

**4finance Holding S.A.**

*Société anonyme*

**Annual accounts  
for the financial year ended  
December 31, 2021**

**(with the Report of Independent Auditors)**

**Registered office:**

**8-10, Avenue de la Gare**

**L-1610 Grand Duchy of Luxembourg**

**Luxembourg Trade and Companies Register number: B 171 059**

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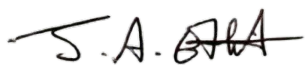
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	Notes	31/12/2021 EUR	31/12/2020 EUR
<b>ASSETS</b>			
<b>A. Subscribed capital unpaid</b>		—	—
I. Subscribed capital not called		—	—
II. Subscribed capital called but unpaid		—	—
<b>B. Formation expenses</b>			
<b>C. Fixed assets</b>		<b>148.865.672,79</b>	<b>140.271.460,27</b>
I. Intangible assets		—	—
1. Costs of development		—	—
2. Concessions, patents, licenses, trade marks and similar rights and assets, if they were:		—	—
a) acquired for valuable consideration and need not be shown under C.I.3		—	—
b) created by the undertaking itself		—	—
3. Goodwill, to the extent that it was acquired for valuable consideration		—	—
4. Payments on account and intangible fixed assets under development		—	—
II. Tangible assets		—	—
1. Land and buildings		—	—
2. Plant and machinery		—	—
3. Other fixtures and fittings, tools and equipment		—	—
4. Payments on account and tangible assets in course of construction		—	—
III. Financial assets	<b>3</b>	<b>148.865.672,79</b>	<b>140.271.460,27</b>
1. Shares in affiliated undertakings		145.563.430,87	135.586.274,16
2. Loans to affiliated undertakings		—	—
3. Participating interests		1.380.136,76	1.575.012,86
4. Loans to undertakings with which the Company is linked by virtue of participating interests		—	—
5. Investments held as fixed assets		4.170,00	3.110.173,25
6. Other loans		1.917.935,16	—
<b>D. Current Assets</b>		<b>119.484.966,19</b>	<b>76.064.515,11</b>
I. Stocks		—	—
1. Raw materials and consumables		—	—
2. Work and contracts in progress		—	—
3. Finished goods and goods for resale		—	—
4. Payments on account		—	—

II.	Debtors		<b>108.494.185,39</b>	<b>75.605.118,38</b>
1.	Trade debtors		11.130,83	11.130,83
a)	becoming due and payable within one year		11.130,83	11.130,83
b)	becoming due and payable after more than one year		—	—
2.	Amounts owed by affiliated undertakings	<b>4</b>	<b>108.458.704,61</b>	<b>75.569.637,60</b>
a)	becoming due and payable within one year		50.270.461,45	9.241.337,56
b)	becoming due and payable after more than one year		58.188.243,16	66.328.300,04
3.	Amounts owed by undertakings with which the company is linked by virtue of participating interests		—	—
a)	becoming due and payable within one year		—	—
b)	becoming due and payable after more than one year		—	—
4.	Other debtors	<b>5</b>	<b>24.349,95</b>	<b>24.349,95</b>
a)	becoming due and payable within one year		24.349,95	24.349,95
b)	becoming due and payable after more than one year		—	—
III.	Investments		—	—
1.	Shares in affiliated undertakings and undertakings with which the Company is linked by virtue of participating interests		—	—
2.	Own shares		—	—
3.	Other investments		—	—
IV.	Cash at bank and cash in hand		<b>10.990.780,80</b>	<b>459.396,73</b>
<b>E.</b>	<b>Prepayments</b>	<b>6</b>	<b>126.085,90</b>	<b>109.278,72</b>
<b>TOTAL (ASSETS)</b>			<b>268.476.724,88</b>	<b>216.445.254,10</b>

