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Registration number 40003074590

### **Management Report**

### Dear shareholders and partners!

In the first six months of 2016 (hereinafter – the reporting period) Reverta's work was marked by the completion of several large and complex deals in Latvia, Russia, Lithuania, and Estonia. As a result of this, during the reporting period Reverta has paid the State Treasury EUR 30.2 m which is three times as many as in the same period last year. Of this sum, EUR 21.5 m was used to repay the principal amount and EUR 8.7 m was used to repay the interest.

Overall, since 1 August 2010 when Parex banka was split, the state has received from Reverta more than EUR 641 m in the form of various payments, of which EUR 397 m was paid directly to the Treasury. In addition to that, Reverta has in due time disbursed term deposits, interest on subordinated capital and other big volume payments.

During the reporting period, Reverta has recovered EUR 38.1 m (during the same period last year the recovered sum amounted to EUR 20.6 m). These funds were mostly recovered through the aforementioned large deals conclusion of which required many years of struggle to overcome the opposition, including unlawful, by its clients. One such deal was a large and complex project conclusion of which took eight years before it resulted in the takeover of a 1000 m² commercial space at the prestigious Frunzenskaja Naberezhnaya, Moscow, Russia. Another achievement was the conclusion of the largest and most complex loan project in Lithuania – at the end of June 2016 Reverta received the remaining EUR 550 k of the total EUR 10.6 m for the concluded assignment deal.

Notwithstanding the relatively weak real estate market of Latvia, Reverta's proceeds from the sales of real estate properties were EUR 12.9 m during the reporting period, thus exceeding the results of last year by EUR 7.2 m. The reason for this was the reconstruction, lease and subsequent sale of the airBaltic headquarters for the total amount of EUR 6.19 m. The sales figures also benefited from the regular revision of property prices and other efficient sales and marketing activities.

As a result of the effective workout of assets, on 30 June 2016 Reverta's total assets decreased to EUR 104.5 m, as compared to EUR 194.9 m at the same period last year.

During the reporting period Reverta's loss amounted to EUR 21 m, as compared to EUR 26.2 m in 2015. In general, the loss comprises of regular provisions for the impairment in distressed asset value. Reverta has already stressed before that the measure of its performance is the amount of recovered funds and, taking into consideration that after the split of Parex bank only low quality assets were left in the balance of Reverta, according to the Restructuring Plan there is no profit to be expected till the end of Reverta's operations.

Since 1 August 2010 till the end of the reporting period Reverta has recovered EUR 704.3 m from the restructuring of distressed loans, sales of bonds, and disposal of real estate properties.

On 1 June 2016, Reverta's Management Board Member, Senior Vice-President Edgars Miļūns resigned. In order to reduce administrative costs and also in view of the planned termination of Reverta's operations by

the end of next year, it was resolved to continue with a two person Management Board. The work will be carried on by the Chairperson of the Management Board, President Solvita Deglava and Member of the Management Board, Senior Vice-President Ruta Amtmane. According to Reverta's Articles of Association, the Management Board can take decisions with as few as two members.

#### Events after the reporting period

In August 2016, Reverta maid another regular interest payment to the State Treasury in the amount of EUR 4 m, thus already EUR 34.2 m has been paid to the Treasury this year.

At the beginning of August 2016, Reverta signed an agreement with KMPG Baltics for receiving expert's advice on the sales process of its loan and real estate portfolios. The agreement was signed following the recommendation by the Tender Committee and bearing in mind the EC approved Restructuring Plan which envisages completion of the workout of Reverta's portfolio and closing of all operations by the end of 2017. The decision to sell Reverta's loan and real estate portfolios was supported by the Cabinet of Ministers of the Republic of Latvia. In order to continue the work that already has been done and to maximise proceeds from already commenced workout processes, the workout of separate portfolio items will be carried on until the final sale of the remaining portfolio.

Solvita Deglava	Ruta Amtmane
Chairperson of the Management Board	Member of the Management Board

Riga, 30 August 2016

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# The Supervisory Board and the Management Board

## **The Supervisory Board**

Name	Position
Michael Joseph Bourke	Chairman of the Supervisory Board
Mary Ellen Collins	Member of the Supervisory Board
Līga Kļaviņa	Deputy Chairperson of the Supervisory Board
Artūrs Neimanis	Member of the Supervisory Board

### **The Management Board**

Name	Position
Solvita Deglava	Chairperson of the Management Board
Ruta Amtmane	Member of the Management Board
Edgars Miļūns	Member of the Management Board (till 31.05.2016)

### Statement of Responsibility of the Management

The Management of AS Reverta (hereinafter – the Company) are responsible for the preparation of the financial statements of the Company as well as for the preparation of the consolidated financial statements of the Company and its subsidiaries (hereinafter – the Group).

