

Eurocad Holding
Société d'Expertise comptable
Commissaire aux comptes
Compagnie Régionale de Paris
23/25 avenue Mac Mahon
75017 Paris

METROPOLIS

1901 Associations Law

23/25 avenue Mac Mahon
75017 Paris

Special Auditor's Report
Year ending 31 December 2023

27th May 2024

This document contains 4 pages

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Year ending 31 December 2023

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Special Auditor's Report
Year ending 31 December 2023

Meeting of the governing body concerning the approval of the accounts for the year ending 31 December 2023

Dear members,

In our capacity as auditors for your Association, we would like to present you with our report on regulated agreements.

It is our responsibility to communicate to you, based on the information that was given to us, the main features and methods of the agreements of which you have been informed or which we have discovered during our mandate, without having to express an opinion on their usefulness or merits nor to look for the possible existence of other agreements. It is your responsibility, under the provisions of Article R. 612-6 of the Commercial Code, to evaluate the relevance of entering into these agreements for the purpose of approving them.

We have performed those procedures which we considered necessary in accordance with professional guidance issued by the *Compagnie nationale de commissaires aux comptes* (National Auditing Body) with respect to this mandate.

AGREEMENTS SUBMITTED TO THE APPROVAL OF THE GOVERNING BODY

Agreements reached during the previous year

We inform you that we have not been informed of any agreement reached during the past year that requires submission for approval to a governing body applying the provisions of Article L. 612 -5 of the Commercial Code.

Paris 27th May 2024

Eurocad Holding
André Damiens

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Auditor's Report on annual accounts

Year ending 31 December 2023

METROPOLIS

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Special Auditor's Report
Year ending 31 December 2023

To the Board of Directors of METROPOLIS Association

Opinion

In accordance with the mandate granted to us by your General Assembly, we have carried out the audit of the annual accounts of the association METROPOLIS concerning the fiscal year ending 31 December 2023, enclosed with this report.

We certify that the annual accounts are proper and honest with respect to the rules and principles of accounting and that they reflect a reliable image of the result of operations for the past year as well as the financial situation and assets of the association at the end of that year.

Grounds for the opinion

Audit framework

We have carried out our audit in accordance with the professional standards applicable in France. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion. Our responsibilities under these standards are outlined in the section "Responsibilities of the auditors relating to the audit of annual accounts" in this report.

Independence

We have carried out our audit assignment observing the rules of independence that apply to us, in the period from 1 January 2023 to the issue date of our report, and specifically we have not provided any services that are forbidden by the professional code of ethics for auditors.

Justification of assessments

Applying the provisions of Articles L. 823-9 and R.823-7 of the Commercial Code concerning the justification of our assessments, we bring to your attention the following assessments which, in our professional judgment, were the most significant for the audit of the annual accounts for this fiscal year. We hereby inform you that the most significant assessments that we made, in our professional judgment, concerned the appropriateness of the accounting principles applied, in particular with regard to the method of accounting for grants as described in Note II A. to the annual accounts "Revenue".

The assessments thus formed are based on our audit of the annual accounts, taken as a whole, and contributed to shaping our opinion expressed above. We do not express an opinion on the components of these annual accounts considered individually.

Review of the management report and other documents addressed to the members

In accordance with professional standards applicable in France, we also conducted the specific verifications required by law.

We have no comment to make as to the fair presentation and consistency with the annual accounts of the information given in the management report of the treasurer in the other documents addressed to the members of the board of directors concerning the financial situation and the annual accounts.

Responsibilities of the management and those charged with governance of the association concerning the annual accounts

It is the management's responsibility to draw up annual accounts that reflect a true and fair view in accordance with French accounting rules and principles, and to implement the internal oversight it deems necessary to ensure that the annual accounts do not contain significant anomalies, whether due to fraud or errors.

During the drawing up of the annual accounts, the management is responsible for assessing the association's ability to continue operation, and where necessary, to present in these accounts the necessary information concerning the continuation of operation and to apply the accounting principles of a going concern unless the liquidation of the association or the cessation of its activities is anticipated.

The annual accounts were drawn up by the board of directors.