Luxembourg, April 14, 2022

On behalf of the Board of Directors



**James Alexander Etherington**

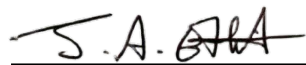
Category B director

	Notes	31/12/2021 EUR	31/12/2020 EUR
<b>CAPITAL, RESERVES AND LIABILITIES</b>			
<b>A. Capital and reserves</b>	<b>7</b>	<b>57.218.318,98</b>	<b>25.616.487,26</b>
I. Subscribed capital		35.750.000,00	35.750.000,00
II. Share premium and similar premiums		—	—
III. Revaluation reserve		—	—
IV. Reserves		<b>3.108.659,08</b>	<b>3.108.659,08</b>
1. Legal reserve		2.931.445,08	2.931.445,08
2. Reserve for own shares		—	—
3. Reserve provided for by the articles of association		—	—
4. Other reserves		<b>177.214,00</b>	<b>177.214,00</b>
a) other available reserves		177.214,00	177.214,00
b) other non available reserves		—	—
V. Profit or loss brought forward		<b>(13.242.171,82)</b>	<b>19.070.196,74</b>
VI. Profit or loss for the financial year		<b>31.601.831,72</b>	<b>(32.312.368,56)</b>
VII. Interim dividends		—	—
VIII. Capital investment subsidies		—	—
<b>B. Provisions</b>		—	—
1. Provisions for pensions and similar obligations		—	—
2. Provisions for taxation		—	—
3. Other provisions		—	—
<b>C. Creditors</b>		<b>211.258.405,90</b>	<b>190.828.766,84</b>
1. Debenture loans			
a) Convertible loans		—	—
i) becoming due and payable within one year		—	—
ii) becoming due and payable after more than one year		—	—
b) Non-convertible loans		—	—
a) becoming due and payable within one year		—	—
b) becoming due and payable after more than one year		—	—
2. Amounts owed to credit institutions		—	—
3. Payments received on accounts of orders as far as they are not shown separately as deductions from stocks		—	—
a) becoming due and payable within one year		—	—
b) becoming due and payable after more than one year		—	—
4. Trade creditors	<b>8</b>	<b>510.712,17</b>	<b>537.973,91</b>
a) becoming due and payable within one year		510.712,17	537.973,91
b) becoming due and payable after more than one year		—	—
5. Bills of exchange payable		—	—
a) becoming due and payable within one year		—	—
b) becoming due and payable after more than one year		—	—
6. Amounts owed to affiliated undertakings	<b>9</b>	<b>210.731.411,77</b>	<b>190.253.687,19</b>
a) becoming due and payable within one year		210.731.411,77	190.253.687,19
b) becoming due and payable after more than one year		—	—

7. Amounts owed to undertakings with which the company is linked by virtue of participating interests		—	—
a) becoming due and payable within one year		—	—
b) becoming due and payable after more than one year		—	—
8. Other creditors	<b>10</b>	<b>16.281,96</b>	<b>37.105,74</b>
a) Tax authorities		16.281,96	36.243,24
b) Social security authorities			
c) Other creditors		—	<b>862,50</b>
i) becoming due and payable within one year		—	862,50
ii) becoming due and payable after more than one year		—	—
<b>D. Deferred income</b>		—	—
<b>TOTAL (CAPITAL, RESERVES AND LIABILITIES)</b>		<b>268.476.724,88</b>	<b>216.445.254,10</b>

Luxembourg, April 14, 2022

On behalf of the Board of Directors



**James Alexander Etherington**

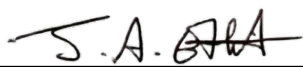
Category B director

	Notes	2021 EUR	2020 EUR
<b>PROFIT AND LOSS ACCOUNT</b>			
<b>1. Net turnover</b>		—	—
<b>2. Variation in stocks of finished goods and work in progress</b>		—	—
<b>3. Work performed by the undertaking for its own purposes amnd</b>		—	—
<b>4. Other operating income</b>		—	169.650,00
<b>5. Raw materials and consumables and other external expenses</b>	11	(812.548,80)	(911.279,62)
a) Raw materials and consumables		—	—
b) Other external expenses		(812.548,80)	(911.279,62)
<b>6. Staff costs</b>		—	—
a) Wages and salaries		—	—
b) Social security costs		—	—
i) relating to pensions		—	—
ii) other social security costs		—	—
c) Other staff costs		—	—
<b>7. Value adjustments</b>	4	(1.130.412,71)	(23.999.000,00)
a) in respect of formation expenses and of tangible and intangible fixed		—	—
b) in respect of current assets		(1.130.412,71)	(23.999.000,00)
<b>8. Other operating expenses</b>		—	—
<b>9. Income from participating interests</b>	12	50.000.000,00	11.258.441,55
a) derived from affiliated undertakings		50.000.000,00	11.258.441,55
b) other income from participating interests		—	—
<b>10. Income from other investments and loans forming part of the fixed assets</b>		—	—
a) derived from affiliated undertakings		—	—
b) other income not included under		—	—
<b>11. Other interest receivable and similar income</b>	13	13.436.030,87	8.103.680,34
a) derived from affiliated undertakings		8.447.158,36	7.760.731,34
b) other interest and similar income		4.988.872,51	342.949,00
<b>12. Share of profit or loss of undertakings accounted for under the equity method</b>		—	—
<b>13. Value adjustments in respect of financial assets and of investments held as current assets</b>	3	(5.996.482,72)	(6.326.878,05)

