

# **AS Silvano Fashion Group**

# Consolidated Interim Financial Report for Q2 and 6 months of 2017 (unaudited)

(translation of the Estonian original)\*

Beginning of the reporting period 1 January 2017 End of the reporting period 30 June 2017 **Business** name AS Silvano Fashion Group Registration number 10175491 Legal address Tulika 15/17, 10613 Tallinn Telephone +372 684 5000 +372 684 5300 Fax E-mail info@silvanofashion.com Website www.silvanofashion.com Core activities Design, manufacturing and distribution of women's lingerie Auditor AS PricewaterhouseCoopers

\* This version of our report is a translation from the original, which was prepared in Estonian. All possible care has been taken to ensure that the translation is an accurate representation of the original. However, in all matters of interpretation of information, views or opinions, the original language version of our report takes precedence over this translation.

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## General information about Silvano Fashion Group AS

Silvano Fashion Group AS (hereinafter "the Group") is a holding company that controls group of enterprises involved in the design, manufacturing, wholesale, franchise and retail sales of ladies lingerie. The Group's income is generated by sales of Milavitsa, Alisee, Aveline, Lauma Lingerie, Laumelle and Hidalgo branded products through wholesales channel, franchised sales and own retail operated via Milavitsa and Lauma Lingerie retail stores. Key sales markets for the Group are Russia, Belarus, Ukraine, other CIS countries and the Baltics.

The parent company of the Group is Silvano Fashion Group AS (hereinafter "the Parent company"), which is domiciled in Estonia. Silvano Fashion Group AS registered address is Tulika 15/17, Tallinn, Estonia.

The shares of Silvano Fashion Group AS are listed on the Nasdaq OMX Tallinn Stock Exchange and on the Warsaw Stock Exchange.

As of 30 June 2017 the Group employed 2 264 people (as of 31 December 2016: 2 163 people).

The Group comprises the following companies:

|                                   | Location | Main activity               | Ownership<br>interest<br>30.06.2017 | Ownership<br>interest<br>31.12.2016 |
|-----------------------------------|----------|-----------------------------|-------------------------------------|-------------------------------------|
| Parent company                    | Location | Main activity               | 00.00.2017                          | 01.12.2010                          |
| Silvano Fashion Group AS          | Estonia  | Holding                     |                                     |                                     |
| Entities belonging to the Silvano |          |                             |                                     |                                     |
| Fashion Group                     |          |                             |                                     |                                     |
| Silvano Fashion ZAO               | Russia   | Retail and Wholesale        | 100%                                | 100%                                |
| Silvano Fashion OOO               | Belarus  | Retail and wholesale        | 100%                                | 100%                                |
| Silvano Fashion TOV               | Ukraine  | Wholesale                   | 100%                                | 100%                                |
| Silvano Fashion SIA               | Latvia   | Retail                      | 100%                                | 100%                                |
| Milavitsa SP ZAO                  | Belarus  | Manufacturing and wholesale | 84.92%                              | 84.92%                              |
| Yunona OAO                        | Belarus  | Manufacturing and wholesale | 58.33%                              | 58.33%                              |
| Gimil OOO                         | Belarus  | Manufacturing and wholesale | 100%                                | 100%                                |
| Lauma Lingerie AS                 | Latvia   | Manufacturing and wholesale | 100%                                | 100%                                |
| Alisee SARL                       | Monaco   | Holding                     | 99%                                 | 99%                                 |
| Stolichnaja Torgovaja Kompanija   | Russia   | Holding                     | 100%                                | 100%                                |
| "Milavitsa" ZAO                   |          |                             |                                     |                                     |
| Baltsped logistik OOO             | Belarus  | Logistics                   | 50%                                 | 50%                                 |

#### **Business environment and results**

The Group's sales amounted to 32 810 thousand EUR during 6 months of 2017, representing a 7.2% increase as compared to the same period of previous year. The Group's gross profit during 6 months of 2017 amounted to 16 247 thousand EUR and decreased by 5.7% compared to 6 months of 2016. Gross margin during 6 months of 2017 decreased to 49.5% from 56.3% in the respective to 6 months of 2016.

Consolidated operating profit 6 months of 2017 decreased by 31.1% to 7 122 thousand EUR, compared to 10 340 thousand EUR in 6 months of 2016. Consolidated EBITDA for 6 months of 2017 decreased by 27.8% and was 8 094 thousand EUR, compared to 11 218 thousand EUR in 6 months of 2016.

Reported consolidated net profit for 6 months of 2017 amounted to 5 702 thousand EUR, decreasing by 7.0% compared to prior result of 6 133 thousand EUR. Net profit attributable to equity holders of the Parent company for 6 months of 2017 decreased by 9.2% and amounted to 5 434 thousand EUR.

Group's results for 6 months of 2017 were defined by continued challenges in economies of its major sales markets – Russia and Belarus. Group achieved growth in sales compared to 6 months of 2016, but gross margin and gross profit decreased compared to same period last year. The purchasing power in region's countries remains low; therefore, it is hard to see some kind of relatively fast recovery in growth rates of economies under discussion.

Russian statistics are slightly improving compared to 2016, the inflation rate is falling and currently stands at 2.30% for the 6 months of 2017 (3.30% for 6 months in 2016), the International Monetary Fund (IMF) expects Russia's economic growth in 2017 by 1.4%, but the purchasing power of the population in real terms is still falling.

Group's sales on Russian market totalled 18 318 thousand EUR, increase is 5.9% compared to 6 months of 2016. In local currency sales decreased by 16.6% during 6 months. Group's Russian subsidiary opened 5 stores during 6 months of 2017, total 32 own stores is now opened. 3 more stores were opened in July 2017. The Group will continue opening own stores. In addition to growing sales and better control of the market this allows further developing of retail concept of Group's brands to make it more attractive for us and our franchisee retail partners.

The Belarusian economy at the moment isn't demonstrating any signs of stabilization. Major factors behind this are believed to be unreformed economy (particularly public sector and state-controlled entities), delayed impact of recession in main trading partner –Russia, continued pressure on Belarusian rouble, low demand for consumption, high level of debts in economy. Share of problematic credits in banking sector is continuously growing, according to official statistics. Against this background, analysts predict that GDP will grow by only 0.2-0.4% in 2017. Consumer prices rose by 0.4% in June 2017 compared with the previous month. According to Belstat, the June increase was due to higher prices for services. Inflation since the beginning of the year was 3.4%, and for the 2nd quarter of 2017 1.7%. Analysts believe that inflation will average 10.3% in 2017.

