Consolidated interim report for the third quarter and first 9 months of 2014 (unaudited)



Table of contents

BRIEF DESCRIPTION	3
MANAGEMENT REPORT	4
CONDENSED CONSOLIDATED INTERIM REPORT	7
Management Board's declaration	7
Condensed consolidated statement of financial position	8
Condensed consolidated statement of comprehensive income	9
Condensed consolidated cash flow statement	10
Condensed consolidated statement of changes in equity	11
Notes to condensed consolidated interim report	ounts
Note 2 Investment property Note 3 Borrowings Note 4 Payables and prepayments Note 5 Equity Note 6 Expenses related to investment property Note 7 Administrative and general expenses Note 8 Earnings per share	12 13 14 15 15
Note 9 Segment	

Brief description

AS Trigon Property Development is a real estate development company.

AS Trigon Property Development currently owns one real estate development project involving a 35.46-hectare area in the City of Pärnu, Estonia. Commercial real estate will be developed on this area.

The Group is listed in Nasdaq OMX Tallinn Stock Exchange. On November 6, 2012, the Listing and Surveillance Committee of NASDAQ OMX Tallinn decided to delist AS Trigon Property Development shares from the Main List starting November 21, 2012, and to admit the shares simultaneously to trading in the Secondary List.

In total OÜ Trigon Wood is controlling 59.62 % of votes represented by shares in AS Trigon Property Development. The biggest shareholders of OÜ Trigon Wood are AS Trigon Capital (30.13%), Veikko Laine Oy (26.49%), Hermitage Eesti OÜ (12.64%), Thominvest Oy (11.94%) and SEB Finnish Clients (10.96%).

Business name: AS Trigon Property Development

Address: Viru väljak 2 Tallinn 10111

Commercial Registry no.: 10106774

Beginning of financial year: 1.1.2014 End of financial year: 31.12.2014

Beginning of interim period: 1.1.2014
End of interim period: 30.9.2014

Auditor: PricewaterhouseCoopers AS

Phone: +372 6679 200 Fax: +372 6679 201

E-mail: info@trigonproperty.com Internet homepage: www.trigonproperty.com

Management report

Overview of business areas

The main business activity of Trigon Property Development AS is real estate development. As at 30.09.2014 AS Trigon Property Development owned one development project involving a 35.46-hectare area in the City of Pärnu, Estonia. Commercial real estate will be developed on this area. The property has been rented out to third parties until the beginning of the construction works. To finance the development the Group is planning to sell parts of the investment property. Trigon Property Development AS is considering expansion of business activity and analysing acquisition opportunities for various new projects.

Management

In order to manage the Trigon Property Development AS the general meeting of the shareholders, held at least once in a year, elects supervisory board, which according to the articles of association may have 3 to 7 members. Members of the Trigon Property Development AS supervisory board are Ülo Adamson (chairman of the supervisory board), Joakim Johan Helenius and Heiti Riisberg. Members of Trigon Property Development AS supervisory board are elected for five years. The mandates of current supervisory board members will expire on 29 June 2016. During the period between the general meetings the supervisory board plans actions of the company, organises management and accomplishes supervision over management actions. In order to manage daily activities the supervisory board appoints member(s) of the management board of the Trigon Property Development AS in accordance with the Commercial Code. In order to elect a member of the management board, his or her consent is required. By the articles of association a member of the management board shall be elected for a specified term of three years. Currently the management board of Trigon Property Development AS has one member. The term of office of the management board member Aivar Kempi expires on 07 October 2016.

Audits are carried out by PricewaterhouseCoopers AS.

The law, the articles of association, decisions and goals stated by the shareholders and supervisory board are followed when managing the company. According to the Commercial Code a resolution on amendment of the articles of association shall be adopted, if at least two-third of the votes represented at a general meeting is in favour of the amendment.

