inventaire à distance avec la même efficacité que lorsqu'ils se rendent sur place. C'est un véritable outil, et non une béquille, et utilisées correctement, elles offrent une expérience d'audit moderne. »

Christian Peo, National Managing Partner, Audit Quality and Professional Practice



« AMA a été un partenaire formidable en aidant MilliporeSigma à adopter la technologie de la réalité assistée et à l'exploiter au mieux. Je recommande AMA en tant que partenaire à quiconque envisage de se lancer sur le parcours de la réalité assistée. »

Jeremy Benedick, Digital Product Experience Manager



« La solution XpertEye a été adoptée et généralisée pour toutes les activités de collaboration à distance au sein d'AkzoNobel. Avec AMA, nous avons trouvé un formidable partenaire international qui nous fournit non seulement des matériels et des logiciels, mais aussi des services de support particulièrement efficaces. »

Michal Kopaczewski, Digital Architect



« Cela fait maintenant deux ans que nous utilisons les solutions XpertEye. Résultat : la maintenance est rapide et efficace et l'utilisation des instruments est optimisée. Les solutions AMA nous permettent aussi d'enrichir et d'améliorer nos prestations internes et externes. »

Dr. Stefan Vosskötter, Key Account Manager



AMA est l'un de nos partenaires privilégiés, et nous sommes vraiment satisfaits de cette collaboration. Notre choix s'est porté sur AMA en raison de la robustesse de la solution. Elle peut être utilisée pour des tests sur le terrain, partout dans le monde, pour la formation et pour la communication entre les ateliers et les centres de recherche de Michelin.

Thomas Florentin, IT Team Leader

1.4 Gouvernance et engagements RSE

1.4.1 Équipe dirigeante

Au 31 décembre 2023, l'équipe dirigeante, composée de 5 femmes et 5 hommes, est la suivante :



Christian Guillemot
Co Fondateur et CEO

Chairman, CEO et co-fondateur d'AMA avec ses quatre frères, fondateurs également d'Ubisoft, Guillemot Corporation et Gameloft.

PDG de Guillemot Brothers Ltd et Président de Guillemot Brothers SAS, les holdings familiales.

Diplômé de l'European Business School à Londres



Etienne Guillemot
Director of Strategy

Chez AMA depuis 2015

Anciennement directeur de la filiale AMA UK

Diplômé de l'European Business School à Londres



Thomas Waendendries
VP sales & marketing

Chez AMA depuis 2015

Au préalable différentes positions en Sales et Marketing dans les domaines du luxe et logiciels

Diplômé ESC Rennes



Perrine Fromont
CFO

Chez AMA depuis 2016

Au préalable DAF et DAF adjointe du groupe ODIS et de Beijaflore

Diplômée DSCG et Neoma Business School



Hélène Patret
HR Director

Chez AMA depuis 2016

Au préalable RRH et Responsable Social France puis Responsable droit du travail international chez Ubisoft

Titulaire d'une maîtrise en droit du travail et d'un DESS en droit et gestion du personnel



Guillaume Champion
VP Product & partnership

Chez AMA depuis 14 ans

Ancien chef de produit chez Orange

Diplômé Institut Mines-Télécom Business School



Yannick Liebert
VP Operations

Chez AMA depuis 2015

Anciennement DSI du Groupe St Augustin, enseignant et responsable de l'Institut Catholique de Rennes



Marie-Anne Denis
CSR Director

Chez AMA depuis 2012

Successivement chef de produit, au Codir depuis 2015, directrice marketing- communication, 1 an à Boston, au démarrage de la filiale américaine, et directrice RSE

Au préalable, entrepreneur durant 18 ans. Cursus Commerce International



Esther Duval
Marketing & Communication Director

Chez AMA depuis 2019

Au préalable différentes positions Marketing et Communication chez Nokia, Exfo et Harmonic

Diplômée MBA, Marketing International à UHasselt (Belgique)



Antonia Azan
General Counsel

Chez AMA depuis 2017

Auparavant juriste chez Antargaz et en banques.

Diplômée d'un M2 en droit international des affaires (bilingue) – Paris X, et d'un LLM International Commercial Law – Canterbury Kent University (UK).

1.4.2 La raison d'être et les valeurs d'AMA

La raison d'être

Définie en 2021 dans le cadre d'une consultation interne large, elle allie le métier d'AMA à sa contribution sociale et environnementale : **Faciliter la vie des professionnels en préservant la planète.**

Faciliter la vie des professionnels :

Développeurs de solutions logicielles, passionnés par l'innovation, nous avons l'ambition d'apporter une véritable amélioration du quotidien des professionnels de terrain, en leur permettant de mieux communiquer. Dans le secteur de la santé, nos solutions bénéficient indirectement au bien-être de la société en améliorant par exemple un diagnostic médical lors d'un accident, ou en apportant l'accès aux soins aux personnes vivant dans des zones dépourvues de structures médicales spécialisées.

En préservant la planète :

XpertEye a une influence considérable sur la réduction des déplacements, et ainsi des émissions de CO2, en permettant la collaboration des professionnels à distance.

Notre raison d'être a été inscrite dans nos statuts en juillet 2022.

Les valeurs

La philosophie d'AMA repose sur 4 valeurs fondamentales :

Esprit d'équipe

Nous travaillons ensemble telle une seule et même équipe. Nous partageons nos idées et mettons en commun nos pratiques d'excellence. Nous contribuons au développement professionnel et personnel de nos collègues, célébrons les jalons franchis et prenons du plaisir dans tout ce que nous faisons.

Agilité

Nous adoptons une approche agile pour chaque aspect de notre activité, de la prise de décision à la livraison de nos solutions en passant par la planification. Notre équipe dynamique et proactive sait s'adapter au changement et n'hésite jamais à saisir les nouvelles opportunités.

Passion

Nous sommes animés par notre passion des technologies numériques et de l'innovation ; une passion qui alimente notre perpétuelle quête d'excellence et nous permet de concevoir les produits du futur.

Orientation Client

Nous nous engageons auprès de vous à long terme et plaçons naturellement nos clients au cœur de nos préoccupations. Nous sommes toujours à leur écoute et nous comprenons leurs besoins. Pour nous, c'est la seule façon de développer les meilleures solutions, dans les meilleurs délais, au meilleur coût.

1.4.3 Les axes d'engagements RSE prioritaires



1.4.3.1 Favoriser le bien-être des AMAnutes

Actions menées	2021	2022	2023
Part des femmes dans l'effectif	36,84%	34,48% (1)	36,84% (1)
Part des séniors (50 ans et +)	5,85%	8,04% (1)	9,21% (1)
Nombre de nationalités	17	15 (1)	15 (1)
Part des salariés pouvant bénéficier de télétravail	Période Covid	97,70% (2)	100% (2)
Part des salariés pouvant bénéficier de flexibilité horaire	Non calculé	47,12% (2)	61,29% (2)
Part des salariés ayant pris la totalité des jours du congé de paternité	100% Scope France	100% (2)	100% (1)
Part des salariés à temps partiel	3,22%	2,29% (2)	3,95% (1)
Part des salariés ayant bénéficié d'au moins une action de formation au cours de l'année	42,90% Scope monde 53,70% Scope France	37,85% (1) 44,53% (2)	100% (1)
Nombre de représentants du personnel	Pas encore en place	3 dont 1 référent prévention harcèlement	3 dont 1 référent prévention harcèlement
Nombre de réunions/an par rapport à obligation légale	100%	100%	100%
Part des salariés ayant bénéficié de la prime vélo au cours de l'année	Action initiée en 2022	21% (2)	10,52% (2)
Participation Marathon vert et Rennes Urban Trail	24	10 AMAthlètes (2)	18 AMAthlètes (2)
Part des salariés ayant bénéficié de la sensibilisation gestes qui sauvent	Incendie 14	Gestes qui sauvent 17	Gestes qui sauvent 20
Don du sang	Animation non réalisée	10 volontaires (Scope France)	13 volontaires (Scope France)
Sensibilisation prévention sexisme Objectif : 100% des collaborateurs formés via plateforme e-learning #initiativeStOpE à horizon 2024	Activité non démarrée	Email du CEO sur la tolérance zéro, Scope Monde 3 sessions avec les référents CSE (Comité Social et Économique)	AMA devient signataire de l'initiative #StOpE, pour lutter contre le sexisme ordinaire au travail. Formation en mode e-learning obligatoire 100% scope 1
Diversité inclusion	Parité Codir Programme Wi-Filles Formation interne AMA Académie	Identique, même ratio	Atelier lutte contre les discriminations, animé par A. Cousin de Rennes Métropole Atelier en collège pour FACE de notre responsable cybersécurité, A. Bronder (programme Wi-Filles)

(1) Sur l'ensemble des salariés, en France et à l'international

(2) Sur les salariés situés en France uniquement

1.4.3.2 Améliorer notre empreinte environnementale

Actions menées	2021	2022	
Trophées émissions évitées par nos clients lors de l'usage d'XpertEye basées sur les déplacements évités	Initié seulement en 2022	6000 tonnes CO2 eq évitées 42 trophées remis	4418 tCO2eq évitées en net
Déchets recyclés Part déchets non recyclés Total déchets en tonnes Objectif : sensibilisation de 20% de nos fournisseurs à la réduction de leurs emballages, horizon 2025	50,2% 49,8% 3,33	64,1% 35,9% 2,17 t	48,5% 51,6% 0,97 t Cette année collecte DEEE 137 kilos collectés par notre éco-organisme Ecologic.
Fresque du Climat Objectif : 50% des AMAnutes sensibilisés à la Fresque du climat horizon 2025	Initié en 2022	3 animatrices formées 2 ateliers menés avec 15 personnes	1 atelier et 8 nouveaux AMAnutes formés
Digital Clean up Objectif : 50% de participation à horizon 2025	Initié en 2022	32 participants 1176,299 GO de courriels nettoyés 1096,279 GO de dossiers nettoyés	31 participants, 140791 éléments supprimés 326451 courriels supprimés représentant 436 GO
Atelier co-voiturage Objectif : Identifier 10% nouveaux covoitureurs horizon 2024	Initié en 2022	Campagne de communication 3 ateliers menés	Pas de nouveaux covoitureurs, mais une régularité bien installée pour ceux qui continuent. Un challenge de mobilité douce instauré lors des AMA Sustainability Days qui se déroulent en septembre. Cet événement interne sensibilise nos collaborateurs au développement durable.
Écoconception - Numérique responsable Objectif : fresque numérique responsable PO, horizon 2025	Initié en 2022	Mallette kit XpertEye Travaillée en RPET Partie recyclée de la mallette estimée à 70%	Une optimisation de l'hébergement de nos serveurs et un allongement de la durée de vie de nos équipements IT en interne.

1.4.3.3 S'engager de manière responsable et éthique avec nos partenaires

Actions menées	2021	2022	2023
Sensibilisation corruption Objectif : 100% des collaborateurs, filiales comprises, horizon 2024	Cartographie des risques avec membres CODIR + Supply chain	7 équipes sensibilisées 13 managers ont participé. Création politique cadeaux & invitations	Maintien politique cadeaux et invitations. Cartographie des risques & Sensibilisation des filiales, automne 2024.
Économie solidaire / seconde vie de nos équipements informatiques	Don de 10 ordinateurs pour plateforme de soutien aux réfugiés ukrainiens, à la frontière roumaine.	21 écrans donnés à Fondation agir contre l'exclusion Accompagnement recyclage téléphone lors des migrations, à la demande de clients US et allemand. Mis en relation avec associations locales	Don de lunettes aux écoles Epitech et Insa. Don de 400 lunettes à Envie 35. Don de 42 téléphones à Ecologic, opération téléthon. Don ordinateur et téléphone école et asso Face.
Collecte de jouets de Noël pour l'ASFAD	collecte pour les enfants de l'ASFAD avec leurs mamans victimes de violence conjugales	Action renouvelée	Action renouvelée et étendue aux cadeaux pour les femmes résidentes du foyer de l'ASFAD.





1.4.3.4 Faciliter la vie des professionnels de terrain en proposant des solutions innovantes



Indicateurs	2020	2021	2022	2023
Nombre de versions sorties	4	8	7	8
Nombre de demandes d'innovation faites par les clients et réalisées	11	21	45	20
Nombre d'heures reconnues au titre du CIR/CI	23 515	24 482	26 602	8 266

1.4.4 Les objectifs de développement durable d'AMA

Conformes avec notre engagement auprès du pacte mondial de l'ONU depuis 2021, 6 objectifs de développement durable auxquels le comité de direction d'AMA a choisi de contribuer ont été identifiés. Ils sont le point de départ des initiatives locales de chacun des bureaux d'AMA.



Objectifs de développement durable	Actions liées à l'usage d'XpertEye	Actions internes
<p>Bonne santé et bien-être</p> 	<p>Avec la solution XpertEye que développe AMA, les patients isolés peuvent avoir un accès facilité à un professionnel de santé à distance. C'est le cas dans le suivi des plaies chroniques de patients vulnérables sur leur mobilité, mais également pour les prisonniers malades ou dans certaines localisations géographiques complexes au niveau de l'accessibilité, comme les îles. Notre solution est également utilisée par plusieurs SAMU.</p>	<p>Prise en charge des inscriptions aux Marathon Vert et à l'Urban Trail. Organisation de séances de Yoga. Mutuelle santé des collaborateurs étendue à leurs enfants. Attention portée aux équipements de bureau et sondage des RH sur les besoins. Invitation apprentissage gestes qui sauvent. 21 participants Organisation Dons du sang : 10 participants en 2022 et 13 en 2023.</p>
<p>Éducation de qualité</p> 	<p>Programme Wi-Filles avec association FACE (Fondation Agir Contre l'Exclusion) Au niveau de la solution XpertEye, qu'il s'agisse du secteur de la santé ou de l'industrie, de nombreux cas d'usage permettent de former en direct. Le schéma le plus courant est bien de partager « en direct » son savoir-faire, l'apprenant, assistant à distance à un cas pratique. Parfois, ce sont des scénarios atypiques qui sont enregistrés, sur le terrain, par des collaborateurs pour assurer la transmission de savoir-faire. Notre solution est également utilisée dans des formations professionnelles exigeantes comme la Med Tech Corcym.</p>	<p>En 2023, l'IA a été proposée à chacun. Au sein de la AMA ACADEMIE, nous continuons à proposer une montée en compétence. AMA a proposé en 2022 certaines missions (IT, juridique, support, marketing digital) en alternance et a créé au sein de son équipe développement, une AMA Académie dont le concept permet de mentorer ceux qui le souhaitent afin de monter en compétences.</p>
<p>Égalité entre les sexes</p> 	<p>Promotion des métiers de la Tech au féminin auprès de jeunes collégiennes de zones prioritaires avec nos partenaires FACE et le mouvement Ladies Who do Tech, en chine.</p>	<p>Sensibilisation aux violences conjugales : invitation de notre partenaire l'ASFAD à venir témoigner et partager le bilan de ses actions Formation diversité inclusion (9 RH et 3 membres RSE) Collaboration avec 3 référentes « prévention harcèlement » Lutte contre le sexisme ordinaire au travers de notre collaboration avec l'initiative #StOpE est un engagement partagé avec le CSE et l'ensemble des managers et de nos équipes. La parité est respectée au CODIR et nous calculons notre index égalité femme/homme.</p>
<p>Travail décent et croissance économique</p> 	<p>Avec ses parties prenantes externes, AMA s'engage sur les achats responsables en veillant à accroître ses achats locaux (34%) et partage ses valeurs et ses engagements en termes de droits du travail au travers d'un code de conduite éthique avec ses fournisseurs. Le dialogue avec les parties prenantes de l'entreprise est réalisé chaque année, au travers d'un sondage adressé à tous. D'autres programmes comme ceux sur la prévention de la corruption, l'estimation annuelle de nos émissions de CO2, la mesure de notre empreinte numérique sont menés, afin de veiller à une croissance responsable. Chez nos clients, l'usage d'XpertEye permet d'accélérer leur transition digitale tout en réduisant leurs émissions de CO2.</p>	<p>AMA a été labellisée B-Corp en août 2023. Le respect du travail, un salaire décent, l'épanouissement et le bien-être de nos collaborateurs étaient évidemment des points importants et représentent également l'axe premier de notre stratégie RSE chez AMA. Assurer des lieux de travail sûrs et sains Prévoyance Sensibilisation à la cybersécurité dispensée à 100% des AMANauts, lors des AMA Sustainability Days CSE : 8 représentants dont 3 référents prévention harcèlement</p>
<p>Innovation</p>	<p>Le niveau d'innovation d'une entreprise passe également par sa capacité à réseauter avec</p>	<p>Chez AMA, c'est le volet innovation qui est propre à notre activité, qui est privilégié. Et cela</p>

<p>9 INDUSTRIE INNOVATION ET INFRASTRUCTURE</p> 	<p>des partenaires exigeants et de qualité. C'est ainsi qu'AMA a rejoint à sa création le groupe 5G tours. Chez nos clients, AMA est perçu comme une solution innovante facilitant leur transition digitale.</p>	<p>commence par un recrutement de personnes qui ont la compétence pour innover.</p> <p>Enfin AMA a obtenu en 2021, la norme ISO 27001 qui concerne les exigences relatives aux systèmes de management de la sécurité des informations (SMSI). Des ateliers de sensibilisation aux bonnes pratiques IT sont réalisés chaque année au moment de la semaine européenne de développement durable.</p> <p>En 2023, c'est le volet IA qui a été notre innovation. Une formation générale au sein du groupe a été développée et continue d'être suivie.</p>
<p>Lutte contre changement climatique</p> <p>13 MESURES RELATIVES À LA LUTTE CONTRE LES CHANGEMENTS CLIMATIQUES</p> 	<p>XpertEye en permettant à nos usagers de collaborer à distance, permet à nos clients d'éviter des émissions de CO2, du fait des déplacements évités.</p> <p>Une estimation de ces émissions évitées par client est réalisée tous les ans par notre coach carbone Sami.</p> <p>En Allemagne, l'entreprise s'est engagée dans un programme de reforestation, au niveau local avec Plant MyTree.</p> <p>En joignant le bien-être à l'environnement, en France, les AMAnautes participent aux éditions du marathon vert et à chaque kilomètre parcouru, un arbre est planté.</p> <p>Seconde vie : Assistance à nos clients sur demande, lors de migration des téléphones du kit XpertEye.</p>	<p>Bilan Carbone réalisé par un tiers chaque année donnant lieu à un plan d'action de réductions retravaillé en interne avec les 17 coordinateurs RSE.</p> <p>En rejoignant la communauté des Sciences Based Target, AMA affirme sa volonté d'aller au-delà de ses simples obligations de réduire ses émissions indirectes des scopes 1 et 2.</p> <p>Lancement d'une campagne de covoiturage en interne pour sensibiliser à l'impact carbone de chacun sur le trajet domicile-travail.</p> <p>Déclaration DEEE (déclaration semestre 2 en)</p> <p>Réduction déchets de 35% de nos déchets et hausse de 14% du recyclage de nos déchets. (Sources Véolia)</p> <p>Recyclage : dons à nos associations partenaires d'équipements informatiques et offre de déstockage aux collaborateurs.</p> <p>Au niveau du groupe, le télétravail proposé, contribue à la réduction des émissions de CO2.</p> <p>Création d'une semaine dédiée en septembre de sensibilisation de nos collaborateurs au développement durable.</p>

1.4.4.1 Les AMA Sustainability Awards

La solution XpertEye développée par AMA, en réduisant fortement les déplacements des professionnels, a permis d'éviter **4418 tCO2eq évitées en net tonnes de CO2 équivalent pour l'ensemble de l'année 2023.**

Célébrer le rôle actif de nos clients dans la lutte contre le changement climatique est alignée avec notre raison d'être ("faciliter la vie des professionnels en préservant la planète").

Près de 40 clients vont recevoir un "AMA SUSTAINABILITY AWARD", lors de cette seconde édition.

L'estimation a été réalisée en collaboration avec un coach Carbon indépendant, sur les bases de la méthodologie ADEME.



1.4.4.2 Le soutien à l'ASFAD

L'ASFAD est une association qui accueille les femmes et leurs enfants victimes de violences conjugales. Sur l'impulsion de notre Président-directeur général, Christian Guillemot, nous sommes devenus partenaires de l'association sur notre territoire à Rennes. Lors de notre rencontre, l'association souhaitait rafraîchir son hall d'accueil. Finalement le don réalisé en 2021 par AMA aura été reversé sur la nouvelle maison des femmes Gisèle Halimi qui a vu le jour, en cette année 2023, sur le campus du CHU avec une collaboration efficace de plusieurs acteurs du territoire.

Au niveau interne, les AMAnutes ont pour la troisième année consécutive souhaité collecter des jouets pour les offrir aux résidents de l'accueil. Et en 2023, nous avons initié une collecte de cadeaux (vêtements, accessoires, cosmétiques...) pour les femmes résidentes.

1.4.4.3 L'engagement auprès de FACE

FACE est une association du territoire breton qui agit contre l'exclusion. AMA est un membre actif de leur programme Wi-Filles et c'est ensemble que nous travaillons à promouvoir les métiers de la Tech auprès des collégiennes et lycéennes de quartiers défavorisés. Des collaboratrices d'AMA partagent leurs parcours, leurs expertises de femmes de la Tech, et témoignent de la réussite de leurs carrières dans le secteur de laTech. Cette expérience est alignée avec nos objectifs de développement durable sur l'égalité des sexes et l'accès à une éducation de qualité. En 2023, c'est Agata Bronder, en charge de la cybersécurité chez AMA qui a été en collège de zone prioritaire, partager des exercices pour sensibiliser chacun aux bonnes pratiques et échanger sur son parcours. L'objectif : restaurer la confiance, permettre à des élèves filles d'envisager une carrière Tech au-delà des préjugés et de ses origines.

1.4.5 Le Bilan carbone et les Sciences Based Target

Bilan Carbone®

Le Bilan Carbone® réalisé par AMA tous les ans depuis 2020 suit la méthodologie de l'ADEME, maintenant portée par l'Association Bilan Carbone (ABC).

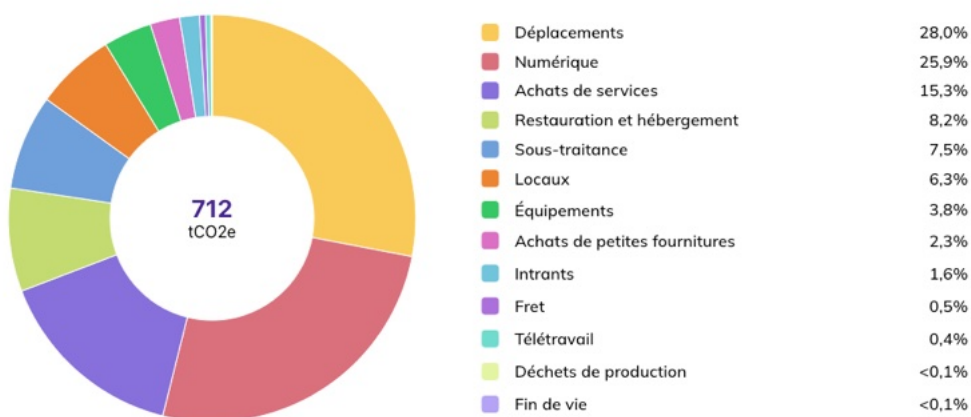
L'objectif est de mesurer l'ensemble des émissions physiquement nécessaires à l'activité d'AMA et porte sur 3 scopes.

Scope 1 : les émissions directes de GES (Gaz à Effet de Serre), dues principalement à la combustion d'énergies fossiles pour le chauffage ou les véhicules de fonction.

Scope 2 : les émissions indirectes associées à la production d'électricité et de chaleur.

Scope 3 : toutes les autres émissions indirectes de la chaîne de valeur (déplacements, achats, déchets...).

AMA a émis 712 tonnes de CO2 en 2023, et réalise une baisse de plus de 40% par rapport au bilan de 2022.



C'est l'équivalent de...



13000 m²
de forêt mature française



396
aller-retours Paris / New-York en avion



94
tours du monde en voiture diesel



71 personnes
à raison de 10 tCO2e / an en moyenne par Français

Les objectifs AMA soumis aux Sciences Based Target

AMA est engagée auprès de la communauté des Sciences Based Target pour contribuer aux efforts requis afin de contenir la hausse des températures à 1,5° maximum.

AMA s'engage à réduire les émissions de GES des champs d'application 1 et 2 de 42% d'ici 2030 par rapport à l'année de référence 2020, ainsi qu'à mesurer et à réduire ses émissions du champ d'application 3.

1.4.6 AMA a rejoint la communauté des entreprises certifiées B-CORP



L'engagement d'AMA vers un avenir durable

La déclaration d'interdépendance, principe fondamental du label B Corp, trouve un écho profond chez AMA. Notre mission, "utiliser l'entreprise comme une force au service du bien", repose sur la conviction que nous sommes tous interconnectés et responsables les uns envers les autres, et envers les générations futures.

L'obtention du label B Corp est une première étape importante dans notre engagement vers un avenir durable.

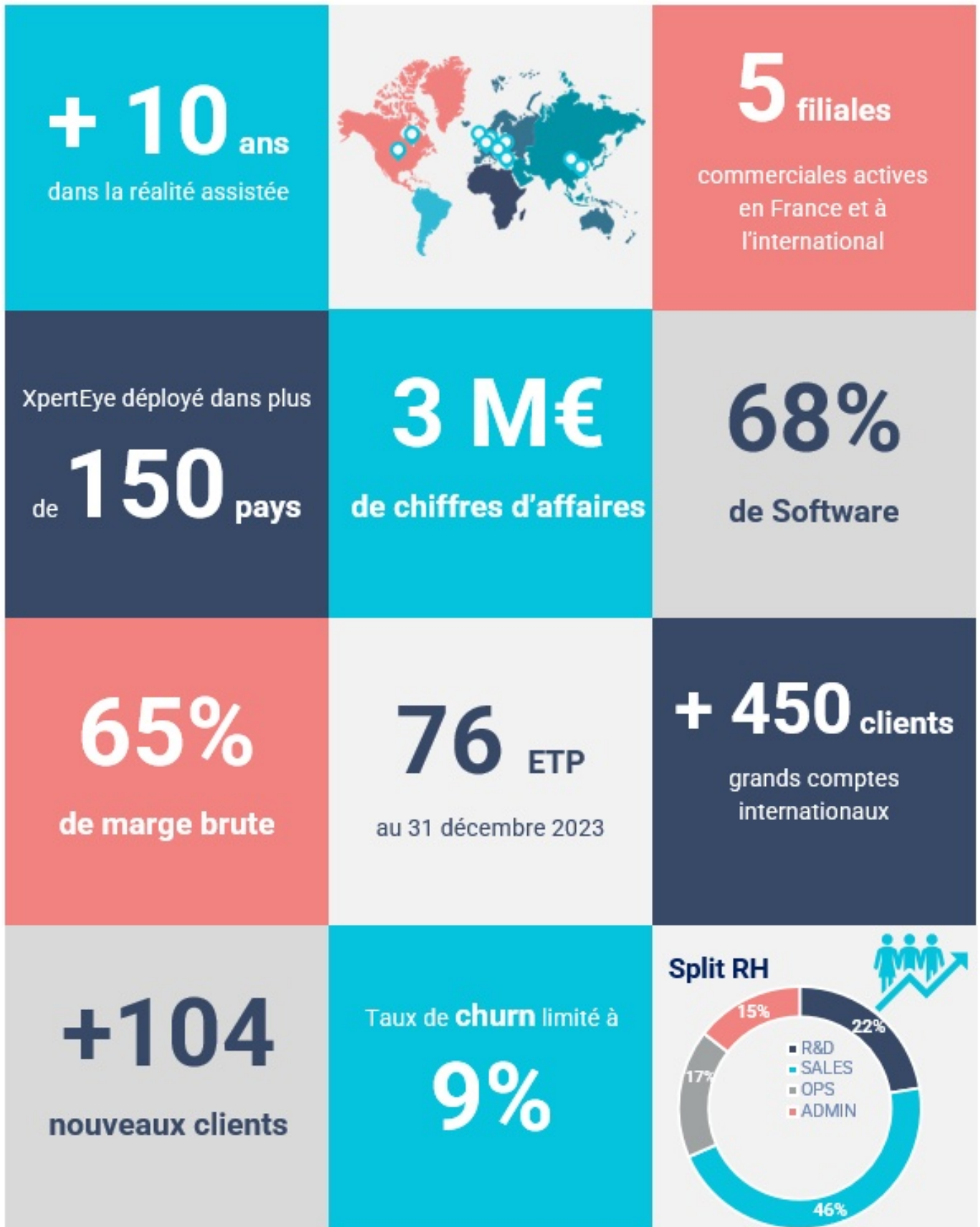
Même si notre score (80,3) est encore modeste, notre engagement témoigne de notre volonté d'améliorer continuellement nos pratiques. Nous sommes conscients du chemin qu'il nous reste à parcourir, et nous sommes déterminés à progresser chaque jour.

En tant qu'entreprise B Corp, nous nous engageons à :

- Respecter des normes élevées de performance sociale et environnementale.
- Adopter une gouvernance transparente et responsable.
- Contribuer à un monde plus juste et plus durable.

Nous sommes convaincus que le business peut être une force positive pour le changement. En rejoignant la communauté B Corp, nous nous engageons à œuvrer pour un avenir meilleur pour tous.

1.5 Chiffres Clés



Rapport sur l'activité du Groupe en 2023




AMA
Digital Accelerator



2 Rapport sur l'activité du groupe AMA en 2023

2.1 Évolution des activités du Groupe au cours de l'exercice clos le 31 décembre 2023

2.1.1 Contexte global et événements majeurs de l'année

En 2023, AMA Corporation a navigué à travers un contexte économique mondial difficile, marqué par des incertitudes qui ont influencé l'adoption des technologies de réalité assistée plus lentement que prévu. Malgré cela, le Groupe a réduit significativement ses pertes, grâce à une gestion rigoureuse des coûts.

AMA a conservé la confiance de plus de 450 clients, dont Alstom, Merck, et Boehringer Ingelheim. Cette fidélité des clients démontre la solidité des offres d'AMA, même dans un climat économique tendu.

La société a également pris un tournant important en termes d'innovation et de développement stratégique, introduisant des produits innovants tels que le Data Locker API et l'AI Report, des outils qui permettent une intégration et une analyse des données améliorées, propulsant l'usage de l'intelligence artificielle chez nos clients.

Cette période de transformation, bien qu'exigeante, nous a permis de réaffirmer notre engagement envers l'innovation et la qualité de service. Elle annonce une nouvelle ère pour notre Société, où l'exploitation judicieuse des technologies émergentes sera au cœur de notre stratégie pour répondre aux besoins évolutifs de nos clients. Dans cet esprit, nous restons résolument tournés vers l'avenir, confiants dans notre capacité à naviguer dans ces temps incertains et à saisir les opportunités qui se présentent pour continuer à offrir une valeur exceptionnelle à nos parties prenantes.

2.1.2 Commentaires sur les comptes consolidés

Activité et résultats

L'exercice clos le 31 décembre 2023 constitue le 4^{ème} exercice social au terme duquel la Société AMA Corporation établit des comptes consolidés.

La Société a choisi d'appliquer les normes IFRS pour l'établissement de ces comptes consolidés. Ces comptes consolidés constituent le document de référence utilisé par la direction en matière de communication financière du Groupe.

en k€	2023	2022	Variation
Chiffre d'affaires	3 013	4 285	-29,7%
Marge brute ajustée ¹ <i>en % du chiffre d'affaires</i>	1 970 65%	2 640 62%	-25,4% +3 pts
Charges de personnel	(6 436)	(10 159)	+36,6%
EBITDA ajusté ²	(6 735)	(9 045)	+25,5%
Résultat opérationnel courant	(8 095)	(12 370)	+34,6%
Charges et produits exceptionnels	(0)	(8 395)	
Résultat opérationnel	(8 095)	(20 765)	+61,0%
Résultat financier	50	(62)	
Résultat avant impôts	(8 046)	(20 827)	+61,4%
Résultat net de l'ensemble consolidé	(8 075)	(21 387)	+62,2%

¹ La marge brute ajustée correspond à la marge sur achats consommés hors dépréciation de stocks.