The financial statements set out on pages 7 to 14 are prepared in accordance with the source documents and present fairly the financial position of the Company and the Group as at 30 June 2016 and the results of their operations, changes in shareholders' equity and cash flows for the six month period ended 30 June 2016. The management report set out on pages 3 to 4 presents fairly the financial results of the reporting period and future prospects of the Company and the Group.

The financial statements are prepared in accordance with International Financial Reporting Standards issued by the International Accounting Standards Board as adopted by the European Union on a going concern basis. Appropriate accounting policies have been applied on a consistent basis. Prudent and reasonable judgments and estimates have been made by the Management in the preparation of the financial statements.

The Management of AS Reverta are responsible for the maintenance of proper accounting records, the safeguarding of the Group's assets and the prevention and detection of fraud and other irregularities in the Group.

Solvita Deglava	Ruta Amtmane
Chairperson of the Management Board	Member of the Management Board

Riga, 30 August 2016

# **Statements of Comprehensive Income**

	EUR 000's			
	30/06/2016	30/06/2015	30/06/2016	30/06/2015
	Group	Group	Company	Company
Interest income	432	637	699	876
Interest expense	(10,000)	(11,199)	(10,010)	(11,199)
Net interest expense	(9,568)	(10,562)	(9,311)	(10,323)
Commission and fee income	13	9	13	9
Commission and fee expense	(5)	(13)	(3)	(11)
Net commission and fee income / (expense)	8	(4)	10	(2)
Result of revaluation of financial instruments and				
foreign currency, net	(1)	322	(1)	322
Other income	546	329	1,084	719
Net financial result of the segment	(9,015)	(9,915)	(8,218)	(9,284)
Real estate segment income, net	851	342	81	_
Real estate segment expense	(401)	(563)	(87)	(108)
Net result of RE segment	450	(221)	(6)	(108)
Collaterals and assets under repossession	<i>(</i> -)	(2.2)	<i>(</i> -)	(22)
expense	(7)	(29)	(7)	(29)
Administrative expense	(2,908)	(3,328)	(2,831)	(3,258)
Amortisation and depreciation charge	(22)	(38)	(22)	(37)
Impairment of assets, net	(10,525)	(13,510)	(9,953)	(13,510)
Loss before taxation	(22,027)	(27,041)	(21,037)	(26,226)
Corporate income tax	-	(6)	-	(6)
Loss for the period	(22,027)	(27,047)	(21,037)	(26,232)

# **Statements of Financial Position**

		EUR 000's			
	30/06/2016	31/12/2015*	30/06/2016	31/12/2015*	
	Group	Group	Company	Company	
<u>Assets</u>					
Balances due from credit institutions	5,222	5,217	2,412	2,063	
Loans	50,611	89,544	66,910	104,852	
Fixed assets	37	50	33	44	
Intangible assets	43	53	43	53	
Investments in subsidiaries	-	-	18,246	22,201	
Investment property	31,282	36,322	6,592	5,107	
Other assets	13,140	13,182	10,302	10,286	
Total assets	100,335	144,368	104,538	144,606	
<u>Liabilities</u>					
Issued debt securities	407,012	427,214	407,012	427,214	
Other liabilities	1,284	3,136	3,522	2,399	
Subordinated liabilities	75,990	75,942	75,990	75,942	
Total liabilities	484,286	506,292	486,524	505,555	
<u>Equity</u>					
Paid-in share capital	442,552	442,552	442,552	442,552	
Share premium	18,063	18,063	18,063	18,063	
Accumulated losses	(844,566)	(822,539)	(842,601)	(821,564)	
Total shareholders' equity attributable to the					
shareholders of the Company	(383,951)	(361,924)	(381,986)	(360,949)	
Total liabilities and equity	100,335	144,368	104,538	144,606	

<sup>\*</sup> Auditor: SIA "PricewaterhouseCoopers"

