Société d'investissement à capital variable (SICAV) Reserved alternative investment fund (RAIF) Société en commandite par actions (S.C.A.)

Annual report including audited financial statements for the year ended December 31, 2022

## **Table of contents**

| Organisation of the SICAV                                  |    |
|--|----|
| General information  |    |
| General Partner's report                                   | 4  |
| Audit report   | 7  |
| Financial statements                                       |    |
| Statement of net assets                                    | 10 |
| Statement of operations and changes in net assets          | 11 |
| Number of shares outstanding and net asset value per share | 13 |
| Notes to the financial statements                          | 14 |
| Supplementary Information (Unaudited)                      | 24 |

### Organisation of the SICAV

Registered Office 26, Boulevard Royal, L-2449 Luxembourg, (as from April 1, 2022)

Grand Duchy of Luxembourg

General Partner Everest Fund Management

26, Boulevard Royal, L-2449 Luxembourg, (as from April 1, 2022)

Grand Duchy of Luxembourg

Members of the Board of Managers

of the General Partner

Members Mr Bernd von Manteuffel

Mr Christophe Nadal

**Alternative Investment Fund Manager** 

(AIFM)

Fuchs Asset Management S.A.

47/49 Boulevard Prince Henri, L-1724 Luxembourg,

Grand Duchy of Luxembourg

Depositary and Central Administration Agent

**EFG Bank (Luxembourg) S.A.,** 56, Grand-Rue, L-1660 Luxembourg,

Grand Duchy of Luxembourg

Auditor Ernst & Young S.A.

Ernst & Young S.A., 35E, Avenue John F. Kennedy, L-1855 Luxembourg,

Grand Duchy of Luxembourg

Legal Advisor as To Luxembourg

Law

Van Campen Liem, Luxembourg 2, rue Dicks, L-1417 Luxembourg, Grand Duchy of Luxembourg

### **General information**

The financial year of the Fund starts on the 1st of January of each year and ends on December 31 of the same year.

No subscription can be received on the basis of financial reports. Subscriptions are only valid if made on the basis of the current Prospectus.

# ACTIVITY REPORT OF EVEREST ONE, SICAV-FIAR FOR THE YEAR ENDED DECEMBER 31, 2022

Dear Investors,

The Managers (the "Managers") of Everest Fund Management (the "General Partner") are pleased to present you their Activity Report and the audited financial statements of Everest One (the "Fund") for the year ended December 31, 2022 (the "Financial Year").

#### MACROECONOMIC ENVIRONMENT AND MARKET TRENDS

The German real estate market experienced a distinct year in 2022, characterized by a significant slowdown after the first half. Challenges stemming from various factors, including the conflict in Ukraine, elevated inflation levels, the upward trend of interest rates, persistent supply issues, and an overarching economic deceleration, collectively exerted substantial pressures on the German property market.

Despite adverse economic conditions, the German economy exhibited expansion in the first three quarters, followed by a slight dip in the fourth quarter, culminating in an annual GDP growth rate of 1.8% for the year 2022. This marked a decrease compared to the 2.7% growth rate witnessed in 2021. Notable disparities in changes were observed across various sectors of the economy. Specific service sectors benefited advantages due to a "catch-up" phenomenon following the relaxation of nearly all COVID-19 restrictions. Notably, experts highlighted a remarkable surge of 6.3% in other service categories, which encompass creative and entertainment domains. Sectors such as transportation, accommodation, and food services also reaped benefits from the easing of restrictions.<sup>2</sup>

On the other hand, the construction industry presented several challenges arising from scarcities in both raw materials and skilled labor, along with inflated construction costs and stricter financing conditions. These factors collectively contributed to a significant contraction of 2.3% in the gross value added within the sector. In addition, the annual turnover, adjusted for inflation and associated with building completion work, experienced a decline of 4.8% when compared to the figures reported in 2021. However, in nominal terms, the turnover displayed a substantial uptick of 10.8%, primarily attributable to a noteworthy escalation in construction prices. Regarding employment, the sector saw a modest year-on-year (YoY) increase of 0.8% in the count of personnel employed.

The German real estate investment market concluded 2022 with a total real estate transaction volume of EUR 66 billion. This represented a significant 41% decrease YoY, but notably, it remained consistent with the market's 10-year average. It's important to highlight that in 2021, the total transaction volume had reached a record high of EUR 111 billion. Approximately one-third (33%) of the entire transaction volume was directed towards investments in office spaces. This led to an 8% increase compared to the previous year, making office spaces the dominant segment within real estate classes. The living sector (i.e., residential properties, student housing and nursing homes) accounted for approximately 22% of the total transactions but experienced a significant 25% decrease compared to the previous year. The retail segment concluded with a 14% transaction share, marking a 6% increase YoY. This improvement in the retail segment is a notable change after the pandemic crisis, ending the trend of continuously declining rents observed over recent years. However, it's important to note that the conflict in Ukraine has led to higher energy costs, which have had a negative impact on the purchasing power of

<sup>&</sup>lt;sup>1</sup>Source : Bundesbank.de <sup>2</sup> Source: Destatis.Be

households. Logistic and industrial properties also accounted for 14% of the transaction share, showing a 6% increase YoY.<sup>3</sup>

Detailed analyses of the German market by regions are carried out and updated regularly by the investment team. The investment team strongly believes that real estate assets offering stable rental income are of interest considering the risk aversion of certain investors given the actual market conditions. The team also pursues their investment strategy by looking for attractive investment opportunities with strong appreciation potential in terms of rent increase and asset valuation in regions outside the metropolitan areas, more particularly in eastern Germany, where conveniently located specialist retail and local supply centers, supermarkets and discounters with tenants with strong credit ratings can be found.

The investments underlying this financial product do not take into account the EU criteria for environmentally sustainable economic activities

#### **INVESTMENT ACTIVITY IN 2022**

The main objective of the Fund is to build up a real estate portfolio in Germany, mainly consisting of commercial and office buildings. The Fund may also invest opportunistically in hotels, healthcare facility and residential properties.

The year 2022 was highlighted by the dynamism of investment with the acquisition of the five real estate assets as follows:

**Weisswasser** consists of a retail park located in Weisswasser (Germany). The total surface area of the real estate including the parking lots amounts to 13.038 sqm. The property is rented by tenants from different sectors such as supermarket and retail stores.

**Zweibrucken** consists of a retail park located in Zweibrücken (Germany). The total surface area of the real estate represents 10.831 sqm of floorspace. The property is rented by tenants from different sectors such as medical practitioners and retail stores.

**Portfolio Ober-Mörlen/Michelstadt** consists of two retail parks located in Ober-Môrlen and Michelstadt (Germany). The combined total surface of the real estate represents 6.092 sqm of floorspace. The real estate is rented by tenants from different sectors such as supermarket and retail stores.

**Bad Homburg investment** consists of a property located in Bad Homburg (Germany) mainly comprising 21.273 sqm of office space.

These five additional acquisitions, together with the existing investments resulted in a portfolio of real assets held by the Fund valued at EUR 128,721,450.00 at December 31, 2022 (2021: EUR 79,231,550).

