



# **AS Avaron Asset Management**

**ANNUAL REPORT  
FOR THE FINANCIAL YEAR ENDED ON  
31 DECEMBER 2023**

**Audited by KPMG**

## COMPANY FACTS

Beginning of the financial year	01/01/2023
End of the financial year	31/12/2023
Name of the Company	AS Avaron Asset Management
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Main activity	Management of investment funds (EMTAK 66301) Portfolio management services (EMTAK 66199)
Sworn auditor	KPMG Baltics OÜ (reg. no. 10096082)
Documents enclosed with the annual report	Sworn Auditor's Report Proposal for Profit Distribution Division of revenues in accordance with EMTAK classification standard

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## MANAGEMENT REPORT

### Introduction to Avaron

**AS Avaron Asset Management (hereafter: “Avaron” or “Company”) is an independent asset management company that was established in 2007.** Our core activity involves investing the assets of Avaron investment funds and institutional investor managed accounts into Emerging Europe listed equities. We create alpha to our investors through active management, stock-picking and responsible investing. Since 2011 we adhere to the UN Principals of Responsible Investment.

As at the end of 2023 Avaron managed 241 million euros of investor assets. The firm employed 15 investment and finance specialists. Avaron holds a licence from the Estonian Financial Supervision Authority to manage investment portfolios and funds. Avaron is also a registered Investment Advisor with the U.S Securities and Exchange Commission (SEC).

### Highlights of Our 2023

2023 was a great year for Avaron and our investment funds’ and managed account investors.

- ✓ **Avaron Emerging Europe Fund posted strong absolute return**, +34% for 2023, strongly outperforming Emerging Europe ex-Russia equity index which was up 25.2%. It was the second best year in the fund history.
- ✓ **Avaron Emerging Europe Fund provided investors with 9% alpha** (5 years) and 11% alpha (3 years).
- ✓ **Emerging Europe ex-Russia equities stood out among Global Emerging Markets.** Emerging Europe ex-Russia equity benchmark delivered +25.2% return in € in 2023, strongly outperforming Emerging Markets equities (+3.8% in €). This is the first sign that investors are bit by bit returning to Emerging Europe equity markets.
- ✓ **Avaron Emerging Europe Fund was granted LuxFLAG ESG Label in April 2023.** The fund was the first Emerging Europe equity fund to receive an ESG label. The label was renewed in April 2024 and is valid for one year.
- ✓ **Launch of Avaron Emerging Europe Smaller Companies Fund.** We started building track of our Emerging Europe ex-Russia small and mid-cap fund, investing in fast growing entrepreneurial companies of the region.
- ✓ **Launch of Avaron High Yield Bond Fund.** We launched the fund in October 2023 to provide investors with the opportunity to invest in high yield corporate bonds in Europe.



Granted to the fund until 31.03.2025.  
LuxFLAG is not liable for fund performance.

### What Do We Do at Avaron?

**Avaron is mainly focused on offering institutional investors the opportunity to invest part of their emerging markets portfolio into Emerging Europe listed equities.** An investor can achieve this by either investing directly into mutual funds managed by Avaron or by giving us a managed account to invest the assets directly. Today Avaron manages three mutual funds domiciled in Estonia which are open to any investor that has a European bank account.

#### **Avaron Emerging Europe ex-Russia investment products:**

- ✓ **Avaron Emerging Europe Fund**, targeted to institutional investors, is focused on Emerging Europe ex-Russia listed equities. The fund is a UCITS fund, SFDR Article 8 and registered for public sale in Estonia, France, Germany, United Kingdom, Finland, Sweden, Norway, Latvia and Lithuania.
- ✓ **Avaron Emerging Europe Smaller Companies Fund**, targeted to institutional investors, invests in entrepreneurial small and mid-cap companies in Emerging Europe ex-Russia region. The fund is a UCITS fund, SFDR Article 9.

- ✓ **Managed accounts with focus on Emerging Europe ex-Russia or part of the region.** In our institutional investors' managed accounts we focus on Emerging Europe ex-Russia listed equity investments. Our managed accounts are all tailor-made.

**Other investment products:**

- ✓ **Avaron Flexible Strategies Fund**, targeted to high-net worth investors in Estonia, is a multi-asset fund investing in listed equities and bonds in Europe. Large part of the portfolio (46%) is invested in Emerging Europe.
- ✓ **Avaron High Yield Bond Fund**, targeted to high-net worth investors in Estonia and institutional investors in Europe. The fund invests in high yield corporate bonds in Europe. However, large part of the portfolio (54%) is invested in Emerging Europe.

**Focus on Emerging Europe Equities**



EE	Estonia	LV	Latvia	LT	Lithuania
SK	Slovakia	SI	Slovenia	HR	Croatia
BA	Bosnia & Herzegovina			SR	Serbia
MK	North-Macedonia	A	Albania	M	Montenegro
CZ	Czech Rep.				

**Avaron focuses on Emerging Europe ex-Russia listed equity asset class with an objective to deliver positive risk-adjusted return to our clients over the market cycle.**

Our investment region encompasses 15 Emerging Europe countries. Today most of our investments are made into listed companies in Poland, Greece, Hungary, Czechia, Greece, Slovenia, Romania and Estonia. Our team's 17 years of experience in the region has given us extensive knowledge about the public companies and countries we are active in. Our eight-person investment team analyses close to 300 listed companies, researches their business models, assesses their corporate governance and evaluates their development plans. For all the companies under our coverage we establish our own target price based on our internal financial model and estimates. As such our investment decisions rely solely on in-house research. We aim to deliver alpha to our investors by constructing a portfolio of companies that maximises the aggregate upside to internally set target prices of individual companies in our investment universe, taking into account the quality and ESG profile of a company, liquidity of an instrument and where relevant, also FX outlook. Based on

our research we discover around 30-45 most attractive investment opportunities where we make an investment in.

Avaron funds and our institutional clients pay us an annual management fee based on the value of assets under management. In some cases we are also entitled to earn performance fees if we outperform the set benchmark. Both the management and performance fee rates and terms can be found in the respective fund's prospectus and are also available on our webpage. The fees agreed upon with institutional investors are confidential. The Company's financial success mainly depends on the amount of assets under management and return of the assets managed, which underpins the performance fees and long-lasting client relationship.

### **Investment Philosophy: Stock-Picking, Active Management and Responsible Investing**

**We rely on stock-picking based on in-house company research.** Over time stock prices tend to over or underreact to market news and thus deviate from fundamental value of a company. In order to take advantage of such occurrences our portfolio construction is fully bottom-up, assessing every investment case on a standalone basis. Our idea generation is proprietary, driven predominantly by upside to internally set fair value targets. We tend to have long term holding periods but our upside oriented investment process also allows us to take advantage of short-term market volatility without losing focus of the underlying fundamental value of the company. We search for well managed companies with leading market positions, identifiable competitive advantage(s) and strong recurring revenue based business models that we understand and are able to model ourselves.

