



EVEREST ONE

Luxembourg SICAV
invested in German
real estate

Annual Report

2019



MIMCO
Capital

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Intro

Germany is noted for its economic, legal and fiscal stability. Its strong dynamism is highlighted by steady growth.

Over the past few years, an increasing number of fund managers, and sometimes even private property owners, have tended to consider real estate only as a financial investment.

"We believe that it is first by investing in certain assets to revitalize them, by ensuring that they are in line with current market standards, that value can be maintained and maximized."

Our in-depth knowledge of the German market means we know where to position ourselves to create value on medium-term assets in order to ensure appropriate capital gains and a fair redistribution among shareholders.

To be efficient, we must be close to our properties and tenants and this is one of our main strengths.

Our priority is to satisfy our shareholders, partners and employees.

Our commitments:
Exigency, Expertise and Performance.

The Founders

Activity 2019



Market data in 2019

Everest One Luxembourg SICAV-RAIF invests in German real estate in all areas of commercial and corporate real estate with a high potential for value creation.

Past performance does not guarantee future performance and is not constant over time. Past performance is by nature subject to upward and downward fluctuations, in line with market conditions. Investments made do not guarantee future investments. Investment in this fund involves risks, including the risk of capital loss. This publication is intended only for Everest One's professional contacts and for information purposes.

Macroeconomic climate

In an environment of low interest rates and uncertainty regarding the stability of the economic climate, the diversification of real estate investments in terms of sector, on the one hand, and geographical areas, on the other hand, limits the economic volatility of the investment portfolio in the face of possible cyclical events. Germany experienced weaker economic growth with a +0.6% increase in its GDP, impacted by the global economic slowdown and tensions related to international trade and Brexit. Despite weaker growth, Germany posted a budget surplus of nearly 50 billion euros in 2019, amounting 1.5% of GDP. The construction sector is showing its strongest growth in 5 years at 4%. With an unemployment rate of 3% "the lowest since reunification", and rising incomes, household consumption (+1.6%) also continues to boost growth.¹

Latest market trends

Germany and its commercial real estate remain popular with the market, which appreciates the country's political stability and sound management of public finances.

Detailed analyses of the local markets are carried out and updated regularly. These have made it possible to target the most promising locations for Everest One's investments in the various German Länder.

Everest One's priority segment is commercial and office real estate. The office market experienced another year of strong growth with investments of €31 billion (+9%). "Prime" yields have been further compressed and are at an all-time low. Berlin, Frankfurt and Munich were the most expensive markets in Europe with yields equal to or below 2.7% at the end of 2019. Vacancy rates are also at an all-time low, with Berlin and Munich having the lowest vacancy rates in Europe, with less than 3% available supply at the end of 2019. This compression in vacancy rates has led to a new increase in rents.²

Investment in commercial real estate remained stable compared to 2018, at around €10 billion, contrasting with a decline of 18% in Europe. Vacancy rates continued to rise, but a decompression appeared in several markets and on different types of assets.^{2,3}

Based on this observation, investment flows are increasingly focused on the so-called secondary cities and certain Länder, particularly in eastern Germany, which still offer strong potential for appreciation in terms of rent increases and, consequently, asset valuation. These are the locations in which Everest One invests primarily.

1: Les Échos, "L'économie allemande au bord de la panne après dix ans de croissance", 15 January 2020

2: Primonial REIM "Convictions immobiliers", April 2020 (PDF)

3: BNP Paribas, "Allemagne : le marché des bureaux et de l'investissement au T3 2018 se maintient à un excellent niveau", 17 October 2018

Evolution of the German market

Everest One Luxembourg SICAV-RAIF invests in German real estate in all areas of commercial and corporate real estate with a high potential for value creation.

In 2019, Everest One focused all its acquisitions on the German market.

In 2019, Germany grew by 0.6% after a decade of strong expansion. This decline in growth resulted from the global economic slowdown and trade tensions. However, the decline was mainly due to the automotive industry, while domestic demand remained very strong thanks to household consumption, and construction posted another year of strong growth. ⁴

The German market continues to attract European investors. Everest One focused during the year on two segments: office and retail.

#1 - The office market

Three factors contribute to assign it this position: **Demand** for office space remained at a very high level in 2019, which was confirmed by a transaction volume that was just 2.5% lower than in the record year of 2017, a 17% decrease in the **vacancy rate** in all cities and a **general increase in rents** (+5% increase in "Prime" rents and around 7.5% increase in average rents). ⁵

#2 - The commercial market

This market accounts for more than 21% of transactions. ⁵

German real estate market data

The regional real estate market is very substantial compared to the French market, which is highly capital-centric. Opening the borders with East Germany in the early 1990s led to a massive influx of people to West Germany.

Ten years later, house prices in Germany had risen by only about 10%, while they more than doubled in France and the United Kingdom.

Since 2006, prices in the major cities have risen by more than 60%, and **their evolution is still very good since they remain undervalued by more than 20%**.

A fragmented market

Germany is a **decentralized country**, organized into Länder (16 Länder). This decentralization means that **the population is more dispersed therefore resulting in many dynamic large cities and towns.**

An undervalued real estate market

Because of the way it has been regulated for many years, the German property market is now at a **much lower price than its European neighbors.**



Above-average growth over the past 10 years

+ 1,2 %



General increase in rents ⁵

+ 7,5 %



Commercial market transactions ⁵

+ 21 %

4: Les Échos, "L'économie allemande au bord de la panne après dix ans de croissance", 15 January 2020

5: Next Finance, "Allemagne : le marché des bureaux et de l'investissement au T3 2018 se maintient à un excellent niveau", October 2018



Strategy and Performance 2019

Strategy carried out in 2019

Fund's investment strategy

Since its launch in April 2019, the main objective of the Everest One fund is to build up a real estate portfolio offering a regular distribution of dividends and an increase in the value of the shares over a long-term holding horizon. The real estate portfolio is located in the German market, through investments in buildings intended primarily for retail or office use.

This fund invests in real estate assets that have been previously rented out, generating an immediate minimum income and compatible with the management objective, with a view to revitalizing these buildings and reevaluating their rental conditions in the long term.

The properties selected are mainly the result of bank liquidations, auctions, inheritance splitting and arbitrages, assets considered as "Value-Added", presenting a strong potential for value creation. The investment strategy is also open to more "Core" assets with good fundamentals. The objective is to create value over the medium term, with an optimized objective of gain and distribution for shareholders.

Everest One's priority segments are office real estate on the one hand and commercial real estate on the other hand.

The fund's assets are structured with the acquisition of two major assets located in Alsfeld and Lippstadt

The commercial surfaces of these assets are leased by strong and recognized retailers, such as Roller, Cineplex, APCOA, Deichmann, KIK, Tedi, etc.