### **FUND ACTIVITY IN 2022**

As at December 31, 2022, the Total Commitments of the Fund amounted to EUR 60,322,035.00 (2021: EUR 53,037,395.00).

<sup>&</sup>lt;sup>3</sup> Source : JLL New Business Report – January 2023

### **FINANCIAL REVIEW**

The net asset value per share of the fund as at December 31, 2022 are shown in the table below:

|                 | 31.12.2022 | 31.12.2021 | 31.12.2020 | 31.12.2019 |
|-----------------|------------|------------|------------|------------|
| Class A1 shares | 1.048,46   | 1.019,95   | 1.018,59   | 1.104,01   |
| Class A2 shares | 1.150,49   | 1.088,95   | 1.045,85   | 1.098,61   |
| Class S shares  | 1.085,17   | 1.038,10   | 1.031,57   | 1.078,53   |

### **SUBSEQUENT EVENTS**

The management is pursuing its strategies by seeking good opportunities to develop its real estate asset base in line with the Fund's strategy and performance objective.

During the 1st Semester 2023, the Fund didn't acquire or sell any of its real estate asset.

Bernd Von Manteuffel Christophe

Mr. Bernd von Manteuffel Mr. Christophe Nadal Manager



Ernst & Young Société anonyme

35E, Avenue John F. Kennedy L-1855 Luxembourg

Tel: +352 42 124 1 www.ey.com/luxembourg B.P. 780 L-2017 Luxembourg

R.C.S. Luxembourg B 47 771 TVA LU 16063074

### Independent auditor's report

To the Shareholders of Everest One S.C.A. SICAV-RAIF 26, Boulevard Royal L-2449 Luxembourg

### **Opinion**

We have audited the financial statements of Everest One S.C.A. SICAV-RAIF (the "Fund") which comprise the statement of net assets as at 31 December 2022, and the statement of operations and changes in net assets for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Fund as at 31 December 2022, and of the results of its operations and changes in its net assets for the year then ended in accordance with Luxembourg legal and regulatory requirements relating to the preparation and presentation of the financial statements.

### **Basis for Opinion**

We conducted our audit in accordance with the Law of 23 July 2016 on the audit profession (Law of 23 July 2016) and with International Standards on Auditing (ISAs) as adopted for Luxembourg by the "Commission de Surveillance du Secteur Financier" (CSSF). Our responsibilities under the Law of 23 July 2016 and ISAs as adopted for Luxembourg by the CSSF are further described in the "responsibilities of the "réviseur d'entreprises agréé" for the audit of the financial statements" section of our report. We are also independent of the Fund in accordance with the International Code of Ethics for Professional Accountants, including International Independence Standards, issued by the International Ethics Standards Board for Accountants (IESBA Code) as adopted for Luxembourg by the CSSF together with the ethical requirements that are relevant to our audit of the financial statements, and have fulfilled our other ethical responsibilities under those ethical requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Other information

The Board of Managers of the Fund's General Partner is responsible for the other information. The other information comprises the information stated in the annual report but does not include the financial statements and our report of the "réviseur d'entreprises agréé" 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 this fact. We have nothing to report in this regard.

## Responsibilities of the Board of Managers of the Fund's General Partner for the financial statements

The Board of Managers of the Fund's General Partner is responsible for the preparation and fair presentation of these financial statements in accordance with Luxembourg legal and regulatory requirements relating to the preparation and presentation of the financial statements, and for such internal control as the Board of Managers of the Fund's General Partner 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, the Board of Managers of the Fund's General Partner is responsible for assessing the Fund's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Managers of the Fund's General Partner either intends to liquidate the Fund or to cease operations, or has no realistic alternative but to do so.

### Responsibilities of the "réviseur d'entreprises agréé" 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 a report of the "réviseur d'entreprises agréé" that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Law dated 23 July 2016 and with ISAs as adopted for Luxembourg by the CSSF 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 the Law dated 23 July 2016 and with ISAs as adopted for Luxembourg by the CSSF, we exercise professional judgment and maintain professional skepticism 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 fund's internal control.



- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Managers of the Fund's General Partner.
- Conclude on the appropriateness of Board of Managers of the Fund's General Partner'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 Fund's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our report of the "réviseur d'entreprises agréé" 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 report of the "réviseur d'entreprises agréé". However, future events or conditions may cause the Fund 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.

Ernst & Young Société anonyme Cabinet de révision agréé

Julie Honoré

## Statement of net assets as at December 31, 2022

|  | Note   | 31/12/2022    | 31/12/2021    |
|--|--------|---------------|---------------|
|  |        | EUR           | EUR           |
| ASSETS                                     |        |               |               |
| Investments at fair value                  | 2.3, 5 | 12,697,031.19 | 6,712,028.96  |
| Loans                                      | 6      | 44,331,823.41 | 35,056,284.90 |
| Bonds                                      | 7      | -             | 1,155,293.15  |
| Cash at banks                              | 2.3    | 663,029.88    | 5,894,855.81  |
| Interests receivable on loans              |        | 342,932.76    | 177,518.43    |
| Receivable on subscriptions                |        | -             | 125,000.00    |
| Formation expenses                         | 2.4    | 31,212.32     | 55,746.00     |
| Capitalized costs                          | 2.9, 9 | 7,773,898.66  | 6,593,871.66  |
| Prepayments                                |        | 1,123.34      | -             |
| Other receivables                          |        | 204,198.60    | 12,998.60     |
| TOTAL ASSETS                               |        | 66,045,250.16 | 55,783,597.51 |
| LIABILITIES                                |        |               |               |
| Management fees payable                    | 8      | 267,737.52    | 66,937.38     |
| AIFM fees payable                          | 8      | 28,825.87     | 25,626.83     |
| Accounting and administration fees payable | 8      | 16,863.01     | 16,863.31     |
| Audit fees payable                         | 8      | 40,000.00     | 36,855.00     |
| Depositary fees payable                    | 8      | 14,510.87     | 19,640.28     |
| Taxe d'abonnement payable                  |        | 1,598.75      | 1,373.35      |
| Distribution fees payable                  |        | 41,650.00     | 198,800.00    |
| Transfer Agent fees payable                |        | 3,250.00      | 20,750.00     |
| Operating fees payable                     | 8      | 11,900.00     | 56,800.00     |
| Facility fee payable                       |        | -             | 229,300.00    |
| Other payables                             |        | 2,106.00      | 173,308.58    |
| Payable to Investors                       |        | 503,143.86    | 313,136.57    |
| Related Entity Payable                     |        | 517,385.95    | -             |
| TOTAL LIABILITES                           |        | 1,448,971.83  | 1,159,391.30  |
| NET ASSETS AT THE END OF THE YEAR          |        | 64,596,278.33 | 54,624,206.21 |

