Unaudited financial statements 30 June 2021

# **Unaudited financial statements**

Period from 1 January 2021 to 30 June 2021

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## **Board of Directors and other officers**

**Board of Directors:** Haris Stavrinides - Non Executive

Marios Souzou - Non Executive (appointed 27/01/21) Savvas Hadjikyriakou - Non Executive (appointed 27/01/21) Stelios Demetriou - Non executive (appointed 27/01/21,

resigned 10/03/21)

Andreas Loizou - Executive (resigned 10/08/20) Marios Souzou - Executive (resigned 27/01/21)

Andreas Nicolaou - Non Executive (resigned 27/01/21)
Petros Antoniades - Independent (resigned 27/01/21)
Maria Alexandrou - Independent (resigned 27/01/21)

Company Secretary: OSYS LTD

Independent Auditors: Finexpert Audit Limited

Chartered Certified Accountants 30 Chytron Street, Office 32 1075 Nicosia, Cyprus

Administrator OSYS Ltd

37 Stasikratous Street Office 502, Center Point Towe 1065 Nicosia, Cyprus

**Depositary:** EFG Bank Luxembourg S.A. (Cyprus Branch)

Portfolio Manager Atlantic Securities Ltd (resigned 27/01/21)

Andreas Nikolaou (resigned 27/01/21)

Wealth Fund Services Ltd (appointed 08/06/21)

Compliance & AML Officer Anna Panagiotou (resigned 25/9/20)

Savvas Hadjikyriakou (appointed 27/01/21 until the Fund was converted to externally managed on 08/06/21)

Christi Pallikaridou (appointed 08/06/21)

Advisory Committee Haris Stavrinides

Savvas Hadjikyriakou

George W. Sams (appointed 08/06/21) Konstantina Tsolaki (appointed 08/06/21)

Legal Advisers: Ierotheou, Kamperis & CO LLC

Registered office: 37 Stasikratous Street

Centre Point Tower

Office 502, 1065 Nicosia

Cyprus

Bankers:

EFG Bank Luxembourg S.A. (Cyprus Branch) Bank of Cyprus Public Company Ltd

AIF License No:

AIF40/2014

Registration number:

HE400342

## **Fund background**

UNICUSANO Global Alternative Investment Fund V.C.I.C PLC (the "Company" or the "Fund") is established as a public company limited by shares according to article 3(2)(a) of the Companies law, Cap.113 with Registration Number HE400342 and is authorised to operate as an open-ended Alternative Investment Fund of variable capital of unlimited duration in accordance with Part II of the Alternative Investment Funds Law 124(I) of 2018 or any other law which replaces or amends it, with license number AIF40/2014, pursuant to Cyprus Securities and Exchange Commission decision taken on 14 May 2018.

The Fund's shares are not traded in a public market and it does not file its financial statements with the securities commission or any other regulatory organisation for the purpose of issuing any class of instruments in a public market.

The Fund is externally managed by Wealth Fund Services Ltd from 8 June 2020 according to the provisions of Article 6(2)(b) of the AIF Law, the external manager Wealth Fund Services Ltd has the duties and responsibilities of the external manager as per article 56(2)(c) of the AIF Law.

The Fund is addressed to retail investors and its license was activated on 25 February 2020.

The management of the Company includes as described in article 6(1)(a) of the AIF Law, portfolio management and risk management. Other administrative functions the Company's management undertakes are described in article 6(1)(b) of the AIF Law them being legal and fund management accounting services, valuation and pricing, regulatory compliance monitoring, maintenance of unit/shareholder register, distribution of income, unit/shares issues and redemptions, contract settlements, record keeping, marketing, advice to undertakings on capital structure, industrial strategy and related matters, advice and services relating to mergers and the purchase of undertakings and other services connected to the management of the Company and the companies and other assets in which it has invested.

According to article 57(2) of the AIF Law the Company is forbidden to engage in other activities other than those described in article 6(1) of the AIF Law.

The Company intends to offer its shares to the wide public as a single type Fund.

Its main objects are set out below and it aims to invest in listed and non-listed shares/securities of mature or developing companies, real estate properties and distressed assets.

