# Interim report for the second quarter and 6 months of 2019 (unaudited)



# Table of contents

BRIEF DESCRIPTION	3
MANAGEMENT REPORT	4
CONDENSED INTERIM REPORT	7
Management Board's declaration	7
Condensed statement of financial position	8
Condensed statement of comprehensive income	9
Condensed cash flow statement	. 10
Condensed statement of changes in equity	. 11
Notes to condensed interim report  Note 1 Accounting Principles Followed upon Preparation of the Interim Accounts  Note 2 Receivables and prepayments  Note 3 Investment property  Note 4 Payables and prepayments  Note 5 Equity  Note 6 Expenses related to investment property  Note 7 Administrative and general expenses  Note 8 Earnings per share	. 12 . 12 . 14 . 14 . 15 . 15
Note 9 Segment	

# **Brief description**

AS Trigon Property Development is a real estate development company.

AS Trigon Property Development currently owns one real estate development project involving a 21.87-hectare area in the City of Pärnu, Estonia. Commercial real estate is planned to be developed on this area.

The Company is listed on the Tallinn Stock Exchange. On November 6, 2012, the Listing and Surveillance Committee of NASDAQ OMX Tallinn decided to delist AS Trigon Property Development shares from the Main List starting from November 21, 2012, and to admit the shares simultaneously to trading in the Secondary List.

As at 30.06.2019 OÜ Trigon Wood owns 41.73% of the shares of Trigon Property Development AS directly and 17.88% through Skano Group AS. The biggest shareholders of OÜ Trigon Wood are OÜ Stetind (46.99%) and AS Trigon Capital (45.18%) by the time of compiling these financial statements.

Business name: AS Trigon Property Development
Address: Pärnu mnt 18 Tallinn 10141

Commercial Registry no.: 10106774

Beginning of financial year: 1.1.2019
End of financial year: 31.12.2019

Beginning of interim period: 1.1.2019
End of interim period: 30.06.2019

Auditor: PricewaterhouseCoopers AS

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E-mail: info@trigonproperty.com
Internet homepage: www.trigonproperty.com

# Management report

#### Overview of business areas

The main business activity of Trigon Property Development AS is real estate development. As at 30.06.2019, AS Trigon Property Development owned one development project with an area of 21.87 hectares in the City of Pärnu, Estonia. An industrial and logistics park is planned to be developed on this area. The Company's objective is to find companies willing to bring their business activities (industry, logistics) to the development project area of AS Trigon Property Development in Pärnu, which would add value to the land plots owned by the Company. The realisation of the value of the land is planned through the selling of land plots or through the development of real estate with the intention of creating a rental income-generating project.

In the fourth quarter of 2018 a 0.5-hectare property at the price of 70 000 euros was sold.

In 2016, a new detailed planning was made for the property, under which the proportion of business property with respect to all the land has increased compared to the previous planning. New established detailed planning has also increased the flexibility regarding the partial selling of the property as compared to the previous detailed planning since the plots are smaller and there is flexibility to change the size of the plots as required.

## Management

The law, the articles of association, decisions and goals stated by the shareholders and the Supervisory Board are followed in the managing the company. According to the Commercial Code, a resolution on the amendment of the articles of association shall be adopted, if at least two-thirds of the votes represented at the general meeting are in favour of the amendment.

#### Financial ratios

Statement of financial position	6 M 2019	6 M 2018
Total assets	1,773,694	1,807,615
Return on assets	-0.60%	-0.35%
Equity	1,772,937	1,805,887
Return on equity	-0.60%	-0.35%
Debt ratio	0.04%	0.10%
Net loss for the period	-16,115	-11,811
Share (30.06)	6 M 2019	6 M 2018
Closing price of the share	0.496	0.510
Earnings per share	-0.00235	-0.00140
Price-to-earnings (PE) ratio	-211.14	-363.00
Book value of the share	0.39	0.40
Price-to-book ratio	1.26	1.27
Market capitalisation	2,231,534	2,294,521

