

BH Meraki UAB

FINANCIAL STATEMENTS OF THE COMPANY FOR 2021,
PREPARED IN ACCORDANCE WITH
LITHUANIAN BUSINESS ACCOUNTING STANDARDS

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Independent Auditor's Report

To the Shareholders of BH Meraki UAB

Opinion

We have audited the financial statements of BH Meraki UAB ("the Company"). The Company's financial statements comprise:

- the balance sheet as at 31 December 2021
- the income statement for the year then ended,
- the statement of changes in equity for the year then ended,
- the cash flow statement for the year then ended, and
- the notes to the financial statements, comprising significant accounting policies and other explanatory information.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31 December 2021, and of its financial performance and its cash flows for the year then ended in accordance with Business Accounting Standards of the Republic of Lithuania.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code) together with the requirements of the Law on Audit of Financial Statements of the Republic of Lithuania that are relevant to audit in the Republic of Lithuania, and we have fulfilled our other ethical responsibilities in accordance with the Law on Audit of Financial Statements of the Republic of Lithuania and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The other information comprises the information included in the Company's annual management report, but does not include the financial statements and our auditor's report thereon. Management is responsible for the other information.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

In addition, our responsibility is to consider whether information included in the Company's annual management report for the financial year for which the financial statements are prepared is consistent with the financial statements and whether annual management report has been prepared in compliance with applicable legal requirements. Based on the work carried out in the course of audit of financial statements, in our opinion, in all material respects:

- The information given in the Company's annual management report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- The Company's annual management report has been prepared in accordance with the requirements of the Law on Financial Reporting by Undertakings of the Republic of Lithuania.

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

Management is responsible for the preparation of the financial statements that give a true and fair view in accordance with Business Accounting Standards of the Republic of Lithuania, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs 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 ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

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



auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

On behalf of KPMG Baltics, UAB

Ieva Voverienė
Certified Auditor

Vilnius, the Republic of Lithuania
29 April 2022

The electronic auditor's signature applies only to the Independent Auditor's Report on pages 3 to 5 of this document.

BALANCE SHEET

| | Notes | 31-12-2021 | 31-12-2020 |
|---|-------|-------------------|------------------|
| ASSETS | | | |
| A. NON-CURRENT ASSETS | | 13,710,419 | 6,602,246 |
| 1. INTANGIBLE ASSETS | | - | - |
| 1.1. Assets arising from development | | - | - |
| 1.2. Goodwill | | - | - |
| 1.3. Software | | - | - |
| 1.4. Concessions, patents, licenses, trademarks and similar rights | | - | - |
| 1.5. Other intangible assets | | - | - |
| 1.6. Advance payments | | - | - |
| 2. TANGIBLE ASSETS | | 13,594,825 | 6,548,032 |
| 2.1. Land | | - | - |
| 2.2. Buildings and structures | | - | - |
| 2.3. Machinery and plant | | - | - |
| 2.4. Vehicles | | - | - |
| 2.5. Other fixtures, fittings and tools | | - | - |
| 2.6. Investments property | | - | - |
| 2.6.1. Land | | - | - |
| 2.6.2. Buildings | | - | - |
| 2.7. Advance payments and tangible assets under construction (production) | 3 | 13,594,825 | 6,548,032 |
| 3. FINANCIAL ASSETS | | - | - |
| 3.1. Shares in group entities | | - | - |
| 3.2. Loans to group entities | | - | - |
| 3.3. Amounts receivable from group entities | | - | - |
| 3.4. Shares in associated entities | | - | - |
| 3.5. Loans to associated entities | | - | - |
| 3.6. Amounts receivable from the associated entities | | - | - |
| 3.7. Long-term investments | | - | - |
| 3.8. Amounts receivable after one year | | - | - |
| 3.9. Other financial assets | | - | - |
| 4. OTHER NON-CURRENT ASSETS | | 115,594 | 54,214 |
| 4.1. Deferred tax asset | 14 | 115,594 | 54,214 |
| 4.2. Biological assets | | - | - |
| 4.3. Other assets | | - | - |
| B. CURRENT ASSETS | | 462,922 | 247,431 |
| 1. INVENTORY | | - | - |
| 1.1. Raw materials, materials and consumables | | - | - |
| 1.2. Production and work in progress | | - | - |
| 1.3. Finished goods | | - | - |
| 1.4. Goods for resale | | - | - |
| 1.5. Biological assets | | - | - |
| 1.6. Non-current tangible assets held for sale | | - | - |
| 1.7. Advance payments | | - | - |
| 2. AMOUNTS RECEIVABLE WITHIN ONE YEAR | | 12,206 | 220,305 |
| 2.1. Trade debtors | | 3,435 | 2,684 |
| 2.2. Amounts receivable from group entities | | - | - |
| 2.3. Amounts receivable from associates entities | | - | - |
| 2.4. Other amounts receivable | 4 | 8,771 | 217,621 |
| 3. SHORT-TERM INVESTMENTS | | - | - |
| 3.1. Shares in group entities | | - | - |
| 3.2. Other investments | | - | - |
| 4. CASH AND CASH EQUIVALENTS | 5 | 450,716 | 27,126 |
| C. DEFERRED COSTS AND ACCRUED INCOME | 6 | 20,013 | - |
| TOTAL ASSETS | | 14,193,354 | 6,849,677 |

(continued on the next page)

BALANCE SHEET (continued)

| | Notes | 31-12-2021 | 31-12-2020 |
|--|-----------|-------------------|------------------|
| EQUITY AND LIABILITIES | | | |
| D. EQUITY | | 1,335,929 | 1,692,791 |
| 1. CAPITAL | | 2,000,000 | 2,000,000 |
| 1.1. Authorised (subscribed) or primary capital | 7 | 2,000,000 | 2,000,000 |
| 1.2. Subscribed capital unpaid (-) | | - | - |
| 1.3. Own shares (-) | | - | - |
| 2. SHARE PREMIUM ACCOUNT | | - | - |
| 3. REVALUATION RESERVE | | - | - |
| 4. RESERVES | | - | - |
| 4.1. Compulsory reserve or emergency (reserve) capital | | - | - |
| 4.2. Reserve for acquiring own shares | | - | - |
| 4.3. Other reserves | | - | - |
| 5. RETAINED EARNINGS (LOSS) | | (664,071) | (307,209) |
| 5.1. Profit (loss) for the reporting year | | (356,862) | (149,694) |
| 5.2. Profit (loss) brought forward | | (307,209) | (157,515) |
| E. GRANTS, SUBSIDIES | | - | - |
| F. PROVISIONS | | - | - |
| 1. Provisions for pensions and similar obligations | | - | - |
| 2. Provisions related to taxes | | - | - |
| 3. Other provisions | | - | - |
| G. AMOUNTS PAYABLE AND OTHER LIABILITIES | | 12,848,614 | 5,156,011 |
| 1. AMOUNTS PAYABLE AFTER ONE YEAR AND OTHER LONG-TERM LIABILITIES | | 6,112,309 | 3,581,506 |
| 1.1. Debt obligations | | - | - |
| 1.2. Amounts payable to credit institutions | | - | - |
| 1.3. Advances received | | 10,803 | - |
| 1.4. Trade creditors | | - | - |
| 1.5. Amounts payable under the bills and checks | | - | - |
| 1.6. Amounts payable to the group entities | 8 | 6,101,506 | 3,581,506 |
| 1.7. Amounts payable to the associated entities | | - | - |
| 1.8. Other amounts payable and long-term liabilities | | - | - |
| 2. AMOUNTS PAYABLE WITHIN ONE YEAR AND OTHER SHORT-TERM LIABILITIES | | 6,736,305 | 1,574,505 |
| 2.1. Debt obligations | 9 | 3,951,409 | - |
| 2.2. Amounts payable to credit institutions | | - | - |
| 2.3. Advances received | | - | - |
| 2.4. Trade creditors | 10 | 7,738 | 2,766 |
| 2.5. Amounts payable under the bills and checks | | - | - |
| 2.6. Amounts payable to the group entities | 10 | 388,938 | 276,788 |
| 2.7. Amounts payable to the associated entities | | - | - |
| 2.8. Corporate income tax liabilities | | - | - |
| 2.9. Employment obligations | | - | - |
| 2.10. Other amounts payable and short-term liabilities | 10 | 2,388,220 | 1,294,951 |
| H. ACCRUED COSTS AND DEFERRED INCOME | 11 | 8,811 | 875 |
| TOTAL EQUITY AND LIABILITIES | | 14,193,354 | 6,849,677 |