Within our investment process **we put strong emphasis on company quality that is assessed by using an internal Quality Score** focusing on management team and business model quality, and financial strength of the company. Besides conventional financial and non-financial aspects **we have integrated in-house ESG Score (environmental, social, governance) into our investment process leveraging upon our bottom-up regional expertise with an aim to identify material ESG risks and value creation opportunities.** Our investment team has been following vast majority of our current listed equity universe over a decade, which serves as an important strength in assessing the companies' future potential. In order to have an extensive knowledge base of the companies in our universe we have taken a strategic decision not to outsource ESG analysis to third party providers but rather to educate our research team and develop the knowhow in-house.

### **Avaron Goals and Values**

**Avaron's mission is to be the most suitable partner for institutional investors catering for their needs in investing into Emerging Europe listed equities.** Avaron's main objective is to offer our investors positive risk weighted long-term return. To achieve this, we adhere to our investment style and process, respectively true stock-picking and fundamental analysis, which deliver bottom up stock picks to the portfolios. Avaron's investment team has a key role in achieving our objective and this is why the Investment Managers and key employees are also Avaron's shareholders. The Company's three Investment Managers have worked at Avaron since its launch in 2007, while the two Senior Analysts joined in 2008 and 2011.

**Avaron's second key objective is to offer its employees opportunities for personal growth.** We have invested and continue to invest considerable resources into our employees. Today our investment team consisting of 8 investment specialists (3 Investment Managers, 2 Senior Analysts, 3 Analysts) is one of the largest teams dedicated to Emerging Europe region stock analysis. We have invested a lot also into support team (Operations & Back-Office) and compliance function over the past ten years, including building up back-up functions inside the teams. The Company has also dedicated significant resources to IT systems to further enhance operational efficiency and improve risk management processes.

**Avaron has a strong corporate culture with passion for investing, diligence and flexibility.** Passion for investing is a key characteristic we look for during our employee selection process as we consider it to be essential for self-development and long-lasting job satisfaction. It also serves as an important driver in our search for attractive investment ideas. Diligence is key to delivering strong investment returns, a measure of quality of our work. In small sized organizations self-motivation and efficiency together with perseverance are important in successfully working towards our goals. Alongside that flexibility, both towards clients and employees, is essential in building mutually beneficial professional relationships.

## **Sustainability and Responsible Investing**

**Avaron is committed to sustainable business practices, which are embedded into our corporate identity.** As an asset management boutique, the largest impact we can make is via our investment decision making process. We believe that environmental, social and corporate governance (ESG) issues and stewardship activities are material to delivering strong risk-adjusted investment returns over the long-term and contribute to a more cohesive and fairer society.

**Since 2011 Avaron is a signatory of the UN PRI and we have integrated ESG factors into our fundamental company research and investment decision-making processes.** We take an active approach to communicating our views to the companies we invest in and seek improvements where there are shortcomings in performance. From our website's section [Responsible Investment](#) you can download our Responsible Investment Policy, Responsible Investment Report, UN PRI Transparency and Assessment Reports, Voting Policy and Voting Records of the Fund.

**2023 was an important year from the regulatory perspective as the step-by-step implementation of the Sustainable Finance Disclosure Regulation (SFDR) continued.** The regulation came into force in March 2021 imposing ESG and reporting requirements on a wide range of financial market participants including asset managers. On 6 April 2022, Regulatory Technical Standards under the SFDR (RTS) were published by the European Commission and provide further detail as to the content, methodologies and presentation of information required to be disclosed under the SFDR, as well as templates for the relevant disclosures. These requirements came into force on 1 January 2023. **We have categorized Avaron Emerging Europe Fund as an Article 8 product according to the SFDR.** This means that the Fund promotes environmental and/or social characteristics, which is achieved using our internal ESG rating system in the investment decision-making process. The Fund considers principle adverse impacts (PAI) of investment decisions on sustainability factors. **The first PAI statement of the Fund was published in the first half of 2023 and is available [here](#).**

**In 2023 we took a step further in our journey towards net-zero investments in the Fund by 2050.** It is an ambitious target, set forth in [Avaron Climate Change Policy Statement](#), especially given that the Fund is geographically and asset class wise significantly constrained, resulting in a narrow investment universe, thus affecting the range of approaches we can implement to deliver on the net-zero commitment. Being bottom-up stock pickers, we rely primarily on the transformation of Emerging Europe issuers towards net-zero and use three company business model centric approaches - exclusion, engagement and integration – to achieve the set targets. In 2023 we launched a themed engagement with 18 companies out of 37 in Avaron Emerging Europe Fund portfolio with an objective to encourage setting carbon emissions reduction targets, net-zero by 2050 ambition and improvements in climate change related reporting. The engagement shall run until June 2024. Prior launching the engagement 12 issuers had not set any emissions reduction targets, while 11 companies lacked Scopes 1-3 emissions reporting.

**In total we launched 28 separate engagements with 23 issuers in 2023.** Besides the issuers targeted as part of the emissions targets themed engagement, 5 engagements were reactive in nature and related to the discovered ESG controversies. Also, for the 6<sup>th</sup> consecutive year we participated in the [CDP Non-Disclosure Campaign](#) that pushes issuers globally towards improved climate change, water security and deforestation related disclosure. We took a lead investor role in engaging with 2 portfolio companies that were in the scope of the 2022 campaign. As a result, TAV Holding, a regional infrastructure company headquartered in Turkey, started disclosing climate change information on the CDP platform. A total of 288 institutional investors participated in the campaign and contacted 1,509 companies, 20% of whom in turn started reporting on these issues.

**A key part of being an active responsible owner of listed equities is using voting rights in an informed way at company meetings.** Starting from 2018 we have committed to systematically exercising our voting rights on all shareholder meetings. In 2023 we voted in 98% of the shareholders' meetings of the companies we own compared to 90% the year before. Starting from 2019 we are disclosing all our voting details for our publicly sellable funds which are available in the [Responsible Investment](#) section on Avaron website.

**In December 2023 UNPRI published the 2023 Transparency Report and a summary scorecard of the Assessment Report** that can be both accessed on our [website](#). We reported in 3 modules and according to the assessment scored the following: 68/100 in Policy Governance and Strategy (median of all reported investment managers was 58/100), 83/100 in Listed Equity – Active Fundamental (median 71/100), and 80/100 in Confidence Building Measures (median 80/100).

### **Corporate responsibility – giving back to the society**

**Every year Avaron financially supports initiatives related to youth education and youth sports.** In 2023 we supported the education project of the Estonian Cancer Society, within the framework of which young oncologists and hematologists can improve their education and skills abroad. NGO Estonian Cancer Society is an association which goals are aimed at the fight against cancer and its promotion in Estonia.

**We encourage our staff to take an active role in the community** by giving lectures and speeches at schools, universities, social clubs and foundations on investing, entrepreneurship and on other topics close to their heart. In 2023 four members of our team inspired elementary and middle school pupils as well as high school students in Tallinn and Tartu, and gave lectures to university students at the University of Tartu.