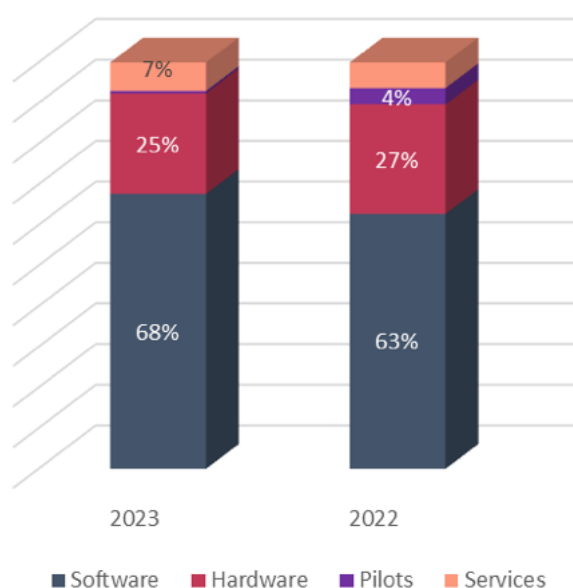
² L'Ebitda ajusté correspond au résultat opérationnel + amortissements des immobilisations corporelles et incorporelles + rémunérations à base d'actions conformément à la norme IFRS 2 + résultat courant

AMA génère un chiffre d'affaires de 3 M€ en 2023, à comparer à 4,3 M€ en 2022, soit un recul de 29,7% à taux de change courant. Cette tendance continue de traduire l'attentisme des clients face à un environnement économique dégradé et incertain.

La part des revenus liée au Software (« logiciel »), le cœur de métier d'AMA avec sa plateforme XpertEye, est en recul de 23% par rapport à 2022, et atteint sur l'année 68% des revenus (contre 63% en 2022), pour un montant de 2 M€. La part de revenu Hardware (« équipement ») est quant à elle en décroissance de 34% et représente 25% du chiffre d'affaires 2023 contre 27% l'année précédente, pour un montant de 0,7 M€. Il est rappelé que le Hardware est constitué d'une variété d'équipements (lunettes connectées, sources vidéo externes, etc.) complémentaires à l'utilisation d'XpertEye et fournis par des tiers.

La marge brute ajustée correspond à la marge sur achats consommés hors dépréciation de stocks. Elle est en baisse de 25,4% en valeur par rapport à l'exercice 2022, tandis que le taux de marge est en augmentation de 3 points à 65%. Cette amélioration reflète l'augmentation de la part du Software dans le chiffre d'affaires.

Répartition du chiffre d'affaires par nature de produits (en % du CA consolidé)



Backlog

À fin 2023 le Backlog s'élève à 2,5 M€, en hausse de 10% par rapport au 31 décembre 2022 (2,3 M€ à cette date). Il correspond principalement au revenu signé, mais non encore comptabilisé sur la partie Software. Souscrite sous forme d'abonnements, pour des engagements allant de 12 à 72 mois, la reconnaissance du chiffre d'affaires est comptablement lissée dans le temps. La croissance du backlog est permise par l'accueil favorable de « l'Enterprise Model », la nouvelle offre commerciale lancée au premier semestre 2023, qui propose des packages de licences et des prix en volume, facilitant l'adoption des solutions XpertEye.

Évolution du portefeuille client

En 2023, AMA comptait 454 clients dont 104 nouveaux.

Durant l'année, le Groupe a été en mesure de conserver ses principaux clients et d'en gagner de nouveaux. Le taux d'attrition est de 9% du chiffre d'affaires de 2022 et correspond principalement aux « petits clients » représentant une moyenne de 2,5 k€ de chiffre d'affaires par client. Le panier moyen des anciens clients a diminué de 26,5% passant de 9,8 k€ à 7,2 k€, lié principalement au non-renouvellement du hardware et à un réajustement du nombre de licences en fonction de l'usage, alors que le panier moyen des nouveaux clients est en hausse de 14,6%.

Évolution des indicateurs clients

	En k€ (taux de change constant)	2023	2022	Variation
Clients existants	Chiffre d'affaires	2 505,6	3 695,0	-32,2%
	Quantité	346	378	-8,5%
	Chiffre d'affaires annuel moyen	7,2	9,8	-26,5%
Nouveaux Clients	Chiffre d'affaires	484,5	483,9	+0,1%
	Quantité	104	119	-12,6%
	Chiffre d'affaires annuel moyen	4,7	4,1	+14,6%
Total	Chiffre d'affaires	2 990,2	4 178,9	-28,4%
	Quantité	454	497	-8,7%
	Chiffre d'affaires annuel moyen	6,6	8,9	-25,8%

Chiffre d'affaires par zones géographiques

La baisse d'activité est observée dans toutes les régions, et plus particulièrement en Amérique et en Asie. L'Europe et la France restent les principaux contributeurs au chiffre d'affaires, représentant respectivement 77% et 54% du chiffre d'affaires 2023.

Évolution du chiffre d'affaires par zones géographiques (k€)

en K€	2023 12	2022 12	Gap	Change
Europe	2 310	3 147	-838	-27%
Americas	446	783	-337	-43%
Asia	234	247	-13	-5%
other	0	0	0	
Total Revenue	2 990	4 178	-1 188	-28%
<i>incl. France</i>	1 619	2 038	-418	-21%

Évolution des résultats

L'EBITDA ajusté ressort en perte de 6,7 M€, contre une perte de 9,0 M€ en 2022. Initiées en juin 2022, les mesures globales de réduction des coûts ont permis de réduire efficacement les dépenses globales, avec notamment une baisse notable de 37% des frais de personnel, qui passent de 10,2 M€ en 2022 à 6,4 M€ en 2023. L'effectif à fin 2023 est de 76, contre 87 à fin 2022.

De même, les autres achats et charges externes ont été réduits de 27%, passant de 3,9 M€ en 2022 à 2,9 M€ en 2023. La baisse de l'amortissement des immobilisations corporelles et incorporelles résulte de la décision stratégique, à partir du second semestre 2022, de ne plus capitaliser les coûts de R&D en alignement avec la norme IAS 38. Cette décision a également contribué à une réduction des "Autres revenus".

Les charges d'exploitation non courantes en 2022 comprenaient une charge d'amortissement de 7,4 M€ sur les actifs incorporels de R&D et 1 M€ de coûts associés aux mesures d'adaptation prises par le Groupe.

Après comptabilisation de gains financiers nets de 50 k€ et d'une charge d'impôt de 30 k€, la perte totale de l'exercice pour le Groupe s'élève à 8,1 M€.

Évolution des effectifs

Au 31/12	2023	2022	Variation	Contribution
R&D	17	20	-3	22%
Ventes & Marketing	35	39	-4	46%
Cyber, IT, Achats	13	18	-5	17%
Généralistes & Administratifs	11	10	+1	14%
Total	76	87	-11	100%

Structure financière

ACTIFS en k€	31.12.2023	31.12.2022	Variation
Immobilisations incorporelles	16	27	-39%
Immobilisations corporelles	302	731	-59%
Droit d'utilisation	1 093	1 024	7%
Autres actifs non courants	215	274	-21%
ACTIFS NON COURANTS	1 626	2 056	-21%
Stocks	495	927	-47%
Créances clients et CIR	810	1 452	-44%
Autres actifs courants	437	611	-28%
Trésorerie	9 390	8 603	9%
ACTIFS COURANTS	11 132	11 592	-4%
TOTAL ACTIF	12 758	13 648	-7%

CAPITAUX PROPRES & PASSIFS en k€	31.12.2023	31.12.2022	Variation
Capital Social	7 680	3 207	139%
Prime d'émission	37 505	34 161	10%
Réserves et résultat	-39 395	-31 572	25%
TOTAL CAPITAUX PROPRES	5 790	5 796	0%
Emprunts et dettes financières	2 852	3 504	-19%
Dettes de loyers	1 103	1 028	7%
Dettes fournisseurs	808	863	7%
Passifs sur contrats clients	1 308	1 456	-10%
Provisions	11	134	-92%
Autres passifs	886	867	-9%
TOTAL PASSIFS	12 758	13 648	-7%

Au 31 décembre 2023, le total des capitaux propres ressort à 5,8 M€, stables par rapport au 31 décembre 2022, du fait de l'augmentation de capital de 7,8 M€ réalisée en juin 2023.

Les actifs de la Société s'élèvent à 12,8 M€, principalement constitués de trésorerie pour un montant de 9,4 M€, en hausse de 0,8 M€ par rapport au 31 décembre 2022.

Les dettes financières s'élèvent à 2,9 M€, en baisse de 0,6 M€ par rapport au 31 décembre 2022. Cette baisse résulte principalement du remboursement régulier des tranches d'emprunts, conformément à leur plan d'amortissement.

Trésorerie

En k€	31.12.2023	31.12.2022	Variation
Résultat net de la période	-8 075	-21 387	62%
Total marge brute d'autofinancement	-6 822	-10 045	32%
Variation BFR	785	-260	402%
Flux de trésor. générés par les activités opérationnelles	-5 790	-10 519	45%
Trésor. nette utilisée par les activités d'investissement	149	-1 239	112%
Trésorerie nette liée aux activités de financement	6 461	-299	2261%
Variation nette de trésorerie et équivalents de trésorerie	819	-12 051	107%
Trésorerie et équivalents de trésorerie au 1 ^{er} janvier	8 603	20 641	-58%
Effet de la var. des taux de change sur la trésor. détenue	-32	13	-346%
Trésor. et équivalents de trésorerie au 31 décembre	9 390	8 603	9%
Emprunts et dettes financières	2 852	3 504	19%
Trésorerie nette des dettes	6 539	5 099	28%

Le Groupe a significativement diminué sa consommation de trésorerie d'exploitation qui ressort à -5,8 M€ (contre -10,5 M€ en 2022), grâce à l'amélioration de son résultat par la baisse des charges externes et de personnel, et d'un BFR positif. Les flux de trésorerie liés aux opérations d'investissement sont en baisse de 1,3 M€, liés principalement à la non-capitalisation des frais de R&D à compter du 2^{ème} semestre 2022.

Les flux de trésorerie liés aux activités de financement sont en nette amélioration pour un montant de 6,5 M€ liés notamment à l'augmentation de capital réalisée en juin 2023 pour un montant de 7,8 M€ et compensé par des remboursements d'emprunt.

La trésorerie brute ressort à 9,4 M€ au 31 décembre 2023 contre 8,6 M€ au 31 décembre 2022, permettant à la Société de couvrir ses besoins de trésorerie pour 2024, sachant qu'elle dispose également de lignes de crédit non utilisées pour un montant de 12 M€ en avril 2023.

2.1.3 Investissements du Groupe – Activités en matière de R&D

Les dépenses dans les activités de R&D sont en baisse en 2023 et s'élèvent à 2,2 M€ par rapport à 5,2 M€ en 2022. Ces dépenses de R&D ne sont plus capitalisées depuis le 2^{ème} semestre 2022, et l'ensemble des actifs incorporels liés aux investissements de R&D capitalisés à fin juin 2022 pour un montant de 7,4 M€ ont été dépréciés en 2022.

Les investissements en immobilisations corporelles s'élèvent à 47 k€ sur 2023 et correspondent principalement à du matériel XpertEye destiné à une utilisation en interne (pour faire des tests, ou pour des démonstrations de produits).

Les droits d'utilisation, correspondant à des contrats de location (de serveurs, locaux ou véhicules) considérés comme des investissements en norme comptable IFRS (IFRS16), s'élèvent à 1,1 M€ sur 2023, stables par rapport à 2022.

2.1.4 Principaux risques et incertitudes auxquels la Société est confrontée

AMA a procédé à une revue des principaux risques qui pourraient avoir un impact négatif significatif sur ses activités, sa situation financière ou ses résultats. AMA n'a pas identifié d'autres risques significatifs autres que ceux détaillés ci-dessous.

Les principaux risques sont indiqués par (*).

2.1.4.1 Risques liés au secteur d'activités

Risques technologiques (*)

AMA est un éditeur et fournisseur de solutions logicielles associées à des outils vidéo et dédiées au marché des solutions de travail connectées. Les marchés sur lesquels opère la Société sont marqués par des changements technologiques rapides, la rapide obsolescence des technologies existantes et les lancements fréquents de nouveaux produits. Ainsi, son offre de solutions doit constamment être adaptée pour répondre aux besoins complexes de ses clients qui opèrent dans différents secteurs d'activités. En outre, les logiciels édités par la Société doivent constamment s'adapter à l'évolution et au cycle de vie des supports hardware ainsi que à ceux de l'interfaçage avec les systèmes tiers utilisés par les clients. L'évolution d'un ou de plusieurs composants des supports hardware peut également rendre nécessaire la mise à jour des logiciels édités par la Société. La Société doit, pour maintenir sa position concurrentielle, être en mesure d'anticiper les évolutions technologiques et les normes et standards qui évoluent rapidement et enrichir les fonctionnalités de ses produits existants pour répondre aux demandes de ses clients ainsi que concevoir, telles que l'utilisation et le développement d'outils d'Intelligence Artificielle. La Société doit également être à même de développer, améliorer et commercialiser de nouveaux produits dans des délais courts et à des coûts acceptables. Le développement et les sources de revenus futurs du Groupe reposent donc dans une large mesure sur les ressources financières et humaines affectées à l'activité de recherche et développement. Les nouvelles solutions développées pourraient de même ne pas être les plus adaptées aux besoins des clients, notamment en fonction de leur évolution dans le temps, et ne pas permettre les synergies attendues par la Société. La Société pourrait prendre du retard dans la réalisation de ses développements et arriver sur le marché avec une technologie obsolète ou sur laquelle l'un de ses concurrents est déjà très bien implanté, ou encore développer des produits sur la base de standards ou des plateformes qui ne seraient finalement pas ceux retenus par ses

clients. Les coûts de développement pourraient par ailleurs être trop élevés par rapport au prix auquel la Société pourrait souhaiter commercialiser ses produits. Alors que de nouveaux terminaux mobiles, de nouvelles plateformes et de nouveaux objets connectés se développent, la Société pourrait de même rencontrer des difficultés à développer de nouvelles solutions adaptées à ces terminaux, ces plateformes et ces objets. Dans le cas où la Société ne serait pas en mesure de répondre de manière appropriée à ces situations, cela aurait un impact défavorable sur l'activité, le chiffre d'affaires, les résultats, la situation financière, les perspectives et le développement de la Société.

Risques liés à la continuité des logiciels de la Société

Les logiciels développés et commercialisés par la Société peuvent être sujets à des erreurs, des défauts et des bugs devant être corrigés dans des délais et conditions prévus au titre des contrats conclus avec ses clients. En cas de défaut de performance dans les niveaux de service et de temps de réponse, la Société pourrait engager sa responsabilité contractuelle et pourrait être amenée à engager des coûts supplémentaires nécessaires pour corriger ces anomalies. Par ailleurs, toute défaillance dans l'exécution de ses services emporte un risque réputationnel auprès des clients.

Risques liés aux évolutions technologiques

La Société est exposée au risque d'inadéquation des infrastructures existantes face à une augmentation des flux d'utilisateurs. En 2023, la Société s'est concentrée sur la disponibilité de ses serveurs dédiés et extensibles, tout particulièrement chez Microsoft Azure, qu'il conviendra de continuer en 2024. Les équipes de direction des systèmes d'information des opérations et de recherches et développement travaillent ensemble à l'automatisation du redimensionnement automatique des ressources pour faire face à la demande des clients. Dans l'attente de cette automatisation, un suivi quotidien de l'usage des plateformes est réalisé, et les ajustements de ressources sont faits en direct par la direction des systèmes d'information des opérations.

Risques liés à la cybersécurité (*)

Les activités de la Société sont largement dépendantes d'installations informatisées et de données au format numérique. Il n'est donc pas techniquement possible de garantir l'absence d'erreur, le fonctionnement et la disponibilité ininterrompus ou la sécurité absolue de ses systèmes d'information et de ses solutions. En raison de la nature de ses activités, la Société est exposée à des risques d'incidents informatiques de diverses natures pouvant entraîner une divulgation accidentelle, ou volontaire, d'informations confidentielles et/ou protégées par le secret des affaires. Les incidents peuvent être d'origine interne (y compris le non-respect des politiques de sécurité interne par le personnel du Groupe) ou externe (cyberattaques, tentative de phishing, intrusion dans les systèmes d'information, etc.). Dans certains cas, ces incidents informatiques peuvent également entraîner une violation de données à caractère personnel au sens de la réglementation applicable dans ce domaine. Par ailleurs, le développement des technologies et produits de sécurité de la Société dépend du développement général du marché des solutions de sécurité pour les réseaux et les objets connectés, de son acceptation par les utilisateurs ainsi que de la demande des clients. La Société s'est dotée de solutions informatisées permettant de répondre rapidement aux besoins des différents cœurs de métiers du Groupe. En 2020, la direction des systèmes d'information a entrepris l'uniformisation des règles d'accès à ces solutions par le recours au SSO pour toutes ses solutions. La politique de sécurité appliquée aux comptes des utilisateurs permet alors de réduire, voire d'annuler les risques à cette segmentation. Ces travaux ont été finalisés en 2021. Des risques additionnels en matière de sécurité peuvent exister et s'appliquer à la Société, notamment dans le cadre du recours à des plateformes d'hébergement externe (e.g. cloud), et compte tenu du fait que l'essentiel des solutions développées par la Société utilise le cloud. En conséquence, la Société est exposée aux risques de défaillance de l'hébergeur externe. La Société a de plus souscrit à des polices d'assurance spécialisées en cybersécurité afin de couvrir de tels risques, tout particulièrement pour les filiales de recherche et développement, ainsi que pour celles en charge de la sécurité des réseaux et de l'informatique.

2.1.4.2 Risques liés au recours à certains prestataires (*)

Dépendance à l'égard de certains fournisseurs

Dans le cadre de ses activités, la Société peut être exposée à une situation de dépendance envers certains fournisseurs ou sous-traitants, notamment pour ce qui concerne les activités de recherche et développement de la Société. Les produits livrés à la Société par ses fournisseurs pourraient ne pas répondre aux besoins de la Société pour ses activités, tant sur le plan quantitatif que qualitatif, ou ne pas être conformes aux exigences législatives ou réglementaires ou contractuelles. La Société est donc exposée à un risque de rupture

d'approvisionnement en provenance de ses fournisseurs qui pourrait affecter significativement l'activité de la Société même si des clauses contractuelles et la redondance garantissent la Société contre cette éventualité. La Société est aussi exposée au risque de perdre des commandes, de subir un défaut ou un retard de livraison, de voir des variations de prix affecter des composants, de subir une augmentation du besoin en fonds de roulement, quand bien même certaines clauses contractuelles garantissent contre cette éventualité. Enfin, la Société pourrait se trouver dans une situation où, en cas d'insuffisance d'accès à des produits immédiatement disponibles, elle devrait s'approvisionner auprès de fournisseurs non certifiés ou certifiés limitativement sur les marchés visés. Par ailleurs, des produits qui étaient auparavant certifiés pourraient ne plus l'être à l'avenir. La Société devra dans ce cas s'adapter et pourrait ne distribuer les produits dans un marché déterminé que dans la mesure où ils sont certifiés sur le marché en question.

Risques liés à l'intensification de l'environnement concurrentiel

La Société évolue sur le marché des nouvelles technologies et plus précisément des solutions de travail connecté. Les cas d'usage des solutions proposées par la Société sont variés et les concurrents, multiples, interviennent dans un nombre important d'activités différentes (notamment l'assistance à distance, la formation à distance, l'inspection, la télémédecine, la vidéoconférence, l'instruction, etc.). Ce marché est très concurrentiel. Si le marché de la visioconférence est très concurrentiel avec maintenant des entreprises de très grandes tailles, il n'y a que très peu d'acteurs qui sont capables de fournir une solution aussi complète allant de l'accompagnement sur le terrain par des chefs de projets à l'intégration de la plateforme dans les systèmes d'information du client. Si la Société n'est pas en mesure de rester compétitive face à ses concurrents actuels ou futurs, ou si elle est confrontée à des concurrents qui ont plus de succès qu'elles, notamment en raison de leur taille ou des moyens qu'ils arrivent à mobiliser pour développer de nouvelles solutions, et/ou préempter de nouveaux marchés, cela impactera défavorablement ses parts de marché, son chiffre d'affaires, ses résultats, sa situation financière, ses perspectives et son développement.

2.1.4.3 Risques financiers

Risques liés à la politique de prix de transfert

La Société est soumise, du fait de son activité internationale, aux règles relatives aux prix de transfert, qui peuvent être particulièrement complexes et donner lieu à des interprétations divergentes entre les juridictions dans lesquelles la Société est établie. L'absence, l'insuffisance ou l'évolution de sa politique de prix de transfert ainsi que l'évolution de la réglementation fiscale, ou de son interprétation, pourrait avoir des conséquences défavorables significatives sur la situation fiscale de la Société, son taux d'imposition effectif ou le montant des impôts et d'autres prélèvements obligatoires auxquels elle est assujettie ainsi que sur ses obligations déclaratives. Une contestation de sa situation fiscale par les autorités concernées pourrait conduire au paiement par la Société d'impôts supplémentaires, à des redressements et pénalités potentiellement importants ou encore à une augmentation des coûts de ses produits ou services aux fins de répercuter ces impôts, ce qui pourrait avoir un effet défavorable significatif sur son activité, ses résultats, sa situation financière et ses perspectives. Ainsi, pour en limiter ces impacts, la Société s'efforce de suivre et d'anticiper les risques de modifications des règles fiscales, taux d'imposition ou réglementations, notamment en termes de prix de transfert, accompagnée de cabinets spécialisés en fiscalité.

2.1.4.4 Risques légaux (*)

Risques liés à la propriété intellectuelle

L'activité et le succès de la Société sont tributaires des solutions logicielles dont elle est propriétaire. La protection de sa technologie est assurée grâce à une combinaison de droits de propriété intellectuelle, principalement les droits d'auteur, les marques et les noms de domaine. Les logiciels de la Société sont mis à disposition sous des contrats en vertu desquels la Société ou ses filiales accordent à leurs clients un droit d'utilisation des logiciels, via des licences d'utilisation transférables aux utilisateurs finaux, sans droit de reproduction, de modification, d'adaptation des logiciels et, plus généralement, sans transfert de propriété et cession des droits de propriété intellectuelle relatifs aux logiciels, à l'exception de la cession des droits de propriété intellectuelle accordée à certains clients sur les résultats obtenus et/ou générés par l'utilisation des logiciels dans le cadre de la licence. La Société compte, dans une large mesure, sur les droits d'exploitation exclusifs conférés par sa propriété intellectuelle et notamment les droits d'auteur sur les logiciels qu'elle développe et renouvelle de façon régulière. Le succès commercial et la viabilité de la Société à moyen et long

terme reposeront sur sa capacité à développer des produits protégés par des droits d'auteur qui lui sont propres et qui n'entrent pas en conflit avec des droits d'auteur déposés par des tiers. Les marques étant des éléments importants pour l'identification des produits de la Société, la marque AMA et la marque XpertEye ont été déposées et enregistrées en France (INPI), en Chine (CNIPA/TMO), à Hong-Kong (The government of the Hong-Kong Special Administrative Region) dans l'Union européenne (EUIPO), au Royaume-Uni (IPO), aux États-Unis (USPTO) ainsi qu'en Australie (WIPO).

Utilisation d'open source et mise à disposition du code source

L'utilisation, par la Société ou ses filiales, de composants open source peut représenter un risque (i) opérationnel et commercial en fonction du type de composants open source intégré et des conditions et limitations prévues dans la licence correspondante et (ii) juridique en cas de divulgation obligatoire du code source lié au(x) composant(s) open source modifié(s) et amélioré(s) par la Société ou ses filiales ou en cas de non-respect des conditions imposées par chaque licence open source, en particulier en termes de distribution et de commercialisation ultérieure. Les composants open source utilisés par la Société ou ses filiales (i) ne sont pas directement liés aux solutions « cœur de métier » telles que développées et commercialisées par la Société ou ses filiales et mises à disposition des clients et (ii) sont limités à des briques aisément et techniquement remplaçables, sans impact pour la continuité des activités de la Société ou ses filiales. Par ailleurs, la Société est exposée à un risque avéré et actuel de manquement et de responsabilité contractuelle au titre d'une garantie octroyée à un client récurrent sur l'absence de recours à des composants et logiciels open source dans le cadre des produits et services fournis par la Société à ce client. Enfin, en cas de faillite, changement de l'activité principale ou cessation de l'activité de la Société ou de ses filiales, certains contrats conclus avec ses clients et/ou ses fournisseurs accordent un droit au client et/ou au fournisseur d'accéder au code source déposé par la Société auprès de l'Agence pour la protection des programmes (« APP ») afin d'assurer uniquement la continuité de leurs services pour la durée prévue au contrat.

Risques liés à la protection des données personnelles

La Société opère sur un marché qui a connu un renforcement de la réglementation applicable en matière de protection des données personnelles, ce qui a entraîné la mise en place effective d'un programme global de conformité, le suivi de cette conformité et l'adaptation aux évolutions des exigences imposées par la réglementation applicable. Malgré ces efforts, la Société reste exposée au risque de plaintes et d'actions en justice de la part de tiers, de contrôle par les autorités compétentes et de sanctions, y compris financières, qui peuvent être rendues publiques et qui peuvent entraîner un risque de réputation pour le Groupe. Compte tenu de la localisation de certains de ses prestataires agissant en qualité de sous-traitants, la Société est actuellement exposée au risque de non-conformité de certains transferts de données personnelles en dehors de l'Espace économique européen aux exigences découlant du RGPD renforcées par l'arrêt " Schrems II " de la Cour de justice de l'Union européenne ("CJUE") du 16 juillet 2020. Avec davantage de réglementations internationales concernant la protection des données personnelles dont le PIPL (novembre 2021) et les SCCs (février 2023) de la Chine, l'APPI du Japon modifié en avril 2022, la mise à jour des SCCs de la Commission européenne (décembre 2022), ainsi que le renforcement des normes et mesures ISO 27001 liées à la protection des données personnelles, la Société doit également adapter sa politique de confidentialité à l'échelle mondiale.

2.1.4.5 Risques liés à l'usage et développement d'outils d'Intelligence Artificielle (IA)

En 2023, les équipes R&D et IT De la Société se sont également concentrées sur le développement d'outils d'IA. La Société a dû s'adapter aux nouvelles technologies afin de répondre aux demandes de ses clients et de toujours rester en phase avec le marché et ses concurrents. Les logiciels développés par la Société devront donc évoluer en conséquence et faire face aux difficultés technologiques et techniques liées à la mise en œuvre de l'IA, telles que la protection continue des données personnelles, la dépendance à l'égard des fournisseurs et l'utilisation de code open source, ainsi que la formation et la fidélisation de ses employés clés. En outre, la Société devra rester attentive à l'évolution de la réglementation sur l'IA, sachant qu'une loi sur l'IA entrera en vigueur dans l'UE durant 2024.

2.1.4.6 Risques liés au personnel et au recrutement (*)

Depuis 2022, la Société a dû freiner sa croissance en personnel en supprimant environ 80 postes au niveau mondial et en ajustant le remplacement de certains postes. La Société se concentre sur les équipes et le personnel clés afin de lui permettre d'être plus agile et de bénéficier de ressources adaptées. La Société est en concurrence avec d'autres entreprises pour conserver ses talents et pourrait ne pas être en mesure de les

retenir. Cette incapacité pourrait limiter ou retarder l'exploitation de sa plateforme technologique ou empêcher le développement ou la commercialisation de ses produits et ainsi avoir un effet défavorable significatif sur la Société, son activité, ses résultats, ses perspectives, sa capacité à réaliser ses objectifs, sa situation financière et/ou son développement.

2.1.4.7 Risques liés à l'inflation

La situation mondiale consécutive aux crises Covid 2020/2021, suivies de près par le conflit ukrainien de 2022, a induit un changement des conditions économiques et sociales, de la demande des consommateurs et des professionnels, ainsi qu'une réduction permanente de la valeur des actifs. L'inflation peut compromettre la valeur réelle des flux de trésorerie et des rendements des investissements en raison d'une baisse du pouvoir d'achat.

2.1.5 Évènements importants survenus entre la date de clôture et la date d'établissement du rapport

En janvier 2022, la Société avait mis en place un plan d'options sur actions qui représentait 5% du capital social de la Société à l'époque. Ces options d'achat d'actions avaient une durée de vie de six ans et pouvaient être exercées au prix de 2,03 € deux ans après leur émission, sous réserve de satisfaire à une condition d'emploi continu.

Le 8 janvier 2024, le Conseil d'administration, agissant conformément à l'article 16.2 du plan, a ratifié une révision du prix des options sur actions. Cet ajustement a impliqué l'émission de nouvelles options en remplacement des options initiales, visant à maintenir leur valeur motivante en abaissant le prix d'exercice de 2,03 € à 0,21 €. Cette révision a concerné 878 500 options d'achat d'actions, ce qui représente 1,7% du capital social d'AMA. L'impact financier comptabilisé en janvier 2024 selon la norme IFRS 2 au titre de cette révision est estimé à environ 100 000 €.

2.1.6 Évolution prévisible et perspectives d'avenir

Chiffre d'affaires du 1^{er} trimestre 2024

Au titre du 1^{er} trimestre 2024, AMA a réalisé un chiffre d'affaires consolidé non audité et à taux de change constant de 0,7 M€ (-14% par rapport au T1 2023 et stable par rapport au T4 2023), reflétant la phase initiale d'adoption de nos innovations récentes tels le Data Locker et l'AI Report.

Perspectives 2024

En 2023, AMA a consolidé sa position de leader grâce à des initiatives stratégiques clés et à l'intégration de l'intelligence artificielle dans nos solutions, comme en témoignent le lancement de notre Enterprise Model et les mises à jour importantes d'XpertEye. Ces évolutions nous ont permis de renforcer nos relations avec des clients stratégiques et d'augmenter notre efficacité opérationnelle.

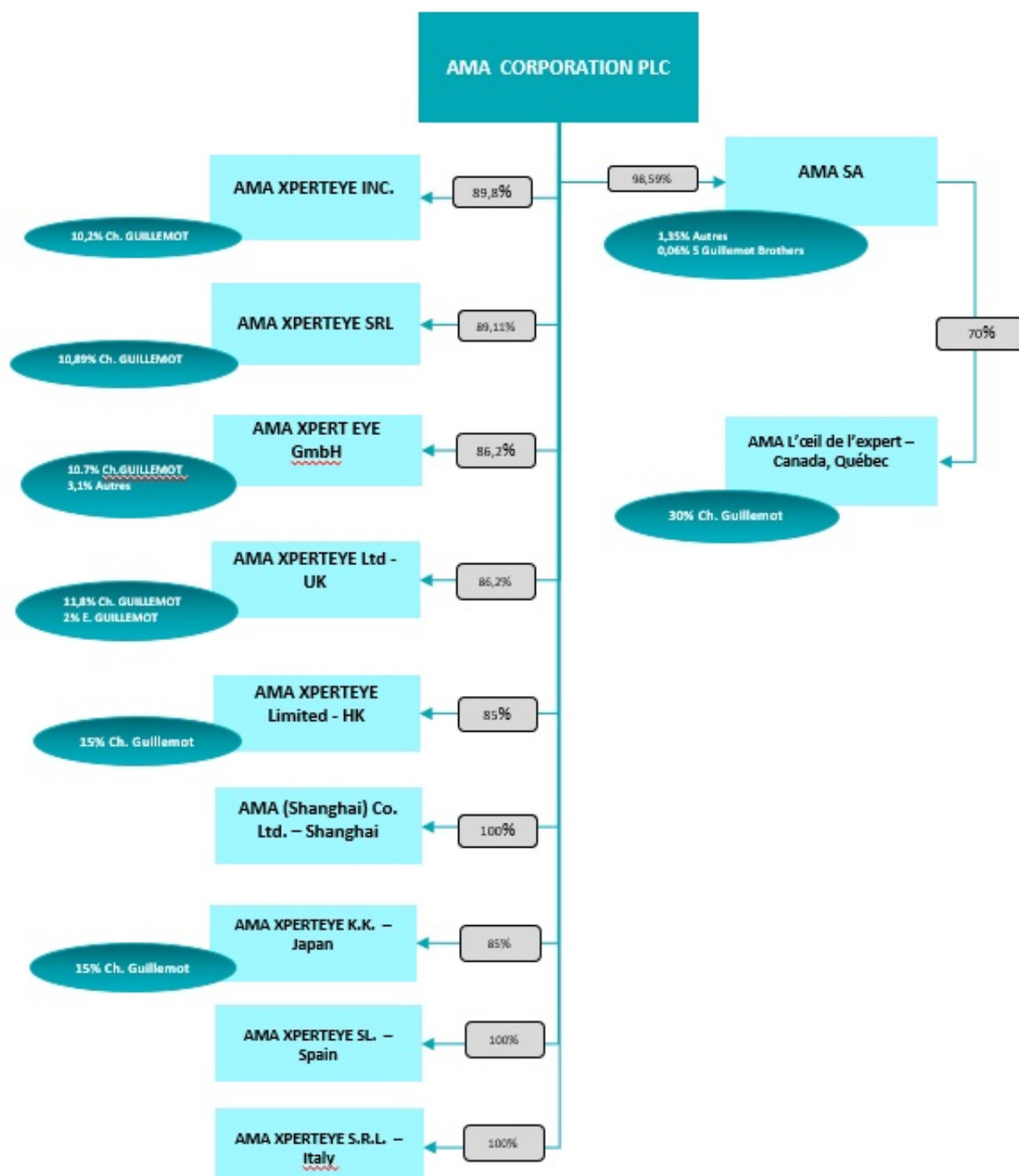
Pour 2024, nous anticipons des innovations majeures avec le développement de la fonctionnalité de Live Stream, qui révolutionnera la transmission en temps réel des données. Nos collaborations, notamment avec ARIANN et des partenaires comme Sopra Steria, vont continuer de propulser notre avance technologique et d'optimiser la productivité de nos clients.