# **Statements of Changes in Equity**

	EUR 000's					
Group	Issued share capital	Share premium	Retained earnings	Total equity		
Balance as at 31 December 2014	442,552	18,063	(768,287)	(307,672)		
Loss for the period	-	-	(27,047)	(27,047)		
Balance as at 30 June 2015	442,552	18,063	(795,334)	(334,719)		
Loss for the period	-	-	(27,205)	(27,205)		
Balance as at 31 December 2015	442,552	18,063	(822,539)	(361,924)		
Loss for the period	-	-	(22,027)	(22,027)		
Balance as at 30 June 2016	442,552	18,063	(844,566)	(383,951)		

	EUR 000's				
Company	Issued share capital	Share premium	Retained earnings	Total equity	
Balance as at 31 December 2014	442,552	18,063	(776,020)	(315,405)	
Loss for the period	-	-	(26,232)	(26,232)	
Balance as at 30 June 2015	442,552	18,063	(802,252)	(341,637)	
Loss for the period	-	-	(19,312)	(19,312)	
Balance as at 31 December 2015	442,552	18,063	(821,564)	(360,949)	
Loss for the period	-	-	(21,037)	(21,037)	
Balance as at 30 June 2016	442,552	18,063	(842,601)	(381,986)	

# **Statements of Cash Flows**

	EUR 000's			
	30/06/2016	30/06/2015	30/06/2016	30/06/2015
	Group	Group	Company	Company
Cash flows from operating activities				
Loss before tax	(22,027)	(27,041)	(21,037)	(26,226)
Amortisation and depreciation	22	38	22	37
Change in impairment allowances and other				
accruals	10,525	13,510	9,953	13,510
Interest income	(432)	(637)	(699)	(876)
Interest expense	10,000	11,199	10,010	11,199
Other non-cash items	1	(519)	1	(322)
Cash generated before changes in assets and				
liabilities	(1,911)	(3,450)	(1,750)	(2,678)
Proceeds from loans and receivables	23,399	16,408	25,543	18,668
Proceeds from investment property	12,885	5,698	1,302	187
(Increase)/decrease in other assets	(2,362)	(2,107)	6,531	(188)
(Decrease)/ increase in other liabilities	(1,852)	(1,029)	(1,123)	(633)
Cash generated from operating activities before				
corporate income tax	30,159	15,520	30,503	15,356
Corporate income tax paid	-	(6)	-	(6)
Net cash flows from operating activities	30,159	15,514	30,503	15,350
Cash flows from investing activities		(4.2)		(4.2)
Purchase of intangible and fixed assets	-	(13)	-	(13)
Net cash flow from investing activities	-	(13)	-	(13)
Cash flows from financing activities				
Redemption of issued debt securities (principal)	(21,503)	_	(21,503)	_
Interest for issued debt securities	(8,651)	(9,684)	(8,651)	(9,684)
Net cash flow from financing activities	(30,154)	(9,684)	(30,154)	(9,684)
The case from the activities	(55)25 1,	(3,00.1)	(30)23.7	(3,00.,
Net cash flow for the reporting period	5	5,817	349	5,653
Cash and cash equivalents at the beginning of		,		,,,,,,
the reporting period	5,217	5,713	2,063	5,171
Cash and cash equivalents at the end of the			,	
reporting period	5,222	11,530	2,412	10,824
				•