**We also devote our time to improve business and investment environment in Estonia.** Avaron is a founder and active member of [Estonian Service Industry Association](#) that aims to improve the country's business environment of professional service companies. Avaron's Managing Partner Kristel serves as a member of the association's supervisory board and also acts as a member of the supervisory committee of Nasdaq OMX Tallinn Stock Exchange.

### **Remuneration**

The remuneration principles of Management Board members, investment managers and risk-takers are set in the Company's [Remuneration Policy](#). All Avaron employees receive a fixed salary. Employee bonuses depend on the fulfilment of Avaron's long-term goals, the Company's sustainability and employees' personal contribution, and are not linked to the return of portfolios managed by the Company. After awarding a bonus to the Management Board members or employees the Company has a three-year period during which it has the right to reduce the bonus, stop the payments of the announced bonus or even require partial or full repayment according to the rules set out in the Remuneration Policy. All bonuses are paid out during four years with annual payment of 60%-20%-10%-10% each year.

### **Ownership, Company and Management Structure**

**Avaron is fully owned by its employees, the Company has no institutional or outside investors.**

Avaron is owned by its three founding partners, Kristel Kivinurm-Priisalm (CEO), Valdur Jaht (co-CIO) and Peter Priisalm (co-CIO) as well as its senior research team. 54.94% of Avaron belongs to OÜ Princo, which is owned and its final beneficiaries are 50:50 Kristel Kivinurm-Priisalm (CEO) and Peter Priisalm (co-CIO). 27.47% of Avaron belongs to Valdur Jaht (co-CIO) and his wife Maris Jaht. 17.59% of the Company is owned by the senior research team - Rain Leesi (Investment Manager & Head of Research and Trading, CFA, 6.85%), Piotr Jurga (Senior Analyst, CFA, 5.86%) and Reino Pent (Senior Analyst, 4.88%).

The Company's Supervisory Board consists of Peter Priisalm (Chairman), Maris Jaht and Rain Leesi. Mrs. Jaht, the wife of Valdur Jaht, is not on daily basis active at Avaron. The Management Board consists of Kristel Kivinurm-Priisalm and Valdur Jaht. The Company and its Estonia domiciled funds are audited by KPMG. Internal audit of the Company and its Estonia domiciled funds is carried out by PwC. Compliance and risk control functions are internalised and are being carried out by an independent employee, the Company's Chief Compliance Officer Ingrid Kõrgema.

**The Company functions as a partnership, which is being managed by the three founding partners:** Kristel Kivinurm-Priisalm, Valdur Jaht and Peter Priisalm. Kristel Kivinurm-Priisalm is the Managing Partner of the Company and acts as CEO. She is responsible for general management, investor relations management and operations management. Valdur Jaht and Peter Priisalm are Partners and act as the Company's Investment Managers, who are responsible for the investments made by the funds and managed accounts as well as the smooth running of the investment team's work.

*Below are Avaron's three founding partners: Valdur, Kristel and Peter, partners for 17 years, since 2007.*

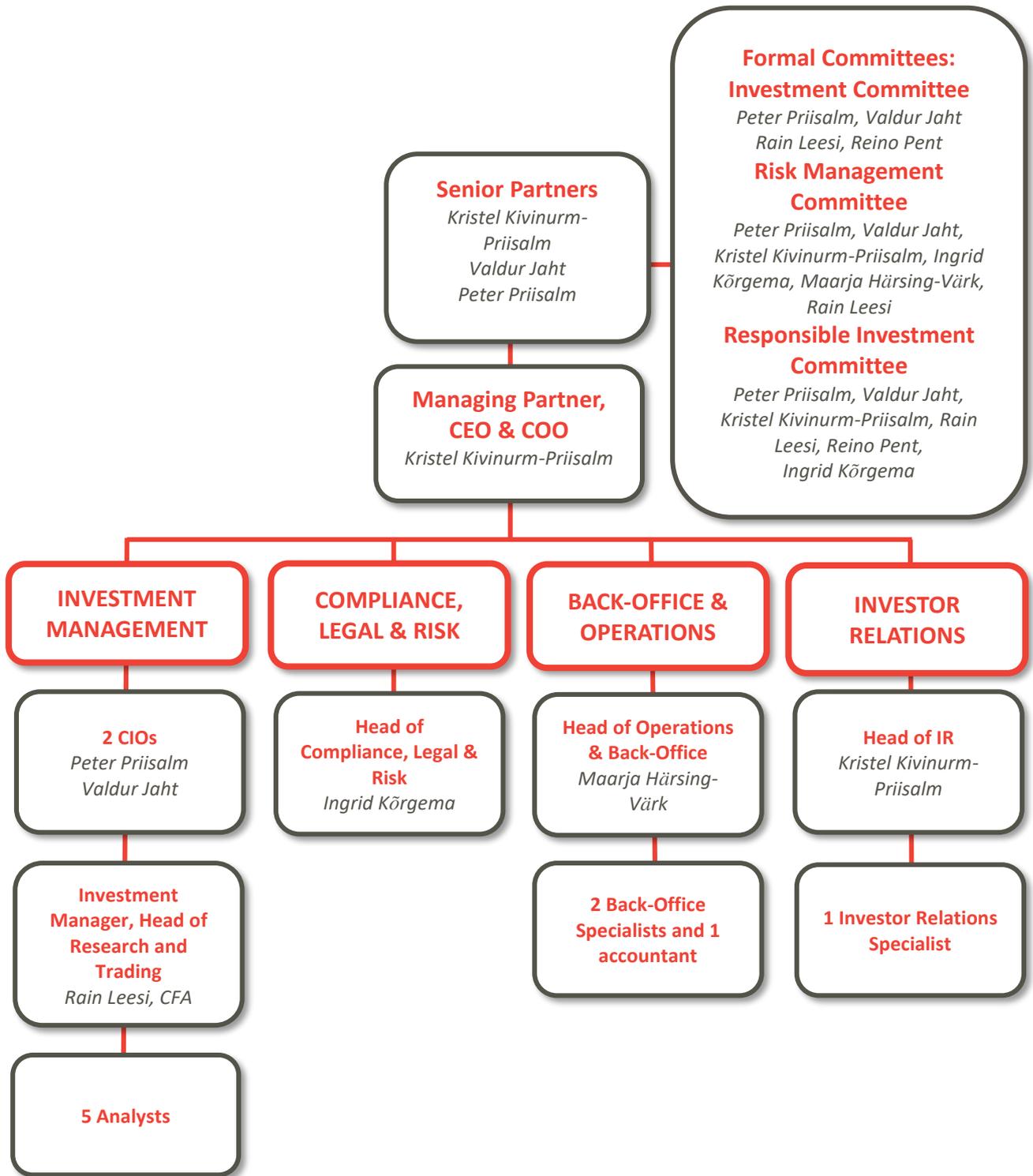


**Over the years we have built strong middle management as well.** Rain Leesi (at Avaron since 2007) acts as the Investment Manager and the Company's Head of Research and Trading and is responsible for the development, training and operations of the research team and trading function. Maarja Härsing-Värk (at Avaron since 2007) acts as Head of Back-Office & Operations and is responsible for day to day operations as well as development of the back-office and operations function. Ingrid Kõrgema (at Avaron since 2020) is the Company's Chief Compliance Officer and Head of Compliance, Legal & Risk. She is responsible for compliance and risk management function of Avaron-run funds and portfolios as well as Avaron group companies.