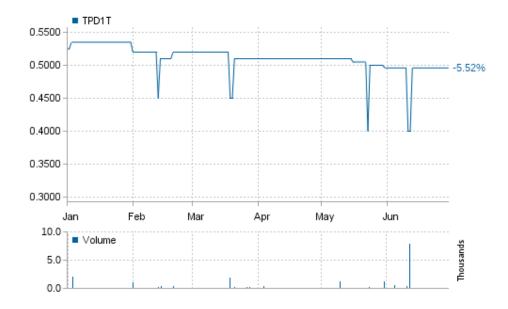
Return on assets = net profit / total assets
Return on equity = net profit/ equity
Debt ratio = liabilities / total assets
Earnings per share = net profit/ number of shares
Price-to-earnings (PE) ratio = closing price of the share / earnings per share
Book value of the share = equity / number of shares
Price-to-book ratio = closing price of the share / book value of the share
Market capitalisation = closing price of the share \* number of shares

#### Share

Since 5 June 1997, the shares of Trigon Property Development AS have been listed on the Tallinn Stock Exchange. Trigon Property Development AS has issued 4,499,061 registered shares, each with the book value of 0.511 euros. The shares are freely transferable, no statutory restrictions apply. There are no restrictions on transfer of securities to the company as provided by contracts between the company and its shareholders.

The share, with a price of 0.525 at the end of 2018, closed at 0.496 euros at the end of June 2019. In the first 6 months of 2019, a total of 17,787 shares were traded and the total sales amounted to 7,780 euros.

Share price and trading statistics on the Tallinn Stock Exchange from 01.01.2019 to 30.06.2019:



The distribution of share capital by the number of shares acquired as at 30.06.2019

	Number of shareholders	% of shareholders	Number of shares	% of share capital
1-99	88	24.86%	2,564	0.06%
100-999	138	38.98%	43,029	0.96%
1 000-9 999	101	28.53%	278,735	6.20%
10 000-99 999	21	5.93%	608,789	13.53%
100 000-999 999	5	1.41%	1,688,304	37.53%
1 000 000-9 999 999	1	0.28%	1,877,640	41.73%
TOTAL	354	100%	4,499,061	100%

List of shareholders with over 1% holdings as at 30.06.2019.

Shareholder	Number of shares	Ownership %
Trigon Wood OÜ	1,877,640	41.73
Skano Fibreboard OÜ	804,552	17.88
Harju KEK AS	224,000	4.98
M.C.E.Fidarsi OÜ	223,000	4.96
Madis Talgre	223,000	4.96
Kirschmann OÜ	213,752	4.75
James Kelly	99,004	2.20
Suur Samm OÜ	64,692	1.44
Avraal AS	56,000	1.24
Toivo Kuldmäe	49,231	1.09

## Personal

AS Trigon Property Development had no employees as at 30 June 2019 and 30 June 2018. There were no labour costs in first 6 months of 2019 and 2018.

# Description of main risks

#### Cash flow and fair value interest rate risk

As the Company has no significant interest-bearing assets and liabilities, its income and operating cash flows are substantially independent of changes in market interest rates. The change in market interest rates has indirect influence to the change of fair value of investment property, but the influence to the change of fair value of investment property is difficult to quantitatively evaluate.

# Management and Supervisory Boards and auditor

Management board of AS Trigon Property Development has one member - Rando Tomingas.

Supervisory Board of AS Trigon Property Development has three members: Joakim Helenius, Torfinn Losvik and Alo Lepp.

Audits are carried out by PricewaterhouseCoopers AS.

# Condensed interim report

# Management Board's declaration

The Management Board confirms the correctness and completeness of the unaudited interim report of AS Trigon Property Development for the second quarter and 6 months of 2019 as set out on pages 4-16.

The Management Board confirms that to the best of their knowledge:

- 1. the accounting policies and presentation of information applied in the preparation of the condensed interim report are in compliance with International Financial Reporting Standards (IFRS) as adopted in the European Union.
- 2. the interim report presents a true and fair view of the financial position, the results of operations and cash flows of the Company;
- 3. the management report presents true and fair view of significant events that took place during the accounting period and their impact to financial statements and includes the description of major risks and doubts;

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4. company is going concern.