### Investment objective, strategy and policy

The investment objective of the Fund is through the collective management of its portfolio to maximize capital appreciation through the application of a diversified investment strategy, which will aim to deliver positive returns through investments mostly in non-listed shares/securities of mature or even developing and start-up companies, real estate properties and distressed assets.

Additionally, the Fund may act as a venture capitalist, investing in Small-Medium Enterprises (SMEs), either on their start-up or prior to their expansion.

Selection of investments will be based on the following but are not limited to:

• growth prospects and quality of management along with the unique or

· differentiated offering of the Company that will provide a capital appreciation to the fund investors.

More specifically the Investments Strategies the Fund may follow (but is not obliged to cover all) are:

- Venture Capital: This strategy refers to investments in start-ups or companies that have no track record of sales and profitability are considered though of high risk and exceptionally high returns. The goal of the Fund will be to identify the most promising companies that will generate outsized returns that will be achieved by a successful exit by either an IPO in a regulated exchange or by the sale to another investment vehicle.
- Growth Capital: The Fund may invest in more mature and fast-growing companies that have a proven track record of profitability and sales and need capital injection in order to grow to the next level. This next level could be to restructure operations (market and product development) and enter new markets or finance an acquisition. Normally this kind of investment tends to entail less risk than the venture capital one but has also more moderate returns while it also tends to be a minority shareholding.
- Mezzanine Financing: This strategy involves both debt and equity financing with the purpose of financing a Company's expansion. Companies that take on mezzanine financing must have an established product and reputation in the industry, a history of profitability, and a viable expansion plan. This kind of investment will allow the fund to finance a Company in debt which could be converted to equity if the Company does not repay the debt in a timely manner and in full.
- Special Situations and Distressed Assets: These are investments in companies that find themselves in a special situation that need restructuring and turnaround and traditional banking finance may not take. Investments typically profit from a change in the Company's valuation as a result of the special situation. Examples of special situations include: a large public Company spinning off one of its smaller business units into its own public Company, tender offers, mergers and acquisitions etc.

The Fund does not have a particular target in relation to any industrial, geographic or other market sectors or specific classes of assets. Discretionary choices regarding particular investments are allowed, and the Fund does not refer to any specific benchmark. Any income arising from the Fund may be distributed or reinvested at the discretion of the directors of the Fund.

## **Allowed Investments:**

The Fund may invest in the following underlying assets:

- transferable securities
- deposits with credit institutions,
- money market instruments,
- units of collective investment undertakings (AIFs or UCITS),
- real estate and real estates related assets
- commodities

Investments in the Company do not have a guaranteed return and any past performance are not indicative or secure future returns. Additionally, the value of investments in the Company's units are subject to increase or decrease and therefore the initial investment is not guaranteed.

Risk category from a scale of 1-7 (low-high risk) we position the Fund at 6 which is above average risky

investment and this categorization is not guaranteed and may shift over time.

#### **General Restrictions**

- The Fund will not use any leverage.
- The Fund is not allowed to issue bonds to the public in order to raise capital.
- The Fund may not grant any loans or guarantee third parties.
- If the Fund obtains a loan that is guaranteed by the assets of the Fund, then such a loan should not exceed 25% of its net asset value.
- Assets that are held in cash should not exceed 30% of its total assets in a single authorized banking institution, the depositary or any connected banking institution with its depositary.
- The Fund as an open-ended AIF should not invest in closed end funds but can invest up to 20% of its assets in open ended AIFs, but not more than 10% in any single open-ended AIF
- The open-ended AIF the Company chooses to invest in should not invest more than 20% of their assets in other such AIFs.
- Investment in real estate should not exceed 20% of the Funds' assets. In case the Company invests both in real estate assets and other funds then the total investment should not exceed 25% of its total assets. Real estate the Fund invest in should be insured and before such an investment is conducted, valuation by an independent certified valuator should be take place.

