

AS LHV Group  
Consolidated Annual Report 2015

**Consolidated Annual Report      01.01.2015 – 31.12.2015**


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|-------------------------|---------------------------------|
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|                         |                                 |
| Main activities         | Activities of holding companies |
|                         | Banking                         |
|                         | Security brokerage              |
|                         | Financial advisory              |
|                         | Finance lease and other lending |
|                         |                                 |
| Management Board        | Erkki Raasuke                   |
|                         |                                 |
| Supervisory Board       | Rain Lõhmus                     |
|                         | Andres Viisemann                |
|                         | Tiina Möis                      |
|                         | Heldur Meerits                  |
|                         | Raivo Hein                      |
|                         | Tauno Tats                      |
|                         | Sten Tamkivi                    |
|                         |                                 |
| Auditor                 | AS PricewaterhouseCoopers       |

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## Statement of Managing Director

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LHV has had a successful year. The company's efforts have borne fruit and the objectives established for the financial year have been exceeded.

The economic environment has been stable, despite persistent fragility and ever-increasing risks in global economy. In developed markets, the post-crisis economy has failed to gain ground. The gigantic debt burden, along with difficult demographic dynamics, impedes economic recovery and growth. The year 2015 brought record-low, negative interest rates. The reversal in Chinese economic growth and the plummeting raw material prices have added further to the general anxiety.

Unfortunately, the fears of the economic decline and struggle paving the way for extremist and protectionist political consequences are materialising in several European countries. Such dynamics do not favour growth in trade of goods and services.

The economic growth in LHV's principal market - Estonia - has dropped below two per cent. The high employment rate and structural labour shortage are fuelling a wage growth beyond the growth in productivity. The fragility of the external environment and labour market restrictions have kept investments in non-current assets at a 20-year low. Clearly, the Estonian economy is slowing down. At the same time, no major open risks or imbalances are immediately evident in the local economy. The economic life has been slow, yet stable and mostly predictable.

The current environment has suited well for LHV. LHV is a young market participant, offering refreshing alternatives and modern-day vantage points to the conservative world of financial intermediation. As a rule, everyone does well in a quickly developing market. However, in a market, where choices need to be carefully weighed and deliberated, only those who are able to understand the customer's desires and needs, and whose services and products do not entail encumbering additional expenses, can gain ground. LHV's quick growth in an economically challenged environment where quite a few market participants are downsizing or dissolving indicates that there is always room for dedication and good customer offers.

The net profit of LHV amounted to EUR 14,8 million in 2015. This constitutes a EUR 5,1 million increase from last year, with a 22% return on equity. Business volumes and profits were boosted in all core activities.

The net profit of the largest business unit – AS LHV Pank - amounted to EUR 9,9 million, having grown by EUR 3,8 million, year-over-year. Loans to customers increased by EUR 93 million and totalled EUR 405 million. EUR 167 million worth of new deposits were collected during the year, with the total volume of deposits amounting to EUR 628 million by the end of the year.

The Bank focused mainly on gaining new customers and enhancing retail banking offers. In August, the Bank started operating its own ATM network. The ATMs were installed with the aim of maximising support to both business and retail customers.

In LHV's ATMs, incoming cash flows exceed outgoing cash flows, contrasting the rest of the Estonian market. This indicates that the Estonian retail banking is still under development, with both room and demand for further innovative solutions.

Having expanded its retail banking offers, the Bank also revealed its ambition of becoming the third largest home bank in Estonia. The Bank does not endeavour to serve as a mere copy of existing retail banks. Nonetheless, we can see a huge number of potential customers well suited to the offers of the Bank. By the end of 2015, the number of active customers had reached 80,000.

LHV Varahaldus posted a net profit of EUR 4,7 million in 2015 - EUR 1.0 million more than last year total assets under management grew by EUR 66 million, totalling EUR 570 million. Return on equity was 53%, with LHV Varahaldus returning EUR 4,5 million of capital to LHV Group.

The primary objective of LHV Varahaldus is to maximise the long-term return to its funds' unitholders. With their sights set on the goal, fund managers have kept their positions conservative, trying to avoid steep downswings in a fragile market. The chosen strategy has borne fruit. The 2nd-pillar pension funds managed by LHV Varahaldus ranked first in terms of yield in all categories in 2015. LHV Varahaldus also maintained its leader position in terms of 10-year yield of 2nd-pillar pension funds.

On 29<sup>th</sup> of January 2016, LHV Varahaldus entered into a contract of purchase and sale of shares with Danske Bank A/S Estonia Branch, under which LHV Varahaldus purchased 100% of the shares of Danske Capital AS. Completion of the transaction requires the approval of the Financial Supervision Authority and the authorisation for concentration by the Competition Board. Danske Capital AS manages three mandatory pension funds and two voluntary pension funds with a volume of EUR 235,8 million and over 43,000 active customers. Upon completion of the transaction, LHV Varahaldus's market share in mandatory pension funds will rise to nearly 30%.

Mokilizingas posted a net profit of EUR 1,1 million in 2015 - a EUR 0,5 million increase, year-over-year. The loan portfolio grew by EUR 8 million, totalling EUR 38 million. Mokilizingas' return on equity was 25%. Mokilizingas is the second largest hire-purchase provider on the Lithuanian market, and is recognised for the good service and transparent pricing. In cooperation with a partner in the telecommunication sector, Mokilizingas also started offering hire-purchase services in Latvia. This is a fully controlled pilot project which allows to significantly enhance business activities, if successful.

In October 2015, LHV finally achieved one of its long-term goals, becoming a publicly traded company. The subordinated bonds to be redeemed by LHV in 2024 were listed on the NASDAQ Tallinn Stock Exchange. The public offer of subordinated bonds allowed us to engage EUR 15 million of subordinated capital from the markets. The transaction itself brought LHV nearly a thousand new investors. We also confirmed our plans of listing LHV's

shares on the NASDAQ Tallinn Stock Exchange by the summer of 2016.

The year 2015 was thus, indeed, a successful year for LHV. We have a dedicated team, we are operating in a suitable environment and can truly feel the kind support of our customers. Even though we have grown significantly during the year, we have further simplified the internal processes, becoming more focused. We stand ready for further growth. LHV's objective for the upcoming years have not changed:

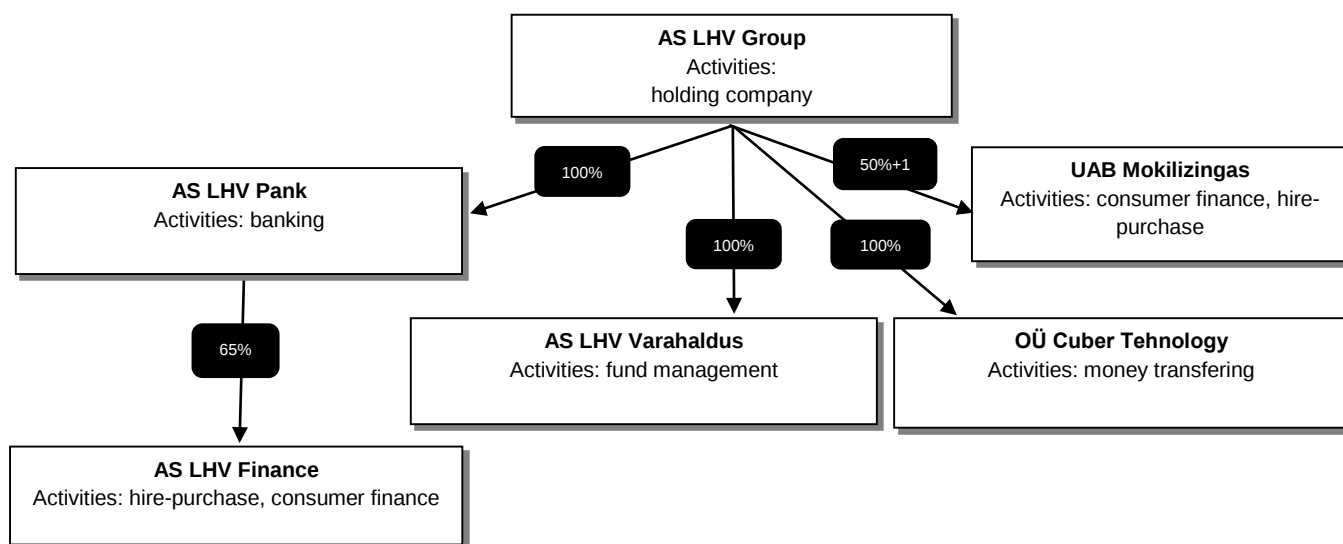
- we endeavour to serve as the best financial service provider to private customers and SMEs who wish to save and invest financial assets;
- we endeavour to serve as an attractive and recognised employer, offering progress, self-fulfilment and growth;
- we endeavour to do business in such a way as to achieve at least a 20% annual return on equity;
- we endeavour to become a publicly traded company with a wide range of owners, and shares listed on the local stock exchange.

Erkki Raasuke

## Management report

AS LHV Group (hereinafter: the Group or LHV) is the biggest domestic finance group and capital provider in Estonia. The main subsidiaries of AS LHV Group are AS LHV Pank (hereinafter: the Bank) and AS LHV Varahaldus (hereinafter: LHV Varahaldus). LHV was established in 1999 by people with long experience in

investing and entrepreneurship. LHV-s offices for client servicing are located in Tallinn, Tartu, Riga and Vilnius. Over 300 people work in LHV. Over 80 000 customers use banking services offered by LHV and the LHV's pension funds have over 147 000 clients.



### Key events in 2015:

- **Group's structure**

In 2015 the Group sold Finnish operations and closed down its Finnish branch.

The Group founded OÜ Cuber Technology to innovate around the use of Blockchain technology in financial services.

- **LHV Pank**

AS LHV Pank launched ATM (automated teller machine) network and new mobile app.

- **Mokilizingas**

Mokilizingas stopped providing financial leasing services and is now focusing only on consumer loans and hire-purchase products.

- **Issuing subordinated bonds**

In 2015 subordinated bonds in the amount of 0,75 million euros were redeemed. New subordinated bonds were issued in the amount of 15,0 million euros and due date of the bonds is 10 years. Previously issued 15,9 million euros subordinated debt were listed. As a result all the subordinated bonds were listed on the Tallinn Stock Exchange.

- **LHV Varahaldus**

The asset management unit LHV Varahaldus returned to LHV Group worth of 4,5 million euros excess capital.

### Operating principles

The mission of LHV is to help create local capital and to support the development of local entrepreneurship.

LHV concentrates on active and independent customers with an entrepreneurial mind-set. For private consumers LHV mainly offers services of depositing and increasing monetary funds. For corporate clients LHV offers flexible and suitable financing and managing of everyday financial operations.

The products and services provided by LHV are simple, transparent and appropriate. Client interaction is mainly conducted using modern electronic communication channels. Costs avoided will reach the clients of LHV through affordable cost of everyday service.

LHV was created as a partnership and partnership is the central way of growing LHV's business. New initiatives will be implemented faster and more successfully when partners have same interests and long-term support of each other.

All clients and partners of LHV may be owners of LHV in the future. LHV is public company which is striving for listing its shares on the Tallinn Stock Exchange.

**Shareholders**

AS LHV Group has 23 256 005 common shares with par value of 1 euro.

As at 31.12.2015 AS LHV Group had 271 shareholders:

- 13 372 004 shares (57,3%) belonged to the members of the supervisory board and management board and to their related parties.
- 9 196 512 shares (39,4%) belonged to Estonian entrepreneurs and investors and to their related parties.
- 787 489 shares (3,4%) belonged to current and previous employees of LHV and to their related parties.

Ten biggest shareholders as at 31.12.2015:

| Number of shares | Percentage | Name of the shareholder      |
|------------------|------------|------------------------------|
| 3 357 920        | 14,4%      | AS Lõhmus Holdings           |
| 2 938 367        | 12,6%      | Rain Lõhmus                  |
| 1 637 897        | 7,0%       | Andres Viisemann             |
| 1 418 000        | 6,1%       | OÜ Ambient Sound Investments |
| 1 210 215        | 5,2%       | OÜ Krenno                    |
| 995 000          | 4,3%       | AS Genteel                   |
| 931 978          | 4,0%       | AS Amalfi                    |
| 696 297          | 3,0%       | OÜ Kristobal                 |
| 653 165          | 2,8%       | SIA Krugmans                 |
| 576 667          | 2,5%       | OÜ Bonaares                  |

## Business environment

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2015 was marked by the emergence of geopolitical risks to the fore, the growth slowdown in the world economy, commodity prices continued to fall and low inflation rate. The IMF forecast for this year expected global economic growth and consumer prices increase in the developed countries. Short-term interest rates will remain low, but the US Federal Reserve raising interest rates indicated by the European and American divergent points of interest policy.

However, the world economy is the biggest concern of the sharper-than-expected slowdown in Chinese economic growth. The direct effect is coming through a deflationary pressures causing decline in commodity prices for oil and metals, but the decline in import volumes will negatively affect the entire global demand. In August, the Chinese government devalued the yuan, nearly 3% and a further 0,5% in January 2016. Since China uses exchange as manipulation tool of monetary policy to improve the economy's competitiveness, there are questions raised of possible future of China's monetary policy steps.

US economic indicators have remained strong, so after seven years of stagnation, Federal Reserve raised interest rates in December. Future changes depend on the particular set of employment and inflation targets, although expectations are to increase interest rates further.

The European Central Bank introduced stimulus measures first quarter of 2015. Still the growth of consumer prices was not achieved. According to Eurostat, the euro area consumer prices rose by only 0.2% in December compared with the previous year. Despite the increase in the money supply, the euro exchange rate against major currencies has not been lowered and did not create an additional incentive for the competitiveness of exporters.

Euro area quarterly economic growth in the third quarter was 0,3%, which is slightly slower than in the first quarter, reflecting a slowdown in German exports in particular. However, the IMF raised the overall growth expectations for the euro zone area in 2016.

Estonia's most important trading partner, the Swedish economy, showed in the third quarter a broad-based growth. On the negative side, Sweden has increasingly seriously entered to housing shortages, and a rapid increase in the price of real estate related topics. The Finnish economy turned back into recession after two quarters, despite the growth in domestic demand.

Just export volumes and investments in growth expectations decline were the reasons why the Bank of Estonia lowered significantly economic growth forecasts in December 2015. Inflation seen recovering, which, together with the slowdown in the pace of wage growth is pressure on private consumption. Employment rates continue to remain high.

LHV expectations for the next twelve months are moderately optimistic. Economic growth is accelerating, and the volume of investments will increase, albeit at a slowing pace. With the rate of growth in real wages and private consumption expected to decelerate, this is bound to affect the trade and real estate sector - the biggest contributors to economic growth in the last quarters. The situation on Estonia's key export markets is becoming increasingly important, along with dispersion of the export-related concentration risk.

The risks are higher than average in agriculture, transport and tourism sectors. A significant decline in the price of oil, which is a statement so far mainly for local industry and private consumers as a more favourable energy prices, has put the energy industry facing serious challenges. LHV is also taking a more cautious approach to the real estate market, carefully monitoring the dynamics on the local and Scandinavian markets. Supply has increased with regard to both residential space and rental properties. On a positive note, the number of transactions has remained high.

According to the Bank of Estonia, the loan balances by credit institutions increased by 8% during eleven months in 2015. Historically low interest rates and strong competition among banks have positively affected local businesses.

## Financial results

| EUR million                                           | 2011*       | 2012*       | 2013*      | 2014*      | 2015        |
|-------------------------------------------------------|-------------|-------------|------------|------------|-------------|
| <b>Volume of deposits</b>                             | <b>208</b>  | <b>279</b>  | <b>352</b> | <b>457</b> | <b>633</b>  |
| <b>Volume of net loans</b>                            | <b>67</b>   | <b>106</b>  | <b>207</b> | <b>316</b> | <b>410</b>  |
| <b>Volume of funds</b>                                | <b>144</b>  | <b>252</b>  | <b>374</b> | <b>504</b> | <b>570</b>  |
| Net interest income                                   | 3,5         | 6,1         | 11,8       | 20,3       | 23,2        |
| Net fee income                                        | 5,3         | 6,5         | 9,5        | 12,8       | 14,7        |
| Net financial income                                  | -1,1        | 0,8         | 2,7        | 0,5        | 0,4         |
| Net income                                            | 7,7         | 13,4        | 24,0       | 33,6       | 38,3        |
| Expenses                                              | 13,5        | 14,0        | 16,7       | 21,7       | 24,1        |
| Operating profit                                      | -5,9        | -0,7        | 7,3        | 11,9       | 14,3        |
| Loan provisions                                       | 2,6         | 1,1         | 2,9        | 2,6        | 1,4         |
| Income tax expense                                    | 0,0         | 0,0         | 0,1        | -0,4       | -0,3        |
| Profit from discontinued operations                   | 0,0         | 0,0         | 0,0        | 0,0        | 2,2         |
| <b>Profit</b>                                         | <b>-8,5</b> | <b>-1,8</b> | <b>4,3</b> | <b>9,7</b> | <b>14,8</b> |
| <b>including attributable to owners of the parent</b> | <b>-8,5</b> | <b>-1,8</b> | <b>4,2</b> | <b>9,2</b> | <b>13,7</b> |

\*The summary table of financial results does not separately show income and expenses of the Finnish business operations. In the annual report they are presented separately as a discontinued operations.

The Group's pre-tax profit for 2015 from continued operations amounted to EUR 12,6 million and net profit totalled EUR 14,8 million. Pre-tax profit from continued operations is 64% more than a year earlier (EUR 7,7 million). Net interest income grew 41% and net fee income increased 17%. Financial income were 14% lower than in the previous year.

By the end of December, the total volume of the Group's loan portfolio less impairments amounted to EUR 410 million (December 2014 ongoing operations: EUR 301 million; December 2013: EUR 207 million). The volume of portfolio increased 36% in a year. In the loan portfolio, the majority is corporate loans that increased 34% in a year to EUR 286 million (2014: EUR 214 million; 2013: EUR 133 million). The portfolio of retail loans increased 20% in a year, amounting to EUR 128 million (2014: EUR 107 million; 2013: EUR 79 million).

The volume of Group's deposits increased 35% in a year and totalled EUR 617 million by the year-end (2014: EUR 457 million; 2013: EUR 352 million). The share of demand deposits of all deposits increased and reached 68% (31.12.2014: 60%; 31.12.2013: 46%).

Operating expenses increased 21% in a year.

By business units, in consolidated figures in 2015, AS LHV Pank earned profit of EUR 9,9 million, LHV Varahaldus earned EUR 4,7

million and UAB Mokilizingas earned a profit of EUR 1,1 million. LHV Group itself ended the year with a loss of EUR 0,9 million due to the fact that it does not engage in operating business and the main expense in the Group is the interest expense from issued subordinated debt.

### Liquidity and capitalization

The liquidity coverage ratio (LCR) of the Group, calculated according to the definitions of the Basel Committee, was 271,6% at the end of December (31.12.2014: 190%; 31.12.2013: 169%). The Group includes cash and bond portfolios into a liquidity buffer, accounting for 44% of the balance sheet total, among its liquidity buffer (31.12.2014: 41%; 31.12.2013: 47%). The Group's loan-to-deposit ratio at the end of 2015 was 66% (31.12.2014: 70%; 31.12.2013: 60%).

The Group's level of own funds as at 31.12.2015 was EUR 100,5 million (31.12.2014: EUR 72,5 million; 31.12.2013: EUR 44,9 million). The Group is well-capitalised as at the end of the reporting period with a capital adequacy level of 24,0% (31.12.2014: 22,8%; 31.12.2013: 23,0%) and Tier 1 capital ratio of 16,7% (31.12.2014: 17,6%; 31.12.2013: 15,3%).

The Group uses the standard method for the calculation of credit risk and market risk capital requirements and the basic indicator approach for the calculation of operational risk capital

requirements. The Group has complied with all capital requirements during the financial year and in previous year.

Each year, an internal capital adequacy assessment process (ICAAP) is performed, the goal of which is to identify potential capital needs in addition to regulatory capital requirements.

Leverage ratio, calculated according to Basel Committee on Banking Supervision requirements, as at 31.12.2015 was 7,5%

(31.12.2014: 8,5%). Leverage ratio is calculated as Group's total Tier 1 own funds divided by Group's total risk exposure measure (incl risk position on assets and off the balance sheet liabilities). As at the end of the reporting period, the leverage ratio is arithmetic mean of the monthly leverage ratios over the last quarter.

| Key figures, EUR million                        | 2015 | 2014 | change | 2013 | change |
|-------------------------------------------------|------|------|--------|------|--------|
| net profit                                      | 14,8 | 9,7  | 53%    | 4,3  | 126%   |
| net profit attributable to owners of the parent | 13,7 | 9,2  | 49%    | 4,2  | 119%   |
| average equity                                  | 62,9 | 43,1 | 44%    | 25,7 | 68%    |
| return on equity (ROE) % *                      | 21,0 | 21,4 | -0,4   | 16,5 | 4,9    |
| average assets                                  | 646  | 485  | 33%    | 366  | 33%    |
| return on assets (ROA) %                        | 2,3  | 2,0  | 0,3    | 1,2  | 0,8    |
| net interest income                             | 23,2 | 16,5 | 41%    | 9,1  | 81%    |
| average interest earning assets                 | 637  | 471  | 35%    | 360  | 31%    |
| net interest margin (NIM) %                     | 3,65 | 3,50 | 0,15   | 2,53 | 0,97   |
| spread %                                        | 3,57 | 3,44 | 0,13   | 2,48 | 0,96   |
| cost to income ratio %                          | 62,8 | 67,5 | -4,7   | 71,6 | -4,1   |

\* Return on equity is calculated based on LHV Group net profit and equity attributable to owners of the parent and does not include non-controlling interest.

#### Explanations

average equity (attributable to owners of the parent) = (equity of current year end + equity of previous year end) / 2

return on equity (ROE) = net profit (attributable to owners of the parent) / average equity (attributable to owners of the parent) \* 100

average assets = (assets of current year end + assets of previous year end) / 2

return on assets (ROA) = net profit / average assets \* 100

net interest margin (NIM) = net interest income/average interest earning assets \* 100

spread = yield on interest earning assets – cost of interest bearing liabilities

yield on interest earning assets = interest income/average interest earning assets \* 100

cost of interest bearing liabilities = interest expenses/average interest bearing liabilities \* 100

cost to income ratio = total operating expenses / total income \* 100

## Risk Management

The purpose of risk management is to identify, assess, manage and control all risks related to the activities of the Group in order to ensure the Group's reliability, stability and profitability. The principles of identification, measuring, reporting and control of risks at the Group are set out in the policies and procedures approved by the supervisory board and daily risk management is organised by Risk management unit. In the Group, risk management is based on three lines of defence. Business units as the first line of defence are responsible for taking and managing risks. The second line of defence – which includes the

risk management unit – is responsible for developing and maintenance of the risk management framework. The third line of defence, internal audit function, carries out independent control over processes, operations and control functions in the entire Group. The rules and procedures of risk management are regularly reviewed at least once a year and updated in case of a need.

Detailed overview of the risks taken by the Group is presented in Note 3 of the annual report.

| <b>Capital base (in EUR thousands)</b>                                                      | <b>31.12.2015</b> | <b>31.12.2014</b> | <b>31.12.2013</b> |
|---------------------------------------------------------------------------------------------|-------------------|-------------------|-------------------|
| Paid-in share capital                                                                       | 23 356            | 23 356            | 19 202            |
| Share premium                                                                               | 33 992            | 33 992            | 21 871            |
| Statutory reserves transferred from net profit                                              | 895               | 435               | 223               |
| Other reserves                                                                              | -23               | 0                 | 0                 |
| Accumulated deficit                                                                         | -2 503            | -11 244           | -15 581           |
| Intangible assets (subtracted)                                                              | -1 734            | -1 574            | -1 665            |
| Net profit for accounting period                                                            | 13 705            | 9 203             | 4 206             |
| Non-controlling interests                                                                   | 1 945             | 1 727             | 1 695             |
| <b>Total Tier 1 capital</b>                                                                 | <b>69 633</b>     | <b>55 895</b>     | <b>29 951</b>     |
| Subordinated debt                                                                           | 30 900            | 16 650            | 19 635            |
| <b>Total Tier 2 capital</b>                                                                 | <b>30 900</b>     | <b>16 650</b>     | <b>19 635</b>     |
| Exceeding limitations of subordinated debts and preference shares                           | 0                 | 0                 | -4 660            |
| <b>Net own funds for capital adequacy calculation</b>                                       | <b>100 533</b>    | <b>72 545</b>     | <b>44 926</b>     |
| <b>Capital requirements</b>                                                                 |                   |                   |                   |
| Credit institutions and investment companies under standard method                          | 5 949             | 8 237             | 3 726             |
| Companies under standard method                                                             | 232 779           | 153 250           | 83 034            |
| Retail claims under standard method                                                         | 106 445           | 101 741           | 73 483            |
| Overdue claims under standard method                                                        | 7 758             | 5 438             | 3 661             |
| Investment funds' shares under standard method                                              | 6 369             | 5 608             | 4 216             |
| Other assets under standard method                                                          | 5 712             | 5 675             | 5 638             |
| <b>Total capital requirements for covering the credit risk and counterparty credit risk</b> | <b>365 012</b>    | <b>279 949</b>    | <b>173 758</b>    |
| Capital requirement against foreign currency risk under standard method                     | 6 527             | 5 735             | 4 315             |
| Capital requirement against interest position risk under standard method                    | 2 342             | 2 028             | 4 139             |
| Capital requirement against equity portfolio risks under standard method                    | 87                | 96                | 60                |
| Capital requirement for operational risk under base method                                  | 44 367            | 30 066            | 13 307            |
| <b>Total capital requirements for adequacy calculation</b>                                  | <b>418 334</b>    | <b>317 874</b>    | <b>195 579</b>    |
| <b>Capital adequacy (%)</b>                                                                 | <b>24,03</b>      | <b>22,82</b>      | <b>22,97</b>      |
| <b>Tier 1 Capital Ratio (%)</b>                                                             | <b>16,65</b>      | <b>17,58</b>      | <b>15,31</b>      |

## Overview of the Group's subsidiaries in 2015

### AS LHV Pank consolidation group

AS LHV Pank is based on Estonian capital. The Bank's clients include private individuals, small and medium-sized companies and institutional investors. The branch offices of the Bank are located in Tallinn, Tartu, Riga (will be closed 31.03.2016) and Vilnius. AS LHV Pank employs over 200 people. More than 80 000 clients use the Bank's services. AS LHV Pank is one of the largest brokers on NASDAQ OMX Baltic stock exchanges and the largest broker for Baltic retail investors in international markets. The Bank owns 65% of the subsidiary AS LHV Finance that provides hire-purchase and consumer finance services.

#### Business activities

Growth of deposits and loans in the year 2015 was according to expectations.

The volume of deposits grew by 36% year-on-year and reached 629 million euros by year-end (2014: 462 million euros). Compared to the first half of the year, growth in deposit volumes accelerated in the second half of the year. As a result of the overall low interest rate environment, a change has occurred in the deposit structure. As the deployment of money in term deposits is no longer as attractive, LHV at the end of 2013 introduced the liquidity account concept to the market whereby if certain conditions are met, higher interest will be paid on demand deposits. All in all, the proportion of demand deposits has increased, accounting for 71% of all deposits as at the end of December (60% one year ago).

The loan portfolio volume grew by 36% year-on-year and amounted to EUR 405 million at the end of December (continuing operations 2014: EUR 298 million). The majority of the loan portfolio is made up of loans to businesses, which grew by 34% year-on-year to EUR 286 million (31.12.2014: EUR 214 million; 31.12.2013: EUR 133 million). The retail loan portfolio grew by 16% year-on-year to EUR 88 million (31.12.2014: EUR 75 million; 31.12.2013: EUR 50 million). AS LHV Pank issued a loan to the other subsidiary of AS LHV Group, UAB Mokilizingas, the amount of which at the year-end was EUR 33 million (31.12.2014: EUR 27 million; 31.12.2013: EUR 24 million).

New products launched by the Bank included the additional card payment acceptance services developed in cooperation with EveryPay. In the mobile bank, the option of effecting

TransferWise payments was opened for customers in five different currencies. The Bank also started providing currency forwards and swaps to investors seeking to hedge the currency risk related to their investment portfolio, and customers engaged in export and import seeking to hedge the currency risk inherent in their business operations and contract.

At the beginning of December, the European Central Bank lowered the key interest rates, raising the Bank's costs of holding liquid assets. The Bank consequently lowered the interest rates of term deposits in December.

On December 9, the EU regulation establishing a cap on interchange fees of cards issued within the European Economic Area entered into force. This is bound to scale down the Bank's revenue from transactions made with the cards issued. Nevertheless, the Bank's costs on transactions related to the acceptance of card payments will decrease accordingly. As regards the acceptance of card payments, merchants can benefit from a more favourable price in the future.

In Q4, the Bank started disposing non-performing hire-purchase, small loan and credit card agreements. The claims are assigned regularly, on a monthly basis.

The changes in the organisational structure of the Bank took effect at the beginning of 2016. The key changes include singularisation of Private Banking as a separate business area, transformation of the Marketing and Communication Department into a supra-sectoral unit and establishment of a separate Money Laundering Prevention Department and separation of its functions from those of the Compliance Department.

On November 30, the Bank decided to end its cross-border operations in Latvia. At the beginning of 2016, the decision was taken to close the Latvian branch by 31.03.2016. The Bank's operations in Latvia have been small-scale. In its business pursuits, the Bank has been governed, above all, by the business interests of its customers and endeavours to keep pace with the customers. Estonian enterprises currently need more services and support on the Western European front. These trends should be taken into account, when advancing the Bank's activities and services.

## Financial results

The net profit of the Bank in 2015 amounted to 9,9 million euros, up 60% compared to the previous year (6,2 million euros). Net interest income grew by 44% and net fee and commission income increased by 46%. Financial income was lower by 66% compared to the previous year.

The large increase in net interest income is attributable to a growth in lending and deposit volumes.

Among fee and commission income, the greatest contribution continues to come from security brokerage income. Income on cards and settlements are also showing a growth trend.

Operating expenses grew by 34% year-on-year, which was expected given the current phase of high growth and new business development.

Loan losses were 33% lower compared to the previous year.

## Organisation

The organisational structure of the Bank continues to be divided in six major areas: Retail Banking, Private Banking, Business Banking, Information Technology, Finance and Operations, and Risk Management (incl compliance).

### Statement of profit or loss and other comprehensive income, EUR million

|                                 | 2015   | 2014   | change | 2013  | change  |
|---------------------------------|--------|--------|--------|-------|---------|
| net interest income             | 18,76  | 13,04  | 44%    | 7,76  | 68%     |
| net fee and commission income   | 4,85   | 3,33   | 46%    | 2,79  | 19%     |
| net gains from financial assets | 0,12   | 0,34   | -66%   | 2,34  | -85%    |
| total net operating revenues    | 23,73  | 16,71  | 42%    | 12,89 | 30%     |
| other income                    | 0,09   | 0,03   | 181%   | 0,06  | -48%    |
| operating expenses              | -15,38 | -11,50 | 34%    | -9,36 | 23%     |
| loan losses                     | -0,67  | -1,00  | -33%   | -1,12 | -10%    |
| discontinued operations         | 2,18   | 1,92   | 13%    | -0,20 | -1 061% |
| net income                      | 9,94   | 6,16   | 62%    | 2,27  | 145%    |

| Volumes, EUR million                       | 31.12.2015 | 31.12.2014 | change | 31.12.2013 | change |
|--------------------------------------------|------------|------------|--------|------------|--------|
| loan portfolio                             | 405,4      | 298,0      | 36%    | 204,6      | 46%    |
| bond portfolio                             | 103,0      | 142,5      | -28%   | 42,7       | 234%   |
| deposits                                   | 629,0      | 462,0      | 36%    | 356,3      | 30%    |
| equity                                     | 61,4       | 45,2       | 36%    | 26,9       | 68%    |
| number of customers holding assets in bank | 83 081     | 61 170     | 35%    | 48 863     | 25%    |

## AS LHV Varahaldus

AS LHV Varahaldus is a fund management company for investment funds.

LHV Varahaldus is currently managing seven investment funds – five mandatory pension funds (LHV Pension Fund XS, LHV Pension Fund S, LHV Pension Fund M, LHV Pension Fund L, LHV Pension Fund XL), one voluntary pension fund (LHV Supplementary Pension Fund) and one UCITS fund (LHV World Equities Fund). LHV Varahaldus also provides investment consulting services to the SEF-LHV Persian Gulf Fund, which incorporated the LHV Persian Gulf Fund (managed by LHV Varahaldus) in April 2015.

The purpose of LHV Varahaldus is to offer its pension fund customers the best long-term yield. In terms of the yield posted over the last 10 calendar years, LHV's pension funds rank first in all investment strategies. LHV's pension funds also rank first in all categories in terms of the yield posted in 2015. LHV prioritises capital preservation in complicated market conditions. The fund manager also kept the market risk of pension funds relatively low in 2015 - a strategy which eventually paid off. The yield of LHV's mandatory pension funds ranged from +0,99% (LHV Pension Fund S) to +6,59% (LHV Pension Fund XL). The yield of LHV Supplementary Pension Fund was +8,77% (data on yields, as provided by Pensionikeskus).

The yield of LHV World Equities Fund was +11,21%. The yield of SEF-LHV Persian Gulf Fund was -16,50%.

LHV Varahaldus maintained the second largest market share (21,0%) in terms of volume and third largest market share (19,8%) in terms of customer numbers.

### Financial results

| EUR million                                    | 2015 | 2014 | change | 2013 | change |
|------------------------------------------------|------|------|--------|------|--------|
| net fee income                                 | 9,2  | 8,5  | 8%     | 5,8  | 46%    |
| other financial income                         | 0,3  | 0,2  | 50%    | 0,2  | -2%    |
| total net operating revenues                   | 9,5  | 8,6  | 10%    | 6,0  | 44%    |
| operating expenses                             | -4,8 | -5,0 | -4%    | -4,3 | 18%    |
| net profit                                     | 4,7  | 3,6  | 31%    | 1,7  | 108%   |
| assets under management                        | 570  | 504  | 13%    | 374  | 35%    |
| number of clients in pension funds (thousands) | 147  | 132  | 11%    | 124  | 7%     |

The company's operating income grew by 9% during the year. The volume of assets under management grew by 13%, totalling EUR 570 million. The management fees of mandatory pension funds were reduced by regulation in August, with the management fees lowered by 10%, compared to July. As the management fees of mandatory pension funds are lowered against a rise in volumes, LHV's operating income rises slower than the fund volume.