## Statement of operations and changes in net assets for the year ended December 31, 2022

|   | Note | 01/01/2022<br>31/12/2022 | 01/01/2021<br>31/12/2021 |
|---|------|--------------------------|--------------------------|
|   |      | EUR                      | EUR                      |
| INCOME                                  |      |                          |                          |
| Interest income                         | 2.7  | 2,045,329.58             | 1,628,153.86             |
| Dividend income                         |      | -                        | 10,998.60                |
| Other income                            | 10   | 178,415.26               | 7,500.00                 |
| TOTAL INCOME                            | _    | 2,223,744.84             | 1,646,652.46             |
| EXPENSES                                |      |                          |                          |
| Management fees expenses                | 8.1  | (1,544,297.53)           | (1,058,918.64)           |
| AIFM fees expenses                      | 8.2  | (114,218.92)             | (89,291.13)              |
| Legal fees expenses                     |      | (24,982.83)              | (15,621.77)              |
| Banking fees and interests expenses     |      | (11,027.89)              | (21,662.78)              |
| Amortisation of formation expenses      | 2.4  | (17,411.96)              | (17,411.96)              |
| Taxe d'abonnement                       | 3    | (11,197.05)              | (4,953.32)               |
| Audit fees expenses                     | 8.3  | (40,000.00)              | (37,103.63)              |
| Professional fees expenses              | 8    | (4,835.81)               | (595.00)                 |
| Administration fees expenses            | 8.3  | (57,999.69)              | (58,000.29)              |
| Depositary fees expenses                | 8.3  | (60,153.30)              | (69,731.07)              |
| Transfer Agent fees expenses            |      | (29,900.00)              | (41,150.00)              |
| Operating fees expenses                 | 8.4  | (202,722.00)             | (284,049.30)             |
| Other fees                              |      | (51,291.51)              | (2,702.00)               |
| TOTAL EXPENSES                          | _    | (2,170,038.49)           | (1,701,190.89)           |
| NET INVESTMENT RESULT                   |      | 53,706.35                | (54,538.43)              |
| CHANGE IN UNREALISED RESULT             |      |                          |                          |
| - appreciation on investments           | 5    | 5,496,943.84             | 2,949,890.44             |
| - depreciation on investments           |      | (5,293.15)               | -                        |
| TOTAL UNREALISED RESULT                 | _    | 5,491,650.69             | 2,949,890.44             |
| OPERATIONS RESULT                       |      | 5,545,357.04             | 2,895,352.01             |
| Subscriptions                           | 4    | 10,136,100.00            | 14,202,465.00            |
| Redemptions                             | 4    | (2,851,460.00)           | (125,000.00)             |
| Dividends                               | 12   | (2,857,924.92)           | (2,318,057.40)           |
| Net assets at the beginning of the year |      | 54,624,206.21            | 39,969,446.60            |
| NET ASSETS AT THE END OF THE YEAR       |      | 64,596,278.33            | 54,624,206.21            |

# Statement of operations and changes in net assets for the year ended December 31, 2022 (continued)

|                                   | 01/01/2022<br>31/12/2022 | 01/01/2021<br>31/12/2021 | 01/01/2020<br>31/12/2020 |
|-----------------------------------|--------------------------|--------------------------|--------------------------|
| OPENING NET ASSET VALUE           | 54,624,206.21            | 39,969,446.60            | 23,391,725.39            |
| Change in net assets for the year | 9,972,072.12             | 14,654,759.61            | 16,577,721.21            |
| CLOSING NET ASSET VALUE           | 64,596,278.33            | 54,624,206.21            | 39,969,446.60            |

## Number of shares outstanding and net asset value per share

|           | Currency | Number of shares<br>outstanding<br>as at<br>December 31, 2022 | Net asset value<br>per share<br>as at<br>December 31, 2022 | Net asset value<br>per share<br>as at<br>December 31, 2021 | Net asset value<br>per share<br>as at<br>December 31, 2020 |
|-----------|----------|---|--|--|--|
| A1 shares | EUR      | 45,775.733  | 1,048.4600   | 1,019.9500   | 1,018.5940   |
| A2 shares | EUR      | 4,146.300   | 1,150.4900   | 1,088.9500   | 1,045.8490   |
| C shares  | EUR      | 1.000   | 546,006.4200   | 112,237.4400   | 79,471.6600  |
| S shares  | EUR      | 10,400.000  | 1,085.1700   | 1,038.1000   | 1,031.5650   |
| GP Share  | EUR      | 1.000   | 301.0000   | 201.0000   | 1.0000   |

### Notes to the financial statements as at December 31, 2022

### **NOTE 1 - GENERAL**

Everest One (hereinafter the "Fund") is an investment company with variable share capital ("société d'investissement à capital variable") incorporated under the form of a partnership limited by shares ("société en commandite par actions") and organised as a RAIF under the RAIF Law, registered on the official list of RAIFs held with the Luxembourg Companies and Trade Register under number B 233886.

The Fund qualifies as an Alternative Investment Fund and its Authorised Alternative Investment Fund Manager pursuant to the 2013 Law is Fuchs Asset Management S.A.

The sale and holding of Ordinary Shares of the Fund are restricted to Well-Informed Investors qualifying as Eligible Investors.

The Fund launched its operation on June 30, 2019, this being decided at the Board Meeting of the directors of the General Partner, Everest Fund Management (hereinafter the "GP").

As at December 31, 2022, the following shares are issued:

- A Shares, available for subscription to any Eligible Investor, giving entitlement, in particular, to the payment of the A
  Dividend subject to and in accordance with the terms of the Prospectus and for which the minimum subscription is EUR
  250,000 (unless otherwise decided by the GP). The A Shares are subdivided into different Classes as follows:
  - Class A1 Shares, for which the A Dividend will be distributed on each Distribution Date; and
  - o Class A2 Shares, for which the A Dividend will be reinvested (capitalised) on each Distribution Date.
- S Shares, available for subscription to any Eligible Investor which subscribes for such Shares prior to 30 June 2019 (or, subject to the consent of the General Partner, any subsequent date) and accepted as such by decision of the Managing General Partner, which entitle the holder to a reduced Management Fee subject to and in accordance with the terms of this Prospectus and whose minimum subscription is EUR 1,000,000 (unless otherwise decided by the GP).
- C Shares, (directly or indirectly) reserved at the time of their subscription to the GP, its Affiliated Persons and their
  directors, shareholders, partners, corporate officers and employees (the Eligible Holders of C Shares) and entitling them
  to payment of the Carried Interest in accordance with the terms of this Prospectus.
- One GP Share, reserved for the GP in its capacity as GP of the Fund. The GP Share shall not be entitled to any
  distribution other than the reimbursement of its Issue Price in the context of the liquidation of the Fund accrued by a
  fixed amount of EUR 100 per full year during which such GP Share existed.

The end of subscription period is set at forty-eight (48) months after the First Subscription Date, it being understood that this period may be extended by a maximum of two periods of six months each, each time by decision of the GP, so the earliest will be on 30th June 2023.

The Fund has a term of eight (8) years from the First Day of Subscription, thus end of fund's life is foreseen to be on 30th June 2027.

