# ORAVA RESIDENTIAL REIT PLC

FINANCIAL STATEMENTS BULLETIN

1 JANUARY – 31 DECEMBER 2016



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### **CEO'S COMMENTS**

"The financial results of Orava Residential REIT for the fourth quarter and for the whole of 2016 were poor. As in previous years, the housing prices developed very little, in addition to which the slow growth of the fund meant that the impact of acquisitions on the result was decidedly smaller than in the earlier years following the listing of the company's shares.

The slow recovery of the Finnish housing market continued during 2016, albeit that the prices again took a downward turn during the fourth quarter. The change in the fair value of the apartments acquired for the housing fund portfolio was –0.2 percent from the third quarter, while the change for the year was +0.2 percent.

The value of housing units acquired during the fourth quarter was EUR 3.8 million, while total acquisitions for the year were just over EUR 20 million.

The economic occupancy rate continued to improve during the fourth quarter and rose from 92.0 to 93.2 percent. The economic occupancy rate for the whole year was 91.3 percent. As expected,

the proportion of investment property maintenance and repair costs of the value of the portfolio increased again towards the end of the year and was 3.1 percent for the last quarter, while the figure for the whole year was 2.7 percent. Correspondingly, net rental yield decreased to 3.7 percent during the fourth quarter and was 3.8 percent for the whole year.

Divestments of apartments continued to increase during the fourth quarter and amounted to a record-breaking figure of EUR 3.9 million; the sum total of debt-free sales prices of apartments for the year was EUR 11.6 million.

At the turn of the year, Orava Residential REIT had 7,500 shareholders. Trading volume of the company's share on the Helsinki Stock Exchange has remained almost unchanged: the average daily turnover in January–December was slightly over EUR 240,000.

The company estimates that its result for 2017 would be positive and in the range of EUR 2–5 million."



#### 1 Oct - 31 Dec 2016

- Revenue: EUR 2.6 million (1 October 31 December 2015 EUR 4.5 million)
- Comprehensive profit: EUR -0.5 million (EUR 1.3 million)
- Earnings per share: EUR –0.06 (EUR 0.16)
- Economic occupancy rate: 93.2% (89.7%)
- Gross rental yield: 6.8% (7.0%)
- Net rental yield: 3.7% (3.7%)
- Profit from assignments and changes in fair value: EUR
   -0.7 million (EUR 1.8 million)
- Total dividends distributed during the period under review: EUR 0.27 per share (EUR 0.30 per share)

#### 1 Jan - 31 Dec 2016

- Revenue: EUR 13.9 million (1 January 31 December 2015: FUR 175 million)
- Comprehensive profit: EUR 1.5 million (EUR 7.4 million)
- Earnings per share: EUR 0.17 (EUR 0.96)
- Economic occupancy rate: 91.3% (90.4%)
- Gross rental yield: 6.8% (6.8%)
- Net rental yield: 3.8% (4.0%)
- Profit from assignments and changes in fair value: EUR
   1.4 million (EUR 7.4 million)
- Total dividends distributed in 2016: EUR 1.08 per share (FUR 1.20 per share)

Adjusted net assets per share of Orava Residential REIT plc amounted to EUR 10.11 on 31 December 2016, while they were EUR 11.63 at the beginning of 2016. The value of the company's investment properties rose to EUR 210.9 million at the end of the period under review (31 December 2015: EUR 195.9 million). The Board of Directors' proposal to the General Meeting concerning dividends to be paid in 2017 is EUR 0,03 per share for each quarter, i.e., a total of EUR 0,12 per share.

### **OPERATING ENVIRONMENT**

#### National economy

The growth of Finland's GDP in 2016 is estimated to be between +0.9 and +1.5 percent, and it is expected to remain in that bracket in 2017. The growth of private consumption, very important for the housing market, is estimated to be between +1.4 and +2.1 percent in 2016, while it is expected to be between +0.8% and +1.3% this year. The market interest rates in the euro area are still exceptionally low, and short-term market rates are also expected to remain below one percent for the next four to five years.

The estimate is based on the most recent economic forecasts by 15 parties drawing up forecasts on the Finnish economy, compiled by the Federation of Finnish Financial Services, and the market interest rate expectations calculated on the basis of the euro interest rate curve published by the European Central Bank.

We expect the slow strengthening of the housing market to continue.

#### Demand in the housing market

According to statistics from the Bank of Finland, during October–December, households drew down EUR 4.4 billion in new mortgages, or 3 percent more than the year before. The euro-denominated mortgage base totalled EUR 94.1 billion at the end of December, and the annual growth in the mortgage base was 2.4%.

According to the January statistics from the Central Federation of Finnish Real Estate Agencies, the number of transactions in old apartments was over 8 percent higher than in the corresponding period in the previous year. The average marketing period for old apartments in the country as a whole, according to the Finnish marketing service Etuovi. com, increased from 83 days in October to 104 days in January, while it had been 94 days in January in the previous year.

The demand for apartments seems to have continued to strengthen moderately during the last quarter.

#### Supply in the housing market

According to Statistics Finland, building permits for apartment blocks were granted for 2,000 apartments in November, 35 percent more than last year. Correspondingly, building permits for apartment blocks were granted in January–November for a total of 26,102 apartments, or 26 percent more than last year. The annual change in the sliding annual total of building permits granted for apartment also increased to +26 percent.

The three-month change in the housing construction volume index that describes the value of on-going new construction was -1 percent in November, and the change year-on-year was +13 percent.

According to the February confidence indicator survey of the Confederation of Finnish Industries, the balance figure for construction production for the past three months was +8 points in the fourth quarter, while it was +13 points in the previous quarter and +2 points a year before. The balance



figure for the three-month production expectation was +9 points, compared to 0 points in the previous quarter and -2 points a year before. The number of unsold residential apartments, compared to the normal situation, fell from -33 in the third quarter to -22 in the fourth quarter; a year ago, the balance figure was +10 points.

The increase of supply in the housing market seems to have slowed down slightly during the fourth guarter.

#### Prices, rents and returns in the housing market

In the fourth quarter of 2016, the rents of non-sub-sidised apartments increased by 2.4% year-on-year. According to the housing price index from Statistics Finland, the housing prices increased during the fourth quarter by 1.2 percent year-on-year. The change in housing prices from the previous quarter calculated by Statistics Finland was –0.4%, which we estimate to correspond to an increase of approximately 0.5% when converted seasonally. The ratio of housing prices to rents is slightly below the

	1 Jan – 31 Dec 2016	1 Jan – 31 Dec 2015
Gross rental yield, %	6.8	6.8
Net rental yield, %	3.8	3.8
Economic occupancy rate, %	91.3	90.4
Operational occupancy rate, %	91.8	90.4
Tenant turnover/month, %	2.8	2.3

long-term average; the ratio calculated from the square metre prices of apartment block apartments in the fourth quarter and the rents of non-subsidised apartments was 15.0. The 43-year average for the ratio of square metre prices to annual rents in Finland is 16.9.

We expect housing prices in the country as a whole to increase by 1 to 3 percent during the next 12 months, and the growth rate in rents for non-subsidised apartments to remain approximately the same if the market's interest rate expectations and economic forecasts are correct with regard to their essential components affecting the housing market.

#### **RENTAL OPERATIONS**

The economic occupancy rate of rental operations in the fourth quarter was 93.2 percent, higher than in the previous quarter (92.0 per cent). The economic occupancy rate improved as expected, because no acquisitions were made in the third quarter. The economic occupancy rate, adjusted by eliminating the acquisitions made in the past six months, was 94,5 percent. The gross rental yield for the fourth quarter was 6.8 percent.

We managed to increase the economic occupancy rate slightly during the financial period. The economic occupancy rate was 91.3 percent

(2015: 90.4 per cent and gross rental yield was 6.8 per cent (2015: 6.8 per cent).

At the end of the period, there were a total of 1,696 residential apartments and business premises (2015: 1,702), 1,491 tenancy agreements (2015: 1,323) and 106 apartments were for sale. Approximately 98 per cent of the entire tenancy agreement base for residential apartments is in agreements valid until further notice. A total of 126 agreements were terminated in the fourth quarter (2015: 108) and 518 during the entire financial year (2015: 443).

#### **ACQUISITIONS**

On 30 December 2016, the company acquired a total of 13 apartments from YIT Construction Ltd through a binding contract from seven different sites. The acquired apartments are located in Helsinki, Kirkkonummi, Jyväskylä, Oulu, Hämeenlinna, Kouvola and Savonlinna. The apartments were without tenants at the time of acquisition.

During the whole of 2016, a total of 85 apartments were acquired (2015: 427 apartments) at a total debt-free price of EUR 20.1 million (2015: EUR 64.6 million).

#### **APARTMENT SALES**

During the fourth quarter, sales of apartments exceeded the previous quarters' record levels and were in terms of euros the best in the company's history. During the fourth quarter, the company sold a total of 29 residential apartments from 17 different housing companies. The debt-free selling prices of the apartments totalled EUR 3.9 million, and the sales commissions were EUR 126,000.

During the whole financial period, the company sold a total of 92 apartments (2015: 43 apartments and 5 plots) from 48 different housing companies (2015: 21). The total sales from the investment portfolio at debt-free prices in 2016 were EUR 11.6 million (2015: EUR 6.1 million), and the sales commissions totalled EUR 380,000.

#### Acquisitions implemented or agreed during the period under review

Time	Property	Debt-free purchase price (EUR million)	Company debt (EUR million)	Directed issues (1,000 shares)	Apartments (qty.)
January– September	Apartments from 21 sites (Espoo, Helsinki, Vantaa, Tuusula, Jyväskylä, Lahti, Turku, Raisio, Forssa, Hamina, Hyvinkää, Riihimäki, Savonlinna and Vaasa)	16.3	10.2	-	72
30.12.2016	Apartments from 7 sites (Helsinki, Kirkkonummi, Jyväskylä, Oulu, Hämeenlinna, Kouvola ja Savonlinna)	3.8	2.8	-	13
TOTAL		20.1	13.0	-	85

31 December 2016	31 December 2015
70 %	65 %
30 %	35 %
39 %	40 %
30 %	29 %
31 %	31 %
	70 % 30 % 39 % 30 %

# INVESTMENT PROPERTIES 31 DECEMBER 2016

The fair value of investment properties at the end of the period totalled EUR 210.9 million (31 December 2015: EUR 195.9 million). On 31 December 2016, Orava Residential REIT had a total of 1,696 apartments (31 December 2015: 1,702), with a total floor area of about 109,000 m² (31 December 2015: 108,000 m²). The apartments were located at 130 different housing companies, where the company's holding is 100% in 14 of the cases. More detailed information on the investment properties is presented in the tables section.

The values of the apartments owned by the REIT are measured at fair value at least on a monthly

basis and are published at least on a quarterly basis, and always when a change in the REIT's economic situation requires it or when changes in the condition of the real estate have a material impact on the value of the holdings of the REIT. A more detailed account of the apartment price measurement model is presented in the 2016 financial statements.

# THE GROUP'S FINANCIAL RESULT FOR THE FOURTH QUARTER

The Group's revenue for the fourth quarter totalled EUR 2.6 million (Q4 2015: EUR 4.5 million). The revenue was divided into income from rental operations of EUR 3.3 million (Q4 2015: EUR 2.7 million)

and capital gains of EUR –0.7 million (Q4 2015: EUR 1.8 million). The returns on rental operations include rental income and compensation for use. Gains consist of the changes in the fair value of the apartments and the profit from sales of apartments less sales commissions for sold apartments.

Operating expenses for the fourth quarter totalled EUR 2.4 million (Q4 2015: EUR 2.4 million), of which maintenance costs and annual repairs amounted to EUR 1.6 million (Q4 2015: EUR 1.5 million) and the performance-based management fee totalled 0.0 million (Q4 2015: EUR 0.0 million).

Operating profit amounted to EUR 0.2 million (Q4 2015: EUR 2.1 million).

Financial income and expenses for the fourth quarter totalled EUR -0.7 million (Q4 2015: EUR -0.7 million), and taxes totalled EUR 30,000 (Q4 2015: EUR 139,000).

Profit for the fourth quarter was EUR –0.5 million (Q4 2015: EUR 1.3 million). Comprehensive income items amounted to EUR 21,000 (Q4 2015: EUR –3.000), and comprehensive profit for the period totalled EUR –0.5 million (Q4 2015: EUR 1.3 million).



# CONSOLIDATED PROFIT FOR THE PERIOD

The Group's revenue for the financial year totalled EUR 13.9 million (2015: EUR 17.5 million). The revenue was divided into income from rental operations of EUR 12.5 million (2015: EUR 10.1 million) and capital gains of EUR 1.4 million (2015: EUR 7.4 million). The returns on rental operations include rental income and compensation for use. Gains consist of the changes in the fair value of the apartments and the profit from sales of apartments less sales commissions for sold apartments.

Operating expenses for the financial period totalled EUR 9.3 million (2015: EUR 7,8 million), of which maintenance costs and annual repairs amounted to EUR 6,1 million (2015: EUR 5.1 million) and the performance-based management fee totalled 0.0 million (2015: EUR 0.0 million). The increase of costs is mainly due to the expansion of the operations.

Operating profit amounted to EUR 4.6 million (2015: EUR 9.7 million).

Financial income and expenses for the financial period totalled EUR -3.0 million (2015: EUR -2.6 million), and taxes totalled EUR 117,000 (Q4 2015: EUR 161,000).

Profit for the period stood at EUR 1.5 million (2015: EUR 6.9 million). Comprehensive income items amounted to EUR –57,000 (2015: EUR 490,000), and comprehensive profit for the period totalled EUR 1.5 million (2015: EUR 7.4 million).

#### **FINANCING**

Financial expenses (net) totalled EUR 3.0 million during the period 1 January – 31 December 2016 (2015; EUR 2.6 million).

On 20 December 2016, Orava Residential REITO terminated the credit limit agreement of EUR 15 million concluded with Danske Bank and repaid the EUR 5.3 million withdrawn from the credit limit agreement. At the same time, the company signed a credit agreement of EUR 8.0 million with Collector Bank Ab. On 31 December 2016, the interest-bearing liabilities of Orava Residential REIT amounted to EUR 37.4 million.

The interest-bearing loans of Orava Residential REIT and the company loans allocated to the shares in housing companies totalled EUR 114.5 million on 31 December 2016 (31 December 2015: EUR 95.8 million).

In addition to the loans, the long-term liabilities in the statement of the financial position also include EUR 794,000 in rental deposits paid by tenants (31 December 2015: EUR 660,000).