Group's sales in Belarus in 6 months of 2017 were 9 332 thousand EUR and increasing 2.0% compared to 6 months of 2016. Sales in local currency decreased by 7.4% at the same period. In Belarus the Group will focus on improving profitability of its retail business, we will also continue to expand our store chain there depending on availability of reasonably priced sales areas. The Belarusian subsidiary of the Group opened 5 more stores during the 6 months of 2017, 2 more stores were opened in July 2017.

It is expected that the economy of Ukraine will return to positive growth in 2017., supported by improving consumer and investor confidence, gradually rising real incomes and a gradual easing of credit conditions. Analysts note GDP growth this year at 2.4%, and inflation before the end of 2017 - 9.3%.

Group's sales in Ukraine in 6 months of 2017 reached the level of 1 527 thousand EUR, which is 69.1% more than previous year same period. Sales in local currency increased by 72.6% during same period.

## AS Silvano Fashion Group Consolidated Interim Financial Report for Q2 and 6 months of 2017 Sales structure

### Suies sei detai e

## Sales by markets

Group sales in its 3 major markets – Russia, Belarus and Ukraine – were 88.9% of its total sales. Measured in local currencies sales decrease was 16.6% in Russia and 7.4% in Belarus. In Ukraine sales in local currency increased 72.6%.

|                 | 6m 2017   | 6m 2016   | Change   | Change, % |
|-----------------|-----------|-----------|----------|-----------|
| Russia, th RUR  | 1 130 274 | 1 355 726 | -225 452 | -16,6%    |
| Belarus, th BYN | 19 131    | 20 655    | -1 524   | -7,4%     |
| Ukraine, th UAH | 44 239    | 25 630    | 18 609   | 72,6%     |

Group's sales results by markets measured in EUR are presented below:

|                     | 6m 2017 | 6m 2016 | Change, |       | 6m 2017, % | 6m 2016, % of |
|---------------------|---------|---------|---------|-------|------------|---------------|
| in thousands of EUR |         |         | EUR     | %     | of sales   | sales         |
| Russia              | 18 318  | 17 303  | 1 015   | 5,9%  | 55,8%      | 56,6%         |
| Belarus             | 9 332   | 9 145   | 187     | 2,0%  | 28,4%      | 29,9%         |
| Ukraine             | 1 527   | 903     | 624     | 69,1% | 4,7%       | 3,0%          |
| Baltics             | 799     | 883     | -84     | -9,5% | 2,4%       | 2,9%          |
| Other markets       | 2 834   | 2 361   | 473     | 20,0% | 8,6%       | 7,7%          |
| Total               | 32 810  | 30 595  | 2 215   | 7,2%  | 100,0%     | 100,0%        |

The majority of lingerie sales revenue during 6 months of 2017 in the amount of 18 318 thousand EUR was generated in Russia, accounting for 55.8% of total sales. The second largest market was Belarus, where sales reached 9 332 thousand EUR, contributing 28.4% of lingerie sales (both retail and wholesale). Volumes in Ukraine increased significantly to 1 527 thousand EUR, accounting for 4.7% of total sales

#### Sales by business segments

| in thousands of EUR | 6m 2017 | 6m 2016 | Change,<br>EUR | Change,<br>% | 6m 2017, %<br>of sales | 6m 2016, % of<br>sales |
|---------------------|---------|---------|----------------|--------------|------------------------|------------------------|
| Wholesale           | 22 519  | 23 245  | -726           | -3,1%        | 68,6%                  | 76,0%                  |
| Retail              | 10 229  | 7 297   | 2 932          | 40,2%        | 31,2%                  | 23,9%                  |
| Other operations    | 62      | 53      | 9              | 17,0%        | 0,2%                   | 0,1%                   |
| Total               | 32 810  | 30 595  | 2 215          | 7,2%         | 100,0%                 | 100,0%                 |

During 6 months of 2017 wholesale revenue amounted to 22 519 thousand EUR, representing 68.6% of the Group's total revenue (6 months of 2016: 76.0%). The main wholesale regions were Russia, Belarus, Kazakhstan and Ukraine.

Our retail revenue increased by 40.2% and amounted to 10 229 thousand EUR, this represents 31.2% of the Group's total revenue.

### Own & franchise store locations, geography

|               | Own | Franchise | Total |
|---------------|-----|-----------|-------|
| Russia        | 32  | 373       | 405   |
| Ukraine       | 0   | 50        | 50    |
| Belarus       | 63  | 7         | 70    |
| Baltics       | 7   | 28        | 35    |
| Other regions | 0   | 121       | 121   |
| Total         | 102 | 579       | 681   |

At the end of the reporting period the Group and its franchising partners operated 630 Milavitsa and 51 Lauma Lingerie branded stores, including 102 stores operated directly by the Group.

## **Selected Financial Indicators**

Summarized selected financial indicators of the Group for 6 months of 2017 compared to 6 months of 2016 and 30.06.2017 compared to 31.12.2016 were as follows:

| in thousands of EUR   | 6m 2017     | 6m 2016     | Change          |
|---|-------------|-------------|-----------------|
| Revenue   | 32 810      | 30 595      | 7,2%            |
| EBITDA  | 8 094       | 11 218      | -27,8%          |
| Net profit for the period   | 5 702       | 6 133       | -7,0%           |
| Net profit attributable equity holders of the Parent company      | 5 434       | 5 986       | -9,2%           |
| Earnings per share (EUR)  | 0,15        | 0,16        | -6,3%           |
| Operating cash flow for the period                                | 4 716       | 8 708       | -45,8%          |
| in thousands of EUR   | 30.06.2017  | 31.12.2016  | Change          |
| Total assets  | 56 592      | 56 145      | 0,8%            |
| Total current assets  | 44 358      | 42 677      | 3,9%            |
| Total equity attributable to equity holders of the Parent company | 37 112      | 43 402      | -14,5%          |
| Cash and cash equivalents   | 24 933      | 22 303      | 11,8%           |
| Margin analysis, %  | 6m 2017     | 6m 2016     | Change          |
| Gross profit  | 49,5        | 56,3        | -12,1%          |
| EBITDA  | 24,7        | 36,7        | -32,7%          |
| Net profit  | 17,4        | 20,0        | -13,1%          |
| Net profit attributable equity holders of the Parent company      | 16,6        | 19,6        | -15,5%          |
| Financial ratios, %   | 30.06.2017  | 31.12.2016  | Change          |
| ROA   | 9,8         | 14,7        | -33,3%          |
| DOF   | 13,2        | 19,6        | -32,7%          |
| ROE   |             | 12.2        | 27.00/          |
| ROE<br>Price to earnings ratio (P/E)                              | 18,2        | 13,2        | 37,9%           |
|   | 18,2<br>2,7 | 13,2<br>4,9 | 37,9%<br>-44,9% |