Responsibilities of the auditors relating to the audit of annual accounts

It is our responsibility to draw up a report concerning the annual accounts. Our objective is to obtain reasonable assurance that the annual accounts considered as a whole do not contain significant anomalies. Reasonable assurance corresponds to a high level of assurance, yet does not guarantee that an audit carried out in accordance with standard professional practice

is capable of systematically detecting all significant anomalies. Anomalies can be due to fraud or errors and are considered significant if it might reasonably be expected that they could, when considered individually or cumulatively, influence the economic decisions taken by the users of the accounts on their basis.

As stipulated by Article L.823-10-1 of the Commercial Code, our mandate as auditors does not consist in guaranteeing the viability or quality of management of your association.

Within the framework of an audit carried out in accordance with the applicable professional standards in France, the auditor uses its professional judgment throughout the course of this audit. Furthermore:

- The auditor identifies and assesses the risk that the annual accounts contain significant anomalies, whether due to fraud or errors, defines and implements auditing procedures to confront these risks and gathers evidence that it deems sufficient and appropriate to justify its opinion. The risk of failure to detect a significant anomaly due to fraud is higher than the risk of failure to detect a significant anomaly due to an error, since fraud could imply collusion, falsification, voluntary omissions, false statements or evasion of internal oversight;
- The auditor relies on an understanding of the relevant internal oversight for the audit in order to define auditing procedures that are appropriate for the circumstances, but not with the aim of expressing an opinion concerning the effectiveness of the internal oversight;
- The auditor assesses the appropriateness of the accounting methods applied and the reasonable nature of the accounting estimates made by the management as well as the associated information contained in the annual accounts;
- The auditor assesses the appropriateness of the management's use of the accounting principle of a going concern and, based on the evidence gathered, the presence or lack of significant doubt related to events or circumstances which could jeopardize the association's ability to continue operation. This assessment is based on the evidence gathered up to the date of its report, however it must be noted that later circumstances or events could jeopardize the continuity of operation. If the auditor determines that a significant doubt exists, the attention of readers of its report will be drawn to the information provided in the annual accounts related to this doubt, or if this information was not provided or not relevant, the auditor will express reservations in the certification or refuse to certify the accounts;
- The auditor assesses the annual accounts in their entirety and judges whether the annual accounts reflect a true and fair image of the underlying operations and events.

Paris, 27th May 2024

METROPOLIS
Special Auditor's Report
Year ending 31 December 2023

Eurocad Holding
André Damiens



METROPOLIS
23/2 AVENUE MAC MAHON
75017 PARIS

ANNUAL ACCOUNTS

Financial year from 01/01/2023 to 31/12/2023

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Balance Sheet Assets

Amount shown in euros

		31/12/2023			31/12/2022
		Gross	Amortisation and Depreciation	Net	Net
Uncalled subscribed capital (I)					
FIXED ASSETS	INTANGIBLE ASSETS				
	Set up expenses				
	Development expenses				
	Patents and similar licenses	32,907	16,804	16,103	1,413
	Goodwill (1)				
	Other intangible assets				
	Advances and down payments				
	TANGIBLE ASSETS				
	Land				
	Buildings				
	Technical facilities, materials and industrial equipment	75,210	61,164	14,046	12,089
	Other tangible assets				
	Current assets				
	Receipt in advance				
FINANCIAL ASSETS (2)					
Equity investments valued by the equity method					
Other equity investments					
Receivables related to equity investments					
Other financial assets					
Loans					
Other financial assets					
TOTAL (II)	108,117	77,968	30,149	13,502	
CURRENT ASSETS	STOCK AND ONGOING				
	Raw materials, supplies				
	Goods currently under production				
	Services currently being rendered				
	Intermediary and finished products				
	Goods				
	Receipts in advance against orders				
RECEIVABLES (3)					
Client receivables and accounts receivables	3,289,248		3,289,248	3,848,505	
Other receivables	12,272	7,553	4,719	901	
Called subscribed capital, unpaid					
VALUE OF MARKETABLE SECURITIES	61,686		61,686	61,555	
CASH	1,625,547		1,625,547	1,425,926	
ADJUSTMENT ACCOUNTING	Prepaid expenses				
	TOTAL (III)	4,988,753	7,553	4,981,200	5,336,888
	Amortised debt issuance costs (IV)				
Bond redemption premiums (V)					
Foreign exchange gains (VI)					
TOTAL ASSETS (I to VI)	5,096,870	85,521	5,011,350	5,350,390	