The accompanying notes form an integral part of these financial statements.

| | | |
|--------------------------------------|--------------------|---------------|
| General Director | Laura Kurtinaitytė | 29 April 2022 |
| Authorised person of accounting firm | Alina Kairaitytė | 29 April 2022 |

INCOME STATEMENT

| | Notes | <u>2021</u> | <u>2020</u> |
|--|-------|-------------------------|-------------------------|
| 1. Sales | | - | - |
| 2. Cost of sales | | - | - |
| 3. Changes in fair value of biological assets | | - | - |
| 4. GROSS PROFIT (LOSS) | | <u>-</u> | <u>-</u> |
| 5. Selling expenses | | - | - |
| 6. General and administrative expenses | 12 | (36,338) | (22,309) |
| 7. Other operating results | | - | - |
| 8. Income from investments in the shares of parent, subsidiaries and associated entities | | - | - |
| 9. Income from other long-term investments and loans | | - | - |
| 10. Other interest and similar income | | - | - |
| 11. The impairment of the financial assets and short-term investments | | - | - |
| 12. Interest and other similar expenses | 13 | (381,904) | (153,802) |
| 13. PROFIT (LOSS) BEFORE TAXATION | | <u>(418,242)</u> | <u>(176,111)</u> |
| 14. Corporate income tax | 14 | 61,380 | 26,417 |
| 15. NET PROFIT (LOSS) | | <u><u>(356,862)</u></u> | <u><u>(149,694)</u></u> |

The accompanying notes form an integral part of these financial statements.

| | | |
|---|--------------------|---------------|
| General Director | Laura Kurtinaitytė | 29 April 2022 |
| Authorised person of accounting firm | Alina Kairaitytė | 29 April 2022 |

FINANCIAL STATEMENTS FOR 2021

(in EUR, unless stated otherwise)

STATEMENT OF CHANGES IN EQUITY

| | | | | Revaluation reserve | | Legal reserves | | | Retained earnings (loss) | Total |
|--|---------------------------------------|-----------------------|----------------|-----------------------------|------------------|---|--------------------------|----------------|--------------------------|------------------|
| | Paid up authorised or primary capital | Share premium account | Own shares (-) | Non-current tangible assets | Financial assets | Compulsory reserve or emergency (reserve) capital | For acquiring own shares | Other reserves | | |
| 1. Balance as at 31 December 2019 (unaudited) | 500,000 | - | - | - | - | - | - | - | (157,515) | 342,485 |
| 2. Result of changes in accounting policies | - | - | - | - | - | - | - | - | - | - |
| 3. Result of correcting material errors | - | - | - | - | - | - | - | - | - | - |
| 4. Recalculated balance as at 31 December 2019 (unaudited) | 500,000 | - | - | - | - | - | - | - | (157,515) | 342,485 |
| 5. Increase (decrease) in the value of non-current tangible assets | - | - | - | - | - | - | - | - | - | - |
| 6. Increase (decrease) in the value of effective hedging instruments | - | - | - | - | - | - | - | - | - | - |
| 7. Acquisition (sale) of own shares | - | - | - | - | - | - | - | - | - | - |
| 8. Profit (loss) not recognised in the income statement | - | - | - | - | - | - | - | - | - | - |
| 9. Net profit (loss) of the reporting period | - | - | - | - | - | - | - | - | (149,694) | (149,694) |
| 10. Dividends | - | - | - | - | - | - | - | - | - | - |
| 11. Other payments | - | - | - | - | - | - | - | - | - | - |
| 12. Formed reserves | - | - | - | - | - | - | - | - | - | - |
| 13. Used reserves | - | - | - | - | - | - | - | - | - | - |
| 14. Increase (decrease) of authorised capital or shareholders' contributions (shares' repayment) | 1,500,000 | - | - | - | - | - | - | - | - | 1,500,000 |
| 15. Increase (decrease) of other authorised or primary capital | - | - | - | - | - | - | - | - | - | - |
| 16. Contributions to cover losses | - | - | - | - | - | - | - | - | - | - |
| 17. Balance as at 31 December 2020 | 2,000,000 | - | - | - | - | - | - | - | (307,209) | 1,692,791 |

STATEMENT OF CHANGES IN EQUITY (continued)

| | Paid up authorised or primary capital | Share premium account | Own shares (-) | Revaluation reserve | | Legal reserves | | | Retained earnings (loss) | Total |
|--|---------------------------------------|-----------------------|-----------------|-----------------------------|------------------|---|--------------------------|-----------------|--------------------------|-------------------------|
| | | | | Non-current tangible assets | Financial assets | Compulsory reserve or emergency (reserve) capital | For acquiring own shares | Other reserves | | |
| 18. Increase (decrease) in the value of non-current tangible assets | - | - | - | - | - | - | - | - | - | - |
| 19. Increase (decrease) in the value of effective hedging instruments | - | - | - | - | - | - | - | - | - | - |
| 20. Acquisition (sale) of own shares | - | - | - | - | - | - | - | - | - | - |
| 21. Profit (loss) not recognised in the income statement | - | - | - | - | - | - | - | - | - | - |
| 22. Net profit (loss) of the reporting period | - | - | - | - | - | - | - | - | (356.862) | (356.862) |
| 23. Dividends | - | - | - | - | - | - | - | - | - | - |
| 24. Other payments | - | - | - | - | - | - | - | - | - | - |
| 25. Formed reserves | - | - | - | - | - | - | - | - | - | - |
| 26. Used reserves | - | - | - | - | - | - | - | - | - | - |
| 27. Increase (decrease) of authorised capital or shareholders' contributions (shares' repayment) | - | - | - | - | - | - | - | - | - | - |
| 28. Increase (decrease) of other authorised or primary capital | - | - | - | - | - | - | - | - | - | - |
| 29. Contributions to cover losses | - | - | - | - | - | - | - | - | - | - |
| 30. Balance as at 31 December 2021 | <u>2.000.000</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>(664.071)</u> | <u>1.335.929</u> |