The Board of the General Partner, in close collaboration with the AIFM performed a constant evaluation of the possible impact of the Ukrainian conflict upon the assets held by the fund. The outbreak of the war in Ukraine last February 2022 and the disruption of supply chains caused by COVID were decisive in terms of inflation, especially in the construction sector, soaring to historic levels and affecting the prices of raw materials and energy. As a result, the main central banks had to initiate a progressive increase in interest rates, the largest in four decades, after a long period of historically low rates. Notwithstanding, the operations of the Fund are in no way compromised, and the impacts at the asset level were not such as to advise any change in strategy and much less compromise the objectives of the fund.

### **NOTE 2 – SIGNIFICANT ACCOUNTING POLICIES**

### 1 - General

The financial statements are presented in accordance with Luxembourg legal and regulatory requirements for investment funds.

### 2 - Presentation of financial statements

The Fund's Reference Currency is the euro (EUR).

The financial statements of the Fund are expressed in EUR.

### Notes to the financial statements as at December 31, 2022 (continued)

### NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES (continued)

#### 3 - Valuation of investment and other assets

Shares in Portfolio Companies are valued at fair value.

Fair value movements are accounted for in the Statement of operations and changes in net assets.

The value of the Fund's assets shall be determined as follows:

- i. the value of cash in hand or deposited, bills and notes payable on demand and accounts receivable, prepaid expenses, cash dividends and interest declared or due but not yet received shall be the total value of these assets, except where it is unlikely that payment will be made, in which case the value shall be determined by deducting an amount deemed adequate to reflect the real value of such assets;
- ii. any marketable securities and money market instruments listed or traded on a stock exchange or any other regulated market will be valued based on the last available price, unless this price is not representative, in which case the value of this asset will be determined based on the fair value which will be estimated in good faith by the AIFM with the approval of the GP:
- iii. the financial instruments and securities held by the Fund are valued by the AIFM in accordance with the methods and criteria recommended by INREV and in accordance with the Luxembourg accounting regulation applicable to the Fund. In the event that INREV modifies the recommendations contained in this guide or these recommendations are approved by INREV, the AIFM shall modify these valuation methods and criteria accordingly. In this case, it shall mention the changes made in its annual management report to Shareholders;
- iv. each real estate asset (other than financial interests in real estate companies) will be valued at least once a year by an independent expert appointed jointly by the AIFM and the GP and, in principle (but without any obligation) an independent valuation of any asset will be carried out by an independent expert appointed jointly by the AIFM and the GP upon acquisition of such asset, such independent valuations will then be reviewed and validated subject to adjustments, if any by the AIFM and the GP, taking into account the principles of prudence and good faith;
- v. if the price determined in accordance with the above provisions is not representative, and for assets not mentioned above (including real estate assets), the value will be based on the predictable realisable value which will be estimated cautiously and in good faith by the AIFM with the approval of the Managing GP in good faith, in accordance with generally accepted valuation principles and procedures.

In order to calculate the Fund's Net Asset Value, and taking into account the standards of care and diligence required for this purpose, the Central Administration Agent shall exclusively use prices and valuations that may either (i) be provided by external, independent, specialised and reputable price sources, which are either used in current market practice (including, but not limited to) generally used information sources such as Reuters, Bloomberg, Telekurs, and similar, brokers, prime brokers or external depositaries, administrative agents of investment vehicles and other assets, where such assets are valued by these administrative agents) or who have been specifically appointed for this purpose by the Fund, the GP or the AIFM (the Independent Price Sources); or (ii) established by the AIFM itself, in cooperation with the GP, or by an independent external expert.

In such circumstances, the Central Administration Agent shall not, in the absence of gross negligence, be liable for any loss suffered by the Fund or any Shareholder as a result of any error in the calculation of the Net Asset Value and the Net Asset Value per Share resulting from an inaccuracy in the information provided by the Independent Price Sources, by the AIFM itself or by any independent external expert.

In the event that one or more Independent Price Sources, the AIFM or the relevant independent external expert does not provide a price/valuation for the Assets or, for any reason, the price/valuation of the Assets cannot be determined as promptly or accurately as required, the Central Administration Agent shall promptly inform the GP and the AIFM, and the Central Administration Agent will be provided with instructions enabling it to complete the calculation of the Net Asset Value of the Fund. The GP together with the AIFM may decide to suspend the calculation of the Net Asset Value of the Fund, in accordance with the relevant provisions of this Prospectus and the Articles of Association and request the Central Administration Agent to suspend the calculation of the Net Asset Value. The GP and the AIFM shall be required to inform Shareholders that the calculation of the Net Asset Value has been suspended, if necessary, or to request the Central Administration Agent to do so.

Adequate provisions will be made for expenses to be borne by the Fund and off-balance-sheet commitments may possibly be taken into account on the basis of fair and prudent criteria.

The GP, in its discretion, may permit some other method of valuation to be used if it considers that such valuation better reflects the fair value of any asset of the Fund.

### 4 - Formation expenses

Formation expenses are capitalised and amortised over a five year period using the straight-line method in the Statement of operations and changes in net assets.

### Notes to the financial statements as at December 31, 2022 (continued)

### NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES (continued)

### 5 - Net realised gain/loss on sales of investments

The net realised gain/loss on sales of investments is calculated as the difference between the total cost price and the total of sale proceeds.

### 6 - Conversion of foreign currencies

The accounting records and the financial statements of the Fund are expressed in EUR. Bank accounts, other net assets and market value of the investments in securities expressed in currencies other than the reporting currency are converted into the reporting currency at exchange rates on the date of the balance sheet. Income and expenses in currencies other than the reporting currency are converted into the reporting currency at the rate of exchange prevailing at payment date.

Cost of financial fixed assets in currencies other than EUR is translated into EUR at the exchange rate applicable at purchase date

The value of all assets and liabilities not expressed in Base Currency will be converted into the Base Currency of the Fund at rates last quoted by any major bank. If such quotations are not available, the rate of exchange will be determined in good faith by or under procedures established by the General Partner.

### 7 - Income (Dividend; Interest)

Dividends from portfolio investments are recognized when they are declared and shown net of any withholding tax. Loan interest is recognized on an accrual basis. Tax suffered on investment income for which no relief is available is treated as an expense. Interest receivable from short-term deposits and temporary investments is accrued to the end of the year. The gains and losses arising from changes in the fair value are recognized directly in the profit and loss account.

#### 8 - Debt

Debts are recorded at their reimbursement value. When the amount to be reimbursed is superior to the perceived amount, the difference is recognized at the profit and loss account at the issue of the debt.

#### 9 - Capitalized costs

Capitalized costs are recorded on the balance sheet as an asset at their historical cost. These capitalized costs will be amortized as from end of subscription period until the end of the Fund's life.

### 10 - Carried interests

Carried interests are recorded under the Class C Net Asset Value as per mechanisms described in the note 10 below.

#### **NOTE 3 - TAXATION**

In accordance with the current legislation in Luxembourg, the Fund is exempted from Luxembourg income tax and net wealth tax. Dividends (if any) are exempted from dividend withholding tax.