Consolidated cash flow from operations became positive during the third quarter. During the period 1 October – 31 December 2016, the cash flow from operations totalled EUR 216,000 (Q4 2015: EUR 262,000). During the whole financial period, the cash flow from operations totalled EUR –45,000 (2015: EUR -692,000). Costs in cash flow from operational activities 2015 were strained by arrangement fees of a bond and credit limit agreement and the discontinuation of derivative hedging, totalling EUR 1,379,000.

The company's management is monitoring the development of sales of investment properties on a monthly basis as part of cash flow from operations. During the period 1 October – 31 December 2016, the cash flow from operations including the debt-fee sales prices of investment properties totalled EUR 2,305,000 (2015: EUR 3,554,000). During the whole financial period, the company's alternative cash flow from operations totalled EUR 6,568,000 (2015: EUR 4,016,000). The cash flows have been sufficient.

#### **ALTERNATIVE CASH FLOW STATEMENT**

Cash flows from operations including income from sales	1 Oct – 31 Dec 2016	1 Oct – 31 Dec 2015	1 Jan – 31 Dec 2016	1 Jan – 31 Dec 2015
Cash flow from operations before financial items	1,248	587	3,603	1,814
Income from sales of investment properties at debt-free prices	2,089	3,292	6,613	4,708
Taxes paid, as well as interest and other financial expenses, net	-1,032	-325	-3,648	-2,505
Cash flow from operations	2,305	3,554	6,568	4,016
Cash and cash equivalents, opening balance	2,863	3,085	2,790	1,990
Cash and cash equivalents, closing balance	4,141	2,790	4,141	2,790

The company's strategic target is a debt financing rate of approximately 50 percent, which means that the intention is to refinance the company loan proportions of sold apartments and other loan repayments by taking out new loans.

Cash flows from investments	1 Oct – 31 Dec 2016	1 Oct – 31 Dec 2015	1 Jan – 31 Dec 2016	1 Jan – 31 Dec 2015
Acquisition of investment properties less acquired cash and cash equivalents	-767	-4,000	-14,512	-13,778
Cash flows from investments	-767	-4,000	-14,512	-13,778
Cash flows from financing, including the company loan proportions of sold apartm	nents			
Increase in equity subject to payment	0	1,280	0	2,472
Drawdowns of and increases in loans	8,012	3,318	32,507	26,931
Payments received from the issue of convertible bonds	2,133	2,000	9,133	15,000
Loan repayments including the company loan proportions of sold apartments	-8,144	-4,316	-23,405	-26,141
Dividends paid	-2,261	-2,133	-8,939	-7,701
Cash flows from financing	-260	150	9,296	10,561

# SHARES AND SHAREHOLDERS OF ORAVA RESIDENTIAL REIT

In the first quarter, the company implemented a directed issue of a total of 200,000 shares and applied for the shares to be admitted to trading on the main list of the Helsinki Stock Exchange. The 200,000 shares that Orava Residential REIT allocated to itself in a charge-free share issue on 17 February 2016 were recorded in the Trade Register on 22 February 2016. The ISIN code of the shares directed by the company at itself is FI4000197942 (trading code OREITN0116). The shares do not provide entitlement to dividends paid from the profit for 2015 during 2016, but they will provide entitlement to dividends in 2017 and subsequent years. After the issue, the number of the company's shares totalled 9,206,619. The aforementioned 200,000 shares were listed on the stock exchange list of the Helsinki Stock Exchange, and they were subject to trading as of 23 February 2016.

In the first quarter, the company implemented a directed issue of a total of 200,000 shares and applied for the shares to be admitted to trading on the main list of the Helsinki Stock Exchange.

The 200,000 shares that Orava Residential REIT allocated to itself in a charge-free share issue on 20 April 2016 were recorded in the Trade Register on 22 April 2016. The ISIN code of the shares directed by the company at itself is FI4000197942 (trading code OREITN0116). After the issue, the number of the company's shares totalled 9,406,619. The aforementioned 200,000 shares were listed on the stock exchange list of the Helsinki Stock Exchange, and they were subject to trading as of 26 April 2016.

In the third quarter, the company implemented a directed issue of a total of 930,000 shares and applied for the shares to be admitted to trading on the main list of the Helsinki Stock Exchange.

Orava Residential REIT allocated 930,000 new shares to itself in a charge-fee directed issue on 5 July 2016 (ISIN code FI4000197942, trading code OREITN0116). The Financial Supervisory Authority approved the prospectus for application of the issued shares to be admitted to trading on Nasdaq Helsinki (the Helsinki Stock Exchange). On 5 July 2016, the company's Board of Directors decided to annul 679,052 own shares that the company already owned that provide entitlement to dividends in

#### LIST OF OWNERS ON 30 Dec 2016, TEN LARGEST

Shareholder	Number of shares	%
Royal House Oy ****	454,066	4.7
Maakunnan Asunnot Oy *	435,664	4.5
Yli-Torkko Erkki	210,162	2.2
OP-Henkivakuutus Oy	138,705	1.4
Vähävara Oy	104,000	1.1
Rannikko Reino	101,000	1.0
Ålands Ömsesidiga Försäkringsbolag	100,000	1.0
Orava Rahastot plc ***	84,991	0.9
Godoinvest Oy**	79,360	0.8
Korpela Henry	60,000	0.6
Total	1,767,941	18.3

<sup>\*</sup> Company under the control of Board members Tapani Rautiainen and Timo Valjakka

<sup>\*\*</sup> Company under the control of Board member Timo Valjakka

<sup>\*\*\*</sup> Company under the control of Board member Jouni Torasvirta

<sup>\*\*\*\*</sup> Company under the control of Board member Tapani Rautiainen

2016 (ISIN code FI4000068614, trading code OREIT). When the shares subscribed in the share issue and the annulment of the already owned shares were recorded in the Trade Register, the company's number of shares grew by 250,948 shares from 9,406,619 shares to 9,657,567 shares. The shares subscribed in the issue were listed on the stock exchange list of the Helsinki Stock Exchange, and they were subject to trading as of 11 July 2016.

After the record date, 18 December 2016, of the dividend paid on 30 December, all shares in the company were combined (ISIN code FI4000068614) and all shares had equal rights to dividends. Trading with the trading code OREITN0116 on the Helsinki Stock Exchange ended on 23 December 2016. At the end of 2016, the number of registered shares of the company totalled 9,657,567 of which 9,598,910 were outstanding shares.

The company has allocated and will allocate shares to itself in charge-free share issues, which it may use to strengthen its capital structure, develop its business and widen its ownership base through both acquisition of investment properties and the issue of convertible bonds.

On 29 May 2015, Orava Residential REIT agreed with Rakennusliike Leimarakentajat Oy on the construction of 52 apartments in Hämeenlinna. The apartments were completed at the beginning of July 2016, and the payment of the final instalment of the acquisition, EUR 1,17 million, was implemented with a directed issue on 19 July 2016. Rakennusliike Leimarakentajat Oy subscribed to a total of 157,681 new shares in the company (OREIT0116). The subscription price of the shares was the weighted average price of the shares during the five days of stock exchange trading preceding the subscription.

The company did not conclude any new convertible bond agreements during the fourth quarter. During the fourth quarter, convertible bonds worth EUR 2.5 million were converted into 454,066 company shares and recognised in the company's shareholders' equity. During the financial period, the company concluded 28 convertible bond agreements with a total value of EUR 9.0 million. Convertible bonds worth EUR 9.5 million were converted into 1,332,921 company shares and recognised in the company's shareholders' equity. On 31 December 2016, the shareholders' equity was EUR 97.0 million (31 December 2015: EUR

94.3 million). At the end of the financial period, the company had 512,723 treasury shares, corresponding to 0.6 per cent of the total number of the company's shares and the total number of voting rights. More detailed information on shareholders' equity and convertible bonds is presented in the tables section, at sections 5.8 and 5.3.

The trading codes of the company's shares during the financial year were OREIT and OREITN0116.

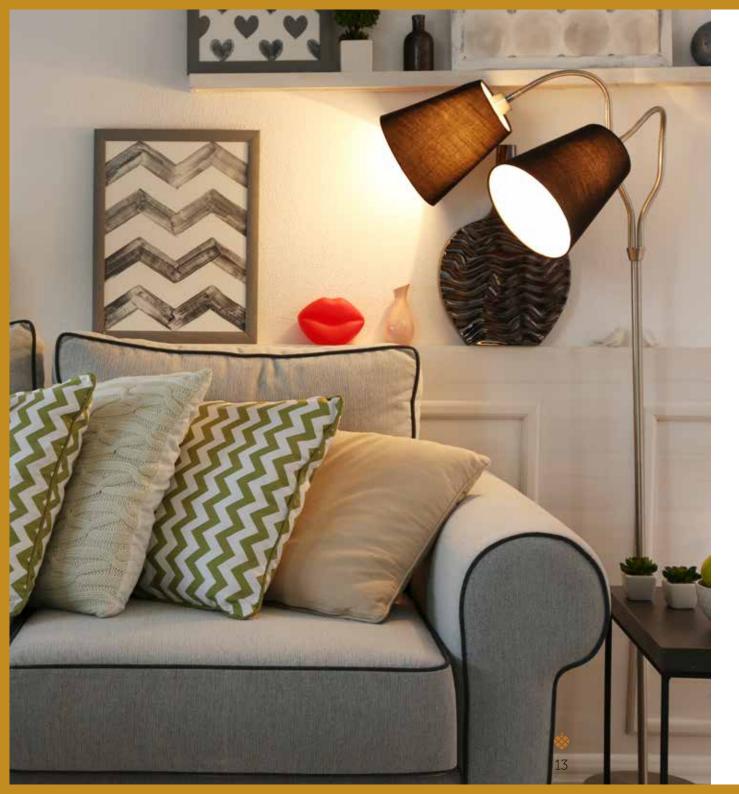
During the financial period, the average daily turnover of shares was approximately EUR 242,000.

At the end of December 2016, the company had 7,500 shareholders. Of the total number of shares, 2.7% were nominee registered.

# MANAGEMENT OF THE RESIDENTIAL REIT

Orava Residential REIT was established on the initiative of Orava Funds plc. Orava Funds is responsible for the organisation, management and development of the operations and administration of the Residential REIT. The Residential REIT has no personnel of its own.

As compensation for management services, Orava
Residential REIT pays the management company
0.6% of the fair value of the assets of the REIT as an



annual fixed management fee and 20% of the annual return on the REIT exceeding the hurdle rate of 7% as a performance-based management fee. The stock exchange price is used in the calculation of the performance-based management fee, if it is lower than net assets per share. The performance-based management fee is only paid if the closing stock exchange price for the financial period is higher than the highest closing stock exchange price for the previous financial periods, adjusted for dividends, issues and splits.

The fixed management fee is calculated on a quarterly basis, and the value is considered to be the latest fair value of the assets according to IFRS in the previous quarter. The fixed management fees during the period under review 1 January – 31 December 2013 amounted to EUR 1,265,000 (2015: EUR 967,000).

On the basis of the company's net assets per share, share price and dividend distribution realised in 2016, no performance-based management fee has been booked (1 January – 31 December 2015: EUR 0,000).

During the period, Newsec Asset Management Oy and Ovenia Oy were paid a total of EUR 1,060,000 for financial administration and other support activities

and for apartment rental operations and administrative services, including value added tax.

#### **PERSONNEL**

The personnel of Orava Residential REIT are part of the business organisation of the management company. The management company is responsible for the personnel expenses incurred from the operational activities of the Residential REIT.

#### **BOARD OF DIRECTORS AND AUDITORS**

The Board of Directors of Orava Residential REIT is composed of six members: Patrik Hertsberg, Mikko Larvala, Tapani Rautiainen, Veli-Matti Salmenkylä, Jouni Torasvirta and Timo Valjakka. The Chairman of the Board is Jouni Torasvirta and the Vice Chairman is Patrik Hertsberg. The Board of Directors convened a total of 18 times during the financial period. The Board members' rate of attendance at Board meetings was 95%.

Orava Residential REIT's auditor is the auditing company PricewaterhouseCoopers Oy, with Tuomas Honkamäki, APA, as the chief auditor. The auditor is paid a fee in accordance with the invoice.

# AUTHORISATIONS OF THE BOARD OF DIRECTORS

YThe Annual General Meeting decided on 22 March 2016 to authorise the Board of Directors to decide on share issues and the issue of option and other special rights giving entitlement to shares so that the Board of Directors may decide to issue no more than 6,000,000 shares in the company's possession or new shares which do not give entitlement to dividends in 2016. Under the authorisation, a total 1,210,794 shares had been issued by 31 December 2016, which means that an additional 4,789,206 shares could still be issued under the authorisation.

#### **MANAGEMENT**

Pekka Peiponen is the CEO of Orava Residential REIT. The management of Orava Residential REIT is part of the business organisation of the management company Orava Funds plc. The management company is responsible for the costs of personnel and management incurred from the REIT's operational activities.

#### REGULATION

The current rules for real estate investment operations are available on the company's website <a href="https://www.oravaasuntorahasto.fi">www.oravaasuntorahasto.fi</a> and they are included as an appendix.

# NEAR-TERM RISKS AND UNCERTAINTIES

Orava Residential REIT estimates that the key risks and uncertainties for the company in the near future will be related to the acquisition of investment properties, changes in the value of apartments and repair costs.

It may be challenging and difficult for the company to acquire investments that meet the company's goals. In addition, it may be difficult for the company to secure equity and debt financing for investments under competitive terms and conditions.

Major unexpected repairs and repair costs would have a negative impact on occupancy rate, rental income and profitability.

# MAJOR EVENTS 1 JANUARY – 31 DECEMBER 2016

The Board of Directors of Orava Residential REIT plc confirmed the company's updated strategy for 2016 on 11 January 2016. The strategic financial objectives remained unchanged: the targeted total return on the share shall be at least 10% p.a., the targeted dividend return shall be 7–10% p.a. on net assets per share, and the crediting rate shall be approximately 50%.

In addition to the financial objectives, the following were confirmed as the main strategic objectives:

- increasing equity to at least EUR 110 million in 2016 and maintaining an annual growth of approximately at least EUR 20% over the medium term
- diversifying the acquisition of debt financing further
- increasing the economic occupancy rate to over 95%
- reducing property maintenance costs to 5% and repair costs to 10% below the statistical benchmark
- increasing apartment sales to 5–10% of the value of investment properties on the opening statement of financial position.

The regional and age distribution objectives for portfolio management were updated. According to the updated regional distribution objective, 53% of the market value of apartments shall be located in the Helsinki region, 22% in major cities and 25% in medium-sized cities with a variation range of plus or minus approximately 10%. The age distribution objective remained unchanged, i.e. the weighting of properties completed in the 1990s and afterwards shall be 51%, and the weighting of properties completed before 1990 shall be 49% plus or minus approximately 10% calculated from the market value of the investment portfolio.