The accompanying notes form an integral part of these financial statements.

| | | |
|--------------------------------------|--------------------|---------------|
| General Director | Laura Kurtinaitytė | 29 April 2022 |
| Authorised person of accounting firm | Alina Kairaitytė | 29 April 2022 |

FINANCIAL STATEMENTS FOR 2021

(in EUR, unless stated otherwise)

CASH FLOW STATEMENT

| | Notes | 2021 | 2020 |
|--|-------|--------------------|--------------------|
| 1. Cash flows from operating activities | | | |
| 1.1. Cash inflows of the reporting period (VAT included) | | 355,371 | 9,989 |
| 1.1.1. Cash inflows from customers | | 38,544 | 9,989 |
| 1.1.2. Other inflows | | 316,827 | - |
| 1.2. Cash outflows of the reporting period | | (97,442) | (58,018) |
| 1.2.1. Cash paid to suppliers of raw materials, goods and services (VAT included) | | (95,281) | (55,993) |
| 1.2.2. Cash outflows related to employment relations | | (766) | (630) |
| 1.2.3. Taxes paid into the budget | | (1,395) | (1,395) |
| Net cash flows from operating activities | | 257,929 | (48,029) |
| 2. Cash flows from investing activities | | | |
| 2.1. Acquisition of fixed assets (excluding investments) | | (6,033,348) | (2,935,333) |
| 2.2. Disposal of fixed assets (excluding investments) | | - | - |
| 2.3. Acquisition of long-term investments | | - | - |
| 2.4. Disposal of long-term investments | | - | - |
| 2.5. Loans granted | | - | - |
| 2.6. Loans recovered | | - | - |
| 2.7. Dividends and interest received | | - | - |
| 2.8. Other increases in cash flows from investing activities | | - | - |
| 2.9. Other decreases in cash flows from investing activities | | - | - |
| Net cash flows from investing activities | | (6,033,348) | (2,935,333) |
| 3. Cash flows from financing activities | | | |
| 3.1. Cash flows related to entity's owners | | | |
| 3.1.1. Issue of shares | | - | - |
| 3.1.2. Owner's contributions to cover losses | | - | - |
| 3.1.3. Purchase of own shares | | - | - |
| 3.1.4. Dividends paid | | - | - |
| 3.2. Cash flows related to other financing sources | | 6,199,009 | 2,981,000 |
| 3.2.1. Increase in financial debts | | 6,520,000 | 2,981,000 |
| 3.2.1.1. Loans received | 8 | 2,520,000 | 2,981,000 |
| 3.2.1.2. Issue of bonds | 9 | 4,000,000 | - |
| 3.2.2. Decrease in financial debts | | (198,979) | - |
| 3.2.2.1. Loans returned | | - | - |
| 3.2.2.2. Redemption of bonds | | - | - |
| 3.2.2.3. Interest paid | | (198,979) | - |
| 3.2.2.4. Finance leases payments | | - | - |
| 3.2.3. Increase in other liabilities of the entity | | - | - |
| 3.2.4. Decrease in other liabilities of the entity | | - | - |
| 3.2.5. Other increases in cash flows from financing activities | | - | - |
| 3.2.6. Other decreases in cash flows from financing activities | | (122,012) | - |
| Net cash flows from financing activities | | 6,199,009 | 2,981,000 |
| 4. Impact of currency exchange fluctuations on the balance of cash and cash equivalents | | - | - |
| 5. Increase (decrease) in net cash flow | | 423,590 | (2,362) |
| 6. Cash and cash equivalents at the beginning of the period | | 27,126 | 29,488 |
| 7. Cash and cash equivalents at the end of the period | | 450,716 | 27,126 |

The accompanying notes form an integral part of these financial statements.

General Director

Laura Kurtinaitytė

29 April 2022

Authorised person of
accounting firm

Alina Kairaitytė

29 April 2022

1 Background information

BH Meraki UAB (hereinafter- the Company) is a closed stock company registered in the Republic of Lithuania.

The Company is located at Ukmergės Str. 308-1, Vilnius, Lithuania. Data is compiled and stored with the Register of Legal Entities.

The Company was registered on 18 July 2018. The activity of the Company includes management of investment property for capital appreciation and lease purposes.

As at 31 December 2021 and 2020, the sole shareholder of the Company was Baltic Horizon Fund, Tornimäe 2, 10145, Tallinn, the Republic of Estonia. As at 31 December 2021 and 2020, the share capital of the Company comprised 2.000.000 ordinary shares at par value of 1 EUR each.

All the shares by the nominal value of 1 EUR each are ordinary shares that were fully paid in as at 31 December 2021. The Company has not acquired any own shares as at 31 December 2021 and 2020.

On 15 November 2021, the Company's bonds were listed on Nasdaq Baltic First North market. The issue size of the bonds is EUR 4 million with a nominal value of EUR 100 per bond, an annual interest rate of 5%, semi-annual interest payments and a maturity date of 19 November 2022 (Note 9).

As at 31 December 2021 and 2020, the Company did not have any subsidiaries.

As at 31 December 2021 and 2020, the Company had 1 employee.

The financial year of the Company coincides with the calendar year.

The financial statements were prepared by the Company's management on 29 April 2022. Shareholders of the Company have the right either to approve or not to approve these financial statements and require preparation of new financial statements.

As at 31 December 2021 and 2020, the Company belonged to a group of entities. The consolidated financial statements of the smallest group of entities, to which the Company belongs, are prepared by the parent company Baltic Horizon Fund (Closed-ended real estate contractual investment fund), represented by Northern Horizon Capital AS, limited liability company, operating under Estonian legislation, registration No. 11025345, registered at: Hobujaama Str. 5, Tallinn, Estonia.

2 Accounting principles

The Company has consistently applied the accounting policies set out below for all the periods presented in these financial statements.

The significant accounting principles, applied for preparation of the financial statements for 2021 are as follows:

2.1. Basis of preparation of the financial statements

These financial statements have been prepared in accordance with the Lithuanian Law on Accounting valid as at 31 December 2021, the Law on Financial Reporting by Undertakings of the Republic of Lithuania and the valid Business Accounting Standards (BAS) that comprise standards and methodological recommendations, prepared and approved by the Authority of Audit, Accounting, Property Valuation and Insolvency Management.

2.2. Foreign currency

The Company maintains its accounting records and presents all amounts in these financial statements in euros - the national currency of the Republic of Lithuania. Unless otherwise stated, all values in the financial statements are presented in euros.

Transactions in foreign currencies are translated into euros at the official exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies other than euro are translated into the functional currency at the exchange rate ruling at the balance sheet date.

2.3. Tangible non-current assets

The tangible non-current assets of the Company comprise payments for the construction works of a building on the acquired land, which are carried out to earn future rental income or for capital appreciation rather than for production, supply of goods and services and administrative purposes, or in the ordinary course of business. Advances paid and ongoing construction (production) of tangible non-current assets include also unfinished construction of tangible non-current assets.