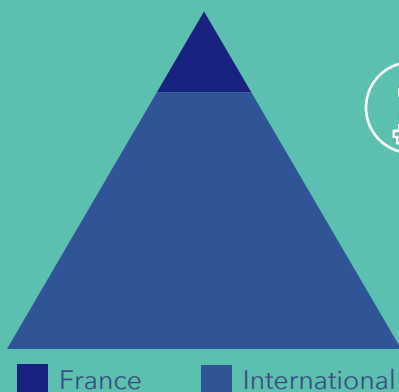
No restructuring is planned for the Lippstadt and Alsfeld assets.

The WALT* has a duration of more than 6 years, which gives the portfolio good stability in terms of medium- to long-term rental flows.

There is potential for an increase in rental income through various levers, in particular through the leasing of a retail space in Lippstadt and the upward renegotiation of the Roller rent in Alsfeld, which is well below the market (undervalued by around 25%).

**WALT (Weighted Average Lease Term)*

Key figures 2019



Equity raised as of 31/12/2019

21.4 M€



Assets under management

28.01 M€



Net assets

23.3 M€



Cumulative performance of class A1 since creation

+ 10,4 %



Usable area of the buildings

22.307 sqm



Total rent/year (excl. taxes and charges)

1.786.633,00 €



Distribution 2019 on subscribed capital *

+ 5 %



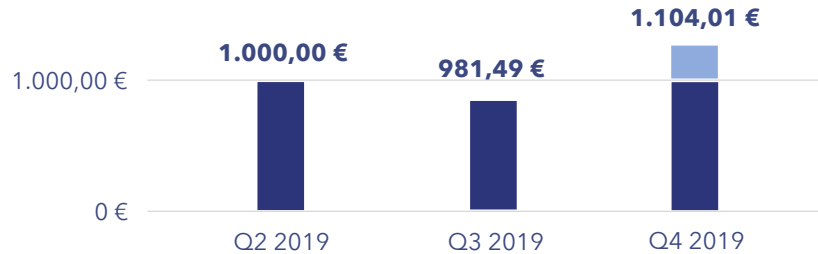
Rental revenues

1.786.633,00 €

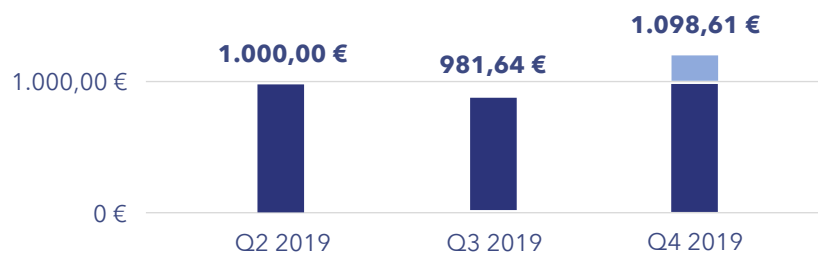
* Amount calculated on a pro rata basis, from the opening of the Fund until 31/12/2019.

Evolution of the net asset value

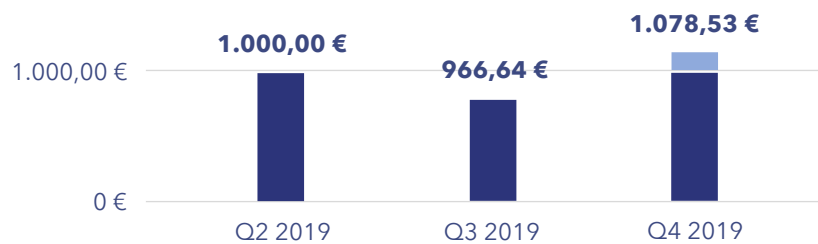
Class A1:



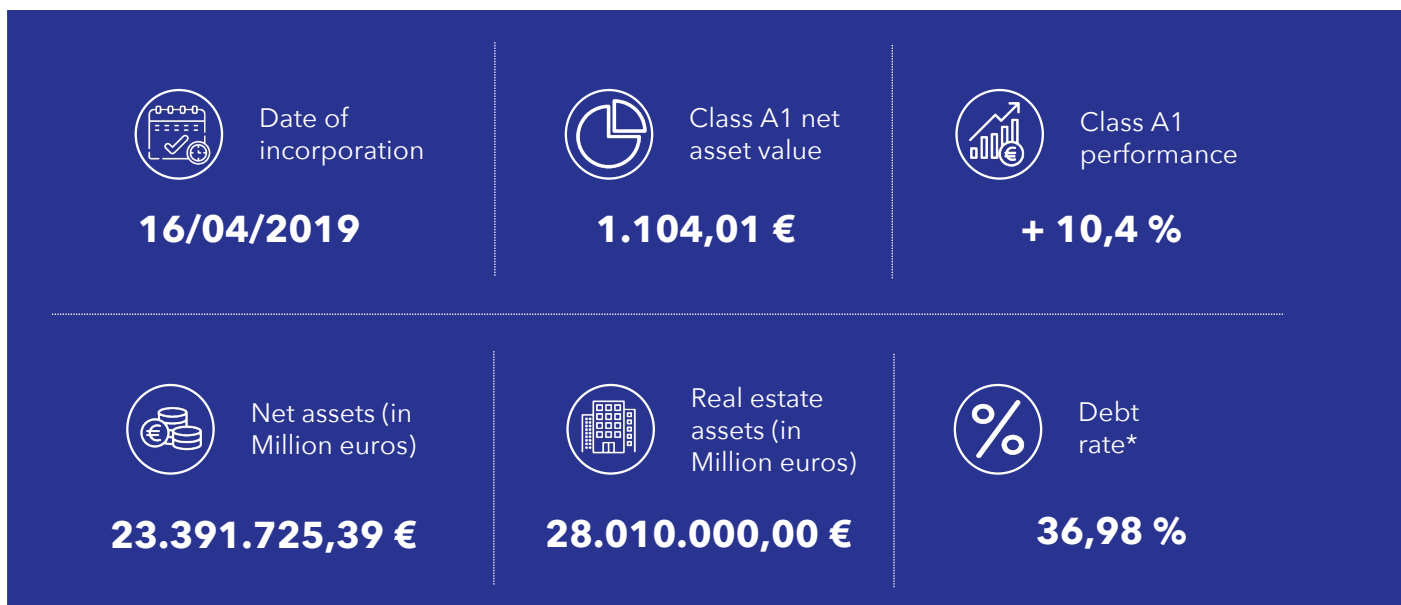
Class A2:



Class S:



Key indicators as of 31/12/2019



* Difference between the gross asset value (GAV) and the fund's effective debt.