**Avaron has established three committees to guide its business activities and risk management.**

- ✓ *Investment Committee* is the main body to manage and oversee Avaron's investment funds' and managed accounts' investment decision-making and portfolios' risk management.
- ✓ *Risk Management Committee* performs an oversight function of the risk management, determines the Company's risk appetite and tolerance as well as ensures that risk assessments are performed regularly.
- ✓ *Responsible Investment Committee* steers the implementation of the Responsible Investment Policy framework within the Company.

**Figure 1. Structure of the Company**



### **Risk Management**

Risk Management Committee sets the groundwork for risk management strategy and implementation at the Company. Risk management in Avaron occurs simultaneously on two levels that cover the Company's main day-to-day business risks. One being the management of the operational risks and the other being the risk management of Avaron's investment funds' and managed accounts' portfolios. In both of these functions our goal is to first determine the material risks and then manage these by applying appropriate risk management methods.

The most significant operational risks are related to Avaron's personnel. Due to this we have divided everyday operations into core and non-core activities. Core activities are carried out by Avaron employees while the non-core activities that would create significant personnel related risks or require substantial investments have been, when possible, outsourced to respective professionals. Avaron has outsourced the fund administration, transfer agent and custody functions of investment funds and portfolios to blue chip banking groups, and IT services to a blue chip IT and telecom group. Our core and non-core operational risks are mainly managed through rigorous staff selection and training together with detailed procedural guidelines and policies as well as IT systems. The Company's employees must report all personal interests and financial transactions, including all securities transactions. For trading and investment risk management and operations risk management we have built in-house trade order management system TOM.

### **Main Developments in 2023**

In 2023 we continued to build and fine-tune the Company's business processes and operations with the aim to service our clients better and to further mitigate potential business risks. We continued to support the personal growth of our employees by continuous in-house trainings, involvement of employees into new processes and tasks, and lectures carried out by guest speakers. We also continued to carry out learning sessions whereby employees of different departments introduced job-specific knowledge to other departments with the aim for all to better understand full company activities. For investment team members we continued to support and finance CFA training, a core training to become an outstanding analyst. At present among our analysts we have 3 CFAs at Avaron, one analyst has passed level II and one analyst level I.

In January 2023 we finally started investing the assets of Avaron Emerging Europe Smaller Companies Fund which invests in entrepreneurial fast growing small and mid-cap businesses listed in Emerging Europe ex-Russia region. In October we launched a non-public investment fund Avaron High Yield Bond Fund which invests in high-yield corporate bonds mainly in the Baltics and Scandinavia.

### **Company Financial Results**

Avaron fee income totalled 1.8 million euros (2022: 2.8 million euros) and net fee income 1.6 million euros (2022: 2.2 million euros). The Company's net profit in 2023 was 0.9 million euros (2022: 1.1 million euros). The Company's total assets amount to 5.2 million euros (2022: 5.4 million euros). In 2023 Avaron paid 1.0 million euros as dividends. The financial results during the 5 year period can be found in table 1.

**Table 1.** Avaron's financials

<b>EUR '000</b>	<b>2019</b>	<b>2020</b>	<b>2021</b>	<b>2022</b>	<b>2023</b>
Fee income	2,231	2,505	3,680	2,820	1,776
Net fee income	1,593	1,821	2,697	2,210	1,555
Expenses	810	881	808	763	823
Net profit	860	938	1,885	1,063	863
Owners Equity	3,168	3,369	4,645	4,084	4,665

4 April 2024



Kristel Kivinurm-Priisalm  
Member of the Management Board

## MANAGEMENT BOARD DECLARATION

The Management Board is declaring its responsibility for the preparation of the annual accounts of AS Avaron Asset Management for the financial year ended on 31 December 2023.

The annual accounts are prepared according to the Accounting Principles Generally Accepted in Estonia, and present a true and fair view of the financial position, economic performance and cash flows of AS Avaron Asset Management.

Preparation of the annual accounts according to the Accounting Principles Generally Accepted in Estonia assumes the Management Board to make estimates on the assets and liabilities of AS Avaron Asset Management as of the reporting date, and on income and expenses for the reporting period. These estimates are based on up-to-date information about the state of AS Avaron Asset Management and consider the plans and risks as of the annual accounts' preparation date. The ultimate outcome of the business transactions recorded may differ from those estimates.

The annual accounts reflect those significant circumstances that have an effect on the valuation of assets and liabilities until the preparation date of the annual accounts, 4 April 2024.

The Management Board considers AS Avaron Asset Management to carry its activities as a going concern.

<b>Name</b>	<b>Position</b>	<b>Signature</b>	<b>Date</b>
Kristel Kivinurm-Priisalm	Member of the Management Board	/Signed digitally/	4 April 2024
Valdur Jaht	Member of the Management Board	/Signed digitally/	4 April 2024

**FINANCIAL STATEMENTS****BALANCE SHEET**

EUR '000	Note	31/12/2023	31/12/2022
<b>ASSETS</b>			
Cash and cash equivalents	2	837	4,882
<b>Receivables and prepayments</b>			
Trade receivables		675	324
Tax prepayments and receivables		23	21
Other receivables and prepayments	5	168	52
<b>Total receivables and prepayments</b>		<b>866</b>	<b>397</b>
<b>Financial investments</b>			
Term deposits	3	1,500	-
Bonds	3	709	-
Units of own investment funds	3; 14	1,310	125
<b>Total financial investments</b>		<b>3,519</b>	<b>125</b>
Tangible assets	4	9	13
<b>TOTAL ASSETS</b>		<b>5,231</b>	<b>5,417</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY</b>			
<b>Payables and prepayments</b>			
Payable to employees	7	291	356
Tax payables	6	37	189
Other liabilities	8	238	788
<b>Total payables and prepayments</b>		<b>566</b>	<b>1,333</b>
<b>Shareholders' equity</b>			
Share capital in nominal value	11	272	272
Statutory legal reserve		27	27
Retained earnings	10	3,503	2,722
Profit for the financial year	10	863	1,063
<b>TOTAL SHAREHOLDERS' EQUITY</b>		<b>4,665</b>	<b>4,084</b>
<b>TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY</b>		<b>5,231</b>	<b>5,417</b>