Pursuant to BAS 12 *Tangible Non-current Assets*, construction (production) in progress is initially stated at acquisition cost, including transaction costs less impairment losses, if any. An impairment loss is recognised whenever the carrying amount of an asset or its cash-generating unit exceeds its estimated recoverable amount.

Error! Reference source not found. **Accounting principles (continued)**

2.3. Tangible non-current assets (continued)

The recoverable amount is calculated as the higher of the fair value less costs to sell and the value in use of the asset. The value in use of an asset is calculated by discounting future cash flows to their present value using a pre-tax discount rate that reflects realistic market assumptions about the time value of money and the risks associated with that asset. The impairment losses are recognised as costs in the income statement.

The building owned by the Company is being developed with the aim of earning rental income or increasing the value of capital. Therefore, upon completion of the construction, the value of the building and the land will be transferred to investment property. Later all the investment property will be stated at fair value, which reflects, inter alia, short-term rental income and reasonable assumptions that reflect the market's view of the assumptions made by knowledgeable, independent parties about future rental income in the light of current market conditions.

2.4. Amounts receivable

Amounts receivable are initially measured at fair value. Later short-term receivables are stated net of impairment losses, and long-term receivables are stated at a discounted value, less impairment losses. Impairment is assessed separately for each lessee at the reporting date.

2.5. Cash and cash equivalents

Cash includes cash on hand and cash at bank. Cash equivalents are short-term liquid investments that are readily convertible to known amounts of cash. The term of such investments does not exceed three months and the risk of changes in value is remote.

2.6. Amounts payable

Borrowings are recognised as costs when incurred.

Amounts payable are initially recognised at the fair value of the consideration received, net of transaction costs incurred. Later they are recognised at amortised cost, and the difference between the proceeds and the redemption value is recognized in profit or loss for the period. Payables are classified as non-current, if the financing agreement entered into before approval of the financial statements proves that at the balance sheet date the liability was long-term in nature.

2.7. Operating lease

Company as a lessee

When a lessor grants to another entity the right to manage and use an asset for an agreed period of time for a consideration and retains most of the risks and rewards incidental to ownership of the asset, the lease is registered in the accounting. Lease is charged to general and administrative expenses and is recorded on a straight-line basis over the lease period.

Rental costs are reduced by discounts and rebates in proportion to the total lease or incentive period.

If the property sold is leased under a leaseback agreement, which is a lease in terms of content and economic meaning, the sales proceeds are recognised using the same accounting policies as for other sales of non-current assets - gains or losses are recognised immediately.

Company as a lessor

If the Company is a lessor of assets, it records these assets in its balance sheet under groups of assets of a similar nature, but at the same time accounts for them in separate accounts in order to collect information related to these activities. Revenue calculated under lease agreements is recognised in the period in which it is earned. In cases where the Company provides additional discounts or reimburses part of the costs to the lessee, these amounts reduce the rental income over the lease or incentive period.

Initial costs associated with entering into a lease to earn rental income are accrued and recognised as an expense over the lease term.

2.8. Hedging accounting

The effectiveness of hedging is assessed by comparing the value of the hedging instrument with the notional amount implied in the terms of the contract for the financial instruments used in the hedging instrument.

For hedge accounting purposes, two categories of hedges are distinguished: (a) fair value hedges, which hedge against changes in the fair value of the accounted asset or liability, and (b) cash flow hedges, which hedge against cash flow fluctuations that are attributable to a particular risk associated with an accounted asset or liability or a forecasted transaction. Category (b) is applicable in the Company.

Error! Reference source not found. **Accounting principles (continued)**

2.8. Hedging accounting (continued)

In the case of a cash flow hedge that qualifies for hedge accounting, the portion of the gain or loss arising on the revaluation of the hedging instrument that is recognised as effective is recognised primarily in equity and the ineffective portion is recognised in profit or loss. Gains or losses on effective cash flow hedges that are initially recognised in equity are transferred to the income statement in the period in which the hedged transaction affects the income statement or included in the initial measurement of the related asset or liability.

For hedges that do not qualify for hedge accounting, any gain or loss arising from a change in the fair value of the hedged item is included in the income statement for the period.

Hedge accounting is discontinued when the hedging instrument expires or the instrument is sold, terminated, settled or no longer meets the criteria for hedge accounting. At that time, any accumulated gain or loss on the hedging instrument recognised in equity remains in equity until the forecast transaction occurs. When the hedged transaction is no longer expected to occur, the net cumulative gain or loss recognised in equity is transferred to the income statement.

2.9. Corporate income tax

The income tax estimate is based on the profit for the year net of deferred tax. Corporate income tax is calculated in accordance with the requirements of the Law of the Republic of Lithuania on Corporate Income Tax.

In 2021 and 2020, the standard corporate income tax rate for companies of the Republic of Lithuania was 15%.

Tax losses may be carried forward for an indefinite period of time, except for losses arising from disposal of securities and/or derivative financial instruments. Such carry-forward shall be terminated if the Company ceases to carry on the activities that caused these losses, unless the Company ceases to carry on the activities for reasons beyond its control. Losses from the disposal of securities and / or derivatives can be carried forward for 5 years and covered only from the profit of the same type of transactions. From 1 January 2014, the tax losses carried forward may cover up to 70% of the taxable profit for the current tax year.

Deferred tax is provided using the balance sheet liability method. Deferred tax reflects the net tax effects of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period when the asset is realized or the liability is settled, based on tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax assets are recognised in the balance sheet to the extent that it is probable that future taxable profits will be available against which the asset can be utilized. If it is probable that part of the deferred tax will not be realized, this part of the deferred tax is not recognised in the financial statements.

Deferred tax assets and liabilities are not discounted. They are offset only when the Company intends to settle its current tax assets and liabilities on a net basis.

2.10. Recognition of revenue

Revenue is recognised when it is probable that the Company will receive economic benefits associated with the transaction, and when the revenue amount can be measured reliably. Sales are recorded net of VAT and discounts granted.

Rental income

The main income of the Company will consist of rental income, which the Company will earn by renting its own buildings to customers under contracts. Such income is classified as operating lease.

Rental income reflects the rent paid by customers; rental income is recognised on a straight-line basis over the lease term until the first termination of the lease.

Revenue from the reimbursement of expenses is recognised jointly and included in the income statement when the entity does not act as an intermediary on behalf of a third party and does not receive a commission for the collection of revenue. Otherwise, only commission is recognised as income.

Sale of investment property

Revenue from the sale of investment property is recognised when the risks and rewards of ownership of the investment property have been transferred.

Error! Reference source not found. **Accounting principles (continued)**

2.11. Recognition of expenses

Expenses are recognised on an accrual and matching basis in the period in which the related revenue is earned, regardless of the time of money release. Where expenses incurred during the reporting period cannot be directly attributed to the earning of specific revenue and will not generate revenue in future periods, they are recognised as costs in the period in which they were incurred.

The amount of expenses is usually estimated by the amount of money paid or payable, excluding VAT. In cases where a long settlement period is envisaged and interest is not excluded, the amount of expenses is estimated by discounting the settlement amount at the market interest rate.