The Fund is however liable in Luxembourg to a subscription tax ("taxe d'abonnement") at a rate of 0.01% per annum of its net assets, such tax being payable quarterly and calculated on the basis of the total net assets of the Fund at the end of the relevant quarter.

### Notes to the financial statements as at December 31, 2022 (continued)

### **NOTE 4 – SHARE CAPITAL**

The Share Capital for the year ended December 31, 2022 was as follows:

| Type           | Date       | <b>A</b> 1 | Shares (EUR)  | A2 :       | Shares (EUR) | 8           | S Shares (EUR) |          | C Shares (EUR) |          | GP Shares (EUR) |  |
|----------------|------------|------------|---------------|------------|--------------|-------------|----------------|----------|----------------|----------|-----------------|--|
|                |            | Quantity   | Amount        | Quantity   | Amount       | Quantity    | Amount         | Quantity | Amount         | Quantity | Amount          |  |
| Incorporation  | 16/04/2019 | 29.998     | 29,998.00     | -          | -            | -           | -              | 1.0000   | 1.00           | 1.0000   | 1.00            |  |
| Subscription   | 30/06/2019 | -          | -             | -          | -            | 10,400.0000 | 10,400,000.00  | -        | -              | -        | -               |  |
| Subscription   | 30/09/2019 | 3,025.000  | 3,025,000.00  | 250.0000   | 250,000.00   | -           | -              | -        | -              | -        | -               |  |
| Subscription   | 31/12/2019 | 7,575.000  | 7,575,000.00  | 150.0000   | 150,000.00   | -           | -              | -        | -              | -        | -               |  |
| Sub-Total 2019 |            | 10,629.998 | 10,629,998.00 | 400.0000   | 400,000.00   | 10,400.0000 | 10,400,000.00  | 1.0000   | 1.00           | 1.0000   | 1.00            |  |
| Subscription   | 31/03/2020 | 1,000.000  | 1,000,000.00  | 1,000.0000 | 1,000,000.00 | -           | -              | -        | -              | -        | -               |  |
| Subscription   | 30/06/2020 | 10,881.467 | 10,881,467.00 | 945.0000   | 945,000.00   | -           | -              | -        | -              | -        | -               |  |
| Subscription   | 30/09/2020 | 2,469.463  | 2,469,463.00  | 125.0000   | 125,000.00   | -           | -              | -        | -              | -        | -               |  |
| Subscription   | 31/12/2020 | 984.000    | 984,000.00    | 125.0000   | 125,000.00   | -           | -              | -        | -              | -        | -               |  |
| Sub-Total 2020 |            | 15,334.930 | 15,334,930.00 | 2,195.0000 | 2,195,000.00 | -           | -              | -        | -              | -        | -               |  |
| Subscription   | 31/03/2021 | 2,748.550  | 2,748,550.00  | 125.0000   | 125,000.00   | -           | -              | -        | -              | -        | -               |  |
| Subscription   | 30/06/2021 | 7,128.915  | 7,128,915.00  | 275.0000   | 275,000.00   | -           | -              | -        | -              | -        | -               |  |
| Redemption     | 30/06/2021 | (125.000)  | (125,000.00)  | -          | -            | -           | -              | -        | -              | -        | -               |  |
| Subscription   | 30/09/2021 | 1,085.000  | 1,085,000.00  | 300.0000   | 300,000.00   | -           | -              | -        | -              | -        | -               |  |
| Subscription   | 31/12/2021 | 2,540.000  | 2,540,000.00  | -          | -            | -           | -              | -        | -              | -        | -               |  |
| Sub-Total 2021 |            | 13,377.465 | 13,377,465.00 | 700.0000   | 700,000.00   | -           | -              | -        | -              | -        | -               |  |

## Notes to the financial statements as at December 31, 2022 (continued)

NOTE 4 - SHARE CAPITAL (continued)

| Туре           | pe Date    |             | A1 Shares (EUR) |            | A2 Shares (EUR) |             | S Shares (EUR) |          | nares (EUR) | GP Sh    | ares (EUR) |
|----------------|------------|-------------|-----------------|------------|-----------------|-------------|----------------|----------|-------------|----------|------------|
|                |            | Quantity    | Amount          | Quantity   | Amount          | Quantity    | Amount         | Quantity | Amount      | Quantity | Amount     |
| Redemption     | 01/01/2022 | (1,250.000) | (1,250,000.00)  | -          | -               | -           | -              | -        | -           | -        | -          |
| Subscription   | 31/03/2022 | 150.000     | 150,000.00      | 805.3000   | 805,300.00      | -           | -              | -        | -           | -        | -          |
| Redemption     | 01/04/2022 | -           | -               | (104.0000) | (104,000.00)    | -           | -              | -        | -           | -        | -          |
| Subscription   | 30/06/2022 | 6,525.000   | 6,525,000.00    | -          | -               | -           | -              | -        | -           | -        | -          |
| Redemption     | 01/07/2022 | (1,497.460) | (1,497,460.00)  | -          | -               | -           | -              | -        | -           | -        | -          |
| Subscription   | 30/09/2022 | 1,960.800   | 1,960,800.00    | 150.0000   | 150,000.00      | -           | -              | -        | -           | -        | -          |
| Subscription   | 31/12/2022 | 545.000     | 545,000.00      |            |                 |             |                |          |             |          |            |
| Sub-Total 2022 | -          | 6,433.340   | 6,433,340.00    | 851.3000   | 851,300.00      | -           | -              | -        | -           | -        | -          |
| GRAND TOTAL    |            | 45,775.733  | 45,775,733.00   | 4,146.3000 | 4,146,300.00    | 10,400.0000 | 10,400,000.00  | 1.0000   | 1.00        | 1.0000   | 1.00       |

Remark: all shares are issued at EUR 1,000.00 (except C Shares and GP Share: EUR 1.00).

## Notes to the financial statements as at December 31, 2022 (continued)

### **NOTE 5 – INVESTMENTS AT FAIR VALUE**

The fair value of Equity investments as at December 31, 2022 is as follows:

| Description                           | Ownership<br>% | Acquisition<br>Cost<br>31/12/2021<br>EUR | Value<br>Adjustment<br>31/12/2021<br>EUR | Fair Value<br>31/12/2021<br>EUR | Increase<br>/Reduction<br>during the<br>year<br>EUR | Acquisition<br>Cost<br>31/12/2022<br>EUR | Value<br>Adjustment<br>31/12/2022<br>EUR | Value<br>Adjustment<br>during the<br>year<br>EUR | Fair Value<br>31/12/2022<br>EUR | Value<br>Adjustement<br>(reclass of<br>impairment)<br>EUR | Final<br>Value<br>EUR |
|---------------------------------------|----------------|--|--|---------------------------------|---|--|--|--|---------------------------------|---|-----------------------|
| Everest P1 GmbH & Co KG               | 10%            | 1,000.00                                 | -  | 1,000.00                        | -   | 1,000.00                                 | (1,000.00)                               | (1,000.00)                                       | -                               | -   | -                     |
| Everest P3 GmbH & Co KG               | 10%            | 1,000.00                                 | 414,402.75                               | 415,402.75                      | -   | 1,000.00                                 | 467,643.83                               | 53,241.08  | 468,643.83                      | -   | 468,643.83            |
| Everest One<br>Service UG             | 100%           | 1,000.00                                 | (1,000.00)                               | -                               | -   | 1,000.00                                 | (1,000.00)                               | -  | -                               | -   | -                     |
| Mimco Real Estate<br>Holding S.à r.l. | 100%           | 12,000.00                                | 6,283,626.21                             | 6,295,626.21                    | -   | 12,000.00                                | 11,728,328.97                            | 5,444,702.76                                     | 11,740,328.97                   | 488,058.39  | 12,228,387.36         |
| Total                                 | _              | 15,000.00                                | 6,697,028.96                             | 6,712,028.96                    | -   | 15,000.00                                | 12,193,972.80                            | 5,496,943.84                                     | 12,208,972.80                   | 488,058.39  | 12,697,031.19         |