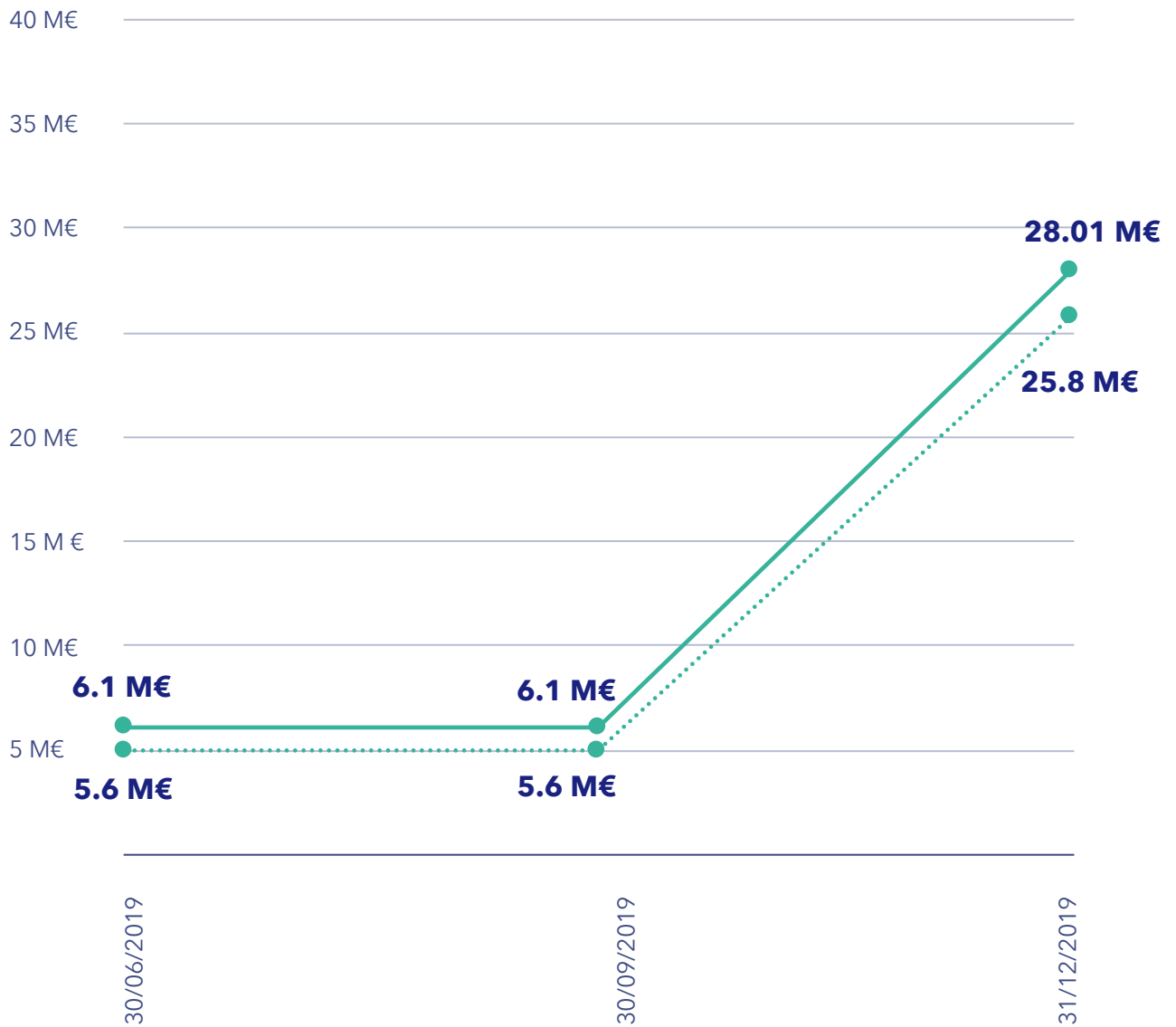
Changes in assets under management since 30/06/2019

- Valuation
- Acquisition cost (AEM)



Valuation of the entire portfolio (as of 31/12/2019) *

+ 7,86 %



* Difference between the purchase price deed in hand and the valued amount .

Milestones of fiscal year 2019

The year 2019 was marked by a significant start of Everest One's investments, which carried out substantial operations in the third and fourth quarters, thus bringing to two the total recorded investments for the year, for a potential valued amount of €28.500.000.



The two invested real estate assets have a valuation higher than the acquisition cost, which is explained by the meticulous sourcing of the properties when purchased.

Acquisitions 2019

A photograph of a modern glass skyscraper at dusk, with a teal color overlay. The building features a prominent glass facade and a cantilevered upper section. In the foreground, there are blurred light trails from a moving vehicle on a road. The overall scene is captured in a long-exposure shot, creating a sense of motion and modernity.

Geographical area

Everest One's portfolio is located on **major strategic axes** in the federal states of Hesse and North Rhine-Westphalia.



Germany is a **decentralized country**, organized into Länder (16 Länder). This decentralization means that **the population is more dispersed therefore resulting in many dynamic large cities and towns.**

Portfolio overview

Key figures of the assets



Number of assets
2



Number of tenants
13



Total rent/year (excl. taxes and charges)
1.786.633,00 €



Usable area
22.307 sqm

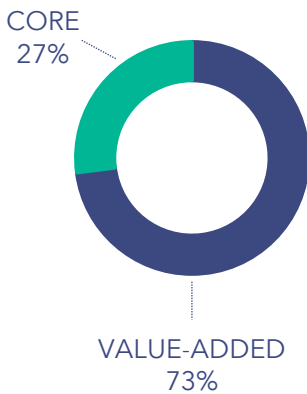


Average price per sqm upon acquisition
1.158,62 €



Potential portfolio valuation
28.500.000,00 €

Investment classification



CORE
Assets benefiting from stable cash flows with firm leases of more than 6 years. Low valuation potential.

VALUE-ADDED
Assets with significant valuation potential.

Timeline



End of collection period
06/2023



Investment period
2019-2024



Fund termination
8 years, i.e. 2027



100% Commercial **22.307 sqm**

Acquisition details

ALSFELD



Location



The Land of Hesse has the highest density of industries in Germany, in particular the chemical and pharmaceutical industries.

The Land of Hesse has a GDP of 279 billion euros and is Germany's fifth largest Land with a per capita GDP of 44.804 euros.

Valuation potential

The valuation potential lies in the price per sqm of rental space, which is undervalued by around 25% compared to the market.

As the tenant has been in place since 1984, the rent has not been correctly revalued over time.


Key figures of the asset

Asset class  **Commercial**

Usable area of the asset  **8.918 sqm**

Current total rent / year (excl. taxes and charges)  **422.643,00 €**

Tenant  **Roller**

Acquisition cost (AEM)  **5.651.000,00 €**

Price / sqm at acquisition  **633,66 €**

Rent allocation



Return on acquisition (AEM)

7,48 %

Acquisition details

LIPPSTADT



Location







The investment is located in the city of Lippstadt in North Rhine-Westphalia, a federal state in Western Germany.

It is Germany's most populous and economically strongest federal state, thanks in part to the Ruhr region.