Group structure

Shares of subsidiaries

		Shareholding	Shareholding	Shareholding
		as of	as of	as of
	Location	30.09.2014	31.12.2013	30.09.2013
OÜ VN Niidu Kinnisvara	Estonia	100%	100%	100%

OÜ VN Niidu Kinnisvara was set up for the development of the land located in the area of Niidu Street in Pärnu.

Financial ratios

Statement of financial position	9 months 2014	9 months 2013
Total assets	2 330 544	2 300 422
Return on assets	-1.27%	-1.16%
Equity	2 142 290	2 154 062
Return on equity	-1.38%	-1.24%
Debt ratio	8.08%	6.36%
Share (30.09)	9 months 2014	9 months 2013
Share (30.09) Closing price of the share	9 months 2014 0.411	9 months 2013 0.542
- <u> </u>		7
Closing price of the share	0.411	0.542
Closing price of the share Earnings per share	0.411 -0.00659	0.542
Closing price of the share Earnings per share Price-to-earnings (PE) ratio	0.411 -0.00659 -62.34	0.542 -0.00595 -91.11

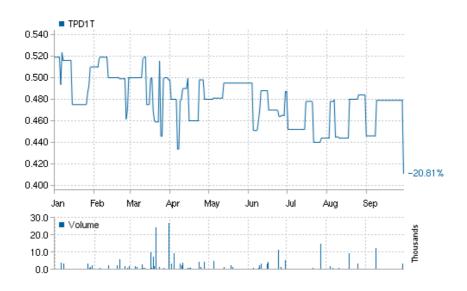
Return on assets = net profit / total assets
Return on equity = net profit/ equity
Debt ratio = liabilities / total assets
Earnings per share = net profit/ number of shares
Price-to-earnings (PE) ratio = closing price of the share / earnings per share
Book value of the share = equity / number of shares
Price-to-book ratio = closing price of the share / book value of the share
Market capitalisation = closing price of the share * number of shares

Share

Since 5th of September 1997, the shares of Trigon Property Development AS have been listed in the Tallinn Stock Exchange. Trigon Property Development AS has issued 4,499,061 registered shares, each with the nominal value of 0.60 euros. The shares are freely transferable, no statutory restrictions apply. There are no restrictions on transfer of securities to the company as provided by contracts between the company and its shareholders.

The share with a price of 0.519 euros at the end of 2013 was closed in the end of September 2014 at 0.411 euros. In total of 217,733 shares were traded in the first nine months of 2014 and the total sales amounted to 102,043 euros.

Share price and trading statistics on the Tallinn Stock Exchange from 01.01.2013 to 30.09.2014:



The distribution of share capital by the number of shares acquired as at 30.09.2014

	Number of shareholders	% of shareholders	Number of shares	% of share capital
1-99	84	20.10%	2 676	0.06%
100-999	154	36.84%	52 027	1.16%
1 000-9 999	151	36.12%	398 748	8.86%
10 000-99 999	24	5.74%	711 318	15.81%
100 000-999 999	9 4	0.96%	652 100	14.49%
1 000 000-9 999	9 999 1	0.24%	2 682 192	59.62%
TOTAL	418	100%	4 499 061	100%

List of shareholders with over 1% holdings as at 30.09.2014.

Shareholder	Number of shares	Ownership %
OÜ TRIGON WOOD	2 682 192	59.62
AS HARJU KEK	224 000	4.98
MADIS TALGRE	182 000	4.05
M.C.E.FIDARSI OSAÜHING	146 100	3.25
OÜ SUUR SAMM	100 000	2.22
Central Securities Depository of Lithuania	83 364	1.85
JAMES KELLY	82 468	1.83
Skandinaviska Enskilda Banken Finnish Clients	67 844	1.51
TOIVO KULDMÄE	49 231	1.09

Personal

AS Trigon Property Development had no employees as at 30 September 2014 (31.12.2013: 1 employee). Total labour costs in first nine months of 2014 were 10,720 euros (9m 2013: 12,864 euros).