The Fund, as an AIF with an investment strategy of private equity or venture capital should have at least 60% of its investments in:

- Shares or options or rights or other securities of companies, equity loans including convertible bonds that are issued by:
  - a. Businesses that at the time of investment where not listed in any regulated market or Multi Trading Mechanism according the Investment Services and Activities Law or the Directive 2004/39/EC both in the EU and any other third country, fulfil the criteria of article 2(1) of the Public Offering and Prospectus Law or of article 2 of the Annex of the Directive 2003/361/EC referring to Incorporation that are established in the Republic or any other member state or third world country. Any investment in a third country business should not be in the list of non-cooperative third countries as indicated by chapter 26 of the OECD tax agreement.
  - b. In the above businesses the following are excluded: banks according to article 4 paragraph 1 of the Regulation 2013/575/EU, or Investment Services companies according to article 4 paragraph 1 point 1 of the Directive 2004/39/EC, or insurance companies according to article 13 point 1 of the Directive 2009/138/EC, or re insurance companies according to article 13 point 4 of the Directive 2009/138/EC, or financing companies according to article 4 paragraph 20 of the Regulation 2013/575/EU, or mixed financing services companies of article 2 point 15 of the Directive 2002/78/EC or other financing institutions of article 4 paragraph 26 of the Regulation 2013/575/EU or insurance companies of article 212 paragraph 1 element (f) of the Directive 2009/138/EC that are based in the Republic of the EU, or similar businesses that are based in a third country.
- In secured or non-secured loans that are provided to the above businesses under the condition that the Company has already invested as described above AIF40/2014 Approved dd 20/1/2020 Page 17 of 39 in section (a) and that the specific loans do not represent more than the 30% of its assets.

In current obligations of the businesses stated in section (a) provided that these do not exceed 5% of its assets.

#### **Specific Limitations**

The Company as an AIF of Private Equity or Venture Capital strategy should not invest more than 1/3 of its net asset value in any of the assets of article 52 of the Directive 131-2014-03.

The investment limits that are stated above are active from the date that is stated in the memorandum and/or articles of association of the Company that takes into account the characteristics and specifics of the investment assets that the Company intends to invest in and does not exceed five (5) years period from the time the licence has been granted by the CySEC.

According to article 60 of the Law the Company shall not alter or amend its memorandum and/or articles of association without the prior approval of the Regulator and shall at all times comply with the directions and or instructions and or decisions of the Regulator as regards the information contained in its memorandum and articles of association. The approved amendments are communicated immediately to its members by email or any other means the directors seem appropriate.

## **Unaudited income statement**

Period from 1 January 2021 to 30 June 2021

		2021	2020
		€	€
Custodian fees		12.462	4.986
Administration fees		19.800	30.000
Directors' fees		30.000	84.000
Audit and legal fees		_	1.800
Management and performance fees		12.370	10.500
Internal auditors' fees		-	2.831
Rent	_	12.600	24.600
Total operating expenses	_	87.232	158.717
Depreciation and amortisation expense Administration expenses		(4.421) (1.543)	(8.840) (53.707)
Operating loss		(93.196)	(221.264)
Finance costs		(1.955)	(7.196)
Net finance costs	4	(1.955)	(7.196)
Decrease in net assets attributable to holders of redeemable	-	north digit	
shares for the period/year		(95.151)	(228.460)

# **Unaudited balance sheet**

30 June 2021

		2021	2020
	Note	€	€
ASSETS			
Non-current assets Property, plant and equipment Intangible assets	7 8 <u> </u>	14.242 1.500	18.147 2.016
Intaligible assets	_	15.742	20.163
Current assets Bank deposits	9	605.302	618.828
Total assets	_	621.044	638.991
EQUITY AND LIABILITIES			
Equity Share premium	_	125.000	125.000
Total equity	_	125.000	125.000
Current liabilities Creditors and accruals	12 _	383.106	305.902
Creditors and account	_	383.106	305.902
Net assets attributable to holders of redeemable shares	_	112.938	208.089
Members' accounts "A"		500.000 (387.062)	500.000 (291.911)
Net assets attributable to holders of redeemable shares	_	112.938	208.089
	A second		

On 27 July 2021 the Board of Directors of UNICUSANO Global Alternative Investment Fund V.C.I.C Plc authorised these financial statements for issue.