The company's operating expenses dropped by 3%. This can mainly be attributed to lower sales expenses. As a result, the company's net profit increased by EUR 1,03 million to EUR 4,65 million.

LHV Varahaldus switched the host country of the LHV Persian Gulf Fund to Luxembourg. This was done on 13 April 2015 by way of a merger, with the SEF-LHV Persian Gulf Fund serving as the acquiring fund (SICAV, management company: Swedbank Management Company S.A.). The assets of the fund are managed by LHV Varahaldus on the basis of a service provision agreement. The relocation of the host country served the purpose of enhancing the options of marketing to institutional investors on the long-term horizon.

On 29 January 2016 LHV Varahaldus and Danske Bank A/S entered into a contract of purchase and sale of shares, with LHV Varahaldus purchasing from Danske Bank A/S the Estonian-based management company Danske Capital AS.

AS LHV Varahaldus main operational divisions are: Investments unit, Marketing and Customer services, Finance Management and Operations, Risk Management and Compliance.

## UAB Mokilizingas

Despite the positive effects of Euro introduction in the beginning of 2015, the growth of Lithuanian GDP has kept a decreasing pace and estimated 1,7% in 2015. The main factors of this are the slowdown of construction and agriculture sectors, decreased trade with Russia and turbulent Eurozone environment. Inflation was negative at a rate of -0,1% mainly due to low fuel prices in international markets and low inflation in Eurozone. Private consumption expenditure grew more than 5% in 2015 and is expected to continue growing at a pace above 4%. The regulating institution is increasing the control of the consumer lending market and is primarily aimed to restrain the payday loan providers from multiple violations of credit issuing process. The law amendment was passed in Q4, effective from February 2016, establishing the limit of 75% yearly interest and other fees' daily amount is limited to 0,04%. These developments will most affect payday loan providers and will not have considerable impact for Mokilizingas.

### Hire purchase

The objectives set for Mokilizingas were to grow steadily at above market pace as well as stay an innovation leader in Lithuanian consumer finance market. The objective was also to expand its services.

Hire purchase sales volume increased by 24% to EUR 38 million compared with 2014. The residual portfolio grew by 29% in 2015 reaching EUR 28 million. The amount of active partners was above 1200 and continued to grow steadily. Mokilizingas advancements resulted in strengthened market position with a portfolio market share of more than 15%. Deprived of any major entrants the competition in the market stays fierce, keeping the sales expenses high and credit margins thin. The average contract size grew by 12% (EUR 437) and more than twice exceeded the growth of average salary in Lithuania indicating the increased borrowing per household.

The expansion to Latvian market was one of the successful developments and a major step in Mokilizingas operations. Operations started in November and by the end of the year hire purchase portfolio reached EUR 165 thousand. The operations are still being tuned thus yields of this advancement are expected to be shown in 2016.

In partnership with one of the largest retailers, Mokilizingas introduced a novel service to Baltic hire purchase market – MOKI 3. The service is oriented to clients with a higher income allowing to pay for the purchase in 3 monthly payments and without interest. Being a success, the service allowed to strengthen the collaboration with a partners and enlarged the segment of target clients.

From 2016 SEPA payments were introduced in Lithuania, and Mokilizingas successfully migrated from a discontinued direct debit service to a new e-billing service which allows clients to have an easier control of their payments.

The goal for 2016 is to stay ahead in the market by introducing innovative services, developing integrated solutions with partners in both online and offline segments and further develop customer service excellence.

### Consumer loan

Consumer loan market remains one of the most competitive markets. The payday loans became the product with a highest marketing expenditure in Lithuania. In 2015 multiple peer-to-peer lending platforms were introduced and started to gain momentum. The market of small loans (up to EUR 290) has reached the turning point in Q2 2015 and started to decline since. This can be explained by increasing financial awareness and extensive actions of the regulating institution. On the other hand, larger loan segment (above EUR 290) has grown rapidly at a rate of more than 40% and is expected to grow at similar pace over coming few years.

Mokilizingas stayed aside of fierce competition in traditional marketing channels. With a relatively modest marketing budget new approaches were tested. The emphasis was put on online marketing which was constantly tuned and refined in order to reach and pin-point the target clientele and optimize the marketing expenses per deal. The customer selection for telemarketing campaign was refined and integration with courier enterprise resource planning system (ERP) allowed increased sales in Q4.

The year was closed with a total consumer loan sales growth of 20% and reached a total of EUR 9,5 million. The portfolio grew at a rate of 24% and totalled at EUR 11 million.

Mokilizingas will continue to keep its image as a solid and transparent credit provider. A steady further growth in a highly competitive market is expected in 2016 due to consumer oriented renewal of self-service website, updates of ERP integration with partners and more extensive outgoing telemarketing operations.

### Financial results

The overall loan portfolio increased by 25% to EUR 40 million as at the end of 2015. Net interest income (before impairments) during the year was EUR 5,1 million (+29% year on year). Despite an increase in operating expenses due to preparation for new products and entry into Latvian market, net profit almost doubled to EUR 1,1 million (+84% year on year).

## Governance of the Group

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### Supervisory board



**Rain Lõhmus** is a founder of LHV and the chairman of the supervisory board. He is a member of the supervisory boards of AS LHV Pank, AS Audentes and AS Arco Vara and a member of the management boards and supervisory boards of other companies. Rain Lõhmus graduated from Tallinn University of Technology and management program of Harvard Business School. He is a member of Estonian Business Association. Rain Lõhmus owns 3,178,367 and AS Lõhmus Holdings owns 3,357,920 shares of AS LHV Group.



**Raivo Hein** is the owner and a member of management board of OÜ Kakssada Kakskümmend Volti. He is a member of the supervisory board of AS LHV Pank and a member of management boards and supervisory boards of other companies. Raivo Hein graduated from Tallinn University of Technology. Raivo Hein does not own shares of AS LHV Group. OÜ Kakssada Kakskümmend Volti owns 536,651 shares of AS LHV Group.



**Heldur Meerits** is the owner and a member of the management board of AS Amalfi. He is a member of the supervisory boards of AS LHV Pank, AS Audentes and Kodumaja AS and a member of the management boards and supervisory boards of other companies. Heldur Meerits graduated from the Faculty of Economics and Business Administration of Tartu University. He is a member of the supervisory boards of SA Avatud Eesti Fond, SA Dharma and other foundations. Heldur Meerits does not own shares of AS LHV Group. AS Amalfi owns 931,978 shares of AS LHV Group.



**Tiina Mõis** is the owner and manager of AS Genteel. She is a member of the supervisory boards of AS LHV Pank, AS Baltika, AS Nordecon International and other companies. Tiina Mõis graduated from Tallinn University of Technology. She is a member of management board of Estonian Chamber of Commerce and Industry and a member of Estonian Accounting Standards Board. Tiina Mõis does not own any shares of AS LHV Group. AS Genteel owns 995,000 shares of AS LHV Group.



**Sten Tamkivi** is the CEO of Teleport. Prior to co-founding Teleport as an Entrepreneur in Residence at Andreessen Horowitz, Sten served as an early executive at Skype. He holds a number of management and advisory board seats. Sten Tamkivi does not own shares of AS LHV Group. Seikatsu OÜ owns 1,266 shares of AS LHV Group.



**Tauno Tats** is a member of the management board of Ambient Sound Investments OÜ. He is a member of the supervisory board of EfTEN Kinnisvarafond AS and a member of management boards and supervisory boards of other companies. Tauno Tats graduated from Tallinn University of Technology. Tauno Tats does not own shares of AS LHV Group. Ambient Sound Investments OÜ owns 1,200,000 shares of AS LHV Group.



**Andres Viisemann** is the founder of LHV and the manager of LHV pension funds. He is a member of the supervisory boards of AS LHV Pank, AS LHV Varahaldus and AS Fertilitas and a member of the supervisory boards and management boards of other companies. Andres Viisemann graduated from the University of Tartu and obtained a Master's degree at INSEAD in International Business Management. He is a member of the supervisory board of Estonian Health Insurance Fund. Andres Viisemann and parties related to him own 2,472,822 shares of AS LHV Group.

## Management board



**Erkki Raasuke** is the chairman of the supervisory boards of AS LHV Pank, AS LHV Varahaldus and AS Eesti Energia and a member of the supervisory board of EFTEN Kinnisvarafond AS and AS TREV-2 Group. Previously he has worked as an advisor to the Minister of Economic Affairs, as CFO of AB Swedbank and as the chairman of the management board, the CEO and CFO of AS Swedbank. Erkki Raasuke graduated from Tallinn University of Technology and management programs of INSEAD and Baltic Institute of Corporate Governance. Erkki Raasuke owns 80,000 shares of AS LHV Group.

## Supervisory and management boards of the subsidiaries

### AS LHV Pank

Supervisory board: Erkki Raasuke (chairman), Raivo Hein, Heldur Meerits, Tiina Möis, Rain Lõhmus, Sten Tamkivi, Andres Viisemann

Management board: Erki Kilu (chairman), Jüri Heero, Andres Kitter, Meelis Paakspuu, Indrek Nuume, Martti Singi

### AS LHV Finance

Supervisory board: Erki Kilu (chairman), Rain Lõhmus, Veiko Poolgas, Jaan Koppel

Management board: Kalev Karus

### AS LHV Varahaldus

Supervisory board: Erkki Raasuke (chairman), Erki Kilu, Andres Viisemann

Management board: Mihkel Oja (chairman), Joel Kukemelk

### Cuber Tehnology OÜ

Management board: Rain Lõhmus

### UAB Mokilizingas

Supervisory board: AS LHV Group, AS LHV Pank, KÜB "RAZFin", UAB "K2Z"

Management board: Erki Kilu, Mantas Jonuška, Benas Pavlauskas, Jurgis Rubaževičius

CEO: Jurgis Rubaževičius (till 29.01.2016), Benas Pavlauskas (from 29.01.2016)

## Share options

In 2014, the general meeting of shareholders of AS LHV Group approved the criteria for the granting of share options to the management board members and key employees and department managers and key employees of group companies that are part of AS LHV Group. The aim of issuing share options is to align the interests of management board members and employees more effectively with the interests of shareholders and customers. Another objective is to offer a system of compensation

on the labour market that is equal to competitors and comprehensive. Similarly to 2014, the share options were issued also in 2015 and in 2016.

The granting and size of share options was dependent upon the successful achievement of operational targets of the overall company and the targets of individual management board members and employees. In the beginning of 2016 the share options were granted to 49 people in the amount of 826 thousand

euros (2015: 48 people in the amount of 681 thousand euros; 2014: 35 people in the amount of 645 thousand euros). The company entered into share option agreements with the members of the management board and employees for a three-year term for the granting of share options. Share options issued in 2014 can be exercised between the period of 01.07.2017-30.09.2017 and shares with nominal value of 1 euro can be acquired for 2 euros per share. Share options issued in 2015 can be exercised between the period of 01.05.2018-31.07.2018 and shares with nominal value of 1 euro can be acquired for 2,4 euros per share. Share options issued in 2016 can be exercised between the period of 01.05.2019-31.07.2019 and shares with nominal value of 1 euro can be acquired for 3 euros per share.

Members of the management board and employees were unable to opt for the determined amount in cash instead of share options. Share options cannot be exchanged, sold, pledged or

encumbered. Share options can be inherited. The share option agreement will become void upon premature termination of the employment contract at the employee's initiative, exemptions to which can be made by the supervisory board of AS LHV Group, and due to termination of employment contract on an extraordinary basis by the employer for a cause related to the employee. Pursuant to the Credit Institutions Act, the supervisory board of AS LHV Group may reduce the number of share options issued or cancel share options if the overall financial results of the company have materially deteriorated compared to the previous period, a member of the management board or employee of the company no longer meets award criteria, the company no longer meets the prudential ratios, the risks of the company are not adequately covered with own funds or determination of the performance pay was based on information which was inaccurate or incorrect to a material extent.

## Corporate Governance report

This report is presented in accordance with the requirements of the Estonian Accounting Act and provides an overview of the governance of AS LHV Group and compliance of governance with Corporate Governance Recommendations of NASDAQ OMX Tallinn Stock Exchange. LHV adheres to Corporate Governance Recommendations, unless otherwise specified in this report.

### 1. General meeting

LHV is a public limited company and its governing bodies are the general meeting of shareholders, the supervisory board and the management board.

The general meeting of shareholders is the highest governing body of LHV where shareholders invoke their rights. The primary duties of the general meeting of shareholders are amendment of the articles of association, increase and decrease of share capital, decisions on issuance of convertible bonds, election and extension of terms of supervisory board members, premature removal of supervisory board members, approval of the annual report and profit allocation, determining the number of auditors, appointment and recall of auditors and other decisions that are within the powers of the general meeting of shareholders pursuant to law.

Each shareholder has the right to participate in the general meeting of shareholders, address the general meeting in subjects presented on the agenda, ask relevant questions and make proposals.

General meetings of shareholders are called by the management board. The annual general meeting of shareholders held for approval of the annual report is held at least once per annum. The management board calls an annual general meeting of shareholders within six months of the end of the financial year.

The management board gives at least three week's notice of the holding of an annual or extraordinary meeting of shareholders.

The agenda of the general meeting, proposals of the management and supervisory boards, draft resolutions and other relevant materials shall be made available to the shareholders prior to the general meeting. Materials are made available on the website of LHV. From 2014, shareholders are given an opportunity to ask questions about subjects on the agenda before the day of the general meeting and publish them together with responses on the website of LHV.

The shareholders with the right to participate in the general meeting of shareholders will be determined based on the share register seven days before the general meeting of shareholders is held.

During 2015, the company called one annual general meeting and no extraordinary general meetings. The annual general meeting of shareholders held on April 29, 2015 approved the annual report of the 2014 financial year, called back Hannes Tammjärv from the supervisory board and elected new member Sten Tamkivi, approved the share options program and appointed auditor AS PricewaterhouseCoopers as auditor for period 2015-2017. The general meeting was held in Estonian.

In 2015, the chair of the general meeting was an independent person Sven Papp, who introduced the procedure for conducting the general meeting and the procedure of asking questions from the management board about the company's activities.

In 2015, member of the Management Board Erkki Raasuke, chairman of the supervisory board Rain Lõhmus, members of the supervisory board Andres Viisemann, Tiina Mõis, Heldur Meerits, Raivo Hein and Tauno Tats and auditors Ago Vilu and Verner Uibo attended the general meeting of shareholders. If any

members of the supervisory board are up for election at the general meeting who have not previously been supervisory board members of LHV and the auditor, the persons up for election shall attend the relevant general meeting. In 2015, an additional member of the supervisory board, Sten Tamkivi, was elected, who attended the general meeting.

No shareholders have any shares giving them special control rights or voting rights. LHV is not aware of any agreements in place between shareholders that would address the coordinated exercise of shareholder rights.

Shareholders with significant influence are Rain Lõhmus and persons related to him with 28,0% of voting rights and Andres Viisemann and persons related to him with 10,6% voting rights.

## 2. Management board

The management board is a governing body of LHV that represents and manages LHV. The management board consists of one to five members. The term of the management board member's powers is five years, unless otherwise decided by the supervisory board. If the management board of LHV has more than two members, the supervisory board shall appoint a chairman of the management board. The chairman of the management board organises the work of the management board. The company may be represented by each management board member in each transaction.

Management board member is Erkki Raasuke. The supervisory board has entered into a service contract with Erkki Raasuke. The supervisory board sets the compensation policy for management board members.

The duties of Erkki Raasuke are the day-to-day management of LHV, representation of the company, coordination of the development of LHV's strategy and its implementation by being an active chairman of the supervisory boards of the major subsidiaries of LHV, as well as directing LHV's operations in foreign markets and investor communication.

Management board members submit an annual declaration of economic interests and conflicts of economic interests. In 2015, no business transactions on terms outside the ordinary course of business took place between LHV and its management board members, their close relatives or persons related to them.

Erkki Raasuke is not a management board member of other companies. Erkki Raasuke is the chairman of supervisory board of AS Eesti Energia.

Management board members have not been granted authority to issue or repurchase shares.

## 3. Supervisory Board

The supervisory board is a governing body that plans the activities of the company, organises the management of the company and supervises the activities of the management board. The

supervisory board determines and regularly reviews LHV's strategy, general plan of action, risk management policies and the annual budget. The supervisory board consists of five to seven members. Supervisory board members have terms of two years. Members of the supervisory board elect the chairman of the supervisory board from among themselves who organises the supervisory board's activities.

Supervisory board members are Rain Lõhmus (chairman), Andres Viisemann, Tiina Möis, Sten Tamkivi, Heldur Meerits, Raivo Hein and Tauno Tats. The general meeting of shareholders has set the compensation policy of supervisory board members at 500 euros per each supervisory board meeting attended.

Supervisory board members submit an annual declaration of economic interests and conflicts of economic interests. In 2015, no business transactions on terms outside the ordinary course of business took place between LHV and its supervisory board members, their close relatives or persons related to them.

In 2015, there were 11 regular supervisory board meetings and no extraordinary meetings. As part of supervisory board meetings, the supervisory board was regularly briefed on the operating and financial results of LHV's subsidiaries. The supervisory board has formed three committees tasked to advise the supervisory board in issues related to audit, compensation and risk as described below. The supervisory board has approved the rules of procedure for the supervisory board, audit committee, compensation committee and internal audit, policy of capital management and capital goals as well as risk management policy, the 2014 annual report, share options program before these were presented to the annual general meeting of shareholders for approval, issuances and listing of new subordinated bonds on Tallinn Stock Exchange and the financial plan of LHV and internal audit workplan for 2016.

### 3.1. Audit committee

The audit committee is an advisory body to the supervisory board in the fields of accounting, audit, risk and capital committee, internal control and internal audit, supervision and budgeting and the legality of the activities. The audit committee must comprise at least two members.

The duties of the audit committee are to monitor and analyse the processing of financial information to the extent necessary for preparing quarterly and annual financial statements, effectiveness of risk management and internal control, the audit process of financial statements or consolidated financial statements and the independence of the auditor and independent auditor who represents it on the basis of law and compliance of its activities with provisions of the Auditors Activities Act.

The audit committee is responsible for making proposals to the supervisory board and provide recommendations for the appointment or removal of the auditor, appointment or removal of the internal auditor, prevention or elimination of problems or

ineffectiveness in the organisation and compliance with legislation and good professional practice.

Audit committee members are Gerli Kilusk (chair), Marilin Hein and Tauno Tats. The compensation for audit committee members is 100 euros per month.

### 3.2. Compensation committee

The duties of the compensation committee are to evaluate the implementation of compensation policy in the companies within the LHV group and the effect of compensation-related decisions on compliance with requirements related to risk management, internal funds and liquidity. The compensation committee consists of at least three members.

The compensation committee supervises the compensation of management board members and employees of companies within the LHV group, evaluates the implementation of compensation policy at least annually and, if necessary, proposes to update the compensation policy and prepares the draft resolutions related to compensation for the supervisory board.

The members of the compensation committee are Erkki Raasuke (chair), Rain Lõhmus and Andres Viisemann. No compensation is paid for the members of the compensation committee.

### 3.3. Risk and capital committee

The duties of the risk and capital committee are to evaluate the risk taken by the LHV and follow the implementation of risk policy in the companies within the LHV group. The risk and capital committee consists of at least three supervisory board members of LHV.

The members of the risk and capital committee are Rain Lõhmus (chair), Andres Viisemann and Tiina Mõis. No compensation is paid for the members of the risk committee.

## 4. Cooperation of the management and supervisory boards

The management board and supervisory board work in close cooperation for the aim of better defending the interests of LHV. The basis for cooperation is above all the open sharing of opinions both between the management board and supervisory board and within the management board and supervisory board.

The management board and supervisory board jointly develop the Group's goals and strategy. The management board in the management of the Group is guided by the strategic instructions given by the supervisory board and regularly discusses strategic management issues with the supervisory board.

## 5. Disclosure of information

LHV treats all shareholders equally and notifies all shareholders of material developments equally. Starting from October 2015, LHV is public company as its subordinated bonds are listed in

NASDAQ Tallinn Stock Exchange. All information sharing is following the rules valid to public companies.

LHV has an investor relations website. LHV publishes on its website a financial calendar containing the publication dates of the annual report and interim reports and the date of the annual general meeting of shareholders.

In 2015, meetings and webinars with investors were held as needed and based on investor requests.

## 6. Financial reporting and auditing

LHV publishes an annual report annually. The annual report is audited and approved by the supervisory board.

The number of auditors is determined and auditors are appointed by the general meeting of shareholders, also establishing the policy for auditor compensation. Auditors are appointed for conducting a one-time audit or for a specific term.

In spring 2015, the audit committee organised a tender for the appointment of an auditor. As part of the tender, the company met and requested bids from three major internationally recognised companies. As a result of the tender, AS PricewaterhouseCoopers was chosen and appointed the company's auditor on the annual general meeting of shareholders held on April 29, 2015 and a three-year contract was concluded with the company for auditing the financial years 2015-2017.

Transactions with related parties are disclosed in the notes to the financial statements.

### Declaration of conformity

LHV is in compliance with the Corporate Governance Recommendations with the exception of the following instructions and recommendations for the specified reasons:

*"1.3.3. Issuers shall make participation in the General Meeting possible by means of communication equipment (Internet) if the technical equipment is available and where doing so is not too cost prohibitive for the Issuer"*

Observation of the General Meeting and its participation has not been made possible by means of communication equipment because so far there has been no need.

*"2.2.1. The Management Board shall have more than one (1) member and a Chairman elected by its members."*

*The Management Board or Supervisory Board shall establish an area of responsibility for each member of the Management Board, defining as clearly as possible the duties and powers of each board member. The principles for co-operation between members of the board shall also be established.*

*The Chairman of the Supervisory Board shall conclude a contract of service with each member of the board for discharge of their functions."*

LHV management board has one member. LHV is a holding company without any day-to-day operational business activities. The major subsidiaries of LHV have management boards consisting of several members.

*"2.2.2. Member of the Management Board cannot be simultaneously a member of management boards of more than two issuers nor a chairman of the supervisory board of another issuer. Member of the Management Board can be chairman of the Supervisory Board of an issuer that belongs to the same Group."*

Erkki Raasuke is the Chairman of the supervisory board of Eesti Energia. Eesti Energia has not issued bonds on the Tallinn Stock Exchange, but has issued bonds on the London Stock Exchange.

*"2.2.7. Basic wages, performance pay, severance packages, other payable benefits and bonus schemes of a Management Board member as well as their essential features (incl. features based on comparison, incentives and risk) shall be published in clear and unambiguous form on website of the Issuer and in the Corporate Governance Recommendations Report. Information published shall be deemed clear and unambiguous if it directly expresses the amount of expense to the issuer or the amount of foreseeable expense as of the day of disclosure."*

*The Chairman of the Supervisory Board shall present the essential aspects of the management board remuneration and*

*changes in it to the General Meeting. If the remuneration of some of the Management Board members has occurred on a different base, then the General Meeting shall be presented the differences together with the reasons therefore."*

LHV discloses the total amount of compensation paid to management board members in the notes to the financial statements. LHV does not disclose the compensation of individual members of the management board because it constitutes personal information, the disclosure of which is not unavoidably required for the evaluation of the operations and management quality of LHV.

*"3.2.2. At least half of the members of the Supervisory Board of the Issuer shall be independent. If the Supervisory Board has an odd number of members, then there may be one independent member less than the number dependent members."*

Supervisory board members of LHV are not independent by the definition of the Corporate Governance Recommendations. LHV has been in the stage of active development and growth where it has preferred people of long-term management and banking experience as members of the supervisory board who are also the largest shareholders of LHV.

## CONSOLIDATED FINANCIAL STATEMENTS

### Consolidated statements of profit or loss and other comprehensive income

| <i>(in thousands of euros)</i>                                        | Note  | 2015          | 2014          | 2013         |
|-----------------------------------------------------------------------|-------|---------------|---------------|--------------|
| <b>Continuing operations</b>                                          |       |               |               |              |
| Interest income                                                       |       | 27 368        | 19 499        | 11 507       |
| Interest expense                                                      |       | -4 135        | -3 025        | -2 401       |
| <b>Net interest income</b>                                            | 5,7   | <b>23 233</b> | <b>16 474</b> | <b>9 106</b> |
| Fee and commission income                                             |       | 16 801        | 13 691        | 10 099       |
| Fee and commission expense                                            |       | -2 136        | -1 143        | -865         |
| <b>Net fee and commission income</b>                                  | 5,8   | <b>14 665</b> | <b>12 548</b> | <b>9 234</b> |
| Net gains from financial assets measured at fair value                | 11,12 | 366           | 528           | 2 416        |
| Foreign exchange rate gains/losses                                    |       | 64            | -15           | -23          |
| Other financial income                                                |       | 1             | 0             | 312          |
| <b>Net gains from financial assets</b>                                | 5     | <b>431</b>    | <b>513</b>    | <b>2 705</b> |
| Other income                                                          |       | 96            | 26            | 81           |
| Other expense                                                         |       | -39           | -42           | -17          |
| Staff costs                                                           | 9     | -10 977       | -8 554        | -6 158       |
| Administrative and other operating expenses                           | 9     | -13 130       | -11 375       | -8 952       |
| <b>Profit before impairment losses on loans and advances</b>          | 5     | <b>14 279</b> | <b>9 590</b>  | <b>5 999</b> |
| Share of result of associates                                         | 5     | -36           | -14           | 10           |
| Impairment losses on loans and advances                               | 5,14  | -1 367        | -1 680        | -1 375       |
| <b>Profit before taxes</b>                                            |       | <b>12 876</b> | <b>7 896</b>  | <b>4 634</b> |
| Income tax expense                                                    | 5,6   | -269          | -151          | -84          |
| <b>Net profit for the year from continuing operations</b>             |       | <b>12 607</b> | <b>7 745</b>  | <b>4 550</b> |
| <b>Profit from discontinued operations</b>                            | 13    | <b>2 181</b>  | <b>1 922</b>  | <b>-205</b>  |
| <b>Net profit for the year</b>                                        | 5     | <b>14 788</b> | <b>9 667</b>  | <b>4 345</b> |
| <b>Other comprehensive income/loss:</b>                               |       |               |               |              |
| <i>Items that may be reclassified subsequently to profit or loss:</i> |       |               |               |              |
| Available-for-sale investments:                                       |       |               |               |              |
| Revaluation of available-for-sale financial assets                    | 11    | -17           | 21            | -27          |
| <b>Total profit and other comprehensive income for the year</b>       |       | <b>14 771</b> | <b>9 688</b>  | <b>4 318</b> |
| <b>Total profit attributable to:</b>                                  |       |               |               |              |
| Owners of the parent                                                  |       | 13 706        | 9 203         | 4 237        |
| Non-controlling interest                                              |       | 1 082         | 464           | 108          |
| <b>Total profit for the year</b>                                      | 5     | <b>14 788</b> | <b>9 667</b>  | <b>4 345</b> |
| <b>Total profit and other comprehensive income attributable to:</b>   |       |               |               |              |
| Owners of the parent                                                  |       | 13 689        | 9 224         | 4 210        |
| <i>Incl. continuing operations</i>                                    |       | 11 508        | 7 302         | 4 415        |
| <i>Incl. discontinued operations</i>                                  |       | 2 181         | 1 922         | -205         |
| Non-controlling interest                                              |       | 1 082         | 464           | 108          |
| <b>Total profit and other comprehensive income for the year</b>       |       | <b>14 771</b> | <b>9 688</b>  | <b>4 318</b> |
| Basic earnings per share (in euros)                                   | 26    | 0,59          | 0,43          | 0,23         |
| Diluted earnings per share (in euros)                                 | 26    | 0,57          | 0,42          | 0,22         |
| Basic earnings per share (in euros) from continuing operations        | 26    | 0,49          | 0,34          | 0,24         |
| Diluted earnings per share (in euros) from continuing operations      | 26    | 0,48          | 0,33          | 0,23         |

Notes on pages 26 to 89 are an integral part of the consolidated financial statements.

## Consolidated statements of financial position

| <i>(in thousands of euros)</i>                                      | Note     | 31.12.2015     | 31.12.2014     | 31.12.2013     |
|---------------------------------------------------------------------|----------|----------------|----------------|----------------|
| <b>Assets</b>                                                       |          |                |                |                |
| Due from central bank                                               | 10       | 199 844        | 45 427         | 133 839        |
| Due from credit institutions                                        | 10       | 14 735         | 24 218         | 17 004         |
| Due from investment companies                                       | 10       | 15 922         | 14 484         | 1 466          |
| Available-for-sale financial assets                                 | 11       | 3 508          | 4 273          | 11 903         |
| Financial assets at fair value through profit or loss               | 12       | 106 608        | 145 252        | 36 702         |
| Assets of discontinued operations, classified as held for sale      | 13       | 0              | 15 473         | 0              |
| Loans and advances to customers                                     | 14       | 409 997        | 301 032        | 206 768        |
| Receivables from customers                                          | 15       | 2 026          | 1 566          | 1 507          |
| Other financial assets                                              | 16       | 940            | 783            | 650            |
| Other assets                                                        | 16       | 1 128          | 1 265          | 3 242          |
| Tangible assets                                                     | 17       | 685            | 308            | 491            |
| Intangible assets                                                   | 17       | 689            | 530            | 621            |
| Investment in associates                                            | 6        | 0              | 36             | 131            |
| Goodwill                                                            | 6        | 1 044          | 1 044          | 1 044          |
| <b>Total assets</b>                                                 | <b>5</b> | <b>757 126</b> | <b>555 691</b> | <b>415 368</b> |
| <b>Liabilities</b>                                                  |          |                |                |                |
| Deposits from customers and loans received                          | 18       | 632 760        | 475 013        | 356 381        |
| Financial liabilities at fair value through profit or loss          | 12       | 89             | 302            | 433            |
| Accounts payable and other liabilities                              | 19       | 20 137         | 5 473          | 6 972          |
| Liabilities of discontinued operations, classified as held for sale | 13       | 0              | 220            | 0              |
| Subordinated debt                                                   | 21       | 30 900         | 16 650         | 19 635         |
| <b>Total liabilities</b>                                            | <b>5</b> | <b>683 886</b> | <b>497 658</b> | <b>383 421</b> |
| <b>Equity</b>                                                       |          |                |                |                |
| Share capital                                                       | 22       | 23 356         | 23 356         | 19 202         |
| Share premium                                                       | 22       | 33 992         | 33 992         | 21 871         |
| Statutory reserve capital                                           | 22       | 895            | 435            | 223            |
| Other reserves                                                      | 11,22    | 551            | 132            | -12            |
| Retained earnings/accumulated deficit                               |          | 11 205         | -2 041         | -11 032        |
| <b>Total equity attributable to owners of the parent</b>            |          | <b>69 999</b>  | <b>55 874</b>  | <b>30 252</b>  |
| Non-controlling interest                                            | 6        | 3 241          | 2 159          | 1 695          |
| <b>Total equity</b>                                                 |          | <b>73 240</b>  | <b>58 033</b>  | <b>31 947</b>  |
| <b>Total liabilities and equity</b>                                 |          | <b>757 126</b> | <b>555 691</b> | <b>415 368</b> |

Notes on pages 26 to 89 are an integral part of the consolidated financial statements.

## Consolidated statements of cash flows

| <i>(in thousands of euros)</i>                                                                | Note      | 2015           | 2014            | 2013           |
|-----------------------------------------------------------------------------------------------|-----------|----------------|-----------------|----------------|
| <b>Cash flows from operating activities</b>                                                   |           |                |                 |                |
| Interest received                                                                             |           | 27 936         | 19 109          | 11 163         |
| Interest paid                                                                                 |           | -4 075         | -2 777          | -3 619         |
| Fees and commissions received                                                                 |           | 16 803         | 13 248          | 10 211         |
| Fees and commissions paid                                                                     |           | -2 138         | -1 144          | -865           |
| Other income received                                                                         |           | 71             | 0               | 64             |
| Staff costs paid                                                                              |           | -10 880        | -8 415          | -6 026         |
| Administrative and other operating expenses paid                                              |           | -12 607        | -10 746         | -8 447         |
| <b>Cash flows from operating activities before change in operating assets and liabilities</b> |           | <b>15 110</b>  | <b>9 275</b>    | <b>2 481</b>   |
| <b>Net increase/(decrease) in operating assets:</b>                                           |           |                |                 |                |
| Net acquisition/disposal of trading portfolio                                                 |           | -16            | -6              | -634           |
| Loans and advances to customers                                                               |           | -96 787        | -110 526        | -80 517        |
| Mandatory reserve at central bank                                                             |           | -1 640         | -1 101          | -846           |
| Security deposits                                                                             |           | -157           | -133            | 64             |
| Other assets                                                                                  |           | 386            | 1 815           | -942           |
| <b>Net increase/(decrease) in operating liabilities:</b>                                      |           |                |                 |                |
| Demand deposits of customers                                                                  |           | 160 153        | 111 970         | 85 911         |
| Term deposits of customers                                                                    |           | -999           | -6 920          | -12 128        |
| Loans received                                                                                |           | 5 645          | 14 666          | 107            |
| Repayments of loans received                                                                  |           | -7 221         | -1 110          | -19 927        |
| Financial liabilities held for trading at fair value through profit or loss                   |           | -213           | -131            | -223           |
| Other liabilities                                                                             |           | 14 883         | -1 376          | 1 862          |
| <b>Net cash from/(used in) operating activities from continuing operations</b>                |           | <b>89 144</b>  | <b>16 423</b>   | <b>-24 792</b> |
| Cash generated from/(used in) operating activities from discontinued operations               |           | 2 781          | 1 865           | -1 504         |
| <b>Net cash from/(used in) operating activities</b>                                           |           | <b>91 925</b>  | <b>18 288</b>   | <b>-26 296</b> |
| <b>Cash flows from investing activities</b>                                                   |           |                |                 |                |
| Purchase of tangible and intangible assets                                                    | 17        | -1 327         | -530            | -486           |
| Acquisition of subsidiaries, net of cash acquired                                             | 6         | 0              | 0               | 304            |
| Acquisition of associates                                                                     |           | 0              | 0               | -52            |
| Disposal of associates                                                                        |           | 0              | 78              | 0              |
| Acquisition of investment securities held to maturity                                         |           | 0              | 0               | -2 790         |
| Proceeds from disposal and redemption of investment securities available for sale             | 11        | 784            | 7 730           | 61 130         |
| Net changes of investment securities at fair value through profit or loss                     | 12        | 38 974         | -108 107        | 13 076         |
| Cash from investment activities of discontinued operations                                    | 13        | 61             | 0               | 0              |
| <b>Net cash from/(used in) investing activities</b>                                           |           | <b>38 492</b>  | <b>-100 829</b> | <b>71 182</b>  |
| <b>Cash flows from financing activities</b>                                                   |           |                |                 |                |
| Paid in share capital (incl. share premium)                                                   | 22        | 0              | 13 825          | 564            |
| Non-controlling interest contribution to subsidiary's share capital                           | 6         | 0              | 0               | 175            |
| Disposal of treasury shares                                                                   |           | 0              | 0               | 1              |
| Proceeds from subordinated debt                                                               | 21        | 15 000         | 15 900          | 15 450         |
| Repayment of subordinated debt                                                                | 21        | -750           | -16 450         | 0              |
| <b>Net cash from financing activities</b>                                                     |           | <b>14 250</b>  | <b>13 275</b>   | <b>16 190</b>  |
| <b>Effect of exchange rate changes on cash and cash equivalents</b>                           |           | <b>65</b>      | <b>-15</b>      | <b>-23</b>     |
| <b>Net increase/(decrease) in cash and cash equivalents</b>                                   |           | <b>144 732</b> | <b>-69 281</b>  | <b>61 053</b>  |
| Cash and cash equivalents at the beginning of the year                                        | 10        | 79 631         | 148 912         | 87 859         |
| <b>Cash and cash equivalents at the end of the year</b>                                       | <b>10</b> | <b>224 363</b> | <b>79 631</b>   | <b>148 912</b> |

Notes on pages 26 to 89 are an integral part of the consolidated financial statements.