"AMA est désormais parfaitement positionnée pour faire partie du mouvement des entreprises utilisant toute la puissance de l'intelligence artificielle pour améliorer de manière significative leur productivité générale", indique Christian Guillemot, co-fondateur et Président directeur général d'AMA.

2.2 Filiales et Participations

Organigramme juridique du Groupe

Au 31 décembre 2023, l'organigramme juridique du Groupe était le suivant :



Activité des filiales de la Société

Les descriptions des filiales de la Société sont les suivantes :

AMA S.A.

La Société contrôle, à hauteur de 98,59%, AMA, société anonyme à Conseil d'administration de droit français, au capital social de 7 373 974 euros, immatriculée au registre du commerce et des sociétés de Rennes sous le numéro 489 626 283 depuis le 18 décembre 2012 et dont le siège social est situé 85 rue Jules Vallès – 35000 Rennes. AMA SA a pour activité la commercialisation et la distribution de la solution XpertEye en France, Benelux, UK, Espagne, Portugal, Italie, Danemark, Suisse, Suède, Norvège et Finlande. AMA SA apporte également les fonctions supports financières, juridiques, communication et marketing, et de responsabilité sociétale des entreprises (« RSE ») pour l'ensemble du Groupe. Elle gère aussi les stocks et toutes les activités opérationnelles pour le Groupe, le développement des suites applicatives XpertEye avec les équipes de recherche et développement, ainsi que la sécurité des réseaux et informations.

AMA L'ŒIL DE L'EXPERT INC.

La Société contrôle, par l'intermédiaire de la société AMA SA qui détient 70% du capital d'AMA L'œil de l'Expert Inc., société par actions de droit québécois immatriculée au registre des entreprises du Québec sous le numéro d'entreprise du Québec 1172764335 depuis le 5 mai 2017 et dont le siège social est situé 300-204, rue du Saint-Sacrement, Montréal (Québec) – H2Y 1W8 – Canada. L'entité canadienne a pour activité la commercialisation et la distribution de la solution XpertEye au Canada. AMA L'œil de l'Expert Inc. a été juridiquement créée le 5 mai 2017, mais n'est actuellement pas opérationnelle.

AMA XPERTEYE INC

La Société contrôle, à hauteur de 89,8%, AMA XpertEye Inc., corporation de droit de l'État du Delaware (États-Unis), immatriculée sous le numéro 5937548 depuis le 15 janvier 2016 et dont le siège social est situé Once City Plaza, 421 Fayetteville Street, STE 100, Raleigh, NC27601 – USA. L'entité américaine a pour activité la commercialisation et la distribution de la solution XpertEye aux États-Unis, en Amérique centrale et en Amérique du Sud.

AMA XPERTEYE SRL

La Société contrôle, à hauteur de 89,11%, AMA XPERTEYE SRL, *societatii cu raspundere limitata* de droit roumain immatriculée au registre du commerce du Tribunal de Bucarest sous le numéro J40/7624/2016 depuis le 8 mai 2018. Cette société n'est actuellement pas opérationnelle et il est prévu de la clôturer en 2024.

AMA XPERT EYE GmbH

La Société contrôle, à hauteur de 86,2%, AMA Xpert Eye GmbH, *gesellschaft mit beschränkter haftung* de droit allemand au capital social de 25 000 euros immatriculée sous le numéro HRB 91055 depuis le 12 mai 2017 et dont le siège social est situé Im MediaPark 8 – 50670 Köln, Allemagne. AMA XPERT EYE GmbH a pour activité la commercialisation et la distribution de la solution XpertEye en Allemagne et en Autriche, en Roumanie et sur les territoires d'Europe de l'Est.

AMA XPERTEYE Ltd

La Société contrôle, à hauteur de 86,2%, AMA XPERTEYE Ltd, *limited company* de droit anglais, immatriculée auprès de la Companies House sous le numéro 10112182 depuis le 8 avril 2016. Cette société n'est actuellement pas opérationnelle et il est prévu de la clôturer en 2024.

AMA XPERTEYE Limited

La Société contrôle, à hauteur de 85%, AMA XpertEye Limited, *limited company* de droit hongkongais immatriculée au registre des entreprises de Hong Kong sous le numéro 2815283 depuis le 12 avril 2019 et dont le siège social est situé FLAT 7107B, 71/F, International Commerce Centre, 1 Austin Road West, Kowloon, Hong Kong. AMA XpertEye Limited a pour activité la commercialisation et la distribution de la solution XpertEye dans la région Asie-Pacifique (« APAC »).

AMA (Shanghai) Co. Ltd.

La Société détient la totalité du capital d'AMA (Shanghai) Co. Ltd., *Wholly Foreign Owned Enterprise* (« WFOE ») de droit chinois, dont le siège social est situé Room 713, Floor 7, No 8 Hua Jing Road, China (Shanghai) Free Trade Zone. AMA (Shanghai) Co. Ltd. a pour activité la commercialisation de la solution XpertEye en Chine, ainsi que la distribution des équipements et du logiciel XpertEye.

AMA XPERTEYE K.K.

La Société contrôle, à hauteur de 85%, AMA XPERTEYE K.K., *Kabushiki kaisha* de droit japonais, dont le siège social est sis à la CCI France Tokyo CCI France Japon/在日フランス商工会議所 - Nihonbashi Honcho YS Building 2F、2-2-2 Nihonbashi Honcho, Chuo-ku, 103-0023 Tokyo. AMA XpertEye K.K. a pour activité la commercialisation et la distribution de la solution XpertEye au Japon.

AMA XPERTEYE S.L.

La Société détient la totalité du capital d'AMA XPERTEYE S.L., *sociedad limitada* de droit espagnol. Cette société n'est actuellement pas opérationnelle et il est prévu de la clôturer en 2024.

AMA XPERTEYE S.R.L.

La Société détient la totalité du capital d'AMA XPERTEYE S.R.L., de droit italien. Cette société a été clôturée en janvier 2024.

2.3 Montant des dividendes distribués au cours des trois derniers exercices

La Société n'a distribué aucun dividende au cours des trois derniers exercices.

La Société souhaite dédier sa trésorerie à son développement opérationnel, et n'entend pas, à la date du présent rapport, adopter une politique de versement de dividende.

2.4 Répartition du capital et actions d'autocontrôle

Le tableau ci-après présente la répartition du capital et des droits de vote de la Société au 31 décembre 2023.

A la connaissance de la Société, aucun actionnaire autre que ceux mentionnés ci-dessus ne détient plus de 5% du capital et des droits de vote de la Société.

Chaque action donne droit à une voix. Le nombre de voix dont peut disposer chaque actionnaire n'est pas limité. Il n'existe pas de droit de vote double.

Actionnaires	Actions		Droits de votes	
	Nombre	%	Nombre	%
Guillemot Brothers SAS	38 403 852	72,15%	38 403 852	72,15%
Christian Guillemot	1 965 623	3,69%	1 965 623	3,69%
Yves Guillemot	1 855 488	3,49%	1 855 488	3,49%
Michel Guillemot	1 855 488	3,49%	1 855 488	3,49%
Gérard Guillemot	2 005 488	3,77%	2 005 488	3,77%
Claude Guillemot	1 855 488	3,49%	1 855 488	3,49%
Autres membres famille Guillemot	670 800	1,26%	670 800	1,26%
Sous total famille Guillemot	10 208 375	19,18%	10 208 375	19,18%
Investisseurs / Public / Salariés	4 612 818	8,66%	4 612 818	8,66%
TOTAL	53 225 045	100%	53 225 045	100%

2.5 Gouvernement d'Entreprise

Les actions de la Société sont admises aux négociations sur Euronext Growth Paris, système multilatéral de négociation organisé, et dans le contexte de cette cotation, le *Board of Directors* a décidé, sous condition suspensive de l'admission aux négociations et de la première cotation des actions de la Société sur le marché Euronext Growth Paris, de se référer volontairement aux principes de gouvernement d'entreprise tels que définis par le code de gouvernement d'entreprise pour les valeurs moyennes et petites de Middlednext de septembre 2021 (le « *Code Middlednext* »).

2.5.1 Composition du *Board of Directors* (Conseil d'administration)

Au 31 décembre 2023, le *Board of Directors* (« *Conseil d'administration* ») de la Société est composé des neuf membres suivants :

Nom	Mandat	Age	Membre indépendant ⁽¹⁾	Entrée au <i>Board</i>	Expiration du mandat actuel ⁽²⁾	Adresse professionnelle
Christian Guillemot	<i>Chairman</i> et CEO	58	Non	2016, renouvelé en 2022	2026	Flat 3, 2 Cresswell Gardens London SW5 0BJ (Royaume Uni)
Yves Guillemot	<i>Director</i>	63	Non	2017, renouvelé en 2022	2026	Flat 3, 2 Cresswell Gardens London SW5 0BJ (Royaume Uni)
Michel Guillemot	<i>Director</i>	65	Non	2017, renouvelé en 2023	2027	Flat 3, 2 Cresswell Gardens London SW5 0BJ (Royaume Uni)
Claude Guillemot	<i>Director</i>	67	Non	2017, renouvelé en 2023	2027	Flat 3, 2 Cresswell Gardens London SW5 0BJ (Royaume Uni)
Gérard Guillemot	<i>Director</i>	62	Non	2017	2025	Flat 3, 2 Cresswell Gardens London SW5 0BJ (Royaume Uni)
Etienne Guillemot	<i>Director</i>	32	Non	2017	2025	Flat 3, 2 Cresswell Gardens London SW5 0BJ (Royaume Uni)
Pascale Laverrière	<i>Director</i>	57	Oui	2021	2025	Flat 3, 2 Cresswell Gardens London SW5 0BJ (Royaume Uni)
Nami Itoh-Korsholm	<i>Director</i>	55	Oui	2021	2025	Flat 3, 2 Cresswell Gardens London SW5 0BJ (Royaume Uni)
Christine Chan	<i>Director</i>	38	Oui	2021	2025	Flat 3, 2 Cresswell Gardens London SW5 0BJ (Royaume Uni)

(1) Au regard de la recommandation n° 3 du code de gouvernement d'entreprise pour les valeurs moyennes et petites de Middlednext de septembre 2021.

(2) Conformément à la recommandation n°9 du code de gouvernement d'entreprise pour les valeurs moyennes et petites de Middlednext de septembre 2021, un quart des mandats des *Directors* actuels sont soumis à un renouvellement chaque année à partir de l'année 2022 afin d'assurer une rotation des *Directors*. Il est précisé que les trois membres indépendants nommés le 21 mai 2021 pour une durée de quatre années ne sont pas soumis à ce renouvellement par anticipation et leurs mandats arriveront à échéance en 2025.

Au cours de l'exercice clos le 31 décembre 2023, le *Board of Directors* de la Société s'est réuni 5 fois avec un taux de présence moyen de 90%.

Profil des administrateurs

Monsieur Christian Guillemot, Director, Chairman of the Board of Directors et CEO (58 ans)

Diplômé de l'European Business School à Londres, Monsieur Christian Guillemot a eu un rôle moteur dans l'introduction en bourse des groupes Ubisoft Entertainment (concepteur et éditeur de jeux interactifs pour PC et consoles), Guillemot Corporation (concepteur et fabricant de matériel et accessoires de loisirs interactifs sous les marques Hercules et Thrustmaster), et Gameloft (un des leaders mondiaux dans l'édition de jeux vidéo téléchargeables), dont il a été le co-fondateur avec ses quatre frères. Directeur Général Délégué et Administrateur au sein des Groupes Guillemot Corporation et Ubisoft Entertainment, il est également Président-directeur Général de Guillemot Brothers LTD et Président de Guillemot Brothers SAS, les holdings familiales, et secrétaire de la société Longtail Studios Inc. Chairman et CEO d'AMA CORPORATION PLC.

Passionné par l'innovation, Monsieur Christian Guillemot est aussi un acteur actif du développement de la French Tech avec la création de trois accélérateurs numériques en Bretagne où il est élu local depuis 2014.

Monsieur Yves Guillemot, *Director en charge de la stratégie commerciale et marketing (63 ans)*

A l'issue d'études de commerce à IPME, Monsieur Yves Guillemot s'est associé à ses quatre frères pour se lancer dans le secteur des jeux vidéo, alors au début de sa fulgurante expansion. Il est actuellement président directeur général du groupe Ubisoft Entertainment qu'ils ont créé ensemble en 1986, et qui figure aujourd'hui parmi les leaders mondiaux de la création, édition et distribution de jeux vidéo et services interactifs. Également cofondateur avec ses frères du Groupe Guillemot Corporation, il occupe au sein de Guillemot Corporation S.A. la fonction de directeur général délégué chargé des relations avec les fabricants de consoles de jeux vidéo et d'ordinateurs. Monsieur Yves Guillemot est également membre du conseil d'administration de la société Andromède S.A.S.

Monsieur Michel Guillemot, *Director en charge de la stratégie recherche et développement et produits (65 ans)*

Diplômé de l'EDHEC et du DECS, Monsieur Michel Guillemot est cofondateur avec ses quatre frères du groupe Guillemot Corporation (concepteur et fabricant de matériel et accessoires de loisirs interactifs sous les marques Hercules et Thrustmaster) et occupe, au sein de la société Guillemot Corporation S.A., les fonctions de directeur général délégué et administrateur. Ses trente années d'expérience dans les industries de l'informatique et du jeu vidéo, son esprit entrepreneurial et sa connaissance approfondie de l'industrie du mobile en font une référence. Il a également fondé l'éditeur de jeux vidéo pour mobiles Gameloft et en a été pendant seize ans le président directeur général. Sous sa direction, de 2001 à 2016, Gameloft a connu une rapide et forte croissance, devenant un leader mondial et l'un des plus importants développeurs de jeux mobiles. Aujourd'hui basé à Londres, Monsieur Michel Guillemot a également cofondé le groupe Ubisoft Entertainment (concepteur et éditeur de jeux interactifs pour PC et consoles) en 1986, et occupe les fonctions de directeur général délégué développement stratégique et financier et administrateur au sein d'Ubisoft Entertainment S.A. Il est également Président et Directeur de Playwing Ltd, et Président d'Ariann Finance Inc, société spécialisée dans la recherche et le développement d'applications de Machine Learning et de Deep Learning, et développe depuis 2017 des solutions sur mesure pour différentes industries.

Monsieur Claude Guillemot, *Director en charge de la logistique et des opérations (67 ans)*

A l'issue de sa maîtrise en Sciences économiques obtenue en 1981 à l'Université de Rennes I, suivie d'une spécialisation en informatique industrielle à l'ICAM de Lille, Monsieur Claude Guillemot a rejoint l'entreprise familiale et a, en 1984, orienté son activité vers la distribution de produits informatiques puis l'a spécialisée en 1985 dans la distribution de jeux vidéo sous la marque « Guillemot International Software ». Avec ses quatre frères, il a ensuite créé, en 1997, le groupe Guillemot Corporation qui conçoit et fabrique du matériel et des accessoires de loisirs interactifs sous les marques Hercules pour les périphériques numériques (DJ et musique numérique, enceintes) et Thrustmaster pour les accessoires de jeux pour PC et consoles de jeux vidéo. Il a également fondé avec ses frères en 1986 le Groupe Ubisoft Entertainment, concepteur et éditeur de jeux interactifs pour PC et consoles, et en 2000, le groupe Gameloft, un des leaders mondiaux dans l'édition de jeux vidéo téléchargeables. Monsieur Claude GUILLEMOT est président directeur général de la société Guillemot Corporation S.A., et également directeur général délégué et administrateur de la société Ubisoft Entertainment S.A.

Monsieur Gérard Guillemot, *Director en charge de la responsabilité sociétale des entreprises (62 ans)*

Diplômé de l'école de commerce EDHEC de Lille, Monsieur Gérard Guillemot a dirigé la mise en place des studios nord-américains du groupe Ubisoft Entertainment, groupe spécialisé dans la conception et l'édition de jeux interactifs pour PC et consoles, qu'il a fondé avec ses quatre frères en 1986. Depuis mi-avril 2016, il gère la division « Cinéma » d'Ubisoft (Motion Pictures). Il est également directeur général délégué et administrateur de la société Ubisoft Entertainment S.A. Il avait lancé Gameloft.com, un portail de jeux sur Internet qu'il a ensuite introduit en Bourse. Aujourd'hui basé à New-York, Monsieur Gérard Guillemot est Président de la société américaine Longtail Studios Inc., société qu'il a créée en 2003 et qui conçoit des applications éducatives pour Smartphones et tablettes. M. Gérard Guillemot est également cofondateur du groupe Guillemot Corporation (concepteur et fabricant de matériel et accessoires de loisirs interactifs sous les marques Hercules et Thrustmaster), et occupe au sein de Guillemot Corporation S.A. les fonctions de directeur général délégué et administrateur.

Monsieur Etienne Guillemot, *Director en charge de la stratégie* (32 ans)

Diplômé de l'European Business School à Londres, Etienne GUILLEMOT intègre rapidement AMA à Rennes dans un premier temps. En 2017, Etienne prend la direction de la filiale anglaise d'AMA : AMA XpertEye Ltd et commence les activités de commercialisation pour le territoire Britannique et les pays nordiques depuis Londres. Il recrute une équipe pour répondre à toutes activités commerciales sur ces territoires. L'intérêt qu'il porte pour les nouvelles technologies et le business existe depuis son plus jeune âge et l'a poussé vers l'activité familiale. Il a rejoint le Comité de direction d'AMA en 2022 en tant que Directeur de la Stratégie.

Madame Pascale Laverrière, *Director indépendant* (57 ans)

Madame Pascale Laverrière dispose d'une expérience professionnelle de plus de 15 ans dans le recrutement et l'accompagnement de cadres éloignés de l'emploi ou en phase de reconversion professionnelle. Depuis 2016, elle occupe les fonctions de directrice de l'école de l'intelligence écologique et de la transition, école privée d'enseignement supérieur fondée en 1995. Membre actif des réseaux économiques de la région Auvergne Rhône Alpes, elle est également administratrice de la fédération de l'enseignement agricole et déléguée de la commission d'enseignement supérieur agricole. Depuis 2017 ans, Madame Pascale Laverrière accompagne bénévolement des sportifs de haut niveau et des jeunes espoirs dans le cadre de leur recherche de sponsors et de recherche de notoriété. Madame Pascale Laverrière est diplômée d'un Master en Management de l'EM Lyon.

Madame Nami Itoh-Korsholm, *Director indépendant* (55 ans)

Après avoir passé son enfance au Japon, Nami Itoh-Korsholm, de nationalité japonaise, s'est établie en Suisse où elle a obtenu son diplôme en informatique à l'Université de Genève à la suite de quoi elle a poursuivi des études à l'école polytechnique Fédérale de Lausanne où elle a obtenu une maîtrise. Trilingue (japonais, anglais et français), elle poursuit actuellement une carrière dans la finance au sein d'un établissement bancaire suisse, après diverses expériences professionnelles dans le journalisme, l'éducation et les relations publiques.

Madame Christine Chan, *Director indépendant* (38 ans)

Madame Christine Chan est diplomate à la délégation générale du Québec à Paris. Elle a débuté sa carrière à la Banque Nationale du Canada en 2005 dont elle est nommée « Directrice – Trésorerie Globale » en 2012. Elle poursuit sa carrière en tant que « Directrice, Commerce International » et se spécialise dans l'accompagnement de sociétés ayant une présence internationale. En 2015, la Banque Nationale du Canada lui offre une opportunité au sein de son bureau en France afin de promouvoir les services financiers auprès de groupes européens envisageant des investissements au Canada. Forte de cette expérience européenne, elle intègre HSBC à Londres en 2016 dans l'équipe de gestion de trésorerie auprès des multinationales cotées en bourse. Elle y occupe ensuite le poste de « Directrice financement, Affacturage » en 2018. Après trois années à Londres, elle rejoint Investissement Québec, bras financier et agence de développement économique du Québec, à titre de « Directrice France, Espagne et Portugal » pour promouvoir les investissements étrangers et promouvoir le tissu économique du Québec.

Madame Christine Chan est titulaire d'un baccalauréat en administration des affaires de l'Université du Québec à Montréal et d'un diplôme de HEC Montréal d'études supérieures spécialisées en communication marketing.

2.5.2 Direction générale

Au 31 décembre 2023, la direction générale est composée de Monsieur Christian Guillemot, *Chief Executive Officer* (« Directeur général ») dont le mandat a débuté le 23 août 2016 et dont la date d'expiration est indéterminée, conformément au *Companies Act 2006* selon lequel les mandataires sociaux sont nommés pour une durée indéterminée.

2.5.3 Code de référence sur le Gouvernement d'entreprise

Dans le prolongement de l'admission de ses titres aux négociations sur le marché Euronext Growth Paris, le 29 juin 2021, le *Board of Directors* a décidé de se référer volontairement aux principes de gouvernement d'entreprise tels que définis par le Code Middledent.

Les recommandations du Code Middlednext seront mises en place de manière progressive à l'issue de l'admission aux négociations sur le marché Euronext Growth Paris.

Le tableau de synthèse ci-dessous décrit la mise en œuvre des recommandations du Code Middlednext par la Société selon les critères suivants :

- les recommandations « Appliquée » qui sont d'ores et déjà mises en œuvre par la Société ;
- les recommandations « En cours d'application » qui seront mises en œuvre, mais dont la Société n'a pas encore eu l'occasion de prendre des décisions les mettant en œuvre à la date du Document d'Enregistrement ;
- les recommandations « Non appliquée » qui ne seront pas mises en œuvre ou dont l'application est impossible ;
- les recommandations « En cours de réflexion » qui doivent faire l'objet d'un débat au sein du Board of Directors afin de définir si elles seront appliquées ou non.

Recommandations du Code Middlednext	Appliquée	En cours d'application	Ne sera pas appliquée	En cours de réflexion
I. Le pouvoir de surveillance				
R1 : Déontologie des membres du conseil	X			
R2 : Conflit d'intérêt	X			
R3 : Composition du conseil – Présence de membres indépendants	X			
R4 : Informations des membres du conseil	X			
R5 : Formation des membres du Conseil				X ⁽¹⁾
R6 : Organisation des réunions du conseil et des comités	X			
R7 : Mise en place de comités				X ⁽²⁾
R8 : Mise en place d'un comité spécialisé sur la responsabilité sociale/sociétale et environnementale des entreprises (« RSE »)				X ⁽²⁾
R9 : Mise en place d'un règlement intérieur du conseil	X			
R10 : Choix de chaque administrateur	X			
R11 : Durée des mandats des administrateurs	X ⁽³⁾			
R12 : Rémunération de l'administrateur		X ⁽⁴⁾		
R13 : Mise en place d'une évaluation des travaux du conseil	X			
R14 : Relation avec les actionnaires	X			
II. Le pouvoir exécutif				
R15 : Politique de diversité et d'équité au sein de l'entreprise	X			
R16 : Définition et transparence de la rémunération des dirigeants mandataires sociaux	X			
R17 : Préparation de la succession des dirigeants		X ⁽⁵⁾		
R18 : Cumul contrat de travail et mandat social	X			
R19 : Indemnités de départ	X			
R20 : Régimes de retraite supplémentaires	X ⁽⁶⁾			
R21 : Stock-options et actions gratuites	X			
R22 : Points de vigilance	X			

(1) A la date du présent rapport, le *Board of Directors* n'a pas encore débattu sur la mise en œuvre de la politique de formation des *Directors*.

(2) A la date du présent rapport, le *Board of Directors* ne s'est pas doté de comités spécialisés. En effet, la Société considère que les missions traditionnellement dévolues aux comités spécialisés peuvent être utilement assurées par le *Board of Directors*. Toutefois, dans le prolongement de la nomination de trois membres indépendants le 21 mai 2021, la Société pourrait envisager de se doter de comités spécialisés, notamment d'un comité d'audit, afin d'améliorer les travaux du *Board of Directors* et de favoriser la participation des membres indépendants nouvellement nommés intervenant à ces comités.

(3) Un quart des mandats des *Directors* est soumis à un renouvellement chaque année à partir de l'année 2022 afin d'assurer une rotation des *Directors*. Il est précisé que les trois membres indépendants nommés le 21 mai 2021 pour une durée de quatre années ne sont pas soumis à ce renouvellement par anticipation et leurs mandats arriveront à échéance en 2025.

(4) A la date du présent rapport, les membres du *Board of Directors* ne reçoivent aucune rémunération. Toutefois, le *Board of Directors* pourrait, au cours des prochains exercices, envisager de verser une rémunération fixe à ses membres.

(5) Le *Board of Directors* étant concentré sur la stratégie de développement et de croissance du Groupe, il n'a pas à la date du présent rapport initié de débat sur la succession des dirigeants. Cet élément fera l'objet d'un débat au sein du *Board of Directors* au cours des prochains exercices.

(6) A la date du présent rapport, la Société n'a pas mis en place de régime de retraite supplémentaire au bénéfice de Monsieur Christian Guillemot, mandataire social dirigeant de la Société, et n'envisage pas de le faire à court terme.

2.6 Rémunération et avantages attribués aux mandataires sociaux

Les tableaux ci-dessous présentent les rémunérations et avantages de toute nature versés aux mandataires sociaux par la Société et ses filiales au cours des exercices clos les 31 décembre 2023 et 31 décembre 2022.

Tableau de synthèse de l'ensemble des rémunérations et des options et actions gratuites attribuées aux mandataires sociaux dirigeants

Une synthèse de l'ensemble des éléments de rémunération dus et versés aux mandataires sociaux dirigeants de la Société au cours des exercices clos les 31 décembre 2023 et 31 décembre 2022 est présentée ci-après :

MONSIEUR CHRISTIAN GUILLEMOT Chairman of the Board of Directors et Chief Executive Officer (1)	Exercice 2023		Exercice 2022	
	Montants attribués	Montants versés	Montants attribués	Montants versés
Rémunération fixe	0 €	0 €	0 €	0 €
Rémunération variable annuelle	0 €	0 €	0 €	0 €
Rémunération variable pluriannuelle	0 €	0 €	0 €	0 €
Rémunération exceptionnelle	0 €	0 €	0 €	0 €
Rém. allouée à raison du mandat d'administrateur	0 €	0 €	0 €	0 €
Avantages en nature	0 €	0 €	0 €	0 €
TOTAL	0 €	0 €	0 €	€

(1) Monsieur Christian Guillemot a été nommé *Chairman of the Board of Directors* et *Chief Executive Officer* par le *Board of Directors*, lors de sa réunion du 23 août 2016.

Tableau de synthèse des rémunérations perçues par les mandataires sociaux non dirigeants

Une synthèse de l'ensemble des rémunérations attribuées aux mandataires sociaux non dirigeants de la Société au titre des exercices clos les 31 décembre 2023 et 31 décembre 2022 est présentée ci-après :

Nom et date de nomination	2023		2022	
	Rémunération fixe due et versée	Autres rémunérations	Rémunération fixe due et versée	Autres rémunérations
Membres en fonction à la date du présent rapport				
Monsieur Claude Guillemot <i>Director</i> , nommé le 31/08/2017	0 €	0 €	0 €	0 €
Monsieur Michel Guillemot <i>Director</i> , nommé le 31/08/2017	0 €	0 €	0 €	0 €
Monsieur Yves Guillemot <i>Director</i> , nommé le 31/08/2017	0 €	0 €	0 €	0 €
Monsieur Gérard Guillemot <i>Director</i> , nommé le 31/08/2017	0 €	0 €	0 €	0 €
Monsieur Etienne Guillemot <i>Director</i> , nommé le 15/03/2017	0 €	56 457 € (1)	0 €	60 235 € (6)
Madame Pacale Iaverrière <i>Director</i> , nommée le 21/05/2021	0 €	0 €	0 €	0 €
Madame Nami Itoh-Korsholm <i>Director</i> , nommée le 21/05/2021	0 €	0 €	0 €	0 €
Madame Christine Chan <i>Director</i> , nommée le 21/05/2021	0 €	0 €	0 €	0 €
TOTAL	€	56 457 €	0 €	35 €

(1) Sommes perçues dans le cadre de l'exécution du contrat de travail conclu le 5 octobre 2015 entre Monsieur Etienne Guillemot et la société AMA SA, société anonyme de droit français détenue à 98,59% par la Société.

2.7 Mandat des Commissaires aux Comptes

Commissaire aux comptes titulaires

MACALVINS LIMITED

Représenté par Monsieur Adam Sanderson

15 Half Moon Street, Mayfair

London, W1J 7DZ, United Kingdom

Nommé lors du *Board of Directors* du 26 avril 2023 à l'effet de certifier les comptes consolidés de l'exercice du 31 décembre 2022 et suivants.

Commissaire aux comptes suppléant

Néant.



**Audit and consolidated
Financial statements
(Companies House)**

AMA CORPORATION Plc

Annual Report and Financial Statements

Year ended 31 December 2023

Company Information

Company Registration Number	10341359
Registered Office	Flat 3-2 Cresswell Gardens London SW5 0BJ
Directors	Christian Guillemot (Chairman and CEO) Claude Guillemot (Director) Michel Guillemot (Director) Gerard Guillemot (Director) Yves Guillemot (Director) Etienne Guillemot (Director) Pascale Laverriere (Director) Nami Itoh (Director) Christine Chan (Director)
Auditors	MACALVINS 15 Half Moon Street Mayfair London W1J 7DZ

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Strategic report

The directors present their strategic report for the year ended 31 December 2023.

Principal activities

AMA Corporation Plc is a company (“Company”) engaged in the holding of and management of business activities of AMA Group (“Group”). The main activities are the research on and development of remote assistance and videoconference solutions and management of intellectual property rights of the companies, and the supervision of the various activities operated by the companies held by AMA Corporation Plc.

The main activities of the Group’s investments are the development of software and the integration of systems for collaborative work, providing advanced, highly-secure remote solutions for connected devices. AMA Group’s XpertEye suite provides assisted reality, dynamic workflow management, dynamic online scheduling and planning and AI integrations. Combined with smart glasses or other video sources (endoscope, microscope, dermatoscope, etc.), these innovative solutions enable experts and on-site technicians to share data and knowledge in real time, making remote support easier and more effective for users. They meet an increasing need for smart workplace transformation in companies seeking to boost productivity and competitiveness in a wide range of areas such as remote support, training, testing and healthcare.