Valuation potential

The valuation potential is in the vacant space of 720 sqm on the level of the shops. No work to be planned on the whole building. The potential rent is 50.000 euros annual + annual indexations, that is to say a potential rent increase of 5%.

Key figures of the asset

| | | |
|---|---|-------------------------------------|
| Asset class |  | Commercial / Cinema |
| Usable area of the asset |  | 13.389 sqm |
| Current total rent / year (excl. taxes and charges) |  | 1.363.990,00 € |
| Tenant |  | Cineplex, KIK, Deichmann ... |
| Acquisition cost (AEM) |  | 20.194.414,00 € |
| Price / sqm at acquisition |  | 1.508,28 € |

Rent allocation



Return on acquisition (AEM)

6,75 %



Financial statements 2019

Accounts and notes

1. Background information

Everest One (the "Fund") is a company limited by shares, established in Luxembourg and registered under the Luxembourg law of 23 July 2016 (the "RAIF Law") as an open-ended collective investment scheme - Reserved Alternative Investment Fund ("RAIF"). It also qualifies as an Alternative Investment Fund ("AIF") under the AIFM law.

The registered office of the Fund is located at 25C, Boulevard Royal, L-2449 Luxembourg, Grand Duchy of Luxembourg and is registered in the Luxembourg Trade and Companies Register under number B 233 886.

The Fund was incorporated in Luxembourg on 16 April 2019 for a limited period of 8 years as from the First Subscription Day with the possibility of extending it for two (2) successive periods of one (1) year each.

The Company's main objective is to build up a real estate portfolio in Germany through investments primarily in commercial real estate (shopping centers, retail parks, office buildings) and office space, and then more opportunistically in hotels and apart-hotels, healthcare facilities (senior residences) and residential real estate.

The General Partner is Everest Fund Management S.à r.l., a limited liability company, organized and established under the laws of Luxembourg on 16 April 2019 with a share capital of €12.000,00. The General Partner is registered with the Luxembourg Trade and Companies Register under number B 233 729.

The General Partner has appointed Fuchs Asset Management S.A., a public limited company established in Luxembourg and registered under Luxembourg law, as Alternative Investment Fund Manager (the "AIFM") to carry out the portfolio and risk management of the Fund.

The fiscal year of the Fund shall begin on January 1 and end on December 31 of each calendar year. The first fiscal year began on 16 April 2019 (date of Establishment) and ended on 31 December 2019.

The fund invests mainly in real estate assets that are already rented, generating immediate

minimum income and in line with the management objective, with a view to revitalizing these buildings and re-evaluating their rental terms and conditions in the long term.

2. Accounting principles and methods

The Financial Statements are presented in EUR and have been prepared in accordance with Luxembourg legal and regulatory requirements relating to investment funds («Luxembourg GAAP»).

2.1. Valuation of investments and other assets

Securities held in a portfolio of companies are evaluated at their fair value.

Changes in fair value are recorded in the statements of operations and changes in net assets.

The value of the fund's assets is determined as follows:

- (i) The value of assets in cash or on deposit, bills and notes payable on demand, accounts receivable, prepaid expenses, dividends and interest provisioned and due but not yet received, shall constitute the total value of such assets, unless it is unlikely that payment will be made, in which case the value shall be determined by deducting the estimated amount appropriate to reflect the true value of such assets;
- (ii) All negotiable securities and money market instruments listed or traded on a stock exchange or any other regulated market shall be valued on the basis of the last available price, unless this price is not representative, in which case the value of this asset shall be determined on the basis of the fair value which shall be estimated by the AIFM with the approval of the managing general partner;
- (iii) The financial instruments and securities held by the Fund are valued by the AIFM in accordance with the methods and criteria recommended by the INREV and in accordance with the Luxembourg accounting regulations applicable to the Fund. In the event that the INREV changes its recommendations, the AIFM will amend these valuation methods and criteria accordingly. In this case, the changes made must be mentioned in the annual report to shareholders.

- (iv) Each property (other than financial interests in property companies) shall be valued at least once a year by an independent expert appointed jointly by the AIFM and the managing general partner and in principle (but without obligation) an independent valuation of any asset shall be carried out by an independent expert appointed jointly by the AIFM and the managing general partner at the time of the acquisition of that asset ; these independent valuations will then be reviewed and validated - subject to adjustments, if any - by the AIFM and the managing general partner, 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 foreseeable realizable value which will be estimated prudently and in good faith by the AIFM with the approval of the managing general partner, in accordance with generally accepted valuation principles and procedures.

The managing general partner may, at its discretion, allow the use of an alternative valuation method if it believes that such valuation better reflects the fair value of any of the Fund's assets.

2.2 Incorporation and set-up costs

Incorporation and set-up fees are accounted for at their acquisition cost and are depreciated on a straight-line basis over 5 years.

2.3. Currency conversion

The annual accounts of the Fund are expressed in euros.

The value of all assets and liabilities expressed in a currency other than the euro will be converted into euros at a last rate established by major financial institutions. If such quotations are not available, the exchange rate will be determined in good faith in accordance with the procedures established by the General Partner.

The cost of financial fixed assets expressed in a currency other than the euro is converted into euros at the exchange rate applicable at the time of acquisition.

Bank accounts, other net assets and the market value of investments in securities expressed in a currency other than the euro are translated into euros at the exchange rate applicable at the balance sheet date.

Income and expenses expressed in a currency other than the euro are converted into euros at the exchange rate prevailing at the date of the transaction.

2.4. Revenues

Dividends from portfolio investments are recorded when declared, net of any withholding tax. Interest income is accounted for on an accrual basis. Tax on investment income for which no relief is available is treated as an expense.

Interest receivable on short-term deposits and temporary investments is accrued to the end of the year. Gains and losses arising from changes in fair value are recognized directly in the income statement.

2.5. Debts

Debts are accounted for at their redemption value. When the amount to be repaid is higher than the amount received, the difference is recognized in the income statement when the debt is issued.

2.6. Capitalized costs

Capitalized costs are recorded on the balance sheet as assets at their historical cost. These capitalized costs will be depreciated from the end of the subscription period to the end of the life of the Fund.

2.7. Provisions and off-balance sheet commitments

Provisions will be adequately estimated by the fund and charged to the fund and off-balance sheet commitments will eventually be taken into account on the basis of fair and prudent criteria.

2.8 Taxation

In accordance with the legislation in force in Luxembourg, the Fund is exempt from corporate income tax, municipal business tax and wealth tax. Dividends (if any) are exempt from withholding tax.

However, the Fund is liable in Luxembourg for a subscription tax at a rate of 0,01% per year of its net assets, this tax being payable quarterly, calculated on the basis of the total net assets of the Fund at the end of the quarter in question.

No stamp duty or other tax is payable in Luxembourg on the issue of shares of the Fund.