# **Consolidation Group Structure**

as at 30 June 2016

No.	Name of company	Registration number	Registration address	Country of domicile	Company type*	% of total paid-in share capital	% of total voting rights	Basis for inclusion in the group**
1	AS "Reverta"	LV-40003074590	Latvia, Riga LV-1010, Republikas laukums 2A	LV	KS	100	100	MAS
2	Regalite Holdings Limited	CY-HE93438	Cyprus, Nicosia 1075, 58 Arch. Makarios 3 Avenue, Iris Tower, 6th floor, office 602	CY	PLS	100	100	MS
3	OOO "Parex Leasing and Factoring"	GE-205224461	Georgia, Tbilisi, Kazbegi avenue 44	GE	LIZ	100	100	MS
4	SIA "NIF Dzīvojamie īpašumi"	LV-40103253915	Latvia, Riga LV-1010, Republikas laukums 2A	LV	PLS	100	100	MS
5	SIA "NIF Komercīpašumi"	LV-40103254003	Latvia, Riga LV-1010, Republikas laukums 2A	LV	PLS	100	100	MS
6	SIA "NIF Zemes īpašumi"	LV-40103255348	Latvia, Riga LV-1010, Republikas laukums 2A	LV	PLS	100	100	MS
7	UAB "NIF Lietuva"	LT-302462108	Lithuania, Vilnius LT03107, K.Kalinausko 13	LT	PLS	100	100	MS
8	OÜ "NIF Eesti"	EE-11788043	Estonia, Tallinn 10119, Roosikrantsi 2	EE	PLS	100	100	MS
9	SIA "NIF Projekts 1"	LV-50103300111	Latvia, Riga LV-1010, Republikas laukums 2A	LV	PLS	100	100	MS
10	SIA "NIF Projekts 6"	LV-40103398865	Latvia, Riga LV-1010, Republikas laukums 2A	LV	PLS	100	100	MS
11	SIA "NIF Projekts 7"	LV-40103512479	Latvia, Riga LV-1010, Republikas laukums 2A	LV	PLS	100	100	MS
12	SIA "NIF Projekts 8"	LV-40103512604	Latvia, Riga LV-1010, Republikas laukums 2A	LV	PLS	100	100	MS
13	Carnella Maritime Corp.	BVI-1701483	British Virgin Islands, Mill Mall Tower, 2 nd Floor, Wickhams Cay 1, Tortola.	BVI	PLS	100	100	MS
14	SIA "NIF Projekts 10"	LV-50103930111	Latvia, Riga LV-1010, Republikas laukums 2A	LV	PLS	100	100	MMS

<sup>\*</sup>KS – commercial company, LIZ – leasing company, PLS – company providing various support services.

<sup>\*\*</sup> MS – subsidiary company, MAS – parent company, MMS – subsidiary of the subsidiary company.

#### **Notes**

### Issued share capital as at 30 June 2016

Shareholders	Nominal value, (EUR)	Number of shares	Paid-in share capital, (EUR)	Voting rights	Paid-in share capital, (%)
SJSC "Privatizācijas Aģentūra"	0.10	3 724 127 238	372,412,723.8	2 928 030 460	84.15%
EBRD	0.10	563 910 051	56,391,005.1	563 910 051	12.74%
Other	0.10	138 482 377	13,748,237.7	77 809 197	3.11%
Total		4 425 519 666	442,551,966.6	3 569 749 708	100%

# Information on certain parties that were related to the Company at the moment it received state aid

The following table represents summary of material transactions with certain parties that were related to the Company at the moment it received the State Aid:

	EUR 000's							
_	30/0	06/2016	30/06/2015					
	Period-end	Interest income/	Period-end	Interest income/				
	balance	(expense)	balance	(expense)				
Loans issued by the Company	2,807	-	2,805	-				
Subordinated financing provided to								
the Company	51,311	-	51,311	-				

Subordinated financing contracts were entered into force in 2008 and have maturities ranging 2015 through 2018. Subordinated financing is LVL and EUR denominated. Prior repayment can be unilaterally requested only upon liquidation of the Company.

#### The following table represents the details of the Company's subordinated capital:

Counterparty	Residence country	Issue size, (EUR 000's)	Interest rate	Original agreement date	Original maturity date	Amortised cost (EUR 000's) 30/06/2016	Amortised cost (EUR 000's) 30/06/2015
Notes-private							
placement	UK	20,000	4.759%	28/12/2007	28/12/2022	19,235	19,140
Private person	Latvia	10,672	6M Rigibid + 3%	04/12/2008	26/09/2017	10,699	10,699
Private person	Latvia	10,672	6M Rigibid + 3%	04/12/2008	26/09/2017	10,699	10,699
Notes – public							
issue	n/a	5,350	12%	08/05/2008	08/05/2018	5,444	5,444
Private person	Latvia	15,000	12%	20/06/2008	31/12/2017	15,075	15,075
Private person	Latvia	2,134	6M Rigibid + 3%	30/10/2008	30/10/2018	2,140	2,140
Private person	Latvia	2,134	6M Rigibid + 3%	30/10/2008	30/10/2018	2,140	2,140
Private person	Latvia	3,250	6M Rigibid + 3%	04/12/2008	31/12/2017	3,259	3,259
Private person	Latvia	3,250	6M Rigibid + 3%	04/12/2008	31/12/2017	3,259	3,259
Private person	Latvia	2,015	6M Rigibid + 3%	04/12/2008	31/12/2017	2,020	2,020
Private person	Latvia	2,015	6M Rigibid + 3%	04/12/2008	31/12/2017	2,020	2,020
					Total	75,990	75,895