## INCOME STATEMENT

EUR '000	Note	2023	2022
Fee income	12	1,776	2,820
Fee expense	12	221	610
<b>Net fee income</b>		<b>1,555</b>	<b>2,210</b>
<b>Financial income and expenses</b>			
Interest income		86	58
Interest expense		-42	-11
Change in value of financial investments		74	-169
Other financial income		-	62
<b>Net financial income</b>		<b>118</b>	<b>-60</b>
<b>Operating expenses</b>			
Wages and salaries	13	435	481
Social tax and unemployment insurance contribution expenses	13	162	185
Miscellaneous operating expenses		219	88
<b>Total operating expenses</b>		<b>816</b>	<b>754</b>
Depreciation and impairment of tangible assets	4	7	9
<b>Profit before income tax</b>		<b>850</b>	<b>1,387</b>
Income tax		-13	324
<b>Profit for the financial year</b>		<b>863</b>	<b>1,063</b>

## STATEMENT OF CASH FLOW

EUR '000	Note	2023	2022
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>			
<b>Profit for the financial year</b>		<b>863</b>	<b>1,063</b>
Adjustments:			
Depreciation and impairment of tangible assets	4	7	9
Interest income/-expense		-44	-46
Change in value of financial investments		-74	169
Other financial income		-	-62
Income tax		-13	324
Change in receivables and prepayments made		-470	240
Change in liabilities and prepayments collected		40	-166
<b>Total cash flow from operating activities</b>		<b>309</b>	<b>1,531</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>			
Acquisition of financial instruments		-3,385	-520
Sale of financial instruments		65	1,577
Acquisition of tangible assets	4	-3	-6
Loans given	14	-	-630
Repayment of loans given	14	-	630
Interest received		86	58
<b>Total cash flow from investing activities</b>		<b>-3,237</b>	<b>1,109</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>			
Dividends paid		-961	-945
Income tax paid		-156	-154
<b>Total cash flow from financing activities</b>		<b>-1,117</b>	<b>-1,099</b>
<b>Total cash flow</b>		<b>-4,045</b>	<b>1,541</b>
<b>Cash and cash equivalents at beginning of period</b>		<b>4,882</b>	<b>3,341</b>
<b>Cash and cash equivalents at end of period</b>	2	<b>837</b>	<b>4,882</b>

## STATEMENT OF CHANGES IN EQUITY

EUR '000	Share capital	Share premium	Treasury shares	Statutory reserve capital	Retained earnings	Profit for the financial year	Total equity
<b>31/12/2021</b>	<b>272</b>	-	-	<b>27</b>	<b>2,461</b>	<b>1,885</b>	<b>4,645</b>
Distribution of profit	-	-	-	-	1,885	-1,885	-
Distributed dividends	-	-	-	-	-1,624	-	-1,624
Profit for the financial year	-	-	-	-	-	1,063	1,063
<b>31/12/2022</b>	<b>272</b>	-	-	<b>27</b>	<b>2,722</b>	<b>1,063</b>	<b>4,084</b>
Distribution of profit	-	-	-	-	1,063	-1,063	-
Distributed dividends	-	-	-	-	-282	-	-282
Profit for the financial year	-	-	-	-	-	863	863
<b>31/12/2023</b>	<b>272</b>	-	-	<b>27</b>	<b>3,503</b>	<b>863</b>	<b>4,665</b>

Additional information on the share capital has been provided in Note 11.

## NOTES TO THE ANNUAL ACCOUNTS

### NOTE 1. ACCOUNTING POLICIES

The annual accounts of AS Avaron Asset Management for the financial year 2023 have been prepared according to the Investment Funds Act as supplemented by the Regulations by the Minister of Finance, and the Accounting Principles Generally Accepted in Estonia. The requirements of the Accounting Principles Generally Accepted in Estonia comply with the internationally acknowledged accounting and reporting principles, and are stipulated in the Estonian Accounting Act, which is supplemented by the guidelines issued by the Estonian Accounting Standards Board. In accordance with Section 12-13 and 26-27 of Guideline No 2 of the Estonian Accounting Standards Board, the Company has adopted specially modified scheme of Income Statement and Balance Sheet that are better suited for presenting the operations of the Company as a fund management company. The Regulation of the Minister of Finance No 12 dated 5 February 2017 "Fund management company's Financial Supervisory Authority reports bases for preparations and presentation, and the requirements for reporting the fund management company's own funds" was adopted for the financial year 2020.

The annual accounts have been prepared in thousands of EUR unless indicated differently. The annual accounts have been prepared on the historical cost basis, except for the revaluation of certain properties and financial instruments that have been accounted for at fair value.

The principal accounting policies adopted are presented below.

#### Foreign currency transactions

Foreign currency transactions are recorded at the rates of exchange quoted by the European Central Bank (hereafter: "ECB") at the transaction date. Foreign currency monetary items and those non-monetary items that are carried at fair value are retranslated into EUR at the official foreign currency exchange rates prevailing on the reporting date. Non-monetary items, which are not carried at fair value (i.e. prepayments and tangible assets), are not retranslated; instead, foreign currency exchange rates prevailing on the transaction date are used. Gains and losses from foreign currency transactions are recorded in the income statement on net basis.

#### Financial assets and financial liabilities

Cash, contractual rights to receive cash or other financial assets (i.e. trade receivables) from third parties, equity instruments of other entities and contractual rights to exchange financial assets with third parties under the conditions that are potentially favourable to the Company, are considered to be financial assets. Contractual obligations to deliver cash or other financial assets to third parties and contractual obligations to exchange financial assets with third parties under the conditions that are potentially unfavourable to the Company are considered to be financial liabilities.

Financial assets and liabilities are initially measured at cost, which is the fair value of consideration given or received to acquire the financial asset or liability. Initial cost of all financial assets and liabilities include direct transaction costs.

A regular purchase or sale of financial assets is recognised on value date. If the reporting date is between trade date and value date of a transaction, the change in value between the trade date and the reporting date shall be recognised as the accounting period's profit or loss. Depending on their category, financial assets and liabilities are subsequently measured at fair value, cost or amortized cost.

Financial instruments carried at fair value are re-valued on each reporting date. Change in fair value of financial assets and liabilities that are acquired for trading, as well as derivatives are recognised in the

income statement for the period. Changes in the value of other financial assets accounted for at fair value are recognised directly in equity as a revaluation reserve.

The amortized cost of a financial instrument is the amount at which it is measured at initial recognition, discounted using the effective interest method less principal repayments and any reduction for impairment or uncollectibility.

Financial assets are derecognised when the Company loses the right to the cash flows arising from the financial asset or transfers the cash flows derived from the financial asset and most risks and rewards of ownership of the financial asset to a third party. Financial liabilities are derecognised when the obligation under the liability is discharged, cancelled or expired.

### **Trade receivables**

Current and non-current trade receivables are recorded at amortized cost, i.e. at their net present value, from which doubtful accounts are deducted.

Trade receivables, which partly or fully are not expected to be collected, are expensed and reported in the income statement as "Miscellaneous operating expenses". Receivables, collection of which is not feasible or economically justified, are considered to be non-collectible and written-off from the balance sheet.