Member of the Management Board

Rando Tomingas

30.08.2019

# Condensed statement of financial position

EUR	30.06.2019	31.12.2018	30.06.2018
Cash	50,377	73,296	15,451
Receivables and prepayments (note 2)	1,843	3,192	690
Total current assets	52,220	76,488	16,141
Investment property (note 3)	1,721,474	1,721,474	1,791,474
Total non-current assets	1,721,474	1,721,474	1,791,474
TOTAL ASSETS	1,773,694	1,797,962	1,807,615
Payables and prepayments (note 4)	757	8,913	1,728
Total current liabilities	757	8,913	1,728
Total liabilities	757	8,913	1,728
Share capital at book value (note 5)	2,299,020	2,299,020	2,299,020
Share premium	226,056	226,056	226,056
Statutory reserve capital	287,542	287,542	287,542
Accumulated loss	-1,039,681	-1,023,569	-1,006,731
Total equity	1,772,937	1,789,049	1,805,887
TOTAL LIABILITIES AND EQUITY	1,773,694	1,797,962	1,807,615

# Condensed statement of comprehensive income

EUR	II Q 2019	II Q 2018	6 M 2019	6 M 2018
Expenses related to investment property (note 6)	-5,156	-2,216	-7,311	-4,432
Gross loss	-5,156	-2,216	-7,311	-4,432
Administrative and general expenses (note 7)	-5,414	-4,105	-8,804	-7,380
Operating loss	-10,570	-6,321	-16,115	-11,812
Net financial income (-expense)	1	0	3	1
NET LOSS FOR THE PERIOD	-10,569	-6,321	-16,112	-11,811
TOTAL COMPREHENSIVE LOSS	-10,569	-6,321	-16,112	-11,811
Basic earnings per share	-0.00235	-0.00140	-0.00358	-0.00263
Diluted earnings per share	-0.00235	-0.00140	-0.00358	-0.00263

The notes to the condensed interim report presented on pages 12-16 are an integral part of this report.

# Condensed cash flow statement

EUR	6 M 2019	6 M 2018
Cash flows from operating activities		
Operating loss for the period	-16,115	-11,812
Adjustments for:		
Operating loss before changes in working capital:	-16,115	-11,812
Change in receivables and prepayments related to operating activities (note 2)	1,349	8,541
Change in liabilities and prepayments related to operating activities (note 4)	-8,156	-59,385
Interests received	3	1
Total cash flows used in operating activities	-22,919	-62,655
CHANGE IN CASH BALANCE	-22,919	-62,655
OPENING BALANCE OF CASH	73,296	78,106
CLOSING BALANCE OF CASH	50,377	15,451

The notes to the condensed interim report presented on pages 12-16 are an integral part of this report.

# Condensed statement of changes in equity

EUR	Share capital	Share premium	Statutory reserve capital	Accumulated loss	Total
Balance 31.12.2017	2,299,020	226,056	287,542	-994,920	1,817,698
Total comprehensive loss for the period	0	0	0	-11,811	-11,811
Balance 30.06.2018	2,299,020	226,056	287,542	-1,006,731	1,805,887
Total comprehensive loss for the period	0	0	0	-16,838	-16,838
Balance 31.12.2018	2,299,020	226,056	287,542	-1,023,569	1,789,049
Total comprehensive loss for the period	0	0	0	-16,112	-16,112
Balance 30.06.2019	2,299,020	226,056	287,542	-1,039,681	1,772,937

Additional information regarding the owners' equity is provided in note 5.

The notes to the condensed interim financial statements presented on pages 12-16 are an integral part of these financial statements.

# Notes to condensed interim report

## Note 1 Accounting Principles Followed upon Preparation of the Interim Accounts

#### General Information

The Company's main area of operations is real estate development.

#### Bases for Preparation

The accounting policies used for preparing the interim report of AS Trigon Property Development for the second quarter of 2019 are in accordance with International Financial Reporting Standards (IFRS) as adopted in the European Union. The presentation of the financial statements complies with the requirements of IAS 34 "Interim Financial Reporting". Interim financial statements should be read together with the annual report of last year. The accounting policies that have been used in the preparation of the condensed interim report are the same as those used in the annual report for the year ended 31 December 2018.

The financial statements have been prepared in euros (EUR).

Management estimates that AS Trigon Property Development is a going concern and the Company's interim report for the second quarter of 2019 presents a true and fair view of the financial position, the results of operations and the cash flows of AS Trigon Property Development. This interim report has not been audited.