#### **Underlying formulas:**

EBITDA = net profit for the period + depreciation and amortisation + net financial income + income tax expense + gain on net monetary position

Gross profit margin = gross profit / revenue

EBITDA margin = EBITDA / revenue

Net profit margin = net profit / revenue

Net profit margin attributable to equity holders of the Parent company = net profit attributable to equity holders of the Parent company / revenue

ROA (return on assets) = net profit attributable to owners of the Company for the last 4 quarters/ average total assets

ROE (return on equity) = net profit attributable to owners of the Company for the last 4 quarters/ average equity attributable to equity holders of the Company

EPS (earnings per share) = net profit attributable to owners of the Company/ weighted average number of ordinary shares Price to earnings ratio = Share price at the end of reporting period/earnings per share, calculated based on the net profit

attributable to owners of the Company for the last 4 quarters

Current ratio = current assets / current liabilities

Quick ratio = (current assets – inventories) / current liabilities

## AS Silvano Fashion Group Consolidated Interim Financial Report for Q2 and 6 months of 2017

## **Financial performance**

The Group's sales amounted to 32 810 thousand EUR during 6 months of 2017, representing a 7.2% increase as compared to the same period of previous year. Overall, wholesales decreased by 3.1% and retail sales increased by 40.2%, measured in EUR.

The Group's reported gross profit margin during 6 months of 2017 continued to improve decreasing to 49.5%, reported gross margin was 56.3% in the respective period of previous year. Consolidated operating profit for 6 months of 2017 amounted to 7 122 thousand EUR, compared to 10 340 thousand EUR in 6 months of 2016. The consolidated operating profit margin was 21.7% for 6 months of 2017 (33.8% in 6 months of 2016). Consolidated EBITDA for 6 months of 2017 was 8 094 thousand EUR, which is 24.7% in margin terms (11 218 thousand EUR and 36.7% for 6 months of 2016).

Reported consolidated net profit attributable to equity holders of the Parent company for 6 months of 2017 amounted to 5 434 thousand EUR, compared to net profit of 5 986 thousand EUR in 6 months of 2016, net profit margin attributable to equity holders of the Parent company for 6 months of 2017 was 16.6% against 19.6% in 6 months of 2016.

## **Financial position**

As of 30 June 2017 consolidated assets amounted to 56 592 thousand EUR representing an increase by 0.8% as compared to the position as of 31 December 2016.

Trade and other receivables decreased by 459 thousand EUR as compared to 31 December 2016 and amounted to 3 709 thousand EUR as of 30 June 2017. Inventory balance decreased by 473 thousand EUR and amounted to 15 714 thousand EUR as of 30 June 2017.

Equity attributable to equity holders of the Parent company decreased by 6 290 thousand EUR and amounted to 37 112 thousand EUR as of 30 June 2017. Current liabilities increased by 7 756 thousand EUR during 6 months of 2017.

## Investments

During 6 months of 2017 the Group's investments into property, plant and equipment totalled 451 thousand EUR, in previous year same period 207 thousand EUR. Investments were made mainly into opening and renovating own stores, as well into equipment and facilities to maintain effective production for future periods.

## Personnel

As of 30 June 2017, the Group employed 2 264 employees, including 501 people in retail operations. The rest were employed in production, wholesale, administration and support operations. In 31.12.2016 there were 2 163 employees, including 480 people in retail operations.

Total salaries and related taxes during 6 months of 2017 amounted to 5 720 thousand EUR (5 745 thousand EUR in 6 months of 2016). The remuneration of key management of the Group, including the key executives of all subsidiaries, totalled 462 thousand EUR.

## Decisions made by governing bodies during 6 months 2017

On February 2, 2017 Silvano Fashion Group Extraordinary Meeting of Shareholders decided to change Silvano Fashion Group AS shareholders General Meeting decision from June 29, 2016 of its share buyback program terms and set the new maximum price at which Silvano Fashion Group AS may buy back its own shares within the own share buy-back programme is EUR 3.30 per share.

In connection with expiration of the term of the board member agreement, Kati Kusmin left the company from May 16, 2017. AS Silvano Fashion Group the Management Board continues with one member: Jarek Särgava.

On June 29, 2017 Silvano Fashion Group held its regular Annual General Meeting of Shareholders. The Meeting adopted following decisions.

- The Meeting approved the 2016 Annual Report.
- The Meeting decided to distribute dividends in the amount 0.20 EUR per share (record date 13.07.2017, payment completed on 19.07.2017).
- The Meeting decided to re-appoint AS PricewaterhouseCoopers as the Group's auditor for financial year 2017.
- The Meeting decided to cancel the 1 000 000 own shares acquired within the own share buy-back programme as approved by the shareholders of AS Silvano Fashion Group on 29th of June 2016;
- The Meeting decided to extend authority of the supervisory board member Mr. Toomas Tool for the next term of authority starting from 1 July 2017 till 30 June 2022.
- The Meeting decided to continue with the remuneration plan of the supervisory board members as approved by the annual general meeting held on 30 June 2012.

## Shares of AS Silvano Fashion Group

As of 30 June 2017 registered share capital of AS Silvano Fashion Group amounted to 11 100 thousand EUR divided into 37 000 000 ordinary shares with a nominal value of 0.30 EUR each. The share register is electronic and maintained at the Estonian Central Register of Securities. The Company has been listed on Nasdaq OMX Tallinn Stock Exchange main list (since 21.11.2006) and on Warsaw Stock Exchange (since 23.07.2007).

As of 30 June 2017 AS Silvano Fashion Group had 1 661 shareholders (as of 31 December 2016: 1 711 shareholders).