The consolidated financial statements show a loss for the period after taxation amounting to €(8,075)k (2022: €(21,387)k).

The Group consolidated financial position at the end of the period and trading results for the period are shown in the attached financial statements on pages 32 and 30 respectively.

Recent events and outlook

Global Context

In 2020, AMA experienced a robust growth of over 264%, indicating a significant expansion in the market for remote collaboration among field professionals. This trend was supported by research studies, such as the one conducted by IDC, which projected a \$34 billion augmented reality market by 2024. To maintain its competitive edge and capitalize on this promising market, AMA made substantial investments in 2021 and listed on Euronext Growth Paris in July (GB00BNKGZC51 – ALAMA) of the same year to secure necessary funds for expansion. Furthermore, it hired many employees to support growth in this high-potential market.

However, in late 2021 and throughout 2022 and 2023, the global economic climate began to tighten due to factors such as supply chain issues, inflation, and geopolitical risks. Consequently, potential clients and existing customers have been taking longer to make investment decisions, leading to a significant downward revision of AMA's growth projections. This situation is not unique to AMA and is impacting other players in the assisted reality market as well.

Strategic report (continued)

Recent events and outlook (continued)

In response, in June 2022, AMA launched a comprehensive cost-saving plan to reduce its investments and adjust its cost structure to align with the market's size and evolution. As a result, the company has reduced its headcount from 184 at the beginning of 2022 to 80 employees at the end of 2023. This reduction in payroll allowed to save €3.7 million in 2023 in personnel expenses. These cost reductions are expected to pave the way for profitability, and AMA aims to achieve profitability by 2027.

In 2023, AMA also took a strategic technological turn by integrating Artificial Intelligence into its R&D investments, thanks in particular to the partnership established with Ariann (Advanced Research In Artificial Neural Networks Inc), a sister company of AMA, specialized in Artificial Intelligence research since 2017. The integration of AI is set to revolutionize how data from XpertEye sessions, including video, sound, images, and chat messages, is synthesized, presented, and securely stored. Highly beneficial across various sectors, including manufacturing, pharmaceutical, audit, and healthcare, AI promises to enhance efficiency, knowledge sharing, and decision-making processes.

Other significant events of the period:

- AMA Corporation Plc has increased its shareholding in AMA Xperteye Inc of €3k.
- On 12 June 2023, AMA launched a capital increase on Euronext Growth of an amount of €7,999k.
- On 27 June 2023, AMA has completed its fund raising of €7,999k by issuing 30,769,230 new ordinary shares with a nominal value of £0.125, at the price of €0.26 per share. GUILLEMOT BROTHERS SAS subscribed to this capital increase in AMA Corporation Plc for a number of 30,682,640 new shares, increasing its stake in AMA from 34.38% before this capital increase to 72.15% after the transaction.
- On August 31, 2023, AMA Corporation Plc obtained B Corp certification, in recognition of its commitment to sustainability, social responsibility and business ethics.
- On 24 March 2023, the company established a stock option plan that represented 5% of AMA's share capital at the time. These stock options had a six-year lifespan and were exercisable at a price of €0.35 two years after their issuance, contingent upon meeting a condition of ongoing employment.
- On 31 December 2023, AMA Corporation Plc waved part of its loan granted within the scope of the loan agreement dated January 1st, 2019 to AMA SA, amounting to €2,247k in order to improve the financial position of AMA SA for the fiscal year 2023.

Strategic report (continued)

Business performance and key performance indicators

Key Performance Indicators (“KPIs”)

The Key Performance Indicators used by the Board to assess the performance of the business are listed below and discussed in the Strategic Report.

Year ended 31 December		2023	2022	% change
Order Book (€ 000)	(1)	2 491	2 265	10%
Software part in Revenue (%)	(2)	68%	63%	8%
Client Number (no)	(3)	454	497	-9%
New clients (no)	(4)	104	119	-13%
Churn on client number (%)	(5)	30%	23,0%	31%
Churn on Revenue PY (%)	(6)	9,0%	7,9%	13%
Average Annual Revenue (€ 000)	(7)	6,6	8,4	-22%
AAR on existing clients (€ 000)	(8)	7,2	9,8	-26%
AAR on new clients (€ 000)	(9)	4,7	4,1	15%

(1) Revenue signed but not yet recognised because: (i) The equipment is not delivered yet or (ii) revenue is recognised on the duration of the contract (for licences, Pilots or Services) - see note 7.1 in consolidated financial statements

(2) Part of revenue linked to software licences on the global revenue.

(3) Number of clients who generated some revenue in the year.

(4) Number of clients who generated some revenue in the year, and not in the precedent years.

(5) Number of clients who didn't generate revenue in the year on the total prior year client number.

(6) Prior year revenue of clients who didn't generate revenue in the year on the the total prior year revenue.

(7) Total Revenue on total client number.

(8) Average Annual Revenue for the existing clients. Existing clients are the clients who generated revenue the precedent year, compared to the total average annual revenue of all the clients of prior year to see the evolution on the same clients.

(9) Average Annual Revenue for the new clients who are the client who didn't generate revenue the precedent year.

Strategic report (continued)

Consolidated Income Statement (continued)

Revenue evolution

Revenue Evolution (at constant rate)

	2023	2022	% change
Q1	€ 0.8 M	€ 1.1 M	-26%
Q2	€ 0.9 M	€ 1.0 M	-16%
Q3	€ 0.7 M	€ 1.1 M	-37%
Q4	€ 0.7 M	€ 1.0 M	-34%
Total	€ 3.0 M	€ 4.2 M	-28%

The Group recorded €3.0 million of revenues in 2023, compared with €4.2 million in 2022.

Against the economic and geopolitical backdrop of 2023, customers were cautious in their digital transformation investments. Even so, the Group begins 2024 with an order book of €2.5 million, 10% higher than last year.

AMA has worked with over 450 customers (vs. 490 in 2022). Churn (attrition rate) is limited to 9% of sales, reflecting the continued loyalty of major customers in various sectors, such as Alstom, Merck, Boehringer Ingelheim, KPMG, Michelin, Solvay, AkzoNobel, Konica Minolta, Sodexo and numerous medical institutions.

Product Mix evolution

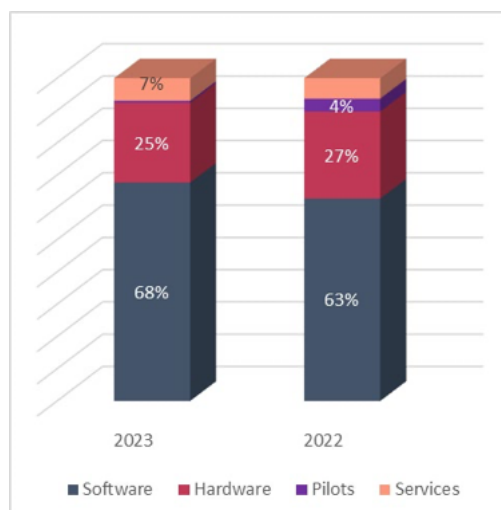
Product Mix Evolution

	2023	2022	% change
Software	€ 2.0 M	€ 2.6 M	-23%
Hardware	€ 0.7 M	€ 1.1 M	-34%
Pilots	€ 0.0 M	€ 0.2 M	-89%
Services	€ 0.2 M	€ 0.3 M	-21%
Total	€ 3.0 M	€ 4.2 M	-28%

The share of revenue linked to Software reached 68% of revenues over the period (vs. 63% in 2021), for a total amount of €2.0 million. The share of hardware revenue represents 25% of 2023 revenues, compared to 27% the previous year.

With software margins at over 98% and hardware margins lower than 25%, the shift in product mix towards more software has a positive mechanical effect on margin improvement.

Software revenues were boosted by the launch at the end of the 1st half of 2023 of the "Enterprise Model", an offer featuring license packages and volume pricing, facilitating the adoption of XpertEye solutions.



Strategic report (continued)

Order Book

At the end of 2023 the Order book amounted to €2.5 million. It corresponds mainly to revenue signed but not yet recognized on the software part, which is subscribed for commitments from 12 to 36 months, commitments which are accounted for over time. The Order book is higher 10% compared to December 31, 2022 (€2.3 million at that date). This trend reflects the favorable reception of the Enterprise model, the new commercial offering launched in the first half of 2023, which features license packages and volume pricing, facilitating the adoption of XpertEye solutions.

Evolution of the client portfolio

In 2023, the Group had 454 customers, of which 104 were new. During the year, the Group was able to retain its key clients and won new customers. The churn rate is to 9% of the 2022 revenue and corresponds mainly to "small customers" representing an average of €2.5k of revenue per customer.

Sales evolution by geographic area

The decline in activity was observed in all regions, except for Asia which remained stable. Europe and France continued to be the main contributors to revenues, representing 77% and 54% of 2023 revenues respectively.

Profitability analysis & Payroll

The company recorded an operating loss of €8,075K for the year, marking an improvement from the €12,370K loss in 2022. This improvement is primarily attributed to a comprehensive cost reduction strategy implemented across the board.

Initiated in June 2022, our global cost-cutting measures effectively reduced overall expenses, including a notable 37% decrease in personnel costs—from €10,159K in 2022 to €6,436K in 2023. Similarly, other purchases and external expenses were cut by 27%, from €3,870K in 2022 to €2,876K in 2023. The decline in amortization of property, plant, equipment, and intangible assets results from our strategic decision, as of the second half of 2022, not to capitalize R&D costs in alignment with IAS 38. This decision also contributed to a reduction in "Other Income."

The "Non-current operating expenses" in 2022 included a depreciation charge of €7,396K on R&D intangible assets as per IAS 36 (refer to note 7.5) and €999K in costs associated with the Group's restructuring plan.

After accounting for net financial gains of €50K and a tax charge of €30K, the total loss for the year for the Group stands at €8,075K.

Strategic report (continued)

Consolidated Income Statement (continued)

The table below summarizes the group headcounts per department:

Employees (including external staff)

	31 12 2023	31 12 2022	Gap	Contrib.	31 12 2021
R&D	19	20	-1	24%	69
Sales & Marketing	36	39	-3	45%	64
Cyber, IT, supply chain	14	18	-4	18%	35
G&A	11	10	1	14%	16
Total	80	87	-7	100%	184

Research and Development costs

The Group invested an amount of €2,234k in R&D in 2023 (compared to €5,172k in 2022)

These R&D costs have been expensed in 2023 and not capitalized considering that the capitalization criteria under IAS 38 were not met.

The Group decided in 2022 to depreciate R&D costs capitalized in the precedent years for an impact of €7.4 million in the 2022 net result. (See note 11.3 in the consolidated accounts)

Consolidated balance sheet

Total consolidated assets amounted to €12,753 k.

Consolidated non-current assets amounted to €1,626k at the end of 2023, compared to €2,056k at the end of 2022, and are mainly composed of Right-of-use assets (in accordance with IFRS 16)

Consolidated Current assets, for an amount of €11,126k are mainly constituted by cash, amounting to €9,390k.

The total shareholders' equity was €5,708K as of December 31, 2023. This figure includes a capital increase of €7,816K, which has partially offset the year's loss of €8,075K.

Financial debts were reported at €2,852K, showing a decrease of €652K compared to the end of 2022, attributed to the repayment of loans.

Strategic report (continued)

Consolidated Income Statement (continued)

Consolidated Cash-Flow

For the fiscal year ending December 31, 2023, the Group's gross cash position stood at €9,390K, reflecting an increase of €757K from the previous year's end.

In terms of cash flow from operating activities, the Group utilized €5,790K, marking an improvement from €10,519K expended in the prior year. The Group also recorded positive cash inflow from investing activities, a reversal from a €1,239K outflow in 2022, bolstered by interest received on investments.

Financing activities generated a cash inflow of €6,461K, primarily due to a capital increase of €7,816K, offset by the repayment of loans.

As of April 2024, the Group has maintained financial flexibility, with available unused credit lines totaling €12m.

Strategic report (continued)

Environmental, Social, and Governance (ESG) Overview

Employee Wellbeing and Inclusion

AMA has steadfastly improved employee wellbeing and diversity within our workforce. By the end of 2023, gender balance was achieved with women representing 36.84% of our workforce, reflecting our commitment to equality. Additionally, our efforts have increased the proportion of senior employees (aged 50 and above) to 9.21%, demonstrating our value of experienced professionals. We've embraced remote working, with 100% of our employees now able to work from home, ensuring flexibility and support during the ongoing global adjustments post-COVID-19.

Professional Development

AMA has achieved a 100% participation rate in professional development activities in 2023, significantly enhancing our workforce's skills and job satisfaction. This commitment is underpinned by offering every employee the opportunity to engage in at least one training activity per year, fostering a culture of continuous learning and improvement.

Community Engagement and Social Responsibility

Our community engagement initiatives have included substantial support for local and global causes. For instance, our employees have actively participated in blood donation drives and environmental marathons, underscoring our commitment to health and environmental sustainability. AMA has also launched a sexism prevention initiative, achieving a significant milestone by becoming a signatory to the #StOpE initiative, aimed at combating ordinary sexism in the workplace through mandatory e-learning for all employees.

Anti-corruption Initiatives

In 2023, AMA rigorously advanced our anti-corruption strategies by maintaining strict policies on gifts and invitations, ensuring transparent and accountable interactions. We also conducted detailed risk assessments across all subsidiaries, reinforcing our commitment to a corruption-free environment. This year's efforts are crucial steps toward achieving full employee sensitization to our anti-corruption policies by 2024, aligning with our overarching goal of ensuring ethical practices across our global operations.

Climate-Related Financial Disclosures

Governance of Climate-Related Issues

At the executive level, AMA's governance structure has integrated climate-related risks and opportunities into our strategic planning and risk management frameworks. Our CSR Director, alongside dedicated environmental committees, regularly reviews our climate strategies to align with global best practices and regulatory expectations.

Strategic report (continued)

Climate-Related Financial Disclosures (continued)

Risk Management and Strategy Adaptation

AMA actively manages climate risks through a robust framework that includes the adoption of the XpertEye technology, which reduces the need for travel by facilitating remote collaboration. This has not only led to significant reductions in our carbon footprint—amounting to 4,418 tonnes of CO₂ equivalent avoided in 2023—but also positioned us as a leader in sustainable business practices within our industry.

Metrics and Targets

We have set clear environmental targets as part of our commitment to transparency and accountability. AMA aims to reduce GHG emissions by 42% by 2030 from a 2020 baseline. In 2023, we continued to make strides towards this goal, with ongoing monitoring and reporting mechanisms in place to track our progress. Additionally, our waste reduction initiatives have led to a 35% decrease in waste production and a 14% increase in recycling rates, highlighting our commitment to operational sustainability.

Impact and Opportunities

AMA's strategic use of digital solutions not only mitigates our environmental impact but also offers substantial economic and operational efficiencies for our clients. Our proactive approach to ecological challenges and opportunities is demonstrated by our internal campaigns like the annual 'AMA Sustainability Days', which raise awareness and educate our staff on sustainable practices.

Commitment to Broader Sustainability Goals

B Corp Certification

In 2023, AMA proudly achieved B Corp certification with a score of 80.3, recognizing our commitment to social and environmental performance. This score reflects our efforts in employee welfare, environmental impact, and community engagement, validating our operations and business model's positive impact. As part of a global community of companies using business as a force for good, this certification not only boosts our reputation but also aligns us with sustainable business practices. Our ongoing commitment to improvement ensures AMA continues to meet B Corp standards and strive for higher achievements in corporate responsibility.

Science Based Targets Initiative

Our engagement with the Science Based Targets initiative includes specific commitments to reduce Scope 1 and 2 GHG emissions by 42% by 2030. Additionally, we are actively working to address Scope 3 emissions, involving our entire supply chain in our efforts to combat climate change. This comprehensive approach ensures that AMA not only meets but exceeds our environmental responsibilities.

Strategic report (continued)

Risks and uncertainties

The Group has performed a review of the key risks which could have a significant adverse impact on its activities, its financial standing or its results. The Group has not identified any other significant risks other than those detailed below.

Principal risk are indicated by (*)

Risks linked to sectors of activities

Technological risk (*)

The Group is a publisher and supplier of software solutions associated with video tools and dedicated to the connected work solutions market. The markets in which the Group operates are marked by rapid technological change, the rapid obsolescence of existing technologies and frequent new product launches. As a result, the Group's offering must constantly be adapted to meet the complex needs of its customers operating in different industries. In addition, the software published by the Group must constantly adapt to the evolution and lifecycle of the hardware supports as well as those of the interfacing with the third-party systems used by the customers. The evolution of one or more hardware components may also make it necessary to update the software published by the Group. In order to maintain its competitive position, the Group must be able to anticipate technological developments and rapidly evolving standards and norms and enhance the functionality of its existing products to meet the demands of its customers, such as the use and development of Artificial Intelligence (AI) tools. It shall as well be able to design, develop, improve and market new products in a timely and cost-effective manner. The Group's future development and revenue streams therefore depend to a large extent on the financial and human resources allocated to research and development activities. The newly developed solutions may not be the most suitable for the needs of customers, particularly in terms of their evolution over time, and may not allow the synergies expected by the Group. The Group could fall behind in its developments and arrive on the market with an obsolete technology or one in which one of its competitors is already very well established, or develop products based on standards or platforms that would not ultimately be those chosen by its customers. The development costs could also be too high in relation to the price at which the Group might wish to market its products. As new mobile terminals, new platforms and new connected objects are developed, the Group could likewise encounter difficulties in developing new solutions adapted to these terminals, platforms and objects. If the Group is unable to respond appropriately to these situations, this would have an adverse effect on the Group's business, revenues, results, financial condition, prospects and development.

Risks relating to the continuity of the Group's software.

The software developed and marketed by the Group may be subject to errors, defects and bugs that must be corrected within the timeframes and conditions stipulated in the contracts concluded with its customers. In the event of a failure in the performance of service levels and response times, the Group could incur contractual liabilities and could be required to incur additional costs necessary to correct such anomalies. In addition, any failure in the performance of its services carries a reputational risk with customers.

Strategic report (continued)

Risks and uncertainties (continued)

Risks related to technological developments

Finally, the Group is exposed to the risk of inadequacy of the existing infrastructure in the face of an increase in user flows. During 2023, the Group has focused on the availability of its dedicated and scalable servers, most particularly Microsoft Azure. This focus will continue in 2024. The information systems management, operations and research and development teams are working together to automate the automatic resizing of resources to meet customer demand. Pending this automation, daily monitoring of platform usage is carried out, and resource adjustments are made directly by the operations information systems department.

Cybersecurity risk (*)

The Group's activities are largely dependent on computerized facilities and data in digital format. It is therefore not technically possible to guarantee the error-free, uninterrupted operation and availability or absolute security of its information systems and solutions. Due to the nature of its activities, the Group is exposed to the risk of various types of IT incidents that could lead to the accidental or voluntary disclosure of confidential and/or business secret information. Incidents may be of internal origin (including non-compliance with internal security policies by the Group's staff) or external (cyber attacks, attempted phishing, intrusion into information systems, etc.). In some cases, these IT incidents may also result in a breach of personal data within the meaning of the regulations applicable in this area. In addition, the development of the Group's security technologies and products depends on the general development of the market for security solutions for networks and connected objects, on its acceptance by users and on customer demand. Due to its rapid growth, the Group has equipped itself with computerized solutions that enable it to respond rapidly to the needs of the Group's various core businesses. The security policy applied to user accounts makes it possible to reduce or even cancel the risks associated with this segmentation.

Additional security risks may exist and apply to the Group, particularly in the context of the use of external hosting platforms (e.g. cloud), and given that most of the solutions developed by the Group use the cloud. As a result, the Group is exposed to the risks of failure of the external hosting provider. The Group has taken out the necessary cybersecurity insurance policies to cover such risks, particularly for the research and development subsidiary and the subsidiary in charge of network and IT security.

Strategic report (continued)

Risks and uncertainties (continued)

Procurement risks (*)

Dependence upon certain suppliers

The Group may be exposed to a situation of dependence on certain suppliers or subcontractors, in particular with regards to the Company's research and development activities. The products delivered to the Group by its suppliers may not meet the Group's needs for its operations, both in terms of quantity and quality, or may not comply with legislative or regulatory or contractual requirements. The Group is therefore exposed to a risk of supply disruption from its suppliers that could significantly affect the Group's business even if contractual clauses and redundancy guarantee the Group against this eventuality. The Group is also exposed to the risk of losing orders, suffering a delivery default or delay, seeing price variations affect components, and suffering an increase in working capital requirements, even if certain contractual clauses guarantee against this eventuality. Finally, the Group could find itself in a situation where, in the event of insufficient access to immediately available products, it would have to obtain supplies from non-certified or limited-certified suppliers in the relevant markets. Furthermore, products that were previously certified may no longer be certified in the future. In this case, the Group will have to adapt and may distribute products in a given market only to the extent that they are certified in that market.

Industry competition risk

The Group operates in the new technologies market and more specifically in the connected work solutions market. The use-cases for the solutions proposed by the Group are various and the competitors are numerous, operating in a large number of different activities, such as remote assistance, remote training, inspection, telemedicine, video-conferencing, instruction, etc.

This market is highly competitive. This competition is following an exponential trend and could see the arrival of new technologies and new players with large resources, a reputation and a customer base sometimes larger than that of the Group.

If the Group is unable to remain competitive with its current or future competitors, or if it is confronted with competitors who are more successful, particularly because of their size or the resources they are able to mobilize to develop new solutions and/or pre-empt new markets, this will adversely affect its market share, turnover, results, financial situation, prospects and development.

Strategic report (continued)

Risks and uncertainties (continued)

Financial risks

Transfer pricing policy rules

The Group is subject, also due to its international activity, to transfer pricing rules, which can be particularly complex and give rise to divergent interpretations between the jurisdictions in which the Group is established. The absence, inadequacy or evolution of its transfer pricing policy as well as changes in tax regulations, or in their interpretation, could have a material adverse effect on the Group's tax position, its effective tax rate or the amount of taxes and other compulsory levies to which it is subject, as well as on its reporting obligations.

A challenge to its tax position by the relevant authorities could result in the Group paying additional taxes, potentially significant reassessments and penalties, or increasing the cost of its products or services in order to pass on these taxes, which could have a material adverse effect on its business, results, financial condition and prospects.

Therefore, in order to limit such impacts, the Group endeavors to monitor and anticipate the risks of changes in tax rules, tax rates or regulations, particularly in terms of transfer pricing, with the assistance of specialised tax firms. The loss position limits this risk at the present time.

Legal risks (*)

Intellectual property

The Group's business and success are dependent on the software solutions it develops and owns. Its technology is protected through a combination of intellectual property rights, primarily copyrights, trademarks and domain names. The Group's software is made available through contracts under which the Group or its subsidiaries grant their customers a right to use the software, via transferable user licences to end users, without the right to reproduce, modify or adapt the software and, more generally, without transferring ownership and intellectual property rights relating to the software, with the exception of the assignment of intellectual property rights granted to certain customers over the results obtained and/or generated by the use of the software under the licence.

The Group relies, to a large extent, on the exclusive exploitation rights conferred by its intellectual property and, in particular, the copyrights on the software it develops. The Group's commercial success and viability in the medium and long term will depend on its ability to develop products protected by its own copyrights that do not conflict with copyrights held by third parties. As trademarks are important elements for the identification of the Group's products, trademarks were filed, registered, and when necessary renewed in France (INPI), China (CNIPA/TMO), Hong Kong (The government of the Hong Kong Special Administrative Region), the European Union (EUIPO), the United Kingdom (IPO), the United States of America (USPTO) as well as in Australia (WIPO). The issue of software copyrights or trademarks is also closely and globally monitored by AMA.

Strategic report (continued)

Risks and uncertainties (continued)

However, the Group may not be able to obtain, maintain or fully protect, for each of its rights, the scope of protection (particularly in terms of geographical coverage or coverage of products and services) adequate to ensure a competitive advantage. The costs related to its defense or to the payment of damages and interest in the event of an unfavorable outcome for the Group may have negative consequences on the Group's activities and financial standing.

Use of open source and availability of source code

The use by the Group of open source components may represent (i) an operational and commercial risk depending on the type of open source components integrated and the conditions and limitations provided for in the corresponding license and (ii) a legal risk in the event of compulsory disclosure of the source code related to the open source component modified and improved by the Group or in the event of non-compliance with the conditions imposed by each open source license, in particular in terms of distribution and subsequent marketing.

The open source components used by the Group (i) are not directly related to the "core business" solutions as developed and marketed by the Group and made available to customers and (ii) are limited to bricks that are easily and technically replaceable, without impacting the continuity of the Company's or its subsidiaries' activities.

In addition, the Group is exposed to a known and current risk of default and contractual liability under a guarantee granted to a recurring customer on the absence of recourse to open source components and software as part of the products and services provided by the Group to this customer.

Finally, in the event of bankruptcy, change of principal activity or cessation of business of the Group, certain contracts concluded with its customers and/or suppliers grant the customer and/or supplier a right to access the source code filed by the Company with the Agency for the Protection of Programs ("APP") in order to ensure only the continuity of their services for the duration of the contract.

Risks related to the protection of personal data

The Group operates in a market that continues to see a strengthening of the applicable regulations on the protection of personal data, which has resulted in the effective implementation of a global compliance program, monitoring of this compliance and adaptation to changes in the requirements imposed by the applicable regulations.

Despite these efforts, the Group remains exposed to the risk of complaints and legal action by third parties, control by the competent authorities and sanctions, including financial sanctions, which may be made public and which may result in reputational risk for the Group.

Given the location of some of its service providers acting as subcontractors, the Group is currently exposed to the risk of non-compliance of certain transfers of personal data outside the European Economic Area with the requirements arising from the RGPD reinforced by the "Schrems II" ruling of the Court of Justice of the European Union ("CJEU") of 16 July 2020.

Strategic report (continued)

Risks and uncertainties (continued)

With more international regulations regarding the protection of personal information with China's PIPL in November 2021 and SCCs in February 2023, Japan's amended APPI in April 2022, the update by the European Commission of the GDPR's SCCs in December 2022, and the tightening of Iso27001 measures pertaining to the protection of personal data, the Group also has to adapt its privacy policy on a global scale.

Risks related to the use and development of Artificial Intelligence (AI) tools

In 2023, the Group's R&D and IT teams also concentrated on the development of AI products. The Group has had to adapt to new technologies in order to answer its customers' demands and to always keep up with the market and its competitors. The Group's software will therefore have to evolve accordingly and face the technological and technical difficulties linked to AI implementation, such as the continued protection of personal data, the dependence upon suppliers and use of open source code, as well as forming and retaining its key employees. Furthermore, the Group will also have to remain attentive to the evolving regulation on AI, knowingly the implementation of an AI Act in the EU.

Risks linked to key personnel and recruitment (*)

Since 2022, the Group has had to slow down its growth in personnel cutting about 80 positions globally and assessing the renewal of some functions. The Group is focused on key teams and personnel in order to enable it to be more agile and benefit from adapted resources. The Group is in competition with other companies to retain such talents and may not be able to retain them. This inability could limit or delay the operation of its technological platform or prevent the development or marketing of its products and thus have a significant adverse effect on the Group, its business, results, prospects, ability to achieve its objectives, financial situation and/or development.

Risks linked to inflation

The global situation following the 2020/2021 Covid crises, closely followed by the 2022 Ukraine conflict has induced a change in economic and social conditions, consumer and professionals demand, and permanent reduction in the value of assets. Inflation may undermine the real value of cash flows and investment's returns through a decline in purchasing power.

Strategic report (continued)

Section 172 Statement

In accordance with the Companies Act 2006 (Act), the Directors are required by law to act in good faith to promote the success of the Group for the benefit of the shareholders as a whole and are also required to have regard to the following:

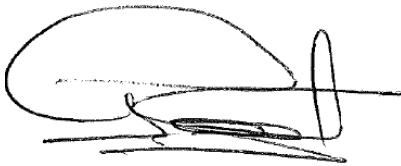
- The likely long-term consequences of any decision:
Strategic Report: Recent events and outlook, pages 4 to 6;
- The interests of the Group's employees:
The Board has a good relationship with the Group's employees and maintains constructive dialogue through members of the executive team. Appropriate remuneration and incentive schemes are maintained to align employees' objectives with those of the Group. The Group's first commitment in its Corporate Social Responsibility action plan is to care about employees' well-being and be aligned with values such as team spirit, agility and passion.
- The need to foster the Group's business relationships with suppliers, customers and others:
Strategic Report: Procurement Risks, page 13;
The Group endeavours to maintain good relationships with its suppliers and customers by contracting on fair business terms and responding promptly to inquiries. One of the Group's values is also to remain customer-centric in order to deliver on time and on cost. Furthermore, customers and suppliers were involved in the Group's CSR consultation. The Group's CSR team, upon decision of the Board, takes it upon itself to contact employees but also suppliers and customers (stakeholders) for a CSR evaluation, the aim being to ensure that the Group's commitments on the CSR strategy are well known and respected: (1) promote the well-being of employees, (2) improve the environmental impact of our value chain, (3) federate and engage responsibly and ethically with stakeholders, and (4) facilitate professionals' lives in the field by offering innovative solutions. Feedback from stakeholders enables the Board to set up a materiality matrix, a tool that makes it possible to identify and prioritize the issues that are most important to and will benefit the Group and its stakeholders.
- The impact of the Group's operations on the community and the environment:
The Group's commitment to its stakeholders has been fairly taken into account with a determined "raison d'être" (purpose) centred on stakeholders and the environment "Enhance professionals' life while preserving the planet". Since 2021, the Group also has been taking part in a carbon footprint assessment which was a starting point to build our climate strategy. Therefore, the Group commits, through the recognised framework Science Based Targets, to reduce CO2 emissions from scope 1 and 2 by 42% by 2030. This is in line with the Paris Agreement that 175 countries signed with the aim of maintaining the world temperatures under 1.5°C. Finally, one of the aims of the XpertEye solution is to allow stakeholders to reduce their carbon footprint by avoiding excess travel. The Group's CSR actions and engagements can be found on the website: <https://www.amaxperteye.com/csr/>

Strategic report (continued)

Section 172 Statement (continued)

- The desirability of the Group to maintain a reputation for high standards of business conduct:
The Board recognises the importance of maintaining high standards of business conduct. The Group operates a Code of Conduct applicable to its employees, suppliers and customers, directors and executive officers. The Group also ensures its suppliers' ethical and fair practices.
- The need to act fairly between shareholders of the Group:
The Board endeavours to treat its shareholders equally and to make significant efforts to ensure effective engagement with both institutional and private shareholders.

By order of the board

A handwritten signature in black ink, appearing to read 'Christian Guillemot', with a large, sweeping initial stroke.

Christian Guillemot

Director

24 April 2024

Directors' report

The Board of Directors present their directors' report and the financial statements of the Group for the year ended 31 December 2023.

Proposed dividend

No dividends were distributed in 2023 (2022: €0k). The Strategic Report provides details of the Group's performance in the year and its expectations for 2024.

Directors

The directors who held office during the whole year were Christian Guillemot, Claude Guillemot, Gerard Guillemot, Michel Guillemot, Yves Guillemot, Etienne Guillemot, Pascale Laverriere, Nami Itoh and Christine Chan.

Going Concern

The financial statements have been prepared on a going concern basis. In adopting the going concern basis, the directors have considered the business activities as set out in the Strategic report on pages 4 to 10, the financial position of the Group, its cash flows, liquidity position and borrowing facilities as set out in the Consolidated Financial Statements on pages 30 to 85, the Group's principal risks and uncertainties as set out on pages 11 to 16.

At the end of December 2023, the Group had available liquidity of €9.4m and undrawn credit lines of €12m in April 2024.

After making different scenario and forecasts on the level of activity and revenues due to the uncertainties linked to the risks described on pages 11 to 16, and especially the technological risk, the directors believe that the Group is well placed to manage its financing and other significant risks satisfactorily and that the Group will be able to operate within the level of its facilities for the foreseeable future, being a period of at least 12 months from the approval of the financial statements.

