

# INTERIM REPORT Q4 2023

UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS FOR THE 12-MONTH PERIOD ENDED 31 DECEMBER 2023



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#### **Baltic Horizon Fund**

Baltic Horizon Fund (the "Fund" or the "Group") is a regulated closed-end contractual investment fund registered in Estonia on 23 May 2016. Northern Horizon Capital AS is the Management Company (AIFM) of the Fund. Both the Fund and the Management Company are supervised by the Estonian Financial Supervision and Resolution Authority.

The Fund is a public fund with no particular lifetime (evergreen). Units of the Fund are made available to the public in accordance with the Fund Rules and applicable laws. The Fund is listed on the Fund List of the Nasdaq Tallinn Stock Exchange. The Fund's Swedish depository receipts (the SDRs) are listed on the Nasdaq Stockholm Stock Exchange.

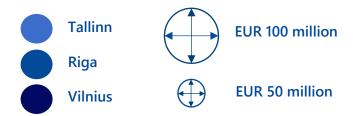
Baltic Horizon Fund was merged with Baltic Opportunity Fund ("BOF") on 30 June 2016. Baltic Horizon was the remaining entity which took over 5 assets of BOF and its investor base.

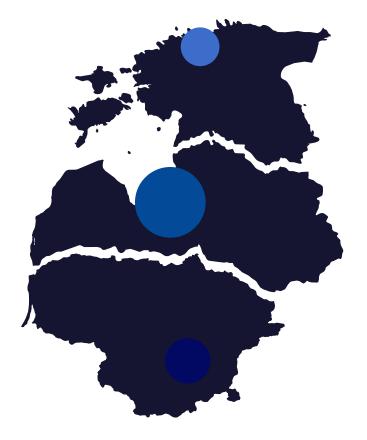
# **KEY FIGURES**

Key earnings figures	Unit	Q1-Q4 2023	Q1-Q4 2022	Change (%)
Rental income	EUR '000	17,743	20,482	(13.4%)
Net rental income	EUR '000	14,617	17,430	(16.1%)
Net rental income margin <sup>1</sup>	%	82.4	85.1	-
Valuation gains (losses) on investment properties	EUR '000	(21,876)	(2,914)	650.7%
EBIT	EUR '000	(13,879)	11,238	(223.5%)
EBIT margin <sup>2</sup>	%	(78.2)	54.9	-
Net profit (loss)	EUR '000	(22,973)	3,944	(682.5%)
Net profit (loss) margin	%	(129.5)	19.3	-
Earnings per unit	EUR	(0.19)	0.03	(733.3%)
Generated net cash flow <sup>3</sup>	EUR '000	502	7,141	(93.0%)
Generated net cash flow per unit <sup>4</sup>	EUR/unit	-	0.060	(100.0%)
Key financial position figures	Unit	31.12.2023	31.12.2022	Change (%)
Total assets	EUR '000	261,138	343,963	(24.1%)
Return on assets (TTM)	%	(7.6)	1.1	-
Total equity	EUR '000	109,532	133,655	(18.0%)
Equity ratio	%	41.9	38.9	-
Return on equity (TTM)	%	(19.0)	3.0	-
Interest-bearing loans and borrowings	EUR '000	143,742	195,111	(26.3%)
Total liabilities	EUR '000	151,606	210,308	(27.9%)
LTV	%	57.3	58.4	-
Average cost of debt	%	5.2	3.0	-
Weighted average duration of debt	years	2.3	1.8	-
Current ratio	times	0.1	0.1	-
Quick ratio	times	0.1	0.1	-
Cash ratio	times	0.1	0.1	-
IFRS NAV per unit	EUR	0.9156	1.1172	(18.0%)
Key property portfolio figures	Unit	31.12.2023	31.12.2022	Change (%)
Fair value of portfolio	EUR '000	250,385	333,123	(24.8%)
Properties <sup>5</sup>	number	12	15	(20.0%)
Net leasable area	sq. m	119,201	151,870	(21.5%)
Occupancy rate	%	81.1%	90.5	-
Key property portfolio figures	Unit	Q1-Q4 2023	Q1-Q4 2022	Change (%)
Direct property yield	%	3.9	5.1	-
Net initial yield	%	4.6	5.4	-

Key unit figures	Unit	31.12.2023	31.12.2022	Change (%)
Number of units outstanding	units	119,635,429	119,635,429	-
Closing unit price	EUR	0.3150	0.5750	(45.2%)
Closing unit price	SEK	3.3000	5.60	(41.1%)
Market capitalisation <sup>6</sup>	EUR	37,685,160	68,790,372	(45.2%)
Key EPRA figures	Unit	Q1-Q4 2023	Q1-Q4 2022	Change (%)
EPRA Earnings	EUR '000	2,294	8,260	(72.2%)
EPRA Earnings per unit	EUR	0.02	0.07	(71.4%)
Key EPRA figures	Unit	31.12.2023	31.12.2022	Change (%)
EPRA NRV (Net Reinstatement Value)	EUR '000	114,205	141,943	(19.5%)
EPRA NRV per unit	EUR	0.9546	1.1865	(19.5%)
EPRA NTA (Net Tangible Assets)	EUR '000	114,205	141,943	(19.5%)
EPRA NTA per unit	EUR	0.9546	1.1865	(19.5%)
EPRA NDV (Net Disposal Value)	EUR '000	109,131	133,313	(18.1%)
EPRA NDV per unit	EUR	0.9122	1.1143	(18.1%)
EPRA LTV	%	55.5	57.9	

- 1. Net rental income as a % of rental income.
- 2. EBIT (earnings before interest and taxes) as a % of rental income.
- 3. Generated net cash flow is calculated based on net rental income less administrative expenses, less external interest expenses, less CAPEX expenditure. Listing related expenses and acquisition related expenses are added back in GNCF calculation.
- 4. Generated net cash flow per weighted average numbers of units during the period.
- 5. Properties includes 12 established cash flow properties.
- 6. Based on the closing prices and split between units on the Nasdaq Tallinn and the Nasdaq Stockholm Stock Exchanges.





#### **Investment strategy**

The Fund's primary focus is to invest directly in commercial real estate located in Estonia, Latvia and Lithuania with a particular focus on the capitals - Tallinn, Riga and Vilnius.

The Fund's focus is on established cash flow generating properties with potential to add value through active management within the retail, office, leisure and logistics segments in strategic locations and strong tenants or a quality tenant mix and long leases. Up to 20% of the Fund's assets may be allocated to investments of a more opportunistic nature such as forward funding development projects and undeveloped land purchases.

The Fund aims to use a 55% long-term leverage strategy. At no point in time may the Fund's leverage exceed 65%.

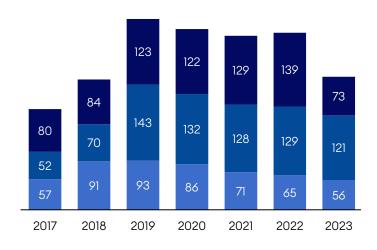
The Fund aims to grow through making attractive investments for its investors while diversifying its risks geographically, across real estate segments, tenants and debt providers.

Properties

119,714

Portfolio size (sq. m)

#### Portfolio value (EUR million)



#### Ten largest properties

1. Galerija Centrs	25.8%
2. Europa SC	14.6%
3. Upmalas Biroji BC	8.2%
4. North Star	8.0%
5. Postimaja	7.9%
6. Vainodes	6.7%
7. Meraki	6.5%
8. Lincona	5.7%
9. LNK Centre	5.6%
10. Coca-Cola Plaza	5.3%
11. Others	5.7%

# Q4 2023 AT A GLANCE



#### Changes in the property management teams

The Baltic Horizon Fund has recently announced its selection of real estate companies Newsec and Colliers to manage the Fund's properties located in Latvia. Newsec has been designated as a strategic partner for the management of the shopping centres Galerija Centrs and Sky. Colliers was chosen for the management of the office buildings Upmalas Biroji BC, Vainodes I and S27 (formerly LNK Centre). From 1 February 2024, Newsec and Colliers' experts will provide all services related to the maintenance of the properties in Latvia, including real estate management, leasing, accounting and marketing services. This pivotal change will mark a new stage in the development strategy of the shopping centres and offices.

# Baltic Horizon achieves a 100% BREEAM certified portfolio

Baltic Horizon Fund announced the successful BREEAM certification of its remaining retail assets

thus becoming member of an elite group of Baltic real estate investment companies to certify its entire portfolio according to the highest international environmental standards. The portfolio currently consists of 12 properties. The last to receive its certification was the historic building of Galerija Centrs in Riga that received an impressive BREEAM Very Good certification.

#### New members of the Supervisory board of Baltic Horizon Fund

The General Meeting of Baltic Horizon Fund appointed new members of the supervisory board: Reimo Hammerberg, Monica Hammer and Per V. Jenster were elected as the new members of the supervisory board of Baltic Horizon Fund as of 1 January 2024.

# PROPERTY REPORT

#### Portfolio and market overview

At the end of 2023, the property portfolio of Baltic Horizon Fund consisted of 12 cash flow-generating properties in the Baltic capitals. Baltic Horizon believes it has established a well-diversified portfolio of centrally-located retail and office assets with well-known and long-term tenants including local commercial leaders, governmental agencies, nearshoring shared service centres and the Baltic headquarters of leading international companies.

While market conditions are still challenging and not expected to fully recover before 2025, the Fund's retail portfolio is gradually recovering to pre-COVID levels. Notably, the success of the BURZMA food hall and Arket openings has significantly bolstered the performance of Galerija Centrs, with a remarkable year-over-year growth exceeding 7% throughout 2023 and surpassing 10% in December. Although the operating results of Galerija Centrs were affected by one-off costs associated with tenant changes throughout 2023, we anticipate significant improvement in this regard during 2024 and beyond.

Throughout 2023, strategic efforts in leasing have yielded positive outcomes, with full occupancy achieved at Postimaja just after year-end, and the attraction and retention of prominent brands such as Arket, H&M Home, and Massimo Dutti. This success can be attributed to several factors, including the prime locations of our retail assets, substantial upgrades to the facilities over the last years strengthened several and management, notably through our agreement with Newsec in Europa and Galerija Centrs. Furthermore, our centrally located assets are increasingly appealing to tenants aligned with lifestyle, health, and professional communities.

While footfall remains below pre-pandemic levels, we are witnessing steady growth in visitor numbers across all retail properties excl. Postimaja. For example, Europa SC witnessed a 5% increase in footfall during 2023 compared to the previous year. Notably, the introduction of new vibrant stores and dining options at Galerija Centrs has spurred an exceptional 11% surge in year-over-year footfall, contributing significantly to its overall recovery. It's

important to note that the temporary decrease in footfall at Postimaja can be attributed primarily to ongoing tramline construction in close proximity to the shopping centre.

Although customer visits have become less frequent, there has been an upward trend in spending during these visits, with a clear focus on specific purchases. The recovery of the tourism sector is expected to further boost footfall figures, as Galerija Centrs and Postimaja have traditionally been sought-after destinations for tourist shopping.

Throughout 2023, the Fund secured important lease extensions with anchor tenants in retail assets. Particularly noteworthy is the extension of leases with anchor grocery tenant Rimi, which were maintained on favourable terms at both Postimaja Galerija Centrs. Furthermore, prolongations were achieved with major fashion brands operated by Inditex, LPP, and Apranga Group, reinforcing the foundation of our tenant base. Additionally, strategic efforts were made to enhance the H&M store at Postimaja, incorporating the H&M Home concept to strengthen the longterm partnership between the Fund and this key tenant.

Meanwhile, Europa SC demonstrated an impressive surge in letting activity during 2023, with the Fund successfully securing deals for a total of 2,941 sq. m with 13 tenants, including prominent names like Pi Pilates, Optometrijos Centras, Codekus and others. In addition, the Fund recently finalized a new lease agreement with the prominent anchor tenant IKI at Europa SC, signing a ten-year lease for an approximate total lettable area of 1,900 sq. m. The opening of the new anchor tenant's store, which will be at the heart of the upgraded concept of the shopping centre, is anticipated to take place in early 2024.

The increased leasing activity at Europa SC, coupled with the robust performance of Pirita in 2023, resulted in a notable rise in the NOI of the retail segment compared to the 2022 figures. The Fund is actively engaged in negotiations for over 8,000 sq. m of retail space, with the intention of finalizing these agreements in early 2024.

The office segment witnessed a shift in working practices during the pandemic, with many tenants adopting remote working arrangements where possible. However, there is a growing eagerness among employees to return to offices for social interaction and productive collaboration in physical settings. To address the evolving office reality, Baltic Horizon has been revitalizing larger vacant office areas, transforming them into flexible working spaces to cater to smaller tenants' needs. Initiatives like the office hotel in North Star and similar concepts in Meraki have yielded favourable results.

In response to evolving market dynamics, the Fund is actively engaged in reletting current and forthcoming office vacancies, particularly in light of EMERGN's decision to reduce their rented area in LNK and the SEB exit from Upmalas Biroji. Proactive measures are being taken to fill these vacancies, with the Fund securing the Latvian State Police as a tenant for approximately 4,060 sq. m in Upmalas Biroji to partially offset the vacancy from SEB premises. The agreement with the Latvian State Police was signed in November 2023.

Additionally, intense negotiations are underway to ensure maximum occupancy in the Lincona building with a newly signed deal with Pet24 to open a pet store on the ground floor. We are also actively seeking new small-scale tenants to occupy available spaces in S27. The well-configured floor layout of the building makes it suitable to accommodate smaller businesses or dedicate the building to one or two large tenants. Notably, several site negotiations with large-scale tenants in S27 are already in progress, capitalizing on the recent uptick in leasing activities in Riga and our new strategic collaboration with the leading leasing agent in Latvia, Colliers.

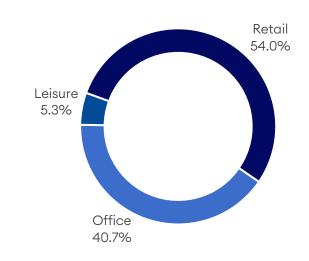
As notified in the Q3 2023 report, Meraki was under negotiations for 1,600 sq. m of leasable space lately. We are happy to announce that all four new lease agreements were successfully signed for approx. 1,540 sq. m. Furthermore, we have had strategic negotiations with two potential anchor tenants that could fill up the majority of the remaining office space. All new tenants are expected to move into the building within the next 3-6 months.

The recent vacancies in LNK and Upmalas Biroji are anticipated to affect the office portfolio results. However, we expect this impact to be partially mitigated by the stability provided by the fixed lease agreements in the remaining portfolio, as well as newly signed leases kicking in at the beginning of 2024. The Fund has recently secured long-term prolongations and new leases encompassing approximately 2,700 sq. m in North Star and approximately 4,000 sq. m in Lincona. In response to these vacancies, the Fund is actively working to provide flexible lease solutions to prospective tenants to maintain healthy occupancy figures. It is worth noting that rental indexations will play a pivotal role in sustaining organic growth within the office portfolio results. In early 2024, the Fund will have the capability to apply rental indexations ranging from 5% to 9% for tenants without indexation caps.

In conclusion, Baltic Horizon's offices are either showing stable performance or being transformed to fit today's market needs, while centrally located retail and leisure assets continue their steady recovery toward peak performance. The Fund remains committed to navigating dynamic market conditions, proactively responding to challenges, and seizing opportunities to deliver strong performance.

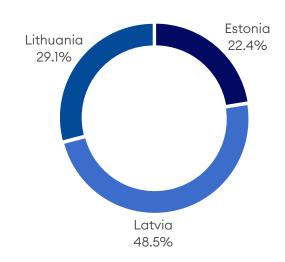
## **Property performance**

#### Fund segment distribution as of 31 December 2023



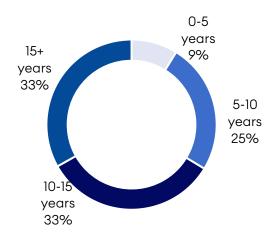
The Fund maintains a well-diversified mix of office, leisure, and retail buildings. At the end of Q4 2023, the portfolio was comprised of 54.0% retail assets, followed by 40.7% office assets and 5.3% leisure assets.

#### Fund country distribution as of 31 December 2023



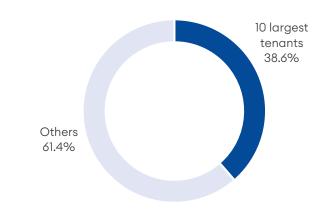
In Q4 2023, the country breakdown of the Fund's portfolio remained similar to the previous quarter. At the end of Q4 2023, the Fund's assets were located as follows: 48.5% in Latvia, 29.1% in Lithuania and 22.4% in Estonia.

#### Fund portfolio by age as of 31 December 2023



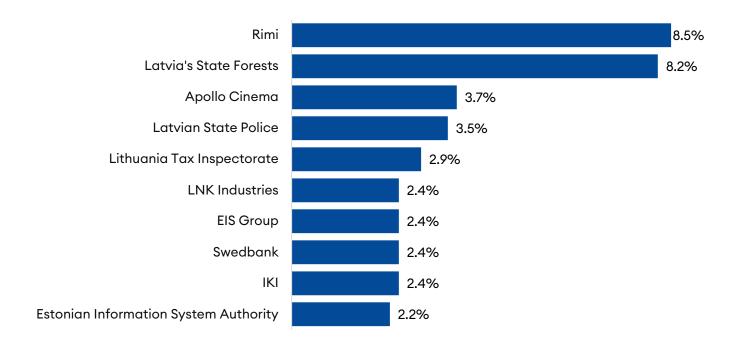
The graph above shows the age of assets in the Fund's portfolio since construction or the last major refurbishment. The management team is focused on improving the Fund's average portfolio age by acquiring newer assets and/or redeveloping assets in the current portfolio.

# Rental concentration of the Fund's subsidiaries as of 31 December 2023



Baltic Horizon Fund has around 270 tenants in the portfolio. The rental concentration of the Fund's subsidiaries (rental income from the 10 largest tenants) is shown in the following chart with the largest tenant Rimi accounting for 8.5% of the annualised rental income. As further discussed in the risk management section, credit risk is mitigated by the high quality of the existing tenant base.