Haris Stavrinides

Director

Savvas Hadjikyriakou

Director

# Unaudited statement of changes in equity Period from 1 January 2021 to 30 June 2021

	2021	2020
	€	€
Balance at 1 January	(291.911)	(63.452)
Decrease in net assets attributable to holders of redeemable shares	(95.151)	(228.459)
Contributions and redemptions by holders of redeemable shares:		
Balance at 30 June/31 December	(387.062)	(291.911)

# Unaudited cash flow statement

Period from 1 January 2021 to 30 June 2021

CASH FLOWS FROM OPERATING ACTIVITIES	Note	2021 €	2020 €
Decrease in net assets attributable to holders of redeemable shares before tax		(95.151)	(228.460)
Adjustments for: Depreciation of property, plant and equipment	7	3.905	7.808
Amortisation of web site	8	-	-
Amortisation of trademarks and licences	8	516	1.032
71110-120-120-120-120-120-120-120-120-120		(90.730)	(219.620)
Changes in working capital: Decrease in receivables Increase in creditors and accruals	_	77.204	51.967 286.481 118.828
Cash (used in)/generated from operations	-	(13.526)	110.020
Cash flows from financing activities Proceeds from issue of redeemable shares		<u>.</u>	500.000
Net cash generated from financing activities	_		500.000
Net (decrease)/increase in cash and cash equivalents Cash and cash equivalents at beginning of the period/year	_	(13.526) 618.828	618.828
Cash and cash equivalents at end of the period/year	9 _	605.302	618.828

## Notes to the unaudited financial statements

Period from 1 January 2021 to 30 June 2021

#### 1. New accounting pronouncements

At the date of approval of this NAV report, standards and interpretations were issued by the International Accounting Standards Board which were not yet effective. Some of them were adopted by the European Union and others not yet. The Board of Directors expects that the adoption of these accounting standards in future periods will not have a material effect on the NAV report of the Fund.

#### 2. Expenses by nature

	2021	2020
	€	€
Staff costs (Note 3)	-	48.571
Depreciation and amortisation expense	4.421	8.840
Other expenses	88.775	163.853
Total expenses	93.196	221.264
3. Staff costs		
	2021	2020
	€	€
Salaries		42.581
Social security costs		4.067
GHS contribution	_	1.028
Social cohesion fund		895
	_	48.571
Average number of employees (including Directors in their executive capacity)	-	2
4. Finance costs		
	2021	2020
	€	€
Sundry finance expenses	1.955	7.196
Finance costs	1.955	7.196
5. Net profit from foreign exchange transactions		
	2021	2020
	€	€
Realised exchange profit		1

#### 6. Tax

The corporation tax rate is 12,5%.

Under certain conditions interest income may be subject to defence contribution at the rate of 30%. In such cases this interest will be exempt from corporation tax. In certain cases, dividends received from abroad may be subject to defence contribution at the rate of 17%.

Due to tax losses sustained in the period, no tax liability arises on the Fund.

# Notes to the unaudited financial statements

Period from 1 January 2021 to 30 June 2021

## 7. Property, plant and equipment

	capitalised expenses	Furniture, fixtures and office equipment	Computer hardware	Total
	€	€	€	€
Cost Balance at 1 January 2020	21,283	3.500	1.822	26.605
Balance at 31 December 2020	21,283	3.500	1.822	26.605
Balance at 1 January 2021	21.283	3.500	1.822	26.605
Balance at 30 June 2021	21.283	3.500	1.822	26.605
<b>Depreciation</b> Balance at 1 January 2020 Charge for the year	591 7.096	29 348		650 7.808
Balance at 31 December 2020	7.687	377	394	8.458
Balance at 1 January 2021 Charge for the period	<b>7.687</b> 3.548	<b>377</b>		<b>8.458</b> 3.905
Balance at 30 June 2021	11.235	552	576	12.363
Net book amount	10.048	2.948	1.246	14.242
Balance at 30 June 2021  Balance at 1 January 2021	13.596	3.123	1.428	18.147
Dalance at 1 Junuary 2022				

The Fund capitalsed a number of costs durign the period for the settling up which include mainly professional third party services received for the establishement and licensing of the Fund. These costs will be amortised over a period of three years.