### **Tangible assets**

Assets held for use in the supply of services or for administrative purposes, with useful life of over one year and with a minimum value EUR 640 are considered to be tangible assets. Tangible assets are recorded at cost, which comprises purchase price and other directly attributable expenditures.

Depreciation is calculated on the straight-line method. Depreciation rates are assigned separately to each tangible asset or its separately identifiable component depending on its estimated useful life as follows:

- IT equipment – 30% per annum,
- Office equipment – 30% per annum,
- Furniture – 25% per annum,
- Other equipment – 25% per annum.

Improvements to tangible assets are capitalised if they comply with the definition of a tangible asset and the criteria for recognizing an asset on the balance sheet, including the participation of these costs in generating future economic benefits. Maintenance and repairs are expensed when incurred.

### **Impairment of assets**

At each reporting date, it is reviewed whether there is any indication that assets are impaired. If the management board of the Company detects any indication that the value of an asset may have declined below its carrying amount, impairment test is carried out.

### **Financial assets**

Impairment of individually significant financial assets is assessed separately for each asset. Impairment of financial assets that are not individually significant and for which there are no objective evidence of impairment, are assessed in aggregate.

If there is any objective evidence that a financial asset is impaired, financial assets carried at amortized cost are written down to their net present value of the estimated future cash inflows (discounted with the effective interest rate of the financial asset determined at recognition). Impairment of a financial asset is recognized as expense in the income statement for the financial year.

If the value of financial assets carried at amortized cost increases in subsequent periods, the previously recognized impairment loss is reversed up to the amount which is lower from both the following:

- net present value of expected future cash inflows from the financial asset,
- carrying amount measured at amortized cost as if no impairment loss had been recognized.

The amount of the reversal of impairment losses are recognized in the income statement for the financial year on the same expense account as a reverse entry.

### **Tangible assets**

The recoverable amount of a tangible asset recognized at cost is estimated to conduct the impairment test. If it is not possible to estimate the recoverable amount of an individual asset, the recoverable amount of a cash-generating unit to which the asset belongs, is determined.

The recoverable amount is the higher of the asset's net selling price and asset's value in use. In assessing the value in use, the estimated future cash flows from continuous use and subsequent disposal are discounted to their present value using a discount rate that reflects expected return on similar investments.

If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. The impairment loss is recognized in the income statement as "Change in value of tangible assets" when incurred.

The Company assesses at each reporting date whether there are any indications that the recoverable amount of an impaired asset has increased by performing an impairment test. If it appears as a result of the impairment test, that the recoverable amount has increased and the previously recognized impairment loss is no longer justified, the carrying amount is increased. The reversal should not result in a carrying amount exceeding the amortized cost if no impairment had been recognized.

The amount of the reversal of impairment loss is recognized in the income statement as "Change in value of tangible assets" for the financial year on the same expense account as a reverse entry.

### **Liabilities and obligations**

All known liabilities that can be reliably measured and the realisation of which is probable are recognised in the balance sheet as liabilities. All financial liabilities are measured at amortised cost in the balance sheet, except for derivatives with a negative fair value that are measured at fair value.

Other liabilities the realisation of which is dependent on the fulfilment of certain conditions are disclosed in the notes to the annual accounts as contingent liabilities.

Holiday pay has been expensed in the period when the obligation was due, i.e. when an employee becomes entitled to demand paid holiday. Bonuses to employees have been expensed in the period for which the bonuses are payable. The creation of a provision for holiday pay and bonuses together with the applicable social tax and unemployment insurance tax or the relevant change in the provision is recognized as an expense in the income statement and as a liability on the balance sheet.

### **Reserves**

The statutory legal reserve is recorded according to the requirements of the Commercial Code and comprises distributions made out of the net profit. The annual contribution must amount to at least 1/20 of the net profit for the financial year until the statutory legal reserve equals at least 1/10 of the share capital amount.

### **Revenue recognition**

Revenue is measured at the fair value of the consideration received or receivable, i.e. representing the amounts receivable for the services provided. Fee income is recognised in the period when the service was provided, provided that the collection of the relevant receivables is probable, and income and expenses incurred in respect of the transaction can be measured reliably. The revenues have been received for services provided in the Republic of Estonia.

Interest income is recognised on accrual basis.

Fee income includes fund management fees, subscription and redemption fees, fees from managing discretionary securities portfolios, investment advisory fees and fees for providing services in to third-party funds under outsourcing agreements.

Fee expense includes expenses directly related to earning fee income, i.e. rebates of fund management and other service fees, fees payable for the services of credit institutions and registrars, and other fee expense directly related to providing the Company's main services.

### **Leases**

Assets held under operating lease are not reported on the balance sheet. Rentals payable under operating leases are charged to the income statement on a straight-line basis over the term of the relevant lease, irrespectively from disbursements.

### **Cash and cash flows**

Cash in the cash flow statement includes cash at hand, demand deposits and other deposits with credit institutions (with remaining term up to 3 months).

Cash flows from operating activities are reported using the indirect method. Cash flows from investing and financing activities are reported based on gross receipts and disbursements made during the financial year.

### **Equity instruments**

Equity instruments are recognised after the entity has issued these instruments and the other party has a contractual obligation to pay for them. Equity instruments are recorded at the fair value of proceeds received or receivable less issuance costs. If the fair value of proceeds receivable differs from the nominal value of issued equity instruments, the positive difference will be recorded in the item "Share premium" and the negative difference as a reduction of "Share premium" in case it has a positive balance, otherwise in the item "Retained earnings".

**NOTE 2. CASH AND CASH EQUIVALENTS****Original currency, '000**

	<b>31/12/2023</b>	<b>Exchange rate of the ECB's used</b>	<b>Value in EUR</b>	<b>% of Cash, converted</b>
Current account EUR	46	1	46	6%
Current account PLN	17	4.3395	4	0%
Overnight deposit USD	158	1.105	143	17%
Overnight deposit EUR	644	1	644	77%
<b>Total</b>			<b>837</b>	<b>100%</b>

	<b>31/12/2022</b>	<b>Exchange rate of the ECB's used</b>	<b>Value in EUR</b>	<b>% of Cash, converted</b>
Current account EUR	4,849	1	4,849	99%
Current account USD	26	1.0666	25	1%
Current account PLN	39	4.6808	8	0%
<b>Total</b>			<b>4,882</b>	<b>100%</b>

**NOTE 3. FINANCIAL ASSETS****Financial assets at fair value****EUR '000**

	<b>Units of own investment funds</b>	<b>Bonds</b>	<b>Term deposits</b>	<b>Total</b>
<b>31/12/2021</b>	<b>452</b>	<b>899</b>	<b>0</b>	<b>1,349</b>
Purchase of investments	125	395	-	520
Sale or redemption of investments	-405	-1,189	-	-1,594
Gain/loss from sales or revaluation of investments	-47	-105	-	-152
<b>31/12/2022</b>	<b>125</b>	<b>0</b>	<b>0</b>	<b>125</b>
Purchase of investments	1,136	750	7,836	9,722
Sale or redemption of investments	0	-65	-6,336	-6,401
Gain/loss from sales or revaluation of investments	50	24	0	74
<b>31/12/2023</b>	<b>1,310</b>	<b>709</b>	<b>1,500</b>	<b>3,519</b>

Fund units are recorded in the net value.