2.12. Foreign currencies

Transactions in foreign currencies are translated into Eur at the official exchange rate valid on the transaction date. Gains and losses resulting from the settlement of such transactions and from the translation of assets and liabilities denominated in foreign currencies at the balance sheet date are recognised in the income statement. Such balances are translated at the exchange rate valid at the end of the reporting period.

2.13. Impairment of assets

Financial assets

Financial assets are assessed for indicators of impairment at each balance sheet date.

When it becomes apparent that the Company will not be able to recover all the loans and receivables according to contracted payment terms, impairment of financial assets at amortised cost or of bad receivables is recognised in the income statement. Reversals of impairment losses recognised in prior periods are recognised when the reversal of the impairment loss can be objectively related to an event occurring after the impairment was recognised. Such reversal is recognised in the income statement. However, the increase in carrying amount is increased only to the extent that it does not exceed the amortized cost that would have been determined had no impairment loss been recognised.

Other assets

Impairment of other assets is assessed when events or circumstances indicate that the value of the asset may not be recoverable. When the carrying amount exceeds the recoverable amount of the asset, the impairment loss is recognised in the income statement. Reversals of impairment losses recognised in prior periods are recognised when there is an indication that the recognised impairment loss may no longer exist or may have decreased significantly. The reversal is recognised in the income statement in the same line item in which the impairment loss was recognised.

2.14. Use of estimates and judgements in preparing the financial statements

The preparation of financial statements in conformity with Business Accounting Standards requires management to make certain assumptions and estimates that affect the reported amounts of assets, liabilities, income and expenses and the disclosure of uncertainties. Significant areas of judgement in these financial statements include the assessment of impairment of non-current assets and the assessment of possible utilization of deferred tax assets. Future events may change the assumptions used in making the estimates. The effect of changes in such estimates will be recognised in the financial statements when determined.

2.15. Contingencies

Contingent liabilities are not recognised in the financial statements. They are disclosed in the financial statements unless the possibility of an outflow of resources embodying economic benefits is remote.

Contingent assets are not recognised but are disclosed in the financial statements when revenue or economic benefits from them are probable.

2.16. Subsequent events

Subsequent events that provide additional information about the Company's position at the balance sheet date (adjusting events) are reflected in the financial statements. Post balance sheet events that are not adjusting events are disclosed in the notes when material.

2.17. Offsetting and comparative amounts

When preparing the financial statements, assets and liabilities as well as income and costs are not set off, except when required by a specific business accounting standard.

Where necessary, comparative figures are adjusted to conform to changes in presentation in the current year. The comparative financial information below is unaudited.

Differences due to rounding, which are based on standard mathematical rules, are possible while preparing the financial statements.

FINANCIAL STATEMENTS FOR 2021

(in EUR, unless stated otherwise)

3 Construction in progress

The book values of the Company's buildings and changes in values in 2021 and 2020, and the amounts of the construction in progress included the following:

| | |
|--|-------------------|
| Book value as at 1 January 2020 (unaudited) | 2,366,914 |
| Construction of non-current assets | 4,193,942 |
| Prepayments for non-current assets | (12,824) |
| Book value as at 31 December 2020 | 6,548,032 |
| Construction of non-current assets | 7,100,883 |
| Prepayments for non-current assets | (54,090) |
| Book value as at 31 December 2021 | 13,594,825 |

As at 31 December 2021, the Company's property included plots of land and a business centre under construction thereon, located at Ukmergės Str. 308 and Eitminių Str. 3, in Vilnius. In October 2019, a construction permission was obtained and the construction of the business centre was started. Currently, the Company is also actively engaged in the search of tenants. As at 31 December 2021, the acquisition cost of the land plots amounted to 1,681,997 EUR (the amount was included in the balance of the construction in progress in the table above).

As at 31 December 2021 and 2020, the property was accounted for at acquisition cost, which includes all expenditure related to the construction of the business centre.

As at 31 December 2021, a business centre under development and a plot of land at Eitminių g. 3, Vilnius were pledged, and the Company's shareholder Baltic Horizon Fund issued a surety to secure the bond agreement (Note 9).

As at 31 December 2021, the recoverable amount of the construction in progress was determined based on the property recoverability test performed by the management. The property was evaluated applying the discounted income approach using the discount rate of 9.0% and the capitalisation rate of 7.0%. Cash flows are forecasted for a period of 10 years based on future income and planned investments for completion of buildings. Based on the performed property recoverability test, no impairment of the property was identified.

The following shows a sensitivity analysis of the property value due to the applied discount rate and capitalisation rate:

| 000' EUR | | Discount rate | | |
|---------------------|-------|---------------|---------------|--------|
| | | 8.50% | 9.00% | 9.50% |
| Capitalisation rate | 5.00% | 22,401 | 21,059 | 19,783 |
| | 6.00% | 18,250 | 17,094 | 15,996 |
| | 7.00% | 15,285 | 14,263 | 13,290 |
| | 8.00% | 13,061 | 12,139 | 11,261 |
| | 9.00% | 11,331 | 10,487 | 9,683 |

4 Other receivable amounts

As at 31 December 2021 and 2020, the amounts receivable by the Company included the following:

| | 31 December 2021 | 31 December 2020 |
|----------------------------|---------------------|---------------------|
| Receivable value added tax | 8,771 | 217,621 |
| Total: | 8,771 | 217,621 |

5 Cash and cash equivalents

As at 31 December 2021 and 2020, the Company's cash and cash equivalents comprised the following:

| | 31 December 2021 | 31 December 2020 |
|---------------|---------------------|---------------------|
| Cash at bank | 450,716 | 27,126 |
| Total: | 450,716 | 27,126 |

6 Deferred expenses and accrued income

As at 31 December 2021 and 2020, the deferred costs and accrued income of the Company included the following:

| | 31 December 2021 | 31 December 2020 |
|-------------------|---------------------|---------------------|
| Deferred expenses | 20,013 | - |
| Total: | 20,013 | - |

7 Authorised capital

As at 31 December 2021 and 2020, the authorised capital of the Company comprised 2,000,000 ordinary shares at a nominal value of 1 EUR.

As of 28 December 2020, the authorised capital of the Company was increased by issuing 1,500,000 ordinary shares at a nominal value of 1 EUR each. The shareholder of the Company paid for the newly issued shares by offsetting the counter-homogeneous claims of the Company and the Shareholder, i.e. by offsetting the shareholder's payable for the newly issued shares against the Shareholder's loan issued to the Company.

As at 31 December 2021 and 2020, all the shares were fully paid in, the Company did not hold any own shares.

As at 31 December 2021 and 2020, the Company's sole shareholder was Baltic Horizon Fund (Estonia). According to the Companies Law of the Republic of Lithuania, the company's equity cannot be lower than ½ of its authorised capital as stated in the Company's Articles of Association. As at 31 December 2021 and 2020, the Company complied with this capital requirement.

Legal reserve

Following the legislation, annual allocation to the legal reserve should amount to at least 5 per cent of the net profit until the reserve makes up 10 per cent of the share capital. The reserve cannot be used for dividends and may be distributed only for the purpose of loss coverage. As at 31 December 2021 and 2020, the legal reserve was not formed.