## Consolidated statements of changes in equity

| (in thousands of euros)                                                        | Attributable to owners of LHV Group |               |                           |                |                                       |                 |               | Non-controlling interest | Total equity  |
|--------------------------------------------------------------------------------|-------------------------------------|---------------|---------------------------|----------------|---------------------------------------|-----------------|---------------|--------------------------|---------------|
|                                                                                | Share capital                       | Share premium | Statutory reserve capital | Other reserves | Accumulated deficit/retained earnings | Treasury shares | Total         |                          |               |
| <b>Balance as at 01.01.2013</b>                                                | <b>17 382</b>                       | <b>18 827</b> | <b>223</b>                | <b>232</b>     | <b>-15 581</b>                        | <b>-1</b>       | <b>21 082</b> | <b>0</b>                 | <b>21 082</b> |
| Conversion of subordinated bonds issued in 2010 to share capital (Note 21, 22) | 1 200                               | 1 800         | 0                         | -210           | 0                                     | 0               | 2 790         | 0                        | 2 790         |
| Conversion of subordinated bonds issued in 2012 to share capital (Note 21, 22) | 433                                 | 867           | 0                         | -7             | 0                                     | 0               | 1 293         | 0                        | 1 293         |
| Paid in share capital (Note 22)                                                | 187                                 | 377           | 0                         | 0              | 0                                     | 0               | 564           | 0                        | 564           |
| Disposal of treasury shares                                                    | 0                                   | 0             | 0                         | 0              | 0                                     | 1               | 1             | 0                        | 1             |
| Non-controlling interest contribution to subsidiary's share capital (Note 6)   | 0                                   | 0             | 0                         | 0              | 0                                     | 0               | 0             | 175                      | 175           |
| Non-controlling interest arising on business combination (Note 6)              | 0                                   | 0             | 0                         | 0              | 312                                   | 0               | 312           | 1 412                    | 1 724         |
| <i>Profit for the year</i>                                                     | <i>0</i>                            | <i>0</i>      | <i>0</i>                  | <i>0</i>       | <i>4 237</i>                          | <i>0</i>        | <i>4 237</i>  | <i>108</i>               | <i>4 345</i>  |
| <i>Other comprehensive loss</i>                                                | <i>0</i>                            | <i>0</i>      | <i>0</i>                  | <i>-27</i>     | <i>0</i>                              | <i>0</i>        | <i>-27</i>    | <i>0</i>                 | <i>-27</i>    |
| Total profit and other comprehensive income for 2013                           | 0                                   | 0             | 0                         | -27            | 4 237                                 | 0               | 4 210         | 108                      | 4 318         |
| <b>Balance as at 31.12.2013</b>                                                | <b>19 202</b>                       | <b>21 871</b> | <b>223</b>                | <b>-12</b>     | <b>-11 032</b>                        | <b>0</b>        | <b>30 252</b> | <b>1 695</b>             | <b>31 947</b> |
| <b>Balance as at 01.01.2014</b>                                                | <b>19 202</b>                       | <b>21 871</b> | <b>223</b>                | <b>-12</b>     | <b>-11 032</b>                        | <b>0</b>        | <b>30 252</b> | <b>1 695</b>             | <b>31 947</b> |
| Conversion of subordinated bonds issued in 2012 to share capital (Note 21, 22) | 654                                 | 1 796         | 0                         | -15            | 0                                     | 0               | 2 435         | 0                        | 2 435         |
| Paid in share capital (Note 22)                                                | 3 500                               | 10 325        | 0                         | 0              | 0                                     | 0               | 13 825        | 0                        | 13 825        |
| Share options (Note 22)                                                        | 0                                   | 0             | 0                         | 138            | 0                                     | 0               | 138           | 0                        | 138           |
| Transfer to statutory reserve capital (Note 22)                                | 0                                   | 0             | 212                       | 0              | -212                                  | 0               | 0             | 0                        | 0             |
| <i>Profit for the year</i>                                                     | <i>0</i>                            | <i>0</i>      | <i>0</i>                  | <i>0</i>       | <i>9 203</i>                          | <i>0</i>        | <i>9 203</i>  | <i>464</i>               | <i>9 667</i>  |
| <i>Other comprehensive income</i>                                              | <i>0</i>                            | <i>0</i>      | <i>0</i>                  | <i>21</i>      | <i>0</i>                              | <i>0</i>        | <i>21</i>     | <i>0</i>                 | <i>21</i>     |
| Total profit and other comprehensive income for 2014                           | 0                                   | 0             | 0                         | 21             | 9 203                                 | 0               | 9 224         | 464                      | 9 688         |
| <b>Balance as at 31.12.2014</b>                                                | <b>23 356</b>                       | <b>33 992</b> | <b>435</b>                | <b>132</b>     | <b>-2 041</b>                         | <b>0</b>        | <b>55 874</b> | <b>2 159</b>             | <b>58 033</b> |
| <b>Balance as at 01.01.2015</b>                                                | <b>23 356</b>                       | <b>33 992</b> | <b>435</b>                | <b>132</b>     | <b>-2 041</b>                         | <b>0</b>        | <b>55 874</b> | <b>2 159</b>             | <b>58 033</b> |
| Transfer to statutory reserve capital (Note 22)                                | 0                                   | 0             | 460                       | 0              | -460                                  | 0               | 0             | 0                        | 0             |
| Share options (Note 22)                                                        | 0                                   | 0             | 0                         | 436            | 0                                     | 0               | 436           | 0                        | 436           |
| <i>Profit for the year</i>                                                     | <i>0</i>                            | <i>0</i>      | <i>0</i>                  | <i>0</i>       | <i>13 706</i>                         | <i>0</i>        | <i>13 706</i> | <i>1 082</i>             | <i>14 788</i> |
| <i>Other comprehensive loss</i>                                                | <i>0</i>                            | <i>0</i>      | <i>0</i>                  | <i>-17</i>     | <i>0</i>                              | <i>0</i>        | <i>-17</i>    | <i>0</i>                 | <i>-17</i>    |
| Total profit and other comprehensive income for 2015                           | 0                                   | 0             | 0                         | -17            | 13 706                                | 0               | 13 689        | 1 082                    | 14 771        |
| <b>Balance as at 31.12.2015</b>                                                | <b>23 356</b>                       | <b>33 992</b> | <b>895</b>                | <b>551</b>     | <b>11 205</b>                         | <b>0</b>        | <b>69 999</b> | <b>3 241</b>             | <b>73 240</b> |

Notes on pages 26 to 89 are an integral part of the consolidated financial statements.

## Notes to the consolidated financial statements

### NOTE 1 General information

These consolidated financial statements have been prepared in accordance with International Financial Reporting Standards as adopted by European Union for the years ended 31 December 2015, 31 December 2014 and 31 December 2013, for AS LHV Group and its subsidiaries AS LHV Pank, AS LHV Finance (subsidiary of AS LHV Pank), AS LHV Varahaldus, OÜ Cuber Technology and UAB Mokilizingas (hereinafter referred together as "the Group"). AS LHV Group holds 50% + 1 share interest in UAB Mokilizingas and 65% interest in LHV Finance through AS LHV Pank. AS LHV Finance was incorporated 23 January 2013. These consolidated financial statements of AS LHV Group will be included in prospectus of AS LHV Group in connection with the planned Initial Public Offering of shares on the NASDAQ Tallinn Stock Exchange.

AS LHV Group is a limited liability company incorporated in and domiciled in Estonia. The address of its registered office is Tartu mnt 2, Tallinn. AS LHV Group is a holding company whose subsidiary AS LHV Pank (hereinafter: the Bank) provides banking, financial advisory and securities brokerage services to customers in Estonia, Latvia, Lithuania and until 9<sup>th</sup> of January 2015 in Finland (discontinued operation). There are offices for client servicing in Tallinn, Tartu, Riga (till the end of March 2016) and

Vilnius. The business activity of the AS LHV Pank branch office in Helsinki was sold in January 2015. AS LHV Finance (the subsidiary of AS LHV Pank) offers hire-purchase services to merchants and consumer finance. AS LHV Varahaldus offers fund management services for pension funds and other funds to clients in Estonia. UAB Mokilizingas offers consumer finance, hire-purchase and finance lease services in Lithuania. As at 31.12.2015 the Group employed 318 full-time employees, incl 20 non-active (31.12.2014: 281, incl 17 non-active; 31.12.2013: 252 employees, incl 19 non-active).

The consolidated annual report (incl. financial statements) was approved by the management board on 7<sup>th</sup> of March 2016. Rain Lõhmus, who owns 28,0% of the voting rights and Andres Viisemann, who owns 10,6% of the voting rights (see also Note 22), have significant influence over AS LHV Group.

The consolidated annual report approved by the management board shall be authorised for approval by the supervisory board and shareholders. The shareholders have the right not to approve the consolidated annual report while the supervisory board does not have that right.

## NOTE 2 Summary of significant accounting policies

The principal accounting policies applied in the preparation of these consolidated financial statements are set out below. These policies have been consistently applied to all the years presented and to all the consolidated group entities, unless otherwise stated.

### 2.1 Basis of preparation

The consolidated financial statements of the Group for the financial year 2015 have been prepared in accordance with International Financial Reporting Standards (IFRS) as adopted by the European Union. The financial statements have been prepared under the historical cost convention, except as disclosed in some of the accounting policies below, such as: "financial assets and liabilities at fair value through profit or loss", including derivatives and assets available for sale.

The preparation of consolidated financial statements in accordance with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in Note 4.

The financial year started at 1 January 2015 and ended at 31 December 2015. The financial figures have been presented in thousands of euros unless referred differently in specific disclosures.

Certain new IFRS, amendments to existing standards and the interpretations of the standards have been published by the time of compiling these financial statements which became mandatory for the Group's reporting periods beginning on or after 1 January 2015. The overview of these standards and the potential impact of applying the new standards and interpretations are stated below.

#### (a) Adoption of new or revised standards and interpretations

The following new or revised standards and interpretations became effective for the Group from 1 January 2015.

**IFRIC 21, Levies** (effective in the EU for annual periods beginning on or after 17 June 2014). The interpretation clarifies the accounting for an obligation to pay a levy that is not income tax. The obligating event that gives rise to a liability is the event identified by the legislation that triggers the obligation to pay the levy. The fact that an entity is economically compelled to continue operating in a future period, or prepares its financial statements under the going concern assumption, does not create an obligation. The same recognition principles apply in interim and

annual financial statements. The application of the interpretation to liabilities arising from emissions trading schemes is optional. The application of the standard did not have any significant impact on the Group's financial statements.

**Annual improvements to IFRSs 2013** (effective in the EU for annual periods beginning on or after 1 January 2015). The improvements consist of changes to the following standards:

The basis for conclusions on IFRS 1 is amended to clarify that, where a new version of a standard is not yet mandatory but is available for early adoption; a first-time adopter can use either the old or the new version, provided the same standard is applied in all periods presented.

IFRS 3 was amended to clarify that it does not apply to the accounting for the formation of any joint arrangement under IFRS 11. The amendment also clarifies that the scope exemption only applies in the financial statements of the joint arrangement itself.

The amendment of IFRS 13 clarifies that the portfolio exception in IFRS 13, which allows an entity to measure the fair value of a group of financial assets and financial liabilities on a net basis, applies to all contracts (incl contracts to buy or sell non-financial items) that are within the scope of IAS 39 or IFRS 9. The application of the amendments do not have significant impact on the Group's financial statements.

There are no other new or revised standards or interpretations that are effective for the first time for the financial year beginning on or after 1 January 2015 that have a material impact on the Group.

#### (b) New accounting pronouncements

Certain new or revised standards and interpretations have been issued that are mandatory for the Group's annual periods beginning on or after 1 January 2016, and which the Group has not early adopted.

**IFRS 9, Financial instruments** (effective for annual periods beginning on or after 1 January 2018; not yet adopted by the EU). Key features of the new standard are as follows:

Financial assets are required to be classified into three measurement categories:

assets to be measured subsequently at amortised cost

assets to be measured subsequently at fair value through other comprehensive income (FVOCI)

assets to be measured subsequently at fair value through profit or loss (FVPL).

Classification for debt instruments is driven by the entity's business model for managing the financial assets and whether the contractual cash flows represent solely payments of principal and interest (SPPI). If a debt instrument is held to collect, it may be carried at amortised cost if it also meets the SPPI requirement. Debt instruments that meet the SPPI requirement that are held in a portfolio where an entity both holds to collect assets' cash flows and sells assets may be classified as FVOCI. Financial assets that do not contain cash flows that are SPPI must be measured at FVPL (for example, derivatives). Embedded derivatives are no longer separated from financial assets but will be included in assessing the SPPI condition.

Investments in equity instruments are always measured at fair value. However, management can make an irrevocable election to present changes in fair value in other comprehensive income, provided the instrument is not held for trading. If the equity instrument is held for trading, changes in fair value are presented in profit or loss.

Most of the requirements in IAS 39 for classification and measurement of financial liabilities were carried forward unchanged to IFRS 9. The key change is that an entity will be required to present the effects of changes in own credit risk of financial liabilities designated at fair value through profit or loss in other comprehensive income.

IFRS 9 introduces a new model for the recognition of impairment losses – the expected credit losses (ECL) model. There is a 'three stage' approach which is based on the change in credit quality of financial assets since initial recognition. In practice, the new rules mean that entities will have to record an immediate loss equal to the 12-month ECL on initial recognition of financial assets that are not credit impaired (or lifetime ECL for trade receivables). Where there has been a significant increase in credit risk, impairment is measured using lifetime ECL rather than 12-month ECL. The model includes operational simplifications for lease and trade receivables.

Hedge accounting requirements were amended to align accounting more closely with risk management. The standard provides entities with an accounting policy choice between applying the hedge accounting requirements of IFRS 9 and continuing to apply IAS 39 to all hedges because the standard currently does not address accounting for macro hedging. The Group is currently assessing the impact of the new standard on its financial statements.

**Annual Improvements to IFRSs 2012** (effective in the EU for annual periods beginning on or after 1 February 2015). The improvements consist of changes to seven standards:

IFRS 2 was amended to clarify the definition of a 'vesting condition' and to define separately 'performance condition' and 'service condition'. The amendment is effective for share-based payment transactions for which the grant date is on or after 1 July 2014.

IFRS 3 was amended to clarify that (1) an obligation to pay contingent consideration which meets the definition of a financial instrument is classified as a financial liability or as equity, on the basis of the definitions in IAS 32, and (2) all non-equity contingent consideration, both financial and non-financial, is measured at fair value at each reporting date, with changes in fair value recognised in profit and loss. Amendments to IFRS 3 are effective for business combinations where the acquisition date is on or after 1 July 2014.

IFRS 8 was amended to require (1) disclosure of the judgements made by management in aggregating operating segments, including a description of the segments which have been aggregated and the economic indicators which have been assessed in determining that the aggregated segments share similar economic characteristics, and (2) a reconciliation of segment assets to the entity's assets when segment assets are reported.

The basis for conclusions on IFRS 13 was amended to clarify that deletion of certain paragraphs in IAS 39 upon publishing of IFRS 13 was not made with an intention to remove the ability to measure short-term receivables and payables at invoice amount where the impact of discounting is immaterial.

IAS 24 was amended to include, as a related party, an entity that provides key management personnel services to the reporting entity or to the parent of the reporting entity ('the management entity'), and to require to disclose the amounts charged to the reporting entity by the management entity for services provided. The application of the amendments do not have significant impact to the Group's financial statements.

**Annual improvements to IFRSs 2014** (effective for annual periods beginning on or after 1 January 2016). The amendments impact 4 standards. IFRS 5 was amended to clarify that change in the manner of disposal (reclassification from "held for sale" to "held for distribution" or vice versa) does not constitute a change to a plan of sale or distribution, and does not have to be accounted for as such. The amendment to IFRS 7 adds guidance to help management determine whether the terms of an arrangement to service a financial asset which has been transferred constitute continuing involvement, for the purposes of disclosures required by IFRS 7. The amendment also clarifies that the offsetting disclosures of IFRS 7 are not specifically required for all interim periods, unless required by IAS 34. . The Group is currently assessing the impact of the new standard on its financial statements.

**Disclosure initiative - Amendments to IAS 1** (effective in the EU for annual periods beginning on or after 1 January 2016). The Standard was amended to clarify the concept of materiality and explains that an entity need not provide a specific disclosure required by an IFRS if the information resulting from that disclosure is not material, even if the IFRS contains a list of specific requirements or describes them as minimum requirements. The Standard also provides new guidance on subtotals in financial statements, in particular, such subtotals (a) should be comprised of line items made up of amounts recognised and measured in accordance with IFRS; (b) be presented and labelled in a manner that makes the line items that constitute the subtotal clear and understandable; (c) be consistent from period to period; and (d) not be displayed with more prominence than the subtotals and totals required by IFRS standards. The Group is currently assessing the impact of the amendments on its financial statements.

**IFRS 16, Leases** (effective for annual periods beginning on or after 1 January 2019; not yet adopted by the EU). The new standard sets out the principles for the recognition, measurement, presentation and disclosure of leases. All leases result in the lessee obtaining the right to use an asset at the start of the lease and, if lease payments are made over time, also obtaining financing. Accordingly, IFRS 16 eliminates the classification of leases as either operating leases or finance leases as is required by IAS 17 and, instead, introduces a single lessee accounting model. Lessees will be required to recognise: (a) assets and liabilities for all leases with a term of more than 12 months, unless the underlying asset is of low value; and (b) depreciation of lease assets separately from interest on lease liabilities in the income statement. IFRS 16 substantially carries forward the lessor accounting requirements in IAS 17. Accordingly, a lessor continues to classify its leases as operating leases or finance leases, and to account for those two types of leases differently. The Group is currently assessing the impact of the new standard on its financial statements.

**Disclosure initiative - Amendments to IAS 7** (effective for annual periods beginning on or after 1 January 2017; not yet adopted by the EU). The amended IAS 7 will require disclosure of a reconciliation of movements in liabilities arising from financing activities. The Group is currently assessing the impact of the amendment on its financial statements.

**IFRS 15, Revenue from contracts with customers** (effective for annual periods beginning on or after 1 January 2018; not yet adopted by the EU). The new standard introduces the core principle that revenue must be recognised when the goods or services are transferred to the customer, at the transaction price.

Any bundled goods or services that are distinct must be separately recognised, and any discounts or rebates on the contract price must generally be allocated to the separate elements. When the consideration varies for any reason, minimum amounts must be recognised if they are not at significant risk of reversal. Costs incurred to secure contracts with customers have to be capitalised and amortised over the period when the benefits of the contract are consumed. The Group is currently assessing the impact of the new standard on its financial statements.

There are no other new or revised standards or interpretations that are not yet effective that would be expected to have a material impact on the Group.

## 2.2 Consolidation

The 2015 consolidated financial statements include the financial statements of AS LHV Group (parent company) and its subsidiaries AS LHV Pank, AS LHV Finance (subsidiary of AS LHV Pank), AS LHV Varahaldus, UAB Mokilizingas and OÜ Cuber Technology. AS LHV Group holds 50% + 1 share interest in UAB Mokilizingas and 65% interest in LHV Finance through AS LHV Pank.

Subsidiaries are all entities over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The acquisition method of accounting is used to account for the acquisition of subsidiaries (except for acquisitions among enterprises under common control) and business operations. The cost of an acquisition is measured as the fair value of the assets given, equity instruments issued and liabilities incurred or assumed at the date of exchange. Transaction costs incurred for issuing equity instruments are deducted from equity; transaction costs incurred for issuing debt are deducted from its carrying amount and all other transaction costs associated with the acquisition are expensed. According to the acquisition method, the identifiable assets, liabilities and contingent liabilities of the acquired subsidiary are recognized at their fair values at the acquisition date, irrespective of the extent of any non-controlling interest.

The Group measures non-controlling interest that represents present ownership interest and entitles the holder to a proportionate share of net assets in the event of liquidation on a transaction by transaction basis, either at: (a) fair value, or (b) the non-controlling interest's proportionate share of net assets of the acquiree. Non-controlling interests that are not present ownership interests are measured at fair value.

Goodwill is measured by deducting the net assets of the acquiree from the aggregate of the consideration transferred for the acquiree, the amount of non-controlling interest in the acquiree and fair value of an interest in the acquiree held immediately before the acquisition date. Any negative amount ("negative goodwill") is recognised in profit or loss, after management reassesses whether it identified all the assets acquired and all liabilities and contingent liabilities assumed, and reviews appropriateness of their measurement.

Intercompany transactions balances and unrealised gains on transactions between group companies are eliminated; unrealised losses are also eliminated unless transaction provides evidence of an impairment of the asset transferred.

Revenues and expenses of the subsidiaries acquired within the financial year are consolidated into the Group's statement of profit or loss and other comprehensive income starting from the date of acquisition to the end of the financial year. Result of operations of subsidiaries disposed of during the year are consolidated into Group's statement of profit or loss and other comprehensive income from the beginning of the financial year until the date of disposal.

Pursuant to the Accounting Act of the Republic of Estonia, information of the unconsolidated financial statements (primary statements) of the consolidating entity (parent company) shall be disclosed in the notes to the consolidated financial statements. In preparing the primary financial statements of the parent company the same accounting policies have been used as in preparing the consolidated financial statements. The accounting policy for accounting subsidiaries has been amended in the separate primary financial statements disclosed as supplementary information in the Annual Report in conjunction with IAS 27 "Separate Financial Statements".

In the parent separate primary financial statements, disclosed in these consolidated financial statements (see Note 28), the investments into the shares of subsidiaries are accounted for at cost less any impairment recognized.

#### Non-controlling interest

Non-controlling interest is that part of the net results and of the net assets of a subsidiary, which is attributable to interests which are not owned, directly or indirectly, by the Group. Non-controlling interest forms a separate component of the Group's equity. Non-controlling interest in the consolidated statement of financial position is disclosed separately from the equity attributable to the shareholders of the parent company. In consolidated statement of profit or loss and other comprehensive income, non-controlling interest share of profit is disclosed separately from owner's of the parent.

## 2.3 Associates

An associate is an entity over which the Group has significant influence but which it does not control. Generally, significant influence is assumed to exist when the Group holds between 20% and 50% of the voting rights. The Group has one associate Sviipe OÜ, in which the Group holds 33% of voting rights.

In the consolidated financial statements, investments in associates are accounted for using the equity method. Under this method, the investment is initially recognized at cost which is thereafter adjusted for post-acquisition changes in the investor's share of the investee's equity (changes both in the profit/loss of the associate as well as other equity items) and with elimination or depreciation/amortisation of the differences between fair values and carrying amounts of the investee's assets, liabilities and contingent liabilities as determined in the purchase analysis. Unrealized gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates. Unrealized losses are also eliminated unless the transaction provides evidence of impairment of the assets.

When the Group's share of losses in the associate accounted under the equity method exceeds the carrying amount of the associate, the carrying amount of the investment is reduced to zero and such long-term loans granted to the associate that in substance form a part of the investment are written down. Further losses are carried off-balance sheet. When the Group has guaranteed or incurred obligations on behalf of the associate, the respective liability as well as the loss under the equity method are recorded in the statement of financial position. Other receivables from the associate are recorded at amortised cost less a provision for impairment.

An investment in the assets and liabilities of the acquired associate and goodwill that arose on acquisition is presented as a net amount in the statement of financial position line "Investments in associates".

At each balance sheet date, it is assessed whether there is any indication that the recoverable amount of the investment has fallen below its carrying amount. If any such indications exist, an impairment test is performed. To determine the recoverable amount of the investment, the principles described in section 2.10 are used.

## 2.4 Foreign currency translation

### (a) Functional and presentation currency

The functional and presentation currency of entities in the Group is euro.

### (b) Foreign currency transactions and balances

Foreign currency transactions are recorded based on the foreign currency exchange rates of the European Central Bank prevailing at the dates of the transactions. Monetary assets and liabilities

denominated in foreign currencies are translated into euros based on the foreign currency exchange rates of the European Central Bank prevailing at the balance sheet date. Non-monetary financial assets and liabilities measured at fair value denominated in foreign currencies are translated into euros based on the foreign currency exchange rates of the European Central Bank prevailing at the fair value measurement date. Gains and losses on translation from monetary assets and liabilities are recorded in the statement of profit or loss under the line "Foreign exchange rate gains/losses". Translation differences on non-monetary items, such as equities held at fair value through profit or loss, are reported as part of the fair value gain or loss in the statement of profit or loss under the line "Foreign exchange rate gains/losses".

## 2.5 Cash and cash equivalents

For the purposes of the cash flow statement, cash and cash equivalents comprise cash on hand, demand deposits with central bank and other banks and investment companies, term deposits with original maturities of three months or less, that are available

for use without any restrictions and which are subject to an insignificant risk of changes in value.

## 2.6 Financial assets

The Group classifies its financial assets into the following categories:

- financial assets at fair value through profit or loss
- held-to-maturity financial investments
- available-for-sale financial assets
- loans and receivables

The classification depends on the purpose for which the financial assets were acquired. Management of the Group determines the classification of its financial assets at initial recognition. Refer to Note 4 for information about reclassification of held-to-maturity financial investments to available-for-sale financial assets. Since March 2013 the Group has no held-to-maturity financial investments, refer to Note 11.

| IAS 39 category  | Class (applied by the Group)                          |                                                                             | 31.12.2015              | 31.12.2014 | 31.12.2013 |
|------------------|-------------------------------------------------------|-----------------------------------------------------------------------------|-------------------------|------------|------------|
| Financial assets | Loans and receivables                                 | Loans and advances to banks and investment companies                        | 230 501                 | 84 129     | 152 309    |
|                  |                                                       | Loans and advances to customers                                             | Loans to legal entities | 320 890    | 241 336    |
|                  |                                                       |                                                                             | Loans to individuals    | 89 107     | 59 696     |
|                  |                                                       | Other receivables                                                           | 2 026                   | 1 566      | 1 507      |
|                  |                                                       | Other financial assets                                                      | 940                     | 783        | 650        |
|                  | Financial assets at fair value through profit or loss | Securities held for trading                                                 | Equity securities       | 352        | 519        |
|                  |                                                       |                                                                             | Listed debt securities  | 99 907     | 139 145    |
|                  |                                                       |                                                                             | Derivatives             | 0          | 0          |
|                  |                                                       | Designated as at fair value through profit or loss upon initial recognition | Equity securities       | 6 349      | 5 588      |
|                  |                                                       |                                                                             |                         |            | 4 216      |
|                  | Available-for-sale financial assets                   | Investment securities                                                       | Listed debt securities  | 3 508      | 4 273      |
|                  | Held-to-maturity financial investments                | Investment securities                                                       | Listed debt securities  | 0          | 0          |
|                  |                                                       |                                                                             |                         | 11 903     | 0          |

### (a) Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss include

- financial assets held for trading (incl. derivatives)
- financial assets designated at fair value through profit or loss at inception

A financial asset is classified as **held for trading** if acquired or incurred principally for the purpose of selling or repurchasing it in the near term. Derivatives are classified as held for trading unless they are designated as hedges.

Regular way purchases and sales of financial investments are recognised at the settlement date in the statement of financial position. Financial instruments included in this category are initially recognised at fair value; transaction costs are taken directly to the profit or loss. After initial recognition, financial assets in this category are measured at fair value. Interest income is calculated based on financial assets' amortised cost using the effective interest rate method and is recorded within interest income in the statement of profit or loss. Changes in fair values of these financial assets are recognised consistently, either as a

profit or loss in the statement of profit or loss of the reporting period under "Net gains/losses from financial assets measured at fair value". In accounting for financial assets at fair value through profit or loss, the change in the value of assets between the trade date and the settlement date are taken to profit or loss, similarly to the recognition of similar assets in the ownership of the Group. Dividend income on financial assets measured at fair value through profit or loss are recognised in the line "Dividend income" of the statement of profit or loss when the right to receive dividends by the Group is established.

In case of listed securities (i.e. the securities which have an active market), the current bid price is considered as the fair value of investments. To estimate the fair value of investments not actively traded in the market, alternative methods such as the price of recent transactions (under market conditions), the discounted cash flow method or option valuation models are used.

Derivative financial instruments (futures, forward, swap and option contracts) are initially recognised in the statement of financial position at fair value at the trade date and are subsequently valued at fair value through profit or loss. If derivatives are quoted on an active market, market value is used as the fair value. Otherwise, the valuation techniques are used to estimate the fair value. Gains and losses from derivatives are recognised as income or expense of the period in the statement of profit or loss under "Net gains/losses from financial assets measured at fair value". Derivatives are carried in statement of financial position as assets, if their fair value is positive and as liabilities, if their fair value is negative. The fair values of derivative assets and liabilities recorded in the statement of financial position are not netted. The Group does not use hedge accounting to account for its derivative financial instruments.

Financial assets designated at fair value through profit or loss at inception - securities are classified into this group, if the Group has upon initial recognition designated the securities to be recorded as at fair value through profit or loss and as a result the changes in the fair value of these securities are consistently recognised in the profit or loss of the reporting period in the statement of profit or loss.

Financial assets and financial liabilities are designated at fair value through profit or loss when certain investments, such as debt or equity investments, are managed and evaluated on a fair value basis in accordance with a documented risk management or investment strategy and reported to key management personnel on that basis.

Refer to Note 3.6 for fair value of financial assets.

#### **(b) Held-to-maturity financial investments**

Held-to-maturity financial investments are financial instruments quoted in an active market with a fixed due date and which the

management board of the Group has an intention and opportunity to hold until their maturity. They do not include:

- investments designated as fair value through profit or loss upon their initial recognition;
- investments classified as available-for-sale assets;
- investments which meet the criteria of loans and receivables.

These investments are initially recognised at fair value, plus all directly attributable transaction costs incremental to their acquisitions and they are subsequently measured at amortised cost using the effective interest rate method. Interest income on held-to-maturity investments is included within interest income in the statement of profit or loss. Impairment losses are deducted from the carrying amount of the investments and the impairment charge is recorded in the statement of profit or loss.

#### **(c) Available-for-sale financial assets**

Available-for-sale financial assets are financial instruments which the Group intends to hold for an indefinite period of time and which may be sold in response to needs for liquidity or changes in interest rates, exchange rates or equity prices. Investment securities available-for-sale are carried at fair value. Interest income on available-for-sale debt securities is calculated using the effective interest method and recognised in profit or loss. Other changes in fair values of these financial assets are recognised in other comprehensive income.

#### **(d) Loans and receivables**

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. Loans and receivables to customers are recorded when the Group advances money to purchase or originate an unquoted non-derivative receivable from a customer due on fixed or determinable dates, and has no intention of trading the receivable. Loans and receivables are initially recognised at fair value plus transaction costs, and are derecognised only when they are repaid or written-off. After initial recognition, the Group recognises loans and receivables at amortised cost (less principal repayments and any potential impairment losses, if necessary) and calculates interest income on the receivable in subsequent periods using the effective interest method. In case of credit cards the borrower's actual use of limit is recorded in the statement of financial position.

Finance lease transactions are lease transactions under which all significant risks and rewards from using the assets are immediately transferred from the Group to the lessee. Legal ownership of assets is transferred to the customer at the end of the lease term. Finance leases are capitalised at the inception of

the lease at the lower of the fair value of the leased property and the present value of minimum lease payments (plus any unguaranteed residual value of the leased asset). Each lease payment received from the lessee is allocated between the receivable and finance income. Lease income is recognised over the term of the lease using the net investment method, which reflects a constant periodic rate of return. When there are service fees and initial direct costs attributable to the conclusion of lease agreements, they are included in the calculation of the effective interest rate of the lease and calculation of a finance lease receivable. The basis for assessing receivables is the timely fulfilment of contractual obligations, the estimated market price of the leased asset and excess collateral, the financial position and reliability of the customer. Impairment of receivables reduces the respective asset category in the statement of financial position.

Loans restructured because of significant changes in contract terms are recognised as new loans when a new loan has been issued, incl. refinancing an existing loan or increasing an existing loan for payment of the loan principal, interest, overdue penalties or other fees related to it. Loans which include a change in other contractual terms as a result of deterioration of the customer's credit quality do not qualify for derecognition.

Trade receivables arise from provision of services to the customers and are initially recognised at fair value plus transaction costs and subsequently measured at amortised cost using the effective interest method (less repayments and a provision for incurred impairment losses).

The impairment of loans and advances is assessed in accordance with the principles described in clause 2.7.