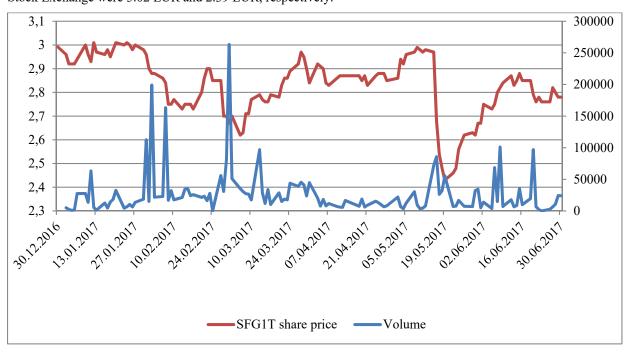
As of 30 June 2017 shareholders, whose interest in AS Silvano Fashion Group exceeded 5% included:

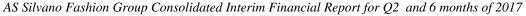
| Name  | Number of shares | Shareholding |
|---|------------------|--------------|
| Major shareholders                          | 23 067 096       | 62.34%       |
| CLEARSTREAM BANKING LUXEMBOURG S.A. CLIENTS | 9 003 605        | 24.33%       |
| AS SEB PANK CLIENTS                         | 8 000 000        | 21.62%       |
| UNICREDIT BANK AUSTRIA AG                   | 3 518 024        | 9.51%        |
| KRAJOWY DEPOZYT PAPIEROW WARTOŠCIOWYCH S.A. | 2 545 467        | 6.88%        |
| Other shareholders                          | 13 932 904       | 37.66%       |
| Total number of shares                      | 37 000 000       | 100.00%      |

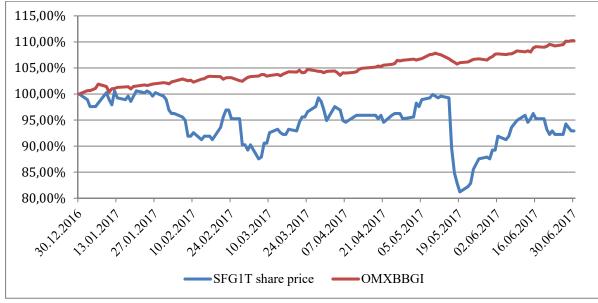
As of 31 December 2016 shareholders, whose interest in AS Silvano Fashion Group exceeded 5% included:

| Name  | Number of shares | Shareholding |
|---|------------------|--------------|
| Major shareholders                          | 23 028 325       | 62.24%       |
| CLEARSTREAM BANKING LUXEMBOURG S.A. CLIENTS | 9 008 305        | 24.35%       |
| AS SEB PANK CLIENTS                         | 8 000 000        | 21.62%       |
| UNICREDIT BANK AUSTRIA AG                   | 3 252 253        | 8.79%        |
| KRAJOWY DEPOZYT PAPIEROW WARTOŠCIOWYCH S.A. | 2 767 767        | 7.48%        |
| Other shareholders                          | 13 971 675       | 37.76%       |
| Total number of shares                      | 37 000 000       | 100.00%      |

Share price development and turnover on the Tallinn Stock Exchange during 6 months of 2017 (EUR) During 6 months of 2017 the highest and lowest prices of the AS Silvano Fashion Group' share on the Tallinn Stock Exchange were 3.02 EUR and 2.39 EUR, respectively.

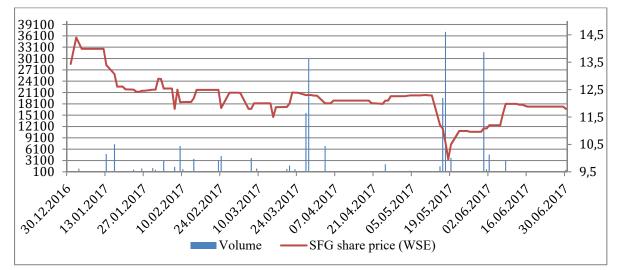


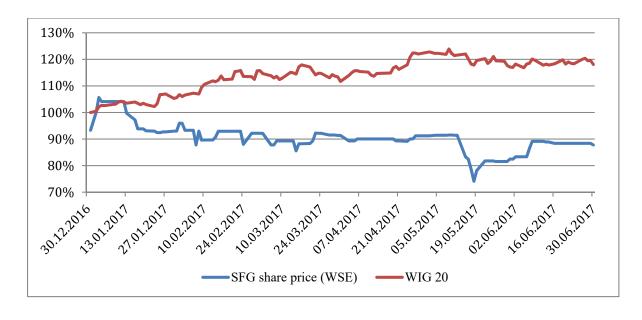




#### Share price development on the Warsaw Stock Exchange during 6 months of 2017 (PLN)

During 6 months of 2017, the highest and lowest prices of the AS Silvano Fashion Group' share on the Warsaw Stock Exchange were 14.40 PLN and 9.96 PLN respectively.





## **Declaration of the Management Board**

The Management Board of AS Silvano Fashion Group has reviewed and approved Consolidated Interim Financial Report for Q2 and 6 months of 2017 (hereinafter "the Interim Report").

Members of the Management Board confirm that according to their best knowledge the Interim Report gives a true and fair view of financial position of the Group, its financial performance and its cash flows in accordance with International Financial Reporting Standards, as adopted by EU, and IAS 34 "Interim Financial Reporting".

Furthermore, Members of the Management Board confirm that in their opinion the Interim Report provides a fair review of significant developments in the Group's activities that occurred during the reporting period and their impact and describes significant risks and uncertainties that may affect the Group during future reporting periods.

The Interim Report has not been audited or otherwise reviewed by the auditors.