(1) of which leasehold rights

(2) of which financial assets within one year

(3) of which receivables with more than one year

Balance Sheet Liabilities

		Amount shown in euros	
		31/12/2023	31/12/2022
Shareholders' Equity	Share capital or nominal capital	278,688	278,688
	Issue premium, merger premium, acquisition premium		
	Revaluation variance		
	RESERVES		
	Legal reserve		
	Statutory or contractual reserves	202,583	154,905
	Regulated reserves		
	Other reserves		98,054
	Brought forward	9,282	9,282
	Financial result for the year	(12,301)	(50,376)
Investment subsidies	2,062,114	2,113,379	
Regulated provisions			
Total shareholders' equity		2,540,367	2,603,931
Other equity	Income from issue of participation certificates		
	Conditional advances		
Total other equity			
Provisions	Provisions for contingencies		23,373
	Provisions for losses		
Total provisions			23,373
DEBTS (1)	FINANCIAL DEBTS		
	Convertible debts		
	Other convertible debts		
	Loans and debts from credit institutions (2)	5,429	2,000
	Other loans and financial debts (3)		24,342
	Receipts in advance against current orders	33,060	
	OPERATING DEBTS		
	Trade payables and accounts receivables	57,541	74,007
	Tax and employee-related payables	98,327	70,633
	MISCELLANEOUS DEBTS		
Fixed asset liabilities and accounts receivables			
Other debts	2,276,626	2,552,104	
Deferred income (1)			
Total debts		2,470,983	2,723,085
	Unrealised foreign exchange gains		
TOTAL LIABILITIES		5,011,350	5,350,390
Financial result for the year shown in cents		(12,300.56)	
(1) Debts and deferred income within one year		2,437,923	(50,376.49)
(2) Of which credit facilities in current accounts, and credit balances in banks and Post Office current accounts		5,429	2,723,085
(3) Of which participating loans			2,000

Income statement 1/2

Amount shown in euros

				31/12/2023	31/12/2022
		France	Exports	12 months	12 months
OPERATING REVENUE	Sales of goods				
	Products sold				
	Services rendered	575,831		575,831	554,632
	Net income	575,831		575,831	554,632
	Inventoried products				
	Capitalised production				
	Operating subsidies received			1,032,060	702,685
	Reversals of provisions and amortisations, transfer of expenses			50,188	
	Other income			559	5,718
	Total operating revenue (1)				1,658,638
OPERATING COSTS	Purchases of goods				
	Change in inventory				
	Purchases of materials and other supplies				
	Change in inventory				
	Other supplies and external expenses			535,154	433,590
	Taxes, duties and other levies			1,856	2,371
	Wages and salaries			820,914	631,617
	Employee-related payables			239,035	191,805
	Own contributions				
	Allocation for amortisation:				
	- of fixed assets			12,145	8,636
	- operating costs to be allocated				
	Allocation for depreciation:				
- of fixed assets					
- of current assets					
Allocation for provisions				23,373	
Other costs			61,872	1,844	
Total operating revenue (2)				1,670,976	1,293,237
OPERATING INCOME				(12,338)	(30,201)

Income statement 2/2

Amount shown in euros

		31/12/2023	31/12/2022
OPERATING INCOME		(12,338)	(30,201)
Joint operati	Profit allocated or loss transferred		
	Loss borne or profit transferred		
FINANCIAL INCOME	Equity investments (3)		
	Other marketable securities and fixed asset receivables (3)		
	Other interest and related income (3)		
	Reversal of provisions, depreciations and transfer of expenses		
	Foreign exchange gains		138
	Net income on the disposal of marketable securities	131	
	Total financial income	131	138
FINANCIAL COSTS	Allocation for amortisation, depreciation and provisions		19,721
	Interest payable and similar expenses (4)		
	Foreign exchange losses	94	592
	Net expenses on the disposal of marketable securities		
	Total financial expenses	94	20,313
FINANCIAL RESULT		37	(20,175)
OPERATING RESULT BEFORE TAX		(12,301)	(50,376)
EXTRAORDIN ARY INCOME	For management operations		
	For capital transactions		
	Reversal of provisions, depreciations and transfer of expenses		
	Total extraordinary income		
EXTRAORDIN ARY EXPENSES	For management operations		
	For capital transactions		
	Allocation for amortisation, depreciation and provisions		
	Total extraordinary expenses		
EXTRAORDINARY RESULT			
EMPLOYEE PROFIT SHARING			
TAX ON PROFITS			
TOTAL INCOME TOTAL EXPENSES		1,658,769 1,671,070	1,263,174 1,313,551
FINANCIAL RESULT FOR THE YEAR		(12,301)	(50,376)