#### Rental concentration of the Fund's subsidiaries: 10 largest tenants as of 31 December 2023



#### Overview of the Fund's investment properties as of 31 December 2023

Property name	Sector	Fair value <sup>1</sup> (EUR '000)	NLA (sq. m)	Direct property yield Q4 2023 <sup>2</sup>	Net initial yield Q4 2023 <sup>3</sup>	Occupancy rate
Vilnius, Lithuania						
Europa SC	Retail	36,437	17,047	4.0%	4.4%	84.5%
North Star	Office	20,028	10,579	7.0%	7.3%	99.7%
Meraki	Office	16,340	8,162	-0.1%	-0.1%	47.7%
Total Vilnius		72,805	35,788	3.8%	4.2%	80.6%
Riga, Latvia						
Upmalas Biroji BC	Office	20,478	11,212	3.6%	4.3%	57.7%
Vainodes I	Office	16,710	8,128	6.5%	8.3%	100.0%
LNK Centre	Office	13,960	7,450	2.4%	2.8%	42.8%
Sky SC	Retail	5,660	3,259	8.0%	7.4%	100.0%
Galerija Centrs	Retail	64,592	19,306	2.0%	2.3%	80.4%
Total Riga		121,400	49,355	3.2%	3.7%	74.1%
Tallinn, Estonia						
Postimaja & CC Plaza complex	Retail	19,810	9,232	3.6%	6.0%	95.6%
Postimaja & CC Plaza complex	Leisure	13,240	9,139	7.0%	6.6%	94.3%
Lincona	Office	14,370	10,775	6.0%	6.8%	83.5%
Pirita SC	Retail	8,760	5,425	6.0%	8.6%	97.1%
Total Tallinn		56,180	34,571	5.0%	6.7%	91.7%
Total portfolio		250,385	119,714	3.8%	4.5%	81.1%

<sup>1.</sup> Based on the latest valuation as of 31 December 2023, and recognised right-of-use assets,

Direct property yield (DPY) is calculated by dividing annualized NOI by the acquisition value and subsequent capital expenditure of the property.

<sup>3.</sup> The net initial yield (NIY) is calculated by dividing annualized NOI by the market value of the property.

The management of the Fund provides two different yield calculations in this management review section. Direct property yield (DPY) is calculated by dividing NOI by the acquisition value and subsequent capital expenditure of the property. The net initial yield (NIY) is calculated by dividing NOI by the market value of the property.

During Q4 2023, the average actual occupancy of the portfolio was 78.4% (Q3 2023: 79.5%). The occupancy rate as of 31 December 2023 was 81.1% (30 September 2023: 77.1%). The overall occupancy rate increase was influenced by the new tenants in the office segment (Upmalas Biroji BC and Meraki). The Fund signed a long-term lease for 4,128 sq. m in the renowned Upmalas Biroji building with the anchor tenant Latvian State Police, which partially filled the space vacated by SEB in August 2023.

Some new lease agreements were also signed in Meraki office building in Q4 2023 for a total area of 1,223 sq. m.

As part of its strategy for the development of existing properties, the Fund has chosen new partners to manage its office and retail properties in Latvia. The management team believes that this change will speed up the leasing process in Latvia.

Expiry of the agreement with the main tenant in Upmalas Biroji BC and EMERGN's decision to reduce their rented area in LNK Centre had a negative impact on the property yields in Q3 and Q4 2023. The average direct property yield during Q4 2023 was 3.8% (Q3 2023: 4.3%). The net initial yield for the whole portfolio for Q4 2023 was 4.5% (Q3 2023: 5.0%).

#### Breakdown of NOI development

Property	Date of acquisition	2018	2019	2020	2021	2022	2023
Galerija Centrs	13 June 2019	-	2,552	3,023	1,448	2,193	2,139
Postimaja & CC Plaza complex	8 March 2013 <sup>1</sup>	2,447	2,495	1,932	1,805	2,044	2,126
Europa SC	2 March 2015	2,332	2,467	1,681	1,006	1,028	1,508
North Star	11 October 2019	-	315	1,419	1,208	1,371	1,495
Vainodes I	12 December 2017	1,463	1,462	1,464	1,449	1,383	1,431
Upmalas Biroji BC	30 August 2016	1,710	1,701	1,661	1,740	1,763	1,318
Lincona	1 July 2011	1,192	1,276	1,212	1,114	1,102	1,068
LNK Centre	15 August 2018	409	1,072	1,090	1,088	1,132	814
Pirita SC	16 December 2016	900	438	677	484	664	761
Sky SC	7 December 2013	407	370	402	395	423	420
Meraki <sup>4</sup>	10 September 2022	-	-	-	-	(101)	63
Active properties		10,860	14,148	14,561	11,737	13,002	13,143
Duetto II <sup>2</sup>	27 February 2019	-	1,090	1,354	1,353	1,409	598
Duetto I <sup>2</sup>	22 March 2017	1,096	1,160	1,166	1,223	1,191	550
Domus Pro Retail <sup>3</sup>	1 May 2014	1,160	1,132	1,092	1,145	1,280	226
Domus Pro Office <sup>3</sup>	1 October 2017	499	562	538	537	548	100
G4S Headquarters <sup>5</sup>	12 July 2016	1,189	1,127	1,223	1,009	-	-
Disposed properties		3,944	5,071	5,373	5,267	4,428	1,474
Total portfolio		14,804	19,219	19,934	17,004	17,430	14,617

- 1. The Fund completed the acquisition of the Postimaja SC on 13 February 2018.
- 2. The Fund completed the disposal of the Duetto I and Duetto II properties on 6 June 2023.
- 3. The Fund completed the disposal of the Domus Pro Retail and Office complex on 6 March 2023.
- 4. The Fund completed the development of the first tower of the Meraki building in September 2022. Rental income is received starting from October 2022. Initial rental costs were recognised in September 2022.
- 5. The Fund completed the disposal of G4S Headquarters on 8 November 2021.

The Fund's portfolio produced EUR 14.6 million of net operating income (NOI) during 2023 (2022: EUR 17.4 million). Please refer to the table above for a breakdown of NOI development by each property, which has been generating stable rental income over the years.

Like-for-like net rental change provides a more comparable view on the performance of the underlying assets, as these calculations exclude the impact of net rental growth or decline due to acquisitions, developments, or disposals in 2023 and 2022. The change in the Fund's like-for-like net rental income compares the growth in the net rental income of the portfolio that has been consistently in operation, and not under development, during the two full periods that are presented.

#### EPRA like-for-like net rental income by segment

EUR '000	Fair value 31.12.2023	Net rental income Q1-Q4 2023	Net rental income Q1-Q4 2022	Change (EUR '000)	Change (%)
Like-for-like assets					
Retail	135,259	6,147	5,488	659	12.0%
Office	85,546	6,126	6,751	(625)	(9.3%)
Leisure	13,240	807	864	(57)	(6.6%)
Total like-for-like assets	234,045	13,080	13,103	(23)	(0.2%)
Developed assets	16,340	63	(101)	164	162.4%
Disposed assets	-	1,474	4,428	(2,954)	(66.7%)
Total portfolio assets	250,385	14,617	17,430	(2,813)	(16.1%)

In 2023, net rental income of the portfolio on a like-for-like basis remained at a level similar to the same period last year (-0.2% or EUR -23 thousand). This change was mainly influenced by a sizeable NOI decrease in LNK Centre and Upmalas Biroji BC.

The retail segment showed a positive change with an increase in like-for-like net rental income of 12.0%. The increase in net rental income was mainly driven by rent indexation, a decrease in the temporary discounts granted to the tenants in H1 2022 in connection with the COVID-19 crisis and the recovery of Europa's NOI following its reconstruction.

All the retail properties except Galerija Centrs and Sky SC saw an uplift in net rental income during 2023 compared to last year. Galerija Centrs 2023 performance was negatively affected by one-off costs related to the opening of BURZMA and the anchor tenant Arket, higher provision for bad debts as well as higher energy prices at the beginning of the year. Since the Fund covers part of the energy

costs for common areas, increases in such costs have a negative effect on the NOI. However, the negative effect is limited to a certain extent as the Fund has fixed energy prices in Estonia. Europa's NOI has increased significantly following the completion of reconstruction. The downward adjustment in the leisure segment was recognised due to the changes in the master lease agreement with the tenant operating the cinema and increased vacancy in the CC Plaza property.

The office segment showed a negative change with a decrease in like-for-like net rental income of 9.3%. Net rental income in most of the office properties contracted during 2023 compared to last year. The largest decline was seen in Upmalas Biroji BC and LNK Centre due to the expiration of the lease agreement with the major tenant SEB and EMERGN decision to reduce their rented area. Exposure to increased costs was limited as most of the Fund's office premises have the widely accepted triple net lease agreement structure.

	Fair value	Net rental income	Net rental income	Change	
EUR '000	31.12.2023	Q1-Q4 2023	Q1-Q4 2022	(EUR '000)	Change (%)
Like-for-like assets		_	•	-	
Estonia	56,180	3,955	3,810	145	3.8%
Latvia	121,400	6,122	6,894	(772)	(11.2%)
Lithuania	56,465	3,003	2,399	604	25.2%
Total like-for-like assets	234,045	13,080	13,103	(23)	(0.2%)
Developed assets	16,340	63	(101)	164	162.4%
Disposed assets	-	1,474	4,428	(2,954)	(66.7%)
Total portfolio assets	250,385	14,617	17,430	(2,813)	(16.1%)

Like-for-like net rental income changes in Lithuania and Estonia were positive throughout 2023 compared to 2022. Latvia's performance was mainly affected by the weaker performance of LNK Centre and Upmalas Biroji BC. In 2023, the net rental income of Postimaja, North Star, Meraki, Europa SC, Vainodes I and Pirita exceeded the previous year's result. Despite the solid performance of most assets, tenant changes in LNK Centre and Upmalas Biroji BC office buildings and the pressure of higher electricity costs, which resulted in unrecoverable costs from common areas, limited net rental income growth during 2023.

**ESTONIA:** Portfolio properties based in Estonia started the year with an upward movement in the net rental income and key portfolio metrics. In the Fund's portfolio, Estonian properties recognised an increase in like-for-like net rental income, delivering growth of 3.8% year over year. The change was mostly influenced by a sizeable NOI increase in Pirita due to higher occupancy.

Net rental income in Postimaja and CC Plaza Complex increased compared to the prior year's results. There was an increase in Postimaja property, although the net rental income of CC Plaza decreased due to the surge in energy prices, which led the Fund to grant rent relief to the tenant operating a cinema in CC Plaza. The Fund supported the tenant operating the cinema in CC Plaza and retail tenants in Postimaja during lockdowns, which reduced rental income during 2020-2022. After the tenants' recovery from the effects of COVID-19, the amount of support required from the Fund has been rapidly decreasing, leading to an improvement in the Fund's performance. The opening of Reval Café in

January 2023 has additionally boosted the operating performance of Postimaja. The performance of CC Plaza has been negatively impacted by the changes in the master lease agreement with the tenant operating the cinema in the property. The team has been working to find a new anchor tenant for the ground floor of CC Plaza to boost the performance of the property.

The operational results of Lincona were relatively stable during 2023 as no major leases were signed and no major concessions were provided during this period. Occupancy in Lincona slightly decreased due to the termination and expiration of the lease agreements with a few tenants. At the beginning of 2024, the Fund signed a 5-year agreement prolongation for approximately 3,000 sq. m office premises in Lincona with the current tenant Estonian Information System Authority. The management team is exploring opportunities to establish an office hotel in Lincona's vacant office space and offer the premises to smaller tenants.

Pirita outperformed its 2022 results due to the indexation applied in 2023, higher occupancy and tenants' better payment discipline.

Most of the key performance metrics in Q4 2023 remained similar to the previous quarter. During Q4 2023, the average direct property yield decreased to 5.0% (Q3 2023: 5.2%), while the average net initial yield was 6.7% (Q3 2023: 6.8%). The average occupancy level for Q4 2023 was 92.1% (Q3 2023: 92.4%). The occupancy rate as of 31 December 2023 was 91.7% (30 September 2023: 92.4%).

LATVIA: Latvian properties recognised a 11.2% decrease in like-for-like net rental income compared with the last year. This change was mainly influenced by a sizeable NOI decrease in LNK Centre and Upmalas Biroji BC due to the expiry of the agreement with the main tenant in Upmalas Biroji BC and EMERGN's decision to reduce their rented area in LNK Centre.

Even considering the strong recovery of rents, the sudden increase in energy costs had a direct negative impact on the Latvian portfolio, resulting in a fall in NOI at the beginning of 2023. The Fund has to cover the electricity costs of areas under refurbishment, while they are being prepared for newly signed agreements. The Fund initiated a strategic upgrade of the Galerija Centrs concept, which was carried out in 2022/2023 by constructing a food hall and implementing changes in other areas. In January 2023 the agreement with the Nordic fashion and lifestyle brand ARKET was signed for the total lettable area of 782 sq. m. The store was opened in December 2023. This is the first ARKET store in Latvia. The strategic move further strengthens Galerija Centrs' position in the market by offering customers an innovative and experiencebased shopping environment. These major changes should boost occupancy levels by 5-15% and gradually take the property back to 95-100% occupancy.

Exposure to cost inflation was limited in SKY and LNK Centre resulting in a stable performance for both properties in the first half of 2023. However, in July 2023 the agreement with the main tenant expired and was not extended. In November 2023 the Fund signed the agreement with the Latvian State Police for an area of approximately 4,128 sq. m. The move is planned for Q1 2024.

The average direct property yield decreased to 3.2% during Q4 2023 (Q3 2023: 4.3%). The average net initial yield was 3.7% (Q3 2023: 4.8%). The average occupancy level for Q4 2023 decreased to 69.1% (Q3 2023: 72.5%). The occupancy rate as of 31 December

2023 was 74.1% (30 September 2023: 66.5%). At the end of Q4 2023, 2 out of the 5 properties in Latvia were fully leased out to local and international tenants. Latvian properties have development potential, which the Fund's management team aims to realize in the coming years in order to maximise the value of the properties.

LITHUANIA: Across all Baltic Horizon Fund markets, the properties in Lithuania showed the best like-for-like results due to solid diversification of assets. After completing reconstruction, the Europa SC has moved towards a refreshed concept and the take-up of vacant premises. Operational results for 2023 reflect strong growth in NOI. Gross rental income has been on an upward trend for the last several quarters.

Energy prices are the ultimate drivers of changes in operating costs. The Fund has concluded a contract for 50% of its energy needs at good prices starting from Q3 2023.

In 2023, all properties in the Lithuanian market outperformed prior year results and had lease extensions or new leases signed. The Fund's leasing efforts are now mostly focused on Europa and Meraki following the completion of these (re)development projects. In Q4 2023, Meraki has signed a few new lease agreements for a total area of approx. 1,400 sq. m. In September 2023, the Fund signed agreement with IKI, the second biggest food retailer in Lithuania, who will open a 2,000 sq. m store in the Europa SC in Vilnius. The new IKI store will open its doors in Q1 2024.

During Q4 2023, the average direct property yield increased to 3.8% (Q3 2023: 3.6%). The average net initial yield was 4.2% (Q3 2023: 4.1%). The average occupancy level for Q4 2023 was 77.8% (Q3 2023: 76.5%). The occupancy rate as of 31 December 2023 was 80.6% (30 September 2023: 76.8%).

## **Property valuation**

All real estate properties belonging to the Fund must be appraised at least once a year at the end of the financial year to determine the market value of the real estate portfolio. During 2022 and 2023, the Fund's property portfolio was appraised twice a year, as of 30 June and 31 December, by independent real estate appraisers.

The Management Company ensures that only a licensed independent real estate appraiser of high repute and sufficient experience in appraising similar property and operating in the country where the relevant real estate property is located evaluates real estate belonging to the Fund. As of 30 June 2023 external valuations were performed by the independent property valuator Colliers. As of 31 December 2023 Lithuanian and Latvian properties' valuations were performed by the independent property valuator Colliers and Estonian properties' valuations by the independent property valuator Newsec.

Independent appraisals are performed in accordance with the Practice Statements and Relevant Guidance Notes of the RICS Valuation – Professional Standards approved by both the International Valuation Standards Committee (IVSC) and the European Group of Valuers' Associations (TEGoVA). The appraisal methodology

employed by the external appraiser is explained in more detail in note 10 to the financial statements.

As of 31 December 2023, the fair value of the Baltic Horizon Fund portfolio decreased to EUR 250.4 million as compared to EUR 333.1 million as of 31 December 2022. During 2023, the Fund recognised valuation losses on investment properties of EUR 21.9 million (2022: losses of EUR 2.9 million) in the consolidated financial statements. The Fund recognised a valuation loss of EUR 7.3 million in Q4 2023. Compared to the previous valuations, the change in portfolio value is mainly driven by the changes in exit yields and upward revisions of the weighted average cost of capital (WACC) due to increased EURIBOR rates. The fair value of investment properties is expected to recover when the European Central Bank reduces the EURIBOR.

The table below shows movements in the fair value of the Baltic Horizon Fund investment portfolio during 2023. The values of the properties are based on the valuation of investment properties performed by independent property valuators, which have been increased by the value of right-ofuse assets (IFRS 16). The table below does not reflect any capital investments during the year.

#### Portfolio fair value movements by segment

EUR '000	Fair value 31.12.2023	Fair value 31.12.2022	Change (EUR '000)	Change (%)	Proportion of portfolio (%) 31.12.2023
Like-for-like assets					
Retail	135,259	144,264	(9,005)	(6.2%)	54.0%
Office	101,886	110,289	(8,403)	(7.6%)	40.7%
Leisure	13,240	14,385	(1,145)	(8.0%)	5.3%
Total like-for-like assets	250,385	268,938	(18,553)	(6.9%)	100.0%
Disposed assets					
Office	-	64,185	(64,185)	(100.0%)	-
Total portfolio assets	250,385	333,123	(82,738)	(24.8%)	100.0%

The like-for-like value of the property portfolio decreased by EUR 18.6 million (6.9%) in Q4 2023 compared to year-end 2022. The decrease was mainly driven by a downward adjustment to CBD shopping centres Postimaja and Galerija Centrs. The retail figure includes a decrease in the fair values of Postimaja of EUR 6.9 million and Galerija

Centrs of EUR 2.6 million and an upward adjustment of the value of the Europa SC property EUR 0.8 million.