<b>14. Interest payable and similar expenses</b>	<b>14</b>	<b>(23.889.939,92)</b>	<b>(20.599.827,96)</b>
a) concerning affiliated undertakings		(20.673.114,19)	(18.160.216,79)
b) other interest and similar expenses		(3.216.825,73)	(2.439.611,17)
<b>15. Tax on profit or loss</b>	<b>15</b>	—	—
<b>16. Profit or loss after taxation</b>		<b>31.606.646,72</b>	<b>(32.305.213,74)</b>
<b>17. Other taxes not shown under items 1 to 16</b>	<b>15</b>	<b>(4.815,00)</b>	<b>(7.154,82)</b>
<b>18. Profit or loss for the financial year</b>		<u><b>31.601.831,72</b></u>	<u><b>(32.312.368,56)</b></u>

Luxembourg, April 14, 2022

On behalf of the Board of Directors



**James Alexander Etherington**

Category B director



## **NOTE 1 GENERAL INFORMATION**

4finance Holding S.A., hereinafter the "Company", was incorporated on 24 July, 2012 and is organized under the laws of Luxembourg as a "société anonyme" for an unlimited period.

The registered office of the Company is established in Luxembourg City.

The financial year of the Company starts on 1 January, and ends on 31 December of each year.

The object of the Company is the acquisition of participations, in Luxembourg or abroad, in any companies or enterprises in any form whatsoever and the administration, management, control and development of such participations. The Company may in particular acquire by way of subscription, purchase, exchange or in any other manner any stock, shares and/or other participation securities, bonds, debentures, certificates of deposit and/or other debt instruments and more generally any securities and/or financial instruments issued by any public or private entity whatsoever. It may participate in the creation, development, management and control of any company or enterprise. It may further make direct or indirect real estate investments and invest in the acquisition and management of a portfolio of patents or other intellectual property rights of any nature or origin whatsoever.

The Company may borrow and raise money in any form and in particular by way of private or public offer. It may issue notes, bonds and debentures and any kind of debt which may be convertible and/or equity securities, in particular by way of private or public placement. The Company may lend funds including the proceeds of any borrowings and/or issues of debt securities to its subsidiaries, affiliated companies or to any other company. It may also give guarantees and grant security interests in favour of third parties to secure its obligations or the obligations of its subsidiaries, affiliated companies or any other company. The Company may further mortgage, pledge, and transfer, encumber or otherwise hypothecate all or some of its assets.

The Company may generally employ any techniques and instruments relating to its investments for the purpose of their efficient management, including techniques and instruments designed to protect the Company against credit, currency exchange, interest rate risks and other risks.

The Company may generally carry out any operations and transactions, which directly or indirectly favour or relate to its object.

The Company also prepares consolidated accounts as of December 31, 2021, which is subject to publication in Luxembourg. 4finance Holding S.A. and its subsidiaries are a part of a wider group and are also included in the consolidated accounts of 4finance Group S.A. which is the Company's parent.

## **NOTE 2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

### **Basis of preparation**

These annual accounts have been prepared in accordance with Luxembourg legal and regulatory requirements under the historical cost convention. Accounting policies and valuation rules are, besides the ones laid down by the law of 19 December, 2002, as amended by the law of 10 December, 2010 (the "Law"), determined and applied by the directors of the Company (the "Board of Directors") .

The preparation of annual accounts requires the use of certain critical accounting estimates. It also requires Management to exercise its judgement in the process of applying the accounting policies. Changes in assumptions may have a significant impact on the annual accounts in the period in which the assumptions changed. Management believes that the underlying assumptions are appropriate and that the annual accounts therefore present the financial position and results fairly.

The Company makes estimates and assumptions that affect the reported amounts of assets and liabilities in the next financial year. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Company maintains its books and records in EUR.

### **Going concern**

The annual accounts are prepared on the going concern basis of accounting.

### **Significant accounting policies**

The main valuation rules applied by the Company are the following:

#### ***Financial assets***

Shares in affiliated undertakings or participating interests, investments held as fixed assets and loans to these undertakings are valued at purchase price and nominal value respectively, including the expenses incidental thereto.

In case of durable depreciation in value according to the opinion of the Management, value adjustments are made in respect of financial assets, so that a lower value is attributed to them at the balance sheet date. These value adjustments are not continued if the reasons for which they were made have ceased to apply.

#### ***Debtors***

Debtors are valued at their nominal value. They are subject to value adjustments where their recovery is uncertain. These value adjustments are reversed if the reasons for which they were recognised have ceased to apply.

#### ***Foreign currency translation***

The Company maintains its accounting records in EUR and the balance sheet and the profit and loss accounts are expressed in this currency.