## 2.7 Impairment of financial assets carried at amortised cost

Impairment losses are recognised in profit or loss for the year when incurred as a result of one or more events ("loss events") that occurred after the initial recognition of the financial asset and which have an impact on the amount or timing of the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated. If the Group determines that no objective evidence exists that impairment was incurred for an individually assessed financial asset, whether significant or not, it includes the asset in a group of financial assets with similar credit risk characteristics, and collectively assesses them for impairment.

The Group assesses the risks taking into consideration all known information about the solvency of the debtor and whether there are any objective circumstances indicating impairment (the buyer's financial difficulties, bankruptcy or inability to meet its obligations to the Group).

Corporate loans, overdrafts and leases are assessed individually, primarily based on the overdue status of loan and releasable of related collateral, if any. Other criteria used to determine whether

there is objective evidence that an impairment loss has occurred are financial position of the company, industry situation, reliability of the borrower, the competence of its management and other factors. Margin and repo loans secured by debt or equity securities both to legal as well as private individuals are assessed individually, using primarily the market value of collateral as the basis. Consumer loans, mortgage loans, credit card loans and hire-purchase loans are assessed as a group. Private individuals are assessed in terms of their timely fulfilment of obligations, solvency, value of the collateral, age, education, length of employment, savings habits and other factors impacting credit risk.

For the purposes of a collective evaluation of impairment, financial assets are grouped on the basis of similar credit risk characteristics. Those characteristics are relevant to the estimation of future cash flows for groups of such assets by being indicative of the debtors' ability to pay all amounts due according to the contractual terms of the assets being evaluated. Future cash flows in a group of financial assets that are collectively evaluated for impairment, are estimated on the basis of the contractual cash flows of the assets and the experience of management in respect of the extent to which amounts will become overdue as a result of past loss events and the success of recovery of overdue amounts. Past experience is adjusted on the basis of current observable data to reflect the effects of current conditions that did not affect past periods, and to remove the effects of past conditions that do not exist currently. The Group regularly reviews future cash flow assessment methods and assumptions, in order to reduce potential differences between loss estimates and actual losses.

If the terms of an impaired financial asset held at amortised cost are renegotiated or otherwise modified because of financial difficulties of the borrower or issuer, impairment is measured using the original effective interest rate before the modification of terms. The renegotiated asset is then derecognized and a new asset is recognized at its fair value only if the risks and rewards of the asset substantially changed. This is normally evidenced by a substantial difference between the present values of the original cash flows and the new expected cash flows.

Impairment losses are always recognised through an allowance account to write down the asset's carrying amount to the present value of expected cash flows (which exclude future credit losses that have not been incurred) discounted at the original effective interest rate of the asset. The calculation of the present value of the estimated future cash flows of a collateralised financial asset reflects the cash flows that may result from foreclosure less costs for obtaining and selling the collateral, whether or not foreclosure is probable. Any impairment losses are charged to statement of profit or loss line "Impairment losses on loans and advances".

If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an

event occurring after the impairment was recognised (such as an improvement in the debtor's credit rating), the previously recognised impairment loss is reversed by adjusting the allowance account through profit or loss for the year. The reversal of the impairment loss is recognised as income in the line "Impairment losses on loans and advances" in the statement of profit or loss.

Uncollectible assets are written off against the related impairment loss provision after all the necessary procedures to recover the asset have been completed and the amount of the loss has been determined. Subsequent recoveries of amounts previously written off are credited to impairment loss account in profit or loss for the year.

Interest income on loans is presented on the statement of profit or loss under "Interest income".

## 2.8 Discontinued operations

A discontinued operation is a component of the Group that is classified as held for sale, and represents a separate major line of business or geographical area of operations and is part of a single co-ordinated plan to dispose of a separate major line of business or geographical area of operations. Non-current asset or disposal group is classified as held for sale when their carrying amount is to be covered principally through a sale transaction rather than through continuing use, and the sale is considered highly probable within 12 months. The disposal group is recognized at carrying amount or fair value less costs to sell, depending on which is lower. The carrying amount of the assets of AS LHV Pank Finnish branch, which are recognized as discontinued operations at the end of 2014, is equal to their fair value. Earnings and cash flows of discontinued operations, if any, are disclosed separately from continuing operations with comparatives being re-presented. Intragroup transactions between discontinued and continuing operations are eliminated depending on whether the transactions will continue after the sale transaction.

## 2.9 Tangible fixed assets

Tangible fixed assets are non-current assets used in the operating activities of the Group with a useful life of over one year. An item of tangible fixed assets is initially recognised at its cost which consists of the purchase price (incl. customs duties and other non-refundable taxes) and other expenditures directly related to the acquisition that are necessary for bringing the asset to its operating condition and location. Subsequent costs are included in the asset's carrying amount or are recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs

and maintenance are charged to operating expenses during the reporting period in which they are incurred.

An item of tangible fixed assets is carried in the statement of financial position at cost less any accumulated depreciation and any accumulated impairment losses. Depreciation is calculated on a straight-line basis. The annual depreciation rate for computers, furniture and fixtures is 33%, for improvements of rental space either 20% p.a. or amortization throughout the rental period, depending on which is shorter. Depreciation is calculated starting from the month of acquisition until the carrying amount reaches the residual value of the asset. In case the residual value is greater than the carrying amount of the asset, no further depreciation expense is calculated.

The appropriateness of the assets' residual values, depreciation methods used and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date. The Group performs an impairment test when there are circumstances indicating impairment. Where an asset's carrying amount is greater than its estimated recoverable amount (higher of an asset's fair value less costs to sell or its value in use), it is written down immediately to its recoverable amount recognising an impairment loss in the statement of profit or loss for the reporting period.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in operating expenses or other income in the statement of profit or loss for the reporting period.

## 2.10 Intangible assets

Intangible assets are identifiable, non-monetary assets without physical substance and currently comprise of acquired software licences. An intangible asset is initially measured at cost, comprising of its purchase price and any directly attributable expenditure on preparing the asset for its intended use. After initial recognition, an intangible asset is carried at its cost less any accumulated amortisation and any accumulated impairment losses. Amortisation is calculated on a straight-line basis. The annual amortisation rate for purchased licenses is 33%. At each balance sheet date the appropriateness of amortization rates, methods and residual values is assessed. The Group reviews intangible assets for impairment losses whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the carrying amount of the asset exceeds its recoverable amount, which is the higher of an asset's fair value less costs to sell and value in use.

## 2.11 Financial guarantees and performance guarantees

The Group issues financial guarantees and commitments to provide loans. Financial guarantees represent irrevocable

assurances to make payments in the event that a customer cannot meet its obligations to third parties, and carry the same credit risk as loans. Financial guarantees and commitments to provide a loan are initially recognised at their fair value, which is normally evidenced by the amount of fees received. This amount is amortised on a straight line basis over the life of the commitment, except for commitments to originate loans if it is probable that the Group will enter into a specific lending arrangement and does not expect to sell the resulting loan shortly after origination; such loan commitment fees are deferred and included in the carrying value of the loan on initial recognition. At the end of each reporting period, the commitments are measured at the higher of (i) the remaining unamortised balance of the amount at initial recognition and (ii) the best estimate of expenditure required to settle the commitment at the end of each reporting period.

Performance guarantees are contracts that provide compensation if another party fails to perform a contractual obligation. Such contracts do not transfer credit risk. Performance guarantees are initially recognised at their fair value, which is normally evidenced by the amount of fees received. This amount is amortised on a straight line basis over the life of the contract. At the end of each reporting period, the performance guarantee contracts are measured at the higher of (i) the unamortised balance of the amount at initial recognition and (ii) the best estimate of expenditure required to settle the contract at the end of each reporting period, discounted to present value. Where the Group has the contractual right to revert to its customer for recovering amounts paid to settle the performance guarantee contracts, such amounts will be recognised as loans and receivables upon transfer of the loss compensation to the guarantee's beneficiary.

## 2.12 Financial liabilities

The Group classifies financial liabilities to 2 categories:

- a) financial liabilities measured at fair value through profit or loss
- b) financial liabilities measured at amortised cost

Recognition of a financial liability (derivative) at fair value through profit or loss is disclosed under accounting policy 2.6.a. All other financial liabilities are subsequently measured at amortised cost using the effective interest method. Transaction costs are included in the calculation of the effective interest rate. The difference between the proceeds (less transaction costs) and redemption value are recognised in the statement of profit or loss during the term of the instrument, using the effective interest rate. Interest costs are included in the statement of profit or loss line "Interest expenses".

Deposits from customers are initially recorded on their settlement date at their fair value less transaction costs and are subsequently measured at amortised cost using effective interest method in the statement of financial position line "Deposits from customers and loans received", accrued interest liabilities are included in the same line. Interest expense is recognised in the statement of profit or loss line "Interest expense" on the accrual basis.

Loans received, debt securities issued and similar subordinated debts are initially recognised at fair value, less transaction costs (cash received less transaction costs). The subordinated debts are those liabilities, which in case of a liquidation of a credit institution or declaration of bankruptcy, are settled after the satisfaction of the justifiable claims of other creditors. Other financial liabilities (trade payables, accrued expenses and other borrowings) are initially recognised at fair value less transaction costs and are subsequently carried at amortised cost.

## 2.13 Payables to employees

Payables to employees include unpaid salary accruals and a vacation pay accrual calculated in accordance with employment contracts and the laws in force in employee residential country as at the balance sheet date. The liability related to the payment of a vacation pay accrual together with social security and unemployment insurance payments is included within current liabilities in the statement of financial position and as staff costs in the statement of profit or loss.

Social security tax includes payments to the state pension fund. Group has neither existing legal nor constructive obligations to make pension or similar payments supplementary to social security tax.

## 2.14 Share-based payments

AS LHV Group operates a share-based compensation plan, under which the company receives services from group employees as consideration for equity instruments (options) of LHV Group. The fair value of the employee services received in exchange for the grant of the options is recognised during the shared-based compensation program as group's staff expense and as an increase in the equity (other reserves). The total amount to be expensed is determined by the fair value at the time of issuing the options. The fair value of the options granted:

- including any market performance conditions influencing the share price (e.g. LHV Group share price);
- excluding the impact of any service and non-market performance vesting conditions (for example, profitability, sales growth targets and remaining an employee of the entity over a specified time period).

At the end of each reporting period, the Group revises its estimates of the number of options that are expected to vest based on the vesting conditions (other than market conditions). It recognises the impact of the revision to original estimates, if any, in the statement of profit or loss, with a corresponding adjustment to equity.

When the options are exercised, LHV Group issues new shares.

The grant by LHV Group of options over its equity instruments to the employees of subsidiary undertakings in the group is treated as a capital contribution. The fair value of employee services received, measured by reference to the grant date fair value, is recognised over the vesting period as an increase to investment in subsidiary undertakings, with a corresponding credit to equity in the parent entity accounts. According to the contractual conditions of the share options there are no social security tax charges when exercising the options after the 3-year period.

## 2.15 Provisions and contingent liabilities

Liabilities arising from an obligating event before the balance sheet date that have either a legal basis or that have arisen from the Group's current operating practice (legal or constructive obligation) that require probable outflow of resources, the realisation of which is probable (it is more likely than not that an outflow of resources will be required to settle the obligation) and the amount of which can reliably be estimated but for which the timing or amount are not definitely known are recognised as provisions in the statement of financial position. The provisions are recognised based on the management's estimates regarding the amount and timing of the expected outflows. A provision is recognised in the statement of financial position in the amount which according to the management is necessary as at the balance sheet date for the meeting of the obligation arising from the provision or transfer to the third party. The provision expense and an expense from the change in the carrying amount of provisions are included within expenses in the reporting period. Provisions are not set up to cover future operating losses.

When it is probable that a provision will be realised later than 12 months after the balance sheet date it is recorded at discounted value (present value of expected outflows), unless the discounting effect is immaterial.

Other contingent liabilities (guarantees, except financial guarantees, and other commitments) the realisation of which is less probable than non-realisation or related costs cannot be determined reliably, that in certain circumstances may become obligations, are disclosed in the notes to the financial statements as contingent liabilities. Contingent liabilities may develop in a way not initially expected. Therefore, they are assessed continually to determine whether an outflow of resources embodying economic benefits has become probable on a

portfolio basis. If it becomes probable that an outflow of future economic benefits will be required for an item or portfolio of items previously dealt with as a contingent liability, a provision is recognised in the financial statements of the period in which the change in probability occurs (except in the extremely rare circumstances where no reliable estimate can be made).

## 2.16 Distinction between short- and long-term assets and liabilities

Assets from which resources are expected to flow to the Group within 12 months are recognised as current assets. The portion of assets with expected inflows later than 12 months after the balance sheet date is recognised as non-current assets (see Note 3.4).

Liabilities are classified as current when they are due within twelve months after the balance sheet date or if the Group does not have an unconditional right to defer the payment for later than 12 months after the balance sheet date. Loans received with due date within 12 months after the balance sheet date which are refinanced as non-current after the balance sheet date but before the financial statements are authorised for issue, are recognised as current. Loans received that the lender has the right to recall at the balance sheet date due to breaches of contractual terms are also classified as current.

For all long-term assets and liabilities the long-term portion is separately disclosed in respective disclosure to these financial statements (see Note 3.4).

## 2.17 Revenues and expenses

Revenues and expenses are recorded on an accrual basis. Revenue is recognised when it is probable that the economic benefits associated with the transaction will be received by the Group, the amount of the revenue can be measured reliably and services were rendered by the Group. Revenue earned in the ordinary course of business is recognised at fair value of the fee received or receivable. Expenses are recognised when the Group has obligation to pay for the expense and/or the Group has received goods or services, and the latter occurs at an earlier date.

Fee and commission income (incl. custody and portfolio management fees) are recognised on an accrual basis when the service has been provided and the Group has a right of claim to the receivable. Loan commitment fees that are directly related with the undrawn portion of the loan commitment and which changes based on the portion of the unused commitment are recognised as fee income during the period when draw down is available. Commissions and fees arising from provision of advisory services to third parties (purchase or sale of businesses,

acquisitions, etc.) are generally recognised upon completion of the underlying transaction or when service is provided over a longer period of time, based on the stage of completion method. Portfolio management, other consultation fees and management fees related to investment funds are recognised according to the agreement, usually over the period during which the service is provided. The same principle is applied to wealth management, financial planning and custody services that are continuously provided over an extended period of time. Performance linked fees or fee components are recognised when the performance criteria are fulfilled or based on the stage of completion. Other one-off service revenues and other revenues are recognised on an accrual basis at the moment of executing the respective transaction.

**Fee and commission expenses** are recognised after the service has been received and when the liability has incurred.

Interest income and expense is recognised in the statement of profit or loss for all financial instruments carried at amortised cost using the effective interest method or for debt securities measured at fair value through profit or loss. Transaction costs of debt securities measured at fair value through profit or loss is recognised as part of effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial asset or a financial liability and allocating the interest income or interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to the net carrying amount of the financial asset or financial liability. When calculating the effective interest rate, the Group estimates cash flows considering all contractual terms of the financial instrument, but does not consider future impairment losses. The calculation includes all significant fees paid or received between parties to the contract that are an integral part of the effective interest rate, transaction costs and all other premiums or discounts.

When a receivable is impaired, the Group reduces the carrying amount to its recoverable amount, being the estimated future cash flows discounted at the original effective interest rate of the instrument, and continues unwinding the discount as interest income. Once a financial asset or a group of similar financial assets has been written down as a result of an impairment loss, interest income is recognised using the rate of interest used to discount the future cash flows for the purpose of measuring the impairment loss.

**Dividend income** is recognised when the legal right to receive dividends is established and inflow of economic benefits are probable.

## 2.18 Asset management services

The Group is engaged in providing asset management services (Note 23). Such assets have been given to the Group to be managed by third parties and these assets are recorded off-balance sheet. Service fees are derived from management of such assets and no associated credit and market risks arise for the Group.

## 2.19 Leases - Group as the lessee

Leases of tangible fixed assets where the lessee acquires substantially all the risks and rewards of ownership are classified as finance leases. Other leases are classified as operating leases.

Payments made under operating leases are charged to the statement of profit or loss on a straight-line basis over the lease term. The Group primarily uses an operating lease for renting the premises. A rental expense is recognised in the statement of profit or loss as "Administrative and other operating expenses".

## 2.20 Taxation and deferred income tax

### Corporate income tax in Estonia

According to the Income Tax Act, the annual profit earned by entities is not taxed in Estonia and thus there are no temporary differences between the tax bases and carrying amounts of assets and liabilities and no deferred tax assets or liabilities arise. Instead of the income tax payable on profits, the Estonian entities pay corporate income tax on dividends, fringe benefits, gifts, donations, costs of entertaining guests, non-business related disbursements and adjustments of the transfer price. The tax rate from 01.01.2015 is 20/80 (21/79 until 31.12.2014) on net dividends paid. The corporate income tax arising from the payment of dividends is recognised as a liability and an income tax expense in the period in which dividends are declared, regardless of the period for which the dividends are paid or the actual payment date. An income tax liability is due on the 10th day of the month following the payment of dividends.

### Corporate income tax in other countries

In accordance with the local income tax laws, the net profit of companies located in Latvia, Lithuania and Finland that has been adjusted for the permanent and temporary differences as stipulated by law is subject to corporate income tax.

| Corporate income tax rates | 2015 | 2014 | 2013  |
|----------------------------|------|------|-------|
| Latvia                     | 15%  | 15%  | 15%   |
| Lithuania                  | 15%  | 15%  | 15%   |
| Finland                    | 20%  | 20%  | 24,5% |

Deferred income tax is calculated on all significant temporary differences between the tax bases of assets and liabilities and their carrying values in the consolidated statement of financial position. The main temporary differences arise from depreciation and tax loss carry-forwards. Deferred tax balances are measured at tax rates enacted or substantively enacted at the balance sheet date which are expected to apply to the period when the temporary differences will reverse or the tax loss carry-forwards will be utilised. Deferred tax assets and liabilities are netted only within the individual companies of the Group. Deferred tax assets for deductible temporary differences and tax loss carry-forwards are recorded only to the extent that it is probable that future taxable profit will be available against which the deductions can be utilised. Deferred income tax is provided on temporary differences arising on investments in subsidiaries and associates, except where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

A deferred income tax liability in respect of the Group's available equity which would accompany the payment of available equity as dividends, is not reported in the statement of financial position. The maximum amount of income tax payable, which would arise

from paying out the retained earnings as dividends, is disclosed in the Note 22 to the financial statements.

## 2.21 Offsetting

Financial assets and liabilities are offset and the net amount reported in the consolidated statement of financial position only when there is a legally enforceable right to offset the recognised amounts, and there is an intention to either settle on a net basis, or to realise the asset and settle the liability simultaneously. More detailed information in Note 3.8.

## 2.22 Statutory reserve capital

Statutory reserve capital is formed from annual net profit allocations to comply with the requirements of the Commercial Code. During each financial year, at least one-twentieth of the net profit shall be transferred to the statutory reserve, until the reserve reaches one-tenth of share capital. Statutory reserve may be used to cover a loss, or to increase share capital. Payments to shareholders from statutory reserve are not allowed.

## NOTE 3 Risk management

Risk is defined as a potential negative deviation from expected financial results. The Group encounters several risks in its day-to-day operations. The objective of risk management at the Group is to recognise these risks, to measure them appropriately and to manage them. More broadly, the aim of risk management is to increase the value of the Group by minimising losses and reducing the volatility of results. Risk management at the Group is based on a strong risk culture and is built on the principle of three lines of defence where the first line of defence, the business units, are responsible for taking risk and for day-to-day management. The second line of defence, the risk management division, is responsible for the development of risk management methodologies and for the reporting of risks. The third line of defence, the internal audit, conducts independent supervision over the entire group. Risk management principles, requirements and areas of responsibility are described in policies and procedures. In accordance with the capital management principles that the Group has adopted, it must have adequate capital to support risks.

### 3.1 Capital management

The goal of the Group's capital management is to:

- ✓ ensure continuity of the Group's business and ability to generate return for its shareholders;
- ✓ maintain a strong capital base supporting the development of business;
- ✓ comply with capital requirements as established by supervision authorities.

The amount of capital that the Group managed as of 31.12.2015 was EUR 100 533 thousand (31.12.2014: EUR 72 545 thousand; 31.12.2013: EUR 44 926 thousand). The goals of the Group's capital management are set based on both the regulative requirements and additional internal buffer.

The Group follows the general principles in its capital management:

- The Group must be adequately capitalized at all times, having necessary capital to ensure economic preservation and enabling financing of new profitable growth opportunities;
- The main focus of the capital management is on tier 1 own funds, because only tier 1 own funds can absorb losses. All other capital layers in use are dependent of tier 1 own funds volume;
- Capital of the Group can be divided into: 1) regulated minimum capital and 2) capital buffer held by the Group. In order to reach its long-term economic goals the Group must on one hand strive towards proportional lowering of the regulated minimum capital (through minimizing risks and high transparency). On the other hand, the Group must strive towards sufficient and conservative capital reserve, which will ensure economic preservation even in the event of severe negative risk scenario;
- The risk appetite set by the Group is an important input to capital management planning and capital goal setting. Higher risk appetite requires maintaining higher capital buffer.

### Own funds

(in thousands of euros)

|                                                                  | 31.12.2015     | 31.12.2014    | 31.12.2013    |
|------------------------------------------------------------------|----------------|---------------|---------------|
| Paid-in share capital                                            | 23 356         | 23 356        | 19 202        |
| Share premium                                                    | 33 992         | 33 992        | 21 871        |
| Statutory reserves transferred from net profit                   | 895            | 435           | 223           |
| Other reserves                                                   | -23            | 0             | 0             |
| Accumulated deficit                                              | -2 503         | -11 244       | -15 581       |
| Intangible assets (subtracted)                                   | -1 734         | -1 574        | -1 665        |
| Net profit for accounting period                                 | 13 705         | 9 203         | 4 206         |
| Non-controlling interests                                        | 1 945          | 1 727         | 1 695         |
| <b>Total Tier 1 own funds</b>                                    | <b>69 633</b>  | <b>55 895</b> | <b>29 951</b> |
| Subordinated debt                                                | 30 900         | 16 650        | 19 635        |
| <b>Total Tier 2 own funds</b>                                    | <b>30 900</b>  | <b>16 650</b> | <b>19 635</b> |
| Exceeding limitations of subordinated debt and preference shares | 0              | 0             | -4 660        |
| <b>Total net own funds</b>                                       | <b>100 533</b> | <b>72 545</b> | <b>44 926</b> |

The net capital of a credit institution at any time shall be equal to or exceed the minimum amount of share capital prescribed in the Credit Institutions Act (EUR 5 million). In 2014, the capital of banks and investment firms in the European Union became

subject to a new legal framework (CRD IV/CRR), largely based on the Basel III framework that was agreed in the Basel Committee on Banking Supervision. The objective of the new legal framework is to strengthen the resilience of the financial

sector to adverse economic shocks and thereby ensure an adequate and sustainable financing of the economy. Significant changes implemented by the new requirements include the requirement for credit institutions to maintain a higher level and quality of capital than before and a unified framework for designing liquidity buffers. The new capital requirements directive also define measures for macro-financial supervision that member states can use to control the behaviour of credit institutions in amplifying the cycles and to alleviate risks arising from market structure.

The regulation, which is directly applicable in the member states, obligates all credit institutions operating in the European Union (including their consolidating holding companies) and investment firms to maintain 4,5% of common equity Tier 1 (CET 1) and 6,0% of Tier 1 Capital against risk assets. The overall capital adequacy requirement (CAD), including both Tier 1 and Tier 2 capital, remains at the existing 8,0% level.

In addition to the main requirements based on uniform rules, the directive defines the principles for forming capital buffers.

In Estonia, in addition to the baseline capital requirements, credit institutions have been subjected to capital maintenance and systemic risk buffers, which are 2,5% (imposed by the Financial Supervisory Authority) and 2,0% (imposed by Estonian Central Bank), respectively. As the aforementioned buffers are incremental to the Tier 1 and the total baseline capital requirements, the minimum Tier 1 requirement in Estonia is 10,5% and the total capital requirement is 12,5%. The latter is also subject to the specific supplementary Pillar 2 requirement applicable to credit institutions. An overview of capital requirements is provided in the table below:

| Capital requirements              | CET1         | Tier 1        | CAD           |
|-----------------------------------|--------------|---------------|---------------|
| Base capital requirement          | 4,50%        | 6,00%         | 8,00%         |
| Capital conservation buffer       | 2,50%        | 2,50%         | 2,50%         |
| Systemic risk buffer              | 2,00%        | 2,00%         | 2,00%         |
| <b>Capital requirements total</b> | <b>9,00%</b> | <b>10,50%</b> | <b>12,50%</b> |

Each year, the Group's supervisory board confirms the goals of capitalization and the target level of capital adequacy to cover potential risks arising from fast growth. Each year, an internal capital adequacy assessment process (ICAAP) is performed, the goal of which is to identify potential capital needs in addition to regulatory capital requirements.

Capital adequacy and the use of regulatory capital are monitored by the Finance Department. Reports about the compliance with prudential and capital requirements for covering the risks are submitted regularly to supervision authorities. LHV uses standard method for calculating capital requirements for credit and market risk and basic indicator approach calculating operational risk capital requirement.

The own funds of LHV Varahaldus as the fund manager need at any given time exceed the minimum amount of share capital laid down in the Investment Funds Act (EUR 3 million). The net own funds of a fund manager, who is managing pension funds with the market value of over EUR 125 million, must be at least EUR 2,5 million and 1% of the market value of managed pension funds, which exceeds EUR 125 million. In addition, the fund manager must maintain additional own funds equal to 0,02% of the portion of the market value of all managed funds, which exceeds EUR 250 million.

The Group has complied with all capital requirements during the financial year and in previous years.

### 3.2 Credit risk

Credit risk is the potential loss which would arise from the counterparty's inability to meet its obligations to the Group. Credit risk arises from cash and cash equivalents, derivatives and deposits with banks and other financial institutions, debt securities, but mostly credit exposures to customers, including outstanding loans, given guarantees, other receivables and commitments. In order to mitigate credit risk, Group analyses the operations and financial position of its customers and business partners. After authorising the loan, the solvency of the customer and the value of the collateral are regularly monitored.

#### 3.2.1 Distribution of credit risks

The Group classifies the financial assets exposed to credit risk in the following key categories:

- debt securities
- loans and advances to central bank and credit institutions (referred to as "banks" in the tables) and investment companies
- leveraged loans (loans secured by debt or equity securities), incl. repo loans
- corporate loans and overdraft
- consumer loans without collateral
- credit cards and overdraft to individuals
- leasing
- hire-purchase
- mortgage loans
- financial guarantees
- unused loan commitments

**Maximum exposure to credit risk***(in thousands of euros)*

|                                                                                          | 31.12.2015     | 31.12.2014     | 31.12.2013     |
|------------------------------------------------------------------------------------------|----------------|----------------|----------------|
| Loans and advances to banks and investment companies (Note 10)                           | 230 501        | 84 129         | 152 309        |
| Available for sale financial assets (Note 11)                                            | 3 508          | 4 273          | 11 903         |
| Financial assets at fair value (debt securities) (Note 12)                               | 99 907         | 139 145        | 32 026         |
| Loans and advances to customers (Note 14)                                                | 409 997        | 301 032        | 206 768        |
| Receivables from customers (Note 15)                                                     | 2 026          | 1 566          | 1 507          |
| Other financial assets (Note 16)                                                         | 940            | 783            | 650            |
| <b>Total assets</b>                                                                      | <b>746 879</b> | <b>530 928</b> | <b>405 163</b> |
| Loans and advances of discontinued operations, classified as held for sale (Note 13)     | 0              | 14 813         | 0              |
| Exposures related to off-balance sheet items (Note 24), excluding performance guarantees | 124 065        | 76 985         | 46 238         |
| <b>Total maximum exposure to credit risk</b>                                             | <b>870 944</b> | <b>622 726</b> | <b>451 401</b> |

**a) Debt securities**

The Credit Committee sets limits for taking credit risk associated with debt securities considering the issuer's rating. The Risk Capital Committee or authorised employees make decisions regarding investments within the limits set.

No principal and accrued interest receivables arising from debt securities are overdue.

The Group's debt securities at fair value through profit or loss (FVTPL) and available-for-sale (AFS) according to ratings given by Standard & Poor's or equivalent:

**Ratings distribution  
31.12.2015**

|                           | FVTPL                |                     |                   | AFS          | Total          |
|---------------------------|----------------------|---------------------|-------------------|--------------|----------------|
|                           | Investment portfolio | Liquidity portfolio | Trading portfolio |              |                |
| AAA                       | 43 041               | 44 208              | 0                 | 2 910        | 90 159         |
| AA- to AA+                | 0                    | 2 078               | 225               | 0            | 2 303          |
| A- to A+                  | 6 948                | 0                   | 51                | 598          | 7 597          |
| BBB- to BBB+              | 0                    | 0                   | 2 362             | 0            | 2 362          |
| B- to BB+                 | 994                  | 0                   | 0                 | 0            | 994            |
| <b>Total (Note 11,12)</b> | <b>50 983</b>        | <b>46 286</b>       | <b>2 638</b>      | <b>3 508</b> | <b>103 415</b> |

**Ratings distribution  
31.12.2014**

|                           | FVTPL                |                     |                   | AFS          | Total          |
|---------------------------|----------------------|---------------------|-------------------|--------------|----------------|
|                           | Investment portfolio | Liquidity portfolio | Trading portfolio |              |                |
| AAA                       | 18 414               | 92 231              | 0                 | 3 261        | 113 906        |
| AA- to AA+                | 1 001                | 12 152              | 514               | 0            | 13 667         |
| A- to A+                  | 3 551                | 0                   | 2 543             | 609          | 6 703          |
| BBB- to BBB+              | 4 823                | 0                   | 3 916             | 403          | 9 142          |
| B- to BB+                 | 0                    | 0                   | 0                 | 0            | 0              |
| <b>Total (Note 11,12)</b> | <b>27 789</b>        | <b>104 383</b>      | <b>6 973</b>      | <b>4 273</b> | <b>143 418</b> |

| Ratings distribution<br>31.12.2013 | FVTPL                |                     |                   | AFS           | Total         |
|------------------------------------|----------------------|---------------------|-------------------|---------------|---------------|
|                                    | Investment portfolio | Liquidity portfolio | Trading portfolio |               |               |
| AAA                                | 9 442                | 6 020               | 0                 | 9 198         | 24 660        |
| AA- to AA+                         | 0                    | 1 555               | 1 287             | 189           | 3 031         |
| A- to A+                           | 0                    | 0                   | 6 602             | 599           | 7 201         |
| BBB- to BBB+                       | 0                    | 0                   | 6 807             | 1917          | 8 724         |
| B- to BB+                          | 0                    | 0                   | 313               | 0             | 313           |
| <b>Total (Note 11,12)</b>          | <b>9 442</b>         | <b>7 575</b>        | <b>15 009</b>     | <b>11 903</b> | <b>43 929</b> |

**b) Loans and advances to banks and investment companies**

Management estimates that the credit risk exposure from cash and cash equivalents, held at the central bank, other correspondent banks and investment institutions has inherently

low credit risk. No loans and advances to central bank, credit institutions and investments companies are overdue. The funds of the Group according to ratings given by Standard & Poor's or equivalent (central bank without a rating) are held as follows:

| Rating<br>(in thousands of euros)     | Credit institutions | Investment companies | Total<br>31.12.2015 | Credit institutions | Investment companies | Total<br>31.12.2014 | Credit institutions | Investment companies | Total<br>31.12.2013 |
|---------------------------------------|---------------------|----------------------|---------------------|---------------------|----------------------|---------------------|---------------------|----------------------|---------------------|
| Central bank<br>(The Bank of Estonia) | 199 844             | 0                    | <b>199 844</b>      | 45 427              | 0                    | <b>45 427</b>       | 133 839             | 0                    | <b>133 839</b>      |
| AA- to AA+                            | 0                   | 0                    | <b>0</b>            | 1 899               | 0                    | <b>1 899</b>        | 1 140               | 0                    | <b>1 140</b>        |
| A- to A+                              | 7 678               | 15 785               | <b>23 463</b>       | 19 881              | 14 268               | <b>34 149</b>       | 13 480              | 1 359                | <b>14 839</b>       |
| BBB to BBB+                           | 233                 | 0                    | <b>233</b>          | 164                 | 0                    | <b>164</b>          | 569                 | 0                    | <b>569</b>          |
| Non-rated                             | 6 824               | 137                  | <b>6 961</b>        | 2 274               | 216                  | <b>2 490</b>        | 1 815               | 107                  | <b>1 922</b>        |
| <b>Total (Note 10)</b>                | <b>214 579</b>      | <b>15 922</b>        | <b>230 501</b>      | <b>69 645</b>       | <b>14 484</b>        | <b>84 129</b>       | <b>150 843</b>      | <b>1 466</b>         | <b>152 309</b>      |

**c) Leveraged loans**

The Bank issues margin loans secured by debt or equity securities to its customers, i.e. financial leverage. The maximum amount of the loan depends on the market value of the assets held as collateral in the investment account, and on the general limit set by the Bank which is currently EUR 100 thousand (or an equivalent in a foreign currency) per customer. Granting loans above the threshold assumes an analysis of the portfolio offered as collateral by the customer and the decision is within the competence of the Credit Committee. The list of acceptable marketable financial instruments and the levels of the required collateral are published on the Bank's website [www.lhv.ee](http://www.lhv.ee). The risks arising from financial leverage are mitigated by constant monitoring of the market values of the financial instruments

required as collateral. The Group has set sufficiently conservative limits to the ratio of the loan and the collateral assets value. When the value of collateral assets falls below the established limit, the Bank is entitled to demand a transfer of additional collateral to the account or pay off the loan in the customer's account without the customer's trade order, liquidating the collateral asset for this purpose. See Note 3.2.2. for more detailed information on the credit quality of loans.

Stress tests are carried out for evaluating the credit risk of leveraged loans in order to determine potential losses in case of changes in the value of collateral and for evaluating the credit risk of other loans, the probability of the lender becoming insolvent, the amount of loans not covered by collateral at the time of insolvency and the amount of the resulting related expected loss

is assessed. If necessary, decisions are made in respect of allocating additional risk capital in order to cover credit risk.

The Bank had no impaired leveraged loans as at 31.12.2015 (31.12.2014: EUR 18 thousand; 31.12.2013: EUR 18 thousand).