8 Loans

On 21 August 2018, the Company was granted a loan by the shareholder. On 1 March 2021, an amendment was signed regarding the shareholder's loan providing for a decreased interest rate from 4.6% to 3.65%, and an increase in the loan amount to the maximum of 9 million EUR. The repayment deadline of the loan is 1 January 2027.

| Creditor | Loan currency | Agreed repayment term | 31 December 2021 | 31 December 2020 |
|---------------------|--------------------------|----------------------------------|-----------------------------|-----------------------------|
| Shareholder | EUR | 2027.01.01 | 6,101,506 | 3,581,506 |
| Total loans: | | | 6,101,506 | 3,581,506 |

In 2021, the shareholder granted to the Company an additional loan of 2.520.000 EUR (2020 – 2.981.000 EUR). In 2020, part of the loan (1.500.000 EUR) was capitalised by offsetting counter-liabilities of the Company and the shareholder (Note 7). As at 31 December 2021, the shareholder's loan was subordinated in respect of third parties.

9 Bonds

On 19 May 2021, the Company issued bonds by the value of 4 million EUR for a term of 18 months at a fixed rate of 5%. The nominal value of one bond amounts to 100 EUR. Interest rates are payable semi-annually and the maturity date of the bonds is 19 November 2022. The distribution of the bonds was non-public. Interest will be paid to investors semi-annually. The bonds are secured by pledging the business centre developed by the Company and a plot of land at Eitminų str. 3, Vilnius. The Company's shareholder Baltic Horizon Fund has provided a surety to secure the payment obligations of the bonds. The proceeds of the bonds issue will be used to finance the construction of the business centre.

| | 31 December 2021 | 31 December 2020 |
|---------------------------|-----------------------------|-----------------------------|
| Bonds | 4,000,000 | - |
| Bonds issue expenses | (71,369) | - |
| Accrued interest on bonds | 22,778 | - |
| Total: | 3,951,409 | - |

On 15 November 2021, AB Nasdaq Vilnius admitted the Company's bonds to trading on the alternative market First North.

Until the full redemption of the Bonds, the Company is required to secure certain conditions set out in the bond distribution document. As at 31 December 2021, the Company complied with the these conditions.

10 Amounts payable within one year

As at 31 December 2021 and 2020, the amounts payable by the Company within one year included the following:

| | 31 December 2021 | 31 December 2020 |
|--|-----------------------------|-----------------------------|
| Amounts payable for construction of non-current assets | 2,388,220 | 1,294,951 |
| Other payable to suppliers | 7,738 | 2,766 |
| Interest on loan (Note 8) | 388,938 | 276,788 |
| Total: | 2,784,896 | 1,574,505 |

11 Accrued expenses and deferred income

| | 31 December 2021 | 31 December 2020 |
|------------------------|-----------------------------|-----------------------------|
| Accrued audit expenses | 6,340 | - |
| Other accruals | 2,471 | 875 |
| Total: | 8,811 | 875 |

12 General and administrative expenses

| | 2021 | 2020 |
|--------------------------|-----------------|-----------------|
| Publicity services | (15,020) | - |
| Accounting services | (7,788) | (6,501) |
| Legal services | (4,451) | (3,491) |
| Marketing services | (3,040) | (8,241) |
| Asset valuation services | (2,950) | (1,400) |
| Taxes | (1,395) | (1,395) |
| Staff costs | (766) | (630) |
| Other | (928) | (651) |
| Total: | (36,338) | (22,309) |

13 Interest and other similar expenses

| | 2021 | 2020 |
|------------------------------------|------------------|------------------|
| Interest expense on loans (Note 8) | (211,149) | (153,802) |
| Interest expense on bonds (Note 9) | (122,778) | - |
| Bonds administration expenses | (47,977) | - |
| Total: | (381,904) | (153,802) |

14 Corporate income tax

Calculation of the income tax for the period ended 31 December, applying the income tax rate of 15% valid in 2021, can be presented as follows:

| | 2021 | 2020 |
|--|------------------|------------------|
| Profit (loss) before tax | (418,242) | (176,111) |
| Changes in temporary differences | - | - |
| Changes in permanent differences | - | - |
| Tax result for the period | (418,242) | (176,111) |
| Components of income tax expense (income) | | |
| Income tax expense for the current period | - | - |
| Deferred tax income (expense) | 62,736 | 26,417 |
| Adjustment of income tax for prior periods | (1,356) | - |
| Income tax income (expense), recognised in income statement | 61,380 | 26,417 |

14 Corporate income tax (continued)

The deferred tax asset for the year ending 31 December included the following:

| | <u>2021</u> | <u>2020</u> |
|---|-----------------------|----------------------|
| Deferred tax asset | | |
| Deferred tax asset from tax losses | 107,743 | 46,363 |
| Difference between the values of non-current assets | 7,851 | 7,851 |
| Total: | <u>115,594</u> | <u>54,214</u> |

The deferred tax liability for the year ending 31 December included the following:

| | <u>2021</u> | <u>2020</u> |
|--|-----------------|-----------------|
| Deferred tax liability | | |
| Differences in the values of investment property | - | - |
| Total: | <u>-</u> | <u>-</u> |

The deferred tax was calculated on the basis of the rates enforced at the time when the deferred tax is planned to be realised, i.e. at 15%. The deferred tax asset and liability are offset in the balance sheet to the extent that they relate to the same tax authority.

15 Financial assets and liabilities and risk management

Credit risk

Credit risks, or the risk of counter-parties default, are controlled by application of credit monitoring procedures. The Company has procedures in place to ensure that rental services will be provided only to trusted customers and agreements providing for additional guarantees will be signed.

The Company does not guarantee for the obligations of other parties. The carrying amount of each financial asset makes the maximum exposure to credit risk. Therefore, the Company's management believes that the maximum risk is equal to the amount of trade receivables, less any impairment losses recognised at the balance sheet date.

Liquidity risk

The Company's policy is to maintain sufficient cash and cash equivalents or have available funding through an adequate amount of committed credit facilities in order to meet the commitments set out in the Company's strategic plans. As at 31 December 2021, the liquidity ratio of the Company (total current assets / total amounts payable and liabilities within one year) and quick ratio (total current assets - inventories) / total amounts payable and liabilities within one year) was 0.07 (2020 – 0.16). More detailed information about the Company's liquidity is presented in Note 19 *Going concern*.

Interest rate risk

The Company is not exposed to interest rate risk as the bonds and loans have fixed interest rates. A change in interest rates is not expected to have a negative impact on the Company's financial results.

16 Contingent liabilities

The construction contract with the general contractor covers the construction of all investment property, but the construction work and the commitments to pay for the work are approved in stages. An amount not recognised in the balance sheet for construction work still to be performed under valid signed agreements at 31 December 2021 was 3.8 million EUR.

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(in EUR, unless stated otherwise)

17 Transactions with related parties

Parties are considered to be related when one party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions..