Ju

Jarek Särgava Member of the Management Board August 4, 2017

| in thousands of EUR                         | Note | 30.06.2017 | 31.12.2016 |
|---|------|------------|------------|
| ASSETS                                      |      |            |            |
| Current assets                              |      |            |            |
| Cash and cash equivalents                   |      | 24 933     | 22 303     |
| Current loans granted                       |      | 2          | 19         |
| Trade and other receivables                 | 2    | 3 709      | 4 168      |
| Inventories                                 | 3    | 15 714     | 16 187     |
| Total current assets                        |      | 44 358     | 42 677     |
| Non-current assets                          |      |            |            |
| Long-term receivables                       |      | 250        | 21         |
| Investments in associates                   |      | 28         | 19         |
| Available-for-sale investments              |      | 342        | 369        |
| Deferred tax asset                          |      | 977        | 1 012      |
| Intangible assets                           |      | 212        | 291        |
| Investment property                         |      | 996        | 1 091      |
| Property, plant and equipment               | 4    | 9 429      | 10 665     |
| Total non-current assets                    |      | 12 234     | 13 468     |
| TOTAL ASSETS                                |      | 56 592     | 56 145     |
| LIABILITIES AND EQUITY                      |      |            |            |
| Current liabilities                         |      |            |            |
| Trade and other payables                    | 5    | 14 871     | 6 894      |
| Tax liabilities                             |      | 1 636      | 1 857      |
| Total current liabilities                   |      | 16 507     | 8 751      |
| Non-current liabilities                     |      |            |            |
| Deferred tax liability                      |      | 9          | 37         |
| Total non-current liabilities               |      | 9          | 37         |
| Total liabilities                           |      | 16 516     | 8 788      |
| Equity                                      |      |            |            |
| Share capital                               | 6    | 11 100     | 11 100     |
| Share premium                               |      | 10 787     | 10 787     |
| Treasury shares                             | 6    | -2 520     | -998       |
| Statutory reserve capital                   |      | 1 306      | 1 306      |
| Revaluation reserve                         |      | 710        | 710        |
| Unrealised exchange rate differences        |      | -13 970    | -10 968    |
| Retained earnings                           |      | 29 699     | 31 465     |
| Total equity attributable to equity holders |      |            |            |
| of the Parent company                       |      | 37 112     | 43 402     |
| Non-controlling interest                    |      | 2 964      | 3 955      |
| Total equity                                |      | 40 076     | 47 357     |
| TOTAL EQUITY AND LIABILITIES                |      | 56 592     | 56 145     |

## **Consolidated Statement of Financial Position**

## **Consolidated Income Statement**

| in thousands of EUR   | Note   | 2Q 2017 | 2Q 2016 | 6m 2017 | 6m 2016 |
|---|--------|---------|---------|---------|---------|
| Revenue   | 8      | 18 268  | 17 237  | 32 810  | 30 595  |
| Cost of goods sold  |        | -8 804  | -7 694  | -16 563 | -13 371 |
| Gross Profit  |        | 9 464   | 9 543   | 16 247  | 17 224  |
| Distribution expenses   |        | -3 285  | -2 215  | -6 159  | -4 230  |
| Administrative expenses   |        | -1 284  | -1 144  | -2 559  | -2 265  |
| Other operating income  |        | 112     | 86      | 155     | 169     |
| Other operating expenses  |        | -292    | -306    | -562    | -558    |
| Operating profit  |        | 4 715   | 5 964   | 7 122   | 10 340  |
| Currency exchange income/(expense)  |        | 2 073   | -975    | 875     | -2 494  |
| Other finance income/(expenses)   |        | 39      | 36      | 106     | 101     |
| Net financial income  |        | 2 112   | -939    | 981     | -2 393  |
| Profit (loss) from associates using equity method   |        | 3       | 0       | 12      | 0       |
| Profit before tax and gain/(loss) on net monetary pos   | sition | 6 830   | 5 025   | 8 115   | 7 947   |
| Income tax expense  |        | -1 237  | -1 006  | -2 413  | -1 814  |
| <b>Profit for the period</b><br>Attributable to :   |        | 5 593   | 4 019   | 5 702   | 6 133   |
| Equity holders of the Parent company  |        | 5 383   | 3 827   | 5 434   | 5 986   |
| Non-controlling interest  |        | 210     | 192     | 268     | 147     |
| Earnings per share from profit attributable to equity holders of the Parent company, both basic and diluted |        |         |         |         |         |
| (EUR)   | 7      | 0,15    | 0,10    | 0,15    | 0,16    |

## **Consolidated Statement of Comprehensive Income**

| in thousands of EUR  | Note | 2Q 2017        | 2Q 2016      | 6m 2017        | 6m 2016     |
|--|------|----------------|--------------|----------------|-------------|
| Profit for the period  |      | 5 593          | 4 019        | 5 702          | 6 133       |
| Exchange rate differences attributable to foreign<br>operations<br>Attributable to : |      | -4 807         | 1 742        | -3 315         | 701         |
| Equity holders of the Parent company<br>Non-controlling interest                     |      | -4 428<br>-379 | 1 604<br>138 | -3 002<br>-313 | 827<br>-126 |
| <b>Total comprehensive income for the period</b><br>Attributable to :                |      | 786            | 5 761        | 2 387          | 6 834       |
| Equity holders of the Parent company<br>Non-controlling interest                     |      | 955<br>-169    | 5 431<br>330 | 2 432<br>-45   | 6 813<br>21 |

| in thousands of EUR                                     | 6m 2017 | 6m 2016 |
|---|---------|---------|
| Cash flow from operating activities                     |         |         |
| Profit for the period                                   | 5 702   | 6 133   |
| Adjustments for:  |         |         |
| Depreciation and amortization of non-current assets     | 972     | 878     |
| Share of profit of equity accounted investees           | -12     | (       |
| (Gains)/ losses on the sale of PPE and IA               | -10     | -1      |
| Net finance income / costs                              | -981    | 2 393   |
| Provision for impairment losses on trade receivables    | 0       |         |
| Income tax expense                                      | 2 413   | 1 814   |
| Change in inventories                                   | 473     | 1 220   |
| Change in trade and other receivables                   | -459    | -98     |
| Change in trade and other payables                      | -1 269  | -1 47:  |
| Income tax paid   | -2 113  | -1 26:  |
| Net cash from operating activities                      | 4 716   | 8 70    |
| Cash flow from investing activities                     |         |         |
| Interest received                                       | 81      | 70      |
| Dividends received                                      | 1       |         |
| Proceeds from disposal of property, plant and equipment | 40      | 12      |
| Acquisition of property, plant and equipment            | -412    | -182    |
| Acquisition of intangible assets                        | -39     | -2      |
| Acquisition of shares of a subsidiary                   | 0       |         |
| Net cash used in/from investing activities              | -329    | -12     |
| Cash flow from financing activities                     |         |         |
| Dividends paid, declared                                | -947    | -41     |
| Acquisition of own shares                               | -1 522  | -84     |
| Net cash used in/ from financing activities             | -2 469  | -1 25   |
| Increase in cash and cash equivalents                   | 1 918   | 7 32    |
| Cash and cash equivalents at the beginning of period    | 22 303  | 21 27   |
| Effect of exchange rate fluctuations on cash held       | 712     | -5      |
| Cash and cash equivalents at the end of period          | 24 933  | 28 54   |