- (1) of which the income relates to previous financial years
(2) of which the expenses relate to previous financial years
(3) of which the income is from related companies
(4) of which the interest is from related companies

Accounting rules and methods

Amount shown in
euros

Company name: METROPOLIS

(Articles R. 123-195 and R. 123-198 of the French Commercial Code)

Appendix to the balance sheet and income statement for the financial year ended **31/12/2023**, for which the total before allocation is **€5,011,350**, and with the income statement for the year, shown as a list with a financial result of **- €12,301**.

The financial year has a duration of **12** months, covering the period from **01/01/2023** to **31/12/2023**. The notes or tables below form an integral part of the annual accounts.

The annual accounts have been prepared in accordance with the provisions of the French Code of Commerce and General Accounting Plan.

General accounting conventions have been applied, respecting the principles of prudence, and in accordance with the following basic assumptions:

Continued operations,

The continued use of these accounting methods from one year to the next,

The independent nature of the financial years,

and in accordance with the general rules for preparing and presenting annual accounts.

I. Significant events during the year

None.

II. Note on accounting principles

A. Income

Membership fees:

Income from membership fees is recorded on the date the funds are deposited into Metropolis' bank account.

Pilot Project grants:

If payment for the Pilot Project grant will be received during the same year (x) that the grant is signed, the income will be recorded in the accounts on the date the funds are deposited into Metropolis' bank account.

If the grant payment will be received within one year of the grant agreement (x+1), the income will be recorded in the accounts on the date the final financial report is submitted to the donor, if this is during the grant year (x). If the report is presented during the year (x+1), but before the accounts are closed for the year (X),

Accounting rules and methods

Amount shown in
euros

income is recorded on 30 December of the grant year (x).

If the payment of the grant is due in the year following the grant agreement (x+1), and after the closure of the accounts for the year (x), the income is recorded in the accounts on 30 December of the grant year (x), on the basis of the actual costs incurred for grants during (x).

B. Expenses

Metropolis applies the following accounting principles with respect to expenses: Invoices,

salaries and all other expenses must be accompanied by official documents:

Expenses are recorded on the date the justification is provided. If an invoice for expenses incurred in year (x) arrives during year (x+1), the cost will be allocated to year (x).

a. *Intangible assets*

The business assets are valued at their acquisition cost (including transfer taxes, fees, or commissions and transaction costs related to the acquisition). This value is not subject to depreciation.

Depreciation is applied to the difference when the current value is less than the carrying amount.

b. *Tangible and intangible assets*

Tangible and intangible assets are valued at the cost of acquisition for assets acquired subject to payment, at the cost of production for assets produced by the company, and at their market value for assets acquired free of charge or through exchange.

The cost of a tangible asset is its purchase price, including non-recoverable customs duties and taxes, after deducting any rebates, commercial or cash discounts for all the directly attributable costs incurred to put the asset in place and running according to its intended use.

Any transfer duties, fees or commissions related to the acquisition are included as part of the purchase price.

Any costs that are not included as part of the purchase price for the fixed asset and that cannot be directly related to the costs required to get the asset up and running in accordance with its intended use are categorised as expenses.

c. *Amortisation*

Amortisation is calculated according to the expected duration of use, and following a linear or declining balance method.

Accounting rules and methods

Amount shown in
euros

Copyrights, patents and licenses	3 years,
Fixtures and fittings	5 years,
Others	4 years.