Description of main risks

Interest rate risk

Interest rate risk is the risk that the interest rates of the Group's liabilities differ significantly from the market interest rates. The interest rate risk of AS Trigon Property Development is limited to the difference between the fixed interest rates of the Group's long-term borrowings and the market interest rates. At the time of preparing these financial statements, the market interest rates were higher than the interest rates of the Group's borrowings; therefore the fair value of the loan assumed by the Group is lower than its carrying amount.

Operating environment risk

The Group is exposed to the risk of real estate prices and real estate rental prices. The Group is not exposed to the market risk arising from financial instruments, as it does not hold any securities or derivate agreements.

Fair value

The fair values of accounts payable, short-term loans and borrowings do not materially differ from their book values. The fair value of long-term loans and borrowings is presented in Note 3.

Condensed consolidated interim report

Management Board's declaration

The Management Board confirms the correctness and completeness of the consolidated unaudited interim report of AS Trigon Property Development for the second quarter and first nine months of 2014 as set out on pages 4-16.

The Management Board confirms that to the best of their knowledge:

- 1. the accounting policies and presentation of information applied in the preparation of the condensed consolidated interim report are in compliance with International Financial Reporting Standards (IFRS) as adopted in the European Union.
- 2. the interim report presents a true and fair view of the financial position, the results of operations and cash flows of the Group;
- 3. the management report presents true and fair view of significant events that took place during the accounting period and their impact to financial statements and includes the description of major risks and doubts;

Alleys

4. group entities are going concerns.

Member of the Management Board

Aivar Kempi

27.11.2014

Condensed consolidated statement of financial position

EUR	30.09.2014	31.12.2013	30.09.2013
Cash	19	1 366	10 081
Receivables and prepayments	525	1 013	341
Total current assets	544	2 379	10 422
Investment property (Note 2)	2 330 000	2 330 000	2 290 000
Total non-current assets	2 330 000	2 330 000	2 290 000
TOTAL ASSETS	2 330 544	2 332 379	2 300 422
Borrowings (Note 3)	12 516	25 032	12 516
Payables and prepayments (Note 4)	25 592	25 747	17 167
Total current liabilities	38 108	50 779	29 683
Long-term borrowings (Note 3)	150 146	109 646	116 677
Total non-current liabilities	150 146	109 646	116 677
Total liabilities	188 254	160 425	146 360
Share capital at nominal value (Note 5)	2 699 437	2 699 437	2 699 437
Share premium	226 056	226 056	226 056
Statutory reserve capital	287 542	287 542	287 542
Retained earnings	-1 070 745	-1 041 081	-1 058 973
Total equity	2 142 290	2 171 954	2 154 062
TOTAL LIABILITIES AND EQUITY	2 330 544	2 332 379	2 300 422

The notes to the condensed consolidated interim report presented on pages 12-16 are an integral part of this report.

Condensed consolidated statement of comprehensive income

EUR	3 Q 2014	3 Q 2013	9 months 2014	9 months 2013
	4.440	2 (10	2 (20	40.020
Rental income (Note 9)	1 140	3 640	3 420	10 920
Expenses related to investment property (Note 6)	0	-1 000	-5 771	-10 588
Gross profit (loss)	1 140	2 640	-2 351	332
Administrative and general expenses (Note 7)	-6 043	-7 151	-19 836	-22 586
Operating loss	-4 903	-4 511	-22 187	-22 254
Net financial income	-2 378	-1 281	-7 477	-4 511
NET LOSS FOR THE PERIOD	-7 281	-5 792	-29 664	-26 765
TOTAL COMPREHENSIVE LOSS	-7 281	-5 792	-29 664	-26 765
Basic earnings per share	-0,00162	-0,00129	-0,00659	-0,00595
Diluted earnings per share	-0,00162	-0,00129	-0,00659	-0,00595

The notes to the condensed consolidated interim report presented on pages 12-16 are an integral part of this report.