Compared to year-end 2022, the like-for-like property valuation results decreased accordingly: in the Lithuanian market (EUR 2.0 million or -2.6%),

in the Latvian market (EUR 7.5 million or -5.8%) and in the Estonian market (EUR 9.1 million or -14.0%). Downward adjustments in year-end valuations reflect the high EURIBOR rates at the end of 2023.

For a summary of property valuations, please visit the Fund's website.

#### Portfolio fair value movements by country

EUR '000	Fair value 31.12.2023	Fair value 31.12.2022	Change (EUR '000)	Change (%)	Proportion of portfolio (%) 31.12.2023
Like-for-like assets					
Estonia	56,180	65,300	(9,120)	(14.0%)	22.4%
Latvia	121,400	128,862	(7,462)	(5.8%)	48.5%
Lithuania	72,805	74,776	(1,971)	(2.6%)	29.1%
Total like-for-like assets	250,385	268,938	(18,553)	(6.9%)	100.0%
Disposed assets					
Lithuania	-	64,185	(64,185)	(100.0%)	-
Total portfolio assets	250,385	333,123	(82,738)	(24.8%)	100.0%

# FINANCIAL REPORT

# Financial position and performance of the Fund

#### Net result and net rental income

In 2023, The Group recorded a net loss of EUR 23.0 million against a net profit of EUR 3.9 million for 2022. The net result was strongly impacted by the negative valuation result of EUR 21.9 million. Meanwhile in 2022, the valuation resulted in a net fair value loss of EUR 2.9 million. The sale of the shares in BH Domus Pro UAB, which owns a retail park and an office building, and BH Duetto UAB, which owns two office buildings, resulted in the loss on disposal of EUR 4.0 million. The net result was also impacted by the higher financial expenses. Earnings per unit for 2023 were negative at EUR -0.19 (2022: positive at EUR 0.03).

The Group earned net rental income of EUR 14.6 million in 2023 (2022: EUR 17.4 million). The results for 2023 include two months' net rental income of the Domus Pro Retail and Office property (EUR 0.3 million) and five months' net rental income of the Duetto properties (EUR 1.2 million), which were sold in February and May 2023, respectively. The net rental income of the same portfolio mix (like-for-like portfolio) remained at a level similar to the previous year.

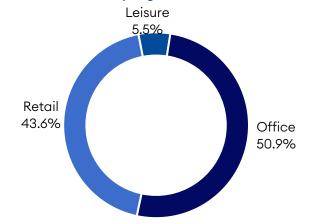
On an EPRA like-for-like basis, portfolio net rental income was slightly below the previous year (-0.2%), mainly due to vacancies in office properties in Latvia due to expiry of the agreement with the main tenant in Upmalas Biroji BC and EMERGN's decision to reduce their rented area in LNK Centre.

Portfolio properties in the office segment contributed 50.9% (2022: 56.2%) of net rental income in 2023, followed by the retail segment with 43.6% (2022: 38.8%) and the leisure segment with 5.5% (2022: 5.0%).

Retail assets located in the central business districts (Postimaja, Europa and Galerija Centrs) accounted for 34.0% of total portfolio net rental income in 2023. Total net rental income attributable to neighbourhood shopping centres was 9.6% in 2023.

During 2023, investment properties in Latvia and Lithuania contributed 41.8% (2022: 39.5%) and 31.1% (2022: 38.6%) of net rental income, respectively, while investment properties in Estonia contributed 27.1% (2022: 21.9%).

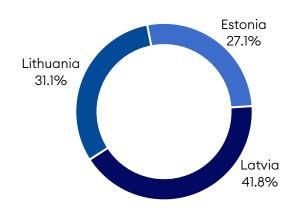
#### Net rental income by segment



#### **Gross Asset Value (GAV)**

At the end of Q4 2023, the Fund's GAV was EUR 261.1 million (31 December 2022: EUR 344.0 million), 24.1% lower than at the end of the previous period. The decrease is mainly related to the sale of

#### Net rental income by country



the shares in BH Domus Pro UAB and BH Duetto UAB and the negative property revaluation.

#### **Investment properties**

At the end of 2023, the Baltic Horizon Fund portfolio consisted of 12 cash flow generating investment properties in the Baltic capitals. The fair value of the Fund's portfolio was EUR 250.4 million (31 December 2022: EUR 333.1 million) and incorporated a total net leasable area of 119.7

thousand sq. m. During 2023 the Group sold the Domus PRO buildings for approximately EUR 23.5 million and the Duetto I and Duetto II buildings for approximately EUR 37 million, invested EUR 1.1 million in reconstruction projects and EUR 2.3 million in the existing property portfolio.

#### **Key earnings figures**

EUR '000	Q4 2023	Q4 2022	Change (%)
Net rental income	2,894	4,457	(35.1%)
Administrative expenses	(631)	(996)	(36.6%)
Losses on disposal of investment properties	(237)	(423)	(44.0%)
Valuation losses on investment properties	(7,250)	(3,072)	136.0%
Operating loss	(5,195)	(34)	15,179.4%
Net financial expenses	(2,509)	(1,849)	35.7%
Loss before tax	(7,704)	(1,883)	309.1%
Income tax	(53)	(310)	(82.9%)
Loss for the period	(7,757)	(2,193)	253.7%
Weighted average number of units outstanding (units)	119,635,429	119,635,429	-
Earnings per unit (EUR)	(0.06)	(0.02)	-

#### Key financial position figures

EUR '000	31.12.2023	31.12.2022	Change (%)
Investment properties in use	250,385	333,123	(24.8%)
Gross asset value (GAV)	261,138	343,963	(24.1%)
Interest-bearing loans and bonds	143,487	194,569	(26.3%)
Total liabilities	151,606	210,308	(27.9%)
IFRS Net asset value (IFRS NAV)	109,532	133,655	(18.0%)
EPRA Net Reinstatement Value (EPRA NRV)	114,205	141,943	(19.5%)
Number of units outstanding (units)	119,635,429	119,635,429	-
IFRS Net asset value (IFRS NAV) per unit (EUR)	0.9156	1.1172	(18.0%)
EPRA Net Reinstatement Value (EPRA NRV) per unit (EUR)	0.9546	1.1865	(19.5%)
Loan-to-Value ratio (%)	57.3%	58.4%	-
Average effective interest rate (%)	5.2%	3.0%	-

#### Interest-bearing loans and bonds

As of 31 December 2023 interest-bearing loans and bonds (excluding lease liabilities) were EUR 143.5 million (31 December 2022: EUR 194.6 million). Outstanding bank loans decreased due to the repayment of the Domus Pro and Duetto loans, part of Europa and Kontor SIA loans and regular bank loan amortisation. Also, the Fund redeemed a part of the bonds in the amount of EUR 7.5 million on 1 August 2023. The redemption was accompanied by the reduction of the nominal value of the bonds to EUR 82,142.85 per bond. The total nominal amount of the bonds before the redemption was EUR 42,000,000 and after the redemption is EUR 34,499,997. Annual loan amortisation accounted for 1.4% of total debt outstanding.

#### Cash flow

Cash inflow from core operating activities in 2023 amounted to EUR 11.4 million (2022: cash inflow of EUR 15.3 million). Cash inflow from investing activities was EUR 19.9 million (2022: cash outflow of EUR 9.7 million) due to the sale of the shares in BH Domus Pro UAB and BH Duetto UAB. Cash outflow from financing activities was EUR 30.5 million (2022: cash outflow of EUR 16.4 million). In 2023, the Fund redeemed and issued bonds, repaid the Domus Pro and part of the Europa loan, and paid regular interest on bank loans and bonds. In March 2023, the Fund repaid the Domus Pro loan (EUR 11.0 million) and EUR 6.0 million of the Europa loan using the proceeds from the sale of the shares in BH Domus Pro UAB. In May the Fund redeemed its EUR 50

million unsecured 5-year bond issue, completed a private placement of 5-year bonds and issued bonds in the total volume of EUR 42 million. In August the Fund early redeemed a part of the bonds in the amount of EUR 7.5 million. During August, the Fund successfully refinanced the Kontor SIA loan until 2028, reducing the original Kontor SIA loan by EUR 1.2 million. At the end of 2023, the Fund's consolidated cash and cash equivalents amounted to EUR 6.2 million (31 December 2022: EUR 5.3 million).

#### Net Asset Value (NAV)

At the end of 2023, the Fund's NAV was EUR 109.5 million (31 December 2022: EUR 133.7 million). Compared to the year-end 2022, the Fund's NAV decreased by 18.0%. The operational performance result was offset by the EUR 21.9 million loss on property valuations and EUR 4.0 million loss from the disposal of the BH Domus Pro UAB and BH Duetto UAB shares. These were the main factors behind the fall in the Fund's NAV. Excluding the impact of valuations, the NAV at the end of 2023 would have been EUR 131.4 million or EUR 1.098 per unit. As of 31 December 2023, IFRS NAV per unit decreased to EUR 0.9156 (31 December 2022: EUR 1.1172), while EPRA net tangible assets and EPRA net reinstatement value were EUR 0.9546 per unit (31 December 2022: EUR 1.1865). EPRA net disposal value was EUR 0.9122 per unit (31 December 2022: EUR 1.1143).

# **FINANCING**

The Fund currently aims to use a 50% long-term leverage strategy. At no point in time may the Fund's leverage exceed 65%. The ability to borrow on attractive terms plays a major role in the investment strategy and cash distributions to unitholders.

#### **S&P** affirms credit rating

On 6 April 2023, S&P Global Ratings assigned the 'MM5' mid-market evaluation (MME) rating to Baltic Horizon Fund. The indicative corresponding rating for 'MM5' on the global rating scale is 'B / B+'. A full report of the S&P Global Ratings analysis can be found on the S&P Global Ratings website.

#### **Extension of bank loans**

During Q4 2023, the Group extended the bank loans of Galerija Centrs and LNK. The LNK loan was extended until April 2024 and the Galerija Centrs loan was extended until August 2024. In Q4 the Fund also received binding offers to refinance the Europa and North Star loans. The 5-year loan refinancing agreements were signed with Šiaulių bankas on 6 February 2024. The total amount of the BH Northstar UAB loan is EUR 9.5 million, while the BH Europa UAB loan is EUR 16.5 million. As part of

the bonds mature in May 2024 it is planned that they will be redeemed using proceeds from asset sales and additional bank loans taken by Group companies.

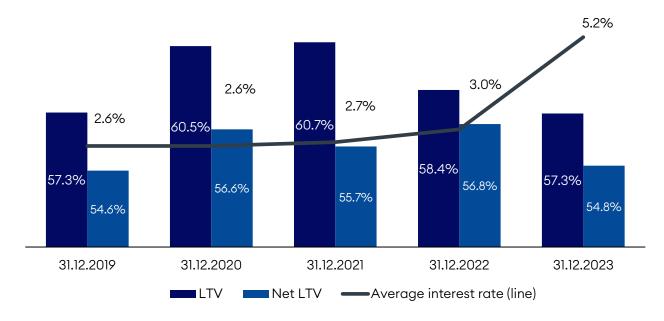
#### Registration of listing prospectus

The Estonian Financial Supervision and Resolution Authority approved the prospectus for listing and admission to trading of the bonds on 16 October 2023. The first trading day of the bonds on the Baltic Bond List of the Nasdaq Tallinn Stock Exchange was 25 October 2023.

#### Bank loans and bonds

During Q4 2023, regular bank loan amortisation was 1.4% p.a. (EUR 2.1 million p.a.). As of the end of Q4 2023, the LTV ratio decreased and reached 57.3% (31 December 2022: 58.4%). The average interest rate as of 31 December 2023 increased to 5.2% (31 December 2022: 3.0%) following an increase in EURIBOR and a higher bond coupon since bond refinancing in May 2023. The management team is working to reduce LTV below 50% during upcoming periods.

#### LTV and average interest rate



The table below provides a detailed breakdown of the structure of the Fund's consolidated financial debt as of 31 December 2023. Interest-bearing debt was comprised of bank loans with a total carrying value of EUR 110.1 million and bonds with a carrying value of EUR 34.5 million. 100% of the debt

instruments were denominated in euros. Bank loans have been obtained by subsidiaries that hold the Fund's properties and the properties have been pledged as loan collateral. The parent entity holds the 5-year secured bonds.

Loan arrangement costs are capitalised and amortised over the terms of the respective loans. At the end of 2023, the unamortised balance of loan arrangement costs for all loans and bonds was EUR 522 thousand.

Carrina

#### Financial debt structure of the Fund as of 31 December 2023

Property	Maturity	Currency	Carrying amount (EUR '000)	% of total	Hedged portion (%)
Galerija Centrs	26 August 2024	EUR	30,000	20.8%	100.0%
CC Plaza and Postimaja	12 February 2026	EUR	16,727	11.6%	102.8%
Europa SC	15 March 2024	EUR	8,400	5.8%	219.1%
Upmalas Biroji BC	2 August 2028	EUR	10,455	7.3%	101.1%
Vainodes I	13 November 2024	EUR	10,356	7.2%	47.5%
North Star	15 March 2024	EUR	9,000	6.2%	100.0%
LNK	2 April 2024	EUR	7,947	5.5%	73.0%
Lincona	31 December 2027	EUR	9,198	6.4%	0.0%
Pirita SC	20 February 2026	EUR	4,629	3.2%	0.0%
Sky SC	31 January 2028	EUR	2,797	2.0%	0.0%
Total bank loans		EUR	109,509	76.0%	73.9%
Less capitalised loan arrangement fees <sup>1</sup>		EUR	(121)		
Total bank loans recognised in the position	statement of financial	EUR	109,388		
5-year secured bonds <sup>2</sup>	8 May 2028	EUR	34,500	24.0%	0.0%
Total bonds		EUR	34,500	24.0%	0.0%
Less capitalised bond arrangement	fees <sup>1</sup>	EUR	(401)		
Total bonds recognised in the statement of financial position		EUR	34,099		
Total debt recognised in the statem position	nent of financial	EUR	143,487	100.0%	73.9%

- 1. Amortised each month over the term of a loan/bond.
- 2. Bonds in the total nominal amount of EUR 12.5 million have to be redeemed by 8 May 2024.

Weighted debt financing average time to maturity was 1.9 years and weighted hedge average time to maturity was 1.1 years at the end of 2023.

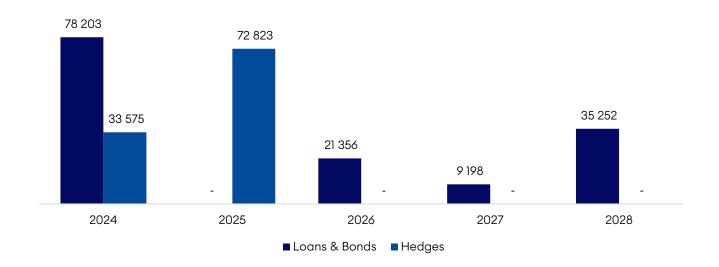
#### Hedging policy and new hedges

As of 31 December 2023, 73.9% of total debt was hedged against interest rate risk while the remaining 26.1% had floating interest rates. The Fund hedges interest rates on a portion of its debt

by acquiring IRS-type hedging instruments or limits the impact of rising interest rates with interest rate cap instruments (CAP).

The graph below shows that as of 31 December 2023 around 54.3% of total debt financing matures in 2024.

# Maturity terms of loans, bonds and hedges EUR'000



### **Covenant reporting**

As of 31 December 2023, the Fund was in compliance with all the covenants set under the bond issue terms and conditions dated 8 May 2023.

As of 31 December 2023, the Fund was in compliance with all special conditions and covenants set under the bank loan agreements except for the Galerija Centrs property. The Interest Service Coverage Ratio (ISCR) of the Galerija Centrs property (carrying loan amount – EUR 30 million) was below the required level of 1.8 at the end of Q4 2023, but this did not result in any consequences because the Fund received a formal waiver from the lender for the mentioned covenant breach. As of 31 December 2023 the LTV of Galerija Centrs was above the required level of 45%. If the 45% threshold is exceeded, then Galerija Centrs has to

make a partial early repayment of the loan within 6 months from the bank's notice to the extent that LTV does not exceed 45%. So, EUR 939,000 should be prepaid within 6 months if such a notice is received. No notice has been received from the bank to date.

Equity Ratio - equity divided by total assets.

Debt Service Coverage Ratio - EBITDA divided by the principal payments and interest expenses of interest-bearing debt obligations, on a rolling 12month basis.

#### Financial covenants of secured bonds issued at the Fund level

Covenant	Requirement	Ratio 31.12.2023
Equity Ratio	> 35.0%*	42.9%
Debt Service Coverage Ratio	>1.10*	1.104**

<sup>\*</sup>Equity ratio must be above 35.0% until the collateral has been released and thereafter above 37.5%. The DSCR of the Group must be above 1.10 until the first anniversary of the issue date or until the collateral has been released and thereafter above 1.20.

<sup>\*\*</sup>As of 31 December 2023, the DSCR excluding paid interest associated with mandatory partial early redemption of the bonds was 1.19.

# EPRA PERFORMANCE MEASURES

#### **New EPRA performance metrics**

The European Public Real Estate Association (EPRA) publishes recommendations for disclosing and defining the main financial performance indicators applicable to listed real estate companies. Baltic Horizon supports the standardisation of reporting designed to improve the quality and comparability of information to investors.

In February 2022, EPRA published new best practices recommendations (BPR) for financial disclosures by listed real estate companies. New EPRA BPR introduced one new measure: EPRA LTV (Loan-to-value). The EPRA LTV introduces a consistent and comparable LTV metric for the public real estate sector. The aim of this ratio is to assess the gearing of the shareholder equity within a public real estate company or fund.

New best practices recommendations became effective for accounting periods starting on 1 January 2022. The Group intends to maintain a high level of financial transparency and adopted the new BPR from Q1 2022.

