

Still Equity Fund

The Netherlands

ANNUAL REPORT

for the year ended 31 December 2022

Table of contents

	Page
General information	2
Historical overview	4
Management Report	5
Financial statements	13
Balance sheet	13
Income Statement	14
Statement of cash flows	15
Notes to the financial statements	16
General Information	16
Significant accounting principles and policies	16
Notes for individual balance sheet items	19
Investments	19
Other receivables	19
Cash	19
Accrued expenses and other payables	19
Subscriptions received in advance	20
Share capital	20
Notes for individual income statement items	22
Interest income	22
Dividend income	22
Foreign currency gains on translation	22
Investment return	22
Costs	23
Relevant contracts	24
Related Party Transactions	25
Financial investments and associated risks	25
Events after the balance sheet date	28
Investment portfolio as at 31 December 2022	29
Investment portfolio as at 31 December 2021	30
Other information	31
Provisions of the Prospectus on distribution policy	31
Interests held by the Directors	31
Provision of information	31
Date of authorisation	31

General information

Registered Office	Gustav Mahlerplein 3 Symphony Offices, 26 th Floor 1082 MS Amsterdam The Netherlands
Fund Manager	Privium Fund Management B.V. Gustav Mahlerplein 3 Symphony Offices, 26 th Floor 1082 MS Amsterdam The Netherlands
Delegate/Investment Advisor	Mpartners B.V. Koningslaan 52 1075 AE Amsterdam The Netherlands
Depository	Darwin Depository Services B.V. Barbara Strozziilaan 101 1083 HN Amsterdam The Netherlands
Title Holder	Stichting Juridisch Eigendom Still Equity Fund Woudenbergsesweg 11 3953 ME Maarsbergen The Netherlands
Custodian	ABN AMRO Clearing Bank N.V. Gustav Mahlerlaan 10 1082 PP Amsterdam The Netherlands
Payment Bank	ABN AMRO Bank N.V. Gustav Mahlerlaan 10 1082 PP Amsterdam The Netherlands
Administrator	Apex Fund Services (Netherlands) B.V. Van Heuven Goedhartlaan 935A 1181 LD Amstelveen The Netherlands
Independent Auditor	Ernst & Young Accountants LLP Antonio Vivaldistraat 150 1083 HP Amsterdam The Netherlands

General information (*continued*)

Legal Advisor

Van Campen Liem
J.J. Viottastraat 52
1071 JT Amsterdam
The Netherlands

Fiscal Advisor

STP Tax Lawyers
Claude Debussylaan 42
1082 MD Amsterdam
The Netherlands

Historical overview

Key figures

	2022	2021	2020	2019	2018
<i>(All amounts in EUR)</i>					
Equity at the beginning of the year	20,020,461	15,717,998	8,911,447	6,017,908	7,552,903
Issue of units	6,091,339	3,161,425	8,256,695	3,910,000	112,000
Redemption of units	(5,570,848)	(2,565,226)	(645,996)	(2,062,296)	(91,613)
Distributions to unitholders	(113,835)	-	-	-	-
Result for the period	(4,069,725)	3,706,264	(804,148)	1,045,835	(1,555,382)
Equity at the end of the year	16,357,392	20,020,461	15,717,998	8,911,447	6,017,908
Investments	14,354,581	19,566,626	15,016,369	7,939,158	4,985,398
Cash	2,008,815	703,922	783,894	6,973,924	2,544,543
Other assets and liabilities	(6,004)	(250,087)	(82,265)	(6,001,635)	(1,512,033)
Equity at the end of the year	16,357,392	20,020,461	15,717,998	8,911,447	6,017,908
Net profit/(loss)					
Investment income	361,048	290,283	141,987	142,439	158,784
Changes in value	(4,212,108)	3,688,162	(738,032)	1,111,750	(1,510,595)
Other results	68,088	3,257	-	-	-
Expenses	(286,753)	(275,438)	(208,103)	(208,354)	(203,571)
Net profit/(loss)	(4,069,725)	3,706,264	(804,148)	1,045,835	(1,555,382)
Number of units					
Class A Units	76,976.56	118,375.81	106,488.91	99,563.23	76,789.50
Class B Units ¹	111,712.03	70,382.23	73,989.92	-	-
Unitholders' equity per unit					
Class A Units	79.50	100.81	82.73	89.52	78.37
Class B Units	91.63	114.89	93.35	-	-
Performance					
Class A Units	(21.14%)	21.86%	(7.58%)	14.07%	(20.56%)
Class B Units	(20.25%)	23.08%	(6.65%)	-	-

¹ The Class B Units were issued in January 2020.

Management Report

2022 Review & Outlook

The Still Equity Fund recorded a decline of -21.14% in the A Class shares and -20.25% the B shares during 2022.

From an investment perspective 2022 was a truly unique year – to put it kindly. It was a year in which the professional money manager and the individual investor alike found few places to hide aside from cash, energy stocks, and a few selected commodities. Stocks and bonds have each had their share of bad years. What made 2022 so unique is that both stocks and bonds fell sharply. Last year was only the sixth time since 1926 that both the S&P 500 and Bloomberg U.S. Aggregate declined. It is the only time in history where they each fell by more than 10%. In Europe, declining liquidity and rising risk aversion hit European smaller companies especially hard with the Stoxx 200 Europe Smaller Company Index declining by -25.6% for the year.

The Fund maintained a relative defensive positioning for the majority of 2022 primarily through a high cash allocation that by Q3 represented over 30% of fund assets. During the year the Fund exited three positions – Arcadis (in February), DXC (in June) and HealthBeacon (in July). The first two names were exited on strong stock performance on the back of solid operational performance by both companies. The latter name was exited at a loss based on disappointing commercial updates.

Indeed, the excess cash in the portfolio was not deployed until the final two months of the year when three new positions were initiated in Rheinmetall (German Defence manufacturer), DCC (UK listed conglomerate active in Energy distribution, Healthcare and Technology) and Hensoldt (German Defense Electronics).

It is important to recognize that the extremely difficult market for European smaller companies in 2022 is already laying the foundation for a dramatic improvement in the medium- and longer-term return outlook for the asset class. It is an unfortunate irony that most investors are more comfortable entering the market in the presence of stretched valuations once price momentum is positive and run for the exit when valuations have improved due to negative price momentum. The current financial market volatility and weakness is slowly killing the speculative instincts that grew unrestrained during the zero-interest rate policy period. The result is more realistic valuations that will result in stronger returns in the future – this is the equity market cycle that has been repeated for more than 140 years. As we exit the Alice in Wonderland financial world of zero rates and gravity defying valuations towards a more mundane world of a measurable risk-free rate and sustainable valuations, the transition will and has been bumpy, but the destination is inevitably more rewarding.

Market history would suggest there could be plenty of upside in European small caps. The chart below shows that the period of Small-Cap underperformance between September 2021 and October 2022 was the worst in over 20 years. Historically, such periods of underperformance, have been followed by sustained periods of outperformance of Small-Cap stocks with an excess return of around 40% over 20 months.

Periods of Small-Cap Underperformance

Drawdown Dates	# Months	Small-Cap Return	Benchmark Return	Net Return
May 94 - Jan 99	56.0	29.0	131.1	-102.1
Aug 99 - Dec 99	4.7	12.4	27.4	-15.0
Sep 01 - Oct 01	1.0	-8.0	3.7	-11.8
Jul 02 - Oct 02	2.8	-14.6	-2.8	-11.8
Apr 07 - Dec 08	20.0	-59.0	-43.2	-15.7
Jun 11 - Dec 11	6.5	-23.1	-13.6	-9.5
Mar 14 - Oct 14	6.8	-8.7	0.9	-9.6
Jun 18 - Mar 20	21.3	-35.5	-24.4	-11.0
Sep 21 - Oct 22	13.3	-31.7	-13.6	-18.0
Median*	6.6	-11.7	-0.9	-11.8

*Excludes most recent case.