In 2023, purchase and sale transactions with bonds have been made at the market price.

**NOTE 4. TANGIBLE ASSETS**

EUR '000	IT and office equipment	Furniture and other equipment	Total
<b>Acquisition cost</b>			
<b>31/12/2022</b>	<b>48</b>	<b>71</b>	<b>119</b>
Addition	3	-	3
Write off	- 1	-	- 1
<b>31/12/2023</b>	<b>50</b>	<b>71</b>	<b>121</b>
<b>Accumulated depreciation</b>			
<b>31/12/2022</b>	<b>35</b>	<b>70</b>	<b>105</b>
Depreciation charge and impairment for the year	7	-	7
Accumulated depreciation of written off tangible	- 1	-	- 1
<b>31/12/2023</b>	<b>41</b>	<b>70</b>	<b>111</b>
<b>Net book value</b>			
<b>31/12/2022</b>	<b>13</b>	<b>1</b>	<b>14</b>
<b>31/12/2023</b>	<b>9</b>	<b>1</b>	<b>10</b>

**NOTE 5. ACCRUED INCOME AND PREPAID EXPENSES**

EUR '000	31/12/2023	31/12/2022
Other prepaid expenses	32	13
Other receivables	136	37
Receivables from employees	0	2
<b>Total</b>	<b>168</b>	<b>52</b>

**NOTE 6. TAX PAYABLES**

EUR '000	31/12/2023	31/12/2022
Corporate income tax	-	164
Social tax	15	17
Personal income tax withheld	6	7
Unemployment insurance payables	1	1
Pension payables	1	1
Value added tax	14	-1
<b>Total</b>	<b>37</b>	<b>189</b>

**NOTE 7. PAYABLE TO EMPLOYEES**

EUR '000	31/12/2023	31/12/2022
Accrued salaries and wages	17	21
Provisions for bonuses	256	321
Vacation reserve	17	13
Other liabilities to employees	1	1
<b>Total</b>	<b>291</b>	<b>356</b>

83 thousand euros from "Provisions for bonuses" are classified as short-term liability with maturity 31 December 2024 and 173 thousand euros as long-term with maturity 31 December 2025.

**NOTE 8. OTHER LIABILITIES**

EUR '000	31/12/2023	31/12/2022
Trade payables	141	77
Accrued expenses payable	97	57
Dividend payable	-	654
<b>Total</b>	<b>238</b>	<b>788</b>

Information on dividend payable can be found in Note 14.

**NOTE 9. OPERATION LEASE**

The Company is renting an office space on the conditions of an operating lease. Future expenses from operating leases are as follows:

EUR '000	31/12/2023	31/12/2022
Less than 1 year	13	13
<b>Total payments from non-cancellable operating leases</b>	<b>13</b>	<b>13</b>

Operating lease expense amounted to EUR 28 thousand (2022: EUR 32 thousand).

**NOTE 10. CONTINGENT INCOME TAX ON DIVIDENDS AND OTHER DISTRIBUTIONS OF NET PROFIT**

According to the effective Estonian Income Tax Act the accrued profit of a resident legal entity is not subject to corporate income tax, instead the tax is due on dividends and other distribution of profits as well as other payments made out of the equity of the legal entity that exceed the monetary and non-monetary contributions to the entity's share capital. Based on the effective law, resident legal entities are liable to pay income tax on all profit distributions paid out as dividends or in another form with a tax rate of 20/80 on the actual dividends paid. From 2019 onwards, a lower tax rate of up to 14/86 for companies making regular profit distributions will become available according to the effective Estonian Income Tax Act.

The contingent tax liability that may occur if all distributable retained earnings should be paid out or if the share capital would be reduced is not reported in the balance sheet. The income tax due on dividend

distribution is expensed in the income statement when dividends are declared or when other payments reducing the share capital are made. The Company has not executed any bonus issues of shares that would affect the size of income tax in case the Company decided to reduce share capital.

The Company's distributable retained earnings amounted to EUR 4,366 thousand as of 31 December 2023 (as of 31 December 2022: EUR 3,785 thousand). Consequently, the maximum possible tax liability which would become payable if retained earnings in gross were fully distributed is EUR 814 thousand (2022: EUR 699 thousand).

## NOTE 11. SHARE CAPITAL

The Company's share capital amounted to EUR 271,447.20 as of 31 December 2023 (as of 31 December 2022: EUR 271,447.20), comprising of 3,501 ordinary shares and 747 preferred shares with nominal value of EUR 63.90 per share.

The Company has an option to repurchase the preferred shares from the shareholder, exercisable at any time at the discretion of the Company. The shareholder may request that the Company exercises the repurchase option of the preferred shares to ensure commitments. The preferred shares can be pledged and grant a dividend in the amount of at least 0.5% of the nominal value of the share.

The shareholders of the Company are as follows:

	Number of shares	Share type	Equity stake	Voting power
OÜ Princo Investeeringud (reg no 16848011)	2,334	Common share	54.94%	+
OÜ Venatio (reg no 16848028)	1,167	Common share	27.47%	+
Rain Leesi	291	Preferred share	6.85%	-
Piotr Jurga	249	Preferred share	5.86%	-
Reino Pent	207	Preferred share	4.88%	-
<b>Total</b>	<b>4,248</b>		<b>100.00%</b>	

Additional information on paid up capital instruments in the statement of own funds can be found in Note 15.

## NOTE 12. FEE INCOME

EUR '000	2023	2022
<b>Fee income</b>		
Investment funds management fee	1,754	2,810
Portfolio management services and investment advisory services	22	10
<b>Total fee income</b>	<b>1,776</b>	<b>2,820</b>
<b>Fee expense</b>		
Other distribution and related fees	221	610
<b>Total fee expense</b>	<b>221</b>	<b>610</b>

## NOTE 13. WAGES AND SALARIES

The remuneration principles of all Avaron employees including investment managers and risk-takers are set in the Company's Remuneration Policy. The remuneration of Avaron employees consists of fixed and variable remuneration. The total remuneration is based on local labour market conditions, and is designed so as to achieve a reasonable balance between the fixed and variable components of the salary.

Avaron employees receive a fixed salary, which reflects relevant professional experience and organisational responsibility as set out in the employee's job description. Variable remuneration depends on the performance of the employee, the business unit concerned and Avaron's overall results. The assessment of the performance is set in a three-year framework, to ensure, that the assessment process is based on longer-term performance taking into account the business cycle of the Company and its business risks. After awarding a bonus to the employees the Company has a three-year period during which it has the right to reduce the bonus, stop the payments of the announced bonus or even require partial or full repayment. The full Remuneration Policy of AS Avaron Asset Management can be downloaded here [www.avaron.com/documents](http://www.avaron.com/documents).