The company's Board of Directors and the management company Orava Funds plc agreed on a change in the performance-based management fee on 17 February 2016. The hurdle rate of the performance-based management fee was increased from 6% to 7%.

The 200,000 shares that Orava Residential REIT allocated to itself in a charge-free share issue on 17 February 2016 were recorded in the Trade Register on 22 February 2016. The company may use the shares allocated to itself to strengthen its

capital structure, develop its business and widen its ownership base through both acquisition of investment properties and the issue of convertible bonds. The ISIN code of the shares directed by the company at itself is FI4000197942 (trading code OREITN0116). The shares do not provide entitlement to dividends paid from the profit for 2015 during 2016, but they will provide entitlement to dividends in 2017 and subsequent years. After the issue, the number of the company's shares totalled 9,206,619. The aforementioned 200,000 shares were listed on the stock exchange list of the Helsinki Stock Exchange, and they were subject to trading as of 23 February 2016.

The company concluded a market guarantee agreement with Nordea Finland Plc on 9 March 2016 for Orava Residential REIT's new shares (trading code OREIT0116). Under the agreement, Nordea Bank Finland Plc will provide a purchase and sale offer for a share in Orava Residential REIT so that the largest allowed difference between the purchase and sale offer is 4% of the purchase offer. The offers shall include at least a number of shares the value of which corresponds to EUR 4,000. The transaction

according to the agreement was implemented on 10 March 2016.

The Annual General Meeting decided to authorise the Board of Directors to decide on the distribution of no more than EUR 1.08 share-specific dividends. It is possible to pay a total of no more than EUR 8.993.772,36 in dividends. The dividend that is payable by quarter is in each instalment no more than EUR 0.27 per share. The dividend payment dates are 4 April 2016, 30 June 2016, 30 September 2016 and 30 December 2016. The Board of Directors was authorised to decide on the amount of dividends and their payment by quarter within the aforementioned restrictions, provided that the company's solvency is not jeopardised as a result of the dividend payments. The Board of Directors was authorised to decide on the record dates of dividend payments.

The Annual General Meeting decided on 22 March 2016 that a specification is made in the rules for real estate investment operations concerning the payment of the performance-based management fee so that the hurdle rate is increased from 6 per cent to 7 per cent. The hurdle rate is the return for the return exceeding which a performance-based fee is paid to the management company. According

to the decision of the AGM, the rules for real estate investment operations (section 11, third paragraph) were specified with regard to the determination of the performance-based management fee.

The amended first sentence of Section 11, third paragraph, reads as follows (amendment in bold): As a performance-related management fee, the REIT pays Orava Funds plc twenty per cent (20%) of the REIT's annual return exceeding the hurdle rate of seven per cent (7%). The performance-based management fee is calculated on the basis of earnings per share for the financial period and the number of shares at the end of the financial period.

The Annual General Meeting also decided that a correction be made in Section 14, second paragraph, concerning the amendment of the rules for real estate investment operations due to the amendment to the Real Estate Funds Act, according to which the amendments to the rules enter into force after a month from the time they were communicated to shareholders by publishing the information in the manner required in the case of information falling within the sphere of the REIT's duty of disclosure and the fund in accordance with Section 10. In addition, it was decided that an unnecessary



sentence be removed from Section 14, second paragraph, which refers to the time prior to listing. The amended Section 14, second paragraph, reads as follows: Amendments to the rules enter into force after a month from the time they were communicated to shareholders by publishing the information in the manner required in the case of information falling within the sphere of the REIT's duty of disclosure in accordance with Section 10.

The Annual General Meeting also decided to authorise the Board of Directors to decide on share issues and the issue of option and special rights giving entitlement to shares so that the Board of Directors may decide to issue no more than 6,000,000 shares in the company's possession or new shares which do not give entitlement to dividends in 2016. The authorisation is valid until the next AGM, and it revokes the previous authorisation given on 19 March 2015.

At the meeting held after the actual AGM, the Board of Directors of Orava Residential REIT elected Jouni Torasvirta as the Chairman from among the members and Patrik Hertsberg as the Vice Chairman. According to the authorisation received from the AGM, the Board of Directors decided that

the dividends to be paid on the share of Orava Residential REIT (trading code OREIT, ISIN code FI4000068614) shall be EUR 0.27, the dividend detachment date 23 March 2016 and the record date 24 March 2016. The total amount of dividends was EUR 2,248,443.09.

On 30 March 2016, Orava Residential REIT acquired 23 residential apartments and concluded a binding transaction on the acquisition of 26 residential apartments on 31 March 2016 at a debt-free purchase price of EUR 9.6 million. Of the value of the apartments acquired, 31% is located in the Helsinki Region, 50% in Jyväskylä and Lahti, and 19% in medium-sized cities. The acquisition included 26 new apartments without tenants at a debt-free purchase price of EUR 7.1 million.

On 18 April 2016, the company concluded a loan agreement of EUR 10 million with Collector Bank AB to refinance both acquisitions and old loans The five-year loan has been drawn down in its entirety. Collector Bank AB is a Swedish credit institution specialising, among other things, in real estate financing.

The 200,000 shares that Orava Residential REIT allocated to itself in a charge-free share issue on 20 April 2016 were recorded in the Trade Register

on 22 April 2016. The company may use the shares allocated to itself to strengthen its capital structure, develop its business and widen its ownership base through both acquisition of investment properties and the issue of convertible bonds. The ISIN code of the shares directed by the company at itself is FI4000197942 (trading code OREITN0116). The shares do not provide entitlement to dividends paid from the profit for 2015 during 2016, but they will provide entitlement to dividends in 2017 and subsequent years. After the issue, the number of the company's shares totalled 9,406,619. The aforementioned 200,000 shares were listed on the stock exchange list of the Helsinki Stock Exchange, and they were subject to trading as of 26 April 2016.

On 27 May 2016, the Financial Supervisory
Authority granted the authorisation for an alternative investment fund manager to the management company of Orava Residential REIT plc, Orava
Funds plc. The Act on Alternative Investment Fund
Managers requires a custodian from alternative investment funds, such as Orava Residential REIT.
Svenska Handelsbanken AB (publ.), Finnish branch operations, acts as the custodian of Orava Residen-



tial REIT plc. The custodian agreement was signed on 20 May 2016.

On 30 June 2016, Orava Residential REIT acquired a total of 23 residential apartments from construction companies through binding agreements at a debt-free purchase price of EUR 6.7 million. Of the value of the apartments acquired, 36% is located in the Helsinki Region, 55% in major cities and the remaining 9% in medium-sized cities. The apartments acquired were new and without tenants.

Orava Residential REIT allocated 930,000 new shares to itself in a charge-fee directed issue on 5 July 2016 (ISIN code FI4000197942, trading code OREITN0116). The shares provide equal rights to the company's dividends with the other shares; however, so that the shares do not provide entitlement to dividends distributed in 2016. The Financial Supervisory Authority approved the prospectus for application of the issued shares to be admitted to trading on Nasdaq Helsinki (the Helsinki Stock Exchange). On 5 July 2016, the company's Board of Directors decided to annul 679,052 own shares that the company already owned that provide entitlement to dividends in 2016 (ISIN code FI4000068614, trading code OREIT). When the shares subscribed

in the share issue and the annulment of the already owned shares were recorded in the Trade Register, the company's number of shares grew by 250,948 shares from 9,406,619 shares to 9,657,567 shares.

The shares subscribed in the share issue and the annulled shares were registered in the Trade Register, and they were issued and recorded in the book-entry system maintained by Euroclear Finland Oy on 8 July 2016. The shares subscribed in the issue were listed on the stock exchange list of the Helsinki Stock Exchange, and they were subject to trading as of 11 July 2016.

On 29 May 2015, Orava Residential REIT agreed with Rakennusliike Leimarakentajat Oy on the construction of 52 apartments in Hämeenlinna. The apartments were completed at the beginning of July 2016, and the payment of the final instalment of the acquisition, EUR 1,17 million, was implemented with a directed issue on 19 July 2016. Rakennusliike Leimarakentajat Oy subscribed to a total of 157,681 new shares in the company (OREIT0116). The subscription price of the shares was the weighted average price of the shares during the five days of stock exchange trading preceding the subscription.

The Board of Directors of Orava Residential REIT plc confirmed the company's updated strategy on 21 December 2016. The strategic financial objectives remained unchanged: the targeted long-term return on equity shall be 10% p.a. and the targeted long-term dividend yield shall be 7–10% p.a. on net assets per share. The aim is to keep the company's debt financing rate between at approximately 50 percent in 2017.

In addition to the financial objectives, the following were confirmed as the main strategic objectives:

- increasing equity to at least EUR 110–120 million in 2017 and maintaining an annual growth rate of approximately at least 20 percent over the medium term
- increasing the economic occupancy rate to at least 95 per cent in 2017
- reducing the management, maintenance and repair expenses of properties, expenses of the rental business and administrative expenses compared to the value of the portfolio in 2017
- increasing the sales of apartments in 2017 and keeping the rate of sales at 5–10 percent of the

- opening balance of investment assets in the medium term.
- development of the quantity and quality of information directed at investors.

The regional and age distribution objectives of portfolio management were updated. According to the updated age distribution objective, the weighting of properties completed in the 1990s and afterwards shall be 53 percent and the weighting of properties completed before 1990 shall be 47 percent plus minus approximately 10 percentage points calculated from the market value of the investment portfolio, The regional distribution objective remained unchanged, i.e., 53 percent of the market value of apartments is located in the Helsinki Region, 22 percent in major cities and 25 per cent in medium-sized towns with a variation range of approximately plus or minus 10 percentage points.

Since the difference in dividends between the company's OREIT (ISIN code FI4000068614) and OREITN0116 (ISIN code FI4000197942) shares was removed on 21 December 2016, the company's shares have the same and equal rights to dividends, including the dividends paid in 2017 and in sub-

sequent years. The trading code OREITN0115 was removed from the main list of the stock exchange on Friday 23 December 2016 after the close of trading, at which time the combination of the shares with the OREIT shares also took place,

On 30 December 2016, Orava Residential REIT acquired a total of 13 apartments at a debt-free purchase price totalling EUR 3.8 million. Of the value of the apartments acquired, 36% is located in the Helsinki Region, 44% in major cities and the remaining 20% in medium-sized cities. The apartments acquired were new and without tenants.

#### **EVENTS AFTER THE FINANCIAL PERIOD**

There was a change in the market guarantee of the shares of Orava Residential REIT (trading code OREIT) when the market guarantee functions of Nordea Bank Finland Plc were transferred to Nordea Bank Ab as the companies merged on 2 January 2017. Following the merger, Nordea Bank Ab is responsible for all existing and possible future rights and obligations of Nordea Bank Finland plc. The change took effect on Monday, 2 January 2017.

The company annulled 58,657 treasury shares held by the company (ISIN code FI4000068614,

trading code OREIT). When the annulment of shares was recorded in the Trade Register on 24 January 2017, the number of the company's shares decreased by 58,657 from 9,657,567 to 9,598,910.

The debt-free prices of apartments sold by Orava Residential REIT's after the period under review (between 1 January and 20 February 2017) totals EUR 2.4 million.

#### DIVIDEND

#### Year 2016

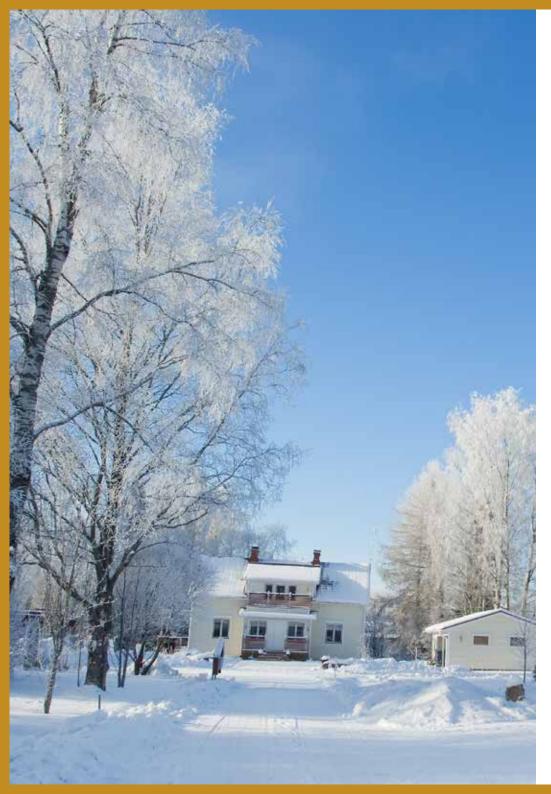
The Annual General Meeting of 22 March 2016 decided to distribute dividends of no more than EUR 0.27 per share from the profit for 2015 in each quarter of 2016, i.e. in total at most EUR 1.08 per share in 2016.

Dividends per share paid during the period under review:	FI4000068614
1 April 2016, 1st dividend	0.27 €
30 June 2016, 2nd dividend	0.27 €
30 Sep 2016, 3rd dividend	0.27 €
30 Dec 2016, 4th dividend	0.27 €
Total	1.08€

#### Year 2017

The parent company's distributable funds were EUR 1,281,802,44 on 31 December 2016.

The Board of Directors proposes to the Annual General Meeting that a total of EUR 0.12 per share be distributed from the result for 2016 in dividends total EUR 1,151,869.20 and that the Board of Directors be authorised to decide on the amounts of dividends to be paid in each quarter.



#### **FUTURE OUTLOOK**

Orava Residential REIT estimates that its result for 2017 would be positive and in the range of EUR 2-5 million.

The change in the value of current apartments in the investment portfolio is expected to be slightly positive during this year. The gross and net rental yield is expected to remain approximately at its present level, and the volume of acquisitions is expected to remain at the last year's level or to increase slightly. The ratio of maintenance and repair costs to the value of investment properties is expected to slightly decrease from the previous year.

Helsinki, 28 February 2017

Orava Residential REIT plc
Board of Directors

#### Additional information:

Pekka Peiponen, CEO, tel. 010 420 3104 Veli Matti Salmenkylä, CFO and administrative director, tel. 010 420 3102

#### Appendices:

Rules for real estate investment operations

### DESCRIPTIVE AND TABLES SECTIONS

# Consolidated Statement of Comprehensive Income IFRS

The notes presented in the balance sheet book form an integral part of the consolidated financial statements.