Periods of Small-Cap Outperformance

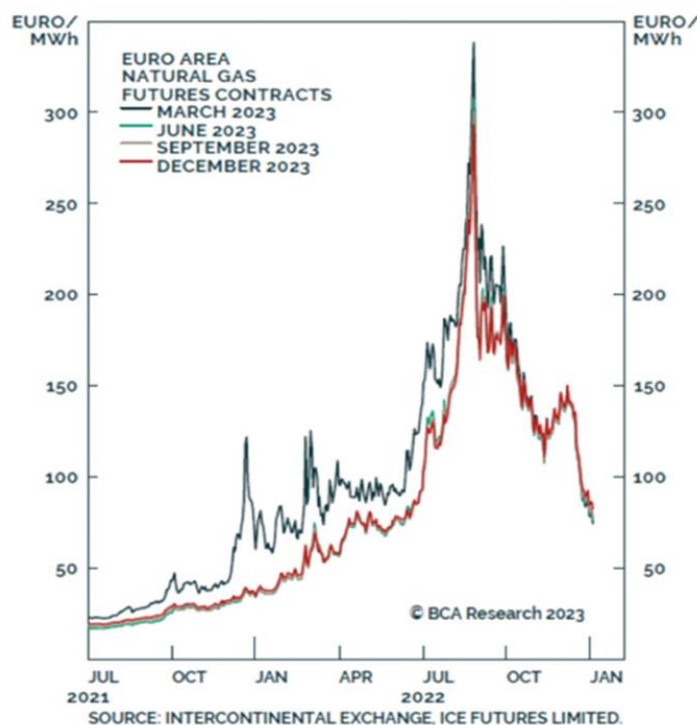
Recovery Dates	# Months	Small-Cap Return	Benchmark Return	Net Return
Dec 92 - May 94	16.9	60.0	30.8	29.2
Jan 99 - Aug 99	6.6	13.4	1.4	12.0
Dec 99 - Sep 01	20.4	-6.8	-24.3	17.5
Oct 01 - Jul 02	9.4	0.8	-22.2	23.0
Oct 02 - Apr 07	54.0	226.6	100.1	126.6
Dec 08 - Jun 11	29.9	112.2	47.5	64.7
Dec 11 - Mar 14	27.2	88.0	48.3	39.7
Oct 14 - Jun 18	44.2	77.1	35.1	42.0
Mar 20 - Sep 21	17.6	113.6	69.3	44.3
Oct 22 - Jan 23	3.6	20.9	17.0	3.9
Median*	20.4	77.1	35.1	39.7

Management Report (*continued*)

2022 Review & Outlook (*continued*)

As we enter 2023 we do so with a strong consensus formed around an imminent recession and a very difficult first-half of the year for risk assets. This view has formed despite the following most recent developments:

- The Chinese policy shift towards managing COVID will lead to a gradual reopening of that market which can only be a positive from a European perspective given the vast trade linkages between the two economic blocs;
- Rapidly moderating inflation readings which have started to surprise on the downside and, if sustained, will challenge the still hawkish monetary rhetoric from the major Central Banks;
- Resilient economic growth in both the US and Europe as labour markets strength has so far shrugged off the expected impact of rising interest rates;
- The steep fall in energy prices – back to pre-Russian invasion levels (chart below) – which should provide a major relief to European economic growth.



We are sure that developments will remain fluid but do find sufficient comfort in the evolving macro backdrop to be confident that our style of fundamental analysis and laser focus on valuation will be strong positives in coping with whatever 2023 has to offer.

Sustainable Finance Disclosure Regulation (SFDR)

As per 10 March 2021 the EU Sustainable Finance Disclosure Regulation (SFDR) has come into force. In the context of the Sustainable Finance Disclosure Regulation (SFDR), the Fund has been classified as an Article 6 fund. The investments of the Still Equity Fund do not take into account the EU criteria for environmentally sustainable economic activities. However, in compliance with the SFDR, the Fund Manager does consider the effects of material sustainability risks on the value of the Fund's investments. On a company by company basis, all relevant ESG/sustainability risks are being defined and assessed during the initial due diligence but also on an ongoing basis after an investment is made.

Management Report (*continued*)

General principles of remuneration policy Privium Fund Management B.V. (‘Privium’)

Privium Fund Management B.V. (“Privium”) has a careful, controlled and sustainable remuneration policy which meets all requirements included in the Alternative Investment Fund Managers Directive (AIFMD) and the guidelines on sound remuneration policies under the AIFMD (ESMA Guidelines). In line with the Sustainable Finance Disclosure Regulation (SFDR) the remuneration policy of Privium takes into account sustainability risks. The remuneration policy is consistent with and contributes to a sound and effective risk management framework and does not encourage risk taking beyond what is acceptable for Privium.

The Board of Privium is responsible for establishing the Remuneration policy. The Board of Privium reviews the Remuneration policy at least once a year and the policy may be amended if circumstances warrant that. Remunerations at Privium may consist out of a fixed salary (this may include a payment to cover certain expenses of staff members) and a variable remuneration.

Privium may reclaim all or part of the variable remuneration paid if (i) this payment was made on the basis of incorrect information, (ii) in the event of fraud by the employee, (iii) in the event of serious improper behaviour by the employee or serious negligence in the performance of his tasks, or (iv) in the event of behaviour that has resulted in considerable losses for the fund or Privium.

Remuneration policy 2022

This overview is based on the situation as of December 31, 2022. The financial year of Privium ends on December 31 of any year. For some of the funds the compensation consists of both a management and a performance fee. Amounts reflect remuneration related to funds managed by Privium, for the time Privium was the Fund Manager of those funds.

The two tables below offer an overview of the remuneration at the level of Privium. The first table shows the remuneration overview as of December 31, 2021 and the second table shows the remuneration overview as of December 31, 2022.

Information per fund is not available. The Board of Privium is being described as Identified Staff in senior management roles. All other staff members are categorized as identified staff outside senior management roles.

Overview as December 31, 2021

	Identified staff in senior management roles	Identified staff outside senior management roles	Total staff
Number of staff	2	37	39
Total fixed remuneration	€ 167.492	€ 9.691.135	€ 9.858.627
Total variable remuneration	€ 42.500	€ 9.326.680	€ 9.369.180
Total remuneration	€ 209.992	€ 19.017.815	€ 19.227.807

Management Report (*continued*)

Remuneration policy 2022 (*continued*)

Overview as December 31, 2022

	Identified staff in senior management roles	Identified staff outside senior management roles	Total staff
Number of staff	3	38	41
Total fixed remuneration	€ 279.397	€ 9.303.709	€ 9.583.106
Total variable remuneration	€ 0	€ 479.953	€ 479.953
Total remuneration	€ 279.397	€ 9.783.663	€ 10.063.059

Variable payments to both identified staff members in senior management roles and identified staff outside senior management depend on financial and non-financial performance indicators, such as; positive results of and the effort of employees to the profitability of the company, the performance of the funds, extraordinary commitment to the firm, customer satisfaction, work according best practice ethical standards, compliance with risk management policies, compliance with internal and external rules among them sustainability (risks). The variable payments are for at least 50% based on non-financial performance indicators and variable payments are not granted when the non-financial performance criteria- such as having taken into account the set (sustainability) risks – are not met.

In 2022 no variable payments regarding the Still Equity Fund have been paid to any Identified Staff of Privium.

Privium has delegated certain portfolio management duties of some of its funds to outside investment advisers ('delegates'). Remuneration of identified staff of delegates is not included in the table. The delegates are subject to regulatory requirements on remuneration policies and disclosures that are comparable with the requirements applicable to Privium. Reference to the remuneration of the delegates is included in the Prospectus and annual report of the funds concerned.

Privium Fund Management B.V., the Fund Manager of the various funds, does not charge any employee remuneration fees to the funds, except for the Supermarkt Vastgoed fund. The Supermarkt Vastgoed fund already had an 'at cost' fee model prior to Privium being appointed as Fund Manager, instead of the more common model where the Fund Manager receives a management fee that is a percentage of the AUM.

Employee remuneration is paid out of the management and performance fees (if applicable). In total 41 staff members were involved during (some part of) the year 2022 (2021: 39), including consultants and including both part-time and full-time staff.

No staff members have earned more than Euro one million in relation to the performance results during the year 2022 (2021: three).

Risk management

Privium Fund Management B.V. has a clear and elaborate Risk Management framework, in line with current legislation, such as the Alternative Investment Fund Manager Directive (AIFMD). The Risk Management function within Privium is performed by an independent Risk Manager. Privium has a Risk Management Committee which meets at least on a monthly basis.