In addition to the base case scenario, the directors reviewed two further scenarios as part of its going concern assessment. The first scenario would assume that the Group wouldn't succeed to renew with growth and would just maintain the same level of revenue for 2024 and 2025 as 2023 at about €3m. The least favourable second case scenario, which is not considered likely but however included in the assessment, assumes a revenue for 2024 and 2025 equivalent to the backlog known at the end of march 2024. In those two scenarios, recruitment would be frozen and the second one would also lead to other operational costs savings of 10% allowing the Group to continue its business for at least the next 12 months from the approval of the financial statements with its financial resources (cash and credit lines).

Given the availability of credit facilities, which are not subject to covenants and are guaranteed by Guillemot Brothers SAS or secured by the pledge of Guillemot Corporation SAS shares, the directors have determined it to be appropriate for the Group to prepare its financial statements on a going concern basis.

Directors' report (continued)

Going Concern (continued)

In the longer term, in the base case scenario; the Group forecasts anticipate generating the first positive cash-flows during 2028 and estimates negative cash-flows of €(21.5)m over the next five years. To support this requirement, the objective of the Group is to maintain the level of credit lines around €12 m, guaranteed by Guillemot Brothers SAS or pledged securities from Guillemot Corporation, all three of these companies being related parties. Furthermore, the Group intends to investigate in a few years, the use of factoring of trade receivables, or will potentially look to raise funds via convertible bonds or an increase in capital.

Future developments and Research and Development Activities

Future developments and the Group's approach on research and development activities are discussed in the Strategic Report on pages 4 to 18.

Financial Instruments

Details of the use of financial instruments by the Group are contained in note 21 of the consolidated financial statements.

Post Balance Sheet Events


In January 2022, the company established a stock option plan that represented 5% of AMA's share capital at the time. These stock options had a six-year lifespan and were exercisable at a price of €2.03 two years after their issuance, contingent upon meeting a condition of ongoing employment. On January 8, 2024, the Board of Directors, acting in accordance with section 16.2 of the plan, ratified a revision of the stock options' pricing. This adjustment involved issuing new options to supersede the original ones, aimed at maintaining their motivational value by lowering the exercise price from €2.03 to €0.21. This revision affected 878,500 stock options, which accounted for 1.7% of AMA's share capital. The financial impact recognized in January 2024 under IFRS 2 for this revision is estimated to be approximately €100,000.

The conflict in Ukraine, which broke out in February 2022, is a subsequent event that has not led to any adjustments to the financial statements for the year ended 31 December 2023. The Group estimates that this conflict has limited impact on its activity as it doesn't trade with companies in Russia, Belarus or Ukraine, doesn't have subsidiaries or assets in Russia, Belarus or Ukraine, and is not linked with organisations or individuals under sanctions. Consequently, balance sheet assets and liabilities and income statement income and expenses as at 31 December 2023 were recognised and measured without the need to take this event or its consequences into account.

Disclosure of information to auditors

Macalvins LLP was appointed as the statutory auditor during the year. The directors who held office at the date of approval of this directors' report confirm that, so far as they are each aware, there is no relevant audit information of which the Group's auditor is unaware; and each director has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the Group's auditor is aware of that information.

By order of the board, 24 April 2024



Christian Guillemot - Director

Statement of directors' responsibilities in respect of the annual report and the financial statements

The directors are responsible for preparing the Strategic Report, the Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the UK.

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the group and parent company and of their profit or loss for that period. In preparing each of the group and parent company financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable, relevant and reliable;
- state whether they have been prepared in accordance with IFRSs as adopted by the UK;
- assess the group and parent company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the group or the parent company or to cease operations or have no realistic alternative but to do so.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the parent company's transactions and disclose with reasonable accuracy at any time the financial position of the parent company and enable them to ensure that its financial statements comply with the Companies Act 2006. They are responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the group and to prevent and detect fraud and other irregularities.

Independent auditor's report to the members of AMA CORPORATION Plc

Opinion

We have audited the financial statements of AMA Corporation Plc (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 December 2023 which comprise the consolidated income statement, the consolidated statement of comprehensive income, the consolidated balance sheet, the consolidated statement of changes in equity, the consolidated cash-flow statement, the parent company statement of financial position, the parent company statement of changes in equity and notes to the financial statements, including a summary of significant accounting policies.

The financial reporting framework that has been applied in the preparation of the group financial statement is applicable law and UK-adopted international accounting standards. The financial reporting framework that has been applied in the preparation of the parent company financial statements is applicable law and United Kingdom Accounting Standards, including FRS 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice) and as applied in accordance with the provisions of the Companies Act 2006.

In our opinion:

- the financial statements give a true and fair view of the state of the group's and of the parent company's affairs as at 31 December 2023 and of the group's loss for the year then ended;
- the group financial statements have been properly prepared in accordance with UK-adopted international accounting standards;
- the parent company financial statements have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice as applied in accordance with the provisions of the Companies Act 2006; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the "Auditor's responsibilities for the audit of the financial statements" section of our report. We are independent of the group and the parent company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, as applied to SME listed entities and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Our audit procedures to evaluate the directors' assessment of the group's and the parent company's ability to continue to adopt the going concern basis of accounting included but were not limited to:

- Undertaking an initial assessment at the planning stage of the audit to identify events or conditions that may cast significant doubt on the group's and the parent company's ability to continue as a going concern;
- Evaluating the directors' method to assess the group's and the parent company's ability to continue as a going concern;

- Reviewing the directors' going concern assessment, which incorporated severe but plausible scenarios;
- Evaluating the key assumptions used and judgements applied by the directors in forming their conclusions on going concern including the review of the cashflow forecasts prepared and obtaining the supporting documentation on credit lines available; and

Independent auditor's report to the members of AMA CORPORATION Plc (continued)

- Reviewing the appropriateness of the directors' disclosures in the financial statements.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group's and the parent company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

We have reviewed the statement in respect of Going Concern in the Directors' Report on page 19. The Group has multiple credit facilities available to it in addition to existing cash reserves and accordingly we consider the going concern basis to be appropriate.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) we identified, including those which had the greatest effect on: the overall audit strategy; the allocation of resources in the audit; and directing the efforts of the engagement team. These matters were addressed in the context of our audit of the financial statements, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Key audit matter	Procedures performed to address matter
<p>Revenue Recognition AMA Corporation PLC (the Group) has reported revenues of €3.0m (2022: €4.3m). The main revenue streams are software service access rights, along with maintenance, technical support and hosting services. Accordingly, there is a risk that revenue is recognised at an incorrect invoice/contract amount, is not recorded in the appropriate accounting period (cut-off) and nor is in line with the provisions of IFRS 15.</p>	<p>Walkthroughs, substantive testing, controls and cut-off</p> <ul style="list-style-type: none"> • Performing test of details of revenue recognised during the year to ensure that revenue is recorded as per the contract fair value price, recognised in a manner that reflects the way in which performance obligations are fulfilled and in line with the provisions of IFRS 15. • Reviewing design and implementation of the key controls in operation • Identifying and investigating manual journal entries posted to revenue. <p>Disclosures We reviewed the adequacy of the Group's disclosures relating to revenue recognition</p>

	including critical accounting estimates and judgements. Conclusions No material issues were noted.
Going concern	See section of Audit Report “Conclusions relating to going concern”
Management override of controls	See section of Audit Report “Auditor’s responsibilities for the audit of the financial statements”

Our application of materiality and an overview of the scope of our audit

The scope of our audit was influenced by our application of materiality. We set certain quantitative thresholds for materiality. These, together with qualitative considerations, helped us to determine the scope of our audit and the nature, timing and extent of our audit procedures on the individual financial statement line items and disclosures and in evaluating the effect of misstatements, both individually and on the financial statements as a whole. Based on our professional judgement, we determined materiality for the financial statements as a whole as follows:

Group materiality

Overall materiality	€250k
Benchmark applied	1.5% of total assets (based on June 2023 interim results)
Rationale for benchmark	<p>The Group is still at an early stage of development and therefore the users are likely to be less focused on profit indicators such as PBT and EBITDA.</p> <p>We have set materiality close to the mid-range of our benchmark for total assets on the following considerations – the company has only recently listed in July 2021; the group structure is not unduly complex and the consolidation process is straightforward and contains no complex journals.</p> <p>In addition, management have the appropriate experience and qualifications for this size of entity.</p>
Performance materiality	<p>Performance materiality is set to reduce to an appropriately low level the probability that the aggregate of uncorrected and undetected misstatements in the financial statements exceeds materiality for the financial statements as a whole.</p> <p>We set performance materiality at €175k, which represents 70% of overall materiality</p>

Triviality threshold	We agreed with the directors that we would report to them misstatements identified during our audit above €12.5k as well as misstatements below that amount that, in our view, warranted reporting for qualitative reasons.
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Parent company materiality

Overall materiality	€171k
Benchmark applied	1.5% of total assets (based on June 2023 interim results)
Rationale for benchmark	<p>The Group is still at an early stage of development and therefore the users are likely to be less focused on profit indicators such as PBT and EBITDA.</p> <p>We have set materiality close to the mid-range of our benchmark for total assets on the following considerations – the company has only recently listed in July 2021, the group structure is not unduly complex and the consolidation process is straightforward and contains no complex journals.</p> <p>In addition, management have the appropriate experience and qualifications for this size of entity.</p>
Performance materiality	<p>Performance materiality is set to reduce to an appropriately low level the probability that the aggregate of uncorrected and undetected misstatements in the financial statements exceeds materiality for the financial statements as a whole.</p> <p>We set performance materiality at €120k, which represents 70% of overall materiality</p>
Triviality threshold	We agreed with the directors that we would report to them misstatements identified during our audit above €8.5k as well as misstatements below that amount that, in our view, warranted reporting for qualitative reasons.

As part of designing our audit, we assessed the risk of material misstatement in the financial statements, whether due to fraud or error, and then designed and performed audit procedures responsive to those risks. In particular, we looked at where the directors made subjective judgements, such as assumptions on significant accounting estimates.

We tailored the scope of our audit to ensure that we performed sufficient work to be able to give an opinion on the financial statements as a whole. We used the outputs of our risk assessment, our understanding of the group and the parent company, their environment, controls, and critical business processes, to consider qualitative factors to ensure that we obtained sufficient coverage across all financial statement line items.

Our group audit scope included an audit of the group and the parent company financial statements. Based on our risk assessment, AMA Corporation Plc, AMA Inc and AMA GMBH, were subject to either full scope audit or specific audit procedures performed by the group audit team. AMA SA, AMA China and AMA HK were subject to full scope audits performed by local auditors. Entities subject to analytical review procedures were determined to be quantitatively and qualitatively immaterial to the group audit. The table below summarizes the group audit scope:

Corporate Entity	Approach
AMA CORP	Full audit
AMA INC	Specific audit procedures
AMA SRL	Analytical review procedures
AMA GMBH	Specific audit procedures
AMA UK	Analytical review procedures
AMA HK	Full audit - Local auditor
AMA CHN	Full audit - Local auditor
AMA SA	Full audit - Local auditor
AMA CANADA	Analytical review procedures
AMA ITALY	Analytical review procedures
AMA JAPON	Analytical review procedures
AMA ESPAGNE	Analytical review procedures

At the parent company level, the group audit team tested the consolidation process and carried out analytical procedures to confirm our conclusion that there were no significant risks of material misstatement of the aggregated financial information.

Other information

The other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In light of the knowledge and understanding of the group and the parent company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of Directors

As explained more fully in the directors' responsibilities statement set out on page 21, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the group's and the parent company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the group or the parent company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud.

Based on our understanding of the group and the parent company and their industry, we considered that non-compliance with the following laws and regulations might have a material effect on the financial statements: employment regulation, anti-money laundering regulation and Euronext Growth Market regulation.

To help us identify instances of non-compliance with these laws and regulations, and in identifying and assessing the risks of material misstatement in respect to non-compliance, our procedures included, but were not limited to:

- Inquiring of management and, where appropriate, those charged with governance, as to whether the group and the parent company is in compliance with laws and regulations, and discussing their policies and procedures regarding compliance with laws and regulations;
- Inspecting correspondence, if any, with relevant licensing or regulatory authorities;
- Communicating identified laws and regulations to the engagement team and remaining alert to any indications of non-compliance throughout our audit; and
- Considering the risk of acts by the group and the parent company which were contrary to applicable laws and regulations, including fraud.

We also considered those laws and regulations that have a direct effect on the preparation of the financial statements, such as tax legislation and the Companies Act 2006.

In addition, we evaluated the directors' and management's incentives and opportunities for fraudulent manipulation of the financial statements, including the risk of management override of controls, and determined that the principal risks related to posting manual journal entries to manipulate financial performance, management bias through judgements and assumptions in significant accounting estimates, in particular in relation to research and development costs capitalized and to impairment of non-current assets, revenue recognition (which we pinpointed to the cut-off) and significant one-off or unusual transactions.

Our audit procedures in relation to fraud included but were not limited to:

- Making enquiries of the directors and management on whether they had knowledge of any actual, suspected or alleged fraud;
- Gaining an understanding of the internal controls established to mitigate risks related to fraud;
- Discussing amongst the engagement team the risks of fraud; and
- Addressing the risks of fraud through management override of controls by performing journal entry testing.

There are inherent limitations in the audit procedures described above and the primary responsibility for the prevention and detection of irregularities including fraud rests with management. As with any audit, there remained a risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal controls.

The risks of material misstatement that had the greatest effect on our audit are discussed in the "Key audit matters" section of this report.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Use of the audit report

This report is made solely to the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body for our audit work, for this report, or for the opinions we have formed.



Pankaj Rajani (Senior Statutory Auditor)
for and on behalf of Macalvins Limited
Chartered Accountants
and Statutory Auditors
7 St John's Road
Harrow
Middlesex
HA1 2EY

26 April 2024

CONSOLIDATED INCOME STATEMENT

€ 000	Notes	31 Dec. 2023	31 Dec. 2022
Revenue	7.1.	3 013	4 285
Cost of sales	7.3.	(898)	(1 578)
Other income	7.2.	359	2 567
Other purchases and external expenses	7.3.	(2 876)	(3 870)
Personnel expenses	7.4.	(6 436)	(10 159)
Amortisation of property, plant and equipment and intangible assets	11. and 12.	(1 072)	(3 071)
Depreciation of property, plant and equipment and intangible assets	11. and 12.	-	
Other expenses	7.3.	(185)	(544)
Current operating loss		(8 095)	(12 370)
Non-current operating expenses	7.5.	-	-8 395
Non-current operating loss		-	(8 395)
Financial income	8.	196	113
Financial expense	8.	(147)	(175)
Net financial expense		50	(62)
Loss before income tax		(8 046)	(20 827)
Tax income	9.	(30)	(559)
Loss for the year		(8 075)	(21 387)
Profit (loss) for the year attributable to :			
Owners of the Group		(8 038)	(21 384)
Non-controlling interests		(38)	(3)
Earnings per share			
Basic earnings per share (in euros)	10	(0,22)	(1,08)
Diluted earnings per share (in euros)	10	(0,22)	(1,08)

The notes on pages 36 to 85 form an integral part of the financial statements.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

€ 000	Notes	31 Dec. 2023	31 Dec. 2022
Loss for the year		(8 075)	(21 387)
Remeasurements of the net defined benefit liability (asset) (actuarial gains and losses)	7.4.3	(13)	59
Deferred tax on actuarial gains and losses		3	(15)
Total items that may not be recycled through profit and loss		(10)	44
Foreign currency translation differences		(22)	2
Total items subsequently recycled through profit and loss		(22)	2
Total other comprehensive income, net of tax		(32)	47
Total comprehensive loss		(8 108)	(21 340)
Attributable to:			
Owners of the Group		(8 069)	(21 339)
Non-controlling interests		(39)	(2)

The notes on pages 36 to 85 form an integral part of the financial statements.

CONSOLIDATED BALANCE SHEET

€ 000		31 Dec. 2023	31 Dec. 2022
Intangible assets	11.1.	16	27
Property, plant and equipment	11.2.	302	731
Right-of-use assets	12.	1 093	1 024
Financial assets	13.	164	218
Deferred tax assets	9.	51	56
Non-current assets		1 626	2 056
Inventories	14.	495	927
Research tax credit receivable		129	398
Trade receivables and related accounts	15.	676	1 054
Other current assets	15.	437	611
Cash and cash equivalents	16.	9 390	8 603
Current assets		11 126	11 592
Total assets		12 753	13 648
Share capital	17.1	7 680	3 207
Share premium and reserves		37 505	34 161
Foreign currency translation reserve		47	69
Retained earnings		(39 524)	(31 759)
Equity attributable to owners of the Group		5 708	5 679
Non-controlling interests	5.4.	76	117
Total shareholders' equity		5 784	5 796
Loans and borrowings	19.	2 152	2 813
Lease liabilities	12. and 19.2.	574	444
Defined benefit liability	7.4.	132	106
Deferred tax liabilities	9.3.	2	1
Non-current liabilities		2 859	3 368
Current tax liabilities		1	2
Loans and borrowings	19.	700	691
Lease liabilities	12. and 19.2.	529	583
Trade and other payables	20.	807	752
Contract liabilities (deferred income)	7.1.	1 308	1 456
Current provisions	18.	11	134
Other current liabilities	20.	754	867
Current liabilities		4 110	4 484
Total liabilities		6 968	7 852
Total shareholders' equity and liabilities		12 753	13 648

CONSOLIDATED BALANCE SHEET (continued)

The notes page 36 to 85 form part of these financial statements.

These financial statements were approved and authorised for issue by the board of directors on 24 April 2024

and were signed by:

A handwritten signature in black ink, appearing to read 'CG', with a large loop at the end.

Christian Guillemot

Director

AMA Corporation Plc
Company No. 10341359

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

€ 000	Note	Equity attributable to owners of the Group				Total	Non-controlling interests	Total equity
		Share capital	Share premium	Foreign currency translation reserve	Retained earnings			
Balance at 31 Dec. 2021		3 207	34 161	67	(10 143)	27 293	(392)	26 901
Profit / (loss) for the year					(21 384)	(21 384)	(3)	(21 387)
Other comprehensive income				1	44	45	2	47
Profit / (loss) and other comprehensive income		-	-	1	(21 340)	(21 339)	(2)	(21 340)
Increase in non-controlling interests with no change in control	5.2.				(530)	(530)	511	(19)
Equity-settled share-based payments	7.4.				254	254	-	254
Total transactions with owners of the Group		-	-	-	(276)	(276)	511	235
						-		-
Shareholders' equity at 31 Dec. 2022		3 207	34 161	69	(31 759)	5 679	117	5 796
Profit / (loss) for the year					(8 038)	(8 038)	(38)	(8 075)
Other comprehensive income				(21)	(10)	(31)	(1)	(32)
Profit / (loss) and other comprehensive income		-	-	(21)	(8 048)	(8 069)	(39)	(8 108)
Capital increase		4 473	3 343			7 816		7 816
Increase in non-controlling interests with no change in control	5.2.				(6)	(6)	(2)	(8)
Equity-settled share-based payments	7.4.				288	288	-	288
Total transactions with owners of the Group		4 473	3 343	-	282	8 098	(2)	8 096
Shareholders' equity at 31 Dec. 2023		7 680	37 505	47	(39 524)	5 708	76	5 784

The notes page 36 to 85 form part of these financial statements.

CONSOLIDATED CASH FLOW STATEMENT

€ 000	Notes	31 Dec. 2023	31 Dec. 2022
		€ 000	€ 000
Loss for the year		(8 075)	(21 387)
<i>Adjustments for:</i>			
– Depreciation of right of use assets	12.	603	1 061
– Depreciation of property, plant and equipment	11.	451	10 669
– Amortisation of intangible assets	11.1	18	(1 263)
– Net financial expense	8	(50)	62
– Loss or gain on sale of property, plant and equipment	11.2	24	237
– Cost of share-based payment	7.4.4	288	254
– Income tax expense / (income)	9.1	30	559
– Restructuring provision	18	-	35
– Other non-cash items		(111)	(273)
Total adjustments		1 253	11 342
Operating cash flow before change in working capital and income tax		(6 822)	(10 045)
<i>Effect of changes in:</i>			
– Inventories	14.	422	635
– Trade receivables and related accounts	15.	360	975
– Contract liabilities	7.1	(129)	(710)
– Advances and downpayments	20.	97	141
– Trade payables and related accounts	20.	58	(1 192)
– Provisions and employee benefits	7.4.3	9	(24)
– Other receivables/current liabilities	15 & 20	(32)	(85)
Total changes		785	(260)
Operating cash flow before income tax paid		(6 038)	(10 305)
Income tax paid	9.	247	(214)
Net cash used in operating activities		(5 790)	(10 519)
Acquisition of property, plant and equipment and intangible assets	11.	(54)	(290)
Disposals of property, plant and equipment and intangible assets	11.	(1)	832
Capitalised development costs	11.	-	(2 195)
Investment grants (incl. Research tax credit offsetting capitalised costs)		-	441
Acquisition of financial assets		(6)	(118)
Disposal of financial assets		54	68
Net interest received		156	24
Net cash provided by (used in) investing activities		149	(1 239)
Capital increase	17.	7 816	-
Proceeds from new loans and borrowings	19.	-	2 603
Repayment of loans and borrowings	19.	(648)	(1 725)
Payment of lease liabilities	12.	(596)	(1 071)
Interest paid on loans and bank overdrafts	19.	(103)	(81)
Interest paid on lease liabilities	12.	-	-
Acquisition of non-controlling interests	5.2.	(8)	(19)
Net cash provided by (used in) financing activities		6 461	(293)
Net increase (decrease) in cash and cash equivalents		819	(12 051)
Cash and cash equivalents at January 1		8 603	20 641
Effect of movements in exchange rates on cash held		(32)	13
Cash and cash equivalents at 31 Dec		9 390	8 603

The notes page 36 to 85 form part of these financials' statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

1. Presentation of the Group

AMA Corporation PLC ("the Company") is domiciled in the United Kingdom. The Company's registered office is located Flat 3-2 Cresswell Gardens, London, SW5 0BJ . The consolidated financial statements comprise those of the Company and its subsidiaries (together referred to as "the Group").

The Group is a software developer and systems integrator for collaborative work, providing advanced, highly-secure remote solutions for connected devices. The Group's XpertEye suite provides augmented reality, dynamic workflow management, and dynamic online scheduling and planning. Combined with smart glasses or other camera sources (endoscope, microscope, dermatoscope, etc.), these innovative solutions enable experts and on-site technicians to share data and knowledge in real time, making remote support easier and more effective for users. They meet an increasing need for smart workplace transformation in companies seeking to boost productivity and competitiveness in a wide range of areas such as remote support, training, testing and healthcare.

2. Basis for preparation

2.1. Statement of compliance

The Group financial statements for the year ended 31 December 2023 have been prepared in accordance with UK-adopted International Accounting Standards (IFRSs). The Company has elected to prepare its parent company financial statements in accordance with FRS 101; these are presented on pages 86 to 101.

2.2. Changes in accounting standards

The following new standards, amendments to standards and interpretations have been applied to the consolidated financial statements as of December 31, 2023:

- Amendments to IAS 8 – Definition of Accounting Estimates,
- Amendments to IAS 1 Presentation of Financial Statements and IFRS Practice Statement 2 – Disclosure of Accounting Policies
- Amendments to IAS 12 – Deferred Tax related to Assets and Liabilities arising from a Single Transaction
- Amendments to IAS 12: International Tax Reform Pillar Two Model Rules

At the date of authorization of these financial statements, the Group has not applied the following new and revised IFRS Accounting Standards that have been issued but are not yet effective:

- Amendments to IAS 1 - Classification of liabilities as current or non-current (applicable to accounting periods beginning on or after January 1, 2024),
- Amendment to IFRS 16 - Lease Liabilities under Sale and Leaseback Transactions (applicable to annual periods beginning on or after January 1, 2024),
- Amendments to IAS 7 and IFRS 7 - Vendor Financing Arrangements (applicable to accounting periods beginning on or after January 1, 2024, subject to EU approval),
- Amendments to IAS 21 - lack of Exchangeability (applicable to accounting periods beginning on or after January 1, 2025, subject to EU approval).

The Group does not expect that the adoption of the Standards listed above will have a material impact on the financial statements in future periods.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2.3. Use of judgements and estimates

In preparing these consolidated financial statements, management has made judgements and estimates that affect the application of the Group's accounting policies and the reported amounts of assets, liabilities, income and expenses.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively. Estimates may be revised if the circumstances on which the estimate was based change and new information is provided. Actual values may differ from estimates if assumptions or conditions change. The impact of changes in estimates is recognised prospectively. Consequently, a change in conditions may lead to different estimates in the Company's financial statements in the future.

Judgments

Information on the judgments relating to accounting policies with the most significant impact on the amounts recognised in the consolidated financial statements is included in the following notes:

Note 7.1 – Revenue recognition: determining performance obligations and the timing for recognising the revenue allocated to each

Note 11 – Development costs: determining whether capitalization criteria were met

Note 12 – Lease term: determining whether the Group is reasonably certain to exercise renewal options.

Assumptions and uncertainties relating to estimations

Information on the assumptions and uncertainties relating to estimations entailing a significant risk of material adjustments to the carrying amount of assets and liabilities for the year ended 31 December 2023 is included in the following notes:

Note 7.4.3. – Measurement of the obligations relating to defined benefit plans: estimate of main actuarial assumptions (discount rate, salary increase rate and mortality rate)

Note 7.4.4. – Share-based payment: determining the fair value of free preference shares based on a discounted cash flows, main assumptions being the discount rate, the long-term growth rate and other key operational assumptions

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

Notes 9.3 and 9.4. – Recognition of deferred tax assets: availability of future taxable profit based on business plans against which it is possible to use tax losses carried forward and deductible temporary differences

Note 11.3 – Impairment tests: main assumptions in order to measure the recoverable amounts

Note 12. – Leases: main assumptions, in particular discount rates and lease terms

Note 14. – Inventories and work in progress: estimates of inventory impairment, based on a case-by-case analysis of inventories to determine whether they are obsolete

Note 18. – Provisions and contingent liabilities: provision estimates (number of Google Pixel telephones and estimated purchase costs).

2.4. Functional and presentation currency

The consolidated financial statements are presented in euros, which is the Company's functional currency. All amounts have been rounded to the nearest thousand, unless otherwise indicated.

2.5. Foreign currencies

2.5.1. Foreign currency transactions

Transactions denominated in foreign currencies are translated into the respective functional currencies of Group companies using the exchange rates effective at the transaction dates. The functional currency of Group entities is their local currency, except in the case of the holding company AMA Corporation Plc whose functional currency is the euro.

Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are translated to the functional currency at the foreign exchange rate ruling at that date. Foreign exchange differences arising on translation are recognised in the income statement. Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Non-monetary assets and liabilities denominated in foreign currencies that are stated at historical cost are translated to the functional currency at foreign exchange rates ruling at the dates the transaction occurred.

2.5.2. Foreign operations

The assets and liabilities of foreign operations are translated into euros at the exchange rates at the reporting date. The income and expenses of foreign operations are translated into euros at the exchange rates at the dates of the transactions. Foreign currency differences are recognised in Other Comprehensive Income (OCI) and accumulated in the translation reserve, except to the extent that the translation difference is allocated to Non-Controlling Interests.

2.6. Basis of measurement

The consolidated financial statements have been prepared on a going concern basis under the historical cost convention, as modified by the revaluation of financial assets and liabilities at fair value through profit and loss.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

3. Significant events of the period

In 2023:

- AMA Corporation Plc has increased its shareholding in AMA Xperteye Inc of €3k.
- On 12 June 2023, AMA launched a capital increase on Euronext Growth of an amount of €7,999k.
- On 27 June 2023, AMA has completed its fund raising of €7,999k by issuing 30,769,230 new ordinary shares with a nominal value of £0.125, at the price of €0.26 per share. GUILLEMOT BROTHERS SAS subscribed to this capital increase in AMA Corporation Plc for a number of 30,682,640 new shares, increasing its stake in AMA from 34.38% before this capital increase to 72.15% after the transaction.
- On 24 March 2023, the company established a stock option plan that represented 5% of AMA's share capital at the time. These stock options had a six-year lifespan and were exercisable at a price of €0.35 two years after their issuance, contingent upon meeting a condition of ongoing employment.
- On 31 December 2023, AMA Corporation Plc waved part of its loan granted within the scope of the loan agreement dated January 1st, 2019 to AMA SA, amounting to €2,247k in order to improve the financial position of AMA SA for the fiscal year 2023.
- The provision for employment safeguard plans has been partially reversed for €27k, of which €18k was used. A provision of €8k has been maintained 31 December 2023 to cover the costs of employees leaving the Group in 2024.

In 2022:

- AMA Corporation Plc subscribed to a capital increase in AMA SA of €7,700k. This operation resulted in an increase in its equity interests in AMA Research & Development, AMA Operation and AMA l'Oeil de l'expert Canada.
- The Group has subscribed to two financial debts for €2,000k and €600k with respectively BPI and Credit-Cooperatif in order to fund research & development costs.
- The Group has begun to implement a cost reduction plan in the first half of 2022. Subsidiaries have cancelled some office leases and have planned to reduce the number of staff. That's the reason why, a restructuring provision of €894k has been recorded.
- The conflict in Ukraine, which broke out in February 2022, has limited impact on the activity of the Group as it does not trade with companies in Russia, Belarus or Ukraine, it does not have subsidiaries or assets in these countries, and it is not linked with organisations or individuals under sanctions.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

4. Subsequent events

In January 2022, the company established a stock option plan that represented 5% of AMA's share capital at the time. These stock options had a six-year lifespan and were exercisable at a price of €2.03 two years after their issuance, contingent upon meeting a condition of ongoing employment.

On January 8, 2024, the Board of Directors, acting in accordance with section 16.2 of the plan, ratified a revision of the stock options' pricing. This adjustment involved issuing new options to supersede the original ones, aimed at maintaining their motivational value by lowering the exercise price from €2.03 to €0.21. This revision affected 878,500 stock options, which accounted for 1.7% of AMA's share capital. The financial impact recognized in January 2024 under IFRS 2 for this revision is estimated to be approximately €100 k.

On January 24, 2024, AMA Corporation Plc's wholly-owned Italian subsidiary, AMA Xperteye SRL, underwent liquidation. This action was carried out as part of the group's restructuring strategy initiated in 2022 and had no notable impact on the Group's consolidated financial position.

5. Consolidation scope

5.1. Accounting policies relating to the consolidation scope

Consolidation of subsidiaries

Subsidiaries are entities controlled by the Group. Control exists when the Group has power over an entity, is exposed or has rights to variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements as of the date control is obtained and ends when control ceases.

All balance sheet assets and liabilities, transactions and income and expense relating to intercompany transactions are eliminated (except for gains or losses resulting from transactions denominated in foreign currencies).

5.2. Consolidation scope

The consolidated companies are as follows:

Company Name	Country	Business activity	31 Dec. 2023			31 Dec. 2022		
			Percentage interest	Percentage control	Consolidation method	Percentage interest	Percentage control	Consolidation method
AMA CORPORATION	UK	Parent company	Parent company	Parent company	FC	Parent company	Parent company	FC
AMA SA	France	Distribution & support functions	98,59 %	99,35 %	FC	98,59 %	99,35 %	FC
AMA XPERTEYE INC	USA	Distribution	89,80 %	89,80 %	FC	88,40 %	88,40 %	FC
AMA XPERTEYE SRL	Romania	Distribution	89,11 %	89,11 %	FC	89,11 %	89,11 %	FC
AMA XPERTEYE GMBH	Germany	Distribution	86,20 %	86,20 %	FC	86,20 %	86,20 %	FC
AMA XPERTEYE UK	UK	Distribution	86,20 %	86,20 %	FC	86,20 %	86,20 %	FC
AMA XPERTEYE HK	Hong Kong	Distribution	85,00 %	85,00 %	FC	85,00 %	85,00 %	FC
AMA XPERTEYE SHANGHAI	China	Distribution	100,00 %	100,00 %	FC	100,00 %	100,00 %	FC
AMA OEIL DE L'EXPERT CANADA	Canada	Distribution	69,01 %	70,00 %	FC	69,01 %	70,00 %	FC
AMA JAPAN	Japan	Distribution	85,00 %	85,00 %	FC	85,00 %	85,00 %	FC
AMA SPAIN	Spain	Distribution	100,00 %	100,00 %	FC	100,00 %	100,00 %	FC
AMA ITALY	Italy	Distribution	100,00 %	100,00 %	FC	100,00 %	100,00 %	N/A

FC: fully consolidated

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

5.3. Changes in consolidation scope

The impact of changes in non-controlling interests, while retaining control, are recognized in equity as indicated below:

2023 :

- In 2023, AMA Corporation Plc has increased its shareholding in AMA XPERTEYE Inc for €3k. This operation resulted in an 0,7% increase in its equity interests.
- Excepted this additional equity interest, there was no change in the consolidation scope during the first half of 2023

2022 :

- On 21 January 2022., AMA Italy was created.
- On 14 June 2022, AMA Corporation Plc subscribed to a capital increase in AMA SA of €7,700k. This operation resulted in an increase in its equity interests in AMA Research & Development, AMA Operations and AMA l'Oeil de l'expert Canada (9.99%).
- On 1 November 2022, AMA SA, AMA Research & Development merged into AMA SA. This operation has no impact on financial consolidated statements.
- In 2022 the Group acquired the following additional equity interests:
 - o 2.9% in AMA Xperteye Inc.
 - o 3.56% in AMA Xperteye Srl.
 - o 0.65% in AMA Xperteye GmbH
 - o 1.2% in AMA Xperteye Ltd (in the United Kingdom)
 - o 14.27% in AMA SA

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

5.4. Non-controlling interests

Changes in the Group's equity interests in a subsidiary that do not result in a loss of control are recognised as equity transactions.

The following table provides a summary of information relating to Group subsidiaries with significant non-controlling interests after eliminating intercompany transactions:

31 Dec. 2023	AMA SA	Other distribution subsidiaries	Total
Percentage non-controlling interests	1%	(e.g. 69% - 100%)	
Non-current assets	1 428	169	1 598
Current assets	9 438	913	10 351
Non-current liabilities	2 839	19	2 859
Current liabilities	920	593	1 513
Net assets	7 107	470	7 577
Net assets attributable to non-controlling interests	20	56	77
Revenue	1 626	1 262	2 888
Profit / (loss) for the year	(2 990)	36	(2 954)
Other comprehensive income	(10)	(10)	(20)
Profit / (loss) and other comprehensive income	(3 000)	26	(2 974)
Net profit / (loss) allocated to non-controlling interests	(42)	4	(38)

31 Dec. 2022	AMA SA	Other distribution subsidiaries	Total
Percentage non-controlling interests	1%	(e.g. 69% - 100%)	
Non-current assets	1 759	258	2 017
Current assets	9 552	1 024	10 576
Non-current liabilities	3 257	100	3 357
Current liabilities	(2 053)	738	(1 315)
Net assets	10 107	445	10 552
Net assets attributable to non-controlling interests	63	55	117
Revenue	2 060	2 044	4 104
Profit / (loss) for the year	(808)	64	(743)
Other comprehensive income	44	7	51
Profit / (loss) and other comprehensive income	(763)	71	(692)
Net profit / (loss) allocated to non-controlling interests	(11)	8	(3)

The US and German subsidiaries are the most significant entities included within "Other distribution subsidiaries".

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

6. Segment information

6.1. Operating segments

In accordance with IFRS 8, an operating segment is a component of an entity:

- that engages in business activities from which it may earn revenues and incur expenses;
- whose operating results are regularly reviewed by the entity's chief operating decision maker;
- for which discrete financial information is available.

The Group's chief operating decision maker refers to the members of the Executive Committee and the Board of Directors.

The Group comprises ten distribution subsidiaries, covering three geographic areas corresponding to the following segments:

- Europe, which includes subsidiaries in France, Germany, the UK, Romania, Italy and Spain and which primarily invoice customers in Europe;
- North America, which includes subsidiaries in the United States and Canada and which primarily invoice customers in the North American area;
- Asia, which includes subsidiaries in Hong Kong, Shanghai and Japan and which primarily invoice customers in the Asia area.

The subsidiaries in each geographic area correspond to operating segments with similar economic characteristics.

All of the subsidiaries offer similar products and services but are strategically monitored by geographic area.

Information relating to each operating segment is presented below. Operating income and adjusted EBITDA for each segment are used to measure performance as management considers that this information is the most relevant for understanding the earnings of each segment compared with earnings from other entities. Adjusted EBITDA is defined as operating income plus depreciation, amortisation and impairment of property, plant and equipment and intangible assets, and share-based payment expenses.

The other items in the income statement, including financial income and expenses as well as taxes, are not monitored on a segment-by-segment basis and are deemed to relate to the Group as a whole.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

Period ended December 31, 2023	Europe	Amérique du Nord	Asie	Siège et fonctions supports et Intra-groupe	Total
Revenue	2 311	466	230	6	3 013
Cost of sales	(133)	(46)	(61)	(70)	(310)
Inventory changes	-	-	(11)	(577)	(588)
Partnership commissions	(62)	-	(5)	-	(67)
Leased 'Xperteye Amortisation and rental costs	(1)	-	(0)	(76)	(77)
Margin excluding in inventory depreciation	2 115	420	152	(717)	1 970
Reversal / Depreciation of inventory	-	-	(30)	196	166
Other income	45	10	1	204	261
Other purchases and external expenses	(454)	(360)	(357)	(1 706)	(2 876)
Personnel expenses	(948)	(538)	(461)	(4 490)	(6 436)
Other depreciation of property, plant and equipment and intangible assets	(176)	(72)	(63)	(683)	(995)
Other amortisation of property, plant and equipment and intangible assets	-	-	-	-	-
Other non-current expenses	(7)	22	(3)	(196)	(185)
Intersector*	279	549	790	(1 618)	-
Current operating loss	854	31	31	(9 010)	(8 095)
Other non-current expenses	-	-	-	-	-
Other non-current income	-	-	-	-	-
Non-current operating loss	-	-	-	-	-
- Depreciation of property, plant and equipment and intangible assets	177	72	64	759	1 072
- Share-based payments	-	-	-	288	288
Adjusted EBITDA	1 030	103	94	(7 963)	(6 735)

In 2023, the share-based stock option plan granted to employees, which amounted to €288k, has been restated in the “Adjusted EBITDA” to provide an accurate reflection of the Group’s financial performance.

31 Dec. 2022	Europe	Amérique du Nord	Asie	Siège et fonctions supports et Intra-groupe	Total
Revenue	3 054	841	269	121	4 285
Cost of sales	(675)	(202)	(66)	337	(606)
Inventory changes	-	-	21	(767)	(746)
Partnership commissions	(52)	-	(2)	-	(54)
Leased 'Xperteye Amortisation and rental costs	(5)	(6)	(1)	(228)	(240)
Margin excluding in inventory depreciation	2 322	634	220	(537)	2 640
Reversal / Depreciation of inventory	-	-	-	111	111
Other income	65	1	3	2 215	2 284
Other purchases and external expenses	(826)	(485)	(409)	(2 150)	(3 870)
Personnel expenses	(1 372)	(667)	(501)	(7 620)	(10 159)
Other depreciation of property, plant and equipment and intangible assets	(348)	(141)	(93)	(2 249)	(2 831)
Other amortisation of property, plant and equipment and intangible assets	-	-	-	-	-
Other non-current expenses	(143)	7	(9)	(398)	(544)
Intersector*	677	687	833	(2 197)	-
Current operating loss	376	36	44	(12 825)	(12 370)
Other non-current expenses	(63)	-	-	(8 332)	(8 395)
Other non-current income	-	-	-	-	-
Non-current operating loss	(63)	-	-	(8 332)	(8 395)
- Depreciation of property, plant and equipment and intangible assets	353	146	95	2 477	3 071
- Other non-current expenses/(income)	63	-	-	8 332	8 395
- Share-based payments	-	-	-	254	254
Adjusted EBITDA	728	182	138	(10 094)	(9 045)

In 2022, three major events had an impact on the EBITDA of the Group. The events have been restated in the “Adjusted EBITDA” to provide an accurate reflection of the Group’s financial performance. The following adjustments were made:

- An exceptional charge of €7,396k for the depreciation of R&D intangible assets, which falls under the category of "Amortisation and depreciation of property, plant and equipment and intangible assets."
- Non-current expenses of €999k linked to the redundancy plan.
- The share-based stock option plan granted to employees, which amounted to €254k.

*Reinvoicing between the AMA Corporation Plc parent company or AMA SA and distribution subsidiaries

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

6.2. Geographic information

Data relating to revenue per geographic area, based on the entity issuing the invoices, break down as follows:

	31 Dec. 2023	31 Dec. 2022
UK	16	70
France	1 626	2 060
USA	466	825
Romania	7	69
Germany	669	976
Hong Kong	23	69
China	125	182
Canada	1	16
Japan	82	18
Total revenue	3 013	4 285

The decline in revenues concerns all geographical regions, except Japan

As part of the global cost saving plan launched by the Group in June 2022, the commercial activities of the subsidiaries in the UK, Romania, Hong Kong and Canada have been taken over by the commercial teams of the other subsidiaries.

Non-current assets by geographic area were as follows:

	31 Dec. 2023	31 Dec. 2022
UK	0	
France	1 428	1 759
Other countries	198	297
TOTAL	1 626	2 056

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

7. Operating data

7.1. Revenue

Revenue

In accordance with IFRS 15 "Revenue from Contracts with Customers", revenue is recognised when each performance obligation is fulfilled, which is when control of the goods or service is transferred to the customer in exchange for the amount of consideration to which the Group expects to be entitled.

The Group provides customers with a comprehensive service suite, including access rights to XpertEye software in SaaS mode primarily, along with maintenance, technical support and hosting services. These may be combined with equipment, such as smart glasses connected to a dedicated smartphone, microscopes, endoscopes or other equipment. There are two types of offers:

- **XE aR:** browser-based solution enabling customers to work together remotely on any of their own compatible devices, including smartphones, tablets and portable computers, over a secure connection. No equipment is provided by the Group.

XE aR+: benefits from the same core features as XE aR, plus the ability to work hands-free with smart glasses and the possibility to connect third-party devices (borescope, microscope, PTZ camera, UV camera, connected glasses, etc.) to a smartphone or tablet to address all your remote collaboration needs.

Management exercised its judgment and determined that revenue was primarily generated by the following performance obligations, based on below-mentioned considerations:

- XpertEye solution:
 - Equipment sales (smart glasses, smartphones, tablets, cameras and other accessories). This is a distinct performance obligation from XpertEye software access since i) XpertEye software can be used without dedicated equipment by direct browser connection (Lite formula) and ii) smart glasses and smartphones, without XpertEye software, have their own features. The link is functional, not transformative. Revenue is recognised on the date control is transferred, which corresponds to the date of delivery to the customer.
 - Sale of services corresponding to SaaS access to XpertEye software ("on-premises" solutions are not material) and associated services (technical support for customers, maintenance and hosting where applicable). The SaaS solution and associated services are distinct performance obligations which are performed over the same periods, at a similar pace. Revenue is recognised on a percentage completion and straight-line basis as costs are relatively stable throughout the contract.
 - "Pilot" contracts (option including a trial period of 1 to 12 months) comprising:
 - Equipment leases, corresponding to a distinct lease component within the scope of IFRS 16, classified as an operating lease, with lease payments recognised on a straight-line basis;
 - Access to XpertEye software in SaaS mode, and services relating to maintenance, technical support for customers and hosting which are distinct performance obligations, which are performed over the same periods, at a similar pace. Revenue is recognised on a percentage completion and straight-line basis;

- Sales of other one-off services, including training and project management, which are distinct performance obligations with revenue being recognised on the date the services are rendered.

Contracts correspond to purchase orders associated with general terms and conditions of sale, as well as, in certain cases, framework agreements with no volume commitments. Contracts may be entered into for up to 72 months, and are generally not cancellable without the payment of significant penalties.

Transaction prices are fixed and are subject to non-significant penalties for late delivery.

There is no major issue regarding price allocation among the various services as separate contractual prices are provided for separate services, with different recognition timing, and generally correspond to the standalone sales price.

The costs of obtaining and fulfilling contracts are expensed as it occurs.

Costs of obtaining and performing contracts are not significant.

The Group acts as principal when purchasing and selling equipment. Xperteye software is installed on equipment before resale. Additionally, AMA has primary liability to end customers (warranty and after-sales service), bears inventory risk, and sets equipment prices at its own discretion.

There are no other material agent/principal considerations.

Revenue is split as follows:

	31 Dec. 2023	31 Dec. 2022
Software & support services	2 039	2 688
Equipment sales	745	1 154
Pilot contracts	18	172
XpertEye solution revenue	2 802	4 015
Other services	211	270
Total revenue	3 013	4 285

The Group experienced a decline in turnover by 30% compared to the previous year.

Revenues linked to its core business, selling the XpertEye software suite, decreased to a lesser extent by 24% to €2,039k. While sales of equipment such as connected equipment, glasses, and smartphones dropped by 35%. These trends continue to reflect the wait-and-see approach observed for clients and prospects facing a deteriorating economic environment.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

Contract liabilities.

Services invoiced at the start of the period (primarily annually) that mainly relate to software and directly associated services, and which have not yet been recognised under revenue are recognised under prepaid income, i.e. contract liabilities.

Changes in contract liabilities (prepaid income) is split as follows:

	31 Dec. 2023	31 Dec. 2022
Contract liabilities at 1 January	1 456	2 130
Increase in amounts received, net of revenue recognised for the period	1 060	1 128
Revenue recognised for the period included in opening amount	(1 208)	(1 803)
Contract liabilities at 31 December	1 308	1 456

Order book

"Order book" refers to the aggregate amount of services still to be performed at the reporting date under contracts with customers as defined in IFRS 15, i.e. contracts creating enforceable rights and obligations between the parties.

Revenue from such contracts relates to the software and ancillary services provided under firm, multi-annual orders at the reporting date, as invoicing is generally performed on an annual basis.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

At 31 December 2023:

	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	TOTAL
Total amount of transaction price allocated to incomplete services at the reporting date	1 539	627	326	2 491

At 31 December 2022:

	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	TOTAL
Total amount of transaction price allocated to incomplete services at the reporting date	1 590	561	116	2 267

The Order book corresponds mainly to revenue signed but not yet recognized on the software part, which is subscribed for commitments from 12 to 36 months, commitments which are accounted for over time.

The Order book is higher 10% compared to December 31, 2022. This trend reflects the favourable reception of the Enterprise model, the new commercial offering launched in the first half of 2023, which features license packages and volume pricing, facilitating the adoption of XpertEye solutions.

Major customers

In 2023, proceeds from a single customer in the Group's Europe operating segment accounted for approximately 5% of total Group revenue (2022: 8%)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

7.2. Other income

Capitalised production reflects capitalised development costs.

Operating grants that offset expenses incurred by the Group are recognised in profit or loss under other income on a systematic basis in the periods in which the expenses are recognised.

Investment grants are initially recognised as deferred income at fair value if there is reasonable assurance that they will be received and the Group will comply with the conditions associated with the grant; subsequently, they are recognised in profit or loss under other income on a systematic basis over the useful life of the asset.

The French research tax credit (CIR) is accounted for as a government grant. More specifically, it is recognised as an operating grant as it offsets development costs recognised as an expense.

Other income breaks down as follows:

	31 Dec. 2023	31 Dec. 2022
Capitalised own production	-	2 195
Operating grants	174	16
Other operating income	185	356
Total other operating income	359	2 567

Other operating income mainly comprises the reversal of the €98k provision for Google Pixel telephones (see Note 18).

The absence of capitalised own production in 2023 is due to the accounting treatment of R&D costs since the second half of 2022. These costs have been expensed and not capitalized (see note 11.1).

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

7.3. Operating expenses

Operating expenses break down as follows:

		31 Dec. 2023	31 Dec. 2022
Equipment purchases		(409)	(889)
Change in inventories		(588)	(746)
Inventory impairment reversal		166	111
Partnership commissions		(67)	(54)
Total cost of sales		(898)	(1 578)
Total employee benefits	7.4.3.	(6 436)	(10 159)
Non-stock purchases		(70)	(133)
Lease expenses	12.	(73)	(138)
General sub-contracts		(908)	(738)
Professional fees		(531)	(923)
Travel & entertainment		(421)	(506)
Trade fairs & marketing fees		(322)	(450)
Other		(551)	(982)
Total other purchases and external expenses		(2 876)	(3 870)
Total amortisation and depreciation of property, plant and equipment, intangible and right of use assets	11. & 12.	(1 072)	(3 071)
Taxes		(81)	(141)
Other		(103)	(403)
Total other expenses		(185)	(544)

At 31 December 2023, the decrease in cost of good sales is explained by the lower volume of business.

The decrease in "Professional fees" (€-392k) is linked to the decrease in legal audit accounting fees, accounting and other fees, sales commission, translation costs, CIR fees and consulting fees.

The decrease in "Trade fairs & marketing fees" is related to the reduction in participation in trade shows and to a decrease in social networking costs.

The decrease in "Other" caption (€-431k), under Other purchases and external expenses, related to recruitment costs, temporary employment costs, maintenance and repairs, banking services and commission costs.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

Statutory Audit fees

The Group paid the following fees to its statutory auditors in 2023 and 2022:

	31 Dec. 2023	31 Dec. 2022
Statutory audit of the group and company financial statements	47	91
Services provided by associated firm in the statutory audit of subsidiary undertakings	36	42
Non-statutory audit services		
Statutory audit fees	83	133

7.4. Personnel and headcount

7.4.1. Headcount

Headcount corresponds to full-time equivalents including employees on fixed-term contracts, open-ended contracts and similar in the various foreign countries where the Group operates.

	31 Dec. 2023	31 Dec. 2022
Managers	69	71
Others employees	11	15
Total headcount at 31 December	80	86
Average headcount in the period	80	148

The Company's organisation was restructured in 2022.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

7.4.2. Personnel expenses

Personnel expenses are recognised as the related service is provided.

Personnel expenses break down as follows:

	31 Dec. 2023	31 Dec. 2022
Wages and salaries	(4 288)	(6 843)
Social security costs expect post-employment	(1 569)	(2 594)
Post-employment defined contribution expenses	(282)	(465)
Post-employment defined benefit expenses	(9)	(4)
Equity-settled share-based payments	(288)	(254)
Total	(6 436)	(10 159)

The decrease in personnel expenses mainly reflects the effect of the full year reduction in number of employees in 2023 compared to 2022 and is also explained by the impact of new share-based payments (see Note 7.4.4).

7.4.3. Employee benefits

Short-term employee benefits

Short-term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Group has a present legal or constructive obligation to pay the amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Defined benefit plans

The Group's defined benefit obligations correspond to retirement indemnities paid to employees in France.

The Group's obligations relating to defined benefit plans are recognised under liabilities and estimated using the actuarial valuation method. Actuarial valuations are based on assumptions with regard to employee turnover, mortality, salary increases and the discount rate. The actuarial valuation method used is the Projected Unit Credit Method, based on the final monthly salary.

The service cost is recognised under personnel expenses. It includes the current service cost and past service cost resulting from plan amendments or curtailments, recognised in full in profit or loss for the period in which they occur, and gains or losses on plan settlements.

The interest cost, corresponding to the measurement to present value of the obligations, is recognised in net financial income or expense.

Actuarial gains and losses arising from remeasurements of liabilities are recognised under other items of comprehensive income and may not to be recycled through profit or loss.

The IFRIC's final agenda decision issued on 24 May 2021 on Attributing Benefit to Periods of Service (particularly retirement benefits) under IAS 19 has no material impact for the Company.

Defined contribution plans

Contributions to defined contribution plans are expensed as the related service is provided. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is possible.

Retirement benefits

Changes in the present value of the retirement benefit obligation is split as follows:

	Defined benefit obligations	
	31 Dec. 2023	31 Dec. 2022
Balance at 1 January	106	185
Recognised under net income		
Current service cost	9	4
Recovery for employment safeguard plans		(28)
Past service cost		
Interest cost	4	4
Total	13	(20)
Included in other comprehensive income		
Actuarial losses / (gains)	13	(59)
Total	13	(59)
Other		
Benefits paid		
Total	-	-
Balance at 31 December	132	106

The cost reduction plan has led to reduce the total headcount at the end of the period.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

The entity is exposed to interest risk, salary risk and longevity risk.

The main actuarial assumptions used at the reporting date were as follows:

	31 Dec. 2023	31 Dec. 2022
Discount rate	3,17%	3,77%
Salary increase rate	2,00%	2,00%
Retirement age	64 years	64 years
Mortality rate	AMA mortality table	AMA mortality table

In 2023, the actuarial assumptions on retirement age is similar to 2022: 64 years.

The discount rate is determined based on the yield of long-term high-grade corporate bonds with maturities equivalent to the term of the obligations in question.

The duration is the weighted average term of the retirement benefit obligation (period between the current date and probable date of payment of the retirement benefit). The duration was 19 years at 31 December 2023, compared with 17 years at 31 December 2022.

Sensitivity analysis of retirement benefits

At the reporting date, reasonably possible changes to one of the relevant actuarial assumptions would have affected the retirement benefit obligation as follows (other assumptions remaining constant):

	31 Dec. 2023		31 Dec. 2022	
	Increase	Decrease	Increase	Decrease
Discount rate (change of 50 basis points)	(12)	12	(9)	10
Salary increase rate (change of 50 basis points)	13	(12)	10	(10)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

7.4.4. Share-based payment

Free preference shares are granted to AMA SA employees under equity-settled share-based plans.

The fair value determined at the grant date (fair value of the shares less the present value of future dividends estimated over the vesting period) is expensed, with the offsetting amount recognised as an increase in equity, over the vesting period. The amount expensed is adjusted to reflect the rights for which it is estimated that service conditions will be fulfilled, so that the amount ultimately recognised is based on the rights that actually meet service conditions at the acquisition date.

The fair value of free preference shares was estimated based on discounted cash flows, main assumptions being the discount rate, the long-term growth rate and other key operational assumptions.

Certain employees of the group hold ordinary shares issued by AMA XpertEye Inc. and AMA XpertEye GmbH. As these investments are held *pari passu*, at a value deemed to correspond to their fair value, and are settled in equity, no expense was recognised in the statement of comprehensive income in accordance with IFRS 2 Share-based Payment.

Stock options ("SO")

On March 24, 2023 and January 31, 2022, AMA Corporation plc granted respectively 1 120 500 SO and 1112 500 SO to employees and a corporate representative of AMA CORP, AMA SA, AMA US, AMA Germany, AMA Shanghai, AMA Srl, AMA Japan, AMA Italy and AMA UK. The vesting condition is a vesting period is two years. The stock options expire in 6 years.

The fair value of the stock options was measured based on Black-Scholes model. The inputs used to measure the stock options fair value at grant date are as follows:

	SO 2022	SO 2023
Fair value at grant date	€0,59	€0,15
Share price at grant date	€1,94	€0,35
Exercise price of the option	€2,03	€0,35
Expected volatility (weighted average)	41,40%	53,00%
Expected life span	6 years	6 years
Maturity	4 years - mid-life	4 years - mid-life
Expected dividend	-	-
Risk-free interest rate (based on government bonds)	-0,24%	2,53%
Turnover rate	0% for founders and directors 10% for managers 50% for employees	0% for founders and directors 10% for managers 50% for employees

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

Free shares

On 2 July 2018 and 1 January 2020, the Group set up free preference share plans for AMA SA employees. The vesting condition is a two-year presence period starting from the grant date.

The main characteristics and conditions relating to the granting of free shares in connection with these plans are as follows:

	Number of shares granted	Grant date	Vesting conditions	Contractual term of the grant	Fair value	Expected yield
2020 free share plan	21 000	January 1, 2020	Presence in the company	24 months	0,1509	-

In 2023 and 2022, changes in the number of free shares and stock options were as follows:

	31 Dec. 2023			Total
	Shares nb	Options nb		
		SO 2022	SO 2023	
Outstanding at 1 January	-	940 000	-	940 000
Lapsed during the period		- 61 500	- 63 500	- 125 000
Exercised during the period			1 120 500	1 120 500
Granted during the period				-
Exercisable at December 31				-
Outstanding at 31 December	-	878 500	1 057 000	1 935 500

The related expenses are €288k in 2023 and €254k in 2022.

7.4.5. Key management personnel compensation (related parties)

Key management personnel, corresponding to members of the Management Board, received the following compensation:

	31 Dec. 2023	31 Dec. 2022
Short-term employee benefits and contributions to defined contribution plans	1 294	1 325
Post-employment benefits under defined benefit plans	(5)	(3)
Share-based payment	64	51
Total	1 354	1 374

Compensation of the Group's key management personnel includes salaries, non-cash benefits and contributions to post-employment defined benefit and defined contribution plans (see Note 7.4.2.) and share-based payments (see Note 7.4.4.).

Liabilities relating to post-employment defined benefit plans for key management personnel amounted to €74k at 31 December 2023 and €62k at 31 December 2022.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

7.5. Non-current operating expenses

In June 2022, AMA launched a comprehensive cost-saving plan to reduce its investments and adjust its cost structure to align with the market's size and evolution.

Non-current operating expenses relates to the Group restructuring plan for €999k. It includes €919k for employment safeguard plans (including a provision for €35k), €107k of termination benefits costs and a retirement benefits recovery for €27k. The global savings plan focused on scaling back its workforce by more than 60 positions in France and 10 in other countries, with four non-priority commercial business units shut down (Romania, Italy, UK, Canada).

In 2022, the company decided to impair all its intangible assets due to the market downturn and the decrease in its market capitalization, considered as an impairment indication. Non-current operating expenses include €7 396k in intangible assets amortization.

In 2023, there is no non-current expenses.

8. Net financial income and expense

Foreign exchange gains and losses

Foreign exchange gains and losses on all Group transactions denominated in foreign currencies are recognised in profit or loss and presented under 'net financial income (expense)'.

Interest expense

Income and expenses from loans, financial debt and lease liabilities are recognised in accordance with the effective interest rate method.

Group financial income and expense is split as follows:

	31 Dec. 2023	31 Dec. 2022
Interest expense on loans and lease liability	(99)	(82)
Interest expense on Guillemot Brothers' shareholder loan	-	(1)
Foreign exchange losses	(40)	(88)
Other interest expense	(8)	(4)
Interest and related expenses	(147)	(175)
Foreign exchange gains	41	89
Other financial income	156	24
Interest and related income	196	113
Total	50	(62)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

9. Income tax

Income tax

Income tax includes current tax expense (income) and deferred tax expense (income), calculated in compliance with the legal provisions of the country where the income is taxed. Current and deferred taxes are recognised in profit and loss, except if they relate to items recognised in other comprehensive income, directly in equity or in connection with business combinations.

The Group deems that French value-added business tax (CVAE) meets the definition of corporate income tax as described in IAS 12.2 (Taxes based on taxable profit).

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantively enacted at the reporting date. Current tax also includes any tax arising from dividends.

Current tax assets and liabilities are offset only if certain criteria are met.

Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

Deferred tax assets are only recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profit will be available against which they can be used. Future taxable profit is determined based on the reversal of relevant taxable temporary differences. If the amount of taxable temporary differences is insufficient to recognise a deferred tax asset in full, then future taxable profit adjusted for reversals of existing temporary differences is used, based on the business plans for individual subsidiaries in the Group. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profit improves.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply when the assets are used or liabilities settled, using tax rates enacted or substantively enacted at the reporting date, and reflecting uncertainty relating to income taxes, if any.

Deferred tax assets and liabilities are offset only if certain criteria are met.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

9.1. Income tax expense

	31 Dec. 2023	31 Dec. 2022
Current tax expense	(20)	(26)
Deferred tax profit / (expense)	(10)	(524)
French value-added business tax (CVAE)	(0)	(10)
TOTAL	(30)	(559)

Deferred tax expense in 2022 is mainly related to the derecognition of deferred tax assets related to AMA SA tax loss carryforwards (see note 9.3).

9.2. Tax proof

Reconciliation of the effective and theoretical tax rates was as follows:

	31 Dec. 2023	31 Dec. 2022
	€ 000	€ 000
Loss before income tax	(8 046)	(20 827)
Normative tax rate	23,52%	19%
Theoretical tax expense	1 892	3 957
Reconciliation with the effective tax rate		
- Research tax credit (CIR)	(0)	4
- Changes in unrecognised losses	(1 349)	(3 209)
- Unrecognised deferred tax		(77)
- Tax rate differences excluding UK	(7)	(11)
- Other differences	(567)	(1 224)
Income tax (expense) / income	(30)	(559)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

9.3. Breakdown of assets (liabilities), net of deferred tax

Changes in deferred tax balances break down as follows:

	Opening balance at 31 Dec. 2022	Change in profit or loss	Change in OCI	Change in shareholders' equity	Business combinations	31 Dec. 2023		
						Net	Deferred tax assets	Deferred tax liabilities
Deferred tax assets relating to tax loss carryforwards	0	-	-	0	-	0	-	(0)
Defined benefit liabilities	26	3	3	-	-	33	33	-
Elimination of gains from intercompany transactions	0	0	-	-	-	0	0	-
Finance lease adjustments (IFRS 16)	1	1	-	(0)	-	2	3	1
Other adjustments	28	(14)	-	(0)	-	14	14	1
Impact of change in tax rate	-	-	-	-	-	-	-	-
TOTAL DEFERRED TAX	56	(10)	3	(0)	-	49	51	2

	Opening balance at 31 Dec. 2021	Change in profit or loss	Change in OCI	Change in shareholders' equity	Business combinations	31 Dec. 2022		
						Net	Deferred tax assets	Deferred tax liabilities
Deferred tax assets relating to tax loss carryforwards	428	(428)	-	0	-	0	-	(0)
Defined benefit liabilities	46	(5)	(15)	-	-	26	26	-
Elimination of gains from intercompany transactions	77	(77)	-	-	-	0	0	-
Finance lease adjustments (IFRS 16)	7	(6)	-	0	-	1	1	(0)
Other adjustments	36	(8)	-	(0)	(0)	28	29	1
Impact of change in tax rate	-	-	-	-	-	-	-	-
TOTAL DEFERRED TAX	595	(524)	(15)	(0)	(0)	56	56	1

In 2022 and 2023, since it is not expected to recover the related tax losses carried forward within the next four years, deferred tax assets relating to tax loss carryforwards are not recognized.

9.4. Unrecognised deferred tax assets

AMA Corporation Plc tax losses were not capitalised at 31 December 2023 or 31 December 2022 since tax losses are not likely to be recovered within the next four years.

	31 Dec. 2023		31 Dec. 2022	
	Gross values	Tax impact	Gross values	Tax impact
UK	37 153	9 288	31 225	7 806
France	12 072	3 018	8 989	2 247
TOTAL	49 225	12 306	40 214	10 053

In the United Kingdom, tax loss carryforwards amounting to a maximum of £5,000k may be used annually, and 50% beyond this threshold.

In France, tax loss carryforwards amounting to a maximum of €1,000k may be used annually, and 50% beyond this threshold.

9.5. Uncertainty over income tax treatments

The Group had no material uncertainty over income tax treatments within the meaning of IFRIC 23.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

10. Earnings per share

10.1. Basic earnings per share

Basic earnings per share is calculated using the earnings attributable to holders of ordinary shares and the weighted average number of outstanding ordinary shares as follows.

Earnings attributable to holders of ordinary shares (basic):

	31 Dec. 2023	31 Dec. 2022
Net earnings attributable to owners of the Company	(8 038)	(21 384)
Net earnings attributable to holders of ordinary shares	(8 038)	(21 384)

Weighted average number of ordinary shares (basic):

	31 Dec. 2023	31 Dec. 2022
	shares no	shares no
Ordinary shares at 1 January	19 867 607	19 867 607
Capital decrease		
Capital increase	30 769 230	
Weighted average number of ordinary shares at 31 December	36 907 378	19 867 607
Basic earnings per share in €	(0,22)	(1,08)

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

10.2. Diluted earnings per share

Diluted earnings per share is calculated using the earnings attributable to holders of ordinary shares and the weighted average number of outstanding ordinary shares as follows, adjusted for the effects of all potentially dilutive ordinary shares.

Earnings attributable to holders of ordinary shares (diluted):

	31 Dec. 2023	31 Dec. 2022
Net earnings attributable to holders of ordinary shares (basic)	(8 038)	(21 384)
Net earnings attributable to holders of ordinary shares (basic)	(8 038)	(21 384)

Weighted average number of ordinary shares (diluted):

	31 Dec. 2023	31 Dec. 2022
	shares no	shares no
Weighted average number of ordinary shares (basic)	36 907 378	19 867 607
Weighted average number of ordinary shares (diluted) at 31 December	36 907 378	19 867 607
Earnings per share in €	(0,22)	(1,08)

Weighted average number of ordinary shares (diluted) at 31 December 2023 does not include the outstanding stock options.

Indeed, as the result of continuing operations is a loss, instruments giving deferred rights to capital such as stock options have an anti-dilutive effect. They are therefore not considered, and basic earnings per share are therefore identical to diluted earnings per share.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

11. Intangible assets and property, plant and equipment

11.1. Intangible assets

Research and development costs

Research costs are expensed as they are incurred.

Development costs are capitalised and recognised as intangible assets if and only if the costs can be reliably measured and the Group can demonstrate the technical and commercial feasibility of the product or process, its probable future economic benefits, its intention, and the availability of sufficient resources to complete development and use or sell the asset. If these conditions are not met, development costs are expensed as they are incurred. After initial recognition, development costs are recognised at cost less accumulated amortisation and impairment.

Management applied its judgment in order to determine whether the above-mentioned criteria were met for each development project. In particular, Management distinguished between significant upgrades of the XpertEye solution, for which development costs are capitalized, and minor updates and correction of bugs, for which costs are expensed. Also, management support that significant upgrades generate incremental economic benefits.

State investment grants are initially recognised at fair value in deferred income if there is reasonable assurance that they will be received and the Group will meet their conditions. They are then deducted from subsidised assets, leading to a reduction in the related depreciation expense. The research tax credit is treated as a State grant. It is therefore recognised as an investment grant since it offsets capitalised development costs and is deducted from net assets.

The main impairment indicators that can trigger an impairment test are problems of technical feasibility and lack of market opportunities.

Other intangible assets

Other intangible assets mainly comprise software licences. They have a finite useful life and are recognised at cost less accumulated amortisation and impairment.

Amortisation

Amortisation is calculated on a straight-line basis over the estimated useful life of the assets.

The estimated useful lives for the current and comparative reporting periods are:

- Development costs: 5 years
- Software: 1-5 years

Amortisation methods, useful lives and residual values are reviewed at each reporting date and adjusted, if necessary.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

Intangible assets are split as follows:

	31 Dec. 2022	Additions	Disposals	Amortisation for the period	Others changes	Reclassifications	31 Dec. 2023
Development costs	11 039	-	-	-	-	-	11 039
Software	448	7	-	-	-	-	455
Intangible assets in progress	1 328	-	-	-	-	-	1 328
Intangible assets (gross)	12 816	7	-	-	-	-	12 823
Amortisation of development costs	(11 039)	-	-	-	-	-	(11 039)
Amortisation of software	(421)	-	-	(18)	-	-	(439)
Amortisation of intangible assets in progress	(1 328)	-	-	-	-	-	(1 328)
Amortisation/impairment of intangible assets	(12 788)	-	-	(18)	-	-	(12 806)
Total net value	27	7	-	(18)	-	-	16

	31 Dec. 2021	Additions	Disposals	Amortisation for the period	Others changes	Reclassifications	31 Dec. 2022
Development costs	10 057	714	-	-	-	268	11 039
Concessions, licences and similar rights	64	-	-	-	-	(64)	-
Software	382	2	(5)	-	-	68	448
Intangible assets in progress	655	1 031	(84)	-	-	(273)	1 328
Other intangible assets	1	-	(1)	-	-	-	-
Intangible assets (gross)	11 158	1 747	(90)	-	-	-	12 816
Amortisation of development costs	(3 920)	-	-	(7 119)	-	-	(11 039)
Amortisation of concessions, licences and similar rights	(8)	-	-	(16)	-	24	-
Amortisation of software	(363)	-	-	(34)	(0)	(24)	(421)
Amortisation of other intangible assets	(1)	-	1	-	-	-	-
Amortisation/impairment of intangible assets	(4 291)	-	1	(8 498)	(0)	-	(12 788)
Total net value	6 867	1 747	(89)	(8 498)	(0)	-	27

In 2022, the company decided to impair all its intangible assets due to the market downturn and the decrease in its market capitalization, considered as an impairment indication (for an impact of €7,396k in the amortization of the period).

As the recoverability criteria is not met, R&D costs are no longer capitalized since the second semester of 2022. They are therefore considered as charges.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

11.2. Property, plant and equipment

Property, plant and equipment is measured at cost less accumulated depreciation and impairment.

The proceeds or loss from the disposal of property, plant and equipment is recognised under net earnings.

Depreciation is calculated on a straight-line basis over the estimated useful life of the assets.

The estimated useful lives for the current and comparative reporting periods are:

- XpertEye equipment: 2 years
- Other equipment and tooling: 2-5 years
- Office and computer equipment: 2-5 years
- Furniture: 3-10 years
- Transport equipment: 2 to 4 years
- Technical and general improvements: 3 to 14 years
- Other property, plant and equipment: 3 to 14 years

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted, if necessary.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

Property, plant and equipment breaks down as follows:

	31 Dec. 2022	Additions	Disposals	Depreciation for the period	Effects of changes in foreign exchange rates	Reclassifications	31 Dec. 2023
XpertEye equipment - rental use	749	12	(463)	-	-	-	298
XpertEye equipment - internal use	977	27	(437)	-	-	-	567
Technical facilities, equipment and tooling	199	(1)	(19)	-	(0)	4	184
Transportation equipment	19	-	-	-	-	-	19
Computer equipment	879	9	(118)	-	(5)	-	765
Other property, plant and equipment	205	-	-	-	(1)	-	204
Property, plant and equipment (gross value)	3 028	47	(1 037)	-	(6)	4	2 037
Dep. XpertEye equipment - rental use	(662)	-	461	(77)	-	-	(279)
Dep. XpertEye equipment - internal use	(807)	-	433	(156)	-	-	(530)
Dep. of technical facilities, equipment and tooling	(224)	-	23	(2)	0	-	(202)
Dep. of transportation equipment	(19)	-	-	-	-	-	(19)
Dep. of computer equipment	(483)	-	96	(177)	4	-	(560)
Dep. of other PPE	(102)	-	-	(44)	0	-	(145)
Depreciation/impairment of property, plant and equipment	(2 297)	-	1 013	(455)	4	-	(1 735)
Total net value	731	47	(24)	(455)	(2)	4	302

Many of the XpertEye devices that were no longer being used internally or rented out to customers have been donated to recycling organizations.

	31 Dec. 2021	Additions	Disposals	Depreciation for the period	Effects of changes in foreign exchange	Reclassifications	31 Dec. 2022
XpertEye equipment - rental use	990	51	(324)	-	-	32	749
XpertEye equipment - internal use	942	46	(96)	-	-	86	977
Technical facilities, equipment and tooling	148	65	(14)	-	0	0	199
Transportation equipment	37	-	(18)	-	-	-	19
Computer equipment	1 091	90	(302)	-	(1)	-	879
Advances and downpayments for a real estate project	817	-	-	-	-	(817)	-
Other property, plant and equipment	378	46	(221)	-	2	-	205
Property, plant and equipment (gross value)	4 403	298	(1 792)	-	2	118	3 028
Dep. XpertEye equipment - rental use	(718)	-	295	(240)	-	-	(662)
Dep. XpertEye equipment - internal use	(664)	-	92	(235)	-	-	(807)
Dep. of technical facilities, equipment and tooling	(134)	-	19	(109)	(0)	-	(224)
Dep. of transportation equipment	(37)	-	18	-	-	-	(19)
Dep. of computer equipment	(453)	-	220	(250)	1	-	(483)
Amt/Dép. autres immobilisations corp. - Location	(176)	-	155	(80)	(0)	-	(102)
Depreciation/impairment of property, plant and equipment	(2 182)	-	798	(914)	(0)	-	(2 297)
Total net value	2 221	298	(994)	(914)	1	118	731

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

11.3. Impairment tests

In accordance with IAS 36 “Impairment of assets”, the Group regularly checks for indications of impairment to intangible assets and property, plant and equipment with finite useful lives. If an indication of impairment is found, the Group tests for impairment to measure whether the carrying amount of the assets (or groups of assets corresponding to cash-generating units) is higher than the recoverable amount of the assets, defined as the higher of value in use or fair value less disposal costs.

During the year 2022, the Group’s market capitalization declined by more than 80% which constitutes an indication of impairment. To determine if the carrying amount of R&D at the end of June 2022 exceeded its recoverable amount, the company used the value-in-use method. The value in use method involves estimating the future cash flows that the R&D’s cash-generating unit (CGU) will generate over the useful life of 5 years. All assets of the Group being largely dependent, budgets realized and validated by the management for all the Group are the most relevant inputs for estimating the future discounted cash flow generated by this R&D’s CGU.

The comparison of this recoverable amount estimated under reasonable and supportable assumptions to the carrying amount of the Group’s net assets led to depreciate R&D capitalized costs for their total amount.

The assumption adopted in 2022 are always applicable in 2023. The R&D capitalized costs depreciation booked in 2022 has been maintained in 2023.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

12. Leases

When a contract is signed, the Group determines whether it is or contains a lease.

The contract is or contains a lease if it grants the right to use an identified asset for a period of time in return for payment. To assess whether or not a contract grants the right to control an identified asset throughout the asset's useful life, the Group examines whether: i) the contract involves use of an identified asset, ii) the Group has the right to enjoy almost all economic benefits from the use of the asset throughout its useful life, and iii) the Group has the right to make decisions concerning the use of the asset.

The Group recognises a "right-of-use" asset and a lease liability on the date the contract comes into effect. The "right-of-use asset" is initially measured at cost, i.e. the initial amount of the lease liability restated for any lease payments that have already been made at the commencement date, plus 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 or restoring the site on which it is located, less any lease incentives received.

The right-of-use asset is then depreciated on a straight-line basis from the commencement of the lease term, unless the lease stipulates that ownership of the underlying asset shall be transferred to the Group when the lease expires, or the cost of the "right-of-use" asset takes into account the fact that the Group will exercise a purchase option. In that case, the "right-of-use" asset is depreciated over the useful life of the underlying asset, determined on the same basis as the useful life of property, plant and equipment. Additionally, the "right-of-use" asset is regularly written down if impairment losses occur and is adjusted for some remeasurements of the lease liability.

At the commencement date, the lease liability is measured at the present value of lease payments over the lease term that have not yet been paid at that date. The discount rate used is the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. The Group generally uses the latter as its discount rate.

Management determines the incremental borrowing rates from interest rates granted by various sources of external financing, for a term similar to that of the lease.

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

- If there are significant penalties to terminate (or not extend), the Group is typically reasonably certain to extend (or not terminate);
- If any leasehold improvements are expected to have a significant remaining value, the Group is typically reasonably certain to extend (or not terminate).

Otherwise, the Group considers all factors including historical lease durations and the cost and

business disruption required to replace the leased asset.

The lease payments included in the measurement of the lease liability comprise the following:

- Fixed payments, including in-substance fixed payments;
- Variable lease payments that depend on an index or rate, initially measured using the index or rate as at the commencement date;
- Amounts expected to be payable under the residual value guarantee;
- The exercise price of a purchase option if the Group is reasonably certain to exercise that option; payments made during the renewal period if the Group is reasonably certain to extend the lease; and payments of penalties for terminating the lease, unless the Group is reasonably certain not to terminate the lease.

The lease liability is measured at amortised cost using the effective interest rate method. It is remeasured to reflect changes to future lease payments: from a change in an index or a rate; from a change in amounts the Group expects to be payable under the residual value guarantee; if the Group reassesses the likelihood that it will exercise the option to purchase the underlying asset or extend or terminate the lease; or if in-substance fixed lease payments are revised.

When the lease liability is remeasured, the carrying amount of the right-of-use asset is adjusted, or if the carrying amount of the right-of-use asset is reduced to zero, the remaining amount of the remeasurement is recognised in profit or loss.

The Group has chosen not to recognise a right-of-use asset or lease liability for short-term leases with a term of 12 months or less, or for leases of low-value assets (less than €5 thousand). These lease payments are recognised as expenses.

The Group recognises deferred tax assets and liabilities for lease liabilities and right-of-use assets, respectively, considering that tax deductions are applied to liabilities.

The Group is also a lessor as explained in Note 7.1.

In the course of its business, the Group leases premises, vehicles and accesses dedicated servers with a lease component.

- For office space, lease terms are 1 to 5 years
Since 2021, a non-renewable three-year tenancy-at-will lease has been underwrite on AMA SA. This lifetime has been used as life of the lease office.
On December 31, 2023, there is one lease office remaining in France and one in Shanghai.
- Leases for vehicles and IT equipment feature fixed lease payments and terms of approximately 3 years. Early termination options are not reasonably certain to be exercised.
- The leases for dedicated servers feature fixed lease payments. They have terms ranging from 12 to 60 months and are tacitly renewed. Renewal is not deemed reasonably certain. For these leases, the Group has chosen not to separate the service components, but rather to recognise all components as a single lease component.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

Right-of-use assets break down as follows:

	Land and buildings	Vehicles	Servers	Other	TOTAL
Balance at Dec. 31, 2021	852	151	1 041	5	2 050
Depreciation for the period	(586)	(78)	(394)	(2)	(1 061)
Reversal of impairment	-	-	-	-	-
Additions to right-of-use assets	195	30	410	-	635
Derecognition of right-of-use assets	(145)	(28)	(443)	-	(616)
Foreign currency gains (losses)	15	(0)	-	0	15
Balance at Dec. 31, 2022	331	75	614	4	1 024
Depreciation for the period	(252)	(63)	(285)	(2)	(603)
Reversal of impairment	-	-	-	-	-
Additions to right-of-use assets	298	77	434	-	809
Derecognition of right-of-use assets	(120)	(4)	(6)	-	(130)
Foreign currency gains (losses)	(6)	-	-	(0)	(6)
Balance at Dec. 31, 2023	251	85	756	1	1 093

The increase in right-of-use assets in 2023 was mainly due to a €142k increase in server leases and a €120k decrease in office lease. The server additions in right of use asset is the consequence of the increase estimated duration of the use.

The related impact on profit and loss and cash flow is as follows:

- Amounts recognised in net profit (loss)

Amounts recognised in net profit (loss)

	31 Dec. 2023	31 Dec. 2022
Interest on lease liabilities	(31)	(31)
Depreciation charge	(603)	(1 061)

The expense recognised for leases of low-value assets or leases for less than one year is not material.

- Amounts recognised under cash flows:

Amounts recognised under cash flows

	31 Dec. 2023	31 Dec. 2022
Total cash outflows attributable to leases	558	1 071

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

13. Financial assets

Unconsolidated equity investments are recognised at fair value through profit or loss.

Loans and guarantees are initially recognised at fair value and subsequently at amortised cost.

Financial assets break down as follows:

	31 Dec. 2023	31 Dec. 2022
Non-consolidated equity investments	4	4
Other non-consolidated deposit - non-current	112	100
Loans, guarantees and other receivables - non-current	53	115
Financial assets	168	218

14. Inventories and work in progress

Inventories are measured at the lower of cost or net realisable value. The cost of inventories is determined using the weighted average cost method.

Estimates of inventory impairment are based on a case-by-case analysis of inventories to determine whether they are obsolete.

	31 Dec. 2023	31 Dec. 2022
Gross amount	821	1 419
Impairment	(326)	(493)
Net	495	927

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

Inventories mainly comprise glasses and accessories.

In 2022, an additional impairment of €384k was recognised for obsolete glasses (old Realwear and google glass) and smartphones ordered in too large quantities. A €495k reversal was recorded for glasses or other products sold to brokers or employees. Inventory is regularly reviewed to identify discontinued items or items that pose resale difficulties.

In 2023, the decrease in inventory volume is linked to the decline in activity.

15. Trade and other receivables, other current assets

Trade receivables and other operating receivables are initially recognised at fair value, and subsequently at amortised cost, which is generally their nominal amount.

In accordance with IFRS 9, the Group applies the simplified approach to measure trade receivables, and recognises the loss allowance at an amount equal to lifetime expected credit losses.

Unrecoverable losses are historically low. Receivables are regularly reviewed to identify potential litigation risks and credit risk. Disputed receivables are generally written off.

Trade receivables and other current assets break down as follows:

	31 Dec. 2023	31 Dec. 2022
Trade and other receivables	701	1 117
Impairment of receivables for expected losses	(25)	(63)
Total trade and other receivables	676	1 054
Current tax receivables	129	398
Prepaid expenses	289	295
State receivables (excl. income tax) - current	75	111
Staff and social security receivables	33	63
Other current assets	41	142
Total other current assets	437	611

Note 21.2.3 contains further information on the impairment of trade receivables and the Group's exposure to credit risk.

The decrease in trade receivables at 31 December 2023 reflects the slowdown in business.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

16. Cash and cash equivalents

Cash and cash equivalents comprised funds held at banks. Cash equivalents are short-term, highly liquid investments that are easily convertible into a known cash amount and subject to negligible risk of change in value. At 1 January 2021, 31 December 2022 and 31 December 2023, the Group had no cash equivalents.

In the cash flow statement, this line item corresponds to cash and cash equivalents after deducting bank overdrafts.

	31 Dec. 2023	31 Dec. 2022
Bank accounts	2 335	8 603
Demand deposits	7 054	-
Cash and cash equivalents reported in the statement of financial position	9 390	8 603
Cash and cash equivalents reported in the statement of cash flows	9 390	8 603

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

17. Equity

17.1. Share capital

Share capital comprises ordinary shares.

Capital increase costs are recognised in equity.

AMA Corporation Plc's share capital breaks down as follows:

	Shares capital		Share premium	Shares capital		Share premium
	31 Dec. 2023			31 Dec. 2022		
	Nb of shares			Nb of shares		
Shares outstanding at 1 January	22 455 815	3 207	34 161	22 455 815	3 207	34 161
Capital increase	30 769 230	4 473	3 343			
Shares outstanding at 31 December – fully paid	53 225 045	7 680	37 505	22 455 815	3 207	34 161

The par value of ordinary shares is €0.144.

On 27 June 2023, AMA Corporation Plc completed an increase in capital of €7,824k, by issuing 30,769,230 new ordinary shares with a nominal value of €0.125, priced at €0.26 per share. This transaction resulted in a nominal capital injection of €4,473k and a share premium of €3,351k..

GUILLEMOT BROTHERS SAS subscribed to this capital increase in AMA Corporation Plc for a number of 30,682,640 new shares, increasing its stake in AMA from 34.38% before this capital increase to 72.15% after the transaction.

17.2. Capital management

The Group's policy is to maintain a solid capital base in order to keep the trust of investors, creditors and the market, as well as to support future business development. The Group's business activities are also financed through bank loans and credit facilities.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

18. Provisions and contingent liabilities

A provision is recognised when the Group has a legal or constructive obligation at the reporting date, as a result of a past event, which will probably result in an outflow of resources in an amount that can be reliably estimated.

The amount provisioned is the best estimate of the expenditure needed to settle the present obligation at the reporting date.

Provisions for Google Pixel telephones are measured by management based on the number of Google Pixel telephones in inventory and the amount of purchase costs of new telephones bought in replacement.

	Provision for replacement Google Pixel telephones	Provision for employment safeguard plans	Others provisions	TOTAL
	€ 000	€ 000	€ 000	€ 000
Balance at Dec. 31, 2021	381	-	-	381
Provisions made during the year	-	35	-	35
Recovery for the period (provision used)	(283)	-	-	(283)
Recovery for the period (provision not used)	-	-	-	-
Balance at Dec. 31, 2022	98	35	-	134
Provisions made during the year	-	-	3	3
Recovery for the period (provision used)	(98)	(27)	-	(125)
Recovery for the period (provision not used)	-	-	-	-
Balance at Dec. 31, 2023	-	8	3	11

The XpertEye Advanced APK (Android Package Kit), developed in 2020 were not compatible with the Google Pixel currently embedded in the XpertEye Advanced solution, or compatibility would require overly costly development. This resulted in a provision of €381k. In 2022, this provision has been partially reversed for a total amount of €283k and fully reversed in 2023 for €98k.

The provision for employment safeguard plans has been partially reversed for €27k, of which €18k was used. A provision of €8k has been maintained 31 December 2023 to cover the costs of employees leaving the Group in 2024.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

19. Loans and borrowings

19.1. Main terms and conditions

Financial liabilities are initially recognised at fair value less transaction costs, and subsequently at amortised cost using the effective interest rate method.

In accordance with the IFRS 1 exemption for government loans, starting from the transition date, the Group chose to apply IFRS 9 and IAS 20 prospectively to BPI interest-free loans taken out before the transition date. Accordingly, these loans were carried at their nominal amount. They were not remeasured at fair value at the date of initial recognition and no grant component was recognised.

The terms and conditions of current loans are as follows:

	Currency	Annual nominal interest rate	Year of maturity	Nominal value	31 Dec. 2023 Carrying amount	31 Dec. 2022 Carrying amount
BPI France €500 thousand loan	EUR	Fixed rate	2023	500	-	75
BPI €750 thousand loan	EUR	Fixed rate	2024	750	75	225
CIC €500 thousand loan	EUR	Fixed rate	2023	500	-	55
BPO €900 thousand loan	EUR	Fixed rate	2024	900	43	303
CIC €400 thousand loan	EUR	Fixed rate	2024	400	93	194
CREDIT COOP €600 thousand loan	EUR	Fixed rate	2029	600	600	600
BPI France €2,000 thousand loan	EUR	Fixed rate	2028	2 000	2 000	2 000
Other financial liabilities due within one year and accrued loan interest					40	52
Total bank loans				5 650	2 851	3 504
Arkea credit line	EUR	Floating rate	2025	5 000		
Société Générale credit line	EUR	Floating rate	2027	3 000		
Crédit Agricole credit line	EUR	Floating rate	Undetermined	2 500		
LCL credit line	EUR	Floating rate	Undetermined	1 500		
Total available credit lines				12 000	-	-
Current account with AMA CORP	EUR / GBP	Floating rate		0	- 0	170
Total Guillemot Brothers' current account				0	- 0	170
Total				17 650	2 851	3 674

Fixed rates range from 0% to 1.9%, while floating rates range from EURIBOR 3M +1.4% to EURIBOR 3M + 2.1%..

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

19.2. Change in loans and borrowings distinguishing cash and non-cash flows

Changes to loans and borrowings and lease liabilities in 2023 and 2022 were as follows:

	31 Dec. 2022	Cash flows			Changes in non-cash flows					31 Dec. 2023	
		Cash inflows from new debt	Interest paid	Repayment of borrowings	Foreign exchange gains (losses)	Interest expense	Non-cash from new leases	Impact of IFRS 16 - Leases	Capital reduction by allocation to GB current account		Reclass.
Bank loans	2 813	-	-	(640)	-	-	-	-	-	(21)	2 152
Current account with Guillemot Brothers Ltd	-	-	-	-	-	-	-	-	-	-	-
Total non-current borrowings and financial liabilities	2 813	-	-	(640)	-	-	-	-	-	(21)	2 152
Non-current lease liabilities	444	-	-	(596)	(3)	-	809	(131)	-	51	574
Bank loans	639	-	(99)	-	-	99	-	-	-	21	660
Bonds	-	-	-	-	-	-	-	-	-	-	-
Accrued loan interest	5	-	(4)	-	-	-	-	-	-	-	1
Other financial liabilities due within one year	47	-	-	(8)	(0)	-	-	-	-	-	39
Current account with Guillemot Brothers Ltd	0	-	-	-	-	-	-	-	-	-	(0)
Total current borrowings and financial liabilities	691	-	(103)	(8)	(0)	99	-	-	-	21	700
Current lease liabilities	583	-	-	-	(3)	-	-	-	-	(51)	529

In 2023, no new borrowing was undertaken and €640k has been repaid.

	31 Dec. 2021	Cash flows			Changes in non-cash flows					31 Dec. 2022	
		Cash inflows from new debt	Interest paid	Repayment of borrowings	Foreign exchange gains (losses)	Interest expense	Non-cash from new leases	Impact of IFRS 16 - Leases	Capital reduction by allocation to GB current account		Reclass.
Bank loans	852	2 600	-	(1 545)	-	-	-	-	-	307	2 613
Current account with Guillemot Brothers Ltd	-	-	-	-	-	-	-	-	-	-	-
Total non-current borrowings and financial liability	852	2 600	-	(1 545)	-	-	-	-	-	307	2 613
Non-current lease liabilities	1 119	-	-	(1 071)	8	-	635	(629)	-	382	444
Bank loans	1 555	-	(83)	(10)	0	83	-	-	-	(907)	639
Bonds	-	-	-	-	-	-	-	-	-	-	-
Accrued loan interest	2	-	3	-	-	-	-	-	-	-	5
Other financial liabilities due within one year	45	3	-	-	0	-	-	-	-	-	47
Current account with Guillemot Brothers Ltd	170	-	-	(170)	-	-	-	-	3 977	(3 977)	(0)
Total current borrowings and financial liabilities	1 772	3	(81)	(180)	0	83	-	-	3 977	(4 884)	691
Current lease liabilities	958	-	-	-	7	-	-	-	-	(382)	583

In 2022, the Company has subscribed two financial debts for €2,000k and €600k as detailed in Note 19.1. The Company also repaid the rest of the Guillemot Brothers loan for €170k.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

20. Trade accounts payable, other current liabilities

Trade payables are initially recognised at fair value, and subsequently at amortised cost, which is generally their nominal amount.

Trade payables and other current liabilities break down as follows:

	31 Dec. 2023	31 Dec. 2022
Trade payables	807	752
Staff and social security payables - current	654	724
Tax payables (excl. income tax)	90	124
Prepaid income (excl. client contracts)	-	-
Other payables - current	11	19
Total other liabilities	754	867
Total	1 561	1 619

21. Financial instruments and risk management

21.1. Classification and fair value of financial instruments

The fair value hierarchy is as follows:

- Level 1: fair value based on quoted prices traded in active markets
- Level 2: fair value measured based on observable inputs (other than the quoted prices included in level 1)
- Level 3: fair value measured using valuation techniques based on unobservable inputs

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

€ 000	Accounting category	Fair value level	31 Dec. 2023		31 Dec. 2022	
			Carrying amount	Fair value	Carrying amount	Fair value
Loans, guarantees and deposit	Amortised cost	Level 2 - Note 2	165	165	214	214
Non-consolidated equity investments	Fair value through P&L	Level 3 - Note 3	4	4	4	4
Total non-current financial assets			168	168	218	218
Trade and other receivables	Amortised cost	Note 1	676	676	1 054	1 054
Cash and cash equivalents	Amortised cost	Note 1	9 390	9 390	8 603	8 603
Total current financial assets			10 065	10 065	9 657	9 657
Total assets			10 234	10 234	9 875	9 875
Bank loans and other financial liabilities	Amortised cost	Level 2 - Note 5	2 152	2 111	2 813	2 729
Current account with Guillemot Brothers Ltd	Amortised cost	Level 2 - Note 5	-	-	-	-
Total non-current financial liabilities			2 152	2 111	2 813	2 729
Non-current lease liabilities	Amortised cost	Level 2 - Note 4	574	N/A	444	N/A
Bank loans and other financial liabilities	Amortised cost	Level 2 - Note 5	700	719	691	712
Current account with Guillemot Brothers Ltd	Amortised cost	Level 2 - Note 5	- 0	- 0	0	0
Trade payables	Amortised cost	Note 1	807	807	752	752
Bank overdraft	Amortised cost	Note 1	-	-	-	-
Total current financial liabilities			1 507	1 526	1 443	1 464
Current lease liabilities	Amortised cost	Level 2 - Note 4	529	N/A	583	N/A
Total liabilities			4 761	3 637	5 283	4 193

Note 1 - The carrying amount of current financial assets and liabilities is deemed to be approximately their fair value.

Note 2 - The difference between the carrying amount and fair value of loans and guarantees is deemed immaterial.

Note 3 - The fair value of unconsolidated equity investments is immaterial.

Note 4 - As allowed for under IFRS, the fair value of lease liabilities and their level in the fair value hierarchy is not presented.

Note 5 - The fair value of loans and borrowings was estimated using future cash flows discounted at a market rate.

21.2. Risk management.

The Group is exposed to interest rate risk, currency risk, credit risk and liquidity risk.

21.2.1. Interest rate risk

The Group has fixed-rate loans as well as variable credit facilities (EURIBOR plus a percentage). At 31 December 2023, the Group had no instruments hedging its exposure to interest rate risk.

The main characteristics of the interest rates of financial instruments are presented in Note 19.1

Analysis of interest rate sensitivity of variable-rate instruments

A reasonably likely change of 50 basis points to interest rates at the reporting date would have no impact on consolidated net profit or loss.

In 2023, the Group did not use its floating rate credit lines. Therefore, no interests were booked in the consolidated financial statements.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

21.2.2. Currency risk

The Group is exposed to currency risk insofar as the functional currency used by Group entities differs from the currency used to recognise certain sales, purchases, payables and receivables. The functional currencies of the Group's entities are local currencies, except for the holding company AMA Corporation Plc, which uses the euro as its functional currency. The main currencies in which these transactions are recognised are the euro (EUR), US dollar (USD) and pound sterling (GBP).

At 31 December 2022 and 2023, the Group had no instruments hedging its exposure to currency risk.

The quantitative data used to analyse the Group's exposure to currency risk is summarised below.

(000 of foreign currency)	At 31 December 2023							
	EUR	GBP	USD	CNY	RON	HKD	CAD	JPY
Trade and other receivables	0	0	0	0	0	0	0	0
Other current assets	0	0	0	0	0	0	0	24 023
Cash and cash equivalents	23	249	3	2	0	140	0	0
Trade and other payables	170	4	2	49	0	0	409	0
Other current liabilities	2	1	0	0	31	0	0	0
Loans and borrowings	0	0	0	0	0	0	0	0
Total	195	253	5	51	31	140	409	24 023

(000 of foreign currency)	At 31 December 2022							
	EUR	GBP	USD	CNY	RON	HKD	CAD	JPY
Trade and other receivables	0	0	0	0	0	0	0	0
Other current assets	0	0	0	0	0	0	50	0
Cash and cash equivalents	32	417	32	2	0	140	0	0
Trade and other payables	335	15	20	805	0	0	0	(1 109)
Other current liabilities	0	31	195	0	0	70	0	0
Loans and borrowings	0	0	0	0	0	0	0	0

The following exchange rates were applied for the main currencies.

Euro	Average exchange rate		Spot exchange rate at	
	31 Dec. 2023	31 Dec. 2022	31 Dec. 2023	31 Dec. 2022
EURO	1,00	1,00	1,00	1,00
USD	1,08	1,05	1,11	1,07
RON	5,15	4,93	4,98	4,95
GBP	0,87	0,85	0,87	0,89
HKD	8,47	8,25	8,63	8,32
CNY	7,66	7,08	7,85	7,36
CAD	1,46	1,37	1,46	1,44
JPY	151,94	138,01	156,33	140,66

A reasonably possible strengthening (or weakening) of the euro, US dollar or pound sterling exchanged against other currencies at 31 December would affect the valuation of the financial instruments in foreign currencies, and net income in the amounts shown below. For the purposes of this analysis, all other variables were held constant, particularly interest rates, and the impact of forecast sales and purchases were not taken into account.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

<u>31 Dec. 2023</u>	<u>Net income</u>	
	<u>Increase</u>	<u>Decrease</u>
	€ 000	€ 000
<i>EUR (10% change)</i>	503	(615)
<i>USD (10% change)</i>	(44)	36
<i>RON (10% change)</i>	0	0
<i>GBP (10% change)</i>	64	(52)
<i>HKD (10% change)</i>	(0)	0
<i>CNY (10% change)</i>	5	(4)
<i>CAD (10% change)</i>	1	(1)
<i>JPY (10% change)</i>	(1)	1

<u>31 Dec. 2022</u>	<u>Net income</u>	
	<u>Increase</u>	<u>Decrease</u>
	€ 000	€ 000
<i>EUR (10% change)</i>	503	(615)
<i>USD (10% change)</i>	(44)	36
<i>RON (10% change)</i>	0	0
<i>GBP (10% change)</i>	64	(52)
<i>HKD (10% change)</i>	(0)	0
<i>CNY (10% change)</i>	5	(4)
<i>CAD (10% change)</i>	1	(1)
<i>JPY (10% change)</i>	(1)	1

21.2.3. Credit risk

Credit risk is the risk of financial loss the Group would incur if a client or counterparty to a financial instrument defaulted on its contractual obligations. The carrying amounts of financial assets represent maximum exposure to credit risk.

Cash and cash equivalents

The Group's cash and cash equivalents are held with top-ranking banking counterparties and financial institutions.

The Group deems that its cash and cash equivalents present almost no credit risk, given the credit ratings of its counterparties.

Trade receivables and contract assets

The Group's exposure to credit risk is mainly influenced by individual client characteristics. However, Management also considers factors that could impact the credit risk of its clients, such as default risk inherent to specific industries or countries in which clients do business.

This risk is limited to the extent that the Group's clients are major businesses with no solvency problems.

The Group limits its exposure to credit risk relating to trade receivables by establishing a maximum payment term of 90 days.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

At 31 December 2022 and 31 December 2023 no receivables were written off or identified as credit-impaired. At 31 December 2022 and 31 December 2023, impairment losses of €8k and €3k, respectively, were recognised.

The aging of receivables was as follows:

31 December 2023	Gross carrying amount	Impairment at 31 Dec. 2023	Additions	Reversal	Impairment at 31 Dec. 2023	Net value
Current (not overdue)	528	-	-	-	-	528
Overdue 30 days or less	37	-	-	-	-	37
Overdue more than 30 days and less than 60 days	15	-	-	-	-	15
Overdue more than 60 days and less than 90 days	12	-	-	-	-	12
Overdue more than 90 days	74	(63)	(12)	50	(25)	49
TOTAL	665	(63)	(12)	50	(25)	640

31 December 2022	Gross carrying amount	Impairment at 31 Dec. 2022	Additions	Reversal	Impairment at 31 Dec. 2022	Net value
Current (not overdue)	502	-	-	-	-	502
Overdue 30 days or less	164	-	-	-	-	164
Overdue more than 30 days and less than 60 days	66	-	-	-	-	66
Overdue more than 60 days and less than 90 days	10	-	-	-	-	10
Overdue more than 90 days	248	(68)	(58)	64	(63)	185
TOTAL	989	-68	-58	64	-63	926

21.2.4. Liquidity risk

Liquidity risk is the risk that the Group might have difficulty meeting its obligations pertaining to financial liabilities that are settled by outflows of cash or other financial assets. To manage liquidity risk, the Group's objective is to ensure, to the greatest possible extent, that it has sufficient liquidity to settle these liabilities when they fall due under normal or "strained" conditions without incurring unacceptable losses or damaging the Group's reputation.

The Group uses activity-based costing for its products and services, which in turn helps it manage cash flow requirements and optimise cash-on-cash returns. Additionally, the Group has large credit facilities with financial institutions (see Note 19.1).

Residual contractual maturities of financial liabilities at the reporting date are as follows: These amounts – expressed gross and not measured to present value – comprise contractual interest payments.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

31 December 2023	Carrying amount	Contractual financing flows				
		Total	Less than 1 year	1 to 2 years	2 to 5 years	More than 5 years
Bank loans	2 812	2 812	660	517	1 562	72
Current account with Guillemot Brothers Ltd	(0)	-	-	-	-	-
Lease liabilities	1 103	1 164	560	221	383	-
Trade and other payables	807	807	807	-	-	-
Other financial liabilities	40	40	40	-	-	-
Total financial liabilities	4 761	4 822	2 067	738	1 945	72

31 December 2022	Carrying amount	Contractual financing flows				
		Total	Less than 1 year	1 to 2 years	2 to 5 years	More than 5 years
Bank loans	3 452	3 451	640	659	1 557	595
Current account with Guillemot Brothers Ltd	(0)	-	-	-	-	-
Lease liabilities	1 027	1 034	619	415	-	-
Trade and other payables	752	752	752	-	-	-
Other financial liabilities	52	52	52	-	-	-
Total financial liabilities	5 283	5 289	2 063	1 074	1 557	595

22. Related-party transactions

Following a reorganization of the company's ownership structure on July 12, 2022, Guillemot Brothers SAS became the new parent company of the Group, with its headquarters located in France. On this date, Guillemot Brothers Ltd executed a transfer of its shares in AMA Corporation Plc to Guillemot Brothers SAS.

Guillemot Brothers SAS backs some of AMA SA's bank loans and credit facilities, which are subject to a regulated agreement with Guillemot Brothers SAS.

In 2023, AMA also took a strategic technological turn by integrating Artificial Intelligence into its R&D investments, thanks in particular to the partnership established between AMA SA and Ariann (Advanced Research In Artificial Neural Networks Inc), a sister company of AMA Corporation Plc, specialized in Artificial Intelligence research since 2017

Balance sheet and income statement balances relating to Guillemot Brothers Ltd and Guillemot Brothers SAS in 2022., and relating to Ariann in 2023 are as follows:

	31 Dec. 2023	31 Dec. 2022
Current account	0	0
Trade and other payables	280	0
Interest expense	0	1
Operating expenses	280	32

The remuneration of key management personnel is presented in Note 7.4.5.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS (Continued)

23. Off-balance sheet commitments

Off-balance sheet commitments are as follows:

- Commitments given: none
- Commitments received (AMA SA):

31 Dec. 2023	Credit amount granted	Amount used	Remainder	Joint guarantees	Pledge of securities	Pledge of term deposits
Borrowings	2 812	2 812	-	255	219	-
Credit subscribed	12 000	-	12 000	7 000	3 500	4 000
Total	14 812	2 812	12 000	7 255	3 719	4 000

31 Dec. 2022	Credit amount granted	Amount used	Remainder	Joint guarantees	Pledge of securities	Pledge of term deposits
Borrowings	3 452	3 452	-	481	341	-
Credit subscribed	16 000	-	16 000	7 075	9 500	4 000
Total	19 452	3 452	16 000	7 556	9 841	4 000

24. Ultimate parent company and parent company of larger group

The Company is a subsidiary undertaking of Guillemot Brothers SAS which is the ultimate parent company in France. The ultimate controlling party is Guillemot Brothers SAS Group.

The largest group in which the results of the Company are consolidated is that headed by Guillemot Brothers SAS, 2 rue du Chêne Héleuc - 56910 Carentoir, France. The consolidated financial statement of Guillemot Brothers group is not available to the public.

No other group financial statements include the results of the Company.

PARENT COMPANY STATEMENT OF FINANCIAL POSITION

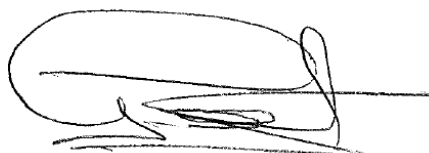
	Note	€	2023 €	€	2022 €
Non-current assets					
Intangible assets	11		-		-
Investments	12		7,424,181		8,587,101
			<u>7,424,181</u>		<u>8,587,101</u>
Current assets					
Trade and other receivables	13	620,504		802,448	
Cash and cash equivalents		555,317		596,164	
			<u>1,175,821</u>	<u>1,398,612</u>	
Creditors: amounts falling due within one year	14	<u>(3,153,849)</u>		<u>(6,345,060)</u>	
Net current liabilities			<u>(1,978,028)</u>		<u>(4,946,448)</u>
Total assets less current liabilities			<u>5,446,153</u>		<u>3,640,653</u>
Net assets			<u>5,446,153</u>		<u>3,640,653</u>
Equity					
Called up share capital	15		7,680,179		3,207,387
Share premium account	17		37,504,667		34,161,368
Other reserves	17		22,842,633		22,554,646
Accumulated losses	17		(62,581,326)		(56,282,748)
Total equity			<u>5,446,153</u>		<u>3,640,653</u>

The notes on pages 88 to 101 form an integral part of these financial statements.

The Company has elected to take the exemption permitted under Section 408 of the Companies Act 2006 not to present the Company's profit and loss account. The Company's loss for the year was €6,299k (2022: €24,503k). No dividends were received in the year from the subsidiary undertakings (2022: €0k)

The Directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The financial statements were approved by the board of Directors and authorized for issue on 24 April 2024 and are signed on its behalf by:



Christian Guillemot - Director
AMA Corporation Plc
Company Registration No. 10341359

PARENT COMPANY STATEMENT OF CHANGE IN EQUITY

	Share capital €	Share premium account €	Other reserves €	Accumulated losses €	Total equity €
Balance at 1 January 2022	3,207,387	34,161,368	22,300,620	(31,779,680)	27,889,695
Year ended 31 December 2022:					
Loss for the year	-	-	-	(24,503,068)	(24,503,068)
Total comprehensive expense for the year	-	-	-	(24,503,068)	(24,503,068)
Equity-settled share-based payment transactions	-	-	254,026	-	254,026
Balance at 31 December 2022	3,207,387	34,161,368	22,554,646	(56,282,748)	3,640,653
Year ended 31 December 2023:					
Loss for the year	-	-	-	(6,298,578)	(6,298,578)
Total comprehensive expense for the year	-	-	-	(6,298,578)	(6,298,578)
Equity-settled share-based payment transactions	-	-	287,987	-	287,987
Issue of share capital	4,472,792	3,343,299	-	-	7,816,091
Balance at 31 December 2023	7,680,179	37,504,667	22,842,633	(62,581,326)	5,446,153

The notes on pages 88 to 101 form an integral part of these financial statements.

PARENT COMPANY NOTES TO THE FINANCIAL STATEMENTS

1. Accounting policies

Company information

AMA Corporation PLC (the "Company") is a public limited company incorporated in England and Wales. The registered number is 10341359 and the registered office is Flat 3-2 Creswell Gardens, London, SW5 0BJ.

1.1 Accounting Convention

These financial statements were prepared in accordance with the Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101").

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of UK-adopted international accounting standards ("UK-adopted IFRS"), but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

The financial statements are presented in Euro which is the functional currency of the Company and rounded to the nearest €.

In these financial statements, the Company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- Cashflow statement and related notes;
- Certain disclosures regarding revenue;
- Certain disclosures regarding leases;
- Comparative year reconciliations for share capital, tangible fixed assets and intangible assets;
- Disclosures in respect of transactions with wholly owned subsidiaries;
- Disclosures in respect of capital management;
- The effects of new but not yet effective IFRS; and
- Disclosures in respect of the compensation of Key Management Personnel
- An additional balance sheet for the beginning of the earliest comparative period following the retrospective change in accounting policy

As the consolidated financial statements of the Company include the equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

- Paragraphs 45(b) and 46 to 52 of IFRS 2, 'Share-based payment' (details of the number and weighted average exercise prices of share options, and how the fair value of goods or services received was determined).
- Certain disclosures required by IFRS 13 Fair Value Measurement and the disclosures required by IFRS 7 Financial Instrument Disclosures

The accounting policies set out below have, unless otherwise stated, been applied consistently to all years presented in these financial statements.

PARENT COMPANY NOTES TO THE FINANCIAL STATEMENTS (continued)

1. Accounting policies (continued)

1.2 Changes in accounting policies

The following new and revised standards and interpretations have been issued and are effective for the current financial period of the Company.

- Amendments to IAS 12 Deferred tax related to assets and liabilities arising from a single transaction
- Amendments to IAS 1 and IFRS Practice Statement 2
- Amendments to IAS 8 (Definition of accounting estimates)

The following UK-adopted IFRSs have been issued but have not been applied in these financial statements. Their adoption is not expected to have a material effect on the financial statements unless otherwise indicated:

- Amendments to IFRS 16 Leases: Lease Liability in a Sale and Leaseback
- Amendments to IAS 1 Presentation of Financial Statements: Classification of Liabilities as Current or Non-current and Non-current liabilities with Covenants
- Amendments to IAS 7 Statement of Cash Flows and IFRS 7 Financial Instruments: Disclosures: Supplier Finance Arrangements

1.3 Measurement convention

The financial statements are prepared on the historical cost basis except for equity-settled share-based payments that are stated at their fair value.

1.4 Going concern

At the time of approving the financial statements, the Directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Thus, the Directors continue to adopt the going concern basis of accounting in preparing the financial statements.

1.5 Revenue

In accordance with IFRS 15, revenue is recognised when each performance obligation is fulfilled, which is when control of the goods or service is transferred to the customer in exchange for the amount of consideration to which the Company expects to be entitled.

Revenue is recognised when the significant risks and rewards of the goods or services provided have transferred to the buyer, the amount of revenue can be measured reliably and it is probable that the economic benefits associated with the transaction will flow to the Company.

1.6 Intangible fixed assets other than goodwill

Intangible assets acquired separately from a business are recognised at cost and are subsequently measured at cost less accumulated amortisation and accumulated impairment losses.

Intangible assets acquired on business combinations are recognised separately from goodwill at the acquisition date where it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity and the fair value of the asset can be measured reliably; the intangible asset arises from contractual or other legal rights; and the intangible asset is separable from the entity.

Intangible assets comprise primarily of IP/branding and R&D. Such assets are defined as having finite useful lives and the costs are amortised on a straight-line basis over their estimated useful lives of 5 and 10 years. Intangible assets are stated at cost less amortisation and are reviewed for impairment whenever there is an indication that the carrying value may be impaired.

PARENT COMPANY NOTES TO THE FINANCIAL STATEMENTS (continued)

1. Accounting policies (continued)

1.6 Intangible fixed assets other than goodwill (continued)

Expenditure on research activities is recognised in the profit and loss account as an expense as incurred. Expenditure on development activities is capitalised if the product or process is technically and commercially feasible and the Company intends and has the technical ability and sufficient resources to complete development, future economic benefits are probable and if the Company can measure reliably the expenditure attributable to the intangible asset during its development. Development activities involve a plan or design for the production of new or substantially improved products or processes. The expenditure capitalised includes the cost of materials, direct labour and an appropriate proportion of overheads and capitalised borrowing costs. Other development expenditure is recognised in the profit and loss account as an expense as incurred. Capitalised development expenditure is stated at cost less accumulated amortisation and less accumulated impairment losses.

Amortisation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

IP/Brand	10 years straight line
R&D intangible assets	5 years straight line

1.7 Non-current investments

Interests in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in Profit and Loss Account.

Investments in equity shares which are publicly traded or where the fair value can be measured reliably are initially measured at fair value, with changes in fair value recognised as a Profit and Loss Account. Investments in equity shares which are not publicly traded, and where fair value cannot be measured reliably, are measured at cost less impairment.

Interest income on debt securities, where applicable, is recognised in income using the effective interest method. Dividends on equity securities are recognised in income when receivable.

1.8 Financial instruments

(i) Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

PARENT COMPANY NOTES TO THE FINANCIAL STATEMENTS (continued)

1. Accounting policies (continued)

1.8 Financial instruments (continued)

(ii) Classification and subsequent measurement

Financial assets

(a) Classification

On initial recognition, a financial asset is classified as measured at: amortised cost; FVOCI - debt investment; FVOCI - equity investment; or FVTPL.

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI. This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets.

Investments in subsidiaries

Investments in subsidiaries are carried at cost less impairment.

Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits.

(b) Subsequent measurement and gains and losses

Financial assets at FVTPL - these assets (other than derivatives designated as hedging instruments) are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

Financial assets at amortised cost - these assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Debt investments at FVOCI - these assets are subsequently measured at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.

Equity investments at FVOCI - these assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are never reclassified to profit or loss.

PARENT COMPANY NOTES TO THE FINANCIAL STATEMENTS (continued)

1. Accounting policies (continued)

1.8 Financial instruments (continued)

(ii) Classification and subsequent measurement (continued)

Financial liabilities and equity

Financial instruments issued by the Company are treated as equity only to the extent that they meet the following two conditions:

- they include no contractual obligations upon the Company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the Company; and
- where the instrument will or may be settled in the Company's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the Company's own equity instruments or is a derivative that will be settled by the Company's exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the Company's own shares, the amounts presented in these financial statements for called up share capital and share premium account exclude amounts in relation to those shares.

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

(iii) Impairment

The Company recognises loss allowances for expected credit losses (ECLs) on financial assets measured at amortised cost, debt investments measured at FVOCI and contract assets (as defined in IFRS 15).

The Company measures loss allowances at an amount equal to lifetime ECL, except for other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition which are measured as 12-month ECL.

Loss allowances for trade receivables and contract assets that do not contain a significant financing component are always measured at an amount equal to lifetime ECL.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECL, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information.

Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument.

12-month ECLs are the portion of ECLs that result from default events that are possible within the 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

The maximum period considered when estimating ECLs is the maximum contractual period over which the Company is exposed to credit risk.

PARENT COMPANY NOTES TO THE FINANCIAL STATEMENTS (continued)

1. Accounting policies (continued)

1.8 Financial instruments (continued)

(iii) Impairment (continued)

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Company expects to receive). ECLs are discounted at the effective interest rate of the financial asset.

Credit-impaired financial assets

At each reporting date, the Company assesses whether financial assets carried at amortised cost and debt securities at FVOCI are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Write-offs

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery.

(iv) Derecognition

Financial assets

The Company derecognises a financial asset when:

- the contractual rights to the cash flows from the financial asset expire; or
- it transfers the rights to receive the contractual cash flows in a transaction in which either:
 - substantially all of the risks and rewards of ownership of the financial asset are transferred; or
 - the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Company enters into transactions whereby it transfers assets recognised in its statement of financial position but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognised.

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

PARENT COMPANY NOTES TO THE FINANCIAL STATEMENTS (continued)

1. Accounting policies (continued)

1.10 Taxation

The tax expense represents the sum of the current tax and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the Profit and Loss Account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

Deferred tax

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of goodwill; the initial recognition of assets or liabilities that affect neither accounting nor taxable profit other than in a business combination, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised

1.11 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense unless those costs are required to be recognised as part of the cost of stock or non-current assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the Company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

Share-based payment transactions

Share-based payment arrangements in which the Company receives goods or services as consideration for its own equity instruments are accounted for as equity-settled share-based payment transactions, regardless of how the equity instruments are obtained by the Company.

The fair value determined at the grant date (fair value of the shares less the present value of future dividends estimated over the vesting period) is expensed, with the offsetting amount recognised as an increase in equity, over the vesting period. The amount expensed is adjusted to reflect the rights for which it is estimated that service conditions will be fulfilled, so that the amount ultimately recognised is based on the rights that actually meet service conditions at the acquisition date.

1.12 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

PARENT COMPANY NOTES TO THE FINANCIAL STATEMENTS (continued)

1. Accounting policies (continued)

1.13 Leases

When a contract is signed, the Company determines whether it is or contains a lease.

The contract is or contains a lease if it grants the right to use an identified asset for a period of time in return for payment. To assess whether or not a contract grants the right to control an identified asset throughout the asset's useful life, the Company examines whether: i) the contract involves use of an identified asset, ii) the Company has the right to enjoy almost all economic benefits from the use of the asset throughout its useful life, and iii) the Company has the right to make decisions concerning the use of the asset.

The Company recognises a "right-of-use" asset and a lease liability on the date the contract comes into effect. The "right-of-use asset" is initially measured at cost, i.e. the initial amount of the lease liability for any lease payments that have already been made at the commencement date, plus 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 or restoring the site on which it is located, less any lease incentives received.

The right-of-use asset is then depreciated on a straight-line basis from the commencement of the lease term, unless the lease stipulates that ownership of the underlying asset shall be transferred to the Company when the lease expires, or the cost of the "right-of-use" asset takes into account the fact that the Company will exercise a purchase option. In that case, the "right-of-use" asset is depreciated over the useful life of the underlying asset, determined on the same basis as the useful life of property, plant and equipment. Additionally, the "right-of-use" asset is regularly written down if impairment losses occur and is adjusted for some remeasurements of the lease liability.

At the commencement date, the lease liability is measured at the present value of lease payments over the lease term that have not yet been paid at that date. The discount rate used is the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. The Company generally uses the latter as its discount rate.

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

- If there are significant penalties to terminate (or not extend), the Company is typically reasonably certain to extend (or not terminate);
- if any leasehold improvements are expected to have a significant remaining value, the Company is typically reasonably certain to extend (or not terminate);

Otherwise, the Company considers all factors including historical lease durations and the cost and business disruption required to replace the leased asset. The lease payments included in the measurement of the lease liability comprise the following:

- Fixed payments, including in-substance fixed payments;
- Variable lease payments that depend on an index or rate, initially measured using the index or rate as at the commencement date;
- Amounts expected to be payable under the residual value guarantee;
- The exercise price of a purchase option if the Company is reasonably certain to exercise that option; payments made during the renewal period if the Company is reasonably certain to extend the lease; and payments of penalties for terminating the lease, unless the Company is reasonably certain not to terminate the lease.

The lease liability is measured at amortised cost using the effective interest rate method. It is remeasured to reflect changes to future lease payments: from a change in an index or a rate; from a change in amounts the Company expects to be payable under the residual value guarantee; if the Company reassesses the likelihood that it will exercise the option to purchase the underlying asset or extend or terminate the lease; or if in-substance fixed lease payments are revised.

When the lease liability is remeasured, the carrying amount of the right-of-use asset is adjusted, or if the carrying amount of the right-of-use asset is reduced to zero, the remaining amount of the remeasurement is recognised in profit or loss.

PARENT COMPANY NOTES TO THE FINANCIAL STATEMENTS (continued)

1. Accounting policies (continued)

1.14 Foreign exchange

Transactions in currencies other than euros are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are translated at the rates prevailing on the reporting end date. Gains and losses arising on translation in the period are included in profit or loss. Differences on exchange arising from the translation of the Company's undertakings between from the functional currency to the presentation currency at the year-end rates are recognised in other comprehensive income.

2 Judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, the Directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

Capitalisation of development costs

Research costs are expensed as they are incurred.

Development costs are capitalised and recognised as intangible assets if and only if the costs can be reliably measured and the Company can demonstrate the technical and commercial feasibility of the product or process, its probable future economic benefits, its intention, and the availability of sufficient resources to complete development and use or sell the asset. If these conditions are not met, development costs are expensed as they are incurred. After initial recognition, development costs are recognised at cost less accumulated amortisation and impairment.

Management applied its judgment in order to determine whether the above-mentioned criteria were met for each development project. In particular, Management distinguished between significant upgrades of the XpertEye solution, for which development costs are capitalised, and minor updates and correction of bugs, for which costs are expensed. Also, management support that significant upgrades generate incremental economic benefits.

The main impairment indicators that can trigger an impairment test are problems of technical feasibility and lack of market opportunities.

Impairment of intangible assets

The Company tested intangible assets for impairment annually. The Company assessed 'recoverable amount' of the asset at 'the higher of its fair value less costs of disposal and its value in use.' The Company has applied the fair value less costs to disposal approach in assessing the recoverable amounts of intangible assets. The fair value has been based on an assessment of a multiple of revenues by comparing with comparable listed companies. Based upon the calculated recoverable amount management believe that the intangible assets are fully impaired.

Impairment of investments

The Company performs annual impairment reviews on the carrying value of investments. In 2020, the impairment review was based on the net present value of discounted cash flows over a five year period with a terminal cash flow in perpetuity. This requires an estimation of the future cash flows expected to arise for the investment and a suitable discount rate to calculate present value. See note 12 for the carrying value of investments. Since 2021, the impairment review is based on the book value valuation method. It involves calculating the net asset value of the subsidiary by subtracting its total liabilities from its total assets, as recorded on its financial statements.

PARENT COMPANY NOTES TO THE FINANCIAL STATEMENTS (continued)

3 Employees

The average monthly number of persons (excluding the directors) employed by the Company during the year was:

	2023 Number	2022 Number
Administration	-	1
	<u> </u>	<u> </u>
	2023 €	2022 €
Wages and salaries	-	66,068
Social security costs	-	20,399
Share based payments	287,987	254,026
	<u>287,987</u>	<u>340,493</u>

The Directors did not receive any remuneration for their services to the Company during the year (2022: €nil).

4 Intangible fixed assets

	IP/Branding €	R&D €	R&D - Capital work in progress €	Total €
Cost				
At 1 January 2023	4,000,000	1,916,841	12,114,056	18,030,897
At 31 December 2023	<u>4,000,000</u>	<u>1,916,841</u>	<u>12,114,056</u>	<u>18,030,897</u>
Amortisation and impairment				
At 1 January 2023	4,000,000	1,916,841	12,114,056	18,030,897
At 31 December 2023	<u>4,000,000</u>	<u>1,916,841</u>	<u>12,114,056</u>	<u>18,030,897</u>
Carrying amount				
At 31 December 2023	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>
At 31 December 2022	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>

PARENT COMPANY NOTES TO THE FINANCIAL STATEMENTS (continued)

5 Fixed asset investments

Movements in non-current investments	Shares in group undertakings €
Cost or valuation	
At 1 January 2023	8,909,355
Additions	8,459
At 31 December 2023	<u>8,917,814</u>
Provision for impairment	
At 1 January 2023	(322,254)
Impairment charge for the year	(1,171,379)
At 31 December 2023	<u>(1,493,633)</u>
Net book value	
At 31 December 2023	<u>7,424,181</u>
At 31 December 2022	<u>8,587,101</u>

The directors performed an impairment of its 98.59% owned subsidiary AMA SA to ensure that the carrying value in the accounts fairly represented the value of the investment. There was an impairment charged in respect of this company totalling €1,171,379.

5 Fixed asset investment (continued)

Details of the Company's subsidiaries at 31 December 2023 are as follows:

Name of undertaking	Registered office	Nature of business	Class of shares held	% Held 2023	% Held 2022
AMA SA	85 rue Jules Vallès, 35000 Rennes, France	Wholesale of computers, computer software and peripherals	Ordinary Shares	98.59	98.59
AMA Xperteye GmbH	Im Mediapark 8, 50670 Koln, Germany	Sale and distribution of the Xperteye solution (smart glasses collaboration technology) in Germany	Ordinary Shares	86.20	86.20
AMA Xperteye Inc**	421 FAYETTEVILLE ST, Suite 100 - Once City Plazza, RALEIGH / Wake, 27601, United States	Sale and distribution of the Xperteye solution (smart glasses collaboration technology) in the USA	Ordinary Shares	89.80	88.40
AMA Xperteye Limited	Flat 3 - 2 Cresswell Gardens, London, SW5 0BJ, England	Sale and distribution of the Xperteye solution (smart glasses collaboration technology) in the UK	Ordinary Shares	86.20	86.20
AMA Xperteye Limited - Hong Kong	Unit 7107B, Level 71, International Commerce Centre, 1 Austin Road West, Kowloon, Hong Kong	Sale and distribution of the Xperteye solution (smart glasses collaboration technology) in Hong Kong	Ordinary Shares	85.00	85.00
AMA Xperteye - Shanghai#	Room 713, Floor 7, No 8 Hua Jing Road, China (Shanghai) Free Trade Zone	Sale and distribution of the Xperteye solution (smart glasses collaboration technology) in Shanghai	Ordinary Shares	100.00	100.00
AMA Xperteye KK	CCI France Japon, Nihonbashi Honcho YS Building 2F, 2-2-2 Nihonbashi Honcho, Chuo-ku, Tokyo, Japan	Sale and distribution of the Xperteye solution (smart glasses collaboration technology)	Ordinary Shares	85.00	85.00
AMA Xperteye SL#	Calle Serrano, 90, Planta 6, Madrid, 28006, Spain	Sale and distribution of the Xperteye solution (smart glasses collaboration technology)	Ordinary Shares	100.00	100.00
AMA Xperteye S.R.L Italy#	Via Beato Sebastiano Valfre 14, TURINO, 10121, Italia	Sale and distribution of the Xperteye solution (smart glasses collaboration technology)	Ordinary Shares	100.00	100.00
AMA Xperteye SRL	101 Expozitiei Blvd - Floor 4, District 1, Bucharest, 012103, Romania	Sale and distribution of the Xperteye solution (smart glasses collaboration technology)	Ordinary Shares	89.11	89.11
AMA L'œil de l'expert – Canada, Québec*	300 - 204 Rue du St-Sacrement, Montréal, H2Y 1W8, Canada	Sale and distribution of the Xperteye solution (smart glasses collaboration technology)	Ordinary Shares	70.00	70.00

* Holding is indirect

Wholly owned subsidiary

During the year, the Company increased its investment in various subsidiaries by the following amount:

- AMA Xperteye GmbH: €3,000
- AMA Xperteye Inc: €5,459

PARENT COMPANY NOTES TO THE FINANCIAL STATEMENTS (continued)

6 Trade and other receivables

	2023 €	2022 €
Amounts falling due within one year:		
Trade receivables	830	-
Amounts owed by related parties	602,193	772,280
Other receivables	5,064	22,168
Prepayments and accrued income	12,417	8,000
	<u>620,504</u>	<u>802,448</u>

Amounts owed by related parties are interest bearing at a rate of SONIA + 1.5% and are repayable on demand. Refer to note 19 for details.

Amounts owed by related parties is net of provision made on receivables of €19,000,064 (2022: €16,753,213).

7 Creditors: amounts falling due within one year

	2023 €	2022 €
Trade payables	4,102	15,712
Amounts owed to related parties	3,015,000	6,157,711
Other payables	-	4,583
Accruals and deferred income	134,747	167,054
	<u>3,153,849</u>	<u>6,345,060</u>

Amounts owed to related parties are interest bearing at a rate of SONIA + 1.5% and are repayable on demand. All other balances include in amount owed to related parties are interest free, unsecured and repayable on demand.

8 Share capital

	2023 €	2022 €
Ordinary share capital		
Issued and fully paid		
53,225,045 (2022: 22,455,815) Ordinary shares of €0.144 each	<u>7,680,179</u>	<u>3,207,387</u>

On 27 June 2023, the Company issued 30,769,230 shares for a total consideration of €7,816,091. This resulted in the creation of a share premium reserve of €3,343,299.

Each share is entitled to one vote in any circumstances. Each share is entitled pari passu to dividend payments or any other distribution. Each share is entitled pari passu to participate in a distribution arising from a winding up of the Company. The shares are not redeemable or liable to be redeemed at the option of the Company or the shareholder.

9 Leases

The following amounts have been recognised in profit or loss for which the Company is a lessee:

	2023 €	2022 €
Interest expense on lease liabilities	<u>-</u>	<u>62</u>

Total cash outflow for leases during the year was €nil (2022: €2,694).

10 Reserves

Equity reserve

Share capital represents the nominal value of shares that have been issued.

The share premium reserve represents the difference between the par value of the shares issued and the subscription or issue price.

The profit and loss account represents all accumulated net gains and losses.

The other reserves are distributable and linked to a capital contribution from the parent company. It includes amounts for equity-settled share-based payments.

11 Ultimate controlling party

The Company's immediate and ultimate parent undertaking is Guillemot Brothers SAS, incorporated in France having registered office address 54 FG Sainte-Anne, France, Malestroit, 56140.

12 Related party transactions

Please refer note 12 for information on related parties. Below are the transactions entered and year end balances with related parties which are not wholly owned by members of the group.

	2023 €	2022 €
<u>Transactions during the year - Subsidiary</u>		
Revenue	448,525	626,731
Other income	-	110,421
Interest income	7,923	69,919
Subcontracting labour charges	2,375,119	5,497,682
Management fees	193,884	233,709
Interest expense	227,489	18,017
Administrative expense	-	(17,261)
<u>Transactions during the year - Indirectly held subsidiary</u>		
Interest income	-	2,439
<u>Transactions during the year - group undertaking</u>		
Interest expense	-	853
<u>Balances</u>		
<u>Amounts owed by related parties - Subsidiaries</u>		
Amounts receivable	594,270	704,146
Interest accrued	7,923	33,669
<u>Amounts owed by related parties - Indirectly held subsidiary</u>		
Amounts receivable	-	32,898
Interest accrued	-	1,567
<u>Amount due to related party - Subsidiaries</u>		
Amounts payable	2,919,003	6,147,924
Interest payable	95,997	9,787

13 Commitments and contingencies

There are no capital commitments or contingencies to report as at 31 December 2023 (2022: €nil).

14 Subsequent events

There are no subsequent event to report after balance sheet date.