Net assets statement as of 31 December 2019

| Assets | Note * | 31/12/2019 (K €) |
|---|-------------|------------------|
| Incorporation expenses, net of depreciation | 2.2. | 92 |
| Capitalized costs | 2.6. | 2.351 |
| Investments at fair value | 2.1. | 2.795 |
| Loans | 2.1. | 10.743 |
| Treasury | 2.1. | 7.278 |
| Other receivables | 2.1. | 1.351 |
| Total assets | | 24.610 |
| Liabilities | | |
| Other liabilities | 2.5. & 2.7. | 1.218 |
| Total liabilities | | 1.218 |
| Total net assets | | 23.392 |

* Notes refer to headings on pages 19 and 20.

Evolution of the number of shares

| | 2019 |
|---|--------------------|
| Managing General Partner shares | |
| Number of shares as of 16/04/2019 | 1,0000 |
| Evolution of the number of shares over 2019 | 0,0000 |
| Number of MGP shares as of 12/31/2019 | 1,0000 |
| Class A1 shares | |
| Number of shares as of 16/04/2019 | 0,0000 |
| Evolution of the number of shares over 2019 | 10.629,9980 |
| Number of class A1 shares as of 31/12/2019 | 10.629,9980 |
| Class A2 shares | |
| Number of shares as of 16/04/2019 | 0,0000 |
| Evolution of the numbers of shares over 2019 | 400,0000 |
| Number of class A2 shares as of 31/12/2019 | 400,0000 |
| Class S shares | |
| Number of shares as of 16/04/2019 | 0,0000 |
| Evolution of the number of shares over 2019 | 10.400,0000 |
| Number of class S shares as of 31/12/2019 | 10.400,0000 |
| Class C shares | |
| Number of shares as of 16/04/2019 | 0,0010 |
| Evolution of the number of shares over 2019 | 0,0000 |
| Number of class C shares as of 31/12/2019 | 0,0010 |

Evolution of the net asset value per share

| | 31/12/2019 |
|---|------------|
| Net asset value in € per share (Managing General Partner) | 1,0000 |
| Net asset value in € per share (class A1) | 1.104,0100 |
| Net asset value in € per share (class A2) | 1.098,6100 |
| Net asset value in € per share (class S) | 1.078,5300 |
| Net asset value in € per share (class C) | 1.140,0000 |

Profit and loss account as of 31 December 2019

| Income | Note * | 31/12/2019 (K €) |
|--|--------|------------------|
| Interest income | 2.4. | 220 |
| Total income | | 220 |
| Expenses | | |
| Depreciation of incorporation expenses | 2.2. | (13) |
| Administrative expenses | | (4) |
| Business expenses | | (68) |
| Management fees | | (147) |
| Operating expenses and subscription management | | (428) |
| AIFM fees | | (30) |
| Other expenses | | (8) |
| Total expenses | | (698) |
| Unrealized gain on fixed assets | 2.4. | 2.763 |
| Net income | | 2.285 |

* Notes refer to headings on pages 19 and 20.

Variation in net assets as of 31 December 2019

| Variation in net assets | 31/12/2019 (K €) |
|------------------------------------|------------------|
| Net assets as of 16/04/2019 | 0 |
| Net income as of 31/12/2019 | 2.285 |
| Capital increase | 21.430 |
| Distributed dividends | (323) |
| Net assets as of 31/12/2019 | 23.392 |

Incorporation expenses

Incorporation fees include incorporation expenses and other expenses related to the establishment of the fund.

| Incorporation expenses net of depreciation | 31/12/2019 (K €) |
|---|------------------|
| Incorporation fees as of 16/04/2019 | 0 |
| Acquisitions in 2019 | 105 |
| Depreciation as of 26/04/2019 | 0 |
| Depreciation in 2019 | (13) |
| Incorporation expenses net of depreciation | 92 |

Treasury

As of 31 December 2019, treasury resources amounted to EUR 7.3 million deposited in the bank account opened with EFG Bank (Luxembourg) S.A.

Fixed assets

| Fixed assets | % of holding | Acquisitions in 2019 (K €) | Acquisition cost as of 31/12/2019 (K€) | Value adjustment in 2019 (K €) | Value adjustment as of 31/12/2019 (K €) | Net book value as of 31/12/2019 (K €) |
|---------------------------|--------------|----------------------------|--|--------------------------------|---|---------------------------------------|
| Everest Finco S.à r.l. | 100% | 12 | 12 | (12) | (12) | 0 |
| Everest P1 GmbH & Co Kg | 100% | 10 | 10 | 24 | 24 | 34 |
| Everest P3 GmbH & Co Kg | 100% | 10 | 10 | 2.751 | 2.751 | 2.761 |
| Total fixed assets | | 32 | 32 | 2.763 | 2.763 | 2.795 |

Loans

| Loans | Interest rate | Maturity | Increase in 2019 (K €) | Nominal value in 2019 (K €) | Value adjustment in 2019 (K €) | Value adjustment as of 31/12/2019 (K €) | Net book value as of 31/12/2019 (K €) |
|---------------------------|---------------|------------|------------------------|-----------------------------|--------------------------------|---|---------------------------------------|
| Alsfeld loan | 6% | 16/07/2024 | 5.640 | 5.640 | - | - | 5.640 |
| Lippstadt loan | 6% | 25/09/2024 | 5.103 | 5.103 | - | - | 5.103 |
| Total fixed assets | | | 10.743 | 10.743 | - | - | 10.743 |

Other receivables

As of 31 December 2019, other receivables consist of the following:

| Other receivables | 31/12/2019 (K €) |
|-------------------------------------|------------------|
| Amounts receivable on subscriptions | 1.250 |
| Loan interests | 101 |
| Total | 1.351 |

Other liabilities

As of 31 December 2019, the "other liabilities" account consists of the following items:

| Other liabilities | 31/12/2019 (K €) |
|--|------------------|
| Operating expenses and subscription management | 200 |
| Financing costs | 168 |
| Distribution costs | 700 |
| Management fees | 44 |
| Depositary fees | 17 |
| AIFM fees | 8 |
| Administrative expenses | 30 |
| Audit expenses | 18 |
| Transfer agent fees | 4 |
| Amounts due to shareholders | 21 |
| Other liabilities and subscription tax | 8 |
| Total | 1.218 |

Business expenses

| Business expenses | 31/12/2019 (K €) |
|---------------------|------------------|
| Audit expenses | 18 |
| Accounting fees | 27 |
| Depositary fees | 17 |
| Legal fees | 3 |
| Transfer agent fees | 4 |
| Total | 69 |

Management fees

In consideration for management services performed for the benefit of the Fund, the General Partner is remunerated by annual management fees, payable quarterly and equal to:

- 1.30% of the gross asset value relating to class A shares;
- 1% of the gross asset value of class S shares.

For the financial year ending 31 December 2019, the management fees amount to €147.068,99.