#### **d) Corporate loans and overdraft**

Corporate loans are evaluated on individual basis. Each customer is assigned a credit rating between 1-13, where 1 means the lowest probability of default and 13 indicates insolvency. Credit rating is assigned to a customer considering combination of financial status and business risk. Financial status is the basis for financial rating focusing on the company's assets and liabilities structure, profitability, cash-flows and estimated results. The emphasis of financial analysis is focused on the following period to the loan issuance. In parallel with financial analysis the company's business risk, including management and owners, market situation and competition, diversification and history of activities, the quality of information and previous payment behaviour is analysed. Where there is consolidation group involved, credit risk for the whole group is evaluated. Credit rating is assigned by credit analyst and confirmed by Head of Credit, but final decision of risk taking is the unanimous decision by the Credit Committee.

The requirements for loan collateral are established in the Credit Policy of Group and specified in Credit Risk management rules of the Bank. The preferred collateral is where there is no strong correlation between the clients default risk and value of the collateral. In general, the pledged assets need to be secured, the life of the collateral needs to be longer than the due date of the loan and the market value of the collateral needs to exceed the outstanding loan balance.

After issuing the loan, follow-up monitoring of each customer's financial position is performed at least once a quarter. All client ratings are reviewed at least once a year. See Note 3.2.2. for more detailed information on the credit quality of loans. As at 31.12.2015, the group-based impairment reserve makes up 0,6% of corporate loans and overdraft and the related interest receivables (31.12.2014: 0,7%; 31.12.2013: 0,7%).

#### **e) Consumer loans without collateral**

As consumer loans are homogeneous loans, provisions for potential credit loss level is calculated based on historical performance of these homogeneous loans and applied to current portfolio at the balance sheet date. For the purpose of recognition of group-based impairment losses, the receivables are grouped into subclasses on the basis of homogeneous credit risk features, considering customers' payment practice, past due time and the time passed from initiation of proceedings by the bailiff. In

Estonia, the Group has entered into agreements where overdue consumer loans are sold – usually when loans reaching overdue of 70 days. Similar contract is under preparation in Lithuania. For the receivables that have been grouped, the amount of the impairment loss is the multiple of the carrying amount of the receivables in the group and the group's percentage rate of impairment loss. The framework is based on the method of calculating the probability of default (PD), loss given default (LGD) and exposure at default (EAD). EAD consists of two components: the amount of the existing receivable and the amount of use of an estimated additional limit. For calculating the latter, the model includes the credit conversion factor (CCF).

Consumer loans are classified as performing (less than 90 days overdue and are not terminated), non-performing (more than 90 days overdue and/or terminated) and doubtful (original loan schedule has expired and there has been no cash flows received for continuous period of 6 months, fraud case, etc.). Loss rates are calculated from the past historical data for defaults and full history of recoveries. Due to default rate volatility and small amount of defaults in Lithuania a conservative buffer of 20% shall be imposed for PD and LGD multiplier. PD and LGD values are updated at least once a year with new historical data in order to maintain adequate provision levels on portfolio. If necessary, additional impairments will be made in the statement of financial position. If non-performing or doubtful loan recovery is neither economical nor practical to continue, the loan is written off as irrecoverable.

As at 31.12.2015, the group-based impairment reserve makes up 6,3% of consumer loans and the related interest receivables (31.12.2014: 11,2%; 31.12.2013: 9,4%).

#### **f) Credit cards**

The Bank issues credit cards and Partner credit cards in cooperation with Tallinna Kaubamaja. Similarly with consumer loans, the credit card portfolio uses the credit scoring model to assess the customer's credit behaviour. The scoring is made at the time the application is filed and is one of the criteria for issuing a loan.

Provisions for potential credit losses are made based on the same framework as the consumer loans. The framework is based on PD, LGD and EAD indicators. EAD consists of two components: the amount of the existing receivable and the amount of use of an estimated additional limit. For calculating the latter, the model includes the credit conversion factor (CCF). As of 31 December 2015, the group-based impairment reserve amounted to 3,1% of credit card loans and related receivables (31.12.2014: 3,1%; 31.12.2013: 3,6%).

**g) Leasing**

In autumn 2012, the Bank started to offer leasing products for individuals and legal entities. The creditworthiness of customers is assessed by using scoring models, which mainly consists of characteristics described for consumer loans. Similarly to other homogenous portfolios provisions are made based on the same framework as consumer loans. As of 31 December 2015, the group-based impairment reserve amounted to 0,9% of leasing portfolio (31.12.2014: 0,9%; 31.12.2013: 1,0%).

Also in Lithuania leasing products are offered to individuals as well as legal entities. The creditworthiness of customers is assessed by using scoring models, which mainly consists of characteristics described for consumer loans.

Provision for finance lease is calculated using following methodology: net book value of portfolio minus net present value of portfolio. Net present value is calculated from future cash flows discounted by effective interest rate and adjusted for coefficient of possible losses. In addition to homogenous impairment, some problematic loans are assessed individually based on the market/distressed sale value of the underlying assets.

As of 31 December 2015, the group-based impairment reserve amounted to 3,0% of leasing portfolio (31.12.2014: 4,1%; 31.12.2013: 7,0%).

**h) Hire-purchase**

Group offers hire-purchase service for merchants through its subsidiary LHV Finance in Estonia. The creditworthiness of customers is assessed by using scoring models, which mainly consist of characteristics described for consumer loans. Similarly to other homogenous portfolios provisions are made based on the same framework as consumer loans. As of 31 December 2015, the group-based impairment reserve amounted to 1,4% of hire-purchase portfolio (31.12.2014: 1,6%; 31.12.2013: 1,4%).

The Group offers hire-purchase to private individuals in Lithuania. The creditworthiness of customers is assessed and provisions are made based on the same framework as for Lithuanian consumer loans. As of 31 December 2015, the group-based impairment reserve amounted to 5,3% of hire-purchase portfolio (31.12.2014: 4,1%; 31.12.2013: 7,4%).

**i) Mortgage loans**

In 2013 Group started to offer on a limited basis mortgage loans to customers in the Tallinn and Tartu region only.

The creditworthiness of customers is assessed by using scoring models and maximum loan amount is in line with the regulations set by Central Bank of Estonia. The provisions are made based on the same framework as for consumer loans.

As of 31 December 2015, the group-based impairment reserve amounted to 0,5% of mortgage portfolio (31.12.2014: 0,0%; 31.12.2013: 0,0%).

**3.2.2 Credit quality of loans and advances to customers and off-balance sheet liabilities**

| Loans and advances to customers<br>31.12.2015 | Neither past<br>due nor<br>impaired | Past due,<br>but not<br>impaired | Indivi-<br>dually<br>impaired | Total          | Col-<br>lective<br>impair-<br>ment | Individual<br>impairment | Net            |
|-----------------------------------------------|-------------------------------------|----------------------------------|-------------------------------|----------------|------------------------------------|--------------------------|----------------|
| <b>Loans to legal entities</b>                |                                     |                                  |                               |                |                                    |                          |                |
| Corporate loans                               | 254 238                             | 572                              | 2 330                         | 257 140        | -1 101                             | -456                     | 255 583        |
| Overdraft                                     | 29 380                              | 0                                | 168                           | 29 548         | -114                               | -15                      | 29 419         |
| Hire-purchase                                 | 211                                 | 0                                | 9                             | 220            | -1                                 | -4                       | 215            |
| Leveraged loans                               | 4 733                               | 0                                | 0                             | 4 733          | 0                                  | 0                        | 4 733          |
| Leasing                                       | 29 245                              | 1 859                            | 20                            | 31 124         | -292                               | -5                       | 30 827         |
| Credit card loans                             | 118                                 | 0                                | 0                             | 118            | -5                                 | 0                        | 113            |
| <b>Loans to individuals</b>                   |                                     |                                  |                               |                |                                    |                          |                |
| Consumer loans                                | 14 440                              | 0                                | 3 551                         | 17 991         | -792                               | -301                     | 16 898         |
| Hire-purchase                                 | 40 023                              | 5 368                            | 1 189                         | 46 580         | -1 252                             | -107                     | 45 221         |
| Leveraged loans                               | 2 712                               | 0                                | 0                             | 2 712          | 0                                  | 0                        | 2 712          |
| Leasing                                       | 5 386                               | 156                              | 2                             | 5 544          | -51                                | -2                       | 5 491          |
| Mortgage loans                                | 15 395                              | 0                                | 0                             | 15 395         | -77                                | 0                        | 15 318         |
| Credit card loans                             | 3 451                               | 0                                | 52                            | 3 503          | -77                                | -28                      | 3 398          |
| Overdraft                                     | 69                                  | 0                                | 0                             | 69             | 0                                  | 0                        | 69             |
| <b>Total (Note 14)</b>                        | <b>399 401</b>                      | <b>7 955</b>                     | <b>7 321</b>                  | <b>414 677</b> | <b>-3 762</b>                      | <b>-918</b>              | <b>409 997</b> |

| Loans and advances to customers<br>31.12.2014              | Neither past<br>due nor<br>impaired | Past due,<br>but not<br>impaired | Indi-<br>vidually<br>impaired | Total          | Col-<br>lective<br>impair-<br>ment | Individual<br>impairment | Net            |
|------------------------------------------------------------|-------------------------------------|----------------------------------|-------------------------------|----------------|------------------------------------|--------------------------|----------------|
| <b>Loans to legal entities</b>                             |                                     |                                  |                               |                |                                    |                          |                |
| Corporate loans                                            | 201 921                             | 2 475                            | 3 110                         | 207 506        | -1 185                             | -329                     | 205 992        |
| Overdraft                                                  | 6 871                               | 0                                | 0                             | 6 871          | -27                                | 0                        | 6 844          |
| Hire-purchase                                              | 64                                  | 0                                | 0                             | 64             | -1                                 | 0                        | 63             |
| Leveraged loans                                            | 4 164                               | 0                                | 0                             | 4 164          | 0                                  | 0                        | 4 164          |
| Leasing                                                    | 22 986                              | 1 221                            | 54                            | 24 261         | -28                                | -19                      | 24 214         |
| Credit card loans                                          | 61                                  | 0                                | 0                             | 61             | -2                                 | 0                        | 59             |
| <b>Loans to individuals</b>                                |                                     |                                  |                               |                |                                    |                          |                |
| Consumer loans                                             | 6 666                               | 0                                | 2 804                         | 9 470          | -623                               | -433                     | 8 414          |
| Hire-purchase                                              | 29 407                              | 3 258                            | 1 023                         | 33 688         | -387                               | -282                     | 33 019         |
| Leveraged loans                                            | 5 014                               | 0                                | 18                            | 5 032          | 0                                  | -18                      | 5 014          |
| Leasing                                                    | 4 255                               | 138                              | 0                             | 4 393          | -38                                | 0                        | 4 355          |
| Mortgage loans                                             | 5 980                               | 0                                | 0                             | 5 980          | 0                                  | 0                        | 5 980          |
| Credit card loans                                          | 2 753                               | 0                                | 145                           | 2 898          | -65                                | -24                      | 2 809          |
| Overdraft                                                  | 92                                  | 0                                | 0                             | 92             | 0                                  | 0                        | 92             |
| Other loans                                                | 0                                   | 13                               | 0                             | 13             | 0                                  | 0                        | 13             |
| <b>Total loans and advances to customers<br/>(Note 14)</b> | <b>290 234</b>                      | <b>7 105</b>                     | <b>7 154</b>                  | <b>304 493</b> | <b>-2 355</b>                      | <b>-1 106</b>            | <b>301 032</b> |
| Consumer loans (discontinued operations)<br>(Note 13)      | 7 866                               | 0                                | 8 450                         | 16 316         | -569                               | -934                     | 14 813         |
| <b>Total</b>                                               | <b>298 100</b>                      | <b>7 105</b>                     | <b>15 604</b>                 | <b>320 809</b> | <b>-2 924</b>                      | <b>-2 040</b>            | <b>315 845</b> |

| Loans and advances to customers<br>31.12.2013 | Neither past<br>due nor<br>impaired | Past due,<br>but not<br>impaired | Indi-<br>vidually<br>impaired | Total          | Col-<br>lective<br>impair-<br>ment | Individual<br>impairment | Net            |
|-----------------------------------------------|-------------------------------------|----------------------------------|-------------------------------|----------------|------------------------------------|--------------------------|----------------|
| <b>Loans to legal entities</b>                |                                     |                                  |                               |                |                                    |                          |                |
| Corporate loans                               | 125 067                             | 1 408                            | 2 344                         | 128 819        | -639                               | -231                     | 127 949        |
| Overdraft                                     | 3 918                               | 0                                | 0                             | 3 918          | 0                                  | 0                        | 3 918          |
| Leveraged loans                               | 4 218                               | 0                                | 0                             | 4 218          | 0                                  | 0                        | 4 218          |
| Leasing                                       | 12 394                              | 2 265                            | 32                            | 14 691         | -102                               | -9                       | 14 580         |
| Mortgage loans                                | 43                                  | 0                                | 0                             | 43             | 0                                  | 0                        | 43             |
| Credit card loans                             | 47                                  | 0                                | 0                             | 47             | -2                                 | 0                        | 45             |
| <b>Loans to individuals</b>                   |                                     |                                  |                               |                |                                    |                          |                |
| Consumer loans                                | 13 226                              | 0                                | 10 419                        | 23 645         | -1 582                             | -1 048                   | 21 015         |
| Hire-purchase                                 | 18 091                              | 3 254                            | 509                           | 21 854         | -45                                | -123                     | 21 686         |
| Leveraged loans                               | 5 721                               | 0                                | 18                            | 5 739          | 0                                  | -18                      | 5 721          |
| Leasing                                       | 3 083                               | 196                              | 157                           | 3 436          | -3                                 | -2                       | 3 431          |
| Mortgage loans                                | 1 948                               | 0                                | 0                             | 1 948          | 0                                  | 0                        | 1 948          |
| Credit card loans                             | 2 083                               | 0                                | 168                           | 2 251          | -54                                | -27                      | 2 170          |
| Overdraft                                     | 29                                  | 0                                | 0                             | 29             | 0                                  | 0                        | 29             |
| Other loans                                   | 0                                   | 15                               | 0                             | 15             | 0                                  | 0                        | 15             |
| <b>Total (Note 14)</b>                        | <b>189 868</b>                      | <b>7 138</b>                     | <b>13 647</b>                 | <b>210 653</b> | <b>-2 427</b>                      | <b>-1 458</b>            | <b>206 768</b> |

There are several criteria for the loan to be considered individually impaired. Group's internal default definition is in line with the generally accepted definition of default criteria, such as payment delay more than 90 days on any material credit obligation, distressed restructuring of the credit obligation, specific credit adjustment due to significant perceived decline in credit quality since inception, significant financial difficulties of the obligor or likely bankruptcy process, etc.

As part of risk analysis, the Group is regularly performing stress tests and sensitivity analysis regarding credit risk and its

components (such as PD, LGD). Collective impairment credit assessment of the Group is based on historical loss rate and credit rating. The Group has performed stress test scenarios when PD and LGD estimations will both increase by 10 percent (for example, from 1,0% to 1,1%). The impact of the described stress test to impairments is aggregated in the table below. The table includes loans which have collective impairment (therefore excluding leveraged loans) and which have material balances and potential impact.

| Impact to impairment as at 31.12.2015<br>(in case PD and LGD levels will increase by 10%) | Balance as at<br>31.12.2015 | Impairment with<br>increased<br>PDs and LGDs | Impact to impairment<br>booked |
|-------------------------------------------------------------------------------------------|-----------------------------|----------------------------------------------|--------------------------------|
| <b>Loans to legal entities</b>                                                            |                             |                                              |                                |
| Corporate loans (incl. overdraft)                                                         | 286 688                     | -1 936                                       | -379                           |
| Leasing                                                                                   | 31 124                      | -356                                         | -59                            |
| <b>Loans to individuals</b>                                                               |                             |                                              |                                |
| Consumer loans                                                                            | 17 991                      | -1 308                                       | -215                           |
| Hire-purchase                                                                             | 46 580                      | -1 534                                       | -175                           |
| Mortgage loan                                                                             | 15 395                      | -93                                          | -16                            |
| Leasing                                                                                   | 5 544                       | -64                                          | -11                            |
| Credit card loans                                                                         | 3 503                       | -128                                         | -23                            |
| <b>Total</b>                                                                              | <b>406 825</b>              | <b>-5 419</b>                                | <b>-878</b>                    |

| Impact to impairment as at 31.12.2014<br>(in case PD and LGD levels will increase by 10%) | Balance as at<br>31.12.2014 | Impairment with<br>increased<br>PDs and LGDs | Impact to impairment<br>booked |
|-------------------------------------------------------------------------------------------|-----------------------------|----------------------------------------------|--------------------------------|
| <b>Loans to legal entities</b>                                                            |                             |                                              |                                |
| Corporate loans (incl. overdraft)                                                         | 214 377                     | -1 865                                       | -351                           |
| Leasing                                                                                   | 24 261                      | -57                                          | -10                            |
| <b>Loans to individuals</b>                                                               |                             |                                              |                                |
| Consumer loans                                                                            | 9 470                       | -1 278                                       | -222                           |
| Hire-purchase                                                                             | 33 688                      | -809                                         | -140                           |
| Leasing                                                                                   | 4 393                       | -46                                          | -8                             |
| Credit card loans                                                                         | 2 898                       | -108                                         | -19                            |
| <b>Total</b>                                                                              | <b>289 087</b>              | <b>-4 163</b>                                | <b>-750</b>                    |

| Impact to impairment as at 31.12.2013<br>(in case PD and LGD levels will increase by 10%) | Balance as at<br>31.12.2013 | Impairment with<br>increased<br>PDs and LGDs | Impact to impairment<br>booked |
|-------------------------------------------------------------------------------------------|-----------------------------|----------------------------------------------|--------------------------------|
| <b>Loans to legal entities</b>                                                            |                             |                                              |                                |
| Corporate loans                                                                           | 128 819                     | -993                                         | -123                           |
| Leasing                                                                                   | 14 691                      | -326                                         | -215                           |
| <b>Loans to individuals</b>                                                               |                             |                                              |                                |
| Consumer loans                                                                            | 23 645                      | -2 996                                       | -366                           |
| Hire-purchase                                                                             | 21 854                      | -1 347                                       | -1 179                         |
| Leasing                                                                                   | 3 436                       | -41                                          | -36                            |
| Credit card loans                                                                         | 2 251                       | -97                                          | -16                            |
| <b>Total</b>                                                                              | <b>194 696</b>              | <b>-5 800</b>                                | <b>-1 935</b>                  |

The rating scale used for evaluating the PD of corporate loans consists of a total of 13 credit ratings where 1 stands for the lowest and 13 for the highest credit risk. Ratings 1 and 2 are attributed only on the basis of average ratings of rating agencies Fitch, Moody's and Standard & Poor's, and are subject to the Group's financial analysis as necessary. Thus, ratings 1 and 2 are attributed only to international enterprises, organisations, local governments and countries whose solvency has been confirmed by the rating agencies with their investment grade rating. Also rating classes 3 -13 are partly based on the evaluation of rating agencies, although this category includes mainly Estonian enterprises that do not have an international rating.

Distribution of internal ratings of corporate loans:

- 1 – minimum credit risk. The rating is only assigned on the basis of the ratings of rating agencies. The average of the ratings assigned by rating agencies must be the equivalent of at least AAA (Moody's Aaa).
- 2 – minimum credit risk. The rating is only assigned on the basis of the ratings of rating agencies. The average of the ratings assigned by rating agencies must be the equivalent of at least AA+ (Moody's Aa1).
- 3 – low credit risk. The rating is assigned on the basis of the assessments of rating agencies or LHV. The average rating of rating agencies must be the equivalent of at least AA- (Moody's Aa3).
- 4 – low credit risk. The rating is assigned on the basis of the assessments of rating agencies or LHV. The average rating of rating agencies must be the equivalent of at least A- (Moody's A3).
- 5 – low credit risk. The rating is assigned on the basis of the assessments of rating agencies or LHV. The average rating of rating agencies must be the equivalent of at least BBB+ (Moody's Baa1).
- 6 – low credit risk. The rating is assigned on the basis of the assessments of rating agencies or LHV. The average rating of rating agencies must be the equivalent of at least BBB (Moody's Baa2).
- 7 – average credit risk. The rating is assigned on the basis of the assessments of rating agencies or LHV. The average rating of rating agencies must be the equivalent of at least BBB- (Moody's Baa3).
- 8 – average credit risk. The rating is assigned on the basis of the assessments of rating agencies or LHV. The average rating of rating agencies must be the equivalent of at least BB (Moody's Baa2).
- 9 – heightened credit risk. The rating is assigned on the basis of the assessments of rating agencies or LHV. The average rating of rating agencies must be the equivalent of at least BB- (Moody's Baa3).
- 10 – high credit risk. The rating is assigned on the basis of the assessments of rating agencies or LHV. The average rating of rating agencies must be the equivalent of at least B+ (Moody's B1).
- 11 – high credit risk. The rating is assigned on the basis of the assessments of rating agencies or LHV. The average rating of rating agencies must be the equivalent of at least B- (Moody's B3).
- 12 – non-satisfactory rating. The rating is assigned on the basis of the assessments of rating agencies or LHV. The Credit Analyst deems the company's financial position to be sufficiently weak indicating a very high probability of default. The average rating of rating agencies must be the equivalent of at least C (Moody's Caa3).
- 13 – the obligor is in default.

| <b>Distribution of corporate loans and overdraft by internal ratings 31.12.2015</b> | <b>Neither past due nor impaired</b> | <b>Past due but not impaired</b> | <b>Individually impaired</b> | <b>Total</b>   |
|-------------------------------------------------------------------------------------|--------------------------------------|----------------------------------|------------------------------|----------------|
| 4 low credit risk                                                                   | 1 041                                | 0                                | 0                            | 1 041          |
| 5 low credit risk                                                                   | 3 460                                | 0                                | 0                            | 3 460          |
| 6 low credit risk                                                                   | 44 205                               | 0                                | 0                            | 44 205         |
| 7 medium credit risk                                                                | 83 089                               | 0                                | 0                            | 83 089         |
| 8 medium credit risk                                                                | 58 680                               | 0                                | 0                            | 58 680         |
| 9 heightened credit risk                                                            | 69 775                               | 0                                | 0                            | 69 775         |
| 10 high credit risk                                                                 | 15 736                               | 0                                | 0                            | 15 736         |
| 11 high credit risk                                                                 | 6 825                                | 0                                | 0                            | 6 825          |
| 12 non-satisfactory rating                                                          | 751                                  | 3                                | 0                            | 754            |
| 13 insolvent                                                                        | 56                                   | 569                              | 2 498                        | 3 123          |
| <b>Total</b>                                                                        | <b>283 618</b>                       | <b>572</b>                       | <b>2 498</b>                 | <b>286 688</b> |

**Distribution of corporate loans and  
overdraft by internal ratings  
31.12.2014**

|                            | Neither past due nor<br>impaired | Past due but not<br>impaired | Individually<br>impaired | Total          |
|----------------------------|----------------------------------|------------------------------|--------------------------|----------------|
| 4 low credit risk          | 1 149                            | 0                            | 0                        | 1 149          |
| 5 low credit risk          | 1 029                            | 0                            | 0                        | 1 029          |
| 6 low credit risk          | 32 916                           | 158                          | 0                        | 33 074         |
| 7 medium credit risk       | 48 667                           | 0                            | 0                        | 48 667         |
| 8 medium credit risk       | 57 043                           | 0                            | 0                        | 57 043         |
| 9 heightened credit risk   | 42 297                           | 0                            | 0                        | 42 297         |
| 10 high credit risk        | 18 236                           | 146                          | 0                        | 18 382         |
| 11 high credit risk        | 6 293                            | 0                            | 0                        | 6 293          |
| 12 non-satisfactory rating | 1 127                            | 1 561                        | 2 926                    | 5 614          |
| 13 insolvent               | 35                               | 610                          | 184                      | 829            |
| <b>Total</b>               | <b>208 792</b>                   | <b>2 475</b>                 | <b>3 110</b>             | <b>214 377</b> |

**Distribution of corporate loans and  
overdraft by internal ratings  
31.12.2013**

|                            | Neither past due nor<br>impaired | Past due but not<br>impaired | Individually<br>impaired | Total          |
|----------------------------|----------------------------------|------------------------------|--------------------------|----------------|
| 4 low credit risk          | 1 139                            | 0                            | 0                        | 1 139          |
| 5 low credit risk          | 350                              | 0                            | 0                        | 350            |
| 6 low credit risk          | 8 679                            | 0                            | 0                        | 8 679          |
| 7 medium credit risk       | 35 910                           | 215                          | 0                        | 36 125         |
| 8 medium credit risk       | 41 953                           | 0                            | 0                        | 41 953         |
| 9 heightened credit risk   | 20 463                           | 121                          | 0                        | 20 584         |
| 10 high credit risk        | 15 205                           | 0                            | 0                        | 15 205         |
| 11 high credit risk        | 5 286                            | 0                            | 0                        | 5 286          |
| 12 non-satisfactory rating | 0                                | 871                          | 2 344                    | 3 215          |
| 13 insolvent               | 0                                | 201                          | 0                        | 201            |
| <b>Total</b>               | <b>128 985</b>                   | <b>1 408</b>                 | <b>2 344</b>             | <b>132 737</b> |

The Group considers the loan as non-performing and assesses impairment when the loan payments have not been collected by the due date and/or the expected cash flows from the realization of collateral are not sufficient for covering the carrying amount of the loan principal and interest payments. The Group evaluates these loans individually. In case of individual evaluation, the amount of the impairment loss is the difference between the carrying value of the receivable and expected cash flows discounted at the effective interest rate. In 2015, the Group provisioned corporate loans in the total amount of EUR 424 thousand (2014: EUR 671 thousand; 2013: EUR 858 thousand).

Loan customers with ratings of 10-13 are subject to more frequent monitoring during which the solvency of the borrower is evaluated. In case of a deterioration of payment behaviour, the requirement for individual provisioning is evaluated, considering, among other factors, the collateral of the loan, therefore some loans are not individually impaired. The ratings-based rate of the collective provisioning is applied to those loans.

In addition to loans issued, loan agreements have been concluded and signed for the unused loan commitment amount of 118 696 thousand euros at 31.12.2015 (31.12.2014: 74 086 thousand euros; 31.12.2013: 44 707 thousand euros), see Note 24.

In the following table there are presented unused portions of corporate loans and financial guarantee limits. No provisions have been made for off-balance sheet liabilities because the value of collateral exceeds the value of potential liabilities. In addition to that as at 31.12.2015 the Group has also committed to grant mortgage loans, hire-purchase loans, consumer loans, overdraft loans and credit card loans to individuals in total amount of EUR 27 564 thousand (31.12.2014: EUR 12 994 thousand; 31.12.2013: EUR 12 078 thousand). All uncommissioned loans available to individuals have at least "Good" internal rating as at the end of each reporting period.

**Credit quality of off-balance sheet liabilities (unused loan commitments for corporate loans and financial guarantees)**

|                            | 31.12.2015    | 31.12.2014    | 31.12.2013    |
|----------------------------|---------------|---------------|---------------|
| 4 low credit risk          | 0             | 0             | 2 129         |
| 5 low credit risk          | 722           | 5 055         | 2 950         |
| 6 low credit risk          | 10 896        | 5 344         | 9 581         |
| 7 medium credit risk       | 31 133        | 18 384        | 9 537         |
| 8 medium credit risk       | 47 669        | 27 763        | 5 486         |
| 9 heightened credit risk   | 5 959         | 6 366         | 3 887         |
| 10 high credit risk        | 122           | 1 003         | 10            |
| 12 non-satisfactory rating | 0             | 76            | 580           |
| <b>Total</b>               | <b>96 501</b> | <b>63 991</b> | <b>34 160</b> |

Distribution of internal ratings for other loan products:

- Excellent – leveraged loans secured by debt or equity securities and loans with very low business risk.
- Very good – loans with lower business risks and no past due payments.
- Good – loans with lower business risks and past due payments up to 30 days.
- Satisfactory – loans with average business risk and up to 60 days past due.

- Weak or doubtful – loans carrying higher business risk, past due more than 60 days and portfolio in proceedings by the bailiff.

The following table does not include other loans to individuals in amount of EUR 13 thousand euros that were past due but not impaired as of 31.12.2014 (31.12.2013: EUR 15 thousand).

| As of 31.12.2015                     | Leveraged loans | Credit cards | Leasing       | Consumer loans | Hire-purchase | Over-draft | Mortgage loans | Total          |
|--------------------------------------|-----------------|--------------|---------------|----------------|---------------|------------|----------------|----------------|
| <b>Neither past due nor impaired</b> |                 |              |               |                |               |            |                |                |
| Excellent                            | 7 445           | 0            | 0             | 0              | 0             | 0          | 0              | 7 445          |
| Good and very good                   | 0               | 3 569        | 34 631        | 14 440         | 40 234        | 69         | 15 395         | 108 338        |
| <b>Past due but not impaired</b>     |                 |              |               |                |               |            |                |                |
| Good                                 | 0               | 0            | 1 798         | 0              | 4 181         | 0          | 0              | 5 979          |
| Satisfactory                         | 0               | 0            | 188           | 0              | 1 018         | 0          | 0              | 1 206          |
| Weak or doubtful                     | 0               | 0            | 29            | 0              | 169           | 0          | 0              | 198            |
| <b>Individually impaired</b>         |                 |              |               |                |               |            |                |                |
| Weak or doubtful                     | 0               | 52           | 22            | 3 551          | 1 198         | 0          | 0              | 4 823          |
| <b>Total</b>                         | <b>7 445</b>    | <b>3 621</b> | <b>36 668</b> | <b>17 991</b>  | <b>46 800</b> | <b>69</b>  | <b>15 395</b>  | <b>127 989</b> |

| As of 31.12.2014                     | Leveraged loans | Credit cards | Leasing       | Consumer loans | Hire-purchase | Over-draft | Mortgage loans | Total         | Discontinued operations |
|--------------------------------------|-----------------|--------------|---------------|----------------|---------------|------------|----------------|---------------|-------------------------|
| <b>Neither past due nor impaired</b> |                 |              |               |                |               |            |                |               |                         |
| Excellent                            | 9 178           | 0            | 0             | 0              | 0             | 0          | 0              | 9 178         | 0                       |
| Good and very good                   | 0               | 2 814        | 27 241        | 6 666          | 29 471        | 92         | 5 980          | 72 264        | 7 866                   |
| <b>Past due but not impaired</b>     |                 |              |               |                |               |            |                |               |                         |
| Good                                 | 0               | 0            | 978           | 0              | 2 277         | 0          | 0              | 3 255         | 0                       |
| Satisfactory                         | 0               | 0            | 218           | 0              | 657           | 0          | 0              | 875           | 0                       |
| Weak or doubtful                     | 0               | 0            | 163           | 0              | 324           | 0          | 0              | 487           | 0                       |
| <b>Individually impaired</b>         |                 |              |               |                |               |            |                |               |                         |
| Weak or doubtful                     | 18              | 145          | 54            | 2 804          | 1 023         | 0          | 0              | 4 044         | 8 450                   |
| <b>Total</b>                         | <b>9 196</b>    | <b>2 959</b> | <b>28 654</b> | <b>9 470</b>   | <b>33 752</b> | <b>92</b>  | <b>5 980</b>   | <b>90 103</b> | <b>16 316</b>           |

| As of 31.12.2013                     | Leveraged<br>loans | Credit<br>cards | Leasing       | Hire-<br>purchase | Over-<br>draft | Mortgage<br>loans | Consumer<br>loans | Total         |
|--------------------------------------|--------------------|-----------------|---------------|-------------------|----------------|-------------------|-------------------|---------------|
| <b>Neither past due nor impaired</b> |                    |                 |               |                   |                |                   |                   |               |
| Excellent                            | 9 939              | 0               | 0             | 0                 | 0              | 0                 | 0                 | <b>9 939</b>  |
| Good and very good                   | 0                  | 2 130           | 15 477        | 18 091            | 29             | 1 991             | 13 226            | <b>50 944</b> |
| <b>Past due but not impaired</b>     |                    |                 |               |                   |                |                   |                   |               |
| Good                                 | 0                  | 0               | 2 184         | 2 521             | 0              | 0                 | 0                 | <b>4 705</b>  |
| Satisfactory                         | 0                  | 0               | 236           | 593               | 0              | 0                 | 0                 | <b>829</b>    |
| Weak or doubtful                     | 0                  | 0               | 41            | 140               | 0              | 0                 | 0                 | <b>181</b>    |
| <b>Individually impaired</b>         |                    |                 |               |                   |                |                   |                   |               |
| Weak or doubtful                     | 18                 | 168             | 189           | 509               | 0              | 0                 | 10 419            | <b>11 303</b> |
| <b>Total</b>                         | <b>9 957</b>       | <b>2 298</b>    | <b>18 127</b> | <b>21 854</b>     | <b>29</b>      | <b>1 991</b>      | <b>23 645</b>     | <b>77 901</b> |

In the table below, collateral information of loans and advances to customers are disclosed based on the collateral type and the fair value of collateral held. The under-collateralised amount is presented as "Unsecured loans".

| Loans against collateral<br>as at 31.12.2015                                         | Corporate<br>loans<br>(including<br>overdraft) | Leveraged<br>loans | Credit<br>cards,<br>consumer<br>loans | Leasing       | Hire-<br>purchase | Mortgage loans<br>and overdraft to<br>private<br>individuals | Total             |
|--------------------------------------------------------------------------------------|------------------------------------------------|--------------------|---------------------------------------|---------------|-------------------|--------------------------------------------------------------|-------------------|
| Listed securities                                                                    | 0                                              | 7 445              | 0                                     | 0             | 0                 | 0                                                            | 7 445             |
| Unlisted equity securities                                                           | 55 984                                         | 0                  | 0                                     | 0             | 0                 | 0                                                            | 55 984            |
| Mortgages, real estate<br>Guarantee of KredEx and<br>Rural Development<br>Foundation | 165 548<br>12 271                              | 0<br>0             | 0<br>0                                | 0<br>0        | 0<br>0            | 15 464<br>0                                                  | 181 012<br>12 271 |
| Pledges of rights of claim                                                           | 5 746                                          | 0                  | 0                                     | 0             | 0                 | 0                                                            | 5 746             |
| Deposits                                                                             | 4 534                                          | 0                  | 0                                     | 0             | 0                 | 0                                                            | 4 534             |
| Leased assets                                                                        | 0                                              | 0                  | 0                                     | 36 668        | 46 800            | 0                                                            | 83 468            |
| Others                                                                               | 8 362                                          | 0                  | 0                                     | 0             | 0                 | 0                                                            | 8 362             |
| Unsecured loans                                                                      | 34 243                                         | 0                  | 21 612                                | 0             | 0                 | 0                                                            | 55 855            |
| <b>Total</b>                                                                         | <b>286 688</b>                                 | <b>7 445</b>       | <b>21 612</b>                         | <b>36 668</b> | <b>46 800</b>     | <b>15 464</b>                                                | <b>414 677</b>    |

| Loans against collateral<br>as at 31.12.2014                                         | Corporate<br>loans<br>(including<br>overdraft) | Leveraged<br>loans | Credit<br>cards,<br>consumer<br>loans | Leasing       | Hire-<br>purchase | Mortgage loans<br>and overdraft to<br>private<br>individuals | Total             |
|--------------------------------------------------------------------------------------|------------------------------------------------|--------------------|---------------------------------------|---------------|-------------------|--------------------------------------------------------------|-------------------|
| Listed securities                                                                    | 0                                              | 9 196              | 0                                     | 0             | 0                 | 0                                                            | 9 196             |
| Unlisted equity securities                                                           | 29 179                                         | 0                  | 0                                     | 0             | 0                 | 0                                                            | 29 179            |
| Mortgages, real estate<br>Guarantee of KredEx and<br>Rural Development<br>Foundation | 115 412<br>13 839                              | 0<br>0             | 0<br>0                                | 0<br>0        | 0<br>0            | 6 085<br>0                                                   | 121 497<br>13 839 |
| Pledges of rights of claim                                                           | 26 712                                         | 0                  | 0                                     | 0             | 0                 | 0                                                            | 26 712            |
| Deposits                                                                             | 3 338                                          | 0                  | 0                                     | 0             | 0                 | 0                                                            | 3 338             |
| Leased assets                                                                        | 0                                              | 0                  | 0                                     | 28 654        | 33 752            | 0                                                            | 62 406            |
| Others                                                                               | 8 825                                          | 0                  | 0                                     | 0             | 0                 | 0                                                            | 8 825             |
| Unsecured loans                                                                      | 17 072                                         | 0                  | 12 429                                | 0             | 0                 | 0                                                            | 29 501            |
| <b>Total</b>                                                                         | <b>214 377</b>                                 | <b>9 196</b>       | <b>12 429</b>                         | <b>28 654</b> | <b>33 752</b>     | <b>6 085</b>                                                 | <b>304 493</b>    |

| Loans against collateral as at 31.12.2013            | Corporate loans (including overdraft) | Leveraged loans | Credit cards, consumer loans | Leasing       | Hire-purchase | Mortgage loans and overdraft to private individuals | Total          |
|------------------------------------------------------|---------------------------------------|-----------------|------------------------------|---------------|---------------|-----------------------------------------------------|----------------|
| Listed securities                                    | 0                                     | 9 939           | 0                            | 0             | 0             | 0                                                   | 9 939          |
| Unlisted equity securities                           | 8 997                                 | 0               | 0                            | 0             | 0             | 0                                                   | 8 997          |
| Mortgages, real estate                               | 79 533                                | 0               | 0                            | 0             | 0             | 2 035                                               | 81 568         |
| Guarantee of KredEx and Rural Development Foundation | 8 882                                 | 0               | 0                            | 0             | 0             | 0                                                   | 8 882          |
| Pledges of rights of claim                           | 7 283                                 | 0               | 0                            | 0             | 0             | 0                                                   | 7 283          |
| Deposits                                             | 4 104                                 | 0               | 0                            | 0             | 0             | 0                                                   | 4 104          |
| Leased assets                                        | 0                                     | 0               | 0                            | 18 127        | 21 854        | 0                                                   | 39 981         |
| Others                                               | 6 406                                 | 0               | 0                            | 0             | 0             | 0                                                   | 6 406          |
| Unsecured loans                                      | 17 532                                | 18              | 25 943                       | 0             | 0             | 0                                                   | 43 493         |
| <b>Total</b>                                         | <b>132 737</b>                        | <b>9 957</b>    | <b>25 943</b>                | <b>18 127</b> | <b>21 854</b> | <b>2 035</b>                                        | <b>210 653</b> |

Unsecured loans in the years of 2015 and 2014 include credit card loans and Lithuanian consumer loans and in 2013 also Finnish consumer loans. The latter were excluded from the table in 2014 as discontinued operations, but they were unsecured in 2014 as well. Unsecured corporate loans were issued to the government sector.