Consolidated Statement of Comprehensive Income	Note	1 Oct – 31 Dec 2016	1 Oct – 31 Dec 2015	1 Jan – 31 Dec 2016	1 Jan – 31 Dec 2015
	1,000 EUR				
Revenue					
Income from rental operations	2	3,304	2,748	12,539	10,087
Gains from disposals and changes in the fair value of apartments	2	-658	1,764	1,363	7,431
Total revenue		2,646	4,512	13,903	17,519
Maintenance expences	3	-1,628	-1,517	-6,067	-5,075
Expenses from rental operations	3	-207	-251	-715	-507
Administrative expenses	3	-599	-592	-2,510	-2,179
Other operating income and expenses	3	-14	-24	-11	-25
Total expenses		-2,448	-2,384	-9,303	-7,787
Operating Profit		198	2,128	4,599	9,732
Finance expenses (net)	5.1	-659	-676	-2,955	-2,640
Profit before taxes		-461	1,452	1,644	7,092
Direct taxes	3	-30	-139	-117	-161
Profit/loss for the period		-491	1,313	1,527	6,931
Profit/loss for the period attributable to					
the owners of the parent company		-491	1,313	1,527	6,931
Earnings per share calculated from the profit					
attributable to the owners of the parent company	5.0	0.06	0.46	0.47	0.05
Earnings per share, undiluted, EUR	5.8	-0.06	0.16	0.17	0.96
Other comprehensive income items					
Items that may in the future be reclassified to profit or loss			_		
Derivatives – interest rate swaps	5.7	21	-3	-57	490
Items that are not reclassified to profit or loss		0	0	0	0
Comprehensive profit/loss for the period		-470	1,310	1,470	7,421
Comprehensive profit/loss for the period attributable to					
the owners of the parent company		-470	1,310	1,470	7,421
non-controlling interests		0	0	0	0

# Consolidated statement of financial position

The notes presented in the balance sheet book form an integral part of the consolidated financial statements.

Consolidated statement of financial position	Note	31 Dec 2016	31 Dec 2015
ASSETS			
Non-current assets			
Investment properties in rental use	4	197,768	182,610
Investment properties available for sale			
Investment properties available for sale	4	13,133	13,241
Fair value of investment properties in total	4	210,901	195,851
Current assets			
Rental and other receivables	2, 5.2	1,059	676
Cash and cash equivalents	5.2	4,141	2,790
Current assets in total		5,200	3,464
TOTAL ASSETS		216,101	199,315
EQUITY AND LIABILITIES			
Equity attributable to the owners of the parent company			
Share capital	5.8	72,131	72,131
Share issue		0	0
Reserve for invested unrestricted equity	5.8	24,382	13,713
Hedge reserve	5.7	-60	-3
Retained earnings		-974	1,574
Profit for the period		1,527	6,931
Total equity		97,007	94,346
LIABILITIES			
Non-current liabilities			
Interest-bearing liabilities	5.3	106,407	87,092
Other non-current liabilities	5.3	794	660
Total non-current liabilities		107,201	87,752
Current liabilities			
Interest-bearing liabilities, borrowings	5.3	2,936	4,002
Trade payables and other current liabilities	3, 5.3	3,772	8,541
Derivatives	5.7	60	3
Total current liabilities		6,768	12,546
Liabilities allocated to investment properties available for sale		5,123	4,671
Total liabilities		119,093	104,969
TOTAL EQUITY AND LIABILITIES		216,101	199,315



# Consolidated statement of cash flows

The notes presented in the balance sheet book form an integral part of the consolidated financial statements.

Consolidated statement of cash flows		1 Oct – 31 Dec 2016	1 Oct – 31 Dec 2015	1 Jan – 31 Dec 2016	1 Jan – 31 Dec 2015
Cash flows from operational activities 1	1,000 €				
Payments received from rental operations		3,241	2,298	12,646	9,801
Payments for operating expenses		-1,993	-1,711	-9,043	-7,987
Cash flows from operational activities before financial items		1,248	587	3,603	1,814
Interest paid and other finance expenses, net		-840	-334	-3,453	-2,458
Taxes paid		-192	9	-195	-47
Net cash flows from operational activities		216	262	-45	-692
Cash flows from investment activities					
Acquisition of subsidiaries less acquired cash and cash equivalents		-767	-4,000	-14,512	-13,778
Income from divestures of investment properties		2,089	3,292	6,613	4,708
Net cash flows used in investments		1,322	-708	-7,899	-9,070
Cash flows from financing activities					
Increase in equity subject to payment		0	1 280	0	2,472
Drawdowns of and increases in loans		8,012	3,318	32,507	26,931
Payments received from the issue of a convertible bond		2,133	2,000	9,133	15,000
Loan repayments		-8,144	-4,316	-23,405	-26,141
Dividends paid		-2,261	-2,133	-8,939	-7,701
Net cash flows used in financing activities		-260	150	9,296	10,561
Net decrease (-) / increase (+) in cash and cash equivalents		1,278	-296	1,351	800
Cash and cash equivalents at the beginning of the period		2,863	3,085	2,790	1,990
Cash and cash equivalents at the end of the period		4,141	2,790	4,141	2,790

### Statement of changes in equity (1/3)

The company's equity consists of share capital, the reserve for invested unrestricted equity and retained earnings. Fees paid to outsiders related to an increase in the share capital are deducted from equity. The company may only distribute its assets as dividends. In accordance with the Tax Exemption Act, the acquisition of treasury shares is prohibited.

STATEMENT OF CHANGES IN EQUITY			1 000 EUR			
	1	2	3	4	5	6
Equity on 31 Dec 2013	43,144	0	-224	6,859	49,780	49,780
Proceeds from shares issued 25 Jun 2014	3,189	899			4,088	4,088
Proceeds from shares issued 30 Sep 2014	1,148	302			1,450	1,450
Proceeds from shares issued 30 Sep 2014	6,039	535			6,574	6,574
Conversion of convertible bond 8 Oct 2014	1,576	424			2,000	2,000
Conversion of convertible bond 23 Dec 2014	1,280	220			1,500	1,500
Conversion of convertible bond 31 Dec 2014	1,486				1,486	1,486
Cost to gain equity		-120		-258	-378	-378
Distribution of dividends 28 Mar 2014				-1,206	-1,206	-1,206
Distribution of dividends 30 Jun 2014				-1,206	-1,206	-1,206
Distribution of dividends 30 Sep 2014				-1,206	-1,206	-1,206
Distribution of dividends 30 Dec 2014				-1,206	-1,206	-1,206
Profit from the period				8,451	8,451	8,451
Comprehensive income items			-270		-270	-270
Equity on 31 Dec 2014	57,863	2,260	-493	10,230	69,860	69,860

- 1 Share capital and share issue
- 2 Reserve for invested unrestricted equity
- 3 Hedge reserve
- 4 Retained earnings
- 5 Total equity attributable to the owners of the parent company
- 6 Total equity

During the third quarter on 13 July, 8 August, 22 August and 5 September a total of 8 convertible bond agreements were entered into to a total value of EUR 2.0 million. The lenders were domestic investment companies introduced to the company by UB Securities Ltd.

### Statement of changes in equity (2/3)

STATEMENT OF CHANGES IN EQUITY	1 000 EUR					
	1	2	3	4	5	6
Proceeds from shares issued 11 Feb 2015	396	24			420	420
Proceeds from shares issued 26 Feb 2015	50	8			58	58
Proceeds from shares issued 31 Mar 2015	2,442	361			2,803	2,803
Conversion of convertible bond 19 Mar 2015	2,024	490			2,514	2,514
Proceeds from shares issued 29 May 2015	505	80			585	585
Conversion of convertible bond 17 Jun 2015	3,776	725			4,501	4,501
Proceeds from shares issued 29 Jun 2015	4,377	493			4,870	4,870
Conversion of convertible bond 29 Jun 2015		500			500	500
Proceeds from shares issued 31 Jul 2015	697	65			762	762
Conversion of convertible bond 29 Sep 2015		4,500			4,500	4,500
Proceeds from shares issued 18 Dec 2015		1,455			1,455	1,455
Conversion of convertible bond 31 Dec 2015		2,750			2,750	2,750
Cost to gain equity				-705	-705	-705
Distribution of dividends 31 Mar 2015				-1,795	-1,795	-1,795
Distribution of dividends 30 Jun 2015				-1,927	-1,927	-1,927
Distribution of dividends 30 Sep 2015				-2,080	-2,080	-2,080
Distribution of dividends 30 Dec 2015				-2,150	-2,150	-2,150
Profit fron the period				6,931	6,931	6,931
Comprehensive income items			-3		-3	-3
Maturing of hedging instrument			493		493	493
Equity on 31 Dec 2015	72,131	13,713	-3	8,504	94,346	94,346

- 1 Share capital and share issue
- 2 Reserve for invested unrestricted equity
- 3 Hedge reserve
- 4 Retained earnings
- 5 Total equity attributable to the owners of the parent company
- 6 Total equity

### Statement of changes in equity (3/3)

STATEMENT OF CHANGES IN EQUITY		10	00 EUR			
	1	2	3	4	5	6
Conversion of convertible bond 31 Mar 2016		2,750			2,750	2,750
Distribution of dividends Q1 2016				-2,248	-2,248	-2,248
Distribution of dividends Q2 2016				-2,248	-2,248	-2,248
Distribution of dividends Q3 2016				-2,248	-2,248	-2,248
Distribution of dividends Q4 2016				-2,248	-2,248	-2,248
Cost to gain equity				-368	-368	-368
Conversion of convertible bond 30 Jun 2016		2,061			2,061	2,061
Conversion of convertible bond 30 Sep 2016		2,189			2,189	2,189
Conversion of convertible bond 30 Dec 2016		2,500			2,500	2,500
Proceeds from shares issued 18 July 2016		1,170			1,170	1,170
Reversals of provisions				-117	-117	-117
Profit from the period				1 527	1,527	1,527
Comprehensive income items			-57		-57	-57
Equity on 31 December 2016	72,131	24,382	-60	553	97,007	97,007

- 1 Share capital and share issue
- 2 Reserve for invested unrestricted equity
- 3 Hedge reserve
- 4 Retained earnings
- 5 Total equity attributable to the owners of the parent company
- 6 Total equity

# NOTES TO THE FINANCIAL STATEMENTS

#### 1 Consolidation

Under the Consolidation heading, we have compiled basic information on Orava Residential REIT plc, the main provisions of the Tax Exemption of Certain Limited Liability Companies Engaging in Apartment Rental Operations (299/2009) (""the Tax Exemption Act""), as well as the principles related to the consolidation of the Group and the related notes.

To increase the understanding of the calculation principles, Orava Residential REIT describes the accounting policies in connection with the note in question as part of the note

#### 1.1 Basic details of the Group

Orava Residential REIT plc (business ID 2382127-4, address Fabianinkatu 14 B, 00100 HELSINKI, Finland) was established on 30 December 2010 as a real estate fund as referred to in the Real Estate Funds Act. The up-to-date rules for real estate investment

operations are included as an appendix to the financial statements.

The purpose of the company as a real estate fund under the Real Estate Funds Act (1173/1997) is to let apartments and real estate which it owns or possesses due to its shareholding, to engage in ordinary housing management and maintenance focusing on its own property, to exercise construction contracting on the company's own behalf and to finance all these operations. The operations of the company aim to take advantage of the Act on the Tax Exemption of Certain Limited Liability Companies Engaging in Apartment Rental Operations (299/2009) ("the Tax Exemption Act"). The company has been granted an exemption from the payment of income tax as of 30 December 2010.

Orava Residential REIT was listed to NASDAQ Helsinki (""Helsingin Pörssi"") at October 2013.

Orava Residential REIT's Board of Directors approved these financial statements for publication at its meeting on 28 February 2017.



### 1.2 Act on the Tax Exemption of Certain Limited Liability Companies Engaging in Apartment Rental Operations (288/2009) ("the Tax Exemption Act")

In Finland, a limited company generally liable for tax and engaged in the rental of residential apartments is exempted from paying income tax in the manner prescribed in the Tax Exemption Act.

The main prerequisites for granting exemption from tax are as follows:

- The company may not be engaged in any other business than that of renting residential apartments
- At least 80% of the company's assets shown on the balance sheet is invested in apartments or real estate primarily intended for residential use
- The other assets of the company besides the residential assets are compliant with the Real Estate Funds Act
- The company's liabilities do not exceed 80%
- No individual shareholder holds more than 10 % of the company's share capital
- The Real Estate Funds Act is applicable to the company

In addition to the above, the requirements for maintaining the exemption from tax are broadly as follows:

- At least 90% of the result must be distributed as dividends every year (excluding any nonmaterialised change in value)
- The company's shares are listed on the stock exchange on the third year at the latest
- The company does not distribute its funds in any other manner than as dividends

The company becomes partially liable for tax

- to the extent that its rental income is less than 80% of its total income (excluding disposal prices)
- for capital gains from apartments it has owned for less than five years

In the initial stage of company operations, residential apartments owned for less than five years have been disposed of, so a liability to pay tax may arise from such disposals.

It is not possible to set off disposal gains and losses in capital gains taxation. Income tax is only recognised if it is known that he company will

become partially liable to pay tax. For taxation purposes, a capital gain is created when the disposal price exceeds the sum total of the original acquisition price, the asset transfer tax paid, the estate agent's fee and the apartment repair expenses and capitalised repairs.

The subsidiaries pay the relevant taxes on their financial result and capital gains.

### 1.3 Accounting principles

The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards applying the IAS and IFRS standards and SIC and IFRIC interpretations endorsed for use in the EU and in force on 31 December 2016. The statements have been prepared in compliance with IAS34. The term "International Financial Reporting Standards" refers to the standards and their interpretations in the Finnish Accounting Act and provisions based on this approved for application in the EU in accordance with the procedure established in EU Regulation No 1606/2002. The notes to the consolidated financial statements also comply with the provisions of

Finnish accounting and corporate legislation that supplement the IFRS provisions. In addition, Orava Residential REIT complies with the recommendations of the European Public Real Estate Association (EPRA), as applicable. EPRA Performance Measures are calculated according to the EPRA Best Practices Recommendations of December 2014.

The consolidated financial statements have been prepared in euros. The figures have been rounded to the nearest thousand euros, so the sum total of the individual figures may differ from the total amount presented.

The consolidated financial statements are based on the acquisition cost method apart from investment properties and interest rate swaps used for hedging cash flows, which are recognised at fair value.

The preparation of IFRS-compliant financial statements requires discretion from the management. Discretion influences the selection and application of accounting principles, the amount of reported assets, liabilities, income and expenses, as well as the notes presented. When exercising discretion, the management uses estimates and assumptions based on previous experience and its best view on the closing date concerning the development of the

real estate market, in particular. The final outcome may differ from the estimates made. Any changes in estimates and assumptions are recognised in accounting in the financial period during which the estimates or assumptions are adjusted.