## **Consolidated Statement of Cash Flows**

| in thousands of EUR   | Share<br>Capital | Share<br>Premium | Treasury<br>shares | Statutory<br>reserve<br>capital |     | Unrealised<br>exchange rate<br>differences | Retained<br>earnings | Total equity<br>attributable to<br>equity holders of<br>the Parent<br>company | Non-<br>controlling<br>interest | Total<br>equity |
|---|------------------|------------------|--------------------|---------------------------------|-----|--|----------------------|---|---------------------------------|-----------------|
|   |                  |                  |                    |                                 |     |  |                      | company   |                                 |                 |
| Balance as at 31 December 2015  | 11 400           | 11 914           | -579               | 1 306                           | 0   | -16 238                                    | 32 391               | 40 194  | 3 782                           | 43 976          |
| Profit for the period   | 0                | 0                | 0                  | 0                               | 0   | 0  | 5 986                | 5 986   | 147                             | 6 133           |
| Other comprehensive income for the period                                 | 0                | 0                | 0                  | 0                               | 0   | 827  | 0                    | 827   | -126                            | 701             |
| Total comprehensive income for the period                                 | 0                | 0                | 0                  | 0                               | 0   | 827  | 5 986                | 6 813   | 21                              | 6 834           |
| Transactions with owners, recognised directly in e                        | quity            |                  |                    |                                 |     |  |                      |   |                                 |                 |
| Dividends declared  | 0                | 0                | 0                  | 0                               | 0   | 0  | -5 550               | -5 550  | 0                               | -5 550          |
| Purchase of treasury shares<br>Total transactions with owners, recognised | 0                | 0                | -848               | 0                               | 0   | 0  | 0                    | -848  | 0                               | -848            |
| directly in equity  | 0                | 0                | -848               | 0                               | 0   | 0  | -5 550               | -6 398  | 0                               | -6 398          |
| Balance as at 30 June 2016  | 11 400           | 11 914           | -1 427             | 1 306                           | 0   | -15 411                                    | 32 827               | 40 609  | 3 803                           | 44 412          |
| Balance as at 31 December 2016  | 11 100           | 10 787           | -998               | 1 306                           | 710 | -10 968                                    | 31 465               | 43 402  | 3 955                           | 47 357          |
| Profit for the period   | 0                | 0                | 0                  | 0                               | 0   | 0  | 5 434                | 5 434   | 268                             | 5 702           |
| Other comprehensive income for the period                                 | 0                | 0                | 0                  | 0                               | 0   | -3 002                                     | 0                    | -3 002  | -313                            | -3 315          |
| Total comprehensive income for the period                                 | 0                | 0                | 0                  | 0                               | 0   | -3 002                                     | 5 434                | 2 432   | -45                             | 2 387           |
| Transactions with owners, recognised directly in e                        | quity            |                  |                    |                                 |     |  |                      |   |                                 |                 |
| Dividends declared  | 0                | 0                | 0                  | 0                               | 0   | 0  | -7 200               | -7 200  | -947                            | -8 147          |
| Purchase of treasury shares<br>Total transactions with owners, recognised | 0                | 0                | -1 522             | 0                               | 0   | 0  | 0                    | -1 522  | 0                               | -1 522          |
| directly in equity  | 0                | 0                | -1 522             | 0                               | 0   | 0  | -7 200               | -8 722  | -947                            | -9 669          |
| Balance as at 30 June 2017  | 11 100           | 10 787           | -2 520             | 1 306                           | 710 | -13 970                                    | 29 699               | 37 112  | 2 964                           | 40 076          |

## **Consolidated Statement of Changes in Equity**

### Notes to the Interim Report

#### Note 1 Summary of significant accounting policies

AS Silvano Fashion Group is a company registered in Estonia. This Interim Report of the Group is prepared for the reporting period ended 30 June 2017 and comprises parent company and its subsidiaries.

The principal accounting policies applied in the preparation of this Interim Report are set out below. The policies have been consistently applied to all the years presented unless otherwise stated.

The Interim Report has not been audited or reviewed by external auditors.

#### **Basis for preparation**

This Interim Report of AS Silvano Fashion Group for Q2 and 6 months of 2017 ended on 30 June 2017 has been prepared in accordance with IAS 34 "Interim financial reporting" as adopted by the European Union. The Interim Report should be read in conjunction with the Annual Report for the financial year ended on 31 December 2016, which have been prepared in accordance with IFRS as adopted by the European Union.

This Interim Report is comprised in thousands of Euros (EUR).

The Group's performance is not significantly affected by any seasonal or cyclical factors. Nevertheless revenue during vacation periods and holidays in CIS countries is usually higher compared to other periods.

#### New standards and interpretations

In additions to disclosures already made in the Annual Report for the financial year ended on 31 December 2016 there are no new IFRSs or IFRIC interpretations that are effective for the financial year beginning on or after 1 January 2017 and that would be expected to have a material impact on the group.

#### Note 2 Trade and other receivables

| in thousands of EUR                    | 30.06.17 | 31.12.16 |
|--|----------|----------|
| Trade receivables from third parties   | 3 544    | 2 946    |
| Trade receivables from related parties | 0        | 97       |
| Impairment of receivables              | -1 032   | -1 098   |
| Tax prepayments                        | 613      | 1 525    |
| Other receivables                      | 584      | 698      |
| Total                                  | 3 709    | 4 168    |

The fair values of trade and other receivables are not materially different from the carrying values based on the expected discounted cash flows. All non-current receivables are due within more than one year from reporting date.