Transactions expressed in currencies other than EUR are translated into EUR at the exchange rate effective at the time of the transaction.

Cash at bank is translated at the exchange rate effective at the balance sheet date. Exchange losses and gains are recorded in the profit and loss account of the year.

In accordance with prudence principles found within generally accepted accounting principles in Luxembourg ("LuxGaap"), other assets except investments in equities are translated separately, at the lower of the value converted using the historical exchange rate and the value converted using the exchange rate at the balance sheet date. Conversely, other liabilities are translated separately, at the higher of the value converted using the historical exchange rate and the exchange rate at the balance sheet date. Consequently, both realised and unrealised exchange losses are recorded in the profit and loss account while exchange gains are recorded in the profit and loss account at the moment of their realisation only.

Investments in equities are translated at the historical exchange rate.

Where there is an economic link between an asset and a liability, these are valued in total according to the method described above and any net unrealised loss is recorded in the profit and loss account whilst any net unrealised exchange gains are not recognised.

### **Prepayments**

This asset item includes payments incurred during the financial year but relating to an expenditure for a subsequent financial year.

### **Provisions**

Provisions are intended to cover losses or debts, the nature of which is clearly defined and which, at the date of the balance sheet are either likely to be incurred or certain to be incurred but uncertain as to their amount or as to the date on which they will arise.

Provisions may also be created to cover charges which originate in the financial year under review or in a previous financial year, the nature of which is clearly defined and which at the date of the balance sheet are either likely to be incurred or certain to be incurred but uncertain as to their amount or the date on which they will arise.

### **Current tax provision**

Provisions for taxation corresponding to the tax liability estimated by the Company for the financial years for which the tax return has not yet been filed are recorded under the caption "Other creditors".

The advance payments are shown in the assets of the balance sheet under the "Other debtors" item.

### **Debts**

Debts are recorded at their reimbursement value. Where the amount repayable on account is greater than the amount received, the difference is shown as an asset and is written off over the period of the debt based on a linear method.

The difference must be entirely written off when the debt is repaid. Debts are recorded under subordinated debts when their status is subordinated to unsecured debts.

## **NOTE 3 FINANCIAL ASSETS**

a) The movements for the year are as follows:

	<b>Affiliated undertakings Shares EUR</b>	<b>Participating interests Shares EUR</b>	<b>Investments held as fixed assets EUR</b>	<b>Total EUR</b>
<b>Gross book value - opening balance</b>	<b>185.053.169,57</b>	<b>2.141.922,50</b>	<b>4.208.512,54</b>	<b>191.403.604,61</b>
Additions for the year	44.707.286,29	—	—	44.707.286,29
Disposals for the year	(35.407.587,07)	—	(3.403.879,43)	(38.811.466,50)
Transfers for the year	—	—	—	—
<b>Gross book value - closing balance</b>	<b>194.352.868,79</b>	<b>2.141.922,50</b>	<b>804.633,11</b>	<b>197.299.424,40</b>
<b>Value adjustments - opening balance</b>	<b>(49.466.895,41)</b>	<b>(566.909,64)</b>	<b>(1.098.339,29)</b>	<b>(51.132.144,34)</b>
Allocations for the year	(6.033.718,80)	(194.876,10)	(800.462,11)	(7.029.057,01)
Disposals for the year	(27.435.012,46)	—	155.548,75	(27.279.463,71)
Transfer of the year	34.056.404,00	—	—	34.056.404,00
Reversals for the year	89.784,75	—	942.789,54	1.032.574,29
<b>Value adjustments - closing balance</b>	<b>(48.789.437,92)</b>	<b>(761.785,74)</b>	<b>(800.463,11)</b>	<b>(50.351.686,77)</b>
<b>Net book value - opening balance</b>	<b>135.586.274,16</b>	<b>1.575.012,86</b>	<b>3.110.173,25</b>	<b>140.271.460,27</b>
<b>Net book value - closing balance</b>	<b>145.563.430,87</b>	<b>1.380.136,76</b>	<b>4.170,00</b>	<b>146.947.737,63</b>

In 2021 value adjustments (net amount) in respect of financial assets and of investments held as current assets are 5.996.482,72 EUR (presented above in the 'allocations for the year' and the 'reversal for the year' line). Disposals for the year are related to the sale or liquidation of a subsidiary, the profit or loss effect is classified in other income or expense.

b) Undertakings in which the Company holds interests in their share capital or in which it is a general partner are as follows:

Undertaking's name	Country	Percentage of holding 31.12.2021	Last balance sheet date	Net equity at the last balance sheet date EUR	Result for the last financial year EUR	Net book value 31.12.2021 EUR	Net book value 31.12.2020 EUR
TBIF Financial services B.V.	Netherlands	100.00%	31.12.2021	60.358.797,28	(157.561,99)	78.947.596,80	78.947.596,80
AS 4finance	Latvia	100.00%	31.12.2021	66.949.811,00	5.005.484,00	57.134.252,40	35.750.000,00
Credit Service UAB	Lithuania	100.00%	31.12.2021	3.606.337,37	3.842.974,24	9.481.581,67	9.481.581,67
Intersale Services Limited	Gibraltar	100.00%	31.12.2021	(5.471.188,28)	(3.775.371,43)	—	—
GoodCredit Universal Credit Organizatoin CJSC	Armenia	100.00%	31.12.2021	(508.570,23)	1.769.713,19	—	—
4f Sales Inc	USA	100.00%	31.12.2021	527.783,87	(11.169.605,69)	—	—
Vivus S.A.	Luxembourg	100.00%	31.12.2021	58.330,59	(91.006,86)	—	—
Finansu administravimas UAB	Lithuania	100.00%	31.12.2021	2.692.297,45	(188.358,25)	—	—
Prestamo Movil S.A.	Argentina	98.75%	31.12.2021	(571.577,29)	(699.580,51)	—	—
4finance, Responsabilidad Limitada	Guatemala	99.99%	31.12.2021	43.031,00	(18.738,47)	—	—
Vivus S.R.L.	Dominican	99.99%	31.12.2021	(826.617,69)	72.927,93	—	—
Debt Solution SIA	Latvia	100.00%	31.12.2021	(115.574,04)	(2.001,03)	—	—
4finance GmbH	Germany	100.00%	31.12.2021	(1.772.761,26)	(11.256,48)	—	—
4finance IT SIA	Latvia	—	—	—	—	—	9.537.321,00
4finance Media SIA	Latvia	—	—	—	—	—	1.002.820,00
Vivus SIA	Latvia	—	—	—	—	—	425.000,00
Ondo SIA	Latvia	—	—	—	—	—	425.000,00
Monetago PL. SP.Z O.O.	Poland	—	—	—	—	—	16.954,69
						<b>145.563.430,87</b>	<b>135.586.274,16</b>

The figures in relation to “Net Equity” and “Result for the last financial year”, presented in the table above are unaudited standalone data extracted from the consolidation table as at December 31, 2021.

TBIF Financial Services B.V. is a holding company which mainly owns an 100% equity interest in TBI Bank EAD. For 2021 consolidated TBI Bank EAD revenues have increased by 16% and amounted to EUR 111,4 million (2020: EUR 96,4 million), profit amounted to EUR 32,7 million (2020: EUR 19,7 million) and total equity amounted to EUR 161,6 million (2020: EUR 135,8 million).

Participating interests consist of a 24,4% equity interest in Vane GmbH (previously BillFront GmbH) (Germany). According to the last Vane Group unaudited consolidated financial statements related to the financial year ended 31 December 2021, the total equity was negative and amounted to EUR 2,1 million (2020: negative EUR 1,3 million) and the loss for the year amounted to EUR 0,8 million (2020: loss EUR 0,2 million).

Investments held as fixed assets consisting of a 3,48% equity interest in BRABank ASA (Norway) was sold during 2021.

The planned merger of the entities in Latvia (e.g., SIA Vivus, SIA Ondo, SIA 4finance IT, SIA 4finance Media and AS 4finance) was completed in July 2021. This brings all the investments in these entities in Latvia into the surviving AS 4finance entity.

In year 2021 entities Monetago PL, SP.Z O.O. and 4F Servicos de Correspondente Bancario Ltda were liquidated and Friendly Finance OU was sold to 4finance Group S.A.

#### NOTE 4 AMOUNTS OWED BY AFFILIATED UNDERTAKINGS

This item is detailed as follows:

	2021 EUR	2020 EUR
<b>Becoming due and payable within one year</b>		
Principal of the loans granted	852.336,37	2.786.412,23
Accrued interest	890.665,05	1.912.994,83
Dividends receivable	50.000.000,00	7.700.000,00
Other receivables	265.780,60	238.930,50
<b>Total</b>	<b>52.008.782,02</b>	<b>12.638.337,56</b>
<b>Value adjustment as of 1st of January</b>	<b>(3.397.000,00)</b>	<b>(22.360.000,00)</b>
Value adjustments	(128.669,23)	(1.403.000,00)
Reversals	1.787.348,66	22.360.000,00
Transfer for this year	—	(1.994.000,00)
<b>Value adjustment as of 31st December</b>	<b>(1.738.320,57)</b>	<b>(3.397.000,00)</b>
<b>Net book value as of 31st December</b>	<b>50.270.461,45</b>	<b>9.241.337,56</b>
	2021 EUR	2020 EUR
<b>Becoming due and payable after more than one year</b>		
Principal of the loans granted	48.948.803,58	65.717.738,74
Accrued interest	10.241.183,06	23.206.561,30
<b>Total</b>	<b>59.189.986,64</b>	<b>88.924.300,04</b>
<b>Value adjustment as of 1st of January</b>	<b>(22.596.000,00)</b>	<b>(1.994.000,00)</b>
Value adjustments	(1.001.743,48)	(22.596.000,00)
Reversals	22.596.000,00	1.994.000,00
Transfer for this year	—	—
<b>Value adjustment as of 31st December</b>	<b>(1.001.743,48)</b>	<b>(22.596.000,00)</b>
<b>Net book value as of 31st December</b>	<b>58.188.243,16</b>	<b>66.328.300,04</b>

## NOTE 5 OTHER DEBTORS

Other debtors consist of tax advances amounting to EUR 24.349,95 (2020: EUR 24.349,95)

## NOTE 6 PREPAYMENTS

Prepayments are mainly composed of the following expenses:

	2021 EUR	2020 EUR
IT expenses	126.085,90	106.602,76
Annual maintenance fee	—	2.675,96
<b>Total</b>	<b>126.085,90</b>	<b>109.278,72</b>

## NOTE 7 CAPITAL AND RESERVES

As at December 31, 2021 the share capital of the Company amounted to EUR 35.750.000,00 and is represented by 3.575.000.000 shares fully paid up with a nominal value of EUR 0,01 each.

The movements on the "Subscribed capital" item during the year are as follows:

	2021 EUR	Number of Shares
<b>Subscribed capital - opening balance</b>	<b>35.750.000,00</b>	<b>3.575.000.000</b>
Subscription for the year	—	—
Redemptions for the year	—	—
<b>Subscribed capital - closing balance</b>	<b>35.750.000,00</b>	<b>3.575.000.000</b>

Movements for the year on reserves and profit/loss items:

	Legal reserve	Reserve for own shares	Other reserves	Profit brought forward	Profit or loss for the financial year
	EUR	EUR	EUR	EUR	EUR
<b>As at the beginning of the year 2021</b>	2.931.445,08	—	177.214,00	19.070.196,74	(32.312.368,56)
<u>Movements for the year:</u>	—	—	—	(32.312.368,56)	32.312.368,56
Appropriation to the legal reserve	—	—	—	—	—
Dividend	—	—	—	—	—
Other movements	—	—	—	—	—
Result for the financial year	—	—	—	—	31.601.831,72
<b>As at the end of the year 2021</b>	<b>2.931.445,08</b>	<b>—</b>	<b>177.214,00</b>	<b>(13.242.171,82)</b>	<b>31.601.831,72</b>

In accordance with Luxembourg Law of 10 August, 1915, as amended, on commercial companies, the Company is required to transfer a minimum of 5% of its net profit for each financial year to a legal reserve. This requirement ceases to be necessary once the balance of the legal reserve reaches 10% of the issued share capital. The legal reserve is not available for distribution.

## NOTE 8 TRADE CREDITORS

Trade creditors consist of the following expenses payable:

	<b>2021</b>	<b>2020</b>
	<b>EUR</b>	<b>EUR</b>
Audit and accounting fees	509.616,90	534.432,00
Legal fees	1.095,27	3.541,91
<b>Total</b>	<b>510.712,17</b>	<b>537.973,91</b>

## NOTE 9 AMOUNTS OWED TO AFFILIATED UNDERTAKINGS

	<b>Within one year</b>	<b>After more than one year</b>	<b>Total</b>	<b>Total</b>
	<b>EUR</b>	<b>EUR</b>	<b>2021</b>	<b>2020</b>
	<b>EUR</b>	<b>EUR</b>	<b>EUR</b>	<b>EUR</b>
4Finance S.A.	210.725.765,54	—	210.725.765,54	190.124.519,19
4Finance Group S.A.	5.646,23	—	5.646,23	129.168,00
<b>Total</b>	<b>210.731.411,77</b>	<b>—</b>	<b>210.731.411,77</b>	<b>190.253.687,19</b>

Loans from 4finance S.A. located in Luxembourg, have an interest rate of 13,75% per year (13,0 % starting from year 2022) and maturity in 2025. The loan and accrued interest is classified as due and payable within one year because prior to the maturity, the lender may request the repayment of the loan at any time.