The Risk Management framework consists of several individual components, whereby Risk Monitoring is being performed on an ongoing basis.

Management Report (*continued*)

Risk management (*continued*)

Under the AIFM Directive, the Fund Manager is required to establish and maintain a permanent risk management function. This function should have a primary role in shaping the risk policy of each Alternative Investment Fund ("AIF"), risk monitoring and risk measuring in order to ensure that the risk level complies on an ongoing basis with the AIF's risk profile.

The risk management function performs the following roles:

- Implement effective risk management policies and procedures in order to identify, measure, manage and monitor risks;
- Ensure that the risk profile of an AIF is consistent with the risk limits set for the AIF;
- Monitor compliance with risk limits; and
- Provide regular updates to senior management concerning:
 - The consistency of stated profile versus risk limits;
 - The adequacy and effectiveness of the risk management process; and the current level of risk of each AIF and any actual or foreseeable breaches of risk limits.

To identify the Risk Profile and main risks, and ensure the right measurement, management and monitoring of these risks, the Fund Manager has a rigid Risk Onboarding Process. It ensures that the Investment Process is properly documented and the Product itself is properly reviewed.

As described by the AIFM Directive quantitative risk limits are, where possible, constructed for various risk categories: market risk, liquidity risk, credit risk, counterparty risk and operational risk. These risk limits should be in agreement with the Risk Profile of the fund.

The risk management function is fully independent from Portfolio Management. The Risk Manager has full authority to close positions or the authorization to instruct the closing of positions on his behalf in case of a risk breach.

To ensure that all risk management tasks are executed correctly and timely, the Fund Manager uses an automated system (CM) that registers all risk tasks, keeps a list of all pending risk tasks, and escalates risk tasks that have not been executed or report a violation of a risk rule. The system produces an audit log that can be verified by the internal auditor, the external auditor, the management board, the regulator or other stake holders. Not all risk variables have limits but to identify any new relevant risks, every variable that is reported in the CM system flows through a sanity check. The sanity check will raise an exception if the variable falls outside its "normal" boundaries. Risk Management is notified of these exceptions and will make an assessment whether the situation is stable or whether further escalation is needed.

The positions of the fund are administered and reconciled using SS&C Eze Investment Suite and risk metrics such as value at risk, stress scenarios and portfolio liquidity are obtained through Bloomberg.

The CM system is responsible for monitoring of the pre-defined risk limits. The limits can either be configured as notification limits, soft limits or hard limits. In case of a breach of any of the limits, the escalation procedures are followed as described in the Global Risk Management Framework (Annex 17) of the Privium Handbook.

On a monthly basis the Risk Committee of the Fund Manager meets to discuss the performances and risks of the Fund. Any breaches are thoroughly discussed during these meetings. Additionally, a yearly Risk Evaluation and Product Review is conducted.

In 2016 Privium's senior management team decided to engage an external party in the annual evaluation of the internal processes. This audit primarily focusses on risk management and compliance processes. In Q4 2022 and during the first two months of 2023 this audit was performed and the findings were reported to Privium's management. The audit did not demonstrate any material deviations.

Management Report (*continued*)

Risk management and willingness to take risks

There have been no risk breaches during the year 2022. The risk profile of the Fund hasn't changed during the reporting period. Neither did the investment objective (s) or any of the investment restrictions of the Fund changed during the reporting period.

Reference to the investment objective (s), risk profile and the investment restrictions of the Fund is made in the Prospectus of the Fund and the Key Information Document.

In the table below we list the various risk to which investors in the Fund are exposed and we discuss the measures applied to manage these risks and their potential impact on the Fund's NAV's.

Management Report *(continued)*

Risk management and willingness to take risks *(continued)*

Sorts of risks	Risk hedged	Measures applied and expected effectiveness	Impact on 2022 NAV	Expected impact on 2023 NAV if risk materializes	Adjustments made or expected adjustments to risk management in 2022 or 2023
Price/Market Risk	No	The fund's portfolio consists of a number of listed equity positions (long-only). Cash may also be used Bottom-up company analysis is a very important item in mitigating risks during the holding period of a position. However share price fluctuations due to general equity market movements during the holding period can't be mitigated or avoided in full by conducting company analysis. This risk is inherent when securities like equities are traded.	The Fund lost -20.25% in 2022 (Class B shares). Class A shares lost - 21.14%. The Fund underperformed its benchmark (MSCI Europe total return Index) in 2022. This benchmark lost -11.55% in 2022. The SPDR MSCI Europe Small Cap Value Weighted UCITS ETF lost - 13.52% in 2022.	Investments are being selected on having attractive valuations but largely this will also depend on general market circumstances.	No
Interest rate risk	No	The Fund has no interest bearing financial instruments except for cash at bank. Therefore the Fund is not exposed to significant interest rate risk.	None	None	No
Foreign Exchange risk	No	FX risk is not being hedged. It is not expected that this will change in the near future either.	As of December 31, 2022 around 62% of the investments were denominated in EUR. This includes cash as well. Foreign FX exposure as a whole contributed negatively to the return.	This will largely depend on FX movements.	No
Liquidity risk	No	Liquidity risk mostly has been mitigated by investing in positions that offer sufficient liquidity.	None	We would not expect a negative NAV impact if this risk would materialize.	No
Credit risk	No	Spare cash is maintained at ABN AMRO. ABN AMRO has an A credit rating (S&P credit rating) and we would reconsider the position if this changes.	None	None	No
Operational risk	No	This risk is mostly mitigated by having rigid operational procedures in place. Next to that duties and responsibilities are clearly divided between Privium employees. The same is applicable at the service providers of the several Privium Funds.	None	None	No
Counterparty Risk	No	This risk is mostly mitigated by selecting and maintaining relationships with top tier counterparties and service providers.	None	None	No
Leverage Risk	No	The Fund is not using leverage (no implied leverage and no actual borrowings). Nevertheless as of December 31, 2022 the leverage calculations according to the Gross method and Commitment method are as follows: Gross method: 88% and Commitment method: 100%.	None	None	No
Sustainability Risk	No	Sustainability risks are categorized into Environmental, Social or Governance (ESG) issues and may pose a material risk to the value of an investment. Not all sustainability risks may have a material negative effect on the value of an investment. Therefore, the Fund applies the Materiality Map of the Sustainability Accounting Standards Board (SASB) to determine which sustainability risks are material to consider in the investment decision making process. In each investment decision the relevant material sustainability risks are investigated using the following focus points: * Policy and practices: Investigating if relevant sustainability risks to the investment are well covered by policies informs if all risks are sufficiently in scope and in control. If so, then the value of the investment may be less sensitive to the relevant sustainability risk than its peers. * Incidents: If the sector or the investment experienced significant incidents regarding the relevant sustainability risk recently, this may inform the understanding of both the frequency of it occurring, as well as the investments readiness and quality of response. Better preparedness and a strong response mean the value of the investment may be less sensitive to the relevant sustainability risk than its peers.	None	None	No

Management Report (*continued*)

Control Statement

The Board of Privium Fund Management B.V. declares to have an AO/IB (Handbook) that meets the requirements of the “Wet op het financieel toezicht and the ‘Besluit gedragstoezicht financiële ondernemingen (‘Bgfo)’”. During 2022 we assessed the various aspects of the Privium operations as outlined in the AO/IB (Handbook). We have not identified any internal control measures that do not meet the requirements of Article 121 of the Bgfo and as such we declare that the operations in the year 2022 functioned effectively as described. During 2022 a number of independent service providers have conducted checks on Privium’s operations as part of their ongoing responsibility and investor demand. No errors have been signaled.

Privium is updating its AO/IC (Handbook) on a regular basis as required by law. The 2022 update was completed in November 2022. During the fourth quarter of 2022 and the first two months of 2023 the external audit officer performed its annual due diligence on a number of internal procedures at the Fund Manager. These are related to Compliance and Risk Management. The external audit officer has reported his findings to the Fund Manager in a report. No meaningful errors have been signalled.