Condensed consolidated cash flow statement

	9 months	9 months
EUR	2014	2013
Cash flows from operating activities		
Net loss for the period	-29 664	-26 <i>7</i> 65
Adjustments for:		
Interest charge	7 477	4 511
Changes in working capital:	-22 187	-22 254
Change in receivables and prepayments	400	2.57/
related to operating activities	488	2 576
Change in liabilities and prepayments	. 200	0.244
related to operating activities	-6 380	-9 341
Cash used in operations	-28 079	-29 019
Interests paid	-1 252	-1 252
Total cash flows used in operating	-29 331	-30 271
Cash flows from financing activities		
Received loans (Note 3)	40 500	26 000
Repayment of loans (Note 3)	-12 516	-12 516
Total cash flows from financing activities	27 984	13 484
CHANGE IN CASH BALANCE	-1 347	-16 787
OPENING BALANCE OF CASH	1 366	26 868
CLOSING BALANCE OF CASH	19	10 081

The notes to the condensed consolidated interim report presented on pages 12-16 are an integral part of this report.

Condensed consolidated statement of changes in equity

			Statutory		
	Share	Share	reserve	Retained	
EUR	capital	premium	capital	earnings	Total
Balance 31.12.2012	2 699 437	226 056	287 542	-1 032 208	2 180 827
Total comprehensive loss	0	0	0	-26 765	-26 765
for the period	U	U	U	-20 703	-20 703
Balance 30.09.2013	2 699 437	226 056	287 542	-1 058 973	2 154 062
Total comprehensive	0	0	0	17 892	17 892
income for the period	· ·	U	U	17 072	17 072
Balance 31.12.2013	2 699 437	226 056	287 542	-1 041 081	2 171 954
Total comprehensive loss	0	0	0	-29 664	-29 664
for the period	U	U	U	-29 004	-29 004
Balance 30.09.2014	2 699 437	226 056	287 542	-1 070 745	2 142 290

Additional information regarding the owners' equity is provided in note 5.

The notes to the consolidated condensed interim financial statements presented on pages 12-16 are an integral part of these financial statements.

Notes to condensed consolidated interim report

Note 1 Accounting Principles Followed upon Preparation of the Consolidated Interim Accounts

General Information

The condensed interim report prepared as at 30 September 2014 include the consolidated results of AS Trigon Property Development and its wholly-owned subsidiary OÜ VN Niidu Kinnisvara (together referred to as the Group). The Group's main area of operations is real estate development.

Bases for Preparation

The accounting policies used for preparing the consolidated interim report of AS Trigon Property Development for the second quarter and first six months of 2014 are in accordance with International Financial Reporting Standards (IFRS) as adopted in the European Union. The presentation of the consolidated financial statements complies with the requirements of IAS 34 "Interim Financial Reporting". Consolidated interim financial statements should be read together with the consolidated annual report of last year. The accounting policies that have been used in the preparation of the condensed interim report are the same as those used in the consolidated annual report for the year ended 31 December 2013.

The financial statements have been prepared in euros (EUR).

Management estimates that AS Trigon Property Development is a going concern and the Group's consolidated interim report for the third quarter and first nine months of 2014 presents a true and fair view of the financial position, the results of operations and the cash flows of AS Trigon Property Development. This interim report has not been audited.

Note 2 Investment property

	EUR
Balance as of 31.12.2012	2 290 000
Balance as of 30.09.2013	2 290 000
Change in fair value	40 000
Balance as at 31.12.2013	2 330 000
Balance as at 30.09.2014	2 330 000

Group currently owns one real estate development project involving a 35.46-hectare area in the City of Pärnu, Estonia.

The expenses related to the management of investment property totalled 5,771 euros in the first nine months of 2014 (9m 2013: 10,588 euros).

The property has been rented out until the beginning of construction works under operating lease agreements. Revenue from the leasing of investment property totalled 3,420 euros in first nine months of 2014 (9m 2013: 10,920 euros).

In 2013 the investment property was valued by independent valuer Newsec Valuations EE using the comparable transactions approach which benchmarked the value of Niidu land area against the prices of transacted land plots along the Pärnu City. The benchmark land plot prices ranged from EUR 8 to 15 per square meter, depending on the location and basic site infrastructure. Based on comparable transaction the valuer has estimated the sales price at 10.3 EUR/m2. To

evaluate the present value of the area as of 31.12.2013, the valuer has estimated the sales period to be 4 years and discount rate 18.7% was used.