## NOTE 10 OTHER CREDITORS

	<b>2021</b>	<b>2020</b>
	<b>EUR</b>	<b>EUR</b>
Tax authorities	16.281,96	36.243,24
Other creditors	—	862,50
<b>Total</b>	<b>16.281,96</b>	<b>37.105,74</b>

## NOTE 11 OTHER EXTERNAL EXPENSES

	<b>2021</b>	<b>2020</b>
	<b>EUR</b>	<b>EUR</b>
Audit and other fees to auditors	514.055,96	581.436,00
Data processing	127.947,09	21.533,17
Consulting fees	54.358,54	—
Legal fees	47.434,44	95.518,05
Bank account charges	21.581,76	32.412,30
Directors fees	17.727,15	125.798,91
Tax consultancy fees	13.484,17	5.840,64
Accounting fees	10.130,96	23.025,96
Other fees	5.828,73	25.364,59
Luxembourg Chamber of Commerce contribution	—	350,00
<b>Total</b>	<b>812.548,80</b>	<b>911.279,62</b>

## NOTE 12 INCOME FROM PARTICIPATING INTERESTS

Derived from affiliated undertakings:	<b>2021</b>	<b>2020</b>
	<b>EUR</b>	<b>EUR</b>
Dividends income	50.000.000,00	11.258.441,55
<b>Total</b>	<b>50.000.000,00</b>	<b>11.258.441,55</b>



## NOTE 13 OTHER INTEREST RECEIVABLE AND SIMILAR INCOME

a) derived from affiliated undertakings

	2021	2020
	EUR	EUR
Interest income and similar income	8.447.158,36	7.760.731,34
<b>Total</b>	<b>8.447.158,36</b>	<b>7.760.731,34</b>

b) other interest and similar income

	2021	2020
	EUR	EUR
Foreign currency exchange gains	4.905.394,31	223.098,58
Other income	83.478,20	119.850,42
<b>Total</b>	<b>4.988.872,51</b>	<b>342.949,00</b>

## NOTE 14 INTEREST PAYABLE AND SIMILAR EXPENSES

a) concerning affiliated undertakings

	2021	2020
	EUR	EUR
Interest charge on loan amounts owed to affiliated undertakings	20.673.114,19	18.160.216,79
<b>Total</b>	<b>20.673.114,19</b>	<b>18.160.216,79</b>

b) other interest and similar expenses

	2021	2020
	EUR	EUR
Foreign currency exchange losses	3.216.825,73	1.078.265,57
Loss on financial assets sold	—	1.359.277,88
Other expenses	—	2.067,72
<b>Total</b>	<b>3.216.825,73</b>	<b>2.439.611,17</b>

## NOTE 15 TAXES

The Company is subject to the general tax regulation applicable to commercial companies residing in Luxembourg.

## NOTE 16 AUDITOR FEES

The total fees accrued by the Company and paid or payable to the audit firm are presented as follows:

	2021	2020
	EUR	EUR
Audit fees PKF Audit & Conseil	514.055,96	581.436,00
<b>Total</b>	<b>514.055,96</b>	<b>581.436,00</b>

## NOTE 17 ADVANCES AND LOANS GRANTED TO THE MEMBERS OF THE MANAGEMENT

During the year ended December 31, 2021 the Company did not grant any loans to the management (2020: nil).

## NOTE 18 OFF BALANCE SHEET COMMITMENTS AND CONTINGENCIES

On 27 June 2018 the Company issued a financial guarantee for the benefit of a third party with a maximum liability not exceeding EUR 15 million, where the liability of the Company under this guarantee is limited to the performance of 4finance S.A. arising from derivative transactions.

The USD bonds were fully repaid in 2021 so this guarantee is no longer in force.

On 23 May 2016, the Company and certain subsidiaries entered into an agreement whereby the Company and the subsidiaries guarantee the validity and enforceability of the indenture, EUR 150.000.000 11,25% Senior Notes due 2021 and the obligations of the issuer under the indenture. With the prolongation of the due date of the notes to 23 February 2025, the guarantee is still in force.

On 26 October 2021, the Company and certain subsidiaries entered into an agreement whereby the Company and the subsidiaries guarantee the validity and enforceability of the indenture, EUR 175.000.000 10,75% Senior Unsecured Callable Fixed Rate Notes due 2026 and the obligations of the issuer under the indenture.

## NOTE 19 SUBSEQUENT EVENTS

### *Shareholder changes*

In February 2022, Vera Boiko, previously the biggest beneficial owner, sold 9.89% of shares in ultimate parent company Tirona Limited to three new minority shareholders, each holding 3.3% after the transaction.