Financial statements

BALANCE SHEET

(As at 31 December)

	<i>Note</i>	December 2022 EUR	December 2021 EUR
Assets			
Investments			
Equities		14,354,581	19,566,626
Total investments	3	14,354,581	19,566,626
Receivables			
Other receivables	4	90,015	79,112
Total receivables		90,015	79,112
Other assets			
Cash	5	2,008,815	698,812
Total other assets		2,008,815	698,812
Total assets		16,453,411	20,344,550
Liabilities			
Unitholders' equity			
Contribution of unitholders		18,242,752	17,836,096
Unappropriated gain/(loss)		(1,885,360)	2,184,365
Total unitholder's equity	8	16,357,392	20,020,461
Other liabilities			
Subscriptions received in advance	7	35,500	284,800
Accrued expenses and other payables	6	60,519	39,289
Total other liabilities		96,019	324,089
Total liabilities		16,453,411	20,344,550

Financial statements

INCOME STATEMENT

(For the years ended 31 December)

	<i>Note(s)</i>	2022	2021
		EUR	EUR
Investment result			
Dividend income	10	361,048	290,283
		361,048	290,283
Changes in value			
Realised results	3, 12	459,206	1,902,409
Unrealised results	3, 12	(4,671,314)	1,785,753
		(4,212,108)	3,688,162
Other results			
Foreign currency gains on translation	11	57,049	3,257
Interest income on bank accounts	9	7,624	-
Other results		3,415	-
		68,088	3,257
Expenses			
Management fee	13, 14	(132,125)	(162,171)
Administration fee	13, 14	(23,689)	(24,549)
Depositary fee	13, 14	(22,532)	(21,940)
Audit fee	13, 14	(20,650)	(15,264)
Legal fees	13	(17,323)	-
Tax preparation fee	13	(15,649)	(3,025)
Interest expense		(11,116)	(9,544)
Legal owner fee	13	(8,083)	(7,191)
FATCA fees	13,14	(6,000)	(6,000)
Custody fee	14	(6,008)	(6,000)
Bank charges	13	(5,081)	(4,024)
Other operational costs		(1,170)	(2,022)
Regulator fee	13	(2,909)	(1,468)
Total expenses		(272,335)	(263,198)
Net (loss)/profit for the year before tax		(4,055,307)	3,718,504
Withholding tax		(14,418)	(12,240)
Net (loss)/profit for the year after tax		(4,069,725)	3,706,264

Financial statements

STATEMENT OF CASH FLOWS (For the years ended 31 December)

	<i>Note</i>	2022 EUR	2021 EUR
Cash flows from operating activities			
Net payments from investments	3	(5,353,627)	(10,097,279)
Net receipts from investments	3	6,353,564	9,235,184
Interest received		5,612	-
Interest paid		(11,681)	(9,503)
Dividend received		346,630	278,043
Management fee paid		(137,846)	(158,572)
Operating expenses paid		(107,054)	(135,211)
Net cash flows from/(used in) operating activities		<u>1,095,598</u>	<u>(887,338)</u>
Cash flows from financing activities			
Proceeds from sales of units	8	5,842,039	3,364,225
Payments on redemptions of units	8	(5,570,848)	(2,565,226)
Distribution to unitholders		(113,835)	-
Net cash flows provided by financing activities		<u>157,356</u>	<u>798,999</u>
Net increase/(decrease) in cash		1,252,954	(88,339)
Cash at the beginning of year		698,812	783,894
Foreign currency gains on translation of cash positions		57,049	3,257
Cash at the end of the year	5	<u><u>2,008,815</u></u>	<u><u>698,812</u></u>

Notes to the financial statements

1. GENERAL INFORMATION

Still Equity Fund (the “Fund”) is an open-ended fund for joint account (“*fonds voor gemene rekening*”). Under Dutch law, the Fund is not a legal entity but an agreement *sui generis* between the Fund Manager, the Title Holder and each of the unitholders. The Fund was incorporated on 23 January 2015 and commenced operations on 1 April 2015. The Fund is registered at the commercial register of the Chamber of Commerce of the Netherlands under number 34268930. The most recent Prospectus of the Fund was issued in October 2022.

As at 31 December 2022 and 2021, the Fund was offering two classes of units, Class A Units and Class B Units. The units of the Fund are not listed on any stock exchange.

The primary objective of the Fund is to outperform the MSCI Europe index (MSCI AC Europe Daily Net TR – NDEEE18 Index) on a rolling five year basis.

Considering the investment strategy, the performance of the Fund will also be monitored by using SPDR MSCI Europe Small Cap Value Weighted UCITS ETF (Bloomberg ticker: ZPRX GY Equity) as a reference index to compare the results of the Fund with.

The Fund’s investment activities are managed by Privium Fund Management B.V. (the “Fund Manager”), with the administration delegated to Apex Fund Services (Netherlands) B.V. (the “Administrator”). Certain portfolio manager responsibilities have been delegated to Mpartners B.V. (the “Delegate” and “Investment Advisor”).

The Fund had no employees during the years ended 31 December 2022 and 2021.

The Fund Manager is subject to supervision by the AFM (Stichting Autoriteit Financiële Markten) and DNB (Central Bank of the Netherlands). On 22 July 2014, the AFM licence of the Fund Manager was automatically converted into an Alternative Investment Fund Managers Directive (“AIFMD”) licence by the AFM.

As per 10 March 2021, the EU Sustainable Finance Disclosure Regulation (SFDR) came into force. In the context of the SFDR, the Fund is classified as an Article 6 fund. Additional SFDR related disclosures can be found in the Supplement to the Prospectus of the Fund.

The financial statements have been authorised for issue by the Fund Manager on 22 June 2023.

2. SIGNIFICANT ACCOUNTING PRINCIPLES AND POLICIES

Basis of preparation

The financial statements of the Fund have been prepared in accordance with the reporting principles generally accepted in the Netherlands (“Dutch GAAP”) including the guidelines for annual reporting (RJ) 615 and the statutory provisions concerning annual accounts contained in Part 9, Book 2 of the Dutch Civil Code. The financial statements have also been prepared in accordance with the requirements of the Dutch Financial Supervision Act (“FSA”).

The financial statements are prepared on a fair value basis for financial investments, except those for which a reliable measure of fair value is not available. Other financial assets and liabilities and non-financial assets and liabilities are stated at amortised cost or historical cost.

Below is a summary of the accounting policies of the Fund.

Functional currency

The financial statements are presented in Euro (“EUR”), which is the Fund’s functional currency.

Notes to the financial statements

2. SIGNIFICANT ACCOUNTING PRINCIPLES AND POLICIES (*CONTINUED*)

Recognition and measurement

An asset is recognised in the balance sheet when it is probable that future economic benefits of the asset will flow to the Fund and the amount of the asset can be reliably measured. A liability is recognised in the balance sheet when it is probable that an outflow of resources embodying economic benefits will result from the settlement of a present obligation and the amount at which the settlement will take place can be measured reliably. Income is recognised in the income statement when an increase in future economic benefit related to an increase in an asset or decrease in a liability has arisen that can be measured reliably.

Expenses (including value added tax (“VAT”), where applicable) are recognised in the income statement when a decrease in future economic benefit related to a decrease in an asset or an increase in a liability has arisen that can be measured reliably.

Estimates

The preparation of financial statements in conformity with the relevant rules requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Fund’s accounting policies. If necessary, for the purposes of providing the view required under Section 362, subsection 1, Book 2 of the Dutch Civil Code, the nature of these estimates and judgements, including related assumptions, is disclosed in the notes to the financial statements in question.

Foreign exchange

Transactions in foreign currency are converted at the rates prevailing on the date of the transaction. Monetary assets and liabilities denominated in currencies other than the EUR are converted to EUR at the exchange rates prevailing on the balance sheet date. Foreign currency exchange gains and losses resulting from the settlement of such transactions and from the translation at year end exchange rates are recognised in the income statement. Currency translation differences arising upon the settlement or conversion of monetary items are recognised in the income statement in the period that they are realised, unless hedge accounting is applied. Translation differences on non-monetary assets held at cost are recognised using the exchange rates prevailing at the dates of transactions.

Translation differences in non-monetary assets such as equities, investments in investee funds and debt instruments held at fair value through profit or loss are recognised through profit or loss as part of the fair value gain or loss.

Classification of units

The units of the Fund are classified as equity. These units are recognised and measured at the redemption amount. Any distribution of equity is recognised through equity.