AIFM fees

The remuneration of the AIFM is calculated on the basis of the gross assets of the Fund and payable quarterly as follows, with a minimum of €20.000,00 per year:

- Up to EUR 25 Million: 0,10% of the gross assets;
- From €25 M to €50 M: 0,08% of gross assets;
- From €50 M to €125 M: 0,06% of gross assets;
- From €125 M to €250 M: 0,05% of gross assets;
- More than €250 Million: 0,04% of gross assets.

For the financial year ending 31 December 2019, the AIFM's expenses amount to €29.780,82.

Capital

The Fund was initially set up with a capital of €30.000,00 represented by 1 share of the General Partner, 1 class C share and 29.998 class A shares.

During the subscription period and in accordance with the prospectus, 2 categories of shares will be available to investors:

- Class A shares reserved for informed investors as defined in Article 2 of the Luxembourg law of 23 July 2016 relating to RAIFs, with a minimum subscription of €250.000,00. class A shares are available in 2 sub-categories:
 - (i) Class A1 shares whose A dividend will be distributed quarterly;
 - (ii) Class A2 shares whose A dividend will be reinvested (capitalized) quarterly.
- Class S shares reserved for any well-informed investor as defined in Article 2 of the Luxembourg law of 23 July 2016 relating to RAIFs with a minimum subscription of €1.000.000,00 and whose subscription must take place before 30 June 2020 (or at a subsequent date) subject to the agreement of the active partner manager.

Post-closing events

As of 29 January 2020, the Fund has incorporated MIMCO Real Estate Holding S.à r.l., a company incorporated under Luxembourg law which will itself be a shareholder of MIMCO Real Estate Holding SE & Co. Kg, a company incorporated under German law. On 15 May 2020, the Fund transferred 100% of its shares in Everest P1 GmbH and Everest P3 GmbH to the German entity.

On 29 June 2020, the Fund dissolved Everest FINCO, one of its holdings.

There are no other significant post-closing events.

Management report



Auditor's general report

Opinion

We have audited the financial statements of Everest One S.C.A. SICAV-RAIF (the "Fund") which comprise the statement of net assets for the period from 16 April 2019 (date of incorporation) to 31 December 2019, 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 and of each of its Sub-Fund as of 31 December 2019, and of the results of its operations and changes in its net assets for the period from 16 April 2019 (date of incorporation) to 31 December 2019 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 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 Ethics Standards Board for Accountants' Code of Ethics for Professional 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. The individuals charged with governance are responsible for overseeing the Fund's financial reporting process.

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 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 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.

By Ernst & Young Luxembourg

Resolutions of the 2019 General Meetings



Resolutions of the 2019 General Meetings

All the proposed resolutions have been approved by the directors of the Fund and approved by the Management Company.

First minutes of the management board meeting held in Luxembourg on 11 June 2019.

Pursuant to the General Meeting held on 11 June 2019, pursuant to the articles of association of the company the undersigned, acting in the name and on behalf of Everest Fund Management S.à r.l., as a General Partner of the Fund Everest One SCA SICAV RAIF, being all the managers of the company hereby resolve:

That the Fund Everest One SCA SICAV RAIF will inform Credit Suisse with sufficient lead time and more exactly with redemption notice period + 6 months prior to changing its tax regime to a US tax transparent structure.

It is hereby certified by the undersigned that the foregoing resolution was duly passed by the Board of managers of the above-named Company, acting as General Partner of the Fund Everest One SCA SICAV RAIF, on the 11th day of June 2019, in accordance with the articles of association of the Company and the laws and by-laws governing the Company and that said resolution has been duly recorded in the Minute Book and is in full force and effect.

Second minutes of the management board meeting held in Luxembourg on 18 June 2019.

Pursuant to the General Meeting held on 18 June 2019, the Company acts both in its own name and for its own account and as general partner (the General Partner) of Everest One S.C.A. SICAV-RAIF, an open-ended collective investment scheme - alternative investment fund reserved in the form of a limited partnership limited by shares, established and existing under Luxembourg law, having its registered office at 25C Boulevard Royal L2449 Luxembourg, and registered with the Luxembourg Trade and Companies Register under number B 233886 (Everest One or the RAIF), incorporated on 16 April 2019 and subject to the law of 23 July 2016 on reserved alternative investment funds (the RAIF Law) decides to authorize Mr. Christophe

NADAL to sign alone the distribution contracts of Everest One SICAV RAIF and to initiate alone and to proceed alone to the payment of the invoices related to the mentioned distribution contracts.

Third minutes of the management board meeting held in Luxembourg on 15 July 2019.

Pursuant to the General Meeting held on 15 July 2019, Everest Fund Management S.à r.l. acting as general partner of Everest One S.C.A. SICAV-RAIF decided to carry out the due diligence required in connection with the investment of the RAIF (the Investment) in a retail Park located in ALSFELD (36304), Germany, located at Grünberger Strasse 107, with a built surface area of 8.918 sqm on a land surface of 10.188 sqm, and 70 of parking space, an annual rent of €422.643 (excluding taxes and charges) and a total purchase price of approximately € 5.651.000 including deed in hand costs (ALSFELD Project); and to submit the results of the due diligence as well as the draft purchase offer to the Investment Committee of the RAIF (the Investment) for a final investment decision. The investment will be carried out through an indirect holding with the company Everest P1 GmbH & Co.KG having its registered office in Berlin (Germany), business address: Hohenzollerndamm 133, 14199 Berlin, registered in the commercial register of Charlottenburg (Berlin) under the number HRA 55794 B.

Fourth minutes of the management board meeting held in Luxembourg on 1 August 2019.

Pursuant to the General Meeting held on 1 August 2019, Everest Fund Management S.à r.l. acting as general partner of Everest One S.C.A. SICAV-RAIF decided to accept the subscription "EDMOND DE ROTHSCHILD (EUROPE) S. A ref 102331089" in class S, for an amount of € 400.000,00 (instead of the minimum of € 1.000.000) and to integrate it into the NAV of 1 July 2019, in accordance with the option provided for in article 6.2, (ii) of the Prospectus.

Resolutions of the 2019 General Meetings (...)

Fifth minutes of the management board meeting held in Luxembourg on 9 September 2019.

Pursuant to the General Meeting held on 9 September 2019, Everest Fund Management S.à r.l. acting as general partner of Everest One S.C.A. SICAV-RAIF has decided to allocate the shares on the basis of an issue price of €1.000 per unit to all investors entering even after the first valuation date, i.e. as from 30/09/2019. This clarification is notably reported in the modification of the RAIF Prospectus which is currently in progress. It should be noted that this amendment to the Prospectus relating to the allocation of the number of units does not affect the economic interests of the shareholders as the Fund's return and performance are calculated solely on the basis of the capital invested and not on the basis of the number of units held by the shareholders.

Sixth minutes of the management board meeting held in Luxembourg on 25 September 2019.