#### **Note 3 Inventories**

| in thousands of EUR     | 30.06.17 | 31.12.16 |
|-------------------------|----------|----------|
| Raw and other materials | 3 960    | 4 3 5 8  |
| Work in progress        | 1 129    | 1 158    |
| Finished goods          | 9 741    | 10 245   |
| Other inventories       | 884      | 426      |
| Total                   | 15 714   | 16 187   |

## Note 4 Property, plant and equipment

The Group didn't have any significant binding commitments to purchase property plant and equipment as of 30 June 2017.

| in thousands of EUR                  |           |           | Other        |              |         |
|--------------------------------------|-----------|-----------|--------------|--------------|---------|
|                                      | Land and  | Plant and |              | Assets under |         |
|                                      | buildings | equipment | and fixtures | construction | Tota    |
| 31.12.2015                           |           |           |              |              |         |
| Cost                                 | 6 060     | 19 323    | 4 145        | 39           | 29 567  |
| Accumulated depreciation             | -2 430    | -13 605   | -3 178       | 0            | -19 213 |
| Net book amount                      | 3 630     | 5 718     | 967          | 39           | 10 354  |
| Movements during 6m 2016             |           |           |              |              |         |
| Additions                            | 0         | 2         | 164          | 41           | 207     |
| Disposals                            | 0         | 0         | 7            | 0            | 7       |
| Reclassifications                    | 0         | 38        | 7            | -45          | 0       |
| Depreciation                         | -79       | -518      | -162         | 0            | -759    |
| Unrealised exchange rate differences | -287      | -536      | -32          | -1           | -856    |
| Closing net book amount              | 3 264     | 4 704     | 951          | 34           | 8 953   |
| 30.06.2016                           |           |           |              |              |         |
| Cost                                 | 5 565     | 17 811    | 4 063        | 34           | 27 473  |
| Accumulated depreciation             | -2 301    | -13 107   | -3 112       | 0            | -18 520 |
| Net book amount                      | 3 264     | 4 704     | 951          | 34           | 8 953   |
| 31.12.2016                           |           |           |              |              |         |
| Cost                                 | 6 520     | 20 013    | 4 637        | 34           | 31 204  |
| Accumulated depreciation             | -2 707    | -14 455   | -3 377       | 0            | -20 539 |
| Net book amount                      | 3 813     | 5 558     | 1 260        | 34           | 10 665  |
| Movements during 6m 2017             |           |           |              |              |         |
| Additions                            | 0         | 1         | 224          | 187          | 412     |
| Disposals                            | 0         | -28       | -2           | 0            | -30     |
| Reclassifications                    | 0         | 4         | 112          | -116         | 0       |
| Depreciation                         | -84       | -574      | -217         | 0            | -875    |
| Unrealised exchange rate differences | -278      | -304      | -154         | -7           | -743    |
| Closing net book amount              | 3 451     | 4 657     | 1 223        | 98           | 9 429   |
| 30.06.2017                           |           |           |              |              |         |
| Cost                                 | 6 033     | 18 617    | 4 544        | 98           | 29 292  |
| Accumulated depreciation             | -2 582    | -13 960   | -3 321       | 0            | -19 863 |
| Net book amount                      | 3 451     | 4 657     | 1 223        | 98           | 9 429   |

| in thousands of EUR | 30.06.17 | 31.12.16 |
|---------------------|----------|----------|
| Trade payables      | 5 925    | 5 220    |
| Accrued expenses    | 757      | 567      |
| Provisions          | 46       | 58       |
| Other payables      | 8 143    | 1 049    |
| Total               | 14 871   | 6 894    |

#### Note 5 Trade and other payables

Fair values of trade and other payables are not materially different from book values due to short maturities.

## Note 6 Equity

#### Shares

As of 30 June 2017 registered share capital of AS Silvano Fashion Group amounted to 11 100 thousand EUR divided into 37 000 000 shares with a nominal value of 0.30 EUR each (as of 31 December 2016, 11 100 thousand EUR, 37 000 000 shares and 0.30 EUR nominal value, respectively). All shares of AS Silvano Fashion Group are ordinary shares and all are registered. Each ordinary share gives a shareholder one vote in General Meeting of Shareholders. No share certificates are issued for registered shares. The share register is electronic and maintained at the Estonian Central Depositary for Securities. All shares have been paid for.

As of 30 June 2017 AS Silvano Fashion Group had 1 661 shareholders (as of 31 December 2016 - 1 711 shareholders

#### Note 7 Earnings per share

The calculation of basic earnings per share for 6 months of 2017 (6 months of 2016) is based on profit attributable to owners and a weighted average number of ordinary shares.

| in thousands of shares                                      | 6m 2017 | 6m 2016 |
|---|---------|---------|
| Number of ordinary shares at the beginning of the           |         |         |
| period  | 37 000  | 38 000  |
| Effect of own shares held at the beginning of the period    | -460    | -450    |
| Number of ordinary shares at the end of the period          | 37 000  | 38 000  |
| Effect of own shares held at the end of the period          | -1 000  | -1 000  |
| Weighted average number of ordinary shares for              |         |         |
| the period  | 36 270  | 37 362  |
| in thousands of EUR   | 6m 2017 | 6m 2016 |
| Profit for the period attributable to equity holders of the | 5 434   | 5 986   |
| Parent company  |         |         |
| Basic earnings per share (EUR)                              | 0.15    | 0.16    |
| Diluted earnings per share (EUR)                            | 0.15    | 0.16    |

Diluted earnings per share do not differ from basic earnings per share as the Group has no financial instruments issued that could potentially dilute the earnings per share.

#### Note 8 Revenue

| in thousands of EUR         | 6m 2017 | 6m 2016 |
|-----------------------------|---------|---------|
| Revenue from wholesale      | 22 516  | 23 243  |
| Revenue from retail         | 10 229  | 7 297   |
| Subcontracting and services | 62      | 53      |
| Other sales                 | 3       | 2       |
| Total                       | 32 810  | 30 595  |

#### Note 9 Transactions with related parties

The following parties are considered to be related;

- a) Shareholders owning, directly or indirectly, a voting power in the parent company or its significant subsidiaries that gives them significant influence over the parent company or its significant subsidiaries and companies under their control.
- b) Associates enterprises in which parent company or its subsidiaries have significant influence;
- c) Members of the Management Board and Supervisory Boards of parent company and its significant subsidiaries and their immediate family members and companies under their control or significant influence.

The Group's owners are legal and physical persons and no sole shareholder has control over the Group's activities. According to management's assessment, the prices applied in transactions with related parties did not differ significantly from the market terms.

Sales of goods and services

| in thousands of EUR | 6m 2017 | 6m 2016 |
|---------------------|---------|---------|
| Associates          | 867     | 246     |
| Total               | 867     | 246     |

#### **Balances with related parties**

| in thousands of EUR               | 30.06.2017 | 31.12.2016 |
|-----------------------------------|------------|------------|
| Trade receivables from associates | 0          | 0          |
| Total                             | 0          | 0          |

#### Benefits to key management of the

| group                      |         |         |
|----------------------------|---------|---------|
| in thousands of EUR        | 6m 2017 | 6m 2016 |
| Remunerations and benefits | 462     | 511     |
| Total                      | 462     | 511     |

#### **Corporate income tax**

| in thousands of EUR | 30.06.17 | 31.12.16 |
|---------------------|----------|----------|
| Prepayment          | -54      | -255     |
| Liability           | 726      | 629      |
| Net                 | 672      | 374      |

#### Note 10 Operating segments

The Group's operating segments have been determined based on regular reports being monitored and analysed by Management and Supervisory Boards of the parent company on an on-going basis.