As at 31 December 2013 the evaluation resulting in a fair value of 2,330,000 euros.

According to IFRS 13 real estate is considered level 3 investment. Main inputs are sales price, the discount rate and sales period in the discounted cash flow. Sensitivity of the main inputs to investment property fair value as of 31.12.2013:

Discount rate			sale	s price, EUF	₹/m2		
	8,85	9,31	9,80	10,32	10,84	11,38	11,95
16,0%	2 120 000	2 230 000	2 360 000	2 480 000	2 610 000	2 750 000	2 890 000
16,9%	2 070 000	2 190 000	2 310 000	2 440 000	2 560 000	2 700 000	2 840 000
17,8%	2 030 000	2 140 000	2 260 000	2 380 000	2 510 000	2 640 000	2 780 000
18,7%	1 990 000	2 100 000	2 210 000	2 330 000	2 450 000	2 580 000	2 720 000
19,6%	1 940 000	2 050 000	2 160 000	2 280 000	2 400 000	2 530 000	2 660 000
20,6%	1 900 000	2 010 000	2 120 000	2 230 000	2 350 000	2 470 000	2 600 000
21,6%	1 860 000	1 960 000	2 070 000	2 180 000	2 300 000	2 410 000	2 540 000

Sales period	
+1 year	2 250 000
-1 year	2 530 000

The property valuation is based on estimates, assumptions and historical experience adjusted with prevailing market conditions and other factors which management assesses to the best of its ability on an on-going basis. Therefore, based on the definition and taking into account that evaluation is based on a number of presumptions, which may not realize in assessed way, the valuation can be subject to significant adverse effects. This could lead to a significant change in the carrying amount of investment property in future periods. The fair value of the investment property, which is assessed using the described model is essentially dependent on whether this project could be accomplished and appropriate financing found in compliance with the presumptions made and schedule used in evaluation model.

As at 30 September 2014 and 31 December 2013, investment properties were encumbered with mortgages for the benefit of Estonian Republic in the amount of 395 thousand euros. Mortgages were set as collateral for long-term borrowings (note 3). As at 30 September 2014 and 31 December the carrying amount of investment properties encumbered with mortgages was 2,330,000 euros.

Note 3 Borrowings

EUR	30.09.2014	31.12.2013	30.09.2013
Current borrowings			
Instalment payment for land	12 516	25 <i>0</i> 32	12 516
TOTAL	12 516	25 032	12 516
Non-current borrowings			
Instalment payment for land	12 516	12 516	37 547
Loans from related parties	137 630	97 130	79 130
TOTAL	150 146	109 646	116 677

As at 30 September 2014 short-term borrowings include instalment payment for land 12,516 (31.12.2013: 25,032) euros with the repayment date 20 November 2014 (31.12.2013: 20 November 2014).

Non-current borrowings include the instalment payment for land 12,516 (31.12.2013: 12,516) euros on which interest in the fixed amount of 2,503 euros per annum is paid. The repayment date of the loan is 2015. Long-term borrowings include also loans from parent company in the amount of 137,630 (31.12.2013: 97,130) euros with interest rate 7% and the repayment date 31.12.2015. The loan received in 2014 has same terms as the previous loan.

Borrowing terms have not been breached during the accounting period or as at the balance sheet date.

Note 4 Payables and prepayments

EUR	30.09.2014	31.12.2013	31.03.2013
Payables	1 955	2 760	671
Interests	23 209	16 984	15 418
Other payables	428	6 003	1 078
TOTAL	25 592	25 747	17 167

Note 5 Equity

	Number of	Share
	shares	capital
	pcs	EUR
Balance 30.09.2014	4 499 061	2 699 437
Balance 31.12.2013	4 499 061	2 699 437
Balance 30.09.2013	4 499 061	2 699 437

The share capital of AS Trigon Property Development is 2,699,437 euros which is divided into 4,499,061 ordinary shares with the nominal value of 0.60 euro. The maximum share capital stipulated in the articles of association is 10,797,744 euros. Each ordinary share grants one vote to its owner at the General Meeting of Shareholders and the right to receive dividends.