Pursuant to the General Meeting held on 25 September 2019, Everest Fund Management S.à r.l., acting as general partner of Everest One S.C.A. SICAV RAIF, decided to carry out the due diligence required in connection with the investment of the RAIF (the Investment) in a commercial area located in LIPPSTADT (59557), Germany, located at Neues Südertor, Südertor 2 Konrad-Adenauer-Ring, with a built surface area of 13.388 sqm on a land area of 12.844 sqm, and 318 parking spaces, an annual rent of €1.363.990 per year (excluding taxes and charges) and a total purchase price of approximately €20.102.875 including deed in hand (LIPPSTADT project); and to submit the results of the due diligence and the draft purchase offer to the RAIF investment committee with a view to taking a final investment decision. The investment will be carried out through indirect shareholding with the company Everest P3 GmbH & Co.KG having its registered office in Berlin (Germany), business address: Hohenzollerndamm 133, 14199 Berlin, registered in the commercial register of Charlottenburg (Berlin) under the number HRA 55803 B.

Seventh minutes of the management board meeting held in Luxembourg on 7 October 2019.

Pursuant to the General Meeting held on 7 October 2019, Everest Fund Management S.à r.l. acting as general partner of Everest One S.C.A. SICAV-RAIF decided to accept the following subscriptions with a date of entry into force on 30/09/2019, in accordance with the option provided for in article 6.3, (b) (c) (d) of the RAIF Prospectus:

Account 401293, Clearstream Banking S.A. AFS UBS Switzerland AG - 190990 (UBS Monaco), class A1, Amount €500.000,00;

Account 401298, CA Indosuez Wealth (Europe), (Swiss Life Luxembourg S.A.), class A1, Amounts €257.500,00 and €257.500,00;

Account 401304, Société Générale Bank & Trust / Generali Vie, class A1, Amount €250.000,00;

Account 401309, EFG Bank AG designated "P. Joubert", class A1, Amount €250.000,00;

Account 401287, Banque de Luxembourg, (Curulla Domenico), class A1, Amount €250.000,00;

Account 401294, Clearstream Banking S.A. AFS EDR Monaco 196500 (EDR Monaco Ornella Miscioscia), class A1, Amount €500.000,00.

Eighth minutes of the management board meeting held in Luxembourg on 24 October 2019.

Pursuant to the General Meeting held on 24 October 2019, Everest Fund Management S.à r.l. acting as general partner of Everest One S.C.A. SICAV-RAIF decided to accept the following subscriptions, in accordance with the option provided for in Article 6.2 (i) of the Prospectus, namely:

A subscription FS/NATIXIS PRIV BK/ CUSTOMERS (Fundsettle - Euroclear AO REF: TBC, Fundsettle Order number C3L1U837/ Natixis Wealth Management Lux), class A1, for an amount of €125.000 (instead of the minimum amount of €250.000);

Two Lombard International Assurance subscriptions, class A1, for €125.000 and €125.000 (instead of a minimum of €250.000 for each).

Resolutions of the 2019 General Meetings (...)

Continuation of the eighth minutes of the management board meeting held in Luxembourg on 24 October 2019.

And also to accept the following subscriptions with an effective date of 30/09/2019, as having been initiated before 30/09, in accordance with the option provided for in Article 6.3, (b) (c) (d) of the RAIF Prospectus:

FS/NATIXIS PRIV BK/ CUSTOMERS (Fundsettle - Euroclear AO REF - HICH746J, Order number F9F3W9H2 / Natixis Wealth Management Lux), class A1, Amount €400.000;

FS/NATIXIS PRIV BK/ CUSTOMERS (Fundsettle - Euroclear AO REF: TBC, Fundsettle Order number C3L1U837/ Natixis Wealth Management Lux), class A1, Amount €125.000 ;

Lombard International Assurance, class A1, Amounts: €125.000 and €125.000.

Ninth minutes of the management board meeting held in Luxembourg on 21 November 2019.

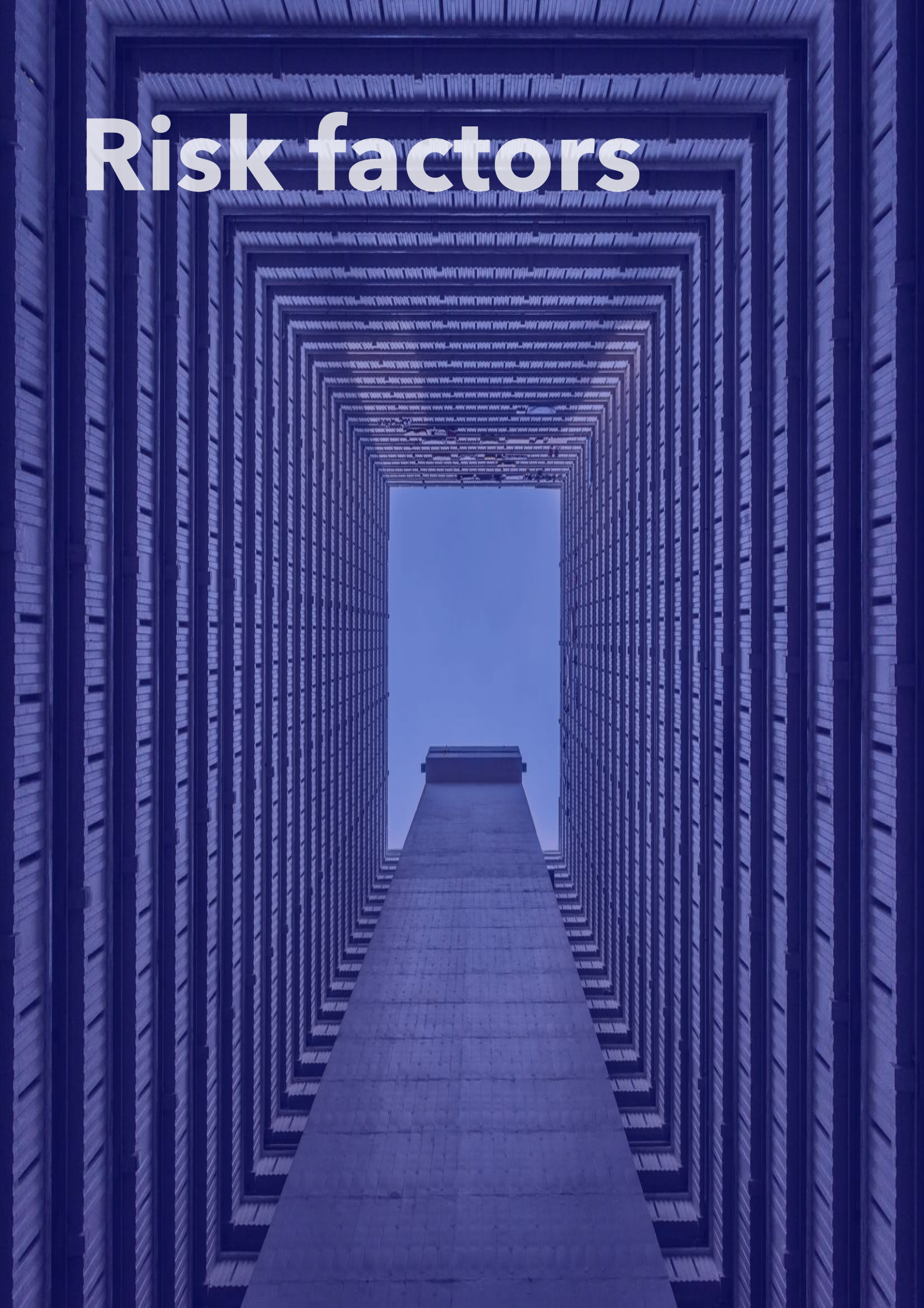
Pursuant to the General Meeting held on 21 November 2019, Everest Fund Management S.à r.l. acting as general partner of Everest One S.C.A. SICAV-RAIF has decided to authorize the reimbursement of €7.500 of entry fees received in error with the subscription: account 401298 CA Indosuez Wealth (Europe) - Swiss Life Lux S.A., class A1, Amount €250.000, NAV Date 30/09/2019.