The Group reports EPRA Earnings, EPRA NRV, NTA, NDV and EPRA LTV measures on a quarterly basis, while other EPRA measures are reported semi-annually.

#### Baltic Horizon wins EPRA Gold award

Baltic Horizon Fund received a prestigious award at the European Public Real Estate Association (EPRA) annual conference 2023 for the fourth year in a row. The Fund scored a Gold Award for the adoption of EPRA Best Practices Recommendations (BPR) – widely accepted industry standards for the highest level of transparency, comparability and compliance in financial reporting. EPRA assessed the financial statements of 182 European listed real estate entities as part of its annual award process.



#### Key performance indicators - definition and use

EPRA Indicators	EPRA definition	EPRA purpose
EPRA Earnings	Earnings from operational activities	A key measure of a company's underlying results and an indication of the extent to which current dividend payments are supported by earnings.
EPRA NRV	Assumes that entities never sell assets and aims to represent the value required to rebuild the entity.	
EPRA NTA	Assumes that entities buy and sell assets, thereby crystallising certain levels of unavoidable deferred tax.	Makes adjustments to IFRS NAV to provide stakeholders with the most relevant information on the fair value of the assets and liabilities of a
EPRA NDV	Represents the shareholders' value under a disposal scenario, where deferred tax, financial instruments and certain other adjustments are calculated to the full extent of their liability, net of any resulting tax.	real estate investment company, under different scenarios.
EPRA LTV	Debt divided by market value of the property	Determines the percentage of debt compared to the appraised value of the properties.
EPRA Net initial yield (NIY)	Annualised rental income based on the cash rents passing at the reporting date, less non-recoverable property operating expenses, divided by the market value of the property, increased by (estimated) purchasers' costs.	A comparable measure for portfolio valuations. This measure should make it easier for investors
EPRA Topped-up NIY	This measure incorporates an adjustment to the EPRA NIY in respect of the expiration of rent-free periods (or other unexpired lease incentives such as discounted rent periods and step rents).	to judge themselves, how the valuation of portfolio X compares with portfolio Y.

EPRA Indicators	EPRA definition	EPRA purpose
EPRA Vacancy rate	Estimated Market Rental Value (ERV) of vacant space divided by ERV of the whole portfolio.	A 'pure' (%) measure of investment property space that is vacant, based on ERV.
EPRA Cost ratio	Administrative & operating costs (including & excluding the costs of direct vacancy) divided by gross rental income.	A key measure to enable meaningful measurement of the changes in a company's operating costs.

Source: EPRA best practices recommendations guidelines (<u>www.epra.com</u>)

#### **EPRA** Net asset value

El location and				
	31.12.2023			
_	EPRA	EPRA	EPRA	
EUR '000	NRV	NTA	NDV	
IFRS NAV	109,532	109,532	109,532	
Exclude:				
V. Deferred tax liability on investment properties <sup>1</sup>	5,204	5,204	-	
V. Deferred tax on fair value of financial instruments	40	40	-	
VI. Fair value of financial instruments	(571)	(571)	-	
Include:				
IX. Revaluation at fair value of fixed-rate loans	-	-	(401)	
NAV	114,205	114,205	109,131	
Fully diluted number of units	119,635,429	119,635,429	119,635,429	
NAV per unit (EUR)	0.9546	0.9546	0.9122	

All deferred taxes attributable to investment properties have been excluded from EPRA NTA calculations as the Fund intends to hold and does not intend to sell its investment properties in Lithuania.

		31.12.2022		
_	EPRA	EPRA	EPRA	
EUR '000	NRV	NTA	NDV	
IFRS NAV	133,655	133,655	133,655	
Exclude:				
V. Deferred tax liability on investment properties <sup>1</sup>	9,969	9,969	-	
V. Deferred tax on fair value of financial instruments	156	156	-	
VI. Fair value of financial instruments	(1,837)	(1,837)	-	
Include:				
IX. Revaluation at fair value of fixed-rate loans	-	-	(342)	
NAV	141,943	141,943	133,313	
Fully diluted number of units	119,635,429	119,635,429	119,635,429	
NAV per unit (EUR)	1.1865	1.1865	1.1143	
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<sup>1.</sup> All deferred taxes attributable to investment properties have been excluded from EPRA NTA calculations as the Fund intends to hold and does not intend to sell its investment properties in Lithuania.

EUR '000	Q4 2023	Q4 2022	Q1-Q4 2023	Q1-Q4 2022
Net result IFRS	(7,757)	(2,193)	(22,973)	3,944
Exclude:				
I. Changes in fair value of investment properties	7,250	3,072	21,876	2,914
II. Profits or losses on disposal of investment properties	237	423	4,047	423
VIII. Deferred tax in respect of EPRA adjustments	53	307	(656)	979
EPRA Earnings	(217)	1,609	2,294	8,260
Weighted number of units during the period	119,635,429	119,635,429	119,635,429	119,635,429
EPRA Earnings per unit	(0.00)	0.01	0.02	0.07

#### **EPRA LTV**

EUR '000	31.12.2023	31.12.2022
Net debt		
Include:		
Borrowings from financial institutions	109,509	144,682
Bond loans	34,500	50,000
Net payables	1,018	3,502
Exclude:		
Cash and cash equivalents	(6,182)	(5,347)
Net debt (A)	138,845	192,837
Property value		
Include:		
Investment properties at fair value	250,385	333,123
Total property value (B)	250,385	333,123
EPRA LTV (A/B)	55.5%	57.9%

Baltic Horizon Fund has no material associated companies, non-controlling interests or share of joint ventures.

# **INVESTOR RELATIONS**

Baltic Horizon Fund units are currently listed on the Fund List of the Nasdaq Tallinn Stock Exchange. Trading with Baltic Horizon units on the Nasdaq Tallinn Stock Exchange began on 6 July 2016. From 23 December 2016 until 31 October 2022 Baltic Horizon Fund units were also listed on the Nasdaq Stockholm Alternative Investment Funds market. Trading with the Swedish depository receipts (the "SDRs") on the Nasdaq Stockholm Stock Exchange started on 31 October 2022.

#### Conversion of units to Swedish depository receipts

The Fund carried out a public offering of Swedish depository receipts (the "SDRs") directed to the holders of the units of Baltic Horizon Fund trading on Nasdaq Stockholm on 17 October 2022. The offering and consequential delisting of the Fund's units from the Nasdaq Stockholm Alternative Investments Funds market was a result of Euroclear Sweden AB's termination of the affiliation agreement for keeping the Fund's units registered with its book entry system in Sweden following a strategic decision by Nordea Bank Abp to exit its Nordic sub-custody business.

In total, 22,599,522 units of the Fund (the "Units") were converted into the SDRs (whereby each one (1) Unit was converted into one (1) SDR). Since the issue of the SDRs was made through the conversion of units only, there were no new proceeds for the Fund to utilise by way of this SDR issue. The total number of the outstanding units remained the same as prior to the SDR Offering, i.e. 119,635,429 units. 22,599,522 units, covering the total amount of the SDRs issued, were deposited at Nordic Issuing AB's – which is acting as the SDR issuing agent – account with Swedbank Estonia.

After the end of the SDR offering period, the unitholders can convert units into SDRs (and vice versa) on an ongoing basis. The unitholders that are holders of the units held with Euroclear Sweden had such a possibility until the end of October after which Euroclear Sweden will appoint a sales agent to sell such units and pay out the proceeds (less sales costs and any applicable taxes) to the cash account connected with the respective Swedish investor's securities account.

#### **Trading information**

As of 31 December 2023, the market capitalisation for Baltic Horizon Fund was approx. EUR 37.7 million (31 December 2022: EUR 68.8 million) based on the closing unit market prices on the Nasdaq Tallinn Stock Exchange and the Nasdaq Stockholm Alternative Investment Funds market. During 2023, Baltic Horizon Fund units on the Nasdaq Tallinn Stock Exchange were trading at a discount compared to the net asset value per unit. The market price of the unit entered a downward trend at the end of February 2022 after the start of the war in Ukraine. At the end of 2023, the closing unit price on the Nasdaq Tallinn Stock Exchange was EUR 0.3150.

**Key information** 

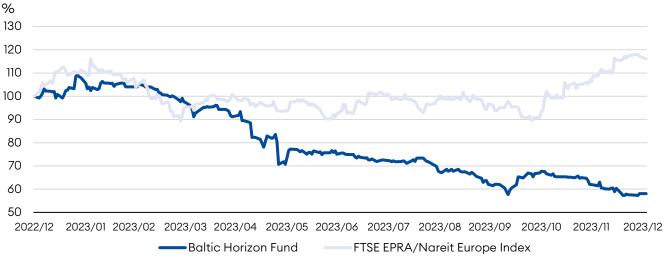
ISIN code	EE3500110244
Markets	Nasdaq Tallinn
Markets	Nasdaq Stockholm
Ticker symbols:	
Nasdaq Tallinn	NHCBHFFT
Nasdaq Stockholm	NHCBHFFSDB
Bloomberg tickers:	
Nasdaq Tallinn	NHCBHFFT:ET
Nasdaq Stockholm	NHCBHFFS:SS

Key figures	31.12.2023	31.12.2022
Number of units issued (units)	119,635,429	119,635,429
Market capitalisation <sup>1</sup> (EUR)	37,685,160	68,790,372
IFRS NAV per unit (EUR)	0.9156	1.1172
Unit price discount from IFRS NAV per unit <sup>2</sup> (%)	(65.6%)	(48.5%)
EPRA NRV per unit (EUR)	0.9546	1.1865
Unit price discount from EPRA NRV per unit <sup>3</sup> (%)	(67.0%)	(51.5%)

Key figures	Q1-Q4 2023	Q1-Q4 2022
Nasdaq Tallinn:		
Highest unit price during the period (EUR)	0.6547	1.0689
Lowest unit price during the period (EUR)	0.3000	0.5687
Closing unit price (EUR)	0.3150	0.5750
Nasdaq Stockholm:		
Highest unit price during the period (SEK)	6.40	11.42
Lowest unit price during the period (SEK)	3.26	5.26
Closing unit price (SEK)	3.30	5.60
Earnings per unit during the period (EUR)	(0.19)	0.03

- 1. Based on the closing prices and split between units on the Nasdaq Tallinn and the Nasdaq Stockholm Stock Exchanges.
- 2. Based on the closing price on the Nasdaq Tallinn Stock Exchange and the IFRS NAV per unit at the end of period.
- 3. Based on the closing price on the Nasdaq Tallinn Stock Exchange and the EPRA NRV per unit at the end of period.

#### Development of the Baltic Horizon Fund total return on the Nasdaq Tallinn Stock Exchange



Baltic Horizon Fund's total shareholder return on the unit in during 2023 amounted to -45.2%. Total shareholder return for a given period is equivalent to the movement in the unit price on the Nasdaq Tallinn Stock Exchange over the period plus dividends paid, divided by the opening unit price.

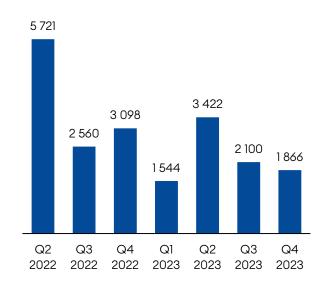
In 2023, the Baltic Horizon Fund unit offered good liquidity. In total, 119,635,429 units were traded on the Nasdaq Tallinn and Nasdaq Stockholm stock exchanges, while the total 2023 trading volume reached 8.9 million units. Market capitalisation of approx. EUR 37.7 million turns around in ca. 13.4 years on the Nasdaq Tallinn and Stockholm Stock Exchanges. Baltic Horizon Fund was the 22<sup>nd</sup> most traded listed security on the Nasdaq Tallinn Stock

Exchange during 2023. The first graph below shows the Baltic Horizon Fund units' quarterly trading volume on the Nasdaq Tallinn and the Nasdaq Stockholm Stock Exchanges.

During 2023, Baltic Horizon Fund units on the Nasdaq Tallinn Stock Exchange were trading at a discount compared to the net asset value per unit. At the end of 2023, units were traded at a 65.6% discount compared to the IFRS NAV per unit and 67.0% discount compared to the EPRA NRV per unit. The second graph below shows the Baltic Horizon Fund unit price in relation to its IFRS net asset value since inception.

'000 Units

Quarterly trading volume on Nasdaq Tallinn and Stockholm Stock Exchanges

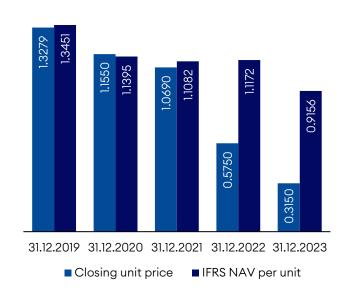


# Nasdaq Tallinn unit price compared with NAV **Dividend capacity**

According to the Fund Rules issued as of 23 May 2016, a distribution to investors will be made if all of the following conditions are met:

- The Fund has retained such reserves as required for the proper running of the Fund;
- The distribution does not endanger the liquidity of the Fund;
- The Fund has made the necessary follow-on investments in existing properties, i.e. investments in the development of the existing properties of the Fund, and new investments. The total of the Fund's annual net income that may be retained for making such investments is 20% of the Fund's annual net income of the previous year.

#### **EUR**

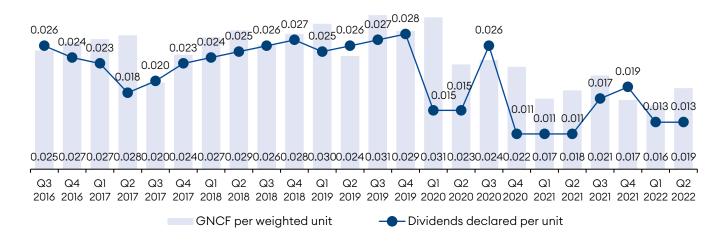


The Fund sets a target of dividend distributions to its unitholders in the range between 80% of generated net cash flow (GNCF) and net profit after unrealized P&L items are adjusted. The distribution is based on the Fund's short-term and long-term performance projections. Management has discretion to distribute lower dividends than 80% of generated net cash flow (GNCF) if the liquidity of the Fund is endangered.

The Management Company of Baltic Horizon Fund has approved changes to cash distribution frequency. Starting from July 2022, Baltic Horizon Fund's quarterly cash distribution frequency was changed. At the Annual General Meeting the decision was announced to withhold the dividend payments in 2023 to strengthen the Fund and its asset performance.

Item	Comments
(+) Net rental income	•
(-) Fund administrative expenses	
(-) External interest expenses	Interest expenses incurred for bank loan financing
(-) CAPEX expenditure	The expenditure incurred in order to improve investment properties; the calculation will include capital expenditure based on annual capital investment plans
(+) Extraordinary income related to investment properties	
(+) Added back listing related expenses	
(+) Added back acquisition related expenses	Include the expenses for acquisitions that did not occur
Generated net cash flow (GNCF)	

#### Dividend per unit (EUR)



# STRUCTURE AND GOVERNANCE

Baltic Horizon Fund is a closed-end contractual investment fund registered in Estonia on 23 May 2016. The Fund is defined as a real estate fund under the Estonian Investment Funds Act. The Fund cannot enter into agreements on its own. The unitholders own all the Fund's assets. The Fund has no employees except for the general directors of Lithuanian subsidiaries (3 at the reporting date) as required by Lithuanian law.

The Fund is a tax transparent and cost-efficient vehicle. The management fee is linked to the market capitalisation of the tradable units. It is also embedded in the Fund Rules that the management fee will decrease from 1.5% to as low as 0.5% of the market capitalisation as the Fund's assets grow.

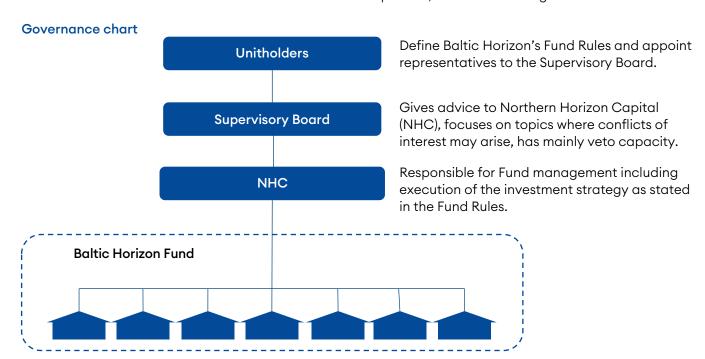
The Fund operates under the REIT concept whereby the vast majority of the Fund's cash earnings are paid out and only 20% can be reinvested.

The Fund is managed by the Management Company, which is Northern Horizon Capital AS. The immediate team comprises of the Management Board, which is headed by the Fund Manager, and the Supervisory Board of the Management Company. The Fund also has its own Supervisory Board, which comprises of 4 independent board members.

Northern Horizon Capital AS is an experienced real estate asset manager. Northern Horizon Capital Group has proven itself as one of the leading real estate investors in the Baltic countries and elsewhere with an in-depth knowledge of the markets of operation. Over the course of the organization's life, Northern Horizon Capital Group has been able to build a strong and cohesive team from diverse backgrounds with a focus on being conservative and thorough, yet dynamic in real estate acquisitions and management.

Commitment to corporate governance is rooted in the Management Company's focus on long-term business relations with investors, partners, and tenants. In all relations, the Management Company encourages a professional and open dialogue based on mutual trust and strives to earn the respect of its business partners through strong commitment, transparency and fair dealings. The investor's best interest is always considered by the Management Company to make sure that the investor is treated fairly. The Management Board ensures that conflicts of interests between related parties are avoided or are as small as possible.

The Management Company is obliged to establish, maintain and document procedures to identify, prevent and manage conflicts of interest and, when necessary, issue supplementing instructions to the policies, instructions and guidelines.



# Management Board and Supervisory Board of the Management Company

The Management Board bears overall responsibility for the daily business of Baltic Horizon Fund. The Management Company's Management Board is composed of three members. The Management Board is supervised and advised by the Supervisory Board of the Management Company.