Basis of valuation - policies in preparing the balance sheet

Financial investments are initially measured at fair value which is the fair value of the consideration given or received. Financial investments are subsequently re-measured at fair value.

The Fund measures the fair value of any security which is listed or quoted on any securities exchange or similar electronic system and regularly traded thereon using its last traded price on the relevant business day. If no trades occurred on such day, it will be valued at the closing price on the previous business day.

Gains and losses arising from fair value changes are calculated based on historical cost and recognised in the income statement as ‘realised gains/(losses) on equities’ and ‘unrealised gains on equities’.

Receivables and prepayments

The value of accounts receivable and prepaid expenses, if any, will be deemed to be the full amount unless it is unlikely to be paid or received in full. Appropriate allowances for estimated irrecoverable amounts are recognised in the income statement when there is objective evidence that the asset is impaired. Cash is carried at face value.

Notes to the financial statements

2. SIGNIFICANT ACCOUNTING PRINCIPLES AND POLICIES (CONTINUED)

Dividend income

Dividend income relating to equity securities are recognized in the income statement on the ex-dividend date. Dividend income is presented gross of any non-recoverable withholding taxes, which are disclosed separately in the income statement.

Payables and accruals

Payables and accruals and deferred income are included at fair value.

Interest income and interest expense

Interest income and interest expense are recognised in the income statement as they accrue, using the historical effective interest rate of the asset. Interest income includes the amortisation of any discount or premium, transaction costs (in the case of financial instruments other than those classified at fair value through profit or loss) or other differences between the initial carrying amount of an interest-bearing instrument and its amount at maturity calculated on an effective interest rate basis.

Cash

Cash comprises cash on hand and demand deposits.

Statement of cash flows

The statement of cash flows is prepared according to the direct method. The statement of cash flows shows the Fund's cash flows for the year divided into cash flows from operating and financing activities and how the cash flows have affected cash funds.

For the purposes of the statement of cash flows, financial instruments at fair value through profit or loss are included under operating activities. Cash flows from financing activities include proceeds from subscriptions and payments for redemptions of shares of the Fund. As the nature of the Fund is to invest in financial instruments, all cash flows related to investments are classified as cash flows from operating activities.

Unitholders' equity

All references to net asset value ("NAV") throughout the financial statements are equivalent to unitholders' equity.

Principles for determining the result

The Fund recognises financial assets and liabilities on the date it becomes a party to the contractual provisions of the instrument. A regular way purchase and sale of investments is recognised using trade date accounting. The changes in the value of the investments held by the Fund are accounted for in the income statement.

Dividend income related to exchange-traded equity investments is recognised in the income statement on the ex-dividend date. Dividend withholding tax is presented gross in the income statement.

Interest income and expense are accounted for in the income statement on the accrual basis. Transaction costs in relation to equities are capitalised while transaction costs in relation to forward currency contracts are expensed immediately.

Tax position

The Fund has the status of a fiscal investment institution ("FBI"), pursuant to Article 28 of the Dutch Corporate Income Tax Act 1969. The status of a FBI results in the Fund not being subject to corporate income tax.

Dividend distributions of the Fund are subject to 15% Dutch dividend withholding tax on dividends paid to the unitholders. However, the Fund can apply a remittance reduction on this dividend tax.

Notes to the financial statements

NOTES FOR INDIVIDUAL BALANCE SHEET ITEMS

3. Investments

Movement in schedule of investments:

<i>(All amounts in EUR)</i>	31 December 2022	31 December 2021
Investment in equities		
As at 01 January	19,566,626	15,016,369
Purchases	5,353,627	10,097,279
Sales	(6,353,564)	(9,235,184)
Realised gains	459,207	1,902,409
Unrealised (loss)/gain	(4,671,315)	1,785,753
As at 31 December	<u>14,354,581</u>	<u>19,566,626</u>

4. Other receivables

As at 31 December, other receivables consist of the following:

<i>(All amounts in EUR)</i>	31 December 2022	31 December 2021
Dividend withholding tax receivable	88,003	79,112
Bank interest receivable	2,012	-
Total other receivables	<u>90,015</u>	<u>79,112</u>

5. Cash

As at 31 December 2022, cash comprises of balances held with ABN AMRO Bank N.V. amounting to EUR 2,008,815 (2021: EUR 698,812). As at 31 December 2022 and 2021, no restrictions in the use of these balances exist.

6. Accrued expenses and other payables

As at 31 December, accrued expenses and other payables consist of the following:

<i>(All amounts in EUR)</i>	31 December 2022	31 December 2021
Management fee payable	8,679	14,400
Custody fee payable	13,248	11,139
Audit fee payable	21,170	5,010
Administration fee payable	4,622	4,898
Interest payable	6	571
Other payables	12,794	3,271
Total accrued expenses and other payables	<u>60,519</u>	<u>39,289</u>

Notes to the financial statements

NOTES FOR INDIVIDUAL BALANCE SHEET ITEMS (CONTINUED)

7. Subscriptions received in advance

Subscriptions received in advance represent the amounts received from unitholders for subscription to units of the Fund for the first business day of the next month. Unitholders are required to deposit the amounts with the Fund prior to the issuance of units.

As at 31 December 2022, the subscriptions received in advance amount to EUR 35,500 (2021: EUR 284,800). On 2 January 2023, the Fund issued 387.39 Class B Units to the subscribing unitholders.

8. Share capital

Structure of the Fund's capital

The Fund is an open-ended fund for joint account (“*fonds voor gemene rekening*”) and was established in Amsterdam in January 2015. The units of the Fund are available for subscription to unitholders on each monthly dealing day. The unitholders are economically entitled to the NAV of the Fund in proportion to the number of units held. At 31 December 2022, both Class A Units and Class B Units are in issue.

All Classes provide exposure to the same Investment Policy. The sole difference between the different Classes is that the Delegate shall waive its right to receive delegation fee payable out of the Management Fee with respect to the Class B Units and that, as a result thereof, Class B Unit Holders shall pay a lower Management Fee. There are no specific legal or economic links between the Fund or the Fund Manager on the one hand, and Unit Holders subscribing for any particular Class on the other hand. The Class B Unit Holders at any time wishing to increase their subscriptions, shall be issued Class B Units.

The movement of equity in the units during the year is as follows:

(All amounts in EUR)

	2022	2021
<i>Contributions of unitholders</i>		
Balance at the beginning of the year	17,836,096	17,239,897
Issue of units	6,091,339	3,161,425
Redemption of units	(5,570,848)	(2,565,226)
Distributions to unitholders	(113,835)	-
Total contributions at the end of the year	18,242,752	17,836,096
<i>Unappropriated (loss)/gain</i>		
Balance at the beginning of the year	2,184,365	(1,521,899)
Net (loss)/profit for the year after tax	(4,069,725)	3,706,264
Total undistributed (loss)/gain at the end of the year	(1,885,360)	2,184,365
Equity at the end of the year	16,357,392	20,020,461

Notes to the financial statements

NOTES FOR INDIVIDUAL BALANCE SHEET ITEMS (CONTINUED)

8. Share capital (continued)

Subscriptions and redemptions

The Fund issues units on each transaction day at the NAV per unit on the preceding valuation day subject to ten business days notice by the subscribing unitholder. The minimum initial subscription amount for each unitholder is EUR 10,000 with the minimum subsequent subscription amounts being EUR 1,000. The units were issued at an initial subscription price of EUR 100 per unit and thereafter at the NAV per unit. The minimum subscription amounts can be lowered at the sole discretion of the Fund Manager. No subscriptions fees are charged to the unitholders of the Fund.

The Fund redeems units of the unitholders' equity on each monthly dealing day at the NAV per unit as calculated on each monthly valuation day subject to ten business days notice by the redeeming unitholder. The minimum value of units which may be subject of one redemption request is EUR 1,000. The Fund Manager may decide to lower this amount in individual cases. No redemption fees are charged to the unitholders of the Fund. Additionally, the Fund has ten business days after the calculation of the NAV before redemption amounts have to be paid.