### Notes to the financial statements as at December 31, 2022 (continued)

### **NOTE 6 - LOANS**

The carrying value of Loan investments as at December 31, 2022 is as follows.

All the below listed loans are granted to Mimco Real Estate Holding S.à r.l., a company 100% owned by the Fund.

| Post defini                | Interest |            | Nominal<br>Value<br>31/12/2021 | Accrued<br>Interests<br>31/12/2021 | Total value 31/12/2021 | Nominal variation during the year | Interests<br>generated<br>during the year | Interests<br>repayments<br>during the year | Nominal Value<br>31/12/2022 | Accrued<br>Interests<br>31/12/2022 | Total Value<br>31/12/2022 | Impairment<br>31/12/2022 | Final Value<br>31/12/2022 |
|----------------------------|----------|------------|--------------------------------|------------------------------------|------------------------|-----------------------------------|---|--|-----------------------------|------------------------------------|---------------------------|--------------------------|---------------------------|
| Description                | rate     | Maturity   | EUR                            | EUR                                | EUR                    | EUR                               | EUR                                       | EUR  | EUR                         | EUR                                | EUR                       | EUR                      | EUR                       |
| Bad Homburg                | 5.25%    | 11/08/2027 | -                              | -                                  | -                      | 7,610,014.68                      | 113,687.33                                | (84,046.31)                                | 7,610,014.68                | 29,641.02                          | 7,639,655.70              | -                        | 7,639,655.70              |
| Bad Salzungen              | 5%       | 30/07/2026 | 7,159,887.30                   | 47,805.86                          | 7,207,693.16           | (348,156.82)                      | 346,554.49                                | (339,711.25)                               | 6,811,730.48                | 54,649.10                          | 6,866,379.58              | -                        | 6,866,379.58              |
| Bitterfeld                 | 5%       | 10/07/2025 | 2,459,547.15                   | 7,917.88                           | 2,467,465.03           | (84,594.88)                       | 121,234.05                                | (123,125.06)                               | 2,374,952.27                | 6,026.87                           | 2,380,979.14              | -                        | 2,380,979.14              |
| Haldensleben               | 5%       | 28/01/2031 | 9,461,915.32                   | 28,515.36                          | 9,490,430.68           | (3,383,925.33)                    | 388,383.53                                | (332,612.89)                               | 6,077,989.99                | 84,286.00                          | 6,162,275.99              | -                        | 6,162,275.99              |
| Lippstadt                  | 5%       | 16/05/2025 | 5,383,109.01                   | 16,223.07                          | 5,399,332.08           | (73,300.90)                       | 265,926.44                                | (243,959.83)                               | 5,309,808.11                | 38,189.68                          | 5,347,997.79              | -                        | 5,347,997.79              |
| Magdeburg                  | 5%       | 24/09/2025 | 4,347,811.71                   | 13,088.13                          | 4,360,899.84           | (15,016.00)                       | 216,694.88                                | (213,880.57)                               | 4,332,795.71                | 15,902.44                          | 4,348,698.15              | -                        | 4,348,698.14              |
| Michelstadt-<br>Ober Molen | 5%       | 22/02/2027 | -                              | -                                  | -                      | 4,033,051.57                      | 169,548.00                                | (152,973.81)                               | 4,033,051.57                | 16,574.19                          | 4,049,625.76              | -                        | 4,049,625.76              |
| Oberhausen                 | 5%       | 17/11/2025 | 910,409.41                     | 6,485.11                           | 916,894.52             | -                                 | 45,520.47                                 | -  | 910,409.41                  | 52,005.58                          | 962,414.99                | -                        | 962,414.99                |
| Weisswasser                | 5%       | 03/12/2031 | 1,425,255.00                   | 5,466.73                           | 1,430,721.73           | 2,025,637.64                      | 164,431.54                                | (158,698.42)                               | 3,450,892.64                | 11,199.85                          | 3,462,092.49              | -                        | 3,462,092.49              |
| Zweibrucken                | 5%       | 19/08/2026 | 3,908,350.00                   | 52,016.29                          | 3,960,366.29           | (113.06)                          | 191,231.03                                | (208,789.29)                               | 3,908,236.94                | 34,458.03                          | 3,942,694.97              | (488,058.39)             | 3,454,636.58              |
| Total                      |          |            | 35,056,284.90                  | 177,518.43                         | 35,233,803.33          | 9,763,596.90                      | 2,023,211.76                              | (1,857,797.43)                             | 44,819,881.80               | 342,932.76                         | 45,162,814.56             | (488,058.39)             | 44,674,756.16             |

### Notes to the financial statements as at December 31, 2022 (continued)

#### NOTE 7 - BONDS

In December 2021, the Fund subscribed to 10 Bonds with nominal value of EUR 115,000 each. The Bonds bear an interest of 6% and have been fully repaid on March 2022.

The interests generated during the year amount to EUR 22,117.31.

#### **NOTE 8 - CHARGES AND COSTS**

### 1- Management Fee

From the First Subscription Day and until the Liquidation is completed, the GP will receive an annual management fee payable quarterly:

| Share class  | Management fee* (excluding tax) |
|--------------|---------------------------------|
| A shareclass | 1.30%                           |
| S shareclass | 1.00%                           |

<sup>\*</sup>of the Gross Asset Value ("GAV") of the Sub-Fund.

As at December 31, 2022, the Management Fee charged during the year amounts to EUR 1,544,297.53.

#### 2- AIFM Fee

The AIFM will receive an annual alternative investment fund manager's fee of up to 10 basis points calculated on the Gross Asset Value (GAV), paid quarterly in advance. The AIFM will also be reimbursed for all costs and expenses incurred in the Fund's interests in accordance with the Management Agreement and for ad-hoc fees per transaction or for reporting services.

The minimum amount of AIFM fee is EUR 33,000.00.

As at December 31, 2022, the AIFM Fee paid during the year amounts to EUR 114,218.92.