The Management and Supervisory Board consider the business primarily from the activity perspective, monitoring separately wholesale and retail activities.

- The wholesale segment includes purchasing and production of women's lingerie, and distribution to external wholesale customers and the retail segment. The Group's manufacturing facilities are located in Latvia and Belarus.
- The retail segment sells the lingerie through own retail network in Latvia, Belarus and Russia.

There is a strong integration between wholesale and retail segments. The accounting policies of reportable segments are the same. Management estimates that intersegment transactions have been done on arm-length basis.

Primary measures monitored by the Supervisory Board are segment revenues, segment EBITDA (which is defined as profit before depreciation, amortisation, net financial income, income tax expense and gain on net monetary position) and segment net profit. These measures are included in the internal management reports that are reviewed by the Management Board and the Supervisory Board. Segment EBITDA is used to measure performance, as management believes that such information is the most relevant in evaluating the results of certain segment relative to other entities that operate within the industry.

Interest income and interest expenses are not core activities of operating segments and are not provided to management and are not evaluated by management as performance assessment criteria of segments' performance. Therefore, interest income and interest expenses are presented on net basis.

Unallocated revenues include revenues from services, commissions and rental income. Unallocated assets include cash and bank deposits not used in daily operations of either of the segments.

#### **Operating segments 6m 2017**

in thousands of EUR

|   | Lingerie         | Lingerie            | Total  | Unallocated | Fliminations | Total           |
|---|------------------|---------------------|--------|-------------|--------------|-----------------|
| Revenue from external customers                             | retail<br>10 229 | wholesale<br>22 519 | 32 748 | 62          | Eliminations | Total<br>32 810 |
|   | 10 229           | 22 319              | 21 199 | 2 544       | -23 743      | 52 810<br>0     |
| Intersegment revenues                                       | 0                | 21 199              | 21 199 | 2 344       | -25 745      | U               |
| EBITDA  | 2 423            | 4 975               | 7 398  | 696         |              | 8 094           |
| Amortization and depreciation                               | -42              | -637                | -679   | -293        | 0            | -972            |
| Operating income, EBIT                                      | 2 381            | 4 3 3 8             | 6 719  | 403         | 0            | 7 122           |
| Profit from associates using equity                         |                  |                     |        |             |              |                 |
| method  | 0                | 12                  | 12     | 0           | 0            | 12              |
| Net financial income  | -13              | 605                 | 592    | 389         | 0            | 981             |
| Income tax  | -279             | -1 162              | -1 441 | -972        | 0            | -2 413          |
| Net profit  | 2 089            | 3 793               | 5 882  | -180        | 0            | 5 702           |
| Investments in associates                                   | 0                | 28                  | 28     | 0           | 0            | 28              |
| Other operating segments assets                             | 3 125            | 38 983              | 42 108 | 14 456      | 0            | 56 564          |
| Reportable segments liabilities                             | 14               | 8 843               | 8 857  | 7 659       | 0            | 16 516          |
| Capital expenditures<br>Number of employees as of reporting | 181              | 270                 | 451    | 0           | 0            | 451             |
| date  | 501              | 1 584               | 2 085  | 179         |              | 2 264           |

### **Operating segments 6m 2016**

| in thousands of EUR   | Lingerie | Lingerie  | Total    |             |              |        |
|---|----------|-----------|----------|-------------|--------------|--------|
|   | retail   | wholesale | segments | Unallocated | Eliminations | Total  |
| Revenue from external customers                             | 7 297    | 23 245    | 30 542   | 53          |              | 30 595 |
| Intersegment revenues                                       | 0        | 20 517    | 20 517   | 1 913       | -22 430      | 0      |
| EBITDA  | 2 208    | 8 624     | 10 832   | 386         |              | 11 218 |
| Amortization and depreciation                               | -36      | -561      | -597     | -281        | 0            | -878   |
| <b>Operating income, EBIT</b>                               | 2 172    | 8 063     | 10 235   | 105         | 0            | 10 340 |
| Profit from associates using equity                         |          |           |          |             |              |        |
| method  | 0        | 0         | 0        | 0           | 0            | 0      |
| Net financial income  | -39      | -301      | -340     | -2 053      | 0            | -2 393 |
| Income tax  | -283     | -1 725    | -2 008   | 194         | 0            | -1 814 |
| Net profit  | 1 850    | 6 037     | 7 887    | -1 754      | 0            | 6 133  |
| Investments in associates                                   | 0        | 0         | 0        | 0           | 0            | 0      |
| Other operating segments assets                             | 3 029    | 35 822    | 38 851   | 20 365      | 0            | 59 216 |
| Reportable segments liabilities                             | 693      | 8 127     | 8 820    | 5 984       | 0            | 14 804 |
| Capital expenditures<br>Number of employees as of reporting | 180      | 47        | 227      | 0           | 0            | 227    |
| date  | 361      | 1 443     | 1 804    | 185         |              | 1 989  |

### Revenue and non-current assets breakdown by geographical areas

Revenues in the table below are based on the geographical location of customers; segment assets are based on the geographical location of the assets.

| <b>Geographical segments</b><br>in thousands of EUR | Sales<br>revenue 6m<br>2017 | Sales<br>revenue 6m<br>2016 | Non-current<br>assets<br>30.06.2017 | Non-current<br>assets 31.12.2016 |
|---|-----------------------------|-----------------------------|-------------------------------------|----------------------------------|
| Russia  | 18 318                      | 17 303                      | 1 321                               | 1 196                            |
| Belarus   | 9 332                       | 9 145                       | 10 625                              | 11 962                           |
| Ukraine   | 1 527                       | 903                         | 1                                   | 1                                |
| Baltics   | 799                         | 883                         | 264                                 | 285                              |
| Other countries                                     | 2 834                       | 2 361                       | 24                                  | 24                               |
| Total   | 32 810                      | 30 595                      | 12 235                              | 13 468                           |