The following presents the Company's transactions with related parties, with which it had significant relationships during 2021 and 2020, and the balances as at 31 December 2021 and 2020:

| 2021 | Payables (incl. received loans and accrued interest) | Receivables (incl. granted loans and accrued interest) | Purchases (incl. interest on the loans received) | | Sales (incl. interest on the loans granted) | |
|---------------------|--|--|--|----------------|---|----------|
| | | | Purchases | Interest | Sales | Interest |
| Baltic Horizon Fund | 6,490,444 | - | - | 211,149 | - | - |
| Total: | 6,490,444 | - | - | 211,149 | - | - |

| 2020 | Payables (incl. received loans and accrued interest) | Receivables (incl. granted loans and accrued interest) | Purchases (incl. interest on the loans received) | | Sales (incl. interest on the loans granted) | |
|---------------------|--|--|--|----------------|---|----------|
| | | | Purchases | Interest | Sales | Interest |
| Baltic Horizon Fund | 3,858,294 | - | - | 153,802 | - | - |
| Total: | 3,858,294 | - | - | 153,802 | - | - |

Remuneration to management and other benefits

Remuneration calculated to management of the Company for 2021 and 2020 in total amounted to 753 EUR (2020 - 619 EUR). In 2021 and 2020, the management was not granted any loans, guarantees, and there were no any other calculated or paid amounts or assets transferred to management.

18 Subsequent events

During 2022 until the signing date of the financial statements, the Company additionally received from the shareholder a loan of 1 million EUR.

The military conflict in Ukraine began in February 2022 and is still ongoing, with implications for the economies of Ukraine, Russia, Europe and the world. The impact of the war on the Company's operations may be felt due to possible shortages of construction materials and labour force and possible changes in economic conditions in the future, but the impact of the war on these factors cannot be objectively assessed at this time. The Company's management considers this event to be a subsequent event that should not result in any adjustment to the financial statements for 2021. The impact of the war on economic conditions and prospects will be assessed in the preparation of the Company's financial statements for 2022.

After the year end and until approval of the financial statements, there were no other subsequent events that would have effect on or require disclosure in the financial statements.

19 Going concern

As at 31 December 2021, the Company reported a net current liability position of 6.3 million EUR (as at 31 December 2020 – current assets exceeded current liabilities by 1.3 million EUR). On 27 April 2022, the Company received a written confirmation of the shareholder Baltic Horizon Fund confirming that the fund will financially support the Company, if the need arises.

Having assessed the substantial cash flows, generated by the Group to which the Company belongs, the liquidity reserve and the measures implemented to ensure business continuity, the Company's management believes that the Company will be able to ensure business continuity for at least 12 months after the approval date of these financial statements.

ANNUAL MANAGEMENT REPORT OF BH MERAKI UAB FOR 2021

BACKGROUND INFORMATION ABOUT THE COMPANY

BH Meraki UAB (hereinafter - the Company) was established on 18 July 2018. As at 31 December 2021, the authorised capital of the Company comprised 2,000,000 ordinary shares at par value of 1 EUR each. On a closed-end stock exchange, all the shares were governed by Baltic Horizon Fund (leased real estate fund operating through the fund management company Northern Horizon Capital AS, a company incorporated and governed by the laws of the Republic of Estonia, code 11025345, registered at Tornimäe 2, Tallinn, 15010, the Republic of Estonia).

The main activity of the Company – investment property management for capital appreciation and lease purposes.

I. Objective overview of the Company's financial position, performance and development, description of the main types of risks and uncertainties encountered by the Company.

Financial risks of the Company are disclosed in the financial statements.

II. Analysis of the Company's financial and non-financial results, information on environmental and personnel issues.

Loss for 2021 amounted to 356,862 EUR (2020 – 149,694 EUR).

As at 31 December 2021, assets of the Company amounted to 14,193,354 EUR (at 31 December 2020 – 6,849,677 EUR).

As at 31 December 2021 and 2020, there was 1 employee in the Company.

The Group of companies, to which the Company belongs, has set a target of decarbonising in the entire Group by 2030 and moving towards net zero waste. Upon completion of the business centre development, the Company plans to certify it to the BREEAM standard, which indicates that the building meets high environmental standards.

III. References and additional explanations of the data presented in the annual financial statements.

References and additional explanations are presented in the notes to the financial statements.

IV. In 2021, the Company did not acquire or dispose any own shares.

V. As at 31 December 2021, the Company did not have any branches and representative offices.

VI. Significant subsequent events.

There were no significant subsequent events, except for those described in Note 19 *Going concern*.

VII. Operational plans and forecasts.

In 2022, the Company will aim to complete the construction of the first tower of the business centre at Ukmergės Str. 308 and Eitminų Str. 3. Currently, the Company is actively searching tenants for the building. Therefore, it is expected that in the second half of 2022 the Company will start receiving income from the lease of the building. The planned rental income should generate sufficient cash flows to ensure a long-term business continuity. On 27 April 2022, the Company received a written confirmation of the shareholder Baltic Horizon Fund confirming that the fund will financially support the Company, if the need arises. The Company plans to raise the necessary funds for the construction and operating expenses of the building by additional financing from the shareholder.

VIII. The Company is not engaged in research and development activities.

IX. As at 31 December 2021, the Company did not have any financial instruments.

X. Other managerial positions held by the Company's general director, members of the Board.

Management of the Company consists of General Director Laura Kurtinaitytė, and members of the Board Aušra Stankevičienė, Algirdas Jonas Vaitiekūnas and Tarmo Karotam. The following tables provide information about other managerial positions held by the Head of the Company and members of the Board (managerial positions in the main workplace are highlighted).

X. Other managerial positions held by the Company's general director, members of the Board (continued)

Laura Kurtinaitytė, the General Director of the Company, also holds the following positions:

| Legal form | Code | Address | Name | Position |
|----------------------|-------------|--|--------------------------------|---------------------------------------|
| Closed stock company | 304443754 | Spaudos Str. 8-1, Vilnius | BH Duetto UAB | General director |
| Closed stock company | 305175896 | Ulonų Str. 2, Vilnius | BH Northstar UAB | General director |
| Closed stock company | 225439110 | Ukmergės Str. 308-1, Vilnius | BH Domus Pro UAB | General director |
| Closed stock company | 40103810023 | Skantes iela 27, Riga, Latvia | BH S27 SIA | Member of the Board |
| Closed stock company | 40003771618 | Mūkusalas iela 101, Riga, Latvia | Kontor SIA | Member of the Board |
| Closed stock company | 50103684291 | Audeju iela 16, Riga, Latvia | Vainodes Krasti SIA | Member of the Board |
| Closed stock company | 12127485 | Hobujaama tn 4 Tallinn Harjumaa 10151, Estonia | BH Lincona OU | Member of the Board |
| Closed stock company | 14065606 | Hobujaama tn 5 Tallinn Harjumaa 10151, Estonia | BH P80 OU | Member of the Board |
| Closed stock company | 300012169 | Gedimino ave. 20, Vilnius | UAB Šeimyniškių verslo centras | General director |
| Closed stock company | 303412873 | Šeimyniškių Str. 21B, Vilnius | UAB SVC Holdingas | General director |
| Closed stock company | 300022971 | Jogailos Str. 4, Vilnius | Northern Horizon Capital UAB | Portfolio manager of real estate fund |