#### Supervisory Board of the Fund

The Fund has a Supervisory Board which consists of qualified members with recognised experience in the real estate markets in Estonia, Latvia, and Lithuania, impeccable reputation and appropriate education. In accordance with the Fund Rules, members of the Supervisory Board are appointed by the General Meeting for a period of at least two years. The Supervisory Board consists of three to five members. The current Supervisory Board members have been elected for an indefinite period.

The Supervisory Board acts solely in an advisory capacity and the Management Company remains responsible for making the decisions in connection with the Fund's management. The Supervisory Board members fulfil their consultation responsibilities collectively.

Supervisory Board members are entitled to remuneration for their service in the amount determined by the General Meeting. The chairman of the Supervisory Board is entitled to an annual remuneration of EUR 15,000 and a regular member is entitled to an annual remuneration of EUR 11,000. On the basis of the agreements concluded with each Supervisory Board member, Supervisory Board

members are not entitled to any benefits from the Fund or the Management Company upon termination of their term of office.

The Fund administration services are provided by the Management Company. Accounting and depository services have been outsourced to Swedbank AS.

#### Valuations

The real estate property valuation policies of the Fund are determined in the Fund Rules based on common market practice. Only a licensed independent real estate appraiser of high repute and sufficient experience in appraising similar property and operating in the country where the relevant real estate property is located may evaluate real estate belonging to the Fund.

Each potential acquisition opportunity is subject to extensive commercial, legal, technical and financial/tax due diligence performed by the Management Company in cooperation with reputable local and international advisers.

#### **Audit**

The auditor of the Fund is KPMG Baltics OÜ, which is a member of the Estonian Association of Auditors. In addition to statutory audit services, KPMG Baltics OÜ has provided the Fund with translation services and other assurance services.

The Fund's activities are monitored on a regular basis by the Estonian Financial Supervision and Resolution Authority and the Supervisory Board of the Fund.

Members of the Management Board of the Management Company	Members of the Supervisory Board of the Management Company	Members of the Supervisory Board of the Fund	
Tarmo Karotam (Chairman)	Lars Ohnemus (Chairman)	Reimo Hammerberg (Chairman)	
Aušra Stankevičienė	Nerijus Žebrauskas	Monica Hammer	
Edvinas Karbauskas	Daiva Liubomirskienė	Per V. Jenster	
		David Bergendahl	

# **RISK MANAGEMENT**

The risk management function of the Fund is responsible for identifying, measuring, managing, and monitoring the risks which the Fund is or might be exposed to. The risk management function is overseen by a dedicated member of the Management Board (who is not performing Portfolio Management or Investor Relations functions) and partly delegated to a sister company of the Management Company: Northern Horizon Capital AIFM Oy, which is a licensed AIFM in Finland. The

risk management function maintains a list of all risk management related instructions, monitors these compared to internationally recommended best practice, and initiates changes and improvements when needed. The risk management function reports to the Fund's boards on a regular basis. The risk management function assessed at the end of the reporting period that the Fund is currently in compliance with the intended risk management framework.

#### Principal risks faced by the Fund

Risk	Risk description			
Market risk	The Fund is exposed to the office and retail markets in Riga, Tallinn, and Vilnius through its indirect investments in investment property (through subsidiaries). Although the Fund's portfolio is well diversified across specified geographies and market segments, the whole region is affected by increasing energy costs and high inflation which increases the risk of tenant bankruptcies and their ability to pay rent. This could have a negative impact on the properties' occupancy rates and the Fund's rental income.			
Liquidity risk	The Fund is exposed to liquidity risk related to the renewal of its financing as it reaches maturity. Failure to renew the financing at acceptable terms or breaches of debt covenants could cause the need to dispose of the assets owned by the Fund. Please refer to note 10 for more information regarding asset acquisitions. Please refer to note 14 for more information regarding the maturity dates of the loans and borrowings.			
	Most financing agreements require additional loan amortisation when debt covenants deteriorate. Thus a decrease in the performance or value of the Fund's properties due to changes in real estate yields could cause the need for additional liquidity.			
	Real estate investments have low liquidity and there can be no assurance that the Fund will be able to exit the investments in a timely manner. By their nature, real estate investments or interests in other non-public entities are subject to industry cyclicality, downturns in demand, market disruptions and the lack of available capital for potential purchasers and therefore often difficult or time consuming to liquidate.			
Interest rate risk	The Fund is exposed to interest rate risk because of leverage (bank loans or bonds) used to finance its real estate investments. The Fund hedges against interest rate risk either by taking fixed rate loans or by using interest rate swaps or interest rate caps for the loans with variable interest rates. As 1) the Fund seeks to obtain financing on the best terms and conditions and 2) in the current market, fixed rate loans are often more expensive, the Fund hedges interest rate exposure by mainly using derivative instruments such as interest rate swaps, forwards and options. The Fund and its subsidiaries acquire swaps only for cash flow hedging purposes and not for trading.			
	Given that a large part of external financing and related interest rate hedging mature in 2023-2024 and given the rising market interest rates and hedging costs, there is a risk that new financing will be arranged at a higher cost.			
General property related risks	Real estate as an asset class has some typical risks, for example those caused by construction or property maintenance errors. An unforeseen event such as a technical system failure may arise despite comprehensive control and careful maintenance. A number of assets owned by the Fund are older than 10 years and, therefore, may require unplanned repairs or maintenance CAPEX. Investments may also be needed for buildings to meet changing tenants' needs and regulatory or environmental requirements.			

# **OUTLOOK FOR 2024**

The outlook for 2024 reflects Baltic Horizon's commitment to navigating the dynamic real estate market in the Baltic capitals. Our recent strategic changes and dedicated efforts toward optimizing the Fund's structure are directed towards fostering long-term growth and bridging the gap between unit price and portfolio value.

Recent history with its notable challenges has forced investors to deal with uncertainty in the surrounding environment. It almost seems like uncertainty is a new certainty. For several years from 2020, the COVID virus related restrictions strongly affected travel and centrally located commercial properties – hotels, retail centres and offices – as people were forced out of city centres to commute and socialize less and work, shop and entertain themselves from homes.

Real estate markets in the Nordic and Baltic regions have witnessed several external shocks over the past years, which have changed the investment environment for good and there are a number of outstanding challenges including rising material and renovation costs, higher cost of financing, volatile energy prices, weaker economies and lower consumer confidence.

Given the influence of COVID and the impact of recent geopolitical events, Baltic Horizon units are now traded at a price that is 60% below NAV. This deviation is not aligned with our standards and is unacceptable to both our valued investors and to Northern Horizon as the Management Company.

To address this challenge, the Fund is strategically focused on enhancing the strength of our centrally-located retail portfolio throughout 2024. This involves the introduction of new anchor tenants and the implementation of further concept changes aimed at revitalizing and maximizing the potential of our retail assets.

Simultaneously, the Fund remains committed to improving debt service and lowering leverage levels. These efforts are essential to fortifying our financial position and enhancing overall portfolio resilience in the face of ongoing market volatility and uncertainty. By executing these strategic initiatives, Baltic Horizon aims to mitigate the current deviation from the NAV.

The successful disposal of the Domus PRO complex and Duetto I and II in H1 2023 has been a pivotal step in optimizing our portfolio. This aligns with our strategic vision to reduce leverage and increase exposure to city centre assets, thereby allowing us to concentrate on value creation and unlocking the full potential of our city centre assets.

Our investment focus in recent years has been on renewing the concepts of our city centre properties, embracing the trend of hybrid retail and work. Beyond traditional stores, our attractive hybrid centres offer cinemas, sports clubs, beauty salons, clinics, coworking spaces, and authentic high-quality food areas. The successful launch of the Dialogai and BURZMA food areas in Europa and Galerija Centrs are testimony to our strategic approach, yielding social and financial success.

Continuous letting of the reconstructed areas of Europa SC, Galerija Centrs, Postimaja and CC Plaza will unlock untapped potential in our portfolio. The large lease agreement with major retail brand ARKET in Galerija Centrs demonstrates our dedication to enhancing customer experience and driving operational performance improvements.

Furthermore, our proactive approach to rejuvenating Europa SC is yielding tangible results, evidenced by the recent signing of a substantial 1,900 sq. m lease with IKI in Q3 2023. We are actively engaged in negotiations with tenants to introduce innovative concepts to the upper floors of Europa SC and Galerija Centrs, further enhancing their appeal and commercial viability.

In addition, the Fund has assumed control of the first floor of CC Plaza and is strategically planning to implement a new retail concept with a large-scale tenant, aiming to fully realize the property's NOI potential and create seamless connection with the Rotermann area in Tallinn. The cinema will continue to operate on the upper floors on a long-term basis.

Baltic Horizon's team has taken proactive measures to address the spike in energy prices at the end of 2022. By fixing electricity prices for our assets, we aim to maintain stable and resilient cost management for our tenants. Furthermore, we recognize the importance of environmental responsibility and are actively investing in green energy projects. We anticipate that several remote

solar power plants will be operational by the end of 2024, supplying electricity to our assets in Lithuania and Latvia. This strategic investment not only aligns with our sustainability goals but also contributes to reducing our carbon footprint and promoting renewable energy sources.

Achieving four stars from GRESB in 2022 and 2023 marked a notable achievement, and we are committed to upholding this standard in future assessments. By successfully achieving BREEAM certification for all assets in our portfolio by the end of 2023, we have underscored our dedication to sustainability. Additionally, the introduction of green lease clauses in our agreements highlights our ongoing commitment to environmental responsibility.

An important milestone in our financial journey was the refinancing of our EUR 50 million bond issue in Q2 2023. We initiated a new bond issue, raising EUR 42 million to optimize our capital structure. The first tranche, amounting to EUR 20 million, matures in May 2024. Following the disposal of the Duetto properties, the Fund proactively redeemed EUR 7.5 million of the first tranche in August 2023. The Fund's management team remains resolute in reducing financial leverage at the earliest viable opportunity.

Our management team remains committed to exploring additional divestment and refinancing opportunities aimed at repaying the outstanding EUR 12.5 million of the first tranche before its maturity date. In line with this commitment, we have successfully negotiated new loans with Šiaulių bankas for Europa and North Star, resulting in an increase in the outstanding loan amounts for these assets by EUR 8.6 million. The majority of the proceeds from these loans will be allocated towards bond redemption and lowering the overall cost of financing.

Looking ahead, the Fund is determined to execute multiple early redemptions of bonds in early 2024 through a combination of refinancing activities and potential asset disposals. These actions are aligned with our overarching strategy to gradually reduce leverage levels, with the ultimate goal of reaching a leverage ratio of approximately 50-55% following all planned refinancing activities in 2024.

Baltic Horizon's management team recognises the challenges posed by high interest rates and inflation. However, our strategy is to partially offset growing costs through sizeable rent indexations and the conclusion of new lease agreements. We actively implement multiple cost-saving strategies to maintain operational profitability and limit potential exposure to rising costs.

As the market evolves, our strategic decisions will remain agile to ensure adaptability to changes in operating environment. The management team remains determined in its commitment to implement revitalized strategies that enhance the concepts of our city centre assets, with the aim of restoring them beyond historic income levels. Simultaneously, we remain dedicated to maintaining stable cash flows from our other assets, ensuring a secure foundation for stable future returns for our valued investors. In pursuit of these objectives, the Fund will be allocating additional resources to reinforce our leasing teams, aiming to ensure the achievement of healthy occupancy levels.

The management team's focus on maintaining a stable financial position remains a pivotal element of our long-term strategy. Through prudent financial management and a proactive leasing approach, we aspire to deliver sustainable performance and drive success for all those who place their trust in us.

# MANAGEMENT BOARD'S CONFIRMATION

Members of the Management Board of the Management Company Tarmo Karotam, Edvinas Karbauskas and Aušra Stankevičienė confirm that according to their best knowledge, the condensed consolidated interim financial statements for the twelve months of 2023, prepared in accordance with IFRS as adopted by the European Union, present a correct and fair view of the assets, liabilities, equity, financial position, financial performance and cash flows of the Fund and its

subsidiaries, taken as a whole, and the management report gives a true and fair view of the development, the results of the business activities and the financial position of the Fund and its subsidiaries, taken as a whole, as well as of the significant events which took place during the twelve months of the financial year and their effect on the condensed consolidated interim accounts.

# CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

EUR '000	Notes	01.10.2023- 31.12.2023	01.10.2022- 31.12.2022	01.01.2023- 31.12.2023	01.01.2022- 31.12.2022
Rental income		3,755	5,060	17,743	20,482
Service charge income	5	1,487	1,967	6,008	5,974
Cost of rental activities	5	(2,348)	(2,570)	(9,134)	(9,026)
Net rental income	4	2,894	4,457	14,617	17,430
Administrative expenses	6	(631)	(996)	(2,617)	(3,133)
Other operating income		29	-	44	278
Losses on disposal of investment properties	10	(237)	(423)	(4,047)	(423)
Valuation gains (losses) on investment properties	10	(7,250)	(3,072)	(21,876)	(2,914)
Operating profit (loss)		(5,195)	(34)	(13,879)	11,238
Financial income		29	-	104	1
Financial expenses	7	(2,538)	(1,849)	(9,854)	(6,312)
Net financial expenses		(2,509)	(1,849)	(9,750)	(6,311)
Profit (loss) before tax		(7,704)	(1,883)	(23,629)	4,927
Income tax charge	4, 9	(53)	(310)	656	(983)
Profit (loss) for the period	4	(7,757)	(2,193)	(22,973)	3,944
Other comprehensive income that is or may be	ne reclass	ified to profit o	or loss in subs	equent period	ds
Net gain (loss) on cash flow hedges	13b	(759)	142	(1,273)	2,746
Income tax relating to net gain (loss) on cash flow hedges	13b, 9	64	(19)	123	(236)
Other comprehensive income (expense), net of tax, that is or may be reclassified to profit or loss in subsequent periods		(695)	123	(1,150)	2,510
Total comprehensive income (expense) for the period, net of tax		(8,452)	(2,070)	(24,123)	6,454
Basic and diluted earnings per unit (EUR)	8	(0.06)	(0.02)	(0.19)	0.03
• ,					

# CONSOLIDATED STATEMENT OF FINANCIAL POSITION

EUR '000	Notes	31.12.2023	31.12.2022
Non-current assets			
Investment properties	4, 10	250,385	333,123
Intangible assets		11	6
Property, plant and equipment		4	1
Derivative financial instruments	19	295	2,228
Other non-current assets		647	-
Total non-current assets		251,342	335,358
Current assets			
Trade and other receivables	11	2,591	2,693
Prepayments		402	273
Derivative financial instruments	19	621	292
Cash and cash equivalents	12	6,182	5,347
Total current assets		9,796	8,605
Total assets	4	261,138	343,963
Equity			
Paid in capital	13a	145,200	145,200
Cash flow hedge reserve	13b	531	1,681
Retained earnings		(36,199)	(13,226)
Total equity		109,532	133,655
Non-current liabilities			
Interest-bearing loans and borrowings	14	64,158	124,017
Deferred tax liabilities	9	2,774	7,490
Other non-current liabilities		1,079	1,240
Total non-current liabilities		68,011	132,747
Current liabilities			
Interest-bearing loans and borrowings	14	79,584	71,094
Trade and other payables	15	3,343	5,644
Income tax payable	IO	6	10
Other current liabilities		662	813
Total current liabilities		83,595	77,561
Total liabilities	4	151,606	210,308
Total equity and liabilities	·	261,138	343,963
		_0.,.00	2 .0,, 00

The accompanying notes are an integral part of these consolidated financial statements.

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

		Paid in	Cash flow hedge	Retained	
EUR '000	Notes	capital	reserve	earnings	<b>Total equity</b>
As of 1 January 2022		145,200	(829)	(11,787)	132,584
Comprehensive income					
Net profit for the period		-	-	3,944	3,944
Other comprehensive income		-	2,510	-	2,510
Total comprehensive income		-	2,510	3,944	6,454
Transactions with unitholders					
Profit distribution to unitholders	13c	-	-	(5,383)	(5,383)
Total transactions with unitholders		-	-	(5,383)	(5,383)
As of 31 December 2022		145,200	1,681	(13,226)	133,655
As of 1 January 2023		145,200	1,681	(13,226)	133,655
Comprehensive income					
Net loss for the period		-	-	(22,973)	(22,973)
Other comprehensive expense	13b	-	(1,150)	-	(1,150)
Total comprehensive expense		-	(1,150)	(22,973)	(24,123)
As of 31 December 2023		145,200	531	(36,199)	109,532

# CONSOLIDATED STATEMENT OF CASH FLOWS

EUR '000	Notes	01.01.2023- 31.12.2023	01.01.2022- 31.12.2022
Cash flows from core activities	110103	01.12.2020	OI.IL.LOLL
Profit (loss) before tax		(23,629)	4,927
Adjustments for non-cash items:		(20,02)	.,, =,
Value adjustment of investment properties	10	21,876	2,914
Losses on disposal of investment properties	10	4,047	423
Depreciation of property, plant and equipment	<del>-</del>	5	4
Change in impairment losses for trade receivables	11	248	117
Financial income	7	(104)	(1)
Financial expenses	7	9,854	6,312
Non-realised exchange differences		(1)	-
Working capital adjustments:		,	
Change in trade and other accounts receivable		(623)	(102)
Change in other current assets		(136)	(143)
Change in other non-current liabilities		281	137
Change in trade and other accounts payable		(295)	999
Change in other current liabilities		(151)	(300)
Income tax paid		-	(6)
Total cash flows from core activities		11,372	15,281
Cash flows from investing activities			
Interest received		104	1
Acquisition of property, plant and equipment and intangible assets		(13)	-
Proceeds from disposal of investment property		25,803	3,970
Investment property development expenditure		(1,588)	(6,516)
Capital expenditure on investment properties		(4,364)	(7,109)
Total cash flows from investing activities		19,942	(9,654)
Cash flows from financing activities			
Proceeds from the issue of bonds <sup>1</sup>		23,973	-
Proceeds from bank loans		25,059	4,000
Repayment of bank loans		(30,426)	(4,168)
Repayment of bonds		(39,473)	(4,000)
Profit distribution to unitholders	13c	-	(5,383)
Transaction costs related to loans and borrowings		(955)	(810)
Repayment of lease liabilities		(4)	(34)
Interest paid		(8,653)	(5,985)
Total cash flows from financing activities		(30,479)	(16,380)
Net change in cash and cash equivalents		835	(10,753)
Cash and cash equivalents at the beginning of the year		5,347	16,100
Cash and cash equivalents at the end of the period		6,182	5,347
The bonds held by one investor were rolled over into new bonds with no more	vement in cas		3,0 17

<sup>1.</sup> The bonds held by one investor were rolled over into new bonds with no movement in cash flow.