## **Notes to the unaudited financial statements**

Period from 1 January 2021 to 30 June 2021

## 8. Intangible assets

				Web site €
Cost Balance at 1 January 2020				3.100
Balance at 31 December 2020			_	3.100
Balance at 1 January 2021				3.100
Balance at 30 June 2021				3.100
<b>Amortisation</b> Balance at 1 January 2020 On disposals				52 1.032
Amortisation for the year				
Balance at 31 December 2020			e i sure son <del>e</del>	1.084
Balance at 1 January 2021 On disposals				<b>1.084</b> - 516
Amortisation for the period				1.600
Balance at 30 June 2021				1.000
Net book amount				
Balance at 30 June 2021			-	1.500
Balance at 1 January 2021			eresin the same	2.016
9. Bank deposits				
Cash balances are analysed as follows:				
			2021	2020
Cash at bank		Stille rog :	€ 605.302	€ 618.828
10. Share capital				
	2021	2021	2020	2020
	Number of shares	€	Number of shares	€
Authorised	133.00	Total months		
Management shares with no-par value	125.000		125.000	-
Issued and fully paid			105.000	
Balance at 1 January	125.000		125.000	
Balance at 30 June/31 December	125.000		125.000	

# Notes to the unaudited financial statements

Period from 1 January 2021 to 30 June 2021

## 10. Share capital (continued)

## **Authorised capital**

Upon incorporation on 23 July 2019 the Fund issued to the subscribers of its Memorandum of Association 125.000 management shares of no par value at a premium of €1 each.

The right attaching to the management shares are as follows:

- Entitled to receive notice of, and to vote at, general meetings of the Fund.
- Carry no right to dividends and are not redeemable.
- Have exclusive right to vote for:
  - a) the appointment or removal of any director
  - b) the winding up of the Company
  - c) any amendment to the Memorandum and Articles of Association of the Company affecting forgoing matters
- Participation upon Liquidation: In the event of the liquidation, dissolution or winding up of the Fund, ordistribution of its assets in anticipation therof, the holders of Management Shares, subject to third parties' preferential rights of payment, shall be entitled only to a return of their capital.
- the winding up of the Company.

The management shares were held by Mr. Stefano Bandecchi as at 30 June 2021 and at 31 December 2020.

# 11. Net assets attributable to holders of redeemable shares

#### 11.1 Redeemable shares

	2021 Number of shares	2021 €	2020 Number of shares	2020
<b>Authorised</b> Redeemable shares with no par value	1.000.000.000	-	1.000.000.000	
Issued and fully paid Balance at 1 January	500.000	(291.911)	la/#no	(63.452)
Decrease in net assets attributable to holders of redeemable shares	g	(95.151)		(228.460)
Issue of redeemable shares during the period	and the second	_	500.000	-
/year Balance at 30 June/31 December	500.000	(387.062)	500.000	(291.911)
Balance at 30 June/31 December		(387.062)	un atter sengele de	(291.911)

#### **Authorised capital**

Under its Memorandum the Fund fixed its share capital at 1.000.000.000 shares of no par value divided into 1,000.000.000 redemable shares of no par value.

#### **Issued capital**

On 3 August 2020 the Fund issued 500.000 participing shares of no-par value at a premium of €1 each.

## Notes to the unaudited financial statements

Period from 1 January 2021 to 30 June 2021

#### 11. Net assets attributable to holders of redeemable shares (continued)

Under its Memorandum the Fund fixed its share capital at 1.000.000.000 shares of no par value divided into1.000.000.000 redemable shares of no par value.

The rights attaching to the redeemable shares are as follows:

- Voting rights are not entitled to receive notice of and to attend to and vote at any annual and special meetings
  of the Member of the Company.
- Appointment of Directors shall have no right to appoint director.
- Rights to dividends may be entitled to receive dividends at the discretion of the Board of Directors.
- Participation upon Liquidation in the event of the liquidation, dissolution or winding up of the Fund or distribution
  of its assets in anticipation thereof, subject to third parties preferential rights of payment shall be entitled to:
  - a) return of their capital and
  - b) pro rate the Fund's net Asset Value.