#### Note 2 Receivables and prepayments

EUR	30.06.2019	31.12.2018	30.06.2018
Receivables	0	3,192	0
Tax prepayments	1,843	0	690
TOTAL	1,843	3,192	690

## Note 3 Investment property

	EUR
Balance as of 31.12.2017	1,791,474
Balance as of 30.06.2018	1,791,474
Sales of investment property	-70,000
Balance as at 31.12.2018	1,721,474
Balance as at 30.06.2019	1,721,474

As at 30 June 2019, the Company owns one real estate development project involving a 21.87-hectare (31 December 2018: 21.87-hectare) area in the City of Pärnu, Estonia.

The expenses related to the management of investment property totaled 7,311 euros in the first 6 months of 2019 and 4,432 euros in the first 6 months of 2018 (note 6).

In 2016, a new detailed planning has been established for the property under which the proportion of business property in respect of all the land has increased compared to the previous planning. New established detailed planning has increased the flexibility for the partial selling of

the property as compared to the previous detailed planning, the plots are smaller and there is the flexibility of changing the size of the plots, as required.

In the fourth quarter of 2018 a 0.5-hectare property at the price of 70 000 euros was sold.

In 2018, the investment property was valued by the Management of the Company using the comparable transactions approach, which benchmarked the value of Niidu land area against the prices of transacted land plots along the Pärnu City. According to the statistics of Land Board the benchmark industrial, commercial and mixed use land plot median prices ranged from 6.45 to 16.03 euros per square meter, depending on the size, location and basic site infrastructure. Management estimates the sale of small business land plots has influenced the median price of business property and therefore substantially conservative price per square meter has used for valuation of the property. Considering the change of the proportion of industrial and business land with reference to new established detailed planning and based on comparable transaction, the Management has estimated the sales price to be at 11.7 EUR/m2. To evaluate the present value of the area as at 31.12.2018, the Management has estimated the sales period to be 4 years and has used a discount rate of 14.23%.

As at 31 December 2018, the evaluation resulted in a fair value of 1,721,474 euros.

According to IFRS 13, the valuation of fair value of real estate is considered level 3 investment. The main inputs are the sales price, the discount rate and the sales period in the discounted cash flow. Sensitivity of the main inputs to investment property fair value as of 31.12.2018:

Discount	Sales price, EUR / m2						
rate	10.95	11.20	11.45	11.70	11.95	12.20	12.45
11.83%	1,720,000	1,760,000	1,800,000	1,840,000	1,880,000	1,920,000	1,960,000
12.63%	1,680,000	1,720,000	1,760,000	1,800,000	1,840,000	1,880,000	1,920,000
13.43%	1,640,000	1,680,000	1,720,000	1,760,000	1,800,000	1,840,000	1,880,000
14.23%	1,610,000	1,650,000	1,690,000	1,720,000	1,760,000	1,800,000	1,840,000
15.03%	1,580,000	1,610,000	1,650,000	1,690,000	1,730,000	1,760,000	1,800,000
15.83%	1,550,000	1,580,000	1,620,000	1,650,000	1,690,000	1,730,000	1,760,000
16.63%	1,510,000	1,550,000	1,590,000	1,620,000	1,660,000	1,690,000	1,730,000

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Sales period	EUR
+1 year	1,500,000
-1 year	1,930,000

The property valuation is based on estimates, assumptions and historical experience adjusted with prevailing market conditions and other factors which management assesses to the best of its ability on an on-going basis. Therefore, based on the definition and taking into account that evaluation is based on a number of presumptions, which may not realize in assessed way, the valuation can be subject to significant adverse effects. This could lead to a significant change in the carrying amount of investment property in future periods. The fair value of the investment property, which is assessed using the described model is essentially dependent on whether this project could be accomplished and appropriate financing found in compliance with the presumptions made and schedule used in evaluation model.