The accompanying notes are an integral part of these consolidated financial statements.

# Notes to the consolidated financial statements

# 1. Corporate information

Baltic Horizon Fund is a regulated closed-end contractual investment fund registered in Estonia on 23 May 2016. The Fund is managed by Northern Horizon Capital AS. Both the Fund and the Management Company are supervised by the Estonian Financial Supervision and Resolution Authority. The Depositary of the Fund is Swedbank AS. The Fund is the ultimate parent and controlling entity of the group comprising the Fund and its subsidiaries (the "Group" or the "Fund").

The Fund is a public fund with no particular lifetime (evergreen). Units of the Fund are made available to the public in accordance with the Fund Rules and applicable laws. The Fund is listed on the Fund List of the Nasdaq Tallinn Stock Exchange. The Fund's Swedish depository receipts (the SDRs) are listed on the Nasdaq Stockholm Stock Exchange.

The Fund's registered office is at Hobujaama 5, 10151 Tallinn, Estonia.

The objective of the Fund is to combine attractive income yields with medium to long-term value appreciation by investing primarily in commercial real estate, portfolios of real estate, and/or real estate companies and making exits from these investments. The objective of the Fund is to provide its investors with consistent and above average risk-adjusted returns by acquiring and managing a portfolio of high-quality cash flow-generating commercial properties, thereby creating a stable stream of high yielding current income combined with capital gains at exit. Although the objective of the Fund is to generate positive returns to investors, the profitability of the Fund is not guaranteed to investors.

At the reporting date, the Fund held the following 100% interests in subsidiaries:

Name	31.12.2023	31.12.2022
BH Lincona OÜ	100%	100%
BOF SKY SIA	100%	100%
BH CC Plaza OÜ	100%	100%
BH Europa UAB	100%	100%
BH P80 OÜ (merged with BH CC Plaza OÜ on 5 July 2023)	-	100%
Kontor SIA	100%	100%
Pirita Center OÜ	100%	100%
Vainodes Krasti SIA	100%	100%
BH S27 SIA	100%	100%
BH Meraki UAB	100%	100%
BH Galerija Centrs SIA	100%	100%
BH Northstar UAB	100%	100%
BH Duetto UAB	-	100%
BH Domus Pro UAB	-	100%

# 2. Basis of preparation

The condensed consolidated interim financial statements have been prepared in accordance with IAS 34 Interim Financial Reporting, and should be read in conjunction with the Group's latest consolidated annual financial statements as of and for the year ended 31 December 2022. These interim condensed consolidated financial statements do not include all of the information required in the complete set of IFRS financial statements. However, selected explanatory notes are included to explain events and transactions that are

relevant to understanding the changes in the Group's financial position and performance since the last annual financial statements.

#### Going concern assessment

The management of the Fund has performed an assessment of the Fund's future consolidated financial position, consolidated financial performance and cash flows and has concluded that the continued application of the going concern assumption is appropriate.

### New standards, amendments and interpretations

A number of new standards and amendments to standards are not effective for annual periods beginning on 1 January 2023 but their earlier application is permitted. However, the Group has not early adopted any of the new or amended standards in preparing these interim condensed consolidated financial statements.

## 3. Summary of significant account policies

The preparation of the Group's consolidated financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the reported item in the future. The assumptions and judgements applied in these interim condensed consolidated financial statements were the same as those applied in the Group's consolidated financial statements for the year ended 31 December 2022.

# Significant accounting policies

The accounting policies applied in these interim financial statements are the same as those applied in the Group's consolidated financial statements for the year ended 31 December 2022.

## Fair value measurements

The Group measures certain financial instruments such as derivatives, and non-financial assets such as investment property, at fair value at the end of each reporting period. Also, the fair values of financial instruments measured at amortised cost are disclosed in the financial statements.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability; or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The Group must be able to access the principal or the most advantageous market at the measurement date.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs significant to the fair value measurement as a whole:

Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities;

**-** . . .

- Level 2 Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable;
- Level 3 Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

# 4. Operating segments

The Group's reportable segments are as follows:

- Retail segment includes Europa Shopping Centre (Lithuania), Domus Pro Retail Park (Lithuania) (till 7 March 2023), SKY Shopping Centre (Latvia), Pirita Shopping Centre (Estonia), Postimaja Shopping centre (Estonia), and Galerija Centrs Shopping Centre (Latvia) investment properties.
- Office segment includes Lincona Office Complex (Estonia), Upmalas Biroji (Latvia), Duetto I (Lithuania) (till 7 June 2023), Domus Pro stage III (Lithuania) (till 7 March 2023), Vainodes I (Latvia), LNK Centre (Latvia), Meraki (Lithuania) and North Star (Lithuania) investment properties.
- Leisure segment includes Coca-Cola Plaza (Estonia) investment property.

For management purposes, the Group is organized into three business segments based on the type of investment property. Management monitors the operating results of business segments separately for the purpose of making decisions about resources to be allocated and assessing performance. Segment performance is evaluated based on net rental income and net profit/loss.

Information related to each reportable segment is set out below. Segment net rental income is used to measure performance because management believes that this information is the most relevant in evaluating the results of the respective segments relative to other entities that operate in the same industries.

# Operating segments - 31 December 2023

EUR '000	Retail		Leisure	Total segments
01.10.2023-31.12.2023:				
External revenue <sup>1</sup>	3,210	1,800	232	5,242
Segment net rental income	1,406	1,279	209	2,894
Net profit (loss) from fair value adjustment	(6,380)	(1,677)	807	(7,250)
Interest expenses <sup>2</sup>	(718)	(455)	(127)	(1,300)
Income tax income (expenses)	(100)	47	-	(53)
Segment net profit (loss)	(5,878)	(1,007)	879	(6,006)
01.01.2023-31.12.2023:				
External revenue <sup>1</sup>	12,924	9,830	997	23,751
Segment net rental income	6,375	7,435	807	14,617
Net loss from fair value adjustment	(11,836)	(8,881)	(1,159)	(21,876)
Interest expenses <sup>2</sup>	(2,862)	(2,127)	(331)	(5,320)
Income tax income	47	609	-	656
Segment net loss	(10,150)	(5,515)	(702)	(16,367)

EUR '000	Retail	Office	Leisure	Total segments
As of 31.12.2023:				
Segment assets	140,308	104,702	13,545	258,555
Investment properties <sup>3</sup>	135,259	101,886	13,240	250,385
Segment liabilities	61,219	47,681	6,813	115,713

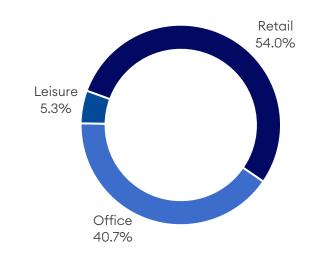
- 1. External revenue includes rental income and service charge income. The segments do not have inter-segment revenue.
- 2. Interest expenses include only external bank loan interest expenses and interest expenses on lease liabilities.
- 3. Additions to non-current assets consist of subsequent expenditure on investment property (EUR 2,279 thousand) and development expenditure on investment property (EUR 1,065 thousand).

# Operating segments - 31 December 2022

EUR '000	Retail	Office	Leisure	Total segments	
01.10.2022-31.12.2022:					
External revenue <sup>1</sup>	3,633	3,167	227	7,027	
Segment net rental income	1,854	2,468	135	4,457	
Net profit (loss) from fair value adjustment	872	(3,799)	(145)	(3,072)	
Interest expenses <sup>2</sup>	(633)	(551)	(33)	(1,217)	
Income tax expenses	(217)	(93)	-	(310)	
Segment net profit (loss)	1,341	(2,197)	(47)	(903)	
01.01.2022-31.12.2022:					
External revenue <sup>1</sup>	13,813	11,640	1,003	26,456	
Segment net rental income	6,768	9,798	864	17,430	
Net profit (loss) from fair value adjustment	(3,449)	597	(62)	(2,914)	
Interest expenses <sup>2</sup>	(2,019)	(1,724)	(102)	(3,845)	
Income tax expenses	(202)	(781)	-	(983)	
Segment net profit	825	7,138	688	8,651	
As of 31.12.2022:					
Segment assets	167,207	161,030	14,874	343,111	
Investment properties <sup>3</sup>	161,311	157,427	14,385	333,123	
Segment liabilities	78,009	75,220	6,115	159,344	

- 1. External revenue includes rental income and service charge income. The segments do not have inter-segment revenue.
- 2. Interest expenses include only external bank loan interest expenses, the Meraki bond interest expenses and interest expenses on lease liabilities.
- 3. Additions to non-current assets consist of subsequent expenditure on investment property (EUR 7,353 thousand) and additions to investment property under construction (EUR 5,718 thousand).

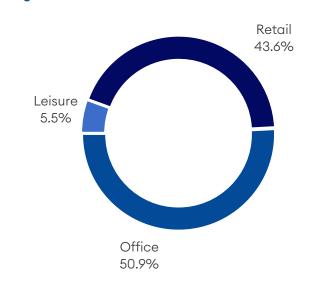
# Investment properties as of 31 December 2023\*



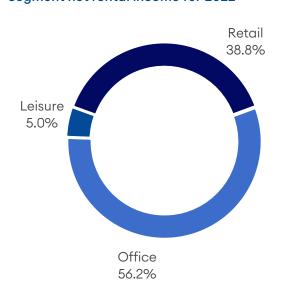
# Investment properties as of 31 December 2022\*



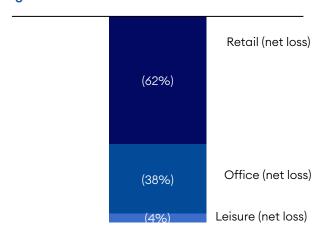
# Segment net rental income for 2023\*



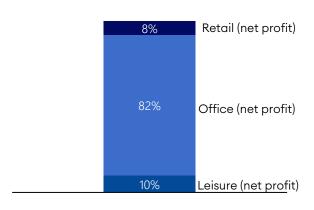
# Segment net rental income for 2022\*



# Segment net loss for 2023\*



# Segment net profit for 2022\*



<sup>\*</sup>As a percentage of the total for all reportable segments

# Reconciliation of information on reportable segments to IFRS measures

# Operating segments - 31 December 2023

EUR '000	Total reportable segments	Adjustments	Consolidated
01.10.2023 - 31.12.2023			
Net loss	(6,006)	(1,751)1	(7,757)
01.01.2023 - 31.12.2023			
Net loss	(16,367)	(6,606)2	(22,973)
As of 31.12.2023:			
Segment assets	258,555	2,583	261,138
Segment liabilities	115,713	35,893	151,606

- Segment net loss for Q4 2023 does not include Fund management fee (EUR 363 thousand), bond interest (EUR 1,020 thousand), bond arrangement fee amortisation (EUR 23 thousand), Fund custodian fees (EUR 13 thousand), loss on disposal (EUR 217 thousand), interest income (EUR 27 thousand) and other Fund-level administrative expenses (EUR 142 thousand).
- 2. Segment net loss for 2023 does not include Fund management fee (EUR 1,493 thousand), bond interest and related expenses (EUR 3,907 thousand), bond arrangement fee amortisation (EUR 83 thousand), Fund custodian fees (EUR 61 thousand), loss on disposal (EUR 469 thousand), interest income (EUR 71 thousand) and other Fund-level administrative expenses (EUR 664 thousand).
- 3. Segment assets do not include cash, which is held at the Fund level (EUR 2,283 thousand), and other receivables at Fund level (EUR 299 thousand).
- 4. Segment liabilities do not include liabilities related to a bond issue at the Fund level (EUR 34,099 thousand), accrued bond coupon expenses (EUR 577 thousand), management fee payable (EUR 859 thousand), and other short-term payables at the Fund level (EUR 358 thousand).

#### Operating segments - 31 December 2022

EUR '000	Total reportable segments	Adjustments	Consolidated
01.10.2022-31.12.2022:			
Net loss	(903)	(1,290)1	(2,193)
01.01.2022-31.12.2022:			
Net profit	8,651	(4,707) <sup>2</sup>	3,944
As of 31.12.2022:			
Segment assets	343,111	852 <sup>3</sup>	343,963
Segment liabilities	159,344	50,964 <sup>4</sup>	210,308

- Segment net loss for Q4 2022 does not include Fund management fee (EUR 405 thousand), bond interest expenses (EUR 531 thousand), bond arrangement fee amortisation (EUR 17 thousand), Fund custodian fees (EUR 17 thousand), and other Fund-level administrative expenses (EUR 320 thousand).
- 2. Segment net profit for Q1-Q4 2022 does not include Fund management fee (EUR 1,584 thousand), bond interest expenses (EUR 2,119 thousand), bond arrangement fee amortisation (EUR 69 thousand), Fund custodian fees (EUR 68 thousand), and other Fundlevel administrative expenses (EUR 867 thousand).
- 3. Segment assets do not include cash, which is held at the Fund level (EUR 852 thousand).
- 4. Segment liabilities do not include liabilities related to a bond issue at the Fund level (EUR 49,976 thousand), accrued bond coupon expenses (EUR 307 thousand), management fee payable (EUR 491 thousand), and other short-term payables (EUR 190 thousand) at the Fund level.

# **Geographic information**

			External revenue			erty value
EUR '000	01.10.2023-	01.10.2022-	01.01.2023-	01.01.2022-	31.12.2023	31.12.2022
EUR UUU	31.12.2023	31.12.2022	31.12.2023	31.12.2022		31.12.2022
Lithuania	1,440	2,839	7,608	10,616	72,805	138,961
Latvia	2,433	2,935	10,489	10,795	121,400	128,862
Estonia	1,369	1,253	5,654	5,045	56,180	65,300
Total	5,242	7,027	23,751	26,456	250,385	333,123

#### **Major tenant**

No single lease accounted for more than 10% of the Group's total revenue. Rental income from one lease concluded with a tenant in the office segment represented EUR 1,275 thousand for the twelve months of 2023 and EUR 319 thousand for Q4 2023 (EUR 1,216 thousand for the twelve months of 2022 and EUR 315 thousand for Q4 2022).

# 5. Cost of rental activities

EUR '000	01.10.2023- 31.12.2023	01.10.2022- 31.12.2022	01.01.2023- 31.12.2023	01.01.2022- 31.12.2022
Repair and maintenance	847	839	3,348	3,124
Utilities	487	646	1,958	1,845
Property management expenses	303	395	1,257	1,435
Real estate taxes	235	278	1,053	1,039
Sales and marketing expenses	189	175	717	759
Property insurance	36	36	151	127
Allowance (reversal of allowance) for bad debts	210	(4)	248	117
Other	41	205	402	580
Total cost of rental activities	2,348	2,570	9,134	9,026

Part of the total cost of rental activities (mainly utilities and repair and maintenance expenses) was recharged to tenants: EUR 6,008 thousand during the twelve months of 2023 (EUR 5,974 thousand during the twelve months of 2022) and EUR 1,487 thousand during Q4 2023 (EUR 1,967 thousand during Q4 2022).

# 6. Administrative expenses

EUR '000	01.10.2023- 31.12.2023	01.10.2022- 31.12.2022	01.01.2023- 31.12.2023	01.01.2022- 31.12.2022
Management fee	363	405	1,493	1,584
Legal fees	30	168	186	268
Consultancy fees	46	108	172	324
Audit fee	51	57	163	162
Fund marketing expenses	16	65	83	191
Custodian fees	13	17	61	68
Supervisory board fees	12	13	51	50
Other administrative expenses	100	163	408	486
Total administrative expenses	631	996	2,617	3,133

The Management Company is entitled to receive an annual management fee which is calculated quarterly, based on the 3-month average market capitalisation of the Fund.

The Management Company is entitled to calculate the performance fee based on the annual adjusted funds from operations (AFFO) of the Fund. If AFFO divided by paid in capital during the year exceeds 8% per annum, the Management Company is entitled to a performance fee in the amount of 20% of the amount exceeding 8%. The performance fee based on this formula has been calculated starting from 1 January 2017. The performance fee first became payable in the fifth year of the Fund (i.e. 2020). Transactions with related parties are disclosed in note 17.

# 7. Financial expenses

	01.10.2023-	01.10.2022-	01.01.2023-	01.01.2022-
EUR '000	31.12.2023	31.12.2022	31.12.2023	31.12.2022
Interest on external loans and borrowings	1,944	1,744	8,842	5,945
Loan arrangement fee amortisation	41	56	170	253
Interest on lease liabilities	2	4	10	19
Other financial expenses	551	45	832	95
Total financial expenses	2,538	1,849	9,854	6,312

# 8. Earnings per unit

The calculation of earnings per unit is based on the following profit attributable to unitholders and weightedaverage number of units outstanding.

Profit (loss) attributable to the unitholders of the Fund:

	01.10.2023-	01.10.2022-	01.01.2023-	01.01.2022-
EUR '000	31.12.2023	31.12.2022	31.12.2023	31.12.2022
Profit (loss) for the period, attributed to the unitholders of the Fund	(7,757)	(2,193)	(22,973)	3,944
Profit (loss) for the period, attributed to the unitholders of the Fund	(7,757)	(2,193)	(22,973)	3,944
Weighted-average number of units:				
	01.10.2023-	01.10.2022-	01.01.2023-	01.01.2022-
	31.12.2023	31.12.2022	31.12.2023	31.12.2022
Issued units at 1 January	119,635,429	119,635,429	119,635,429	119,635,429
Weighted-average number of units	119,635,429	119,635,429	119,635,429	119,635,429
Basic and diluted earnings per unit:				
	01.10.2023-	01.10.2022-	01.01.2023-	01.01.2022-
	31.12.2023	31.12.2022	31.12.2023	31.12.2022
Basic and diluted earnings per unit*	(0.06)	(0.02)	(0.19)	0.03
*There are no potentially dilutive instruments issued by the G	Group, therefore, the ba	sic and diluted ea	rnings per unit are	the same.