Collaterals for leveraged loans are monitored on daily basis and, if collateral value is falling, immediate measures are taken to avoid credit losses. As of 31 December 2015, all leveraged loans and repurchase loans are over-collateralized (2014: under-collateralized leveraged loan EUR 18 thousand; 2013: under-collateralized leveraged loan EUR 18 thousand). Consumer loans and credit card loans are issued without collateral and risk mitigation is done by regular monitoring of clients payment behaviour. Leasing, hire-purchase, mortgage loans and overdraft

to private individuals are all over-collateralized. The Group monitors customers in arrears of leasing, hire-purchase, mortgage loans and overdraft to private individuals on regular basis.

In relation to under-collateralized corporate loans, it should be taken into consideration, that the Group has assessed the market value of certain collaterals conservatively (personal sureties, commercial pledges). Under-collateralized loans are mainly considered to bear higher risk, for which the Group carries out monthly monitoring in credit committee, in order to mitigate potential credit losses. Under-collateralized loans include contracts more than 90 days overdue totalling EUR 2 211 thousand (2014: EUR 602 thousand) euros with a collateral value of 1 926 thousand (2014: EUR 543 thousand) euros.

| Corporate loans and corporate credit lines | Over-collateralized loans |                          | Under-collateralized loans |                          |
|--------------------------------------------|---------------------------|--------------------------|----------------------------|--------------------------|
|                                            | Carrying value            | Fair value of collateral | Carrying value             | Fair value of collateral |
| As at 31.12.2015                           | 223 903                   | 766 558                  | 62 785                     | 28 542                   |
| As at 31.12.2014                           | 164 587                   | 311 982                  | 49 790                     | 31 543                   |
| As at 31.12.2013                           | 99 887                    | 212 692                  | 34 169                     | 16 636                   |

**Structure of past due but not impaired loans according to past due time** (loans which have overdue interest or principal payments as at the balance sheet date, are divided in past due categories according to the past due time from the earliest outstanding payment):

| As at 31.12.2015     | Corporate loans (incl. overdraft) | Leveraged loans | Credit cards | Leasing      | Hire-purchase | Consumer loans | Total        |
|----------------------|-----------------------------------|-----------------|--------------|--------------|---------------|----------------|--------------|
| Past due receivables |                                   |                 |              |              |               |                |              |
| 1-30 days            | 3                                 | 0               | 0            | 1 798        | 4 181         | 0              | 5 982        |
| 31-60 days           | 49                                | 0               | 0            | 188          | 1 018         | 0              | 1 255        |
| 61-90 days           | 7                                 | 0               | 0            | 1            | 169           | 0              | 177          |
| 91-180 days          | 170                               | 0               | 0            | 28           | 0             | 0              | 198          |
| 181-360 days         | 343                               | 0               | 0            | 0            | 0             | 0              | 343          |
| more than 360 days   | 0                                 | 0               | 0            | 0            | 0             | 0              | 0            |
| <b>Total</b>         | <b>572</b>                        | <b>0</b>        | <b>0</b>     | <b>2 015</b> | <b>5 368</b>  | <b>0</b>       | <b>7 955</b> |

| As at 31.12.2014     | Corporate<br>loans (incl.<br>overdraft) | Leveraged<br>loans | Credit<br>cards | Leasing      | Hire-<br>purchase | Consumer<br>loans | Total        |
|----------------------|-----------------------------------------|--------------------|-----------------|--------------|-------------------|-------------------|--------------|
| Past due receivables |                                         |                    |                 |              |                   |                   |              |
| 1-30 days            | 412                                     | 0                  | 0               | 978          | 2 277             | 0                 | 3 667        |
| 31-60 days           | 55                                      | 0                  | 0               | 218          | 657               | 0                 | 930          |
| 61-90 days           | 2 008                                   | 0                  | 0               | 163          | 324               | 0                 | 2 495        |
| 91-180 days          | 0                                       | 0                  | 0               | 0            | 0                 | 0                 | 0            |
| 181-360 days         | 0                                       | 0                  | 0               | 0            | 0                 | 0                 | 0            |
| more than 360 days   | 0                                       | 0                  | 0               | 0            | 0                 | 0                 | 0            |
| <b>Total</b>         | <b>2 475</b>                            | <b>0</b>           | <b>0</b>        | <b>1 359</b> | <b>3 258</b>      | <b>0</b>          | <b>7 092</b> |

| As at 31.12.2013     | Corporate<br>loans (incl.<br>overdraft) | Leveraged<br>loans | Credit<br>cards | Leasing      | Hire-<br>purchase | Consumer<br>loans | Total        |
|----------------------|-----------------------------------------|--------------------|-----------------|--------------|-------------------|-------------------|--------------|
| Past due receivables |                                         |                    |                 |              |                   |                   |              |
| 1-30 days            | 639                                     | 0                  | 0               | 2 184        | 2 520             | 0                 | 5 343        |
| 31-60 days           | 0                                       | 0                  | 0               | 236          | 593               | 0                 | 829          |
| 61-90 days           | 769                                     | 0                  | 0               | 41           | 141               | 0                 | 951          |
| 91-180 days          | 0                                       | 0                  | 0               | 0            | 0                 | 0                 | 0            |
| 181-360 days         | 0                                       | 0                  | 0               | 0            | 0                 | 0                 | 0            |
| more than 360 days   | 0                                       | 0                  | 0               | 0            | 0                 | 0                 | 0            |
| <b>Total</b>         | <b>1 408</b>                            | <b>0</b>           | <b>0</b>        | <b>2 461</b> | <b>3 254</b>      | <b>0</b>          | <b>7 123</b> |

**Structure of individually impaired loans according to past due time** (loans which have overdue interest or principal payments as at the balance sheet date, are divided in past due categories according to the past due time from the earliest outstanding payment):

| As at 31.12.2015     | Corporate<br>loans (incl.<br>overdraft) | Leveraged<br>loans | Credit<br>cards | Leasing   | Hire-<br>purchase | Consumer<br>loans | Total        |
|----------------------|-----------------------------------------|--------------------|-----------------|-----------|-------------------|-------------------|--------------|
| No past due payments | 0                                       | 0                  | 0               | 0         | 55                | 73                | 128          |
| Past due receivables |                                         |                    |                 |           |                   |                   |              |
| 1-30 days            | 0                                       | 0                  | 0               | 7         | 78                | 1 766             | 1 851        |
| 31-60 days           | 0                                       | 0                  | 0               | 0         | 109               | 580               | 689          |
| 61-90 days           | 353                                     | 0                  | 1               | 11        | 113               | 235               | 713          |
| 91-180 days          | 0                                       | 0                  | 13              | 0         | 290               | 314               | 617          |
| 181-360 days         | 2 038                                   | 0                  | 18              | 4         | 452               | 446               | 2 958        |
| more than 360 days   | 107                                     | 0                  | 20              | 0         | 101               | 137               | 365          |
| <b>Total</b>         | <b>2 498</b>                            | <b>0</b>           | <b>52</b>       | <b>22</b> | <b>1 198</b>      | <b>3 551</b>      | <b>7 321</b> |

| As at 31.12.2014     | Corporate<br>loans (incl.<br>overdraft) | Leveraged<br>loans | Credit<br>cards | Leasing   | Hire-<br>purchase | Consumer<br>loans | Total        | Discontinued<br>operations |
|----------------------|-----------------------------------------|--------------------|-----------------|-----------|-------------------|-------------------|--------------|----------------------------|
| No past due payments | 2 432                                   | 0                  | 0               | 0         | 0                 | 0                 | 2 432        | 0                          |
| Past due receivables |                                         |                    |                 |           |                   |                   |              |                            |
| 1-30 days            | 0                                       | 0                  | 75              | 0         | 0                 | 1 021             | 1 096        | 3 810                      |
| 31-60 days           | 0                                       | 0                  | 15              | 0         | 0                 | 322               | 337          | 1 518                      |
| 61-90 days           | 0                                       | 0                  | 6               | 0         | 41                | 213               | 260          | 594                        |
| 91-180 days          | 570                                     | 0                  | 13              | 19        | 175               | 362               | 1 139        | 1 220                      |
| 181-360 days         | 108                                     | 0                  | 18              | 2         | 431               | 400               | 959          | 1 308                      |
| more than 360 days   | 0                                       | 18                 | 18              | 33        | 376               | 486               | 931          | 0                          |
| <b>Total</b>         | <b>3 110</b>                            | <b>18</b>          | <b>145</b>      | <b>54</b> | <b>1 023</b>      | <b>2 804</b>      | <b>7 154</b> | <b>8 450</b>               |

| As at 31.12.2013     | Corporate loans | Leveraged loans | Credit cards | Leasing    | Hire-purchase | Consumer loans | Total         |
|----------------------|-----------------|-----------------|--------------|------------|---------------|----------------|---------------|
| No past due payments | 2 344           | 0               | 0            | 0          | 0             | 0              | 2 344         |
| Past due receivables |                 |                 |              |            |               |                |               |
| 1-30 days            | 0               | 0               | 81           | 0          | 0             | 4 683          | 4 764         |
| 31-60 days           | 0               | 0               | 18           | 0          | 0             | 1 941          | 1 959         |
| 61-90 days           | 0               | 0               | 8            | 0          | 0             | 646            | 654           |
| 91-180 days          | 0               | 0               | 61           | 44         | 162           | 1 381          | 1 648         |
| 181-360 days         | 0               | 0               | 0            | 96         | 184           | 1 396          | 1 676         |
| more than 360 days   | 0               | 18              | 0            | 49         | 163           | 372            | 602           |
| <b>Total</b>         | <b>2 344</b>    | <b>18</b>       | <b>168</b>   | <b>189</b> | <b>509</b>    | <b>10 419</b>  | <b>13 647</b> |

| Credit quality of other receivables       | 31.12.2015   | 31.12.2014   | 31.12.2013   |
|-------------------------------------------|--------------|--------------|--------------|
| Receivables neither past due nor impaired | 1 735        | 1 365        | 1 405        |
| Receivables past due but not impaired     | 291          | 201          | 102          |
| incl. receivables from individuals        | 252          | 34           | 17           |
| incl. receivables from legal entities     | 39           | 167          | 85           |
| <b>Total (Note 15)</b>                    | <b>2 026</b> | <b>1 566</b> | <b>1 507</b> |

As of 29 February 2016, other receivables of EUR 15 thousand euros are uncollected and in previous years, the Group has not written off any receivables. Other financial assets (see Note 16) in amount EUR 940 thousand (31.12.2014: EUR 783 and 31.12.2013: EUR 650 thousand) are guarantee deposits on the

Baltic stock exchanges held to guarantee securities trading activity on the stock exchanges of Tallinn, Riga and Vilnius and the deposits of VISA and MasterCard to guarantee credit card transactions. The Group considers the counterparties credit risk as very low.

### 3.3 Market risk

Market risk arises from the Group's trading and investment activities in the financial markets from interest rate products, foreign exchange and stock markets as well as lending activities and collecting financial resources. Market risk is a potential loss which may arise from unfavourable changes in foreign exchange rates, prices of securities or interest rates. Internal judgement is used to assess potential losses. In order to mitigate market risk, conservative limits have been established for the trading portfolio and open foreign currency exposures.

LHV Varahaldus invests most of its available resources into his own managed pension funds. The management of LHV Varahaldus is responsible for monitoring of the market risk.

and Treasury and the limits are set internally by Risk and Capital Committee. The limits set by the Committee are maximum nominal limits in euro equivalent with a respect to the Group's net own funds. Limits imposed on individual currencies are in line with the boundaries proposed by the Bank of Estonia. If the open currency position exceeds the limits set by the Committee, measures are immediately implemented to close or reduce such positions (hedging the risk with relevant instruments, such as foreign currency forwards or futures).

A sensitivity analysis has been performed for the effect of possible reasonable changes attributable to open currency positions on statement of profit or loss, with the assumption of other conditions remaining constant.

#### 3.3.1 Foreign currency risk

Foreign currency risk may arise from acquisition of securities mostly denominated in foreign currencies or foreign currency receivables and liabilities. The Treasury of the Bank is responsible for daily monitoring of open foreign currency positions. The Group's foreign currency risk management is based on risk policies, limits and internal procedures. The internal limits for open foreign currency positions are proposed by Risk Control unit

| Impact on statement of profit or loss<br>(in thousands of euros) | 2015 | 2014 | 2013 |
|------------------------------------------------------------------|------|------|------|
| USD exchange rate +/- 10%                                        | +/-4 | +/-0 | +/-4 |
| SEK exchange rate +/- 10%                                        | +/-1 | +/-0 | +/-1 |
| GBP exchange rate +/- 10%                                        | +/-1 | +/-0 | +/-0 |
| CHF exchange rate +/- 10%                                        | +/-1 | +/-0 | +/-0 |

### Open currency exposures

The following tables present the risks arising from open currency exposures. Assets and liabilities denominated in foreign currencies have been presented in euro equivalent in respective columns, according to the exchange rate prevailing at the balance sheet date. Derivatives reported at fair value in the statement of financial position have been included at contractual amounts under off-balance sheet assets and liabilities. Open currency exposure and the volume of financial assets and liabilities of the

Group at the balance sheet date do not significantly differ from the average exposure during the year. The balances of total assets and total liabilities bearing currency risk do not include currency futures at their fair value, but they are shown here at their full contractual cash flow amounts as off-balance sheet assets and liabilities; also, the table does not include the assets (tangible and intangible assets) and liabilities (provisions) not bearing currency risk and equity.

| 31.12.2015                                                      | EUR            | CHF          | GBP          | SEK        | USD           | Other        | Total          |
|-----------------------------------------------------------------|----------------|--------------|--------------|------------|---------------|--------------|----------------|
| <b>Assets bearing currency risk</b>                             |                |              |              |            |               |              |                |
| Due from banks and investment companies (Note 10)               | 218 849        | 1 638        | 1 101        | 587        | 7 338         | 988          | 230 501        |
| Financial assets at fair value (Note 11, 12)                    | 71 894         | 0            | 0            | 1          | 38 213        | 8            | 110 116        |
| Loans and advances to customers (Note 14)                       | 408 804        | 0            | 0            | 79         | 1 070         | 44           | 409 997        |
| Receivables from customers (Note 15)                            | 1 945          | 0            | 0            | 0          | 81            | 0            | 2 026          |
| Other financial assets (Note 16)                                | 233            | 0            | 0            | 0          | 707           | 0            | 940            |
| <b>Total assets bearing currency risk</b>                       | <b>701 725</b> | <b>1 638</b> | <b>1 101</b> | <b>667</b> | <b>47 409</b> | <b>1 040</b> | <b>753 580</b> |
| <b>Liabilities bearing currency risk</b>                        |                |              |              |            |               |              |                |
| Deposits from customers and loans received (Note 18)            | 579 117        | 1 605        | 2 549        | 353        | 48 279        | 857          | 632 760        |
| Financial liabilities at fair value (Note 12)                   | 89             | 0            | 0            | 0          | 0             | 0            | 89             |
| Accounts payable and other financial liabilities (Note 19)      | 4 015          | 45           | 2 902        | 308        | 9 219         | 799          | 17 288         |
| Subordinated debt (Note 21)                                     | 30 900         | 0            | 0            | 0          | 0             | 0            | 30 900         |
| <b>Total liabilities bearing currency risk</b>                  | <b>614 121</b> | <b>1 650</b> | <b>5 451</b> | <b>661</b> | <b>57 498</b> | <b>1 656</b> | <b>681 037</b> |
| Open gross position derivative assets at contractual value      | 0              | 0            | 4 360        | 0          | 10 127        | 0            | 14 487         |
| Open gross position derivative liabilities at contractual value | 14 487         | 0            | 0            | 0          | 0             | 0            | 14 487         |
| <b>Open foreign currency position</b>                           | <b>73 117</b>  | <b>-12</b>   | <b>10</b>    | <b>6</b>   | <b>38</b>     | <b>-616</b>  | <b>72 543</b>  |

| 31.12.2014                                                      | EUR            | LTL           | GBP        | SEK        | USD           | Other       | Total          |
|-----------------------------------------------------------------|----------------|---------------|------------|------------|---------------|-------------|----------------|
| <b>Assets bearing currency risk</b>                             |                |               |            |            |               |             |                |
| Due from banks and investment companies (Note 10)               | 79 917         | 826           | 576        | 538        | 1 507         | 765         | 84 129         |
| Financial assets at fair value (Note 11, 12)                    | 102 888        | 2 970         | 0          | 2          | 43 664        | 1           | 149 525        |
| Loans and advances to customers (Note 14)                       | 271 057        | 29 019        | 6          | 19         | 915           | 16          | 301 032        |
| Receivables from customers (Note 15)                            | 1 390          | 174           | 0          | 0          | 2             | 0           | 1 566          |
| Other financial assets (Note 16)                                | 149            | 0             | 0          | 0          | 634           | 0           | 783            |
| <b>Total assets bearing currency risk</b>                       | <b>455 401</b> | <b>32 989</b> | <b>582</b> | <b>559</b> | <b>46 722</b> | <b>782</b>  | <b>537 035</b> |
| <b>Liabilities bearing currency risk</b>                        |                |               |            |            |               |             |                |
| Deposits from customers and loans received (Note 18)            | 416 865        | 808           | 275        | 521        | 55 866        | 678         | 475 013        |
| Financial liabilities at fair value (Note 12)                   | 302            | 0             | 0          | 0          | 0             | 0           | 302            |
| Accounts payable and other financial liabilities (Note 19)      | 785            | 2 025         | 305        | 35         | 133           | 314         | 3 597          |
| Subordinated debt (Note 21)                                     | 16 650         | 0             | 0          | 0          | 0             | 0           | 16 650         |
| <b>Total liabilities bearing currency risk</b>                  | <b>434 602</b> | <b>2 833</b>  | <b>580</b> | <b>556</b> | <b>55 999</b> | <b>992</b>  | <b>495 562</b> |
| Open gross position derivative assets at contractual value      | 33 608         | 0             | 0          | 0          | 9 275         | 0           | 42 883         |
| Open gross position derivative liabilities at contractual value | 9 275          | 33 608        | 0          | 0          | 0             | 0           | 42 883         |
| <b>Open foreign currency position</b>                           | <b>45 132</b>  | <b>-3 452</b> | <b>2</b>   | <b>3</b>   | <b>-2</b>     | <b>-210</b> | <b>41 473</b>  |

| 31.12.2013                                                      | EUR            | LTL           | LVL         | SEK        | USD          | Other        | Total          |
|-----------------------------------------------------------------|----------------|---------------|-------------|------------|--------------|--------------|----------------|
| <b>Assets bearing currency risk</b>                             |                |               |             |            |              |              |                |
| Due from banks and investment companies (Note 10)               | 140 416        | 1 703         | 410         | 313        | 7 784        | 1 683        | <b>152 309</b> |
| Financial assets at fair value (Note 11, 12)                    | 48 280         | 4             | 0           | 1          | 319          | 1            | <b>48 605</b>  |
| Loans and advances to customers (Note 14)                       | 179 493        | 26 224        | 295         | 15         | 708          | 33           | <b>206 768</b> |
| Receivables from customers (Note 15)                            | 1 293          | 213           | 0           | 0          | 1            | 0            | <b>1 507</b>   |
| Other financial assets (Note 16)                                | 92             | 0             | 0           | 0          | 558          | 0            | <b>650</b>     |
| <b>Total assets bearing currency risk</b>                       | <b>369 574</b> | <b>28 144</b> | <b>705</b>  | <b>329</b> | <b>9 370</b> | <b>1 717</b> | <b>409 839</b> |
| <b>Liabilities bearing currency risk</b>                        |                |               |             |            |              |              |                |
| Deposits from customers and loans received (Note 18)            | 343 573        | 685           | 841         | 332        | 9 333        | 1 617        | <b>356 381</b> |
| Financial liabilities at fair value (Note 12)                   | 433            | 0             | 0           | 0          | 0            | 0            | <b>433</b>     |
| Accounts payable and other financial liabilities (Note 19)      | 1 934          | 3 302         | 9           | 10         | 73           | 34           | <b>5 362</b>   |
| Subordinated debt (Note 21)                                     | 19 635         | 0             | 0           | 0          | 0            | 0            | <b>19 635</b>  |
| <b>Total liabilities bearing currency risk</b>                  | <b>365 575</b> | <b>3 987</b>  | <b>850</b>  | <b>342</b> | <b>9 406</b> | <b>1 651</b> | <b>381 811</b> |
| Open gross position derivative assets at contractual value      | 25 003         | 0             | 0           | 0          | 0            | 0            | <b>25 003</b>  |
| Open gross position derivative liabilities at contractual value | 0              | 25 003        | 0           | 0          | 0            | 0            | <b>25 003</b>  |
| <b>Open foreign currency position</b>                           | <b>29 002</b>  | <b>-846</b>   | <b>-145</b> | <b>-13</b> | <b>-36</b>   | <b>66</b>    | <b>28 028</b>  |

### 3.3.2 Price risk

Financial instruments bearing price risk at Group are securities held in the trading portfolio and investment portfolio (Note 11, 12). At the Group, limits are set for the size of the trading portfolio and acceptable credit quality ratings are specified for debt securities in the investment portfolio. The risk management unit monitors the compliance with limits.

Pursuant to the Investment Funds Act, the mandatory shares of Varahaldus as the management company is 1% of the number of units in each of the mandatory pension fund managed by it. Based on historical performance and volatility of the pension fund unit NAV changes, the price changes should remain +/- 10% in the next 12 month period with the most likely change +/-5% and the impact to statement of profit or loss is presented in the next table.

Varahaldus invests the remaining available assets in euros, to ensure liquidity and to not bear investment risk.

Bank does not hold significant amounts of equity securities in its position (see Note 12), due to which the sensitivity to change in the market value of these positions is marginal.

Bank's debt securities portfolio recognised at the market price is short-term and of high quality, therefore, the effect of the changes in market risk premiums on the market value of the debt security portfolio should remain at around 1,0% (2014: 0,9%; 2013: 0,7%).

Sensitivity analysis of the impact to net result from the risk exposures of the Group's largest entity AS LHV Pank against reasonable possible change (in thousands euros):

| Impact on statement of profit or loss              | 2015        | 2014        | 2013        |
|----------------------------------------------------|-------------|-------------|-------------|
| Equity securities +/-10%                           | +/-2        | +/-2        | +/-2        |
| Mandatory pension fund units +/-5%                 | +/-317      | +/-279      | +/-211      |
| Debt securities (FVTPL) +/-1,0% (+/-0,9%; +/-0,7%) | +/-995      | +/-1 235    | +/-204      |
| <b>Impact on other comprehensive income</b>        | <b>2015</b> | <b>2014</b> | <b>2013</b> |
| Debt securities (AFS) +/-1,0% (+/-0,9%; +/-0,7%)   | +/-35       | +/-38       | +/-83       |

### 3.3.3 Interest rate risk

Interest rate risk reflects the mismatch in the statement of financial position items and the off-balance sheet items when interest rate repricing periods, volumes or the underlying interest rate of assets, liabilities and derivatives do not correspond exactly. Group's interest rate risk management is based on risk policies, limits and internal procedures resulting in identification of all significant sources of interest rate risk and balanced risk taking. Interest rate risk is measured through various scenario analyses by calculating several net interest income scenarios and comparing the difference between these scenarios. The basic measures of interest rate risk uses two scenarios – an increase and a decrease of interest rates to measure the effect on the Group's net interest income for a 12 month period. Internal limits for interest rate risk management are set by AS LHV Pank's Risk and Capital Committee and the operational risk management is the Treasury's responsibility.

The goal of monitoring, measuring and managing interest rate risk is to evaluate the profitability of the Group's interest-bearing products, to forecast interest income and to set limits for risk

management in order to prevent significant reduction of income through limitation of risks in two aspects:

- cash flow interest rate risk whereby in case of a 1% change in market interest rates, a change in annual net interest income is limited as compared to the estimated actual;
- income based on the term structure of instruments currently in the statement of financial position;
- fair value interest rate risk whereby in case of a 1% change in market interest rates, a change in the Group's economic value is limited (fair value of assets and liabilities is determined by discounting the future cash flows at the market rate of interest).

The balance sheet and margins on assets and deposits are assumed to be constant over time. The deposits interest rates did not change in 2015 remaining at the level of up to 1,0% (up to 1,0% in 2014 and in 2013).

The interest rates for leveraged loans granted are changed at most once a month according to fluctuations in market interest rates. In 2015, the interest rate on loans received for specific purposes was 1,4% (2014: 1,4% 2013: 1,5%). The effective interest rate of subordinated debts entered into in 2012 was 7,25% in 2014 (2013: 7,27%) and the effective interest rate of subordinated debts entered into in 2014 was 7,44% and the effective interest rate of subordinated debts entered into in 2015 was 6,5%. The information about subordinated debt contractual interest rates is provided in Note 21.

As at 31.12.2015, stress tests were performed to the biggest interest sensitive subsidiary of the group: AS LHV Pank. An increase of 1 percentage point in interest rates would affect the

Bank's annual net interest income and profit by EUR +4 003 thousand (2014: EUR +2 114 thousand; 2013: EUR +1 841 thousand). In the same time, a decrease of 1 percentage point in interest rates would affect the Bank's annual net interest income (profit) by EUR -2 361 thousand (2014: EUR -1 766 thousand; 2013: EUR -860 thousand). A 1 percentage point increase in market interest rates would raise the Bank's economic value, i.e. equity, by EUR +463 thousand (2014: EUR +3 318 thousand; 2013: EUR +3 117 thousand). A 1 percentage point decrease in market interest rates would decrease the Bank's economic value (equity) by EUR -655 thousand (2014: EUR -1 452 thousand; 2013: EUR -644 thousand). Effect on the Bank's economic value is positive due to the fact that the Bank has majorly invested in current assets and because of the prolonged nature of demand deposits, hence the average duration of interest-earning assets is shorter than the average duration of interest-bearing liabilities.

The table below shows the structure of the interest-earning assets and interest-bearing liabilities of the Group according to the recalculation dates of interest rates at the principal amounts of receivables and liabilities. Leveraged loans are treated as a one-month product maturing at the next interest fixing date.

Demand deposits are divided as follows: liquidity accounts with the duration of 3-12 months and other demand deposits with the duration of 2 years based on their behavioural nature. The interest rate of demand deposits is not sensitive to market rate fluctuations. The prices of derivative contracts on the market are the bases for the assumption that the interest rates of the time deposits will not change drastically during the next 2 years, which would cause a significant amount of the demand deposits to transfer to term deposits.

| 31.12.2015                                                     | Up to<br>3 months | 3-12<br>months | 1-5<br>years    | Over<br>5 years | Subtotal       | Accrued<br>interest | Impair-<br>ments | Total          |
|----------------------------------------------------------------|-------------------|----------------|-----------------|-----------------|----------------|---------------------|------------------|----------------|
| <b>Interest-earning assets</b>                                 |                   |                |                 |                 |                |                     |                  |                |
| Due from banks and investment companies (Note 10)              | 230 501           | 0              | 0               | 0               | 230 501        | 0                   | 0                | 230 501        |
| Financial assets at fair value (debt securities) (Note 11, 12) | 27 023            | 60 281         | 11 246          | 2 792           | 101 342        | 2 073               | 0                | 103 415        |
| Loans and advances to customers (Note 14)                      | 191 923           | 171 828        | 45 810          | 3 412           | 412 973        | 1 704               | -4 680           | 409 997        |
| <b>Total</b>                                                   | <b>449 447</b>    | <b>232 109</b> | <b>57 056</b>   | <b>6 204</b>    | <b>744 816</b> | <b>3 777</b>        | <b>-4 680</b>    | <b>743 913</b> |
| <b>Interest-bearing liabilities</b>                            |                   |                |                 |                 |                |                     |                  |                |
| Deposits from customers and loans received (Note 18)           | 54 032            | 208 943        | 367 190         | 1 824           | 631 989        | 780                 | 0                | 632 769        |
| Subordinated debt * (Note 21)                                  | 0                 | 0              | 0               | 30 900          | 30 900         | 205                 | 0                | 31 105         |
| <b>Total</b>                                                   | <b>54 032</b>     | <b>208 943</b> | <b>367 190</b>  | <b>32 724</b>   | <b>662 889</b> | <b>985</b>          | <b>0</b>         | <b>663 874</b> |
| <b>Net interest sensitivity gap</b>                            | <b>395 414</b>    | <b>23 167</b>  | <b>-310 134</b> | <b>-26 520</b>  | <b>81 927</b>  |                     |                  |                |

| 31.12.2014                                                     | Up to<br>3 months | 3-12<br>months | 1-5<br>years    | Over<br>5 years | Subtotal       | Accrued<br>interest | Impair-<br>ments | Total          |
|----------------------------------------------------------------|-------------------|----------------|-----------------|-----------------|----------------|---------------------|------------------|----------------|
| <b>Interest-earning assets</b>                                 |                   |                |                 |                 |                |                     |                  |                |
| Due from banks and investment companies (Note 10)              | 84 129            | 0              | 0               | 0               | 84 129         | 0                   | 0                | 84 129         |
| Financial assets at fair value (debt securities) (Note 11, 12) | 72 562            | 55 921         | 8 729           | 2 792           | 140 004        | 3 414               | 0                | 143 418        |
| Loans and advances to customers (Note 14)                      | 93 314            | 146 805        | 59 081          | 3 827           | 303 027        | 1 466               | -3 461           | 301 032        |
| <b>Total</b>                                                   | <b>250 005</b>    | <b>202 726</b> | <b>67 810</b>   | <b>6 619</b>    | <b>527 160</b> | <b>4 880</b>        | <b>-3 461</b>    | <b>528 579</b> |
| <b>Interest-bearing liabilities</b>                            |                   |                |                 |                 |                |                     |                  |                |
| Deposits from customers and loans received (Note 18)           | 72 044            | 180 589        | 219 525         | 2 269           | 474 427        | 586                 | 0                | 475 013        |
| Subordinated debt * (Note 21)                                  | 0                 | 750            | 0               | 15 900          | 16 650         | 38                  | 0                | 16 688         |
| <b>Total</b>                                                   | <b>72 044</b>     | <b>181 339</b> | <b>219 525</b>  | <b>18 169</b>   | <b>491 077</b> | <b>624</b>          | <b>0</b>         | <b>491 701</b> |
| <b>Net interest sensitivity gap</b>                            | <b>177 961</b>    | <b>21 387</b>  | <b>-151 715</b> | <b>-11 550</b>  | <b>36 083</b>  |                     |                  |                |

| 31.12.2013                                                     | Up to<br>3 months | 3-12<br>months | 1-5<br>years   | Over<br>5 years | Subtotal       | Accrued<br>interest | Impair-<br>ments | Total          |
|----------------------------------------------------------------|-------------------|----------------|----------------|-----------------|----------------|---------------------|------------------|----------------|
| <b>Interest-earning assets</b>                                 |                   |                |                |                 |                |                     |                  |                |
| Due from banks and investment companies (Note 10)              | 152 309           | 0              | 0              | 0               | 152 309        | 0                   | 0                | 152 309        |
| Financial assets at fair value (debt securities) (Note 11, 12) | 30 169            | 7 084          | 4 653          | 354             | 42 260         | 1 669               | 0                | 43 929         |
| Loans and advances to customers (Note 14)                      | 50 846            | 86 360         | 62 204         | 8 148           | 207 558        | 3 095               | -3 885           | 206 768        |
| <b>Total</b>                                                   | <b>233 324</b>    | <b>93 444</b>  | <b>66 857</b>  | <b>8 502</b>    | <b>402 127</b> | <b>4 764</b>        | <b>-3 885</b>    | <b>403 006</b> |
| <b>Interest-bearing liabilities</b>                            |                   |                |                |                 |                |                     |                  |                |
| Deposits from customers and loans received (Note 18)           | 93 080            | 144 946        | 116 574        | 1 214           | 355 814        | 567                 | 0                | 356 381        |
| Subordinated debt * (Note 21)                                  | 0                 | 0              | 19 635         | 0               | 19 635         | 81                  | 0                | 19 716         |
| <b>Total</b>                                                   | <b>93 080</b>     | <b>144 946</b> | <b>136 209</b> | <b>1 214</b>    | <b>375 449</b> | <b>648</b>          | <b>0</b>         | <b>376 097</b> |
| <b>Net interest sensitivity gap</b>                            | <b>140 244</b>    | <b>-51 502</b> | <b>-69 352</b> | <b>7 288</b>    | <b>26 678</b>  |                     |                  |                |

\* The contractual term of subordinated debts received in 2015 is 10 years and the interest rate is fixed at 6,5%. The contractual term of subordinated debts received in 2014 is 10 years and the

interest rate is fixed at 7,25%. The contractual term of subordinated debts received in 2012 is 8 years. The interest rate will be changed annually after 3 years. See also Note 21.