Algirdas Jonas Vaitiekūnas, a member of the Board of the Company, also holds the following positions:

| | | | | |
|----------------------|-------------|----------------------------------|------------------------------|---|
| Closed stock company | 304443754 | Spaudos Str. 8-1, Vilnius | BH Duetto UAB | Member of the Board |
| Closed stock company | 305175896 | Ulonų Str. 2, Vilnius | BH Northstar UAB | Member of the Board |
| Closed stock company | 300059140 | Konstitucijos ave. 7A-1, Vilnius | BH Europa UAB | Member of the Board |
| Closed stock company | 225439110 | Ukmergės Str. 308-1, Vilnius | BH Domus Pro UAB | Member of the Board |
| Closed stock company | 300022971 | Jogailos Str. 4, Vilnius | Northern Horizon Capital UAB | Business Development manager; Member of the Board |
| Closed stock company | 300102606 | Kaštonų Str. 3-12, Vilnius | Koalos Investicijos UAB | Head of the company |
| Closed stock company | 40103538571 | Audeju iela 16-1, Riga, Latvia | BOF Sky SIA | Member of the Board |
| Stock company | 11025345 | Tornimäe 2, Tallinn, Estonia | Northern Horizon Capital AS | Member of the Board |

X. Other managerial positions held by the Company's general director, members of the Board (continued)

Aušra Stankevičienė, a member of the Board, also holds the following positions:

| Legal form | Code | Address | Name | Position |
|----------------------|-------------|---|---|--------------------------|
| Closed stock company | 304443754 | Spaudos Str. 8-1, Vilnius | BH Duetto UAB | Member of the Board |
| Closed stock company | 305175896 | Ulonų Str. 2, Vilnius | BH Northstar UAB | Member of the Board |
| Closed stock company | 225439110 | Ukmergės Str. 308-1, Vilnius | BH Domus Pro UAB | Member of the Board |
| Closed stock company | 300022971 | Jogailos Str. 4, Vilnius | Northern Horizon Capital UAB | Manager of Fund Services |
| Closed stock company | 50103684291 | Audeju iela 16, Riga, Latvia | Vainodes Krasti SIA | Member of the Board |
| Closed stock company | 40103810023 | Skanstes iela 27, Riga, Latvia | BH S27 SIA | Member of the Board |
| Closed stock company | 40103538571 | Audeju iela 16-1, Riga, Latvia | BOF Sky SIA | Member of the Board |
| Closed stock company | 40003311422 | Audeju iela 16, Riga, Latvia | BH Galerija Centrs SIA | Member of the Board |
| Closed stock company | 40003771618 | Mūkusalas iela 101, Riga, Latvia | Kontor SIA | Member of the Board |
| Closed stock company | 12127485 | Hobujaama tn 4 Tallinn Harjumaa 10151, Estonia | BH Lincona OU | Member of the Board |
| Closed stock company | 12399823 | Hobujaama tn 4 Tallinn Harjumaa 10151, Estonia | BH CC Plaza OU | Member of the Board |
| Closed stock company | 14065606 | Hobujaama tn 5 Tallinn Harjumaa 10151, Estonia | BH P80 OU | Member of the Board |
| Closed stock company | 12992834 | Hobujaama tn 5 Tallinn Harjumaa 10151, Estonia | Pirita Center OU | Member of the Board |
| Closed stock company | B207097 | 121 Avenue de la Faiencerie, L-1511 Luxembourg | Nordic Aged Care Holding 1 S.à.r.l. | Manager (class B) |
| Closed stock company | B207235 | 121 Avenue de la Faiencerie, L-1511 Luxembourg | Nordic Aged Care Holding 2 S.à r.l. | Manager (class B) |
| Closed stock company | B240977 | 121, avenue de la Faiencerie, 1511, Luxembourg | Nordic Aged Care IV S.à r.l. | Manager (class B) |
| Closed stock company | B204825 | 121 Avenue de la Faiencerie, L-1511 Luxembourg | Northern Horizon Nordic Aged Care S.a r. l. | Manager (class B) |
| Closed stock company | 2688311-2 | Eteläesplanadi 2, FI-00130 Helsinki | Northern Horizon Capital AIFM Oy | Member of the Board |
| Closed stock company | B240071 | 121 Avenue de la Faiencerie, 1511 Luxembourg, Grand Duchy of Luxembourg | Northern Horizon Aged Care IV GP Sarl | Manager (class B) |
| Stock company | 11025345 | Tornimäe 2, Tallinn, Estonia | Northern Horizon Capital AS | Member of the Board |

X. Other managerial positions held by the Company's general director, members of the Board (continued)

Tarmo Karotam, a member of the Board, also holds the following positions:

| Legal form | Code | Address | Name | Position |
|----------------------|-------------|---|-----------------------------|-----------------------------------|
| Closed stock company | 304443754 | Spaudos Str. 8-1, Vilnius | BH Duetto UAB | Member of the Board |
| Closed stock company | 305175896 | Ulonų Str. 2, Vilnius | BH Northstar UAB | Member of the Board |
| Closed stock company | 300059140 | Konstitucijos pr. 7A-1, Vilnius | BH Europa UAB | Member of the Board |
| Closed stock company | 225439110 | Ukmergės Str. 308-1, Vilnius | BH Domus Pro UAB | Member of the Board |
| Closed stock company | 50103684291 | Audeju iela 16, Riga, Latvia | Vainodes Krasti SIA | Member of the Board |
| Closed stock company | 40103810023 | Skanstes iela 27, Riga, Latvia | BH S27 SIA | Member of the Board |
| Closed stock company | 40103538571 | Audeju iela 16-1, Riga, Latvia | BOF Sky SIA | Member of the Board |
| Closed stock company | 40003311422 | Audeju iela 16, Riga, Latvia | BH Galerija Centrs SIA | Member of the Board |
| Closed stock company | 40003771618 | Mūkusalas iela 101, Riga, Latvia | Kontor SIA | Member of the Board |
| Closed stock company | 12127485 | Hobujaama tn 4 Tallinn Harjumaa 10151, Estonia | BH Lincona OU | Member of the Board |
| Closed stock company | 12399823 | Hobujaama tn 4 Tallinn Harjumaa 10151, Estonia | BH CC Plaza OU | Member of the Board |
| Closed stock company | 14065606 | Hobujaama tn 5 Tallinn Harjumaa 10151, Estonia | BH P80 OU | Member of the Board |
| Closed stock company | 12992834 | Hobujaama tn 5 Tallinn Harjumaa 10151, Estonia | Pirita Center OU | Member of the Board |
| Closed stock company | 10931403 | Karja tn 5/1 Pärnu, Pärnu Pärnumaa 80018, Estonia | Euro-Products OU | Member of the Board |
| Closed stock company | 14983182 | Lelle tn 24-59 Tallinn Harjumaa 11318, Estonia | Magnetic Capital OU | Member of the Board |
| Stock company | 11025345 | Tornimäe 2, Tallinn, Estonia | Northern Horizon Capital AS | Fund manager, Member of the Board |