### 3- Fees of the Depositary, the Central Administration Agent and the External Auditor

The Depositary, the Central Administration Agent and the External Auditor are entitled to receive remuneration from the assets of the Fund in accordance with the practices and customs of the Luxembourg financial centre and to be reimbursed for costs and expenses incurred on behalf of the Fund, in accordance with and within the limits of their respective Service Agreements.

As at December 31, 2022, these fees paid during the year are as follows:

|                             | in EUR     |
|-----------------------------|------------|
| Depositary fees             | 60,153.30  |
| Central Administration fees | 57,999.69  |
| Audit fees                  | 40,000.00  |
| Total                       | 158,152.99 |

### 4- Operating management fees

When an Investor's subscription is registered, an operating fee for processing the subscription equal to 2% of the Issue Price will be paid by the Fund to the Managing GP or any Affiliated Person.

As at December 31, 2022, these fees paid during the year amount to EUR 202,722.00.

### 5- Unrealised Transaction Costs

Fees and expenses relating to unrealised transactions of the Fund (the Unrealised Transaction Costs) will be borne by the Fund, subject to the following. Unrealised Transaction Costs include all fees and expenses (including any applicable VAT) relating to locating, identifying, valuing, negotiating, acquiring, monitoring, holding, supervising, protecting and selling the Fund's investments, including intermediation and similar fees and all costs and disbursements incurred in connection with unsuccessful investment proposals, it being understood that Unrealised Transaction Costs shall be borne by the Fund up to a maximum of EUR 75,000.00 per year and that the Unrealised Transaction Costs in excess of this amount shall be borne by the GP or its Affiliated Persons.

For the year ended December 31, 2022, no Unrealised Transaction Costs were charged.

### Notes to the financial statements as at December 31, 2022 (continued)

### NOTE 8 - CHARGES AND COSTS (continued)

#### 6- Subscription fee

The GP reserves the right to request payment of a subscription fee of up to 4% of the amount invested by any Investor on any Subscription Day (the Subscription Fee). The Subscription Fee is payable in addition to the Issue Price of the subscribed Shares. Any Investor wishing to subscribe to Shares is invited to discuss with the GP whether any Subscription Fee is applicable and payable. Any Subscription Fee paid will be in favour of the Fund.

For the year ended December 31, 2022, no Subscription fee was charged.

#### **NOTE 9 - CAPITALIZED COSTS**

This account is made of capitalized investments fees for an amount of EUR 2,721,804.00 (2021: EUR 2,420,304.00), capitalized distribution fees (7%) for an amount of 4,428,794.66 (2021: EUR 3,719,267.66), and capitalized financing fee for an amount of 623,300.00 (2021: EUR 454,300.00).

### 1- Acquisition Fee

In the case of a real estate investment, an acquisition fee equal to 3% of the asset purchase price excluding agency fees will be paid by the Fund to the GP.

#### 2- Financing Fee

The GP shall also receive a fee of 1% of the value of any debt financing granted by one or more third parties to the Fund (or to any Intermediary Vehicle or JV Vehicle), regardless of the form of such financing, it being understood that the fee is calculated on the face value of the financing (whether or not such financing is immediately drawn in full and regardless of the draw down that will be made on such financing).

#### 3- Distribution fees

Distribution fees up to 7% of the amount invested by the investors will be paid by the Fund to the GP and/or the distributor.

### **NOTE 10 - REDEMPTION OF SHARES**

An Investor may request for the redemption of its shares, in whole or in part, by the Fund after the Redemption Period by sending a Redemption Request to the Central Administration Agent.

For the purposes of this provision:

- i. Shares Eligible for Redemption means Shares that have been issued by the Fund at least twelve (12) months prior to the date of receipt of the Redemption Request and which are held by the relevant Shareholder; and
- ii. the Redemption Period is the period starting from the date of receipt of the Redemption Request up to (and including) the second Valuation Date following that date.

The redemption price of Eligible Shares redeemed on a Redemption Date will be the lesser of (i) the NAV of the relevant Shares determined in relation to the date of the relevant Redemption Request and (ii) the Fixed Redemption Value of the relevant Shares plus, for A2 Shares only, the total value of the A Dividends capitalised on the Shares in question (the Redemption Price), less the Cancellation fees mentioning in the Prospectus section 8.1 (h).

The cancellation fees as described in section 8.1.(h). of the Prospectus are recorded under "Other Income" caption in the Statement of operations and changes in net assets.

The Fixed Redemption Value is a value determined per share based on the number of complete years since the Shares were issued by the Fund until the date of the Redemption Request for the Shares in question as described in section 8.1 (i).

### NOTE 11 - DISTRIBUTION POLICY

Distributions may be done, in the form of dividends or reimbursements, at any time, in cash or in kind, with the exception of which the share capital of the Fund would fall below the minimum capital amount required by the Law of 2016.

The Distribution Policy of the Fund is as follows:

After each Valuation Date, no later than 90 calendar days after calculating the NAV related to the relevant Valuation Date, to distribute the Distributable Income available on that date in order to achieve an annual distribution target of:

i. 5% (five percent) per annum, net of any operating expenses (except for the Management Fee which, if applicable, will proportionally increase the distribution for the S Shares) and Set-up Costs, on each S Share, based on the Issue Price and taking into account the issue date of each S Share;

### Notes to the financial statements as at December 31, 2022 (continued)

### NOTE 11 - DISTRIBUTION POLICY (continued)

ii. 5% (five percent) per annum, net of any operating expenses and Set-up Costs, on each A1 and A2 Share, based on the Issue Price and taking into account the date of issue of each such Share (the A Dividend), it being understood that, in respect the A2 Shares, each capitalisation of Distributable Income distribution in respect of an A2 Share will increase the basis for calculating the distributions to be made on such Share (and thus, the A Dividend to be paid on such Shares in the future).

#### **Carried interests**

During the Liquidation, the Fund liquidator will distribute the Distributable Income to Shareholders as follows:

- i. in payment of any A Dividend or S Dividend unpaid during previous Accounting Periods to Shareholders who remain shareholders at the time of the relevant payment; then, if any Distributable Income remains;
- ii. in payment of an amount equal to the Fixed Redemption Value of the Shares to Shareholders who remain shareholders at the time of the relevant payment as if such Shares were redeemed on the payment day;

and, provided there remains Distributable Income;