### 3.4 Liquidity risk

Liquidity risk relates to the solvency of the Group to meet its contractual obligations on time and it arises from differences between maturities of assets and liabilities. The Group's liquidity management and strategy is based on risk policies, resulting in various liquidity risk measures, limits and internal procedures. As per policy statements, the Group's liquidity management reflects a conservative approach towards liquidity risk. The liquidity risk management includes stress testing and business continuity plan for liquidity management. Stress testing framework includes a survival period metrics, which represents a combined liquidity risk scenario, including both idiosyncratic and market-wide stress. Internal metrics are complemented by the Basel III metrics - the

Liquidity Coverage Ratio (LCR) and the Net Stable Funding Ratio (NSFR) which the Group is fully compliant with as of 31.12.2015 and 31.12.2014. The aim of the LCR standard is to ensure that the Group has an adequate amount of unencumbered assets of high quality and liquidity that could be monetised without incurring material losses to meet a liquidity requirement in a 30-day stress scenario. The output of the standard is the ratio of liquid assets to stress scenario liquidity requirement, which has a limit of 100%. The Group's liquidity coverage ratio level as at 31.12.2015 was 271% (2014: 190%).

The objective of the NSFR is to ensure that the Group has adequate stable funding sources to finance longer-term assets.

According to the proposals published in the banking regulation and the banking committee of Basel in October 2014, the Group's NSFR level as at 31.12.2015 was 157% (2014: 138%). The net stable funding ratio will be imposed as minimum requirement from the year 2018.

The Treasury of the Bank is responsible for the management of liquidity risk. In order to hedge liquidity risk, the probable net position of receivables and liabilities by maturities is regularly monitored and adequate amounts of liquid assets are kept in each time period, also the concentration of the Group's liabilities by maturities is monitored. To enable covering unexpected monetary outflows, the Group holds a liquidity buffer. The liquidity buffer consists of cash and deposits with the central bank and liquid securities held by the Treasury, which can be readily sold or used as a collateral in funding operations with the central bank. The Group has a sufficient supply of liquid resources to enable

issuing standby loans. As at 31.12.2015, 31.12.2014 and 31.12.2013, the Group does not have any debts past due.

Short-term loans can be obtained from the central bank, secured by the majority of instruments from the debt securities portfolio. In 2013 it was decided to reclassify the held to maturity debt securities portfolio to portfolio held at market value and to sell most of it.

The following tables present the distribution of financial assets and liabilities, excl. derivatives, by due dates and by future contractual undiscounted cash flows and in a separate column the statement of financial position balance is disclosed. In the maturity analysis, the cash flows are split into the maturity buckets in which the cash flows occur (including interest cash flows). Explanation of the fair value of these financial assets and liabilities is presented in Note 3.6.

| <b>31.12.2015</b>                                                            | <b>On demand</b> | <b>Up to 3 months</b> | <b>3-12 Months</b> | <b>1-5 years</b> | <b>Over 5 years</b> | <b>Total</b>   | <b>Carrying amount</b> |
|------------------------------------------------------------------------------|------------------|-----------------------|--------------------|------------------|---------------------|----------------|------------------------|
| <b>Liabilities by contractual maturity dates</b>                             |                  |                       |                    |                  |                     |                |                        |
| Deposits from customers and loans received (Note 18)                         | 433 027          | 66 578                | 110 230            | 23 284           | 716                 | <b>633 835</b> | <b>632 760</b>         |
| Subordinated debt (Note 21)                                                  | 0                | 532                   | 1 596              | 8 511            | 39 810              | <b>50 449</b>  | <b>30 900</b>          |
| Accounts payable and other financial liabilities (Note 19)                   | 0                | 17 288                | 0                  | 0                | 0                   | <b>17 288</b>  | <b>17 288</b>          |
| Unused loan commitments (Note 24)                                            | 0                | 118 696               | 0                  | 0                | 0                   | <b>118 696</b> | <b>0</b>               |
| Financial guarantees by contractual amounts (Note 24)                        | 0                | 5 369                 | 0                  | 0                | 0                   | <b>5 369</b>   | <b>0</b>               |
| Foreign exchange derivatives (gross settled)                                 | 0                | 14 487                | 0                  | 0                | 0                   | <b>14 487</b>  | <b>0</b>               |
| Financial liabilities at fair value (Note 12)                                | 0                | 26                    | 63                 | 0                | 0                   | <b>89</b>      | <b>89</b>              |
| <b>Total liabilities</b>                                                     | <b>433 027</b>   | <b>222 976</b>        | <b>111 889</b>     | <b>31 795</b>    | <b>40 526</b>       | <b>840 213</b> | <b>681 037</b>         |
| <b>Assets held for managing liquidity risk by contractual maturity dates</b> |                  |                       |                    |                  |                     |                |                        |
| Due from banks and investment companies (Note 10)                            | 230 501          | 0                     | 0                  | 0                | 0                   | <b>230 501</b> | <b>230 501</b>         |
| Financial assets at fair value (debt securities) (Note 11, 12)               | 0                | 19 250                | 69 590             | 12 136           | 2 977               | <b>103 953</b> | <b>103 415</b>         |
| Loans and advances to customers (Note 14)                                    | 0                | 43 364                | 114 515            | 280 732          | 19 297              | <b>457 908</b> | <b>409 997</b>         |
| Receivables from customers (Note 15)                                         | 0                | 2 026                 | 0                  | 0                | 0                   | <b>2 026</b>   | <b>2 026</b>           |
| Other financial assets (Note 16)                                             | 940              | 0                     | 0                  | 0                | 0                   | <b>940</b>     | <b>940</b>             |
| Foreign exchange derivatives (gross settled)                                 | 0                | 14 487                | 0                  | 0                | 0                   | <b>14 487</b>  | <b>0</b>               |
| <b>Total assets held for managing liquidity risk</b>                         | <b>231 441</b>   | <b>79 127</b>         | <b>184 105</b>     | <b>292 868</b>   | <b>22 274</b>       | <b>809 815</b> | <b>746 879</b>         |
| <b>Maturity gap from assets and liabilities</b>                              | <b>-201 586</b>  | <b>-143 849</b>       | <b>72 216</b>      | <b>261 073</b>   | <b>-18 252</b>      | <b>-30 398</b> |                        |

| 31.12.2014                                                                   | On demand       | Up to 3 months | 3-12 months    | 1-5 years      | Over 5 years  | Total          | Carrying amount |
|------------------------------------------------------------------------------|-----------------|----------------|----------------|----------------|---------------|----------------|-----------------|
| <b>Liabilities by contractual maturity dates</b>                             |                 |                |                |                |               |                |                 |
| Deposits from customers and loans received (Note 18)                         | 272 830         | 76 666         | 110 303        | 15 292         | 982           | 476 073        | 475 013         |
| Subordinated debt (Note 21)                                                  | 0               | 263            | 904            | 4 823          | 21 890        | 27 880         | 16 650          |
| Accounts payable and other financial liabilities (Note 19)                   | 0               | 3 597          | 0              | 0              | 0             | 3 597          | 3 597           |
| Unused loan commitments (Note 24)                                            | 0               | 74 086         | 0              | 0              | 0             | 74 086         | 0               |
| Financial guarantees by contractual amounts (Note 24)                        | 0               | 2 899          | 0              | 0              | 0             | 2 899          | 0               |
| Financial liabilities at fair value (Note 12)                                | 0               | 23             | 161            | 118            | 0             | 302            | 302             |
| Foreign exchange derivatives (gross settled)                                 | 0               | 42 883         | 0              | 0              | 0             | 42 883         | 0               |
| <b>Total liabilities</b>                                                     | <b>272 830</b>  | <b>200 417</b> | <b>111 368</b> | <b>20 233</b>  | <b>22 872</b> | <b>627 720</b> | <b>495 562</b>  |
| <b>Assets held for managing liquidity risk by contractual maturity dates</b> |                 |                |                |                |               |                |                 |
| Due from banks and investment companies (Note 10)                            | 83 149          | 980            | 0              | 0              | 0             | 84 129         | 84 129          |
| Financial assets at fair value (debt securities) (Note 11, 12)               | 0               | 55 516         | 51 555         | 33 279         | 5 353         | 145 703        | 143 418         |
| Loans and advances to customers (Note 14)                                    | 0               | 26 635         | 78 501         | 211 142        | 27 174        | 343 452        | 301 032         |
| Receivables from customers (Note 15)                                         | 0               | 1 566          | 0              | 0              | 0             | 1 566          | 1 566           |
| Other financial assets (Note 16)                                             | 783             | 0              | 0              | 0              | 0             | 783            | 783             |
| Foreign exchange derivatives (gross settled)                                 | 0               | 42 883         | 0              | 0              | 0             | 42 883         | 0               |
| <b>Total assets held for managing liquidity risk</b>                         | <b>83 932</b>   | <b>127 580</b> | <b>130 056</b> | <b>244 421</b> | <b>32 527</b> | <b>618 516</b> | <b>529 362</b>  |
| <b>Maturity gap from assets and liabilities</b>                              | <b>-188 898</b> | <b>-72 837</b> | <b>18 688</b>  | <b>224 188</b> | <b>9 655</b>  | <b>-9 204</b>  |                 |

| 31.12.2013                                                                   | On demand      | Up to 3 months  | 3-12 months    | 1-5 years      | Over 5 years  | Total          | Carrying amount |
|------------------------------------------------------------------------------|----------------|-----------------|----------------|----------------|---------------|----------------|-----------------|
| <b>Liabilities by contractual maturity dates</b>                             |                |                 |                |                |               |                |                 |
| Deposits from customers and loans received (Note 18)                         | 160 697        | 96 888          | 92 717         | 5 687          | 1 268         | 357 257        | 356 381         |
| Subordinated debt (Note 21)                                                  | 0              | 1 366           | 1 047          | 5 721          | 23 787        | 31 921         | 19 635          |
| Accounts payable and other financial liabilities (Note 19)                   | 0              | 5 362           | 0              | 0              | 0             | 5 362          | 5 362           |
| Unused loan commitments (Note 24)                                            | 0              | 44 707          | 0              | 0              | 0             | 44 707         | 0               |
| Financial guarantees by contractual amounts (Note 24)                        | 0              | 1 531           | 0              | 0              | 0             | 1 531          | 0               |
| Financial liabilities at fair value (Note 12)                                | 0              | 20              | 177            | 236            | 0             | 433            | 433             |
| Foreign exchange derivatives (gross settled)                                 | 0              | 25 003          | 0              | 0              | 0             | 25 003         | 0               |
| <b>Total liabilities</b>                                                     | <b>160 697</b> | <b>174 877</b>  | <b>93 941</b>  | <b>11 644</b>  | <b>25 055</b> | <b>466 214</b> | <b>381 811</b>  |
| <b>Assets held for managing liquidity risk by contractual maturity dates</b> |                |                 |                |                |               |                |                 |
| Due from banks and investment companies (Note 10)                            | 152 183        | 126             | 0              | 0              | 0             | 152 309        | 152 309         |
| Financial assets at fair value (debt securities) (Note 11, 12)               | 0              | 12 626          | 9 335          | 22 423         | 408           | 44 792         | 43 929          |
| Loans and advances to customers (Note 14)                                    | 0              | 32 168          | 54 288         | 137 794        | 19 356        | 243 606        | 206 768         |
| Receivables from customers (Note 15)                                         | 0              | 1 507           | 0              | 0              | 0             | 1 507          | 1 507           |
| Other financial assets (Note 16)                                             | 650            | 0               | 0              | 0              | 0             | 650            | 650             |
| Foreign exchange derivatives (gross settled)                                 | 0              | 25 003          | 0              | 0              | 0             | 25 003         | 0               |
| <b>Total assets held for managing liquidity risk</b>                         | <b>152 833</b> | <b>71 430</b>   | <b>63 623</b>  | <b>160 217</b> | <b>19 764</b> | <b>467 867</b> | <b>405 163</b>  |
| <b>Maturity gap from assets and liabilities</b>                              | <b>-7 864</b>  | <b>-103 447</b> | <b>-30 318</b> | <b>148 573</b> | <b>-5 291</b> | <b>1 653</b>   |                 |

The following table presents the distribution of assets and liabilities by classification of current and non-current.

| <i>(in thousands of euros)</i>                                                | <b>31.12.2015</b> | <b>31.12.2014</b> | <b>31.12.2013</b> |
|-------------------------------------------------------------------------------|-------------------|-------------------|-------------------|
| <b>Current assets</b>                                                         |                   |                   |                   |
| Due from central bank (Note 10)                                               | 199 844           | 45 427            | 133 839           |
| Due from credit institutions (Note 10)                                        | 14 735            | 24 218            | 17 004            |
| Due from investment companies (Note 10)                                       | 15 922            | 14 484            | 1 466             |
| Available-for-sale financial assets (Note 11)                                 | 3 508             | 762               | 7 456             |
| Financial assets at fair value through profit or loss (Note 12)               | 84 892            | 106 046           | 14 368            |
| Assets of discontinued operations, classified as held for sale (Note 13)      | 0                 | 15 473            | 0                 |
| Loans and advances to customers (Note 14)                                     | 123 380           | 84 918            | 85 217            |
| Receivables from customers (Note 15)                                          | 2 026             | 1 566             | 1 507             |
| Other financial assets (Note 16)                                              | 940               | 783               | 650               |
| Other assets (Note 16)                                                        | 1 128             | 1 265             | 3 242             |
| <b>Total current assets</b>                                                   | <b>446 375</b>    | <b>294 942</b>    | <b>264 749</b>    |
| <b>Non-current assets</b>                                                     |                   |                   |                   |
| Available-for-sale financial assets (Note 11)                                 | 0                 | 3 511             | 4 447             |
| Financial assets at fair value through profit or loss (Note 12)               | 21 716            | 39 206            | 22 334            |
| Loans and advances to customers (Note 14)                                     | 286 617           | 216 114           | 121 551           |
| Tangible assets (Note 17)                                                     | 685               | 308               | 491               |
| Intangible assets (Note 17)                                                   | 689               | 530               | 621               |
| Investment in associates (Note 6)                                             | 0                 | 36                | 131               |
| Goodwill (Note 6)                                                             | 1 044             | 1 044             | 1 044             |
| <b>Total non-current assets</b>                                               | <b>310 751</b>    | <b>260 749</b>    | <b>150 619</b>    |
| <b>Total assets (Note 5)</b>                                                  | <b>757 126</b>    | <b>555 691</b>    | <b>415 368</b>    |
| <b>Liabilities</b>                                                            |                   |                   |                   |
| <b>Current liabilities</b>                                                    |                   |                   |                   |
| Deposits from customers and loans received (Note 18)                          | 609 771           | 459 716           | 350 336           |
| Financial liabilities at fair value through profit or loss (Note 12)          | 89                | 302               | 433               |
| Accounts payable and other liabilities (Note 19)                              | 20 137            | 5 473             | 6 972             |
| Liabilities of discontinued operations, classified as held for sale (Note 13) | 0                 | 220               | 0                 |
| <b>Total current liabilities</b>                                              | <b>629 997</b>    | <b>465 711</b>    | <b>357 741</b>    |
| <b>Non-current liabilities</b>                                                |                   |                   |                   |
| Deposits from customers and loans received (Note 18)                          | 22 989            | 15 297            | 6 045             |
| Subordinated debt (Note 21)                                                   | 30 900            | 16 650            | 19 635            |
| <b>Total non-current liabilities</b>                                          | <b>53 889</b>     | <b>31 947</b>     | <b>25 680</b>     |
| <b>Total liabilities (Note 5)</b>                                             | <b>683 886</b>    | <b>497 658</b>    | <b>383 421</b>    |

### 3.5 Risk concentration

Distribution of assets and liabilities by geographic region is presented below. As at 31.12.2015, the loans issued to 8 customers and 1 correspondent banks (2014: total 5; 2013: total 6) had a large risk exposure, i.e. more than 10% of the net own funds (NOF) of Group either individually or via group risk, totalling 84% of NOF (2014: 75%; 2013: 70%). The Group has invested in

the debt securities of 3 issuers (2014: 5; 2013: 2) with a large risk exposure, totalling 80% of NOF (2014: 170%; 2013: 43%). Unused loan commitments in amount of EUR 118 696 thousand are for Estonian residents (2014: EUR 74 086 thousand; 2013: EUR 44 356 thousand).

| <b>31.12.2015</b>                                          | <b>Estonia</b> | <b>Latvia</b> | <b>Lithuania</b> | <b>Finland</b> | <b>Nether-lands</b> | <b>Ger-many</b> | <b>Other EU</b> | <b>USA</b>    | <b>Other</b>  | <b>Total</b>   |
|------------------------------------------------------------|----------------|---------------|------------------|----------------|---------------------|-----------------|-----------------|---------------|---------------|----------------|
| Due from banks and investment companies (Note 10)          | 209 268        | 0             | 1 784            | 0              | 874                 | 0               | 1 081           | 15 786        | 1 708         | <b>230 501</b> |
| Financial assets at fair value (Note 11, 12)               | 7 501          | 3 838         | 3 327            | 0              | 0                   | 36 944          | 47 454          | 11 051        | 1             | <b>110 116</b> |
| Loans and advances to customers (Note 14)                  | 362 002        | 585           | 38 223           | 20             | 7                   | 1               | 9 139           | 0             | 20            | <b>409 997</b> |
| Receivables from customers (Note 15)                       | 1 784          | 2             | 240              | 0              | 0                   | 0               | 0               | 0             | 0             | <b>2 026</b>   |
| Other financial assets (Note 16)                           | 108            | 0             | 0                | 0              | 0                   | 0               | 0               | 832           | 0             | <b>940</b>     |
| <b>Total financial assets</b>                              | <b>580 663</b> | <b>4 425</b>  | <b>43 574</b>    | <b>20</b>      | <b>881</b>          | <b>36 945</b>   | <b>57 674</b>   | <b>27 669</b> | <b>1 729</b>  | <b>753 580</b> |
| Deposits from customers and loans received (Note 18)       | 539 478        | 2 406         | 1 776            | 625            | 29                  | 302             | 40 024          | 2 211         | 45 909        | <b>632 760</b> |
| Subordinated debt (Note 21)                                | 30 900         | 0             | 0                | 0              | 0                   | 0               | 0               | 0             | 0             | <b>30 900</b>  |
| Accounts payable and other financial liabilities (Note 19) | 16 606         | 0             | 639              | 27             | 0                   | 0               | 13              | 3             | 0             | <b>17 288</b>  |
| Financial liabilities at fair value (Note 12)              | 89             | 0             | 0                | 0              | 0                   | 0               | 0               | 0             | 0             | <b>89</b>      |
| <b>Total financial liabilities</b>                         | <b>587 073</b> | <b>2 406</b>  | <b>2 415</b>     | <b>652</b>     | <b>29</b>           | <b>302</b>      | <b>40 037</b>   | <b>2 214</b>  | <b>45 909</b> | <b>681 037</b> |

| <b>31.12.2014</b>                                           | <b>Estonia</b> | <b>Latvia</b> | <b>Lithuania</b> | <b>Finland</b> | <b>Nether-lands</b> | <b>Ger-many</b> | <b>Other EU</b> | <b>USA</b>    | <b>Other</b>  | <b>Total</b>   |
|-------------------------------------------------------------|----------------|---------------|------------------|----------------|---------------------|-----------------|-----------------|---------------|---------------|----------------|
| Due from banks and investment companies (Note 10)           | 61 800         | 295           | 2 504            | 1 902          | 550                 | 1               | 2 691           | 14 268        | 118           | <b>84 129</b>  |
| Financial assets at fair value (Note 11, 12)                | 6 919          | 4 237         | 3 828            | 0              | 285                 | 14 313          | 76 287          | 43 656        | 0             | <b>149 525</b> |
| Loans and advances to customers (Note 14)                   | 264 008        | 521           | 30 919           | 2 444          | 15                  | 0               | 3 108           | 0             | 17            | <b>301 032</b> |
| Receivables from customers (Note 15)                        | 1 383          | 2             | 180              | 0              | 0                   | 0               | 0               | 0             | 1             | <b>1 566</b>   |
| Other financial assets (Note 16)                            | 108            | 0             | 0                | 0              | 0                   | 0               | 0               | 675           | 0             | <b>783</b>     |
| <b>Total financial assets</b>                               | <b>334 218</b> | <b>5 055</b>  | <b>37 431</b>    | <b>4 346</b>   | <b>850</b>          | <b>14 314</b>   | <b>82 086</b>   | <b>58 599</b> | <b>136</b>    | <b>537 035</b> |
| Deposits from customers and loans received (Note 18)        | 402 500        | 1 556         | 1 680            | 361            | 2                   | 125             | 53 992          | 598           | 14 199        | <b>475 013</b> |
| Subordinated debt (Note 21)                                 | 16 650         | 0             | 0                | 0              | 0                   | 0               | 0               | 0             | 0             | <b>16 650</b>  |
| Accounts payables and other financial liabilities (Note 19) | 2 873          | 0             | 708              | 0              | 0                   | 0               | 13              | 3             | 0             | <b>3 597</b>   |
| Financial liabilities at fair value (Note 12)               | 302            | 0             | 0                | 0              | 0                   | 0               | 0               | 0             | 0             | <b>302</b>     |
| <b>Total financial liabilities</b>                          | <b>422 325</b> | <b>1 556</b>  | <b>2 388</b>     | <b>361</b>     | <b>2</b>            | <b>125</b>      | <b>54 005</b>   | <b>601</b>    | <b>14 199</b> | <b>495 562</b> |

| <b>31.12.2013</b>                                    | <b>Estonia</b> | <b>Latvia</b> | <b>Lithuania</b> | <b>Finland</b> | <b>Nether-lands</b> | <b>Ger-many</b> | <b>Other EU</b> | <b>USA</b>   | <b>Other</b> | <b>Total</b>   |
|------------------------------------------------------|----------------|---------------|------------------|----------------|---------------------|-----------------|-----------------|--------------|--------------|----------------|
| Due from banks and investment companies (Note 10)    | 143 768        | 518           | 2 427            | 1 150          | 452                 | 1               | 2 526           | 1 359        | 108          | <b>152 309</b> |
| Financial assets at fair value (Note 11, 12)         | 5 437          | 0             | 790              | 201            | 282                 | 6 020           | 29 501          | 815          | 5 559        | <b>48 605</b>  |
| Loans and advances to customers (Note 14)            | 159 116        | 580           | 26 897           | 16 996         | 15                  | 0               | 3 163           | 0            | 1            | <b>206 768</b> |
| Receivables from customers (Note 15)                 | 1 342          | 2             | 163              | 0              | 0                   | 0               | 0               | 0            | 0            | <b>1 507</b>   |
| Other financial assets (Note 16)                     | 8              | 0             | 0                | 0              | 0                   | 0               | 0               | 642          | 0            | <b>650</b>     |
| <b>Total financial assets</b>                        | <b>309 671</b> | <b>1 100</b>  | <b>30 277</b>    | <b>18 347</b>  | <b>749</b>          | <b>6 021</b>    | <b>35 190</b>   | <b>2 816</b> | <b>5 668</b> | <b>409 839</b> |
| Deposits from customers and loans received (Note 18) | 349 985        | 860           | 1 850            | 569            | 2                   | 42              | 2 359           | 129          | 585          | <b>356 381</b> |
| Subordinated debt (Note 21)                          | 19 635         | 0             | 0                | 0              | 0                   | 0               | 0               | 0            | 0            | <b>19 635</b>  |

|                                                            |                |            |              |            |          |           |              |            |            |                |
|------------------------------------------------------------|----------------|------------|--------------|------------|----------|-----------|--------------|------------|------------|----------------|
| Accounts payable and other financial liabilities (Note 19) | 2 274          | 0          | 3 075        | 0          | 0        | 0         | 11           | 2          | 0          | <b>5 362</b>   |
| Financial liabilities at fair value (Note 12)              | 433            | 0          | 0            | 0          | 0        | 0         | 0            | 0          | 0          | <b>433</b>     |
| <b>Total financial liabilities</b>                         | <b>372 327</b> | <b>860</b> | <b>4 925</b> | <b>569</b> | <b>2</b> | <b>42</b> | <b>2 370</b> | <b>131</b> | <b>585</b> | <b>381 811</b> |

| <b>Distribution of loans granted by industry (gross):</b> | <b>31.12.2015</b> | <b>%</b>    | <b>31.12.2014</b> | <b>%</b>    | <b>31.12.2013</b> | <b>%</b>    |
|-----------------------------------------------------------|-------------------|-------------|-------------------|-------------|-------------------|-------------|
| Individuals                                               | 91 793            | 22,1%       | 61 567            | 20,2%       | 58 917            | 28,0%       |
| Real estate                                               | 106 836           | 25,8%       | 87 516            | 28,7%       | 26 039            | 12,4%       |
| Manufacturing                                             | 36 919            | 8,9%        | 26 804            | 8,8%        | 21 004            | 10,0%       |
| Art and entertainment                                     | 25 724            | 6,2%        | 24 812            | 8,1%        | 6 048             | 2,9%        |
| Financial services                                        | 46 887            | 11,3%       | 22 097            | 7,3%        | 43 958            | 20,8%       |
| Wholesale and retail                                      | 16 563            | 4,0%        | 14 838            | 4,9%        | 9 125             | 4,3%        |
| Administrative activities                                 | 11 355            | 2,7%        | 11 321            | 3,7%        | 4 200             | 2,0%        |
| Transport and logistics                                   | 14 706            | 3,6%        | 10 928            | 3,6%        | 7 152             | 3,4%        |
| Agriculture                                               | 8 836             | 2,1%        | 8 065             | 2,6%        | 5 598             | 2,7%        |
| Other servicing activities                                | 23 184            | 5,6%        | 7 646             | 2,5%        | 6 076             | 2,8%        |
| Construction                                              | 6 637             | 1,6%        | 4 853             | 1,6%        | 3 298             | 1,5%        |
| Information and communication                             | 4 791             | 1,2%        | 4 049             | 1,3%        | 2 218             | 1,1%        |
| Professional, scientific and technical activities         | 2 482             | 0,6%        | 2 443             | 0,8%        | 10 204            | 4,8%        |
| Education                                                 | 1 618             | 0,4%        | 1 717             | 0,6%        | 2 249             | 1,1%        |
| Other areas at activities                                 | 16 346            | 3,9%        | 15 837            | 5,2%        | 4 567             | 2,2%        |
| <b>Total (Note 14)</b>                                    | <b>414 677</b>    | <b>100%</b> | <b>304 493</b>    | <b>100%</b> | <b>210 653</b>    | <b>100%</b> |

Loans classified as discontinued operations are granted to private individuals.

### 3.6 Fair value of financial assets and financial liabilities

|                                                                | <b>Level 1</b> | <b>Level 2</b> | <b>Level 3</b> | <b>31.12.2015</b> |
|----------------------------------------------------------------|----------------|----------------|----------------|-------------------|
| <b>Financial assets at fair value through profit or loss</b>   |                |                |                |                   |
| Shares and fund units* (Note 12)                               | 352            | 6 349**        | 0              | <b>6 701</b>      |
| Available-for-sale debt securities (Note 11)                   | 3 508          | 0              | 0              | <b>3 508</b>      |
| Debt securities at fair value through profit or loss (Note 12) | 99 907         | 0              | 0              | <b>99 907</b>     |
| <b>Total financial assets</b>                                  | <b>103 767</b> | <b>6 349</b>   | <b>0</b>       | <b>110 116</b>    |

|                                                                   |          |           |          |           |
|-------------------------------------------------------------------|----------|-----------|----------|-----------|
| <b>Financial liabilities at fair value through profit or loss</b> |          |           |          |           |
| Interest rate swaps and foreign exchange forwards (Note 12)       | 0        | 89        | 0        | <b>89</b> |
| <b>Total financial liabilities</b>                                | <b>0</b> | <b>89</b> | <b>0</b> | <b>89</b> |

|                                                                | <b>Level 1</b> | <b>Level 2</b> | <b>Level 3</b> | <b>31.12.2014</b> |
|----------------------------------------------------------------|----------------|----------------|----------------|-------------------|
| <b>Financial assets at fair value through profit or loss</b>   |                |                |                |                   |
| Shares and fund units* (Note 12)                               | 519            | 5 588**        | 0              | <b>6 107</b>      |
| Available-for-sale debt securities (Note 11)                   | 4 273          | 0              | 0              | <b>4 273</b>      |
| Debt securities at fair value through profit or loss (Note 12) | 139 145        | 0              | 0              | <b>139 145</b>    |
| <b>Total financial assets</b>                                  | <b>143 937</b> | <b>5 588</b>   | <b>0</b>       | <b>149 525</b>    |

|                                                                   |          |            |          |            |
|-------------------------------------------------------------------|----------|------------|----------|------------|
| <b>Financial liabilities at fair value through profit or loss</b> |          |            |          |            |
| Interest rate swaps and foreign exchange forwards (Note 12)       | 0        | 302        | 0        | <b>302</b> |
| <b>Total financial liabilities</b>                                | <b>0</b> | <b>302</b> | <b>0</b> | <b>302</b> |

|                                                                   | Level 1       | Level 2      | Level 3  | 31.12.2013    |
|-------------------------------------------------------------------|---------------|--------------|----------|---------------|
| <b>Financial assets at fair value through profit or loss</b>      |               |              |          |               |
| Shares and fund units* (Note 12)                                  | 670           | 4 006**      | 0        | <b>4 676</b>  |
| Available-for-sale debt securities (Note 11)                      | 11 903        | 0            | 0        | <b>11 903</b> |
| Debt securities at fair value through profit or loss (Note 12)    | 32 026        | 0            | 0        | <b>32 026</b> |
| <b>Total financial assets</b>                                     | <b>44 599</b> | <b>4 006</b> | <b>0</b> | <b>48 605</b> |
| <b>Financial liabilities at fair value through profit or loss</b> |               |              |          |               |
| Interest rate swaps and foreign exchange forwards (Note 12)       | 0             | 433          | 0        | <b>433</b>    |
| <b>Total financial liabilities</b>                                | <b>0</b>      | <b>433</b>   | <b>0</b> | <b>433</b>    |

\*Shares and fund units include the Group's subsidiary AS LHV Varahaldus investment into pension fund units in the amount of EUR 6 349 thousand (31.12.2014: EUR 5 588 thousand, 31.12.2013: EUR 4 006 thousand) euros. Pursuant to the Investment Funds Act, the mandatory shares of LHV Varahaldus as the management company is 1% of the number of units in each of the mandatory pension fund managed by it.

\*\* The mandatory pension fund shares were disclosed as level 1 in 2014 and in 2013 financial statements, however due to the consideration that for pension fund units there is no active market, the comparative information has been restated in this 2015 financial statements.

The management board of the Group has assessed the fair value of assets and liabilities carried at amortised cost in the statement of financial position. For estimating fair value, the future cash flows are discounted on the basis of the market interest yield curve.

assumptions are used for the valuation process (discounted cash flow method with current market interest). Interest rate used is the average interest rate of corporate loans issued in last 6 months of the reporting period (2015: 4,52%, 2014: 5,21% and 2013: 5,09%).

Levels used in hierarchy:

1. Level 1 – quoted prices in active market
2. Level 2 – valuation technique based on observable market data as inputs (rates and interest curves from similar transactions)
3. Level 3 – other valuation techniques (e.g. discounted cash flow method) with judgemental inputs

Interest rate swaps are instruments where active markets supply observable inputs to the valuation model which is used for establishing the fair value. The fair value for such over-the-counter derivatives is calculated as a theoretical net present value (NPV), based on independently sourced market parameters, assuming no risk and uncertainties. Market observable zero coupon yield curve is used for discounting in NPV calculations.