Tenth minutes of the management board meeting held in Luxembourg on 27 November 2019.

Pursuant to the General Meeting held on 27 November 2019, Everest Fund Management S.à r.l., acting as general partner of Everest One S.C.A. SICAV-RAIF, decided to pay a fixed quarterly interim dividend of 5% for the 3rd and 4th quarters of 2019 in accordance with the provisions of the RAIF Prospectus to shareholders whose AML/KYC file has been validated by the Compliance Department of EFG Luxembourg. EFG Luxembourg will pay interim dividends as and when it receives complete Compliance files for accounts not yet opened/unlocked. The Management Board has decided to sign all the documents relating thereto and to give full powers to the Managers, with the option to act together or separately, and to EFG Luxembourg in particular to finalize, as and when required, the payment of interim dividends for accounts not yet opened/unlocked.

The minutes of the General Meetings are drawn up in French and translated into English for the purposes of this report. Nevertheless, in the event of a legal disagreement, the French version shall prevail (except for the first minutes drawn in English).

Risk factors



Disclaimers

1. Investment risks

Investors who plan to purchase shares of the Everest One real estate fund should consider the specific, non-exhaustive risk factors set out below. Such risks, alone or combined, may negatively affect the income and profitability estimates of the fund and lead to a decrease in the value of shares.

2. Dependency on economic developments

Everest One mainly invests in commercial and corporate real estate in Germany and in the EU area. The fund may also invest in residential real estate. The fund is therefore dependent on the economic development and the general economic framework conditions. For example, a poor economic development can lead to many properties owned by the fund remaining vacant.

3. Limited liquidity and portfolio expansion

The real estate markets in Germany and in the EU area have limited liquidity, particularly with regard to large properties. This can have negative effects on price development. There is a risk that short-term sales and/or purchases of large-scale properties may, depending on the market situation, sometimes not be possible or only be possible through price concessions.

There is a risk that your investment will not be fully exposed to the real estate market because of a lack of opportunity to acquire properties. There is also a risk that you will not be able to sell the assets or that you will be able to sell them at such a discount that the expected return cannot be achieved or that the sale of shares may be limited. This would also have a direct effect on the investment return and the tax value of the fund share at the end of the year.

4. Increase in rates

Changes in interest rates, particularly mortgage rates as well as inflation and/or inflation expectations, may have a negative impact on the value of real estate, on the growth in rental income and on financing costs. However, in accordance with the investment fund agreement, the maximum debt ratio must not exceed 80 % of the market value of all properties.

5. Environmental risks

The fund management company examines the properties at the time of acquisition in order to identify environmental risks. If recognizable and significant environmental problems are identified, these are taken into account when calculating anticipated costs and reflected on the property sale price. They are covered by an agreement with the seller, according to which the latter releases the fund from any liability in the event that damage occurs that would result in the renunciation of the purchase of the property.

However, there is a risk that contaminated sites may not be immediately identified and only later be discovered. The existence of such sites can result in significant unforeseen remediation costs that will impact the valuation of the fund's assets and shares.

This document refers to the shares of Everest One SCA SICAV-RAIF under Luxembourg law. This document has no contractual value. It is provided for information purposes only and does not constitute an offer to sell, an incentive to invest or financial investment advice. No investment decision should be made on the basis of this document.

This document is not intended and may not be used by persons who are not qualified Luxembourg investors or who are subject to a jurisdiction whose regulations do not allow them to receive this type of document. In the event of a disagreement, only the Luxembourg courts will be competent.

Prior to subscription, subscribers must ensure that their profile, financial situation and objectives are in line with the product and must also read the Prospectus. This document is available from Everest One, 25C Boulevard Royal L-2449 Luxembourg and from Fuchs Asset Management, 49 Boulevard Prince Henri L-1724 Luxembourg. The information contained in this document is provided by Everest One.

Despite efforts undertaken by Everest One when producing this information, errors or omissions may nevertheless occur. Everest One rejects any liability regarding this information and for any use which may be made of it. The opinions expressed herein constitute the view of Everest One at the time of drawing up the document and are subject to change without notice.

Everest One is under no obligation to keep them up to date or to modify them. Investors are advised to consult their own legal, tax and financial advisers in the light of the regulatory, domiciliary tax and accounting considerations applicable to them before investing in Everest One shares in order to determine the suitability and consequences of their investment, provided that they are authorized to do so.

Indeed, Everest One cannot be held liable for any guarantee as to the adequacy, relevance or profitability of a specific investment for the portfolio of an investor or future investor.

The value of investments in Everest One's shares is likely to, by nature, increase or decrease, depending in particular on Everest One's investment objectives or strategies and economic and market conditions.

Investing in Everest One can lead to a risk of capital loss. Given economic and market risks, no guarantee can be given that Everest One will achieve its investment objectives.

EVEREST ONE COMMITMENT

Exigency
Expertise
Performance

EVEREST ONE SICAV-RAIF

SCA / Company limited by shares
SICAV / Open-ended collective investment scheme
RAIF / Reserved Alternative Investment Fund
Registered office: 25C Boulevard Royal L-2449 Luxembourg
RCS Luxembourg: B 233 886

GENERAL PARTNER

Everest Fund Management S.à r.l.
25C Boulevard Royal L-2449 Luxembourg
RCS Luxembourg: B 233 729

INVESTMENT COMMITTEE

| | |
|----------------------|-------------------------|
| Bernd Von Manteuffel | Everest Fund Management |
| Christophe Nadal | Everest Fund Management |
| Timothé Fuchs | Fuchs Asset Management |
| Michael Verschuure | Fuchs Asset Management |

FUND MANAGER

Fuchs Asset Management
CSSF certified
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REAL ESTATE EXPERT

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