The most material estimated items are the measurement at fair value and classification of acquisitions into corporate restructuring or acquisition of real estate properties.

In connection with each acquisition, company's management assess whether the terms and conditions for the definition of business operations are met or whether the company only presents the part it manages as an investment property in its consolidated financial statements. The company has only presented the part it manages as an investment property.

The information shown in the consolidated financial statements has not been audited.

### 1.4 Consolidation principles

Orava Residential REIT consolidates the whollyowned housing companies in compliance with IFRS 10. Partially owned housing companies are consolidated using the proportionate method in compliance with IFRS 11, in which case only the amount of each income statement and balance sheet item of the subsidiaries corresponding to the holding of the Group is consolidated. Accordingly, no minority interests are created in the Group consolidation process.

#### 1.5 Asset items available for sale

In accordance with the company's investment strategy, the aim is to annually sell apartments for 5 to 10 per cent of the value of the investment properties on the company's opening statement of financial position. The sales of apartments are implemented by selling apartments released from rental use individually. The sales of apartments may be supplemented by sales of plots. Apartment sales totalled EUR 3898 000 in the fourth quarter. Asset items classified as available for sale are measured at fair value.

The book values of assets items available for sale on 31 December 2016 were EUR 13,133,000 (31 December 2015: EUR 13,241,000).

### 2 Segments and income

In the note on operating income we have collected notes on financial result and the statement of financial position related to revenue and other income, so that their impact on the financial result and statement of financial position of Orava Residential REIT would be better perceived.

The Group's chief operational decision-maker is the Board of Directors. Segment information is based on the monthly reports which the Board of Directors uses for allocating resources and for assessing financial performance.

Orava Residential REIT lets apartments and real estate which it owns or possesses due to its share-holding and engages in ordinary housing management and maintenance focusing on its own property.

The form of segment reporting used by the company is in accordance with the intended use of the investment properties. According to the Tax Exemption Act, at least 80% of the assets shown on the company's balance sheet must be invested in apartments or real estate primarily intended for residential use and rental income from these must account for at least 80% of its income, excluding the

disposal prices of investment properties. The assets shown on the balance sheet and the income of Orava Residential REIT have consisted of apartments and real estate primarily intended for residential use, so no segment division has been performed.

The revenue of Orava Residential REIT is presented in compliance with the accounting principles, divided into income from rental operations and capital gains from disposals and changes in fair value. Income from rental operations is divided into gross rental yield, i.e. income from rental of apartments and other facilities, and compensation for use and resident services. Income from ordinary operations is recognised in the income statement in equal instalments on a monthly basis over the lease period.

The capital gains and losses from apartments are arrived at by deducting the previous quarter's closing balance value from the debt-free selling price. Capital gains also include transaction fees from sales, i.e. estate agents' sales commissions, changes in the fair value of apartments in the period under review and the share of the apartments of the asset transfer tax, activated repairs and apartment repair expenses that have not been activated yet.

During the period 1 January – 31 December 2016, a total of 92 apartments were sold (2015: 43 apartments).

Orava Residential REIT measures investment properties at fair value according to section 18 in the Real Estate Funds Act. (Kiinteistörahastolaki) and IFRS 13. Changes in fair values are presented in profit and loss in the reporting period they occur.

Changes in fair values are presented in profit and loss. Investment properties are initially recognized at acquisition cost, later carried at fair value. Fair value is the amount of money for which the assets could be exchanged between informed parties willing to enter into the transaction and independent of each other.



Revenue	1 Jan – 31 Dec 2016	1 Jan – 31 Dec 2015
Income from rental operations		
Gross rental yield	12,119	9,749
Compensarion for use and service income	420	337
Gains from disposals and changes in the fair value of apartments		
Disposal prices of apartments less the fair value in the previuos quarter's closing balance	-303	-201
Brokerage fees for apartments disposed of	-380	-151
Net gains and losses from changes in the fair value of investment properties	2,046	7,784
Total	13,902	17,519

Distribution of investment property values by their location, %	31 Dec 2016	31 Dec 2015
Helsinki Region	39	40
Major cities	30	29
Medium-size towns	31	31
Total	100	100
Distribution of investment property values by age group, %	31 Dec 2016	31 Dec 2015
Built in 1989 or earlier	31	35
Built in 1990 or later	69	65
Total	100	100

Rental and other receivables	31 Dec 2016	31 Dec 2015
Prepayments	505	0
Rental and trade receivables	223	187
Total	728	187

The geographical distribution of the value of investment properties and their breakdown by age is also regularly reported to the Board of Directors. The Helsinki Region includes Helsinki, Espoo, Kauniainen, Vantaa and the surrounding municipalities, while large urban centres of Tampere, Turku, Oulu, Jyväskylä and Lahti are classified as major cities. Medium-sized towns are cities with more than approximately 20,000 inhabitants.

Rental receivables are recognised on the balance sheet at their initial invoiced value. Rental receivables are regularly reviewed. Reminder and collection letters are sent at two-week intervals. An external collection agency manages the collection of rental receivables. A summons is sent to a district court approximately two months after the first due date.

At the end of every reported period, it is estimated whether there is proof of impairment of the value of receivables. Impairment of rental receivables is recognised under other operating expenses during the period it is incurred. Credit risk arises from the possibility that the counterparty to an agreement fails to meet its contractual obligations.

On the balance sheet date, the major credit risks faced by the Group were due to rental receivables. The Group does not have any significant concentrations of receivable or credit risks. On 31 December 2016, rental receivables totalled EUR 223,000 (31 December 2015: EUR 187,000).



### 3 Operating expenses

In the note on operating expenses we have collected the notes on financial result and the statement of financial position related to operating expenses, so that their impact on the financial result and statement of financial position of Orava Residential REIT would be better perceived.

The expenses include the management, maintenance and annual repair expenses of investment properties, expenses for rental operations and the administrative expenses of the Residential REIT. Administrative expenses include the remuneration of the Board of Directors, the fixed fee of the management company and other administrative expenses such as administration costs of property managers, Stock Exchange, Central Securities Depository and auditing fees as well as costs of external appraisers for calculation of fair value of investment properties. Other operating expenses include any performance-based fee of the management company and credit losses. Operating expenses are presented on an accrual basis.

Land leases of subsidiaries are treated as other leases, and the rents paid on their basis are recognised in the income statement under maintenance expenses in equal instalments over the lease period.

Expenses by type	1 Jan – 31 Dec 2016	1 Jan – 31 Dec 2015
Property maintenance expenses	-6,067	-5,075
Expenses from rental operations	-715	-507
Board of Directors' fees	-131	-143
Management fee Orava Funds plc	-1,265	-967
Other administrative expenses	-1,114	-1,069
Other operating expenses	-11	-25
Total	-9,303	-7,786

Property maintenance expenses	1 Jan – 31 Dec 2016	1 Jan – 31 Dec 2015
Property maintenance expenses less compensation for use	-5,647	-4,739
Property maintenance expenses less compensation for use as percentage of market value, p.a.	2.7 %	2.9 %
Average market value of investment properties during the period, EUR 1,000	207,412	164,753

Property maintenance expenses also include maintenance expenses for residential apartments in the sales portfolio.

Board of Directors' fees	1 Jan – 31 Dec 2016	1 Jan – 31 Dec 2015
Jouni Torasvirta	-35	-37
Peter Ahlström	0	-4
Patrik Hertsberg	-20	-17
Mikko Larvala	-19	-21
Tapani Rautiainen	-20	-21
Veli Matti Salmenkylä	-20	-21
Timo Valjakka	-19	-20
Total	-131	-143

The fees of the Board of Directors consist of monthly and meeting fees. The Board's attendance at meetings during the period was 95,4%. The Board held 18 meetings (2015: 26 meetings) during the period. Orava Residential REIT is externally managed. It has no personnel.



Auditor's fees	1 Jan – 31 Dec 2016	1 Jan – 31 Dec 2015
Audit, parent company	-131	-78
Audit, subsidiaries	-40	-35
Total	-171	-113

The auditor's fees of Parent Company are included in other administrative expenses. The auditor is paid a fee in accordance with the invoice.

Other operating expenses include credit losses from rental operations and the performance-based fee of the management company.

Other operating expenses	1 Jan – 31 Dec 2016	1 Jan – 31 Dec 2015
Credit losses	-11	-25
Performance-based fee paid to the manage- ment company	0	0
Total	-11	-25

As a performance-based management fee, the REIT pays the management company 20% of the company's annual return exceeding 7%. The performance-based management fee is only paid if the closing stock exchange price for the financial period, or the net assets per share if they are lower than the stock exchange price, is higher than the highest closing stock exchange price for the previous financial periods or the net assets per share, adjusted for dividends, issues and splits. No maximum amount has been specified for the fee to be paid to the management company.



Any other operating income and expenses include income and expenses which cannot be considered to be directly related to the real estate investment operations of Orava Residential REIT.

Trade payables related to expenses	1 Jan – 31 Dec 2016	1 Jan – 31 Dec 2015
Trade payables	162	185

Accounts payable are initially recognised at the fair value and subsequently measured at amortised cost. The majority of the Group's trade payables are related to acquisitions made by the subsidiaries.

#### **Income Taxes**

The Large Taxpayers' Office granted the company an exemption from the payment of income tax on 20 January 2012. According to the decision, the tax exemption started from the beginning of the first tax year on 30 December 2010.

However, pursuant to the Tax Exemption Act, the company has to pay tax for capital gains from apartments it has owned for less than five years. Capital losses from apartments may not be deducted from capital gains.

For taxation purposes, a capital gain is created when the disposal price exceeds the sum total of the original acquisition price, the asset transfer tax paid, the estate agent's fee and the apartment repair expenses and capitalised repairs.

The subsidiaries pay the relevant taxes on their financial result and capital gains.

	1 Jan – 31 Dec 2016	1 Jan – 31 Dec 2015
Tasex of the Group for the period	-117	-161



## 4 Investment properties

In the investment properties group, we have collected notes particularly related to investment properties and their valuation. More detailed information on the measurement of the fair value of investment properties is available in the Consolidated Financial Statements of Orava Residential REIT plc of 31 December 2016.

In accordance with the Tax Exemption Act,
Orava Residential REIT does not engage in any
operations other than letting premises which it
owns or possesses due to its shareholding, ordinary
housing management and maintenance focusing
on such premises, construction contracting on the
company's own behalf and financing required for
these.

Under the Tax Exemption Act, at least 80% of the company's assets shown on the balance sheet at the end of the tax year shall be made up of real properties, housing company shares or shares conferring the right to possess a residential apartment in another mutual real estate company which only engages in the ownership and management of the buildings on its real estate which are primarily intended for permanent residential use. Orava Residential REIT possesses such assets to obtain rental income or increase in the value of its assets or both.

The management exercises discretion in every investment property acquisition determining whether it is an acquisition of business operations or is it consolidated using the proportionate method. Only the amount of investment properties corresponding to the holding of the Group has been consolidated.

In the valuation of its investment properties,
Orava Residential REIT applies section 18 of the Real
Estate Funds Act and the fair value model according
to IFRS 13, Fair Value Measurement. Any profit or loss
from changes in fair value is recognised through
profit or loss for the period during which it arises.

Changes in fair value are recognised under revenue. Investment properties are initially valued at acquisition cost. Fair value is used in the measure-

Investment properties		31 Dec 2015 value
Fair value on 1 Jan	195,851 24.558	130,668 64.453
Transfer of cash and cash equivalents away from the fair value of investment properties	0	-913
Decreases	-11,554	-6,140
Change in fair value in the period taking the impact of asset trnsfer tax into account	2 046	7,784
Fair value on 31 Dec	210,901	195,851

The decreases are disposals of residential apartments. A total of 92 apartments were sold during the period 1 Jan - 31 Dec 2016.

The change in the value of investment properties that had been in the portfolio during the period 1 October - 31 December 2016 was -0.2% (1 October - 31 December 2015: -0.9%) i.e. EUR -426,000 (1 October - 31 December 2015: EUR -1,610,000).

ment and valuation after the original recognition. Fair value is the amount of money for which the assets could be exchanged between informed parties willing to enter into the transaction and independent of each other.

Orava Residential REIT possesses investment properties under construction to obtain rental income or increase in the value of its assets or both in the future. On the closing date, long-term development and construction projects where a new building or new apartments are built are measured at fair value. Use of fair value requires that the per-

centage of completion of the project can be reliably estimated. Investment properties under construction also include apartments for which Orava Residential REIT has signed a construction-stage deed of purchase for a residential apartment.

The value of Orava Residential REIT's investment properties is the sum of the market values of individual apartments calculated using a measurement model. Investment properties are disclosed on the statement of financial position at their gross value, in which case the share of debt related to ownership allocated to the property is presented in Orava Resi-

dential REIT's consolidated statement of financial position as a liability.

Individual apartments are derecognised when they are disposed of. Capital gains and losses from apartments are presented in the income statement under revenue.

An external expert annually audits the fair value measurement process and determination method used by Orava Residential REIT. In addition to the audit, an external expert issues a calculation of value on the values of all Orava Residential REIT's investment properties twice a year.