The movement of the units during the year ended 31 December 2022 was as follows:

	Units at the beginning of the year	Units issued	Units redeemed	Units at the end of the year
Class A participations	118,375.81	13,447.86	(54,847.11)	76,976.56
Class B participations	70,382.22	48,779.24	(7,449.43)	111,712.03
Total	188,758.03	62,227.10	(62,296.54)	188,688.59

The movement of the units during the year ended 31 December 2021 was as follows:

	Units at the beginning of the year	Units issued	Units redeemed	Units at the end of the year
Class A participations	106,488.91	21,936.90	(10,050.00)	118,375.81
Class B participations	73,989.92	10,772.37	(14,380.07)	70,382.22
Total	180,478.83	32,709.27	(24,430.07)	188,758.03

Capital management

The Fund's objectives when managing capital are to safeguard the Fund's ability to continue as a going concern in order to provide returns for unitholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. The Fund will make distributions to unitholders when required in connection with the fiscal status of the Fund as a fiscal investment institution ("*fiscale beleggingsinstelling*") or if there are no sufficient suitable investment opportunities to achieve the investment objective of the Fund. During the year 2022, the Fund distributed a gross amount of EUR 113,835 to the unitholders (2021: no distributions).

Notes to the financial statements

NOTES FOR INDIVIDUAL INCOME STATEMENT ITEMS

9. Interest income

Interest income relates to the interest on bank and custodian balances.

10. Dividend income

Dividend income relates to dividend from equity instruments.

11. Foreign currency gains on translation

Realised and unrealised exchange differences consist of realised and unrealised translation gains on assets and liabilities other than financial assets and liabilities. For the year ended 31 December 2022, this amounted to gains of EUR 57,049 (2021: gains of EUR 3,257). The following average and closing rates have been applied in the preparation of these financial statements (the equivalent of one Euro is shown):

	2022		2021	
	Average	Closing	Average	Closing
<i>Showing the equivalent of 1 Euro</i>				
Danish Krone	7.4349	7.4365	7.4371	7.4370
Great Britain Pound	0.8523	0.8848	0.8597	0.8407
Swiss Franc	1.0040	0.9896	1.0811	1.0374
United States Dollar	1.0511	1.0703	1.1828	1.1370
Norwegian Krone	10.0908	10.4955	10.1644	10.0256

12. Investment return

<i>(All amounts in EUR)</i>	2022		2022	2021
	Profit	Loss	Total	Total
Equities				
Realised result	1,254,688	(795,482)	459,206	1,902,409
Unrealised result	811,111	(5,482,425)	(4,671,314)	1,785,753
Total result	2,065,799	(6,277,907)	(4,212,108)	3,688,162

Notes to the financial statements

NOTES FOR INDIVIDUAL INCOME STATEMENT ITEMS (CONTINUED)

13. Costs

The Fund makes use of various parties for management, administration and custody services. The table below provides a breakdown of expenses.

<i>(All amounts in EUR)</i>	2022	2021
Expenses accruing to Fund Manager		
Management fee	132,125	162,171
Other expenses		
Administration fee	23,689	24,549
Depository fees	22,532	21,940
Audit fee	20,650	15,264
Legal Fee	17,323	-
Tax preparation fee	15,649	3,025
Interest expense	11,116	9,544
Legal owner fee	8,083	7,191
FATCA fee	6,000	6,000
Custody fee	6,008	6,000
Bank charges	5,081	4,024
Other operational costs	1,170	2,022
Regulator fee	2,909	1,468
Total	272,335	263,198

The basis on which various costs are charged to the Fund are disclosed in detail in the Prospectus. It is a Dutch regulatory requirement to disclose any differences between actual costs and the costs disclosed in the Prospectus. During the year ended 31 December 2022, all costs actually charged to the Fund were in accordance with the costs disclosed in the Prospectus. During the year, the Fund also incurred costs such as legal fee of EUR 17,323 (2021: EUR Nil), interest expense of EUR 11,116 (2021: EUR 9,544) and bank charges of EUR 5,081 (2021: EUR 4,024) which are not detailed in the Prospectus.

Ongoing charges ratio

The ongoing charges ratio is the ratio of the total costs (excluding interest costs) to the average net assets of the Fund. The average net assets are based on the Fund's net assets at each calculation of the NAV i.e. monthly.

For the years ended 31 December 2022 and 2021, the ongoing charges ratio for the Fund is as follows:

	2022		2021	
	Class A	Class B	Class A	Class B
Ongoing charges ratio	2.01%	0.90%	1.76%	0.73%

Turnover factor

For the year ended 31 December 2022, the turnover factor for the Fund is 0.26% (2021: 71.62%). The turnover factor is calculated by adding total purchases and sales, subtracting total subscriptions plus total redemptions and dividing the total by the average NAV.

Notes to the financial statements

NOTES FOR INDIVIDUAL INCOME STATEMENT ITEMS (CONTINUED)

14. RELEVANT CONTRACTS

Fund Manager

Management fee

Privium Fund Management B.V. acts as the Fund Manager to the Fund. The Fund Manager is entitled to an annual management fee of 1.25% of the NAV of Class A and 0.25% of the NAV of Class B. The management fee is calculated monthly and payable monthly in arrears.

Details of management fees charged for the years are disclosed in the income statement. The Fund Manager has entered into a delegation agreement with MPartners. Certain portfolio management responsibilities have been delegated to MPartners. A certain part of the management fee is paid to MPartners for their work.

Administrator

The Fund has entered into an administration agreement with Apex Fund Services (Netherlands) B.V. The Administrator charges an annual fee, to be calculated monthly and paid quarterly in arrears on the basis of the NAV of the Fund before deduction of the management fee, and with a minimum of EUR 18,000 per annum. This annual fee is based on the following sliding scale:

- | | |
|--|-----------------|
| ▪ Part up to EUR 30 million | 10 basis points |
| ▪ Part between EUR 30 million and EUR 50 million | 8 basis points |
| ▪ Part above EUR 50 million | 6 basis points |

The Administrator also charges a fee of EUR 5,000 per annum in respect of the preparation of the Fund's annual report and EUR 6,000 for FATCA related services.

Details of administration fees charged for the years are disclosed in the income statement.

Custodian

ABN AMRO Clearing Bank N.V. acts as Custodian to the Fund. The Custodian is entitled to receive fees from the Fund in accordance with its customary charges.

Depository

The Fund has entered into a depository agreement with Darwin Depository Services B.V. The Depository charges an annual fee of EUR 16,500 (excluding VAT), payable quarterly in advance, for depository services provided to the Fund. Details of depository fees charged for the years are disclosed in the income statement.

Independent Auditor

The Fund appointed Ernst & Young Accountants LLP as the Independent Auditor. The Independent Auditor's remuneration consists of EUR 20,650 (2021: EUR 15,264) for the audit of the financial statements. The Independent Auditor does not provide any non-audit services or other audit services to the Fund.

Legal Owner

CSC Governance B.V. has been appointed as Management Board of the Legal Owner. The remuneration consists of an annual fixed fee of EUR 3,500 and variable remuneration of 0.0125%. The remuneration is capped at EUR 6,500.

Notes to the financial statements

15. RELATED PARTY TRANSACTIONS

Related party transactions are transfers of resources, services or obligations between related parties and the Fund, regardless of whether a price has been charged. 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 or is part of key management of the Fund. The following provides details on the related parties of the Fund and transactions with the related parties.

The Fund Manager and the Delegate/Investment Advisor are considered related parties.

As at 31 December 2022, employees of the Delegate held 736.4794 Class A Units (2021: 358.16) and 57.9707 Class B Units (2021: 49.65) of the Fund.

The following transactions occurred between the Fund and the Fund Manager during the reporting years.

Transactions from 1 January 2022 - 31 December 2022 and balances as at 31 December 2022

	Paid	Balance
	EUR	EUR
Management fee	137,846	8,679

Transactions from 1 January 2021 - 31 December 2021 and balances as at 31 December 2021

	Paid	Balance
	EUR	EUR
Management fee	158,572	14,400

16. FINANCIAL INVESTMENTS AND ASSOCIATED RISKS

The Fund's investment objective is to outperform the MSCI Europe index on a rolling five-year basis.

The Fund's activities expose it to a variety of financial risks: market risk (including market price risk, interest rate risk and currency risk), credit risk and liquidity risk.