In March 2022, Vera Boiko transferred a further 9.89% of shares in Tirona Limited to a Swiss charitable fund for paraspots. At end of March 2022, after both transactions Vera Boiko retains beneficial ownership of 29.27%.

In April 2022, Vera Boiko sold the remainder of her shares to four new minority shareholders, each owning less than 10% after the transaction, and is no longer a beneficial owner of the Company.

### *Governance*

In March, in light of the changes in the shareholding it has been decided to dissolve the Supervisory Board, leaving the Management Board as the top level of corporate governance.

***Impact on business operations from Russia-Ukraine war***

The Management conducted an analysis of the impact of the geopolitical and economic situation, caused by Russia's aggression on Ukraine, on the Company's operations and at the time of signing the financial statements, the Management does not see any material risk to the continuation of operations in the next 12 months.

***Sale of Polish business***

In early April, proposed legislation has been advanced in the Polish parliament ("Special Solutions Counteracting Supporting Aggression against Ukraine and Serving Protection of National Security in Poland") which would give the Ministry of the Interior sweeping powers to sanction entities directly or indirectly connected to or associated with Russian nationals. In light of this process, the 4finance Holding S.A. and its subsidiary 4finance AS took the decision to sell the Polish business, Vivus Finance Sp. z o.o., to local management for a purchase price of EUR 18 million, being approximately the book value of the business, payable in instalments over 3 years.

## Independent Auditor's Report

To the Shareholders of  
4finance Holding S.A.  
8-10, Avenue de la Gare  
L-1610 Luxembourg

### Report on the Audit of the Annual Accounts

#### Opinion

We have audited the annual accounts of 4finance Holding S.A. (the "Company") which comprise the balance sheet as at 31 December 2021, and the profit and loss account for the year then ended, and notes to the annual accounts, including a summary of significant accounting policies.

In our opinion, the accompanying annual accounts present fairly, in all material respects, the financial position of the Company as at 31 December 2021, and its financial performance and its cash flows for the year then ended in accordance with Luxembourg legal and regulatory requirements relating to the preparation and presentation of the annual accounts.

#### Basis for Opinion

We conducted our audit in accordance with the Law of 23 July 2016 on the audit profession ("Law of 23 July 2016") and with International Standards on Auditing ("ISAs") as adopted for Luxembourg by the "Commission de Surveillance du Secteur Financier" ("CSSF"). Our responsibilities under the Law of 23 July 2016 and ISAs as adopted for Luxembourg by the CSSF are further described in the « Responsibilities of "réviseur d'entreprises agréé" for the Audit of the Financial Statements » section of our report. We are also independent of the Company in accordance with the International Code of Ethics for Professional Accountants, including International Independence Standards, issued by the International Ethics Standards Board for Accountants (IESBA Code) as adopted for Luxembourg by the CSSF together with the ethical requirements that are relevant to our audit of the financial statements, and have fulfilled our other ethical responsibilities under those ethical requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion

#### Responsibilities of the Board of Directors and Those Charged with Governance for the Annual Accounts

The Board of Directors is responsible for the preparation and fair presentation of the annual accounts in accordance with Luxembourg legal and regulatory requirements relating to the preparation and presentation of the annual accounts, and for such internal control as the Board of Directors determines is necessary to enable the preparation of annual accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts, the Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

PKF Audit & Conseil Sàrl  
Cabinet de révision agréé - RC B222994  
37, rue d'Anvers L-1130 Luxembourg  
+352 28 80 12

**Responsibilities of the “réviseur d’entreprises agréé” for the Audit of the Annual Accounts**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue a report of the “réviseur d’entreprises agréé” that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Law dated 23 July 2016 and with ISAs as adopted for Luxembourg by the CSSF will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with the Law dated 23 July 2016 and with ISAs as adopted for Luxembourg by the CSSF, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company’s internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of Board of Directors’ use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company’s ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our report of the “réviseur d’entreprises agréé” to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our report of the “réviseur d’entreprises agréé”. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

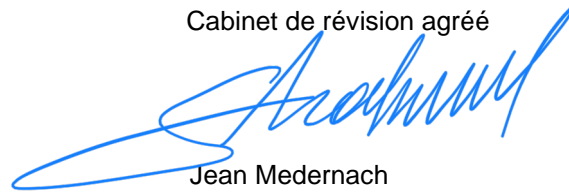
We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

**Report on Other Legal and Regulatory Requirements**

The management report is consistent with the annual accounts and has been prepared in accordance with applicable legal requirements.

Luxembourg, 14 April 2022

**PKF Audit & Conseil Sàrl**  
Cabinet de révision agréé



Jean Medernach