Investment properties on 31 Dec 2016						
Company	Area	City	Holding, %	Built in, year	Apartments	Floor area, m2
As Oy Espoon Albert	Helsinki Region	Espoo	7 %	2014	2	144
As Oy Espoon Revontuli	Helsinki Region	Espoo	5 %	2015	2	115
As Oy Espoon Suulperi	Helsinki Region	Espoo	7 %	2014	3	226
As Oy Espoon Tiilentekijä	Helsinki Region	Espoo	9 %	2015	2	235
As Oy Espoon Tähystäjä	Helsinki Region	Espoo	3 %	2013	1	81
As Oy Sininärhentie 5	Helsinki Region	Espoo	2 %	2013	1	84
As Oy Helsingin Apteekkari	Helsinki Region	Helsinki	21 %	2014	4	344
As Oy Helsingin Hjalmar	Helsinki Region	Helsinki	10 %	2014	2	202
As Oy Helsingin Koirasaarentie 1	Helsinki Region	Helsinki	69 %	2000	17	996
As Oy Helsingin Limnologi	Helsinki Region	Helsinki	14 %	2015	5	427
As Oy Helsingin Rafael	Helsinki Region	Helsinki	13 %	2014	2	222
As Oy Helsingin Umbra	Helsinki Region	Helsinki	4 %	2016	2	166
As Oy Helsingin Werner	Helsinki Region	Helsinki	2 %	2016	1	75
As Oy Hyvinkään Rukki	Helsinki Region	Hyvinkää	3 %	2013	1	92
As Oy Hyvinkään Ryijy	Helsinki Region	Hyvinkää	4 %	2016	1	107
As Oy Hyvinkään Ukko-Pekka	Helsinki Region	Hyvinkää	34 %	2014	5	505
As Oy Järvenpään Terho	Helsinki Region	Järvenpää	5 %	2012	1	95
As Oy Järvenpään Tuohi	Helsinki Region	Järvenpää	82 %	2013	14	1,116
As Oy Järvenpään Saundi	Helsinki Region	Järvenpää	13 %	2013	6	517
As Oy Kauniaisten Kvartetti	Helsinki Region	Kauniainen	4 %	2014	2	142
As Oy Kauniaisten Venevalkamantie 3	Helsinki Region	Kauniainen	17 %	2012	5	301
As Oy Keravan Nissilänpiha 9–11	Helsinki Region	Kerava	89 %	1974	25	2,213
As Oy Keravan Ritariperho	Helsinki Region	Kerava	100 %	2011	19	2,071
As Oy Kirkkonummen Kummikallio	Helsinki Region	Kirkkonummi	100 %	1973	84	5,241

Investment properties on 31 Dec 2016						
Company	Area	City	Holding, %	Built in, year	Apartments	Floor area, m2
As Oy Kirkkonummen Pomada	Helsinki Region	Kirkkonummi	33 %	2012	6	650
As Oy Kirkkonummen Pronssi	Helsinki Region	Kirkkonummi	6 %	2014	1	86
As Oy Kirkkonummen Tammi	Helsinki Region	Kirkkonummi	31 %	2013	13	993
As Oy Nurmijärven Puurata 15–17	Helsinki Region	Nurmijärvi	40 %	1974-75	19	1,216
As Oy Nurmijärven Soittaja	Helsinki Region	Nurmijärvi	59 %	2013	15	1,326
As Oy Lindhearst, Sipoo	Helsinki Region	Sipoo	56 %	1982	12	984
Sipoonranta Saalinki	Helsinki Region	Sipoo	7 %	2011	3	253
As Oy Tuusulan Pihta	Helsinki Region	Tuusula	31 %	2014	7	695
As Oy Vantaan Kaakkoisväylä 4	Helsinki Region	Vantaa	75 %	1979	40	2,905
As Oy Vantaan Kruununmasto	Helsinki Region	Vantaa	5 %	2016	2	119
As Oy Vantaan Paddington	Helsinki Region	Vantaa	6 %	2015	2	180
As Oy Vantaan Piletti	Helsinki Region	Vantaa	2 %	2015	2	173
As Oy Vantaan Popliini	Helsinki Region	Vantaa	10 %	2015	5	396
As Oy Vantaan Rasinrinne 13	Helsinki Region	Vantaa	52 %	1975	21	1,086
As Oy Vantaan Rusakko	Helsinki Region	Vantaa	55 %	1992	5	282
As Oy Vantaan Maauunintie 14	Helsinki Region	Vantaa	100 %	1975	75	5,065
As Oy Jyväskylän Kruunutorni (liiketilat)	Large urban centres	Jyväskylä	36 %	2010	5	1,232
As Oy Jyväskylän Ahjotar	Large urban centres	Jyväskylä	24 %	2014	7	340
As Oy Jyväskylän Kyläseppä	Large urban centres	Jyväskylä	16 %	2014	3	207
As Oy Jyväskylän Maailmanpylväs	Large urban centres	Jyväskylä	6 %	2014	2	218
As Oy Jyväskylän Runous	Large urban centres	Jyväskylä	4 %	2015	1	84
As Oy Jyväskylän Tukkipoika	Large urban centres	Jyväskylä	12 %	2013	3	228
As Oy Jyväskylän Valssikuja 6	Large urban centres	Jyväskylä	95 %	1995	23	1,833
As Oy Kaarinan Lampaankääpä	Large urban centres	Kaarina	100 %	1974	36	2,254

Investment properties on 31 Dec 2016						
Company	Area	City	Holding, %	Built in, year	Apartments	Floor area, m2
As Oy Lahden Aleksanteri	Large urban centres	Lahti	21 %	2014	9	728
As Oy Lahden Helkalanhovi	Large urban centres	Lahti	74 %	1975	32	1,894
As Oy Lahden Jukolan Tuomas	Large urban centres	Lahti	100 %	2010	22	1,306
As Oy Lahden Jukolan Aapo	Large urban centres	Lahti	100 %	2010	22	1,306
As Oy Lahden Leinikki	Large urban centres	Lahti	9 %	2013	2	160
As Oy Malskin Kruunu	Large urban centres	Lahti	5 %	2015	2	170
As Oy Lahden Poikkikatu 4	Large urban centres	Lahti	55 %	1971	22	1,227
As Oy Lahden Pormestari	Large urban centres	Lahti	8 %	2012	2	121
As Oy Lahden Vuoksenkatu 4	Large urban centres	Lahti	44 %	1970	10	428
As Oy Lempäälän Tikanhovi	Large urban centres	Lempäälä	50 %	2014	16	993
As Oy Naantalin Vesperi	Large urban centres	Naantali	23 %	2015	10	594
As Oy Alppilan Iiris	Large urban centres	Oulu	17 %	2014	7	490
As Oy Oulun Eveliina	Large urban centres	Oulu	14 %	2011	2	161
As Oy Oulun Jatulinmetsä	Large urban centres	Oulu	8 %	2013	2	160
As Oy Merijalinväylä	Large urban centres	Oulu	5 %	2012	2	138
As Oy Oulun Seilitie 1	Large urban centres	Oulu	65 %	2009	13	719
As Oy Oulun Resiina	Large urban centres	Oulu	10 %	2015	6	446
As Oy Oulun Viskaali	Large urban centres	Oulu	11 %	2015	5	378
As Oy Oulunsalon Poutapilvi	Large urban centres	Oulu	4 %	2010	1	93
As Oy Raision Kertunpuisto	Large urban centres	Raisio	19 %	2014	3	245
As Oy Raision Lumme	Large urban centres	Raisio	25 %	2015	8	486
As Oy Raision Vaisaaren Kunnaankatu 7	Large urban centres	Raisio	100 %	1978	51	2,807
As Oy Raision Valonsäde	Large urban centres	Raisio	41 %	2014	11	758
As Oy Härmälänrannan Nalle	Large urban centres	Tampere	7 %	2013	3	249

Investment properties on 31 Dec 2016						
Company	Area	City	Holding, %	Built in, year	Apartments	Floor area, m2
As Oy Tampereen Professori	Large urban centres	Tampere	12 %	2013	3	257
As Oy Tampereen Ruuti	Large urban centres	Tampere	35 %	2014	12	562
As Oy Tampereen Solaris	Large urban centres	Tampere	22 %	2014	11	881
As Oy Tampereen Vuoreksen Emilia	Large urban centres	Tampere	18 %	2014	7	573
As Oy Tampereen Vuorenpeikko	Large urban centres	Tampere	3 %	2013	1	68
As Oy Turun Androksenranta	Large urban centres	Turku	16 %	2014	5	390
As Oy Turun Aurajoen Helmi	Large urban centres	Turku	8 %	2014	3	212
As Oy Turun Michailowinlinna	Large urban centres	Turku	10 %	2015	5	285
As Oy Turun Michailowinportti	Large urban centres	Turku	9 %	2013	2	154
As Oy Turun Sataman Tähti	Large urban centres	Turku	16 %	2015	5	300
As Oy Forssan Hellaanpuisto	Medium-sized towns	Forssa	10 %	2014	3	186
As Oy Haminan Kaivopuisto	Medium-sized towns	Hamina	10 %	2014	4	236
As Oy Haminan Tervaniemi	Medium-sized towns	Hamina	96 %	1999	16	1,040
As Oy Heinolan Tamppilahdenkulma	Medium-sized towns	Heinola	87 %	1977	17	1,011
As Oy Heinolan Torihovi	Medium-sized towns	Heinola	12 %	2015	5	224
As Oy Hämeenlinnan Asemapäällikkö	Medium-sized towns	Hämeenlinna	4 %	2014	1	76
As Oy Hämeenlinnan Aulangontie 39	Medium-sized towns	Hämeenlinna	51 %	1974	11	527
As Oy Hämeenlinnan Salmiakki	Medium-sized towns	Hämeenlinna	100 %	2016	52	2,557
As Oy Kokkolan Luotsi	Medium-sized towns	Kokkola	21 %	2012	4	321
As Oy Kokkolan Omenapiha	Medium-sized towns	Kokkola	26 %	2012	3	261
As Oy Kotkan Alahovintie 7	Medium-sized towns	Kotka	98 %	1974	35	2 107
As Oy Kotkan Alahovintorni	Medium-sized towns	Kotka	89 %	1973	26	1,449
As Oy Kotkan Matruusi	Medium-sized towns	Kotka	13 %	2013	4	265
As Oy Kotkan Vuorenrinne 19	Medium-sized towns	Kotka	95 %	1973–75	70	3,824

Investment properties on 31 Dec 2016						
Company	Area	City	Holding, %	Built in, year	Apartments	Floor area, m2
As Oy Mällinkatu 6	Medium-sized towns	Kotka	100 %	1958 ja 74	54	2,875
As Oy Kouvolan Kuusama	Medium-sized towns	Kouvola	2 %	2015	1	40
As Oy Kuopion Rantahelmi	Medium-sized towns	Kuopio	3 %	2014	1	100
As Oy Lohjan Koulukuja 14	Medium-sized towns	Lohja	87 %	1976	46	2,624
As Oy Lohjan Pinus	Medium-sized towns	Lohja	47 %	2012	9	868
As Oy Mikkelin Neptun	Medium-sized towns	Mikkeli	41 %	2013	11	719
As Oy Paimion Jokilaivuri	Medium-sized towns	Paimio	6 %	2013	2	72
As Oy Porin Huvitus	Medium-sized towns	Pori	30 %	2014	9	673
As Oy Porin Kommodori	Medium-sized towns	Pori	9 %	2013	4	372
As Oy Porin Pihlavankangas	Medium-sized towns	Pori	89 %	1974 ja 76	47	2,581
Koy Liikepuisto (sis. liiketiloja)	Medium-sized towns	Porvoo	100 %	1960	10	607
As Oy Kaivopolku (sis. liiketiloja)	Medium-sized towns	Porvoo	100 %	1993	32	2,055
As Oy Porvoon Laamanninpiha	Medium-sized towns	Porvoo	9 %	2013	2	181
As Oy Riihimäen Laidunaho	Medium-sized towns	Riihimäki	24 %	2013	2	157
As Oy Riihimäen Lovisa	Medium-sized towns	Riihimäki	40 %	2013	2	177
As Oy Riihimäen Vuorelanmäki I	Medium-sized towns	Riihimäki	100 %	1956	16	773
As Oy Rovaniemen Koivula	Medium-sized towns	Rovaniemi	8 %	2014	2	172
As Oy Rovaniemen Laura	Medium-sized towns	Rovaniemi	3 %	2014	2	104
As Oy Rovaniemen Rekimatka 16–18	Medium-sized towns	Rovaniemi	83 %	1991	20	1,209
As Oy Rovaniemen Rekimatka 29	Medium-sized towns	Rovaniemi	93 %	1989	51	2,921

Investment properties on 31 Dec 2016						
Company	Area	City	Holding, %	Built in, year	Apartments	Floor area, m2
As Oy Rovaniemen Suviheinä	Medium-sized towns	Rovaniemi	6 %	2014	2	119
As Oy Rovaniemen Uitto	Medium-sized towns	Rovaniemi	20 %	2015	9	576
As Oy Salon Ristinkedonkatu 33	Medium-sized towns	Salo	90 %	1975	65	4,054
As Oy Savonlinnan Kotiranta	Medium-sized towns	Savonlinna	49 %	2014	9	521
As Oy Savonlinnan Postityttö	Medium-sized towns	Savonlinna	25 %	2015	8	459
As Oy Savonlinnan Välimäentie 5–7	Medium-sized towns	Savonlinna	100 %	1977	51	2,723
As Oy Tomion Aamintie 7	Medium-sized towns	Tornio	39 %	1974	19	1,138
As Oy Tornion Kuparimarkka	Medium-sized towns	Tornio	86 %	1975	44	2,511
As Oy Vaasan Aleksander	Medium-sized towns	Vaasa	12 %	2015	3	131
As Oy Vaasan Asemankatu 9	Medium-sized towns	Vaasa	21 %	2014	5	363
As Oy Vaasan Leipurinkulma	Medium-sized towns	Vaasa	9 %	2015	4	119
As Oy Varkauden Ahlströminkatu 12	Medium-sized towns	Varkaus	95 %	1954	31	1,979
As Oy Varkauden Onnela	Medium-sized towns	Varkaus	100 %	1920	9	864
As Oy Varkauden Parsius	Medium-sized towns	Varkaus	86 %	1973	31	1,706



Investment properties on 31 De	ec 2016					
Region	No of properties	Apartments and business facilities	Floor area, m2	Fair value, EUR 1000	% of investment portfolio	EUR / m2
Vantaa	8	152	10,206	17,958	8.5 %	1,760
Kirkkonummi	4	104	6,970	14,792	7.0 %	2,122
Helsinki	7	33	2,431	11,038	5.2 %	4,542
Kerava	2	44	4,284	10,522	5.0 %	2,456
Järvenpää	3	21	1,728	6,137	2.9 %	3,552
Muut	16	81	6,503	20,762	9.8 %	3,193
Helsinki Region	40	435	32,120	81,209	38.5 %	2,528
Lahti	9	123	7,339	17,331	8.2 %	2,362
Tampere	6	37	2,589	8,441	4.0 %	3,261
Oulu	8	38	2,584	8,059	3.8 %	3,119
Jyväskylä	7	44	4,141	8,002	3.8 %	1,932
Raisio	4	73	4,295	7,344	3.5 %	1,710
Large urban centres, others	8	82	5,180	14,936	7.1 %	2,883
Major cities	42	397	26,127	64,113	30.4 %	2,454
Hämeenlinna	3	64	3,160	9,168	4.3 %	2,902
Kotka	5	189	10,520	7,241	3.4 %	688
Rovaniemi	6	86	5,100	6,888	3.3 %	1,350
Porvoo	3	44	2,843	6,682	3.2 %	2,350
Savonlinna	3	68	3,702	5,148	2.4 %	1,391
Medium-size towns, others	28	413	25,295	30,452	14.4 %	1,204
Medium-size towns	48	864	50,619	65,578	31.1 %	1,296
TOTAL (100%)	130	1,696	108,866	210,901	100.0 %	1,937

The sales portfolio contained 31 December 2016 106 apartments in 44 properties. The sales portfolio's floor area was in total 7,192 m2 and the fair value was EUR 13,133,000.