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument may fluctuate as a result of changes in market prices whether those changes are caused by factors specific to the individual security or its issuer or factors affecting all securities traded in the market. There may be various reasons why markets fall, like recessions caused by a change in the economic business cycle or a pandemic. Market risk comprises market price risk, interest rate risk and currency risk. The Fund's market risk is managed through diversification of its investments.

Notes to the financial statements

16. FINANCIAL INVESTMENTS AND ASSOCIATED RISKS (CONTINUED)

Market risk (continued)

Market price risk

Price risk is the risk that the value of the instrument will fluctuate as a result of changes in market prices (other than those arising from interest rate risk or currency risk), whether caused by factors specific to an individual investment, its issuer or all factors affecting all instruments traded in the market.

As at 31 December 2022 and 2021, price risk arises on the Fund's investment in equities.

The Fund's diversification of financial assets at fair value through profit or loss represented per significant industry sector as at 31 December 2022 and 2021 is as follows:

Sector	2022 EUR	% of unitholders' equity	2021 EUR	% of unitholders' equity
Consumer, Cyclical	4,639,006	28.4	7,199,473	35.9
Industrial	3,452,332	21.1	5,767,445	28.8
Consumer, Non-Cyclical	2,441,647	14.9	3,746,260	18.7
Technology	530,400	3.2	1,019,208	5.1
Energy	2,315,118	14.2	976,789	4.9
Financial	976,078	6.0	857,451	4.3
	14,354,581	87.8	19,566,626	97.7

The table below details the sensitivity of the Fund's investments to a reasonable possible increase of 5% as at 31 December 2022 and 2021:

Sector	2022 Amount in EUR	% of unitholders' equity	2021 Amount in EUR	% of unitholders' equity
Consumer, Cyclical	231,950	1.4	359,974	1.8
Industrial	172,617	1.1	288,372	1.4
Consumer, Non-Cyclical	122,082	0.7	187,313	0.9
Technology	26,520	0.2	50,960	0.3
Energy	115,756	0.7	48,839	0.2
Financial	48,804	0.3	42,873	0.2

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Fund has no interest bearing financial instruments except for cash at banks and amounts due from custodian which are subject to normal market related short-term interest rates. Therefore, the Fund is not exposed to significant interest rate risks.

Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Currency risk exposure arises from the Fund investing in financial instruments and entering into transactions which are denominated in currencies other than its functional currency. The Fund's exposure to foreign exchange movements as at 31 December 2022 and 2021 is as follows:

Notes to the financial statements

16. FINANCIAL INVESTMENTS AND ASSOCIATED RISKS (CONTINUED)

Market risk (continued)

Currency risk (continued)

	2022		2021	
	Fair value	% of	Fair value	% of
	EUR	unitholders'	EUR	unitholders'
		equity		equity
Currency				
Danish Krone	6,652	0.0	6,696	0.0
Great British Pound	4,492,926	27.47	6,987,472	34.9
Norwegian Krone	1,669,608	10.21	976,847	4.9
Swiss Franc	2,755	0.0	10,856	0.1
United States Dollar	155	0.0	1,020,139	5.1

Credit risk

Credit risk is the risk that a counterparty to a financial instrument will fail to discharge an obligation or commitment that it has entered into with the Fund. It arises from cash and other receivables. The carrying values of financial assets (excluding any investment in equity instruments) best represent the maximum credit risk exposure at the reporting dates and amount to EUR 2,098,830 (2021: EUR 777,924).

All transactions of the Fund are cleared by ABN AMRO Clearing Bank N.V. representing a concentration risk. Bankruptcy or insolvency of ABN AMRO Clearing Bank N.V. may cause the Fund's rights with respect to the cash and/or its investments to be delayed or limited. The Fund regularly monitors its risk by monitoring the credit quality of ABN AMRO Clearing Bank N.V. as reported.

The current credit rating of ABN AMRO Clearing Bank N.V. is A (2021: 'A'), as determined by Standard and Poor's. If the credit quality or the financial position of this entity deteriorates significantly the Fund Manager will deal with another provider.

Liquidity risk

Liquidity risk is the risk that the Fund will encounter difficulty in meeting obligations arising from its financial liabilities.

The Fund's Prospectus provides for the monthly creation and cancellation of units and it is therefore exposed to the liquidity risk of meeting unitholders redemptions. The Fund's policy only allows for redemptions on the first business day of each calendar month. Additionally, a 10 business day notice period must be provided by unitholders wishing to redeem their holding in the Fund.

The Fund's listed securities are considered to be readily realisable as they are listed on recognised exchanges.

The Fund's other liabilities are short-term in nature.

Notes to the financial statements

16. FINANCIAL INVESTMENTS AND ASSOCIATED RISKS (*CONTINUED*)

Sustainability risk

Sustainability risks are categorized into Environmental, Social or Governance (ESG) issues and may pose a material risk to the value of an investment. Sustainability risk in the context of the Fund is defined as the risk of a decrease in the value of an investment of the Fund due to an environmental, social or governance (ESG) related event. Such an event may have a direct negative impact on the financials of a portfolio company or a longer-term impact on the operations or earnings capacity of the portfolio company.

The Fund Manager does consider the effects of material sustainability risks on the value of the Fund's investments. Since the Fund does not promote environmental and/or social characteristics, nor has sustainable investment as its objective, it is not required to consider the principal adverse impacts of its investment decisions.

The sustainability risk analysis will provide a low, average or high estimated sensitivity of the value of the investment to material sustainability risks. A high sensitivity does not automatically disqualify an investment from inclusion in the Fund, but this information will be included in the decision-making process.

Considering the scope of the Fund's investment policy, it is not possible to pre-define which sustainability risks will likely be material. Additionally, the estimated sensitivity of the Fund to specific sustainability risks will depend on the sector diversification. The broader the diversification across economic sectors, the lower the sensitivity.

17. EVENTS AFTER THE BALANCE SHEET DATE

The Russian invasion in Ukraine continues to cause uncertainty. The Fund has no direct or indirect exposure to Ukraine, Belarus or Russia. On behalf of the Fund Manager, the Administrator of the Fund carries out ongoing sanctions screening on the investors of the Fund. Here, no hits have been identified. Further escalation of the conflict is expected to dampen global growth, especially in Europe. This might have an impact on the performance of the Fund.

As of May 25, 2023, the name of Darwin Depository Services B.V. has been changed into APEX Depository Services B.V. Their new address will be: Van Heuven Goedhartlaan 935A, 1181 LD Amstelveen.

Investment portfolio as at 31 December 2022

	Currency	Fair Value EUR	% of NAV
Breedon Group Plc	GBP	620,475	3.8
C&C Group Plc	GBP	1,337,327	8.2
Cairn Homes Plc	EUR	1,006,880	6.2
Dalata Hotel Group Plc	EUR	1,344,624	8.2
DCC Plc	GBP	645,565	3.9
Eurocell Plc	GBP	916,868	5.6
Fnac Darty SA	EUR	1,033,200	6.3
Glenveagh Properties Plc	EUR	376,502	2.3
Hensoldt AG	EUR	530,400	3.2
MARR SpA	EUR	877,800	5.4
OSB Group Plc	GBP	976,078	6.0
Rheinmetall AG	EUR	930,250	5.7
Sligro Food Group NV	EUR	1,104,320	6.8
Subsea 7 SA	NOK	1,669,552	10.2
TKH Group NV	EUR	984,740	6.0
		14,354,581	87.8

Investment portfolio as at 31 December 2021

	Currency	Fair Value EUR	% of NAV
Arcadis NV	EUR	931,480	4.6
Breedon Group Plc	GBP	1,017,023	5.1
C&C Group Plc	GBP	1,450,060	7.2
Cairn Homes Plc	GBP	1,313,589	6.6
Dalata Hotel Group Plc	EUR	1,529,664	7.6
DXC Technology Co	USD	1,019,208	5.1
Eurocell Plc	GBP	1,576,682	7.9
Fnac Darty SA	EUR	1,437,500	7.2
Forterra Plc	GBP	771,510	3.8
Glenveagh Properties Plc	EUR	1,860,320	9.3
Healthbeacon Plc	EUR	1,060,800	5.3
MARR SpA	EUR	1,058,400	5.3
OSB Group Plc	GBP	857,451	4.3
Sligro Food Group NV	EUR	1,235,400	6.2
Subsea 7 SA	NOK	976,789	4.9
TKH Group NV	EUR	1,470,750	7.3
		19,566,626	97.7

Other information

Provisions of the Prospectus on distribution policy

The Fund will make distributions to unitholders when required in connection with the fiscal status of the Fund as a fiscal investment institution (“*fiscale beleggingsinstelling*”) or if there are no sufficient suitable investment opportunities to achieve the investment objective of the Fund. Distributions of the Fund will be made in the form of units or cash.