#### 12. Creditors and accruals

	2021	2020
	€	€
Trade payables	294.948	218.948
Shareholders' current accounts - credit balances (Note 13.1)	73.034	73.034
Accruals	1.799	1.801
Other creditors	13.325	12.119
	383.106	305.902

The fair values of creditors and accruals due within one year approximate to their carrying amounts as presented above.

#### 13. Related party transactions

The following transactions were carried out with related parties:

## 13.1 Shareholders' current accounts - credit balances (Note 12)

	2021	2020
	€	€
Shareholder's current account	73.034	73.034
	<u>73.034</u>	73.034

The shareholders' current accounts are interest free, and have no specified repayment date.

#### 14. Other key contracts

#### Administrator

The Fund appointed OSYS Ltd, a fund administration company incorporated in Cyprus to provide administrative services including financial accounting services to the Fund. Under the fund administration agreement, the administrator receives an administration fees at annual rate of 0,10% of the gross assets, paid monthly with a minimum fee of 0.00% (thirty thousand Euros). The fund administration agreement can be terminated by the Fund at any time giving three months notice.

# Notes to the unaudited financial statements

Period from 1 January 2021 to 30 June 2021

## 14. Other key contracts (continued)

#### Depositary

The Fund has appointed EFG Bank (Luxembourg) S.A Cyprus Branch to act as a depositary of the assets of the Fund and more particularly to provide the services of the depositary as these are mentioned and/or specified in the AIFM Law and/or the AIF Law. The fees are expected to be a 0,08% of assets up to 50 million and 0,06% above 50 million, with a minimum fee of 20K per annum paid monthly.

EFG Bank (Luxembourg) S.A. Cyprus Branch or any other person serving as depositary of the Fund from time to time, may delegate to a third party only the tasks referred to in article 24(3) of the Alternative Investment Fund Managers Law, provided that a previous approval of the person to which the tasks will be delegated is given by the Company.

## External Manager of the Fund

The Fund has appointed Wealth Fund Services Ltd to act as the External Manager of the Fund according to article 6(1)(2)(b) of the AIF Law. The External Manager is responsible for the monitoring and supervision of the affairs of the Fund in accordance to the Fund's Offering Memorandum and the applicable AIF Law.

### 15. Contingent liabilities

The Fund had no contingent liabilities as at 30 June 2021.

#### 16. Commitments

The Fund had no capital or other commitments as at 30 June 2021.

### 17. Events after the reporting period

There were no material events after the reporting period, which have a bearing on the understanding of the financial statements.

# UNICUSANO GLOBAL ALTERNATIVE INVESTMENT FUND V.C.I.C. PLC

a company registered under the laws of Cyprus with registration number 400352 and licensed as an internal managed alternative investment fund by Cyprus Securities and Exchange Commission under License Number AIF40/2014 (hereinafter the "Company" or "Fund")

Minutes of the Meeting of the Board of Directors of the Company, held at the Company's registered office on 27th July 2021, at 10.00 a.m.

PRESENT:

**MARIOS SOUZOU** HARIS STAVRINIDES SAVVAS HADJIKYRIACOU - Non-executive Director

- Non-executive Director

- Non-executive Director

**OSYS LTD** 

- Secretary

WHEREAS the Directors have received and reviewed the NAV report for Q2 / 2021 and the Report and interim unaudited financial statements for the period from 1st of January 2021 to 30th of June 2021.

## THE PRESENT DIRECTORS UNANIMOUSLY RESOLVED AS FOLLOWS:

Approve the NAV Report for Q2 / 2021.

2. Approve the Report and interim unaudited financial statements for the period from 1st of January 2021 to 30th of June 2021.

3. Authorize Mr. Haris Stavrinides and Mr. Savvas Hadjikyriakou to sign the above NAV report on behalf of the Board of Directors.

MARIOS SOUZOU

Non-executive Director

HARIS STAVRINIDES Non-executive Director

SAVVAS HADJIKYRIAKOU Non-executive Director

**OSYS LTD** Secretary