### **Risk management**

The Group's risk is managed according to principles set out in Group's Risk Management Policy. The Group adheres to the following key risk management principles:

- Undertaking an acceptable risk level is one of the Group's main functions in all areas of operation.
   Risks are always assessed in relation to the expected return. Risk exposures that are not acceptable for the Group are, where possible, avoided, limited or hedged;
- The Group does not assume new high or uncontrollable risks irrespective of the return they
  provide. Risks should be diversified and those risks that are quantifiable should be limited or
  hedged;
- Risk management is based on awareness of each and every Group's employee about the nature of transactions he/she carries out and related risks;
- The Group aims to ensure as low as possible risk exposure and low level of operational risk.

Risk management is an essential element of the Group's management process. Risk management within the Group is controlled by an independent unit unrelated to customer servicing - Risk Management & Operational Department.

The Group is exposed to the following main risks: credit risk, liquidity risk, currency risk and operational risk. The Group has approved risk management policies for each of these risks, which are briefly summarised below.

#### **Credit risk**

Credit risk is the risk that the Group will incur losses from debtor's non-performance or default. The group is exposed to credit risk in its loan restructuring activities.

Credit risk management is based on adequate risk assessment and decision-making. For material risks, risk analysis is conducted by independent Risk Management & Operational Department. The analysis of credit risk comprises evaluation of customer's creditworthiness and collateral and its liquidity. The analysis of creditworthiness of a legal entity includes analysis of the industry, the company, and its current and forecasted financial position. The analysis of creditworthiness of an individual includes the analysis of the customer's credit history, income and debt-to-income ratio analysis, as well as the analysis of social and demographic factors. All decisions about loan restructuring or changes in loan agreements are made by the Credit Committee and further reviewed by the Company's Management Board.

The Group reviews its loan portfolio on a regular basis to assess its quality and concentrations, as well as to evaluate the portfolio trends.

Credit risk identification, monitoring and reporting is the responsibility of Risk Management & Operational Department.

### Liquidity risk

Liquidity risk is the risk that the Group will be unable to meet its legal payment obligations. The purpose of liquidity risk management is to ensure the availability of liquid assets sufficient to meet potential obligations.

Under ordinary circumstances the Group manages its liquidity risk in accordance with the Group's Liquidity Risk Management Policy. Liquidity risk is assessed and related decisions are made by the Company's Management Board. Daily liquidity management, as well as liquidity risk measurement, monitoring and reporting, is ensured by the Finance, Risk Management & Operational Department. Liquidity risk management in the Group is coordinated by the Finance, Risk Management & Operational Department. The main source of liquidity are debt securities issued by the Company.

#### **Operational risk**

Operational risk is the risk of suffering losses resulting from processes that are deficient or non-compliant with requirements of external and internal regulations, losses resulting from actions of employees and system malfunctioning, as well as losses resulting from actions of third parties or from other external conditions, including legal risk (risk of penalty fees, sanctions applied by external institutions, losses resulting from litigation and other similar events), but excluding strategic risk and reputation risk. The Group further divides operational risk into the following categories: personnel risk, process risk, IT and systems risk, external risk.

The Group does not undertake / accept operational risks with unquantifiable impact that are concurrently unmanageable (it is impossible to prevent such risks or provide for their consequences — e.g. non-compliance with legal regulations etc.), irrespective of the financial gains this could bring (i.e., the Group does not perform business activities incurring such operational risks).

The Group applies following approaches for operational risk management:

- Defining operational risk indicators use of statistical, financial and other indicators that reflect the level of various operational risk types and its changes within the Group;
- Operational risk measurement by recording and analysing operational risk events, the extent of the
  respective damage incurred, causes and other related information (data base of operational risk
  losses and incidents);
- "Four-eye-principle" and segregation of duties;
- Business continuity planning;
- Insurance;
- Investments in appropriate data processing and information protection technologies.

#### **Currency risk**

Currency risk is related to mismatch in foreign currency asset and liability positions that impact the Group's cash flow and financial results via fluctuations in currency exchange rates.

Currency risk management in the Group is carried out in accordance with the Group options. Day-to-day currency risk monitoring, management and reporting is the responsibility of Finance, Risk Management & Operational Department.