Interests held by the Directors

As at 31 December 2022 and 1 January 2022, the Board of Directors did not hold any shares in the Fund or in any of the underlying investment equities that the Fund holds.

Provision of information

The annual report and the Prospectus of the Fund are available free of charge from the Fund Manager or available for download free of charge from the Fund Manager’s website: www.priviumfund.com.

Date of authorisation

The financial statements have been authorised for issue by the Fund Manager in Amsterdam on 22 June 2023.

Independent auditor's report

To: the management board of Still Equity Fund

Report on the audit of the financial statements 2022 included in the annual report

Our opinion

We have audited the financial statements for the financial year ended 31 December 2022 of Still Equity Fund based in Amsterdam, The Netherlands.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of Still Equity Fund as at 31 December 2022 and of its result for 2022 in accordance with Part 9 of Book 2 of the Dutch Civil Code.

The financial statements comprise:

- the balance sheet as at 31 December 2022
- the profit and loss account for 2022
- the notes comprising a summary of the accounting policies and other explanatory information.

Basis for our opinion

We conducted our audit in accordance with Dutch law, including the Dutch Standards on Auditing. Our responsibilities under those standards are further described in the Our responsibilities for the audit of the financial statements section of our report.

We are independent of Still Equity Fund in accordance with the "Wet toezicht accountantsorganisaties" (Wta, Audit firms supervision act), the "Verordening inzake de onafhankelijkheid van accountants bij assurance-opdrachten" (ViO, Code of Ethics for Professional Accountants, a regulation with respect to independence) and other relevant independence regulations in the Netherlands. Furthermore, we have complied with the "Verordening gedrags- en beroepsregels accountants" (VGBA, Dutch Code of Ethics).

We believe the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information in support of our opinion

We designed our audit procedures in the context of our audit of the financial statements as a whole and in forming our opinion thereon. The following information in support of our opinion and any findings were addressed in this context, and we do not provide a separate opinion or conclusion on these matters.

Our focus on fraud and non-compliance with laws and regulations

Our responsibility

Although we are not responsible for preventing fraud or non-compliance and we cannot be expected to detect non-compliance with all laws and regulations, it is our responsibility to obtain reasonable assurance that the financial statements, taken as a whole, are free from material misstatement, whether caused by fraud or error.

Our audit response related to fraud risks

We identified and assessed the risks of material misstatements of the financial statements due to fraud. During our audit we obtained an understanding of the fund and its environment and the components of the system of internal control, including the risk assessment process and management's process for responding to the risks of fraud and monitoring the system of internal control as well as the outcomes.

We refer to Risk management section of the annual report for management's risk assessment.

We evaluated the design and relevant aspects of the system of internal control and in particular the fraud risk assessment. We evaluated the design and the implementation and, where considered appropriate, tested the operating effectiveness, of internal controls designed to mitigate fraud risks.

As part of our process of identifying fraud risks, we evaluated fraud risk factors with respect to financial reporting fraud, misappropriation of assets and bribery and corruption. We evaluated whether these factors indicate that a risk of material misstatement due to fraud is present.

We incorporated elements of unpredictability in our audit. We also considered the outcome of our other audit procedures and evaluated whether any findings were indicative of fraud or non-compliance.

As in all of our audits, we addressed the risks related to management override of controls. For these risks we have performed procedures among others to evaluate key accounting estimates for management bias that may represent a risk of material misstatement due to fraud, in particular relating to important judgment areas and significant accounting estimates as disclosed in accounting policies' section of the financial statements. We have also used data analysis to identify and address high-risk journal entries and evaluated the business rationale (or the lack thereof) of significant extraordinary transactions, including those with related parties.

These risks did however not require significant auditor's attention during our audit.

We considered available information and made enquiries of relevant executives and the management board.

Our audit response related to risks of non-compliance with laws and regulations

We performed appropriate audit procedures regarding compliance with the provisions of those laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements. Furthermore, we assessed factors related to the risks of non-compliance with laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general industry experience, through discussions with the management board, reading minutes, inspection of compliance reports, and performing substantive tests of details of classes of transactions, account balances or disclosures.

We remained alert to any indication of (suspected) non-compliance throughout the audit. Finally, we obtained written representations that all known instances of non-compliance with laws and regulations have been disclosed to us.

Our audit response related to going concern

As disclosed in section 'Basis of accounting' in 'accounting policies' section of the financial statements, the financial statements have been prepared on a going concern basis. When preparing the financial

statements, the management board made a specific assessment of the fund's ability to continue as a going concern and to continue its operations for the foreseeable future.

We discussed and evaluated the specific assessment with the management board exercising professional judgment and maintaining professional skepticism.

We considered whether the management's going concern assessment, based on our knowledge and understanding obtained through our audit of the financial statements or otherwise, contains all relevant events or conditions that may cast significant doubt on the fund's ability to continue as a going concern. Based on our procedures performed, we did not identify material uncertainties about going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report 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 auditor's report. However, future events or conditions may cause a Fund to cease to continue as a going concern.

Report on other information included in the annual report

The annual report contains other information in addition to the financial statements and our auditor's report thereon.

Based on the following procedures performed, we conclude that the other information:

- is consistent with the financial statements and does not contain material misstatements
- contains the information as required by Part 9 of Book 2 of the Dutch Civil Code for the management report and the other information as required by Part 9 of Book 2 of the Dutch Civil Code.

We have read the other information. Based on our knowledge and understanding obtained through our audit of the financial statements or otherwise, we have considered whether the other information contains material misstatements. By performing these procedures, we comply with the requirements of Part 9 of Book 2 of the Dutch Civil Code and the Dutch Standard 720. The scope of the procedures performed is substantially less than the scope of those performed in our audit of the financial statements.

Management is responsible for the preparation of the other information, including the management report in accordance with Part 9 of Book 2 of the Dutch Civil Code and other information required by Part 9 of Book 2 of the Dutch Civil Code.

Description of responsibilities regarding the financial statements

Responsibilities of management for the financial statements

The Management is responsible for the preparation and fair presentation of the financial statements in accordance with Part 9 of Book 2 of the Dutch Civil Code. Furthermore, the management is responsible for such internal control as management determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

As part of the preparation of the financial statements, management is responsible for assessing the Fund's ability to continue as a going concern. Based on the financial reporting framework mentioned, the management should prepare the financial statements using the going concern basis of accounting unless management either intends to liquidate the Fund or to cease operations, or has no realistic

alternative but to do so. The Management should disclose events and circumstances that may cast significant doubt on the Fund's ability to continue as a going concern in the financial statements.

Our responsibilities for the audit of the financial statements

Our objective is to plan and perform the audit engagement in a manner that allows us to obtain sufficient and appropriate audit evidence for our opinion.

Our audit has been performed with a high, but not absolute, level of assurance, which means we may not detect all material errors and fraud during our audit.

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. The materiality affects the nature, timing and extent of our audit procedures and the evaluation of the effect of identified misstatements on our opinion.

We have exercised professional judgment and have maintained professional skepticism throughout the audit, in accordance with Dutch Standards on Auditing, ethical requirements and independence requirements. The 'Information in support of our opinion' section above includes an informative summary of our responsibilities and the work performed as the basis for our opinion. Our audit included among others:

- Identifying and assessing the risks of material misstatement of the financial statements, whether due to fraud or error, designing and Performing audit procedures responsive to those risks, and obtaining 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
- Obtaining 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 Fund's internal control
- Evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management
- Evaluating the overall presentation, structure and content of the financial statements, including the disclosures
- Evaluating whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Communication

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

Amsterdam, 22 June 2023

Ernst & Young Accountants LLP

Signed by R.A.J.H. Vossen