- iii. between each Shareholder and holders of Class C Shares as follows: each Shareholder is entitled to Distributable Income which proportionally to the Total Issue Price of the Shares held by such Shareholder on that date in relation to the Total Issue Prices of all existing A and S Shares on that date (the amount of Distributable Income allocated to a Shareholder on such basis is the Liquidation Proceeds per Shareholder) and, the Distributable Income per Shareholder is then distributed between such Shareholder and Class C Shareholders as follows:
  - (A) 90% of the Liquidation Proceeds per Shareholder to the relevant Shareholder and 10% to the Class C Shareholders on a pro-rata basis, for Shares that were issued to the Shareholder before the end of the 2019 Accounting Period (and pro-rata for the relevant Shares in relation to all the Shares held by such Shareholder on such date);
  - (B) 80% of the Liquidation Proceeds per Shareholder to the relevant Shareholder and 20% to the Class C Shareholders on a pro-rata basis, for Shares that were issued to the Shareholder before the end of the 2020 Accounting Period (and pro-rata for the relevant Shares in relation to all the Shares held by such Shareholder on that date);
  - (C) 70% of the Liquidation Proceeds per Shareholder to the relevant Shareholder and 30% to the Class C Shareholders on a pro-rata basis, for Shares that were issued to the Shareholder before the end of the 2021 Accounting Period (and pro-rata for the relevant Shares in relation to all the Shares held by such Shareholder on that date);
  - (D) 60% of the Liquidation Proceeds per Shareholder to the relevant Shareholder and 40% to the Class C Shareholders on a pro-rata basis, for Shares that were issued to the Shareholder before the end of the 2022 Accounting Period (and pro-rata for the relevant Shares in relation to all of the Shares held by such Shareholder on that date):
  - (E) 50% of the Liquidation Proceeds per Shareholder to the relevant Shareholder and 50% to the Class C Shareholders on a pro-rata basis, for Shares that were issued to the Shareholder before the end of the 2023 Accounting Period (and pro-rata for relevant the Shares in relation to all the Shares held by such Shareholder on that date);

it being understood that:

(F) if the relevant Shareholder holds Class S Shares, such Shareholder will receive 100% of the Liquidation Proceeds per Shareholder, payments to Class C Shareholders above are referred to as 'Carried Interest'.

The amount of carried interests allocated to Class C share as at December 31, 2022 is EUR 546,006.42 (2021; EUR 112,239.60).

### **NOTE 12 - SUBSEQUENT EVENTS**

During the first quarters of 2023, the Fund continued its investments activities.

### Supplementary Information (Unaudited)

1 - Information concerning the transparency of securities financing transactions and of reuse of cash collateral (regulation EU 2015/2365, hereafter "SFTR")

At the date of the annual accounts, the Fund is not in the scope of the publication requirements of SFTR. No transactions were carried out during the reporting year.

2 - Information concerning the sustainability-related disclosures in the financial services sector (Regulation EU 2019/2088, hereafter the "Sustainable Finance Disclosure Regulation" or "SFDR")

At the date of the annual accounts, the Sub-Fund promotes environmental or social characteristics within the meaning of article 8 SFDR, nor is classified as a product that has sustainable investments as its objective for the purposes of article 9 SFDR.

The investments underlying this financial product do not take into account the EU criteria for environmentally sustainable economic activities as defined in Regulation EU 2020/852 on the establishment of a framework to facilitate sustainable investment (which is also known as the "Taxonomy Regulation" or "TR").

#### 3 - AIFM disclosures

#### 1./ Remuneration of the AIFM:

The AIFM, Fuchs Asset Management S.A., has elaborated a remuneration policy as required by the Law of 12 July 2013 (AIFM Law). Such policy aims at preventing excessive risk taking and at ensuring a proper and effective management of risks. Variable remuneration as defined in the remuneration policy is consistent with the risk management and governance processes. Fixed remuneration is mainly based on the experience, the level of responsibility and the complexity of the task performed. No significant change in the remuneration policy has been noted in 2022.

The article 22 of the AIFM directive (Directive 2011/ 61 / EC of 8 June 2011) requires to disclose in the annual report of the Company the information on the total remuneration of the employees of the AIFM for the financial year. Such information is detailed in the below tables.

Total amount of remuneration for the financial year 2022, split into fixed and variable remuneration, paid by Fuchs Asset Management to its staff, and number of beneficiaries, and, where relevant, carried interest paid by the Fund:

| Fixed remuneration | Variable remuneration | Carried interest | Total remuneration | Average number of staff |
|--------------------|-----------------------|------------------|--------------------|-------------------------|
| EUR 4,473,502      | EUR 2,976,853         | -                | EUR 7,450,355      | 39                      |

## Aggregate amount of remuneration broken down by senior management and members of staff of Fuchs Asset Management:

| Category          | Total remuneration |  |
|-------------------|--------------------|--|
| Senior Management | EUR 4,404,003      |  |
| Staff             | EUR 3,046,352      |  |

### 2./ Leverage

As at 31 December 2022, there is the below leverage in the Fund:

Gross method 92.55% Commitment method 76.77%

### **Supplementary Information (Unaudited) (continued)**

### 3./ Liquidity

The liquidity management policy applied by Fuchs Asset Management S.A. to Everest One describes the procedures and monitoring tools that ensure that the liquidity profile of the AIF complies with its underlying obligation at all time.

The liquidity policy details the involvement and roles of the management committee and the risk management function of Fuchs Asset Management S.A. in determining the liquidity profile and monitoring and managing liquidity issues.

The liquidity policy also describes the process for establishing the liquidity profile for every AIF and its main input factors.

### 4./ Delegation

The AIFM, Fuchs Asset Management S.A., may delegate functions to third parties under certain conditions.

Over the period ended 31 December 2022, the Central Administration function (including central administrative, transfer, domiciliation and registrar agent duties, hereafter "the Agent") of Everest One has been delegated.

The selection and the appointment of the Agent have been performed in accordance with the provisions of article 19 of the AIFMD.

The Central Administration function has been delegated to EFG Bank Luxembourg S.A pursuant to the Engagement letter dated 16/04/2019. An initial due diligence has been conducted by Fuchs Asset Management S.A. upon EFG Bank Luxembourg S.A on-going monitoring due diligence are performed on a quarterly basis.

### 5./ Risk Management

At the level of Fuchs Asset Management S.A., the risk management function is executed according to the Risk Management Process (the "RMP") approved by the Board of Directors of Fuchs Asset Management S.A..

The RMP is a set of procedures that enables to identify, assess, measure and manage all risks associated with the management of the underlying funds.

The main procedures within the RMP are:

- Risk assessment,
- 2. Data collection and analysis,
- 3. Risk monitoring,
- 4. Self-assessment and mitigating actions.

AIF strategies covered by the RMP are hedge fund strategies, private equity strategies, real estate strategies, fund of fund strategies and other strategies.

- An introductive part describing the Risk Management function of Fuchs Asset Management S.A., how it is organised, how the control functions are organised and how its independence is ensured.
- A governance part describing the roles of the various stakeholders (Risk Management function of Fuchs Asset Management S.A. and the Board of Directors of the Fund).
- A part dedicated to the risk identification, classification and measurement, the leverage calculation and monitoring. This part also describes the stress and back testing processes.
- A part describing the escalation process and the mitigation systems in place.
- A part describing the risk reporting that the Risk Management function of Fuchs Asset Management S.A. is issuing and providing the Board of Directors with.

## **Supplementary Information (Unaudited) (continued)**

For Everest One, a dedicated Risk Profile has been established for the Sub-Fund. The Risk Profiles form integral part of the RMP of Fuchs Asset Management S.A.

### 6./ Material Changes

As at 31 December 2022, there is no material change to report with respect to disclosure to investors as described in Directive 2011/61/EU on Alternative Investment Fund Managers.