The Company employed, on average, 15 specialists in 2023 (2022: 19 specialists). Members of the Management Board did not receive extra remuneration for participating in the work of the managing bodies. Independent members of the Supervisory Board did not receive any payment with applicable social tax in the financial year 2023 and EUR 3 thousand in 2022 (Note 14). Total remuneration amounted to:

EUR '000	2023	2022
Wages and salaries	435	481
Social tax and unemployment insurance contributions	162	185
<b>Total</b>	<b>597</b>	<b>666</b>
incl. bonus program cost with applicable taxes	76	81

## NOTE 14. TRANSACTIONS WITH RELATED PARTIES

Parties are considered related if one party is controlled by another, or one party has significant influence over another, including the parent company and other group companies, managed investment funds, shareholders, the members of the Supervisory Board and the Management Board, their families and the companies in which they hold majority interest or have significant influence.

As of the end of the report period, OÜ Princo Investeeringud owns 54.94% of the Company's common shares. Additional information can be found in Note 11 regarding the issuance of preferred shares and list of shareholders.

The transactions with related parties were as follows:

<b>EUR '000</b>	<b>2023</b>	<b>2022</b>
<b>Parent company</b>		
Interest income	-	1
Fees paid	-	559
Loans given	-	630
Repayment of loans given	-	-630
Costs paid for other legal entities	3	10
Shares, bonds, units sold	-	1,516
<b>Beneficiaries, executive and non-executive management and the related legal entities</b>		
Shares, bonds, units bought	1,136	125
Shares, bonds, units sold	-	407
Management fees, performance fees, subscription and redemption fees of Avaron Estonia domiciled investment funds	1,112	766
Distribution fees and related fees for the management of funds and discretionary portfolios	12	9
Payments to members of management and control bodies, incl. social taxes	-	3
Other payments to members of management and control bodies, incl. social taxes	82	35
<b>Total</b>	<b>2,345</b>	<b>3,431</b>

Avaron is entitled to earn performance fees if we outperform the set benchmark. Performance fee rates and terms can be found in the respective fund's prospectus and are also available on our webpage.

Information on payments to members of management and control bodies can be found in Note 13. Other payments to members of management and control bodies are included in Note 13 under wages and salaries expense.

The balances outstanding with related parties were as follows:

<b>EUR '000</b>	<b>Note</b>	<b>31/12/2023</b>	<b>31/12/2022</b>
<b>Parent company</b>			
Dividend payables (present value)	<b>8</b>	-	654
<b>Beneficiaries, executive and non-executive management and the related legal entities</b>			
Units of Avaron Flexible Strategies Fund	<b>3</b>	143	-
Shares of Avaron Emerging Europe Smaller Companies Fund	<b>3</b>	146	125
Units of Avaron Bond Fund	<b>3</b>	1,021	-
Accounts receivable		17	2
Receivables from Avaron Estonia domiciled investment funds		501	292
Supplier payables and customer prepayments		5	37
Potential future payments to members of management and control bodies, incl. social taxes		141	189
<b>TOTAL</b>		<b>1,973</b>	<b>1,299</b>

As of 31 December 2023 there are no loan receivables.

**NOTE 15. STATEMENT OF OWN FUNDS****EUR '000**

	<b>Note</b>	<b>31/12/2023</b>	<b>31/12/2022</b>
<b>Own funds section</b>			
Own funds		3,754	2,972
Tier 1 capital		3,754	2,972
Common equity Tier 1 capital		3,754	2,972
Capital instruments eligible as CET 1 capital		224	224
Paid up capital instruments	11	224	224
Retained earnings		3,503	2,722
Other reserves		27	27
<b>Minimum net own funds section</b>			
Own funds		3,754	2,972
Minimum net own funds		191	220
Minimum own funds according to minimum amount of share capital		125	125
Minimum own funds according to fixed overheads		191	220
Excess of own funds (+)		3,563	2,752

## SIGNATURES OF MANAGEMENT BOARD

### To the Annual Report for the financial year ended on 31 December 2023

On 4 April 2024, the Management Board prepared the management report and the annual accounts of AS Avaron Asset Management together with the Management Board's proposal for profit distribution and the sworn auditor's report for the financial year ended 31 December 2023, and has presented them to the sole shareholder for approval.

By signing the annual report, all members of the Management Board validate the fair presentation of the annual report.

Name	Position	Signature	Date
Kristel Kivinurm-Priisalm	Member of the Management Board	/Signed digitally/	4 April 2024
Valdur Jaht	Member of the Management Board	/Signed digitally/	4 April 2024



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## **Independent Auditors' Report**

*(Translation of the Estonian original)*

To the shareholders of AS Avaron Asset Management

### **Opinion**

We have audited the financial statements of AS Avaron Asset Management (the Company), which comprise the balance sheet as at 31 December 2023, the income statement, the statements of cash flows and changes in equity for the year then ended, and notes, comprising significant accounting policies and other explanatory information.

In our opinion, the financial statements presented on pages from 14 to 29 present fairly, in all material respects, the financial position of the Company as at 31 December 2023, and its financial performance and its cash flows for the year then ended in accordance with the Estonian financial reporting standard.

### **Basis for Opinion**

We conducted our audit in accordance with International Standards on Auditing (Estonia). 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 Company in accordance with the Code of Ethics for Professional Accountants (Estonia) (including Independence Standards) 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.

### **Other Information**

Management is responsible for the other information. The other information comprises the management report, but does not include the financial statements and our auditors' report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, 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 audit, or otherwise appears to be materially misstated. 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.

### **Responsibilities of Management and Those Charged with Governance for the Financial Statements**

Management is responsible for the preparation and fair presentation of the financial statements in accordance with the Estonian financial reporting standard, and for such internal control as management determines 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, management is responsible for assessing the 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 management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

### **Auditors' Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' 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 International Standards on Auditing (Estonia) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.



As part of an audit in accordance with Standards on Auditing (Estonia), we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

KPMG Baltics OÜ  
Licence No 17

/digitally signed/

Eero Kaup  
Certified Public Accountant, Licence No. 459

Tallinn, 04.04.2024

## PROPOSAL FOR DISTRIBUTION OF PROFIT

The Management Board of AS Avaron Asset Management proposes to distribute the net profit for the financial year ended on 31 December 2023 of EUR 863 thousand as follows:

To allocate to:

dividends

EUR 863thousand

4 April 2024

/Signed digitally/

Kristel Kivinurm-Priisalm  
Member of the Management Board

**DIVISION OF REVENUES IN ACCORDANCE WITH EMTAK CLASSIFICATION STANDARD**

The revenues (fee income) of AS Avaron Asset Management were divided in accordance with EMTAK classification standard as follows:

<b>EUR '000</b>	<b>2023</b>	<b>2022</b>
66301 Management of investment funds	1,754	2,810
66199 Portfolio management services and investment advisory services	22	10
<b>Total</b>	<b>1,776</b>	<b>2,820</b>