# 9. Income tax

Real estate revenues, or capital gains derived from real estate are subject to taxes by assessment in the countries where the real estate is situated. The Fund's subsidiaries in Lithuania depreciate their historical property cost in accordance with applicable tax regulations. Depreciation is deducted from taxable profits in determining current taxable income.

The Group's consolidated effective tax rate in respect of continuing operations for the twelve-month period ended 31 December 2023 was minus 2.8% (twelve-month period ended 31 December 2022: 20.0%).

As of 31 December 2023, the Group had tax losses of EUR 2,469 thousand (31 December 2022: EUR 2,662 thousand) that are available indefinitely for offset against future taxable profits of the Lithuanian companies in which the losses arose. The deferred tax liability arising from the revaluation of derivative instruments to fair value amounted to EUR 39 thousand as of 31 December 2023 (31 December 2022: a liability of EUR 156 thousand). As of 31 December 2023, deferred tax liabilities on the difference between investment property fair and tax value and other deferred tax liabilities amounted to EUR 5,204 thousand (31 December 2022: EUR 9,996 thousand). Deferred tax is only applicable to the Fund's subsidiaries in Lithuania.

The major components of income tax for the periods ended 31 December 2023 and 2022 were as follows:

	01.10.2023-	01.10.2022-	01.01.2023-	01.01.2022-
EUR '000	31.12.2023	31.12.2022	31.12.2023	31.12.2022
Consolidated statement of profit or loss				
Current income tax for the period	-	(3)	-	(4)
Deferred tax for the period	(53)	(307)	656	(979)
Income tax income (expense) reported in profit or loss	(53)	(310)	656	(983)
Consolidated statement of other comprehensive inc	ome			
Deferred income tax related to items charged or				
credited to equity:				
Revaluation of derivative instruments to fair value	64	(19)	123	(236)
Income tax reported in other comprehensive income	64	(19)	123	(236)

# 10. Investment property

EUR '000	31.12.2023	31.12.2022
Balance at 1 January	333,123	315,959
Development and refurbishment expenditure	1,050	5,894
Capital expenditure	2,278	1,459
Reclassification from investment property under construction	-	17,194
Disposals	(63,920)	(4,393)
Net revaluation loss on investment property	(21,859)	(2,956)
Additions to right-of-use assets (new leases)	15	-
Derecognition of right-of-use assets	(285)	-
Net revaluation loss on right-of-use assets	(17)	(34)
Closing balance	250,385	333,123
Closing balance excluding right-of-use assets	250,130	332,581

# Disposals

On 6 March 2023, the Group disposed of the Domus Pro Complex located in Vilnius, Lithuania, in a share deal. The share price was calculated based on an asset price of EUR 23.5 million. The book value of the asset was EUR 24.9 million. The transaction resulted in a net loss of EUR 1.7 million.

On 6 June 2023, the Group disposed of the Duetto offices located in Vilnius, Lithuania, in a share deal. The share price was calculated based on an asset price of EUR 37.0 million. The book value of the asset was EUR 39.0 million. The transaction resulted in a net loss of EUR 2.3 million.

The fair value of the investment properties is approved by the Management Board of the Management Company, based on independent appraisals. Independent appraisals are performed in accordance with the Practice Statements and Relevant Guidance Notes of the RICS Valuation – Professional Standards approved by both the International Valuation Standards Committee (IVSC) and by the European Group of Valuers' Associations (TEGoVA). In accordance with that basis, the market value is an estimated amount for which a property should exchange on the date of valuation between a willing buyer and a willing seller in an arm's length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion. The appraisers derive the fair value by applying the methodology and valuation guidelines as set out by the Royal Institution of Chartered Surveyors in the United Kingdom and in accordance with IAS 40.

Fair value does not necessarily represent the liquidation value of the properties which would be dependent upon the price negotiated at the time net of selling costs. Fair value is largely based on estimates which are inherently subjective.

# Valuation techniques used to derive Level 3 fair values

The values of the properties are based on the valuation of investment properties performed by Colliers and Newsec as of 31 December 2023, increased by right-of-use assets.

The table below presents the following for each investment property:

- A description of the valuation techniques applied;
- The inputs used in the fair value measurement;
- Quantitative information about the significant unobservable inputs used in the fair value measurement.

#### As of 31 December 2023:

	<b>Valuation</b>			
Property	technique		Key unobservable inputs	Range
Europa Shopping centre, Vilnius (Lithuania)	DCF	-	Discount rate	9.3%
Net leasable area (NLA) – 17,185 sq. m		-	Rental growth p.a.	2.0% - 7.0%
Segment - Retail		-	Long-term vacancy rate	5.0% - 10.0%
Year of construction/renovation - 2004		-	Exit yield	7.25%
		-	Average rent (EUR/sq. m)	14.1
Lincona Office Complex, Tallinn (Estonia)	DCF	-	Discount rate	9.3%
Net leasable area (NLA) – 10,775 sq. m		-	Rental growth p.a.	0.0% - 3.4%
Segment - Office		-	Long-term vacancy rate	10.0%
Year of construction/renovation - 2002 /		-	Exit yield	7.5%
2008		-	Average rent (EUR/sq. m)	10.1
Coca-Cola Plaza, Tallinn (Estonia)	DCF	-	Discount rate	8.6%
Net leasable area (NLA) - 7,046 sq. m		-	Rental growth p.a.	0.0% - 7.1%
Segment - Leisure		-	Long-term vacancy rate	2.0% - 5.0%
Year of construction/renovation – 1999		-	Exit yield	7.0%
		-	Average rent (EUR/sq. m)	11.7
SKY Shopping Centre, Riga (Latvia)	DCF	-	Discount rate	9.1%
Net leasable area (NLA) - 3,241 sq. m		-	Rental growth p.a.	2.1% - 5.0%
Segment - Retail		-	Long-term vacancy rate	5.0%
Year of construction/renovation - 2000 /		-	Exit yield	7.25%
2010		-	Average rent (EUR/sq. m)	11.5
Upmalas Biroji, Riga (Latvia)	DCF	-	Discount rate	8.9%
Net leasable area (NLA) – 9,876 sq. m		-	Rental growth p.a.	0.0% - 5.0%
Segment - Office		-	Long-term vacancy rate	2.0% - 5.0%

Property	Valuation technique	Key unobservable inputs	Range
Year of construction/renovation - 2008		- Exit yield	7.0%
		- Average rent (EUR/sq. m)	13.8
Pirita Shopping Centre, Tallinn (Estonia)	DCF	- Discount rate	10.0%
Net leasable area (NLA) - 5,425 sq. m		- Rental growth p.a.	0.0% - 3.4%
Segment - Retail		- Long-term vacancy rate	5.0%
Year of construction/renovation - 2016		- Exit yield	8.0%
		- Average rent (EUR/sq. m)	13.9
Vainodes I, Riga (Latvia)*	DCF	- Discount rate	8.2%
Net leasable area (NLA) – 6,950 sq. m		- Rental growth p.a.	0.0% - 3.4%
Segment - Office		- Long-term vacancy rate	5.0%
Year of construction/renovation – 2014		- Exit yield	6.9%
		- Average rent (EUR/sq. m)	15.4
Postimaja, Tallinn (Estonia)*	DCF	- Discount rate	8.6%
Net leasable area (NLA) – 9,232 sq. m		- Rental growth p.a.	0.0% - 7.1%
Segment - Retail		- Long-term vacancy rate	2.0%-5.0%
Year of construction/renovation - 1980		- Exit yield	7.0%
		- Average rent (EUR/sq. m)	14.0
LNK Centre, Riga (Latvia)	DCF	- Discount rate	8.45%
Net leasable area (NLA) - 6,849 sq. m		- Rental growth p.a.	0.0% - 5.0%
Segment - Office		- Long-term vacancy rate	2.0% - 5.0%
Year of construction/renovation - 2006/		- Exit yield	6.5%
2014		- Average rent (EUR/sq. m)	14.65
Galerija Centrs, Riga (Latvia)	DCF	- Discount rate	9.5%
Net leasable area (NLA) - 19,306 sq. m		- Rental growth p.a.	0.0% - 5.0%
Segment - Retail		- Long-term vacancy rate	3.5% - 5.0%
Year of construction/renovation - 1939 /		- Exit yield	7.5%
2006		- Average rent (EUR/sq. m)	17.25
North Star, Vilnius (Lithuania)	DCF	- Discount rate	8.8%
Net leasable area (NLA) – 10,579 sq. m		- Rental growth p.a.	2.4% - 9.1%
Segment - Office		- Long-term vacancy rate	5.0% - 15.0%
Year of construction/renovation – 2009		- Exit yield	7.0%
		- Average rent (EUR/sq. m)	12.6
Meraki, Vilnius (Lithuania)	DCF	- Discount rate	9.9%
Net leasable area (NLA) – 16,221 sq. m		- Rental growth p.a.	1.9% - 3.0%
Segment - Office		- Long-term vacancy rate	5.0%
Year of construction/renovation – 2021		- Exit yield	7.25%
		- Average rent (EUR/sq. m)	11.2

<sup>\*</sup> Vainodes I property valuations also include building expansion rights. The market value of the additional building rights is EUR 1.0 million.

The table below sets out information about significant unobservable inputs used at 31 December 2023 in measuring investment properties categorised to Level 3 in the fair value hierarchy.

Type of asset class	Valuation technique	Significant unobservable input	Range of estimates	Fair value measurement sensitivity to unobservable inputs
Investment property	Discounted cash flow	Exit yield	2023: 6.5% - 8.0% 2022: 6.0% - 7.8%	An increase in exit yield in isolation would result in a lower value of Investment property.
		Discount rate	2023: 8.2% - 10.0% 2022: 7.7% - 9.3%	An increase in discount rate in isolation would result in a lower value of Investment property.
		Rental growth p.a.	2023: 0.0% - 9.1% 2022: 0.0% - 10.0%	An increase in rental growth in isolation would result in a higher value of Investment property.
		Long-term vacancy rate	2023: 2.0% - 15.0% 2022: 0.0% - 25.0%	An increase in long-term vacancy rate in isolation would result in a lower value of Investment property.

The book values of investment properties as of 31 December 2023 were as follows:

EUR '000	Total fair value Level 3
Latvia - Galerija Centrs (retail)	64,592
Lithuania – Europa (retail)	36,437
Latvia – Upmalas Biroji (office)	20,478
Lithuania – North Star (office)	20,028
Estonia – Postimaja (retail)	19,810
Latvia – Vainodes I (office)	16,710
Lithuania – Meraki (office)	16,340
Estonia – Lincona (office)	14,370
Latvia – LNK Centre (office)	13,960
Estonia – Coca-Cola Plaza (leisure)	13,240
Estonia – Pirita (retail)	8,760
Latvia – SKY (retail)	5,660
Total	250,385

# 11. Trade and other receivables

EUR '000	31.12.2023	31.12.2022
Trade receivables, gross	2,325	2,898
Less impairment allowance for doubtful receivables	(625)	(513)
Accrued income	433	257
Other accounts receivable	458	51
Total	2,591	2,693

Trade receivables are non-interest-bearing and are generally on 30-day terms.

As of 31 December 2023, trade receivables at a nominal value of EUR 625 thousand were fully impaired (EUR 513 thousand as of 31 December 2022).

Movements in the impairment allowance for doubtful receivables were as follows:

EUR '000	31.12.2023	31.12.2022
Balance as of 1 January	(513)	(508)
Charge for the period	(248)	(139)
Amounts written off	136	105
Reversal of allowances recognised in previous periods	-	29
Balance at end of period	(625)	(513)

The ageing analysis of trade receivables not impaired is as follows (at the end of the period):

	N	either past due		Past d	ue but not im	paired	
EUR '000	Total	nor impaired	<30 days	30-60 days	60-90 days	90-120 days	>120 days
31.12.2023	1,700	919	283	169	100	93	136
31.12.2022	2,385	1,505	391	173	98	-	218

# 12. Cash and cash equivalents

EUR '000	31.12.2023	31.12.2022
Cash at banks and on hand	6,182	5,347
Total cash	6,182	5,347

As of 31 December 2023, the Group had to keep at least EUR 1,150 thousand (31 December 2022: EUR 350 thousand) of cash in its bank accounts due to certain restrictions in bank loan agreements.

# 13. Equity13a. Paid in capital

The units are currently listed on the Fund List of the Nasdaq Tallinn Stock Exchange. The Fund's Swedish depository receipts (the SDRs) are listed on the Nasdaq Stockholm Stock Exchange. As of 31 December 2023, the total number of the Fund's units was 119,635,429 (31 December 2022: 119,635,429). Units issued are presented in the table below:

EUR '000	Number of units	Amount
As of 1 January 2023 and 31 December 2023	119,635,429	145,200

A unit represents the investor's share in the assets of the Fund. The Fund has one class of units. The investors have the following rights deriving from their ownership of units:

- to own a share of the Fund's assets corresponding to the number of units owned by the investor;
- to receive, when payments are made a share of the net income of the Fund in proportion to the number of units owned by the investor (pursuant to the Fund Rules);
- to call a general meeting in the cases prescribed in the Fund Rules and the law;
- to participate and vote in a general meeting pursuant to the number of votes arising from units belonging to the investor and the number of votes arising from units which have been issued and not redeemed as of ten days before the general meeting is held.

Subsidiaries did not hold any units of the Fund as of 31 December 2023 and 31 December 2022.

The Fund did not hold its own units as of 31 December 2023 and 31 December 2022.

# 13b. Cash flow hedge reserve

This reserve represents the fair value of the effective part of the derivative financial instruments (interest rate swaps), used by the Fund to hedge the cash flows from interest rate risk in the periods ended on 31 December 2023 and 31 December 2022. Please refer to note 18 for more information.

EUR '000	31.12.2023	31.12.2022
Balance at the beginning of the year	1,681	(829)
Movement in fair value of existing hedges	(1,273)	2,746
Movement in deferred income tax (note 9)	123	(236)
Net variation during the period	(1,150)	2,510
Balance at the end of the period	531	1,681
13c. Dividends (distributions)		
EUR '000	01.01.2023-	01.01.2022-
	31.12.2023	31.12.2022
Declared during the period	-	(5,383)
Total distributions made	-	(5,383)

On 3 February 2022, the Fund declared a cash distribution of EUR 2,273 thousand (EUR 0.019 per unit).

On 28 April 2022, the Fund declared a cash distribution of EUR 1,555 thousand (EUR 0.013 per unit).

On 28 July 2022, the Fund declared a cash distribution of EUR 1,555 thousand (EUR 0.013 per unit).

# 14. Interest-bearing loans and borrowings

EUR '000	Maturity	Effective interest rate	31.12.2023	31.12.2022
Non-current borrowings				
Secured bonds	May 2028	3M EURIBOR + 8.00%	34,099	-
Bank 1 <sup>1</sup>	Jan 2028	3M EURIBOR + 2.25%	2,792	1,962
Bank 1	Mar 2024	3M EURIBOR + 1.90%	-	14,380
Bank 1	Mar 2024	3M EURIBOR + 1.90%	-	10,987
Bank 1	Mar 2024	6M EURIBOR + 2.65%	-	8,991
Bank 1	Nov 2024	3M EURIBOR + 1.60%	-	9,826
Bank 1	Feb 2026	6M EURIBOR + 1.90%	4,626	4,789
Bank 2	Jan 2024	6M EURIBOR + 3.10%	-	29,988
Bank 4 <sup>2</sup>	Feb 2026	6M EURIBOR + 1.75%	16,720	17,199
Bank 4 <sup>3</sup>	Mar 2028	6M EURIBOR + 2.15%	-	19,244
Bank 1	Dec 2027	6M EURIBOR + 2.25%	9,198	7,188
Bank 5 <sup>4</sup>	Aug 2028	6M EURIBOR + 2.50%	10,363	-
Lease liabilities			255	542
Less current portion of bank loans and bonds			(13,878)	(1,046)
Less current portion of lease liabilities			(17)	(33)
Total non-current debt			64,158	124,017

EUR '000	Maturity	Effective interest rate	31.12.2023	31.12.2022
Current borrowings				
Unsecured bonds	May 2023	4.25%	-	49,976
Bank 1	Mar 2024	6M EURIBOR + 2.65%	8,998	-
Bank 1	Mar 2024	3M EURIBOR + 3.90%	8,397	-
Bank 2 <sup>4</sup>	Aug 2024	6M EURIBOR + 3.10%	29,999	-
Bank 3 <sup>5</sup>	Aug 2023	1M EURIBOR + 1.55%	-	11,747
Bank 1 <sup>6</sup>	Apr 2024	3M EURIBOR + 1.75%	7,946	8,292
Bank 1	Nov 2024	3M EURIBOR + 1.60%	10,349	-
Current portion of non-current bank loans	and bonds		13,878	1,046
Current portion of lease liabilities			17	33
Total current debt			79,584	71,094

Total 143,742 195,111

- 1. The loan was refinanced on 30 January 2023 with the same bank.
- 2. The loan was refinanced on 9 February 2023 with the same bank.
- 3. The loan was refinanced on 17 February 2023 with the same bank.
- 4. The agreement to prolong the loan was signed on 22 December 2023 with the same bank.
- 5. The agreement to refinance the loan was signed on 3 August 2023 with another bank.
- 6. The agreement to prolong the loan was signed on 26 September 2023 with the same bank.

#### Financial covenants for bank loans

As of 31 December 2023, the Fund was in compliance with all special conditions and covenants set under the bank loan agreements except for the Galerija Centrs property. The Interest Service Coverage Ratio (ISCR) of the Galerija Centrs property (carrying loan amount – EUR 30 million) was below the required level of 1.8 at the end of Q4 2023. This did not result in any consequences because the Fund received a formal waiver from the lender for the aforementioned covenant breach. As of 31 December 2023, the LTV of Galerija Centrs was above the required level of 45%. If the 45% threshold is exceeded, then Galerija Centrs has to make a partial early repayment of the loan within 6 months from the bank's notice to the extent that LTV does not exceed 45%. Thus, EUR 939,000 should be prepaid within 6 months if such a notice is received. No notice has been received from the bank to date.