For assets that amortise according to the declining balance method, or that are subject to exceptional depreciation, the proportionate share that exceeds straight-line amortisation is recognised as an exceptional depreciation on the liabilities side of the balance sheet.

d. Shares, other financial assets, value of marketable securities

The gross value is made up of the acquisition cost (including transfer taxes, fees, or commissions and transaction costs related to the acquisition).

While the inventory value is lower than this value, the corresponding depreciation made up the difference.

e. Receivables

Receivables (€3,289,248) are valued at their nominal value. Depreciation is applied when the asset value is lower than the carrying amount.

Receivables corresponding to grants receivable are recorded under accounting item 411. In particular, this item includes the balance receivable for the Dakar operation for an amount of

€1,715,102 and for the Motorec agreement for an amount of €696,627 as of 31 December, 2023.

It should be noted that the amount of funds already received under the Motorec and MGET Dakar grants have been charged to a dedicated bank account (MGET €534,879 and Motorec €373,007)

Assets

Amount shown in euros		Gross value at the start of the financial year	Financial movements for the year				Gross values at 31/12/2023
			Increases		Decreases		
			Revaluations	Acquisitions	Transfers between items	Disposals	
INTANGIBLE	Set up and development expenses						
	Others	14,237		18,670			32,907
	TOTAL INTANGIBLE ASSETS	14,237		18,670			32,907
TANGIBLE	Land						
	Buildings on own land						
	Buildings on third-party land						
	Installations, fixtures and fittings						
	Machinery, tools and industrial equipment						
	Installations, fixtures, misc. fittings						
	Transport equipment						
	Office and IT equipment and furniture	88,433		10,122		24,805	73,750
	Recoverable packaging and other items	1,460					1,460
Tangible assets under development							
Receipt in advance							
TOTAL TANGIBLE ASSETS	89,893		10,122		24,805	75,210	
FINANCIAL	Equity investments valued by the equity method						
	Other equity investments						
	Other financial assets						
	Loans and other financial assets						
TOTAL FINANCIAL ASSETS							
TOTAL		104,130		28,792		24,805	108,117

Amortisation

Amount shown in euros

	Amortisation Start of financial year	Financial movements for the year		Amortisation on 31/12/2023
		Allocations	Decreases	
INTANGIBLE				
Set up and development expenses				
Goodwill				
Other intangible assets	12,824	3,980		16,804
TOTAL INTANGIBLE ASSETS	12,824	3,980		16,804
TANGIBLE				
Land				
Buildings on own land				
Buildings on third-party land				
Facilities, fixtures and fittings				
Machinery, tools and industrial equipment				
Other installations, fixtures, misc. fittings				
Transport equipment				
Office equipment and furniture	76,562	7,947	24,805	59,704
Recoverable packaging and other items	1,242	218		1,460
TOTAL INTANGIBLE ASSETS	77,804	8,165	24,805	61,164
TOTAL	90,628	12,145	24,805	77,968

Breakdown of movements affecting the provisions for tax depreciation

	Breakdown of movements affecting the provisions for tax depreciation						Net movement of amortisations at the end of the financial year
	Allocations			Reversals			
	Difference in duration and other	Declining balance method	Exceptional tax amortisation	Difference in duration and other	Declining balance method	Exceptional tax amortisation	
Set up and development expenses							
Goodwill							
Other intangible assets							
TOTAL INTANGIBLE ASSETS							
Land							
Buildings on own land							
Buildings on third-party land							
Facilities, fixtures and fittings							
Machinery, tools and industrial equipment							
General facilities, fixtures, misc. fittings							
Transport materials							
Office, IT equipment and furniture							
Recoverable packaging, other items							
TOTAL TANGIBLE ASSETS							
Acquisition fees for equity investments							
TOTAL							
GENERAL TOTAL WITHOUT BREAKDOWN							