# Hierarchy of fair values

The following table shows assets measured at fair value broken down by the valuation method in thousands of euros. The levels used are defined as follows:

**Level 1** Prices of totally identical assets quoted on active markets

**Level 2** Input information, other than the quoted prices included in Level 1, that is observable for the asset item concerned

**Level 3** Input information regarding the asset item which is not based on any observable market information. Values of business premises and parking spaces measured by an external appraiser.

Assets	Level 1	Level 2	Level 3
Investment properties on 31 Dec 2016	-	-	210,901
Investment properties on 31 Dec 2015	-	-	195,851

In 2015, the company re-estimated the division of its investment properties between level 2 and level 3. Investment properties have in all respects been transferred to level 3.

# 5 Capital structure and financial expenses

In the capital structure and financial expenses group, we have collected notes on financial assets and liabilities and shareholders' equity related to financial result and the statement of financial position, so that the overall picture of the financial position of the Group could be better perceived. The note on earnings per share is part of the information on equity. Interest income and expenses are recognised on a timeproportion basis using the effective interest method.

## 5.1 Finance income and expenses

1 Jan – 31 Dec 2016	1 Jan – 31 Dec 2015
-2,772	-2,503
-196	-145
-2,968	-2,648
13	8
-2,955	-2,640
	-2,772 -196 -2,968 13



#### 5.2 Financial assets

Cash in hand and at banks includes cash, bank accounts and liquid investments whose investment period is no more than three months at the time they are made.

Cash and cash equivalents	31 Dec 2016	31 Dec 2015
Cash and cash equivalents held in accounts	4,141	2,790
Total	4,141	2,790

In addition, the company has an unused bank account overdraft facility of EUR 200,000.

Purchases and sales of financial assets are initially recognised at fair value on the basis of the transaction date, and the transaction costs are expensed in the income statement. Loans and other receivables are later valued at amortised cost. Rental receivables EUR 223 thousand are presented in section 2, Segments and income.

Current financial assets	31 Dec 2016	31 Dec 2015
Other receivables	6	209
Prepaid expenses and accrued income	325	280
Total	331	489

At the end of each period under review it is estimated whether there are grounds for the impairment of the value of an item included in financial assets. Significant risks are not related to receivables.

#### 5.3 Financial liabilities

#### Non-current liabilities

Non-current interest-bearing loans are recognised at fair value less transaction costs at the time of acquisition. Loan arrangement fees are expensed in the income statement over the loan period. A loan is classified as a non-current interest-bearing liability insofar as the amortisation of the loan takes place after more than a year from the closing date. The available overdraft facilities of bank accounts are included in non-current interest-bearing liabilities.

Investment properties are recognised on the statement of financial position at fair value as a gross value, in which case the share of company loans

Non-current liabilities	31 Dec 2016	31 Dec 2015
Bond	19,382	19,382
The group's loans from financial institutions	92,148	72,381
Long-term security deposits received	794	660
Total non-current liabilities	112,324	92,423

allocated to the shares related to the ownership of the shares is presented as a liability on the statement of financial position.

April 2020, and it has a fixed coupon of 4.25%. The bond was listed on the regulated market of the Helsinki Stock Exchange on 2 April 2015. In the same connection, on 1 April 2015, the parent company repaid its financial institution loans of approximately EUR 17 million.

The main covenants of the bond and the parent company's financial institution loans are tied to the ratio of debt to the value of the housing company shares, the equity/assets ratio and the loan servicing margin.

In addition, the company had an overdraft facility of EUR 200,000 at its disposal.

Costs of liabilities which arise from the acquisition, construction and manufacture of investment properties the completion of which requires a considerably long period are added to the acquisition cost of the acquisition in question. Capitalisation is continued until the asset items are ready to be rented or sold.

Other costs of liabilities are expensed during the period they are incurred.

#### Current interest-bearing liabilities

Loans are financial assets not included in derivative assets, the payments related to which are fixed or determinable and which are not quoted on active markets. They are included in current assets, except if they fall due after more than 12 months from the closing date.

Investment properties are recognised on the statement of financial position at fair value as a gross value, in which case the share of company loans allocated to the shares related to the ownership of the shares is presented as a liability on the statement of financial position.

#### Convertible bond agreements

The company has allocated and will allocate shares to itself in charge-free share issues, which it may use to strengthen its capital structure, develop its business and widen its ownership base through both acquisition of investment properties and the issue of convertible bonds.

During the period 1 January – 31 December 2016, the company has concluded convertible bond agreements worth EUR 9,000,000, and EUR 9,500,000 was exchanged for 1,332,921 shares in the company and recognised in the company's shareholders' equity. The company's shareholders' equity is EUR 97,007,000 (31 December 2015: EUR 94346 000). At the end of the period, the company had 58,657 shares in its possession that it had allocated to itself.

During 1 January 2016, the convertible bond agreements were used to convert 1,332,921 shares, which correspond to approximately 14,8% of the company's all shares and the votes conferred by them at the beginning of period and approximately 13,8% of the company's all shares and the votes conferred by them at 31 December 2016.

The ownership of shareholders owning shares at the beginning of 2016 was diluted as a result of

shares converted through convertible bond agreements in 2016 by approximately 14,8%.

Dates of convertible bond agreements concluded during 1 January – 31 December 2016, the shares converted through them and the dates of their entry in equity.

Date	Shares	Entry in equity
29.12.2015	26,565	31.3.2016
29.12.2015	26,766	31.3.2016
13.1.2016	26,738	31.3.2016
13.1.2016	27,212	31.3.2016
18.1.2016	28,400	31.3.2016
18.1.2016	27,957	31.3.2016
2.2.2016	27,676	31.3.2016
2.2.2016	27,945	31.3.2016
22.2.2016	30,469	31.3.2016
22.2.2016	30,080	31.3.2016
21.3.2016	31,430	31.3.2016
21.3.2016	32,439	30.6.2016
29.3.2016	32,387	30.6.2016
29.3.2016	32,933	30.6.2016
30.3.2016	272,440	30.12.2016
1.4.2016	181,626	30.12.2016
22.4.2016	32,462	30.6.2016

Date	Shares	Entry in equity
22.4.2016	32,184	30.6.2016
9.5.2016	32,779	30.6.2016
9.5.2016	33,264	30.6.2016
7.6.2016	33,672	30.6.2016
7.6.2016	7,584	30.6.2016
	26,695	30.9.2016
13.7.2016	33,497	30.9.2016
13.7.2016	33,303	30.9.2016
9.8.2016	33,124	30.9.2016
9.8.2016	33,227	30.9.2016
22.8.2016	34,369	30.9.2016
22.8.2016	34,118	30.9.2016
5.9.2016	35,354	30.9.2016
5.9.2016	34,226	30.9.2016

Current liabilities	31 Dec 2016	31 Dec 2015
The Group's loans from financial institutions	2,936	602
Current loans from others	0	3,400
Total of current liabilities	2,936	4,002
Liabilities allocated to investment properties available for sale	5,123	4,671

### Other current liabilities

Other current loans include, among other things, advance payments received and accrued liabilities and deferred income. If trade payables fall due within over a year, they are recognised under noncurrent liabilities.

Other current liabilities	31 Dec 2016	31 Dec 2015
Advance payments received Other liabilities	168 621	164 639
Accrued expenses and deferred income	2,821	7,546
Fair value of interest rate hedges	60	3
Total current liabilities	3,670	8,353

Other liabilities mainly consist of tax retained in advance (EUR 543,000). Accrued liabilities and

deferred income consist of transaction price (EUR 1,139,000), asset transfer tax (314,000) and interest accruals (EUR 654,000).

# 5.4 Contingent liabilities

General pledge as collateral, real estate mortgages given to custody as collateral for the debt	31 Dec 2016	31 Dec 2015
Total real estate mortgages	34,523	34,523
Loans for which shares have been pledged		
Loans and a bond	37,382	25,782
Fair value of the pledged shares (external appraiser)	109,230	92,768



# 5.5 Management of financing risks

#### Management of financing risks

The objective of Orava Residential REIT's risk management is to minimise the negative effects of changes in the financial markets on the company's cash flow, financial result and equity. The Board of Directors of Orava Residential REIT decides on the objectives of risk management, determines the risk management policy and is responsible for monitoring risk management activities. The operational policy observed in financial operations is to avoid risks.

#### Interest rate risk

Orava Residential REIT uses variable-rate loans from financial institutions to finance its acquisitions. The loans will be hedged with interest rate swaps. On 31 kkkk 2016, the hedging degree of variable-rate loans was 33.3% (31 December 2015: 100%). The company loans allocated to the shares of the housing companies in total EUR 77,164,000 were uncovered.

The derivative contracts have been concluded for the purpose of hedging the loan portfolio, and they are measured at fair value in the financial statements. The fair value represents the result that would have been created had the derivative positions been closed on the balance sheet date. The derivative contracts are measured on the basis of the zerocoupon euro swap curve published and calculated by Deutsche Bundesbank on the basis of market data for the balance sheet day. The cash flows of each payment transaction of the interest rate swaps are discounted, and the market value of swaps is calculated by linear interpolation using the interest rates determined from the above zero-coupon curve and valuation methods commonly used on the market. The net losses/gains for the financial period, recorded in other comprehensive income items, are shown under the consolidated statement of comprehensive income. A change of one percentage point in short market interest rates has no significant impact on the financial result of the company.

#### Liquidity risk

The Group seeks to constantly assess and monitor the amount of financing required for business operations in order to ensure that the Group has sufficient liquid funds to finance its operations. The risk regarding the availability of financing has been mitigated through regular negotiations with several providers of financing. The company expects to be able to renew the loans maturing in the coming years. The parent company had drawn down bank loans of about EUR 18 million on 31 December 2016. The loan arrangement will fall due on spring 2020 and 2021.

#### Capital management

The objective of capital management is to secure the Group's capability for continuous operations so that it can produce income for its owners and benefits for its other stakeholders. Another objective is to maintain an optimal capital structure, for example when interest rates change.

In order to maintain or change its capital structure, the Group may, within the constraints of the Limited Liability Companies Act and the Tax Exemption Act, change the amount of dividends

payable to its shareholders, issue new shares or sell apartments it owns in order to reduce its debts. On 31 December 2016, the equity-to-assets ratio was 44.9% (31 December 2015: 47.4%).

The Group's bank loans not included in derivative liabilities and other interest-bearing liabilities were as follows at the end of the period under review, shown by contractual periods of maturity. The amounts disclosed are non-discounted cash flows of loan repayments based on loan agreements.

#### Credit risk

Credit risk arises from the possibility that the counterparty to an agreement fails to meet its contractual obligations. On the balance sheet date, the major credit risks faced by the Group were due to rental receivables. The Group does not have any significant concentrations of receivable or credit risks. On 31 December 2016, rental receivables totalled EUR 223,000 (31 December 2015: EUR 187,000).

	less than 1 year	1–5 years	over 5 years
Parent company loans and bond	0	37,382	0
Company loans allocated to the shares in housing companies	2,936	13,347	60,801
Convertible bonds	0	0	0
Interest bearing loans, EUR 1,000	2,936	50,729	60,801

#### 5.6 Classification of liabilities

## Fair value hierarchy

The following table shows liabilities measured at fair value broken down by the valuation method in thousands of euros. The levels used are defined as follows:

**Level 1** Prices of totally identical liabilities quoted on active markets

**Level 2** Input information, other than the quoted prices included in Level 1, that is observable for the asset item concerned

**Level 3** Input information regarding the liability which is not based on any observable market information.

Liabilities	Level 1	Level 2	Level 3
Interest rate hedging contracts on 31.12.2016	-	-60	-
Interest rate hedging contracts on 31.12.2015	-	-3	-

### 5.7 Derivatives

In accordance with its risk management policy,
Orava Residential REIT uses interest rate derivatives
to reduce the interest rate risk of its variable-rate
loans. Orava Residential REIT may only use derivatives for hedging the interest rate risk within the
limits allowed by the Tax Exemption Act. Through
interest rate swaps, variable-rate loans are changed
into fixed-rate loans. The effectiveness of hedging is
tested on a quarterly basis.

Changes in the fair value of interest rate swaps are recognised under comprehensive income items and shareholders' equity. The fair values of interest rate swaps are measured on the basis of the zerocoupon euro swap curve published and calculated by Deutsche Bundesbank on the basis of market data for the balance sheet day. The cash flows of each payment transaction of the interest rate swaps are discounted, and the market value of the swaps is calculated by linear interpolation using the interest rates determined from the above zero-coupon curve.



## Interest rate swaps

Instrument	EUR 1,000	Fixed interest	Maturity
OTC interest rate swap	3,500	0.22	21.2.2020
OTC interest rate swap	1,500	0.17	31.3.2020
OTC interest rate swap	1,000	0.053	31.3.2020

Fair value of interest rate hedges, EUR 1,000	31 Dec 2016	31 Dec 2015
At the end of the period, the fair value of interest rate swaps was	-60	-3
Change in fair value during the period	-57	490

The counterparty of the interest rate swaps is

Danske Bank Plc. The bank's charges for the derivative contracts are expensed during the period they are incurred.

## 5.8 Shareholders' equity

Up to 30 June 2015, EUR 10,00 per share has been recognised in the share capital for directed issues and the conversions of convertible bond agreements, and the excess has been recognised in the reserve for invested unrestricted equity. Since the summer of 2015, increases in equity have been recognised in the reserve for invested unrestricted equity. The costs of the acquisition of equity and the changes in the fair value of interest rate hedges have been deducted directly from equity.

Share capital and share premium account	31 Dec 2016	31 Dec 2015
Share capital on 1 January  Share capital on 31 .xx	72,131 <b>72,131</b>	72,131 <b>72,131</b>
Share premium account on 1 January	13,713	2,260
Change in share premium account	10,669	11,453
Share premium account on 31.xx	24,382	13,713
Total share capital and share premium account	96,513	85,844

The number of shares on 31 December 2015 was 9,006,619.

The number of shares on 31 December 2016 was 9,657,567 of which the company possessed 58,657 shares.

The company's equity has grown with the convertible bond agreements concluded.

In 2016, a total of 28 convertible bond agreements were entered into to a total value of EUR 9,000,000. The lenders were domestic investment companies introduced to the company by UB Securities Ltd and Royal House Oy.

# Earnings per share

Earnings per share are calculated by dividing the result for the period attributable to the owners of the parent company by the weighted average number of shares outstanding.

1 Jan - 1 Jan - 31 Dec 2016 31 Dec 2015

#### (a) Undiluted

Undiluted earnings per share are calculated by dividing earnings before comprehensive income items attributable to the company's shareholders by the weighted average number of shares outstanding during the period.