## Note 4 Payables and prepayments

EUR	30.06.2019	31.12.2018	30.06.2018
Payables	539	2,925	1,510
Taxes payable	0	70	0
Other payables	218	5,918	218
TOTAL	757	8,913	1,728

## Note 5 Equity

	Number of shares (pcs)	Share capital (EUR)
Balance 30.06.2018	4,499,061	2,299,020
Balance 31.12.2018	4,499,061	2,299,020
Balance 30.06.2019	4,499,061	2,299,020

The share capital of AS Trigon Property Development amounts to 2,299,020 euros as at 30 June 2019 and 31 December 2018, which is divided into 4,499,061 ordinary shares with the book value of 0.511 euros. The minimum share capital stipulated in the articles of association is 675,000 euros and the maximum share capital is 2,700,000 euros. Each ordinary share grants one vote to its owner at the General Meeting of Shareholders and the right to receive dividends.

As at 30 June 2019 the accumulated losses amounted to -1,039,681 euros. As at 31 December 2018 the accumulated losses amounted to -1,023,569 euros.

As at 30 June 2019, the Company had 354 shareholders (31 December 2018: 357 shareholders) of which the entities with more than a 5% holdings were:

- Trigon Wood OÜ with 1,877,640 shares or 41.73% (31.12.2018: 41.73%)
- Skano Fibreboard OÜ with 804,552 shares or 17.88% (31.12.2018: 17.88%).

Members of the Management Board and Supervisory Board did not own directly any shares of Trigon Property Development AS as at 30 June 2019 and 31 December 2018. Supervisory Board members Joakim Johan Helenius and Torfinn Losvik have indirect ownership through parent company OÜ Trigon Wood.

## Note 6 Expenses related to investment property

EUR	II Q 2019	II Q 2018	6 M 2019	6 M 2018
Land tax	2,156	2,216	4,311	4,432
Design	3,000	0	3,000	0
TOTAL (Note 3)	5,156	2,216	7,311	4,432

## Note 7 Administrative and general expenses

EUR	II Q 2019	II Q 2018	6 M 2019	6 M 2018
Security transactions and stock exchange fees	2,060	1,917	3,890	3,899
Advertising	1,724	384	1,874	384
Accounting service	810	810	1,620	1,620
Consulting	800	600	1,200	840
Legal expenses	0	362	0	362
Other	20	32	220	275
TOTAL	5,414	4,105	8,804	7,380

## Note 8 Earnings per share

EUR	6 M 2019	6 M 2018
Basic earnings per share (basic EPS)	-0.00235	-0.00140
Diluted earnings per share	-0.00235	-0.00140
Book value of the share	0.39	0.40
Price to earnings ratio (P/E)	-211.14	-363.00
Closing price of the share of AS Trigon Property Development on Tallinn Stock Exchange	0.496	0.510

Basic earnings per share have been calculated on the basis of the net loss for the interim period and the number of shares.

Diluted earnings per share equal the basic earnings per share because the Company does not have any potential ordinary shares with the dilutive effect on the earnings per share.

## Note 9 Segment

The Company operates in one business segment - property investments. Property investment division develops property in Estonia. The Company had no revenue in the first 6 months of 2019 and 2018.

#### Note 10 Related party transactions

The following parties are considered to be related parties:

- Parent company Trigon Wood OÜ and owners of the parent company with significant influence;
- Members of the Management board, the Management Board and the Supervisory Board of AS Trigon Property Development and their close relatives;
- Entities under the control of the members of the Management Board and Supervisory Board.

The Company is listed in the secondary list of Nasdaq OMX Tallinn Stock Exchange. As at 30.06.2019 OÜ Trigon Wood owns 41.73 % of the shares of Trigon Property Development AS directly and 17.88% through Skano Group AS. The biggest shareholders of OÜ Trigon Wood are OÜ

Interim report for the second quarter and 6 months of 2019 (unaudited)

Stetind (46.99%) and AS Trigon Capital (45.18%) by the time of compiling these financial statements.

In the first 6 months of 2019 and 2018 no remuneration has been paid to the Management or Supervisory board. There are no potential liabilities to members of the Management Board or Supervisory Board.

In the first 6 months of 2019 the Company bought services from the companies under the control of the Members of the Supervisory Board in the amount of 1,200 euros (2018 6 M: 600 euros). In the first 6 months of 2019 the Company bought services from the owners of the parent company in the amount of 1,620 euros (2018 6 M: 1,620 euros). As at 30 June 2019 the amount of 240 euros was unpaid to the related parties (30.06.2018: 3,420 euros).