As at 30 September 2014 the retained earnings amounted to -1,070,745 euros. As at 31 December 2013 the retained earnings amounted to -1,041,081 euros.

As at 30 September 2014, the Group had 418 shareholders (31 December 2013: 444 shareholders) of which the entities with more than a 5% holdings were:

Trigon Wood OÜ with 2,682,192 shares or 59.62% (2013: 59.62%)

Members of the Management Board and Supervisory Board did not own directly any shares of Trigon Property Development AS as at 30 September 2014 and 31 December 2013

Note 6 Expenses related to investment property

EUR	2.0.2044	2.0.2042	9 months	9 months
	3 Q 2014	3 Q 2013	2014	2013
Land tax	0	0	5 771	5 771
Other expenses	0	1 000	0	4 817
TOTAL	0	1 000	5 771	10 588

Note 7 Administrative and general expenses

EUR 3 Q 2014	2 0 2014	2 0 2012	9 months	9 months
	3 Q 2013	2014	2013	
Salary	2 680	4 020	10 720	12 864
Security transactions and stock exchange fees	2 114	1 600	5 367	4 450
Consulting	1 190	1 504	3 478	5 057
Other	59	27	271	215
TOTAL	6 043	7 151	19 836	22 586

Note 8 Earnings per share

	9 months	9 months
EUR	2014	2013
Basic earnings per share (basic EPS)	-0.00659	-0.00595
Diluted earnings per share	-0.00659	-0.00595
Book value of the share	0.48	0.48
Price to earnings ratio (P/E)	-62.34	-91.11
Closing price of the share of AS Trigon Property Development	0.411	0.542
on Tallinn Stock Exchange 30.09	0.411	0.542

Basic earnings per share have been calculated on the basis of the net profit for the interim period and the number of shares.

Diluted earnings per share equal the basic earnings per share because the Group does not have any potential ordinary shares with the dilutive effect on the earnings per share.

Note 9 Segment

The Group operates in one business segment - property investments. Property investment division rents out land and develops property in Estonia.

	9 months	9 months 2014		9 months 2013	
	EUR	%	EUR	%	
Client A	0	0%	7 500	69%	
Client B	3 420	100%	3 420	31%	
TOTAL	3 420	100%	10 920	100%	

Note 10 Related party transactions

The following parties are considered to be related parties:

- Parent company Trigon Wood OÜ and owners of the parent company;
- Members of the Management board, the Management Board and the Supervisory Board of AS Trigon Property Development and their close relatives;
- Entities under the control of the members of the Management Board and Supervisory Board;
- Individuals with significant ownership unless these individuals lack the opportunity to exert significant influence over the business decisions of the Group.

The Group is listed in secondary list of Nasdaq OMX Tallinn Stock Exchange. In total OÜ Trigon Wood is controlling 59.62 % of votes represented by shares in AS Trigon Property Development. Biggest shareholders of OÜ Trigon Wood are AS Trigon Capital (30.13%), Veikko Laine Oy (26.49%), SEB Finnish Clients (10.96%), Hermitage Eesti OÜ (12.64%) and Thominvest Oy (11.94%).

In 2014 and 2013 no remuneration has been paid to the Management or Supervisory board. There are no potential liabilities to members of the Management Board or Supervisory Board.

In first nine months of 2014 Group received loan from related parties in the amount of 40,500 (9m 2013: 26,000) euros.

As at 30 September 2014 the balance of loans from parent company was in the amount of 137,630 (31.12.2013: 97,130) euros and the accrued interest from these loans was 23,209 (31.12.2013: 16,984) euros. In first nine months of 2014 interest 3,225 (9m 2013: 3,259) euros were calculated.