AS LHV Varahaldus' investments into pension fund units have quoted prices from the market, however the market is inactive and therefore disclosed as level 2.

As at 31.12.2015 the fair value of corporate loans is EUR 297 thousand (0,2%) higher than their carrying amount (31.12.2014: EUR 207 thousand, 0,1% lower; 31.12.2013: EUR 522 thousand, 0,4% higher). The loans have been issued at market conditions in the segment that the Group operates in and therefore their fair value is not much different from their carrying amount as at 31.12.2015, 31.12.2014 and 31.12.2013. The fair value level of corporate loans and overdraft is 3 as significant judgemental

| EUR<br>thousand   | Carrying<br>value | Fair<br>value | Difference | Level |
|-------------------|-------------------|---------------|------------|-------|
| <b>31.12.2015</b> | 256 354           | 256 651       | +0,2%      | 3     |
| <b>31.12.2014</b> | 206 666           | 206 459       | -0,1%      | 3     |
| <b>31.12.2013</b> | 128 819           | 129 341       | +0,4%      | 3     |

Lease interest rates offered to customers generally correspond to interest rates prevailing in the market for such products. Considering that the interest rate environment has been relatively stable since the Group started to provide leasing, consequently the fair value of lease agreements does not materially differ from their carrying amount. As significant management judgment is required to determine fair value, leases are classified as level 3 in the fair value hierarchy.

Leveraged loans, hire-purchase and credit cards granted to customers are of sufficiently short-term nature and they have been issued at market terms, therefore the fair market rate of interest and also the fair value of loans do not change significantly during the loan term. The effective interest rate of consumer loans issued is at the same level as the interest rate of the loan product offered in the market and it can be stated that the carrying amount of loans does not significantly differ from their fair value. The fair value level of leveraged loans, hire-purchase, credit cards and

consumer loans is 3 as significant judgmental assumptions are used for the valuation process.

Trade receivables (other than the receivables related to loans and advances to customers) and accrued expenses and other financial liabilities have been incurred in the course of ordinary business and are payable in the short-term, therefore, the management estimates that their fair value does not significantly differ from their carrying amount. These receivables and liabilities are interest-free. The fair value level of those receivables, accrued expenses and other financial liabilities is 3.

Customer deposits and loans received with fixed interest rates are primarily short-term and pricing of the deposits is subject to market conditions; as a result, the fair value of deposits determined using the discounted future cash flows do not significantly differ from their carrying amount. The fair value level of customer deposits is 3 as significant judgmental assumptions are used for the valuation process.

The majority of subordinated debts were received in 2015 and in 2014 and the remainder in 2012 which was redeemed in 2015. These loans carry approximately equal interest rates (6,5% and 7,25%) and considering the short term between the loan received in October 2015 and the balance sheet date, it can be concluded that no material changes have occurred in interest rates as of the balance sheet date. Therefore, the fair value of loans does not differ significantly from their carrying amount. As significant management judgment is required to determine fair value, loans are classified as level 3 in the fair value hierarchy.

For the term structure of financial assets and financial liabilities, refer to Note 3.4.

### 3.7 Operating risk

Operating risk is a potential loss caused by human, process or information system flaws. When completing transactions, transaction limits and competence systems are used to minimise potential losses and the segregation of duties principle is used in the Group's working procedures, according to which there should be an approval by at least two employees or units in order to carry out a transaction or procedure.

The information received from monitoring operating risk helps to gather initial information to secure capital adequacy of the Group and to evaluate capital requirements. The analysis of cases collected into the database enables the Group to identify the flaws in rules of procedure, avoid making mistakes in the future and mitigate possible risks or define the terms of their acceptance. The risk control manager of Group is responsible for collecting information.

Compliance control and internal audit department have an important role in evaluating, monitoring and mitigating the operating risk. Pursuant to the Credit Institutions Act and Securities Market Act, the main task of Compliance Officer is to define the risks of non-compliance of the activities of the Group with legislation, recommended guidelines of the Financial Supervision Authority and procedure rules of the Group, considering the nature, range and complexity of business and services rendered, and arrangement of mitigating or avoiding those risks. Internal audit is an independent and objective function, assuring and consulting activity that is targeted at improving the Group's performance and adding value. Internal audit helps achieving the goals of the Group, using a systematic and disciplined approach to assess and increase the efficiency of the risk management, control and organisational management process.

### 3.8 Offsetting assets and liabilities

The group has offset the following assets and liabilities.

| 31.12.2015                                                       | Gross amounts<br>before offsetting in<br>the statement of<br>financial position | Offsetting | Net amount of<br>exposure<br>presented in<br>the statement<br>of financial<br>position | Related arrangements<br>not set off in the<br>statement of financial<br>position |                                | Net<br>amounts |
|------------------------------------------------------------------|---------------------------------------------------------------------------------|------------|----------------------------------------------------------------------------------------|----------------------------------------------------------------------------------|--------------------------------|----------------|
|                                                                  |                                                                                 |            |                                                                                        | Financial<br>instru-<br>ments                                                    | Cash<br>collateral<br>received |                |
| ASSETS                                                           |                                                                                 |            |                                                                                        |                                                                                  |                                |                |
| Prepayments to merchants for registered customer contacts        | 3 126                                                                           | -2 987     | 139                                                                                    | 0                                                                                | 0                              | 139            |
| Client receivables (leveraged loans, incl. repo loans) (Note 14) | 7 445                                                                           | 0          | 7 445                                                                                  | -7 445                                                                           | 0                              | 0              |
| LIABILITIES                                                      |                                                                                 |            |                                                                                        |                                                                                  |                                |                |
| Payables to merchants                                            | 3 416                                                                           | -2 987     | 429                                                                                    | 0                                                                                | 0                              | 429            |

**31.12.2014****ASSETS**

|                                                                  |       |   |       |        |   |   |
|------------------------------------------------------------------|-------|---|-------|--------|---|---|
| Client receivables (leveraged loans, incl. repo loans) (Note 14) | 9 196 | 0 | 9 196 | -9 196 | 0 | 0 |
|------------------------------------------------------------------|-------|---|-------|--------|---|---|

**31.12.2013****ASSETS**

|                                                                  |       |   |       |        |   |   |
|------------------------------------------------------------------|-------|---|-------|--------|---|---|
| Client receivables (leveraged loans, incl. repo loans) (Note 14) | 9 957 | 0 | 9 957 | -9 957 | 0 | 0 |
|------------------------------------------------------------------|-------|---|-------|--------|---|---|

## NOTE 4 Significant management estimates and assumptions

In accordance with IFRS, several financial figures presented in the financial statements are strictly based on critical accounting estimates and assumptions made by management, which affect the reported amounts of the assets and liabilities and disclosure of contingent assets and liabilities presented in the financial statements at the balance sheet date, and the reported amounts of income and expenses of subsequent reporting periods. Although these estimates have been made to the best of management's knowledge and their judgement of current events, the actual outcome may ultimately not coincide with them and may significantly differ from these estimates. Management's estimates have been applied to valuation of loans, receivables and investments (Notes 10, 11, 12, 14 and 15).

According to IAS 39, the Group classified a portion of its bond portfolio as a held-to-maturity portfolio. At the start of 2013, the Group's management estimated that it does not intend to hold the investments until maturity and the bond portfolio that was held-to-

maturity was reclassified as available-for-sale portfolio (see also Note 11). As a result of the reclassification of the portfolio, the Group's equity increased by EUR 2.2 million since the market value of the portfolio was higher than the amortised cost recognised in the statement of financial position. The difference between carrying amount and fair value of the portfolio was at first recognized in other comprehensive income and after selling most of the portfolio reclassified to statement of profit or loss. According to IAS 39 the Group cannot classify debt securities to held-to-maturity for the next two years because of the breach of held-to-maturity criteria set in IAS 39.

Estimates and judgments are continually evaluated based on historical experience and other factors, including expectations of future events that are believed to be reasonable in the circumstances. Changes in management's estimates are reported prospectively.

## NOTE 5 Business segments

In 2013 and 2014 the Group divided its business activities into segments according to its legal structure. In 2015 the Bank started to divide its business activities by 3 main business segments: retail banking, private banking and corporate banking. The business segments form a part of the Group, with a separate access to financial data and which are subject to regular monitoring of operating result by the Group's decision-maker. The management board of AS LHV Group has been designated as the decision-maker responsible for allocation of funds and assessment of the profitability of the business activities. The result

posted by a segment includes revenue and expenditure directly related to the segment.

The revenue of a reported segment includes gains from transactions between the segments, i.e. loans granted by AS LHV Pank to other group companies. The division of interest income and fee and commission income by customer location has been presented in Notes 7 and 8. The Group does not have any customers, whose income would account for more than 10% of the corresponding type of revenue.

|                                                          | Retail<br>banking | Private<br>banking | Corporate<br>banking | Asset<br>manage-<br>ment | Hire-<br>purchase<br>and<br>consumer<br>finance in<br>Estonia | Hire-<br>purchase<br>and<br>consumer<br>finance in<br>Lithuania | Treasury<br>activities | Intra-<br>segment<br>elimina-<br>tions | Total          |
|----------------------------------------------------------|-------------------|--------------------|----------------------|--------------------------|---------------------------------------------------------------|-----------------------------------------------------------------|------------------------|----------------------------------------|----------------|
| <b>31.12.2015</b>                                        |                   |                    |                      |                          |                                                               |                                                                 |                        |                                        |                |
| Interest income                                          | 4 556             | 650                | 14 298               | 44                       | 3 926                                                         | 6 055                                                           | 3 134                  | -5 295                                 | 27 368         |
| Interest expense                                         | -982              | 0                  | -4 802               | -100                     | -672                                                          | -1 171                                                          | -1 703                 | 5 295                                  | -4 135         |
| <b>Net interest income</b>                               | <b>3 574</b>      | <b>650</b>         | <b>9 496</b>         | <b>-56</b>               | <b>3 254</b>                                                  | <b>4 884</b>                                                    | <b>1 431</b>           | <b>0</b>                               | <b>23 233</b>  |
| Fee and commission income                                | 5 250             | 709                | 568                  | 9 195                    | 35                                                            | 666                                                             | 380                    | -2                                     | 16 801         |
| Fee and commission expense                               | -1 670            | 0                  | -128                 | 0                        | -6                                                            | -48                                                             | -286                   | 2                                      | -2 136         |
| <b>Net fee and commission income</b>                     | <b>3 580</b>      | <b>709</b>         | <b>440</b>           | <b>9 195</b>             | <b>29</b>                                                     | <b>618</b>                                                      | <b>94</b>              | <b>0</b>                               | <b>14 665</b>  |
| <b>Net income</b>                                        | <b>7 154</b>      | <b>1 359</b>       | <b>9 936</b>         | <b>9 139</b>             | <b>3 283</b>                                                  | <b>5 502</b>                                                    | <b>1 525</b>           | <b>0</b>                               | <b>37 898</b>  |
| Net gains from financial assets                          | -10               | 0                  | 0                    | 316                      | 0                                                             | 0                                                               | 125                    | 0                                      | 431            |
| Administrative and other operating expenses, staff costs | -7 547            | -956               | -3 852               | -4 803                   | -1 475                                                        | -3 441                                                          | -1 976                 | 0                                      | -24 050        |
| <b>Operating profit</b>                                  | <b>-403</b>       | <b>403</b>         | <b>6 084</b>         | <b>4 652</b>             | <b>1 808</b>                                                  | <b>2 061</b>                                                    | <b>-326</b>            | <b>0</b>                               | <b>14 279</b>  |
| Income/loss from associates                              | 0                 | 0                  | 0                    | 0                        | 0                                                             | 0                                                               | -36                    | 0                                      | -36            |
| Impairment losses on loans and advances                  | -236              | 0                  | -149                 | 0                        | -280                                                          | -697                                                            | -5                     | 0                                      | -1 367         |
| Income tax                                               | 0                 | 0                  | 0                    | 0                        | 0                                                             | -269                                                            | 0                      | 0                                      | -269           |
| Discontinued operations                                  | 2 181             | 0                  | 0                    | 0                        | 0                                                             | 0                                                               | 0                      | 0                                      | 2 181          |
| <b>Net profit</b>                                        | <b>1 542</b>      | <b>403</b>         | <b>5 935</b>         | <b>4 652</b>             | <b>1 528</b>                                                  | <b>1 095</b>                                                    | <b>-367</b>            | <b>0</b>                               | <b>14 788</b>  |
| <b>Total assets</b>                                      | <b>251 487</b>    | <b>105 923</b>     | <b>378 081</b>       | <b>11 038</b>            | <b>25 366</b>                                                 | <b>39 558</b>                                                   | <b>84 246</b>          | <b>-138 573</b>                        | <b>757 126</b> |
| <b>Total liabilities</b>                                 | <b>326 715</b>    | <b>210 255</b>     | <b>139 030</b>       | <b>1 891</b>             | <b>23 164</b>                                                 | <b>34 611</b>                                                   | <b>31 232</b>          | <b>-83 012</b>                         | <b>683 886</b> |

For the comparability purposes, the 2015 segment report is also disclosed according to the previous segments monitored by the Group's decision-maker.

| 31.12.2015                                               | AS LHV<br>Pank | AS LHV<br>Finance | AS LHV<br>Varahaldus | UAB<br>Mokilizingas | AS LHV<br>Group | OÜ Cuber<br>Tehnology | Intra-<br>segment<br>eliminations | Total         |
|----------------------------------------------------------|----------------|-------------------|----------------------|---------------------|-----------------|-----------------------|-----------------------------------|---------------|
| Interest income                                          | 19 182         | 3 926             | 44                   | 6 055               | 1 019           | 0                     | -2 858                            | 27 368        |
| Interest expense                                         | -3 678         | -672              | -100                 | -1 171              | -1 372          | 0                     | 2 858                             | -4 135        |
| <b>Net interest income</b>                               | <b>15 504</b>  | <b>3 254</b>      | <b>-56</b>           | <b>4 884</b>        | <b>-353</b>     | <b>0</b>              | <b>0</b>                          | <b>23 233</b> |
| Fee and commission income                                | 6 907          | 35                | 9 195                | 666                 | 0               | 0                     | -2                                | 16 801        |
| Fee and commission expense                               | -2 084         | -6                | 0                    | -48                 | 0               | 0                     | 2                                 | -2 136        |
| <b>Net fee and commission income</b>                     | <b>4 823</b>   | <b>29</b>         | <b>9 195</b>         | <b>618</b>          | <b>0</b>        | <b>0</b>              | <b>0</b>                          | <b>14 665</b> |
| <b>Net income</b>                                        | <b>20 327</b>  | <b>3 283</b>      | <b>9 139</b>         | <b>5 502</b>        | <b>-353</b>     | <b>0</b>              | <b>0</b>                          | <b>37 898</b> |
| Net gains from financial assets                          | 115            | 0                 | 316                  | 0                   | 0               | 0                     | 0                                 | 431           |
| Administrative and other operating expenses, staff costs | -13 820        | -1 475            | -4 803               | -3 441              | -492            | -19                   | 0                                 | -24 050       |
| <b>Operating profit</b>                                  | <b>6 622</b>   | <b>1 808</b>      | <b>4 652</b>         | <b>2 061</b>        | <b>-845</b>     | <b>-19</b>            | <b>0</b>                          | <b>14 279</b> |
| Income/loss from associates                              | 0              | 0                 | 0                    | 0                   | -36             | 0                     | 0                                 | -36           |
| Impairment losses on loans and advances                  | -390           | -280              | 0                    | -697                | 0               | 0                     | 0                                 | -1 367        |
| Income tax                                               | 0              | 0                 | 0                    | -269                | 0               | 0                     | 0                                 | -269          |
| Discontinued operations                                  | 2 181          | 0                 | 0                    | 0                   | 0               | 0                     | 0                                 | 2 181         |
| <b>Net profit</b>                                        | <b>8 413</b>   | <b>1 528</b>      | <b>4 652</b>         | <b>1 095</b>        | <b>-881</b>     | <b>-19</b>            | <b>0</b>                          | <b>14 788</b> |

|                          |                |               |               |               |               |          |                 |                |
|--------------------------|----------------|---------------|---------------|---------------|---------------|----------|-----------------|----------------|
| <b>Total assets</b>      | <b>735 491</b> | <b>25 366</b> | <b>11 038</b> | <b>39 558</b> | <b>84 237</b> | <b>9</b> | <b>-138 573</b> | <b>757 126</b> |
| <b>Total liabilities</b> | <b>676 000</b> | <b>23 164</b> | <b>1 891</b>  | <b>34 611</b> | <b>31 232</b> | <b>0</b> | <b>-83 012</b>  | <b>683 886</b> |

| 31.12.2014                                               | AS LHV<br>Pank | AS LHV<br>Finance | AS LHV<br>Varahaldus | UAB<br>Mokilizingas | AS LHV<br>Group | Intra-<br>segment<br>eliminations | Total         |
|----------------------------------------------------------|----------------|-------------------|----------------------|---------------------|-----------------|-----------------------------------|---------------|
| Interest income                                          | 13 984         | 1 924             | 45                   | 4 995               | 836             | -2 285                            | 19 499        |
| Interest expense                                         | -2 560         | -314              | -53                  | -1 138              | -1 245          | 2 285                             | -3 025        |
| <b>Net interest income</b>                               | <b>11 424</b>  | <b>1 610</b>      | <b>-8</b>            | <b>3 857</b>        | <b>-409</b>     | <b>0</b>                          | <b>16 474</b> |
| Fee and commission income                                | 4 480          | 19                | 8 456                | 738                 | 0               | -2                                | 13 691        |
| Fee and commission expense                               | -1 161         | -5                | 0                    | 22                  | 0               | 1                                 | -1 143        |
| <b>Net fee and commission income</b>                     | <b>3 319</b>   | <b>14</b>         | <b>8 456</b>         | <b>760</b>          | <b>0</b>        | <b>-1</b>                         | <b>12 548</b> |
| <b>Net income</b>                                        | <b>14 743</b>  | <b>1 624</b>      | <b>8 448</b>         | <b>4 617</b>        | <b>-409</b>     | <b>-1</b>                         | <b>29 022</b> |
| Net gains from financial assets                          | 341            | 0                 | 188                  | -2                  | 55              | -69                               | 513           |
| Administrative and other operating expenses, staff costs | -10 453        | -1 017            | -5 013               | -3 173              | -289            | 0                                 | -19 945       |
| <b>Operating profit</b>                                  | <b>4 631</b>   | <b>607</b>        | <b>3 623</b>         | <b>1 442</b>        | <b>-643</b>     | <b>-70</b>                        | <b>9 590</b>  |
| Income/loss from associates                              | 0              | 0                 | 0                    | 0                   | -14             | 0                                 | -14           |
| Impairment losses on loans and advances                  | -844           | -161              | 0                    | -675                | 0               | 0                                 | -1 680        |
| Income tax                                               | 0              | 0                 | 0                    | -151                | 0               | 0                                 | -151          |
| Discontinued operations                                  | 1 922          | 0                 | 0                    | 0                   | 0               | 0                                 | 1 922         |
| <b>Net profit</b>                                        | <b>5 709</b>   | <b>446</b>        | <b>3 623</b>         | <b>616</b>          | <b>-657</b>     | <b>-70</b>                        | <b>9 667</b>  |

|                          |                |               |              |               |               |                 |                |
|--------------------------|----------------|---------------|--------------|---------------|---------------|-----------------|----------------|
| <b>Total assets</b>      | <b>539 092</b> | <b>12 771</b> | <b>9 794</b> | <b>31 956</b> | <b>70 291</b> | <b>-108 213</b> | <b>555 691</b> |
| <b>Total liabilities</b> | <b>494 293</b> | <b>12 104</b> | <b>941</b>   | <b>28 104</b> | <b>16 729</b> | <b>-54 513</b>  | <b>497 658</b> |

| 31.12.2013                                               | AS LHV<br>Pank | AS LHV<br>Finance | AS LHV<br>Varahaldus | UAB<br>Mokilizingas | AS LHV<br>Group | Intra-<br>segment<br>income | Total          |
|----------------------------------------------------------|----------------|-------------------|----------------------|---------------------|-----------------|-----------------------------|----------------|
| Interest income                                          | 9 605          | 334               | 40                   | 1 978               | 462             | -912                        | 11 507         |
| Interest expense                                         | -2 131         | -45               | -119                 | -493                | -525            | 912                         | -2 401         |
| <b>Net interest income</b>                               | <b>7 474</b>   | <b>289</b>        | <b>-79</b>           | <b>1 485</b>        | <b>-63</b>      | <b>0</b>                    | <b>9 106</b>   |
| Fee and commission income                                | 3 666          | 2                 | 5 811                | 626                 | 0               | -6                          | 10 099         |
| Fee and commission expense                               | -878           | -1                | 0                    | 14                  | 0               | 0                           | -865           |
| <b>Net fee and commission income</b>                     | <b>2 788</b>   | <b>1</b>          | <b>5 811</b>         | <b>640</b>          | <b>0</b>        | <b>-6</b>                   | <b>9 234</b>   |
| <b>Net income</b>                                        | <b>10 262</b>  | <b>290</b>        | <b>5 732</b>         | <b>2 125</b>        | <b>-63</b>      | <b>-6</b>                   | <b>18 340</b>  |
| Net gains from financial assets                          | 2 342          | 0                 | 261                  | -6                  | 108             | 0                           | 2 705          |
| Administrative and other operating expenses, staff costs | -8 797         | -501              | -4 252               | -1 371              | -131            | 6                           | -15 046        |
| <b>Operating profit</b>                                  | <b>3 807</b>   | <b>-211</b>       | <b>1 741</b>         | <b>748</b>          | <b>-86</b>      | <b>0</b>                    | <b>5 999</b>   |
| Income/loss from associates                              | 0              | 0                 | 0                    | 0                   | 10              | 0                           | 10             |
| Impairment losses on loans and advances                  | -1 054         | -69               | 0                    | -252                | 0               | 0                           | -1 375         |
| Income tax                                               | 0              | 0                 | 0                    | -84                 | 0               | 0                           | -84            |
| Discontinued operations                                  | -205           | 0                 | 0                    | 0                   | 0               | 0                           | -205           |
| <b>Net profit</b>                                        | <b>2 548</b>   | <b>-280</b>       | <b>1 741</b>         | <b>412</b>          | <b>-76</b>      | <b>0</b>                    | <b>4 345</b>   |
| <b>Total assets</b>                                      | <b>399 577</b> | <b>4 954</b>      | <b>7 079</b>         | <b>30 581</b>       | <b>56 527</b>   | <b>-83 350</b>              | <b>415 368</b> |
| <b>Total liabilities</b>                                 | <b>372 600</b> | <b>4 734</b>      | <b>1 885</b>         | <b>27 345</b>       | <b>18 706</b>   | <b>-41 849</b>              | <b>383 421</b> |

## NOTE 6 Subsidiaries and associated companies, goodwill

As at 31.12.2015, the Group's subsidiaries which have been consolidated in these financial statements include:

- AS LHV Pank (Estonia, ownership interest 100%)
- AS LHV Varahaldus (Estonia, ownership interest 100%)
- Cuber Technology OÜ (Estonia, ownership interest 100%)
- UAB Mokilizingas (Lithuania, ownership interest 50% + 1 share)
- AS LHV Finance (Estonia, ownership interest 65% through AS LHV Pank)

In the beginning of year 2013 AS LHV Pank established a subsidiary AS LHV Finance. AS LHV Pank paid EUR 325 thousand euros of monetary contribution for 65% of ownership and a non-controlling interest paid EUR 175 thousand euros of monetary contribution for 35% of ownership. The contribution of the non-controlling interest has been reflected in the consolidated statement of changes in equity on the line "Non-controlling interest contribution to subsidiary's share capital".

As at 31.12.2015, the Group's associates include:

- OÜ Svipe (Estonia, ownership interest 33%, acquired in 2013)

Total book value of associates as of 31.12.2015 is EUR 0 thousand euros (as of 31.12.2014: EUR 36 thousand; as of 31.12.2013: EUR 131 thousand) as in 2015 investment of OÜ Svipe was impaired by EUR 36 thousand. In 2014 the interest of associates AS LHV Capital for the amount of EUR 79 thousand and SIA Euveca Livonia Partner for the amount of EUR 2 thousand were sold and investment of OÜ Svipe was impaired by 14 thousand euros.

In January 2015, subsidiary AS LHV Pank disposed its Finnish branch for the amount of 3 000 thousand euros. The transfer included all assets and rights connected with the business and all obligations, liabilities and undertakings.

Dormant subsidiary LHV Finance Oy was liquidated in 2015.

As at 31.12.2015, goodwill in amount EUR 1 044 thousand in the consolidated financial statements of AS LHV Group consists of:

- positive goodwill which had arisen on the acquisition of the ownership interests in AS LHV Varahaldus in the amount of EUR 482 thousand;
- positive goodwill which had arisen after the conclusion of a purchase contract of AS LHV Varahaldus entered into in 2009 in the amount of EUR 562 thousand.

Impairment tests were performed as at 31.12.2015, 31.12.2014 and as at 31.12.2013. The cash generating unit of goodwill is AS

LHV Varahaldus. The calculation of the value in use is based on the following assumptions:

- the volume of assets under management is expected to increase 17% per annum (2014: 22%; 2013: 29%)
- increase of income of fund manager is expected to be average of 6% per annum (2014: 13%; 2013: 21%);
- due to the economic environment, growth of 4% in indirect costs is expected per annum (2014: 4%; 2013: 14%);
- the discount rate used is 15% (2014: 13%; 2013: 11%).

When using the main assumptions, the management used previous years' experience and its best estimate in respect of probable expectations. Expectations are more conservative due to the changes in the market situation and legislation. Based on the results of the impairment test performed as at 31.12.2015, 31.12.2014 and as at 31.12.2013, the recoverable amount of cash generating unit is higher than its carrying amount, as a result of which no impairment losses have been recognized.

On 7<sup>th</sup> of August 2013 AS LHV Group acquired 50% + 1 shares of UAB „Snoro Lizingas“. Business name was changed to UAB Mokilizingas due to negative image of former name. UAB Mokilizingas acts in a field of consumer finance offering hire purchase of wide range of consumer goods and services and consumer loans as well as financial lease services for legal entities.

AS LHV Group recognised the acquisition of UAB Mokilizingas in accordance with requirements of IFRS 3 by carrying out purchase price allocation. In the course of the purchase price allocation, the value of assets of the UAB Mokilizingas was assessed and the assets were recognised in fair value. Fair value of assets was assessed as at 30.06.2013. There were no significant and one-off transactions or events between the transaction date (7.08.2013) and date of the financial information used for the purchase price allocation (30.06.2013), which is the date closest to the transaction date with reliable financial information available, that have had a significant impact on the value of net assets acquired.

Upon an acquisition of UAB Mokilizingas no trademark has been identified. After the transaction the business was rebranded immediately as the previous brand name "Snoras Lizingas" was associated with its bankrupt parent company Snoras Bank.

Acquisition-related costs (due diligence and other) of EUR 30 thousand have been charged to administrative expenses in the consolidated statement of profit or loss for the year ended 31 December 2013.

The total fair value of consumer loan and financial lease receivables and other receivables was 21 140 thousand euros and includes consumer loan and financial lease receivables with a fair value of 20 796 thousand euros. The gross contractual

amount for these receivables due was 21 742 thousand euros, of which 602 thousand euros was expected to be uncollectible.

share of fair value of net assets recorded at purchase price allocation, being amount EUR 1 412 thousand.

The fair value of the non-controlling interest in UAB Mokilizingas, an unlisted company, was estimated by using the proportionate

| (EUR thousand)                                            | Fair values recorded on acquisition |
|-----------------------------------------------------------|-------------------------------------|
| Cash and cash equivalents                                 | 1 404                               |
| Loans and advances to customers                           | 21 286                              |
| Other financial assets                                    | 457                                 |
| Other current and non-current assets                      | 1 437                               |
| Other financial and non-financial liabilities             | -2 552                              |
| Loans received                                            | -19 208                             |
| <b>Total net assets identified</b>                        | <b>2 824</b>                        |
| <b>Amount paid by the Group</b>                           | <b>1 100</b>                        |
| <b>Negative goodwill acquired by the Group</b>            | <b>312</b>                          |
| <b>Non-controlling interest</b>                           | <b>1 412</b>                        |
| <b>Inflow of cash and cash equivalents on acquisition</b> | <b>304</b>                          |

Set out below are the summarised financial information for each subsidiary that has non-controlling interests that are material to the Group. The information disclosed is the amount before inter-company eliminations.

| Summarised statement of Financial Position               | UAB Mokilizingas |              |              | AS LHV Finance |            |            |
|----------------------------------------------------------|------------------|--------------|--------------|----------------|------------|------------|
|                                                          | 31.12.2015       | 31.12.2014   | 31.12.2013   | 31.12.2015     | 31.12.2014 | 31.12.2013 |
| Loans and advances to customers and other current assets | 39 429           | 31 877       | 30 494       | 25 233         | 12 628     | 4 861      |
| Non-current assets                                       | 129              | 79           | 87           | 132            | 143        | 93         |
| Current liabilities                                      | 1 611            | 1 104        | 3 345        | 2 041          | 1 633      | 1 038      |
| Non-current liabilities                                  | 33 000           | 27 000       | 24 000       | 21 123         | 10 471     | 3 696      |
| <b>Total net assets</b>                                  | <b>4 947</b>     | <b>3 852</b> | <b>3 236</b> | <b>2 201</b>   | <b>667</b> | <b>220</b> |

| Summarised statement of Profit or Loss and Other Comprehensive Income        | UAB Mokilizingas |            |                   | AS LHV Finance |            |             |
|------------------------------------------------------------------------------|------------------|------------|-------------------|----------------|------------|-------------|
|                                                                              | 2015             | 2014       | II half-year 2013 | 2015           | 2014       | 2013        |
| Total net revenue                                                            | 5 502            | 4 615      | 2 119             | 3 283          | 1 624      | 290         |
| Profit before income tax                                                     | 1 364            | 767        | 496               | 1 528          | 446        | -280        |
| Income tax expense                                                           | -269             | -151       | -84               | 0              | 0          | 0           |
| <b>Net profit</b>                                                            | <b>1 095</b>     | <b>616</b> | <b>412</b>        | <b>1 528</b>   | <b>446</b> | <b>-280</b> |
| Total profit and other comprehensive income                                  | 1 095            | 616        | 412               | 1 528          | 446        | -280        |
| Profit and other comprehensive income allocated to non-controlling interests | 547              | 308        | 206               | 535            | 156        | -98         |

| Summarised statement of Cash Flows                          | UAB Mokilizingas |            |                   | AS LHV Finance |          |          |
|-------------------------------------------------------------|------------------|------------|-------------------|----------------|----------|----------|
|                                                             | 2015             | 2014       | II half-year 2013 | 2015           | 2014     | 2013     |
| Cash generated from operations                              | -4 607           | -1 686     | -3 394            | -9 957         | -6 393   | -4 056   |
| Interest paid                                               | -1 171           | -1 138     | -493              | -633           | -286     | -32      |
| Income tax paid                                             | -269             | -151       | -84               | 0              | 0        | 0        |
| Net cash generated from/(used in) operating activities      | -6 047           | -2 975     | -3 971            | -10 590        | -6 679   | -4 088   |
| Net cash generated from/(used in) investing activities      | -41              | -41        | -10               | -62            | -96      | -108     |
| Net cash generated from/(used in) financing activities      | 6 017            | 3 000      | 4 867             | 10 652         | 6 775    | 4 196    |
| <b>Net increase/(decrease) in cash and cash equivalents</b> | <b>-71</b>       | <b>-16</b> | <b>886</b>        | <b>0</b>       | <b>0</b> | <b>0</b> |
| Cash and cash equivalents at beginning of year              | 1 174            | 1 190      | 304               | 0              | 0        | 0        |
| Cash and cash equivalents at end of year                    | 1 103            | 1 174      | 1 190             | 0              | 0        | 0        |

## NOTE 7 Net interest income

| Interest income                                                         | 2015          | 2014          | 2013          |
|-------------------------------------------------------------------------|---------------|---------------|---------------|
| Corporate loans                                                         | 14 251        | 9 768         | 6 623         |
| <i>incl. loans to related parties (Note 25)</i>                         | 47            | 155           | 197           |
| Hire purchase                                                           | 6 835         | 4 442         | 334           |
| Consumer loans                                                          | 2 707         | 1 993         | 773           |
| Leasing                                                                 | 1 388         | 1 024         | 441           |
| <i>incl. loans to related parties (Note 25)</i>                         | 7             | 4             | 1             |
| Leveraged loans and lending of securities                               | 715           | 833           | 833           |
| From debt securities                                                    | 395           | 501           | 1 105         |
| <i>incl. debt securities available-for-sale</i>                         | 36            | 79            | 601           |
| <i>incl. debt securities at fair value through profit or loss</i>       | 359           | 422           | 504           |
| Credit card loans                                                       | 408           | 326           | 232           |
| Mortgage loans                                                          | 327           | 148           | 26            |
| From balances with credit institutions and investment companies         | 94            | 43            | 24            |
| From balances with central bank                                         | -176          | 19            | 45            |
| Other loans                                                             | 424           | 402           | 1 071         |
| <b>Total</b>                                                            | <b>27 368</b> | <b>19 499</b> | <b>11 507</b> |
| <b>Interest expense</b>                                                 |               |               |               |
| Deposits from customers and loans received                              | -2 763        | -1 780        | -2 401        |
| <i>incl. loans from related parties (Note 25)</i>                       | 87            | 63            | 1             |
| Subordinated debt (Note 21)                                             | -1 372        | -1 245        | -526          |
| <i>incl. loans from related parties (Note 25)</i>                       | -411          | -327          | -205          |
| <b>Total</b>                                                            | <b>-4 135</b> | <b>-3 025</b> | <b>-2 927</b> |
| <b>Net interest income</b>                                              | <b>23 233</b> | <b>16 474</b> | <b>9 106</b>  |
| <b>Interest income of loans by customer location</b>                    |               |               |               |
| <b>(interests from bank balances and debt securities not included):</b> | <b>2015</b>   | <b>2014</b>   | <b>2013</b>   |
| Estonia                                                                 | 20 868        | 13 837        | 8 229         |
| Latvia                                                                  | 31            | 37            | 42            |
| Lithuania                                                               | 6 156         | 5