#### Loan and bond securities

Borrowings received were secured with the following pledges and securities as of 31 December 2023:

	Mortgages of the property*	Second rank mortgages for derivatives	Cross-mortgage	Commercial pledge of the entire assets
Bank 1	Lincona, SKY, Europa, LNK, Vainodes I, North Star and Pirita	Europa, Vainodes I	Pirita and Lincona for Pirita and Lincona bank loans, Vainodes I, SKY and LNK for Vainodes I, SKY and LNK bank loan	Vainodes I, LNK
Bank 2	Galerija Centrs	Galerija Centrs		Galerija Centrs
Bank 3	Upmalas Biroji			Upmalas Biroji
Bank 4	Coca-Cola Plaza and Postimaja,			
Secured bonds	Meraki			

<sup>\*</sup>Please refer to note 10 for the carrying amounts of assets pledged at period end.

	Guarantee	Pledges of receivables	Pledge of land lease rights of the land plots	e Pledges of bank accounts	Share pledge
Bank 1	North Star and Baltic Horizon Fund for Europa bank loan; Europa for North Star bank loan; Vainodes I and SKY for LNK bank loan; LNK and SKY for Vainodes I bank loan; Vainodes I and LNK for SKY bank loan	Lincona, SKY and Europa	BH Northstar UAE	Europa, North Star 3 SKY, LNK and Vainodes I	Vainodes Krasti SIA, BH S27 SIA
Bank 2	Baltic Horizon Fund for Galerija Centrs SIA up to EUR 1,500,000				BH Galerija Centrs SIA
Bank 3	Baltic Horizon Fund for Upmalas Biroji				Upmalas Biroji

# 15. Trade and other payables

EUR '000	31.12.2023	31.12.2022
Trade payables	974	2,326
Management fee payable	859	491
Accrued financial expenses	813	472
Accrued expenses	166	217
Tax payables	162	363
Other payables	369	187
Payables related to Meraki development	-	1,588
Total trade and other payables	3,343	5,644

Terms and conditions of trade and other payables:

- Trade payables are non-interest-bearing and are normally settled on 30-day terms.
- Other payables are non-interest-bearing and have an average term of 3 months.

# 16. Commitments and contingencies

# 16a. Litigation

As of 31 December 2023, there was no ongoing litigation, which could materially affect the consolidated financial position of the Group.

# 16b. Contingent assets

The Group did not have any contingent assets as of 31 December 2023.

# 16c. Contingent liabilities

According to BH Domus Pro UAB Share Sale and Purchase agreement, the Group issued an NOI guarantee to the buyer for 2023 and 2024. The maximum potential liability arising from these guarantees is capped at EUR 500 thousand. At the date of this report, no guarantee amounts were paid under the guarantee regime.

According to BH Duetto UAB Share Sale and Purchase agreement, the Group has issued the NOI and defects guarantee. The NOI guarantee is valid until 31 December 2025 and covers the shortfall between the rent

calculated on the basis of the conditions stated in the sale and purchase agreement and the actual NOI. The maximum potential liability under the defects guarantee is limited to EUR 600 thousand. At the date of this report, no guarantee amounts have been paid under the guarantee scheme.

The Group did not have any other contingent liabilities as of 31 December 2023.

# 17. Related parties

During the reporting period, the Group entered into transactions with related parties. Those transactions and related balances are presented below. Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial or operational decisions. All transactions between related parties are priced on an arm's length basis.

#### Northern Horizon Capital AS

As set out in Baltic Horizon Fund Rules, Northern Horizon Capital AS (the Management Company) carries out asset manager functions on behalf of the Fund and the Fund pays management fees for it (note 6).

The Group's transactions with related parties during 2023 and 2022 were the following:

EUR '000	01.01.2023-	01.01.2022-
	31.12.2023	31.12.2022
Northern Horizon Capital AS group		
Management fees	1,493	1,584

The Group's balances with related parties as of 31 December 2023 and 31 December 2022 were the following:

EUR '000	31.12.2023	31.12.2022
Northern Horizon Capital AS group		
Management fees payable	859	491

The Management Company is entitled to receive an annual management fee which is calculated quarterly, based on the 3-month average market capitalisation of the Fund. In case the market capitalisation is lower than 90% of the NAV of the Fund, the amount equal to 90% of the NAV of the Fund shall be used for the management fee calculation instead of the market capitalisation.

The fee is based on the following rates and in the following tranches:

- 1.50% of the market capitalisation below EUR 50 million;
- 1.25% of the part of the market capitalisation that is equal to or exceeds EUR 50 million and is below EUR 100 million;
- 1.00% of the part of the market capitalisation that is equal to or exceeds EUR 100 million and is below EUR 200 million;
- 0.75% of the part of the market capitalisation that is equal to or exceeds EUR 200 and is below EUR 300 million;
- 0.50% of the part of the market capitalisation that is equal to or exceeds EUR 300 million.

The Management Company is entitled to calculate the performance fee based on the annual adjusted funds from operations (AFFO) of the Fund. If AFFO divided by paid in capital during the year exceeds 8% per annum, the Management Company is entitled to a performance fee in the amount of 20% of the amount exceeding 8%. The performance fee based on this formula has been calculated starting from 1 January 2017. The performance fee first became payable in the fifth year of the Fund (i.e. 2020).

Northern Horizon Capital AS Group did not own any units of the Fund as of 31 December 2023.

# Supervisory Board of the Fund

As set out in Baltic Horizon Fund Rules, Supervisory Board members are entitled to remuneration for their service in the amount determined by the General Meeting. The remuneration of the Supervisory Board of the Fund amounted to EUR 48 thousand during the twelve-month period ended 31 December 2023 and EUR 12 thousand during Q4 2023 (EUR 48 thousand during the twelve-month period ended 31 December 2022 and EUR 12 thousand during Q4 2022). Please refer to note 6 for more information regarding the total expenses related to the Supervisory Board of the Fund.

# Entities having control or significant influence over the Fund

The holders of units owning more than 5% of the units in total as of 31 December 2023 and 31 December 2022 are presented in the tables below:

#### As of 31 December 2023

	Number of units	Percentage
Swedbank AB / Nordic Issuing AB clients	24,077,945	25.2%
SEB Bank AB clients	15,689,287	16.4%
Swedbank AB clients	15,406,998	16.1%
Raiffeisen Bank International AG clients	9,410,507	9.8%

#### As of 31 December 2022

	Number of units	Percentage
Swedbank AB / Nordic Issuing AB clients	24,262,695	20.28%
SEB Bank AB clients	15,576,748	13.02%
Swedbank AB clients	14,998,232	12.54%
Raiffeisen Bank International AG clients	11,506,610	9.62%

Except for dividends paid, there were no transactions with the unitholders disclosed in the tables above.

#### 18. Financial instruments

### Fair values

Set out below is a comparison by category of the carrying amounts and fair values of all of the Group's financial instruments carried in the consolidated financial statements:

	Carrying	Carrying amount		Fair value	
EUR '000	31.12.2023	31.12.2022	31.12.2023	31.12.2022	
Financial assets					
Trade and other receivables	2,591	2,693	2,591	2,693	
Cash and cash equivalents	6,182	5,347	6,182	5,347	
Derivative financial instruments	916	2,520	916	2,520	
Financial liabilities					
Interest-bearing loans and borrowings					
Bank loans	(109,388)	(144,593)	(109,388)	(144,593)	
Bonds	(34,099)	(49,976)	(34,500)	(50,318)	
Trade and other payables	(3,343)	(5,644)	(3,343)	(5,644)	

# Fair value hierarchy

Quantitative disclosures of the Group's financial instruments in the fair value measurement hierarchy as of 31 December 2023 and 31 December 2022:

#### As of 31 December 2023

EUR '000	Level 1	Level 2	Level 3	Total fair value
Financial assets				_
Trade and other receivables	-	-	2,591	2,591
Cash and cash equivalents	-	6,182	-	6,182
Derivative financial instruments	-	916	-	916
Financial liabilities				
Interest-bearing loans and borrowings				
Bank loans	-	-	(109,388)	(109,388)
Bonds	-	-	(34,500)	(34,500)
Trade and other payables	-	-	(3,343)	(3,343)

#### As of 31 December 2022

Level 1	Level 2	Level 3	Total fair value
-	-	2,693	2,693
-	5,347	-	5,347
-	2,520	-	2,520
-	-	(144,593)	(144,593)
-	-	(50,138)	(50,318)
-	-	(5,644)	(5,644)
	- - - -	5,347 - 2,520 	2,693 - 5,347 - - 2,520 - (144,593) (50,138)

Management assessed that the carrying amounts of cash and short-term deposits, rent and other receivables, trade payables and other current liabilities approximate their fair values largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The following methods and assumptions are used to estimate the fair values:

- Trade and other receivables are evaluated by the Group based on parameters such as interest rates, specific country risk factors, individual creditworthiness of the customer, and the risk characteristics of the financed project. Based on this evaluation, allowances are taken into account for the expected losses on these receivables. As of 31 December 2023, the carrying amounts of such receivables, net of allowances, were not materially different from their calculated fair values.
- The Group enters into derivative financial instruments with various counterparties, principally financial institutions with investment grade credit ratings. The fair value of derivatives has been calculated by discounting the expected future cash flows at prevailing interest rates.
- The fair values of the Group's interest-bearing loans and borrowings are determined by discounting the expected future cash flows at prevailing interest rates. The estimated fair values of the Group's

interest-bearing loans and borrowings were determined using effective agreements' interest rates which represent current market rate.

Cash and cash equivalents are attributed to Level 2 in the fair value hierarchy.

### 19. Derivative financial instruments

The Group has entered into a number of interest rate swaps (IRS) with SEB and Nordea banks. Also, the Group has interest rate cap (CAP) agreements with Swedbank, OP and SEB.

The purpose of derivative instruments is to hedge the interest rate risk arising from the interest rate fluctuations of the Group's non-current loans and some of the Group's current loans because the Group's policy is to have fixed interest expenses. According to the IRS agreements, the Group makes fixed interest payments to the bank and receives variable interest rate payments from the bank. An interest rate cap allows to limit the interest rate fluctuation to a certain level.

IFRS 9 allows hedge accounting provided that the hedge is effective. In such cases, any gain or loss recorded on the fair value changes of the financial instrument is recognised in an equity reserve rather than the income statement. The ineffective part of the change in the fair value of the hedging instrument (if any) is recognised in the income statement. Specific documentation on each financial instrument is required to be maintained to ensure compliance with hedge accounting principles. Please refer to note 13b for more information.

Derivative	Starting	Maturity	Notional	Variable	Fixed rate — (paid)	Fair value	
type EUR '000	date	date	amount	rate (received)		31.12.2023	31.12.2022
IRS	Nov 2016	Aug 2023	10,575	1M EURIBOR	0.26%	-	180
IRS	Jan 2019	Sep 2023	5,800	3M EURIBOR	0.32%	-	112
IRS	May 2018	Apr 2024	4,920	3M EURIBOR	0.63%	50	166
IRS	Mar 2018	Aug 2024	18,402	3M EURIBOR	0.73%	314	727
CAP	Aug 2024	Aug 2025	17,900	3M EURIBOR	3.0%	28	124
CAP	Aug 2023	Aug 2024	10,575	1M EURIBOR	3.0%	42	76
CAP	Feb 2023	Feb 2024	17,200	6M EURIBOR	3.0%	81	81
CAP	Apr 2024	Apr 2025	4,921	3M EURIBOR	3.0%	13	35
CAP	Sep 2023	Sep 2024	5,800	3M EURIBOR	3.0%	27	44
CAP	Aug 2022	Mar 2024	3,500	3M EURIBOR	2.0%	13	51
CAP	Aug 2022	Mar 2024	7,000	3M EURIBOR	2.0%	27	102
CAP	Mar 2024	Mar 2025	11,000	6M EURIBOR	3.0%	34	77
CAP	Oct 2022	May 2025	30,000	6M EURIBOR	3.0%	194	437
CAP	Sep 2022	Mar 2024	9,000	6M EURIBOR	1.0%	67	244
CAP	Mar 2024	Mar 2025	9,000	6M EURIBOR	3.0%	26	64
Derivative financial instruments, assets				916	2,520		
Net value of financial derivatives				916	2,520		

Derivative financial instruments were accounted for at fair value as of 31 December 2023 and 31 December 2022. The maturity of the derivative financial instruments of the Group is as follows:

Classification according to maturity	Liabilities		Assets	
EUR '000	31.12.2023	31.12.2022	31.12.2023	31.12.2022
Non-current	-	-	295	2,228
Current	-	-	621	292
Total	-	-	916	2,520

# 20. Subsequent events

On 6 February 2024, the Fund signed with Šiaulių bankas the 5-year loan refinancing agreements for the loans of BH Europa UAB and BH Northstar UAB. The total amount of the BH Northstar UAB loan is EUR 9.5 million, while the BH Europa UAB loan is EUR 16.5 million. The loans will be used to refinance the existing bank loans and to repay part of the Baltic Horizon Fund bonds issued in May 2023.

# 21. List of consolidated companies

Name	Registered office	Registration Number	Date of incorporation / acquisition	Activity	Interest in capital
BH Lincona OÜ	Hobujaama str. 5, Tallinn, Estonia	12127485	20 June 2011	Asset holding company	100%
BH Domus Pro UAB (consolidated till 7 March 2023)	Ukmergės str. 308-1, Vilnius, Lithuania	225439110	1 May 2014	Asset holding company	100%
BOF SKY SIA	Audēju iela 16 – 1, Riga, Latvia	40103538571	27 March 2012	Asset holding company	100%
BH CC Plaza OÜ (merged with BH P80 OÜ on 5 July 2023)	Hobujaama str. 5, Tallinn, Estonia	12399823	11 December 2012	Asset holding company	100%
BH Europa UAB	Konstitucijos ave. 7A-1, Vilnius, Lithuania	300059140	2 March 2015	Asset holding company	100%
BH P80 OÜ (merged with BH CC Plaza OÜ on 5 July 2023)	Hobujaama str. 5, Tallinn, Estonia	14065606	6 July 2016	Asset holding company	-
Kontor SIA	Mūkusalas str. 101, Rīga, Latvia	40003771618	30 August 2016	Asset holding company	100%
Pirita Center OÜ	Merivälja str. 24, Tallinn, Estonia	12992834	16 December 2016	Asset holding company	100%
BH Duetto UAB (consolidated till 7 June 2023)	Spaudos str. 8-1, Vilnius, Lithuania	304443754	13 January 2017	Asset holding company	100%
Vainodes Krasti SIA	Audeju str. 16, Riga, Latvia	50103684291	12 December 2017	Asset holding company	100%
BH S27 SIA	Skanstes iela 27, Riga, Latvia	40103810023	15 August 2018	Asset holding company	100%
BH Meraki UAB	Eitminų Str. 3-102, Vilnius, Lithuania	304875582	18 July 2018	Asset holding company	100%
BH Galerija Centrs SIA	Audeju str. 16, Riga, Latvia	40003311422	13 June 2019	Asset holding company	100%
BH Northstar UAB	Ulonų str. 2, Vilnius, Lithuania	305175896	29 May 2019	Asset holding company	100%

# MANAGEMENT APPROVAL OF CONSOLIDATED FINANCIAL STATEMENTS

The interim condensed consolidated financial statements of Baltic Horizon Fund were approved for issue by the Management Board of the Management Company on 15 February 2024.

Tarmo Karotam Chairman of the Management Board Aušra Stankevičienė Member of the Management Board Edvinas Karbauskas Member of the Management Board

# **DEFINITIONS OF KEY TERMS AND ABBREVIATIONS**

#### **AIFM**

Alternative Investment Fund Manager.

#### **AFFO**

Adjusted Funds From Operations means the net operating income of properties less fund administration expenses, less external interest expenses and less all capital expenditures including tenant fit-out expenses invested into existing properties by the Fund. New investments and acquisitions and follow-on investments into properties are not considered to be capital expenditures.

#### Cash ratio

The ratio is calculated as cash and cash equivalents divided by current liabilities.

#### **Current ratio**

The ratio is calculated as current assets divided by current liabilities.

# **Direct Property Yield**

NOI divided by acquisition value and subsequent capital expenditure of the property.

# **Dividend**

Cash distributions paid out of the cash flows of the Fund in accordance with the Fund Rules.

#### **Equity ratio**

The ratio is calculated as total equity divided by total assets.

#### **Fund**

Baltic Horizon Fund.

## **GAV**

Gross Asset Value of the Fund.

## **IFRS**

International Financial Reporting Standards.

## LTV

Loan-to-value ratio. The ratio is calculated as the amount of the external bank loan debt less lease liabilities (IFRS 16) divided by the carrying amount of investment property (including investment property under construction).

# **Management Company**

Northern Horizon Capital AS, register code 11025345.

#### NAV

Net asset value for the Fund.

# NAV per unit

NAV divided by the amount of units in the Fund at the moment of determination.

# **Net Initial Yield**

NOI divided by market value of the property.

#### **Net LTV**

Net Loan-to-value ratio. The ratio is calculated as the amount of the external bank loan debt less lease liabilities (IFRS 16) and cash and cash equivalents divided by the carrying amount of investment property (including investment property under construction).

#### NOI

Net operating income.

# Occupancy rate

The ratio is calculated as rented area divided by net leasable area.

## Quick ratio

The ratio is calculated as current assets less inventory and prepaid expenses divided by current liabilities.

## Return on assets

The ratio is calculated as profit/loss for the period divided by average assets.

#### Return on equity

The ratio is calculated as profit/loss for the period divided by average equity.

## **Triple Net Lease**

A triple net lease is a lease agreement that designates the lessee, i.e. the tenant, as being solely responsible for all the costs relating to the asset being leased, in addition to the rent fee applied under the lease.

#### **TTM**

Trailing 12 months.