Trainiber of strates eatstarraing ad	mig the period.	
Profit attributable to the company's shareholders, EUR 1000	1,527	6,931
Weighted average number of outstanding shares, 1,000 shares	8,792	7,212
(a) Undiluted earnings per share, EUR	0.17	0.96
(b) Adjusted for dilution effect	0.17	0.96
During the period there were		

an average about 58.657,000 potentially diluting shares

outstanding.

# Dividend distribution obligation

Under the Tax Exemption Act, at least 90% of the profit for the period shall be distributed annually in dividends, excluding any unrealised change in the fair value of investment properties. On the other hand, the Tax Exemption Act restricts the distribution of funds for the distribution of profit only. The dividends that the Board of Directors proposes to be distributed are not recognised before the General Meeting approves them. Dividend distribution is recorded on the consolidated statement of financial position for the period during which the dividend is approved at the General Meeting. If the General Meeting authorises the Board of Directors to decide on the distribution of dividends, the distribution of dividends is recognised on the consolidated statement of financial position for the period during which the dividends are approved at a Board meeting.





### **6 Additional information**

### 6.1 Insiders

According to IAS 24, a party is a related party of a corporation when he or she owns a share in the corporation that gives him or her significant influence or he or she is a member of the key management personnel of the corporation or its parent company. Key persons' family members, corporations under the person's control and corporations where the person has significant influence are also included in related parties.

Any business transactions implemented with related parties and fees paid to related parties are presented in the notes.

The fixed management fees to management company Orava Funds plc during the period 1

Jan – 31 Dec 2016 amounted to EUR 1,265,000 (1

Jan – 31 Dec 2015: EUR 967,000). A performance-based management fee of EUR 0 has been booked during 1 Jan – 31 Dec 2016 (2015: EUR 0). The equity acquisition costs charged by management company Orava Funds plc during the period 1

January - 31 December 2016 totalled EUR 47,500. On

31 December 2016, the company's liabilities towards the management company stood at EUR 133,600.

In January 2016 the Company made a loan agreement with Royal House Oy to borrow a short time loan of EUR 600 thousand to finance the acquisition of new properties. The fixed annual interest rate was 2.7 per cent. 31 March 2016 the outstanding loan was EUR 200 thousand euros. The loan was paid back in April 2016.

On 30 March 2016, the company acquired 23 apartments from Royal House Oy at Asunto Oy Jyväskylän Valssikuja 6 at a transaction price of EUR 2.5 million. The transaction was financed through a EUR 1.5 million convertible bond loan concluded with Royal House Oy and a loan of EUR 1 million drawn down from Danske Bank.

On 1 April 2016, the company concluded a EUR 1.0 million convertible bond agreement with Royal House Oy. The convertible bond agreements corresponds to the convertible bond agreements concluded by the company with other investors as to their key terms.

The convertible bond agreements concluded by the company with Royal House Oy on 30 March 2016 and 1 April 2016, totalling EUR 2.5 million,

were converted on 7 December 2016 into 454,066 company shares and entered in the company's equity on 30 December 2016.

# 6.2 New IFRS standards and interpretations

Orava Residential REIT used the same accounting principles as in the 2015 financial statements, except for the application of new or revised standards and interpretations.

The amendment to IAS 1 influenced the presentation of other comprehensive income items so that items are categorised into those that may be reclassified subsequently to profit or loss and those that are not so reclassified.

The amendment to IAS 12, Income Taxes, is related to the recognition of a deferred tax liability related to an investment property measured at fair value according to IAS 40, Investment Property. The amendment has no material impact on the consolidated financial statements, as the investment properties of Orava Residential REIT can mainly be disposed of in a tax-free manner after the five-year ownership period entitling to tax exemption.

IFRS standards, interpretations and amendments which have been published but which will enter into force later than on 31 December 2015 and which may have an impact on the company's interim reports and consolidated financial statements, include the following:

- IFRS 9 Financial instruments. The classification and measurement models in accordance with IAS 39 Financial Instruments: Recognition and Measurement will be replaced in IFRS 9 with a single model. The group does not expect the new quidance to have a significant impact on the classification and measurement of its financial assets. IFRS 9 will enter into force on 1 January 2018.
- IFRS 16 leases will affect primarily the accounting by lessees and will result in the recognition of almost all leases on balance sheet. The accounting by the group will change do to long land lease agreements made by the daugther companies. The group will later assess the possible impact that application of IFRS 16 will have on its financial statement. IFRS 16 will enter into force on 1 January 2019.

 IAS34 – it will be specified what 'the information presented elsewhere in the interim report' referred to in the standard means.

# 6.3 Accounting principles requiring management discretion

The management of Orava Residential REIT exercises discretion when it makes decisions on the choice of accounting principles and their application. This concerns cases where the IFRS norms include alternative recognition, valuation or disclosure methods, in particular. Any estimates and assumptions are based on earlier experience and the best view on the closing date. Estimates are always associated with uncertainty factors, and the final outcome may differ from the estimates made. The discretion and estimates by the management of Orava Residential REIT are mainly related to the measurement of investment properties at fair value

The fair value of the apartment portfolio of Orava Residential REIT is monthly determined with a comparable sales multi-variable regression method using asking price material obtained from the Oikotie.fi service. The bargaining range – i.e. the difference between asking prices and transaction prices – is

estimated using the material of Statistics Finland as a baseline. The measurement model is continuously developed. The uncertainty in the appraisal of the fair value of investment properties is reduced by obtaining an appraisal by an external valuer every six months and by selling apartments.

In the company management's view, every acquisition of an investment property must be processed, and it must be separately assessed whether the terms and conditions for the definition of business operations are met or whether the company only presents the part it manages as an investment property in its consolidated financial statements.

As a rule, Orava Residential REIT consolidates its wholly-owned housing companies in compliance with IFRS 10. Partially owned housing companies are consolidated using the proportionate method in compliance with IAS 11, in which case only the amount of each income statement and balance sheet item of the subsidiaries corresponding to the holding of the Group is consolidated.

In accordance with the risk management policy approved by the Board of Directors, the parent company's variable-rate loans will be converted into fixed-interest loans using interest rate swaps. The

counterparty of the interest rate swaps has been Danske Bank Plc. The critical terms (i.e. amounts and dates) of the hedging instruments and the underlying objects are identical. The derivative contracts have been concluded for the purpose of hedging the loan portfolio, and they are measured at fair value in the financial statements. The fair value represents the result that would have been created had the derivative positions been closed on the balance sheet date. The company management measures fair values on the basis of the zero-coupon euro swap curve published and calculated by Deutsche Bundesbank on the basis of market data for the balance sheet day. The cash flows of each payment transaction of the interest rate swaps are discounted, and the market value of the swaps is calculated by linear interpolation using the interest rates determined from the above zero-coupon curve.



# FINANCIAL INDICATORS FOR THE GROUP

	1 Jan – 31 Dec 2016	1 Jan – 31 Dec 2015
Revenue, EUR 1,000	13,903	17,519
Operating profit, EUR 1,000	4,599	9,732
Financial result for the period, EUR 1,000	1,527	6,931
Comprehensive profit for the period, EUR 1,000	1,470	7,421
Earnings per share, EUR	0.17	0.96
Maximum dividends per share for the year, EUR	0,12	1.08
Parent company's dividends / Group's comprehensive profit ratio, %	75%	129.8 %
Dividends paid during the period under review per share, EUR *	1.08	1.20
Return on equity, % p.a. (ROE)	1.6 %	8.4 %
Adjusted total return per share, % p.a.	-3.8 %	6.8 %
Weighted average number of shares	8,792,172	7,212,172

Orava Residential REIT has adopted the ESMA (European Securities and Markets Authority) guidelines on Alternative Performance Measures which were effective from July 3, 216. Orava uses alternative performance measures because of real estate regulations and recommendations, on the other hand to reflect the underlying business performance and to improve comparability between financial periods.

One of these Alternative Performance Measures is:

• Operating profit, which is operating profit before taxes, finance expenses and finance income.

The Real Estate Funds Act sets minimum requirements to Real Estate Funds to publish industry specific financial indicators. In addition, Orava Residential REIT complies with the recommendations of the European Public Real Estate Association (EPRA). EPRA Performance Measures are calculated according to EPRA Best Practices Recommendations from December 2014.

These alternative performance measures should, however, not be considered as a substitute for measures of performance in accordance with the IFRS.

	31 Dec 2016	31 Dec 2015
Balance sheet total, EUR 1,000	216,101	199,315
Equity/assets ratio, %	44.9 %	47.4 %
Loan to value ratio, %	53.0 %	48.0 %
Net asset value per share, EUR	10.11	11.64
Adjusted net asset value per share, EUR	10.11	11.63
Net gearing, %	113.7 %	98.5 %
Number of shares on 31 xx	9,657,567	9,006,619
Adjusted number of shares on 31 xx	9,598,910	8,108,308
Market capitalisation, EUR 1,000 on 31 xx	48,867	85,563

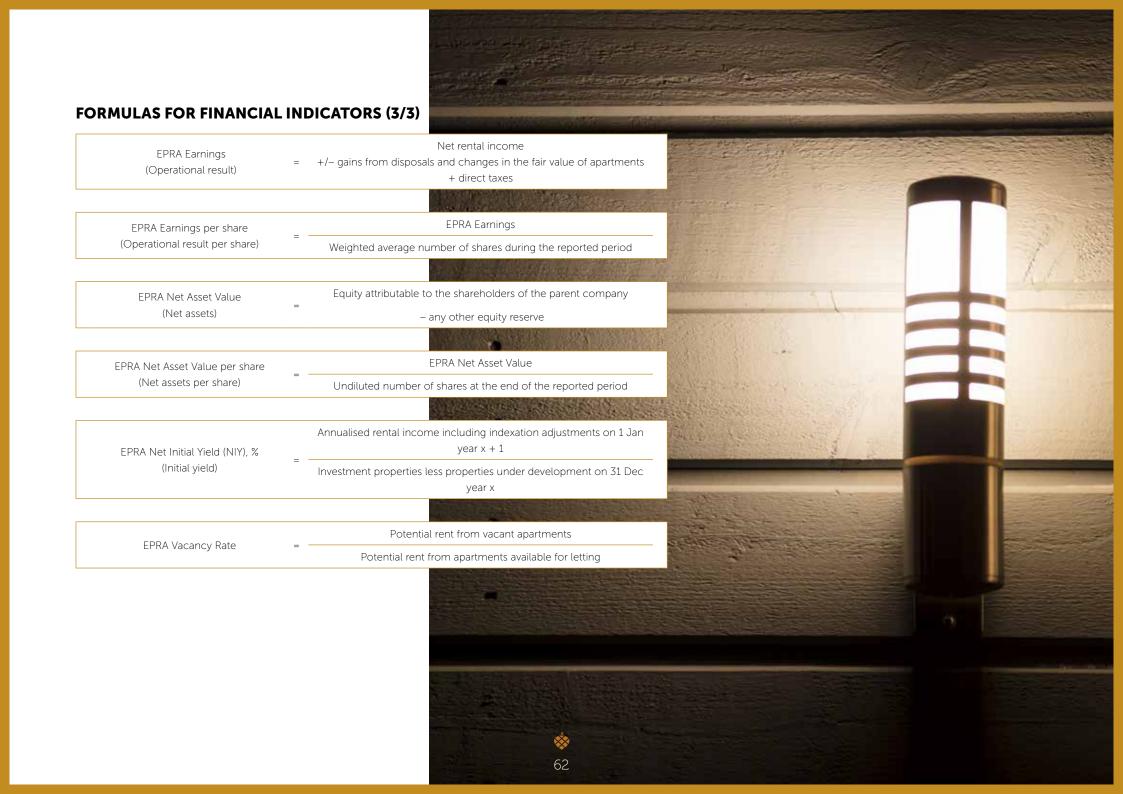
	1 Jan – 31 Dec 2016	1 Jan – 31 Dec 2015
Economic occupancy rate, %, (EUR)	91.3 %	90.6 %
Operational occupancy rate, %, (m2)	91.8 %	90.3 %
Tenant turnover / month	2.8 %	2.8 %
Gross rental yield, % of fair value	6.8 %	6.8 %
Net rental yield, % of fair value	3.8 %	3.9 %
	31 Dec 2016	31 Dec 2015
EPRA Earnings, EUR 1,000	<b>31 Dec 2016</b> 281	<b>31 Dec 2015</b> -840
EPRA Earnings, EUR 1,000 EPRA Earnings per share, EUR		
	281	-840
EPRA Earnings per share, EUR	281 0.03	-840 -0.12
EPRA Earnings per share, EUR EPRA Net Asset Value, EUR, 1,000	281 0.03 97,067	-840 -0.12 94,349

# FORMULAS FOR FINANCIAL INDICATORS (1/3)

	Financial result for the period attributable to the shareholders of the	
Earnings per share, EUR =	parent company	
	Weighted average number of shares during the reported period	
Return on equity, %	Profit/loss for the period x 100	
(ROE)	Equity (average during the reported period)	
Total return per share, %	Net assets per share at the end of the year + dividends paid per share	1)100
per year	Net assets per share at the beginning of the year	-1 <b>&gt;</b> x100
	Equity x 100	
Equity/assets ratio, % =		
	Balance sheet total less advance payments received	
Loan to value ratio, %	The Group's share of outstanding capital of interest-bearing loans	
Loan to Value	Debt-free value of housing company shares and other assets	
Net asset value per share, EUR	Equity attributable to the shareholders of the parent company	
NAV =	Number of shares at the end of the reported period	
Adjusted net asset value per share, EUR	Equity attributable to the shareholders of the parent company including equity in relation to diluting shares	
= Adjusted NAV	Number of shares at the end of the reported period including diluting shares	

# **FORMULAS FOR FINANCIAL INDICATORS (2/3)**

Net gearing, %	Interest-bearing liabilities – liquid assets × 100 = Equity
Economic occupancy rate, % = (EUR)	Gross rental income for the reported period per the number of months
	Potential gross rental income of rent portfolio for the reported period per the number of months
Operational occupancy rate, % = (m²)	Square metres let on the last day of the month during the reported period per the number of months
	Square metres available for letting on the last day of the month during the reported period per the number of months
Tenant turnover =	Expired agreements per month
	Number of apartments available for letting on the last day of the month
Gross rental yield, % =	Gross rental income x 100
	Market value of the rent portfolio at the end of the previous reported period
	Calculated on a monthly basis; the figure for the reported period is the average of the monthly figures
Not rootal yield %	Gross rental income less expenses = net income x 100
Net rental yield, %	Gross rental income less expenses = net income x 100  Market value of the rent portfolio at the end of the previous reported period





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