Provisions

Amount shown in euros

		Start of financial	Increases	Decreases	31/12/2023
REGULATED PROVISIONS	Mining and petroleum deposit allowance				
	Provisions for investment				
	Provisions for price increases				
	Provisions for tax depreciation				
	Tax provisions for installation loans				
	Other provisions				
	REGULATED PROVISIONS				
PROVISIONS FOR CONTINGENCIES AND LOSSES	For litigation	23,373		23,373	
	For warranties				
	For losses on futures				
	For fines and penalties				
	For foreign exchange losses				
	For pensions and similar obligations				
	For taxes				
	For the renewal of fixed assets				
	Provisions for major maintenance and overhauls				
	For social security and tax on leave payable				
	Other				
	PROVISIONS FOR CONTINGENCIES AND LOSSES	23,373		23,373	
PROVISIONS FOR DEPRECIATION	On assets:				
	Intangible assets				
	Tangible assets				
	Investments accounted for by the equity method				
	Equity investments				
	Other financial assets				
	In stock and ongoing				
In trade receivables	34,368		26,815	7,553	
Other					
	PROVISIONS FOR DEPRECIATION	34,368		26,815	7,553
GENERAL TOTAL		57,741		50,188	7,553

Of which allocations and reversals:

- operating
- financial
- extraordinary

Investments accounted for by the equity method: total depreciation at the end of the financial year calculated according to the rules provided for in Article 39-1.5e of the French General Tax Code

Receivables and debts

Amount shown in euros		31/12/2023	1 year at most	more than 1
RECEIVABLES	Receivables related to equity investments			
	Loans			
	Other long-term investments			
	Doubtful or bad debts			
	Other client receivables	3,289,248	3,289,248	
	Debts representing borrowed securities			
	Staff and accounts receivables			
	Social security and other similar organisations			
	Income tax			
	Value added tax	265	265	
	Other taxes, duties and similar			
	Misc.			
	Group and associated companies			
	Other debtors	12,007	12,007	
Prepaid expenses				
TOTAL RECEIVABLES		3,301,520	3,301,520	
Loans granted during the financial year				
Loans repaid during the financial year				
Loans and advances conceded to individual shareholders (natural persons)				

		31/12/2023	1 year at most	1 to 5 years	more than 5 years
DEBTS	Convertible debts				
	Other convertible debts				
	Debt and credit loans originally up to 1 year	5,429	5,429		
	Debt and credit loans originally over 1 year				
	Miscellaneous loans and financial debts				
	Suppliers and accounts receivables	57,541	57,541		
	Staff and accounts receivables	24,452	24,452		
	Social security and other similar organisations	18,858	18,858		
	Income tax				
	Value-added tax	3,412	3,412		
	Guaranteed bonds				
	Other taxes, duties and similar	51,606	51,606		
	Fixed asset liabilities and accounts receivables				
	Group and associated companies				
Other debts	2,276,626	2,276,626			
Debt representing borrowed securities					
Deferred income					
TOTAL DEBTS		2,437,923	2,437,923		
Loans taken out during the financial year					
Loans repaid during the financial year					
Loans, debts taken out with partners (natural persons)					

Share capital

Amount shown in euros		31/12/2023	Number	Nom. Value	Amount
SHARES	Share capital at the beginning of the financial year				278,687.78
	Issued during the financial year			0.0000	
	Repaid during the financial year			0.0000	
	Share capital at the end of the financial year				278,687.78

Average workforce

		31/12/2023	Internal	External
AVERAGE WORKFORCE BY CATEGORY	Senior managers & Intellectual professions			
	Intermediate professions			
	Employees		15	
	Workers			
	TOTAL		15	

Voluntary contributions in kind

Amount shown in euros

	2023	2022
Barcelona City Council covers the cost of three staff members:		
Admin assistant	100%	100%
Admin assistant from 01/02/2023	92%	100%
Admin officer from 01/03/2023	83%	
The total cost of this provision is	€142,159	€117,459

Barcelona City Council also provides the offices and covers the costs for the Secretariat General headquarters, in Carrer Avinyó 15, 08002 Barcelona. The offices cover a surface area of 200 m2. These include:

Rent (approx. market rate)	€35,374	€35,374
Water	€130	€130
Maintenance and cleaning	€6,300	€6,300
Telephone	€2,660	€2,660
Total	€44,464	€44,464
TOTAL	€186,623	€161,923

As of 2023, the Secretary General's salary is fully covered by Metropolis operating expenses. The previous year, the Barcelona Metropolitan Area of Barcelona covered the costs for the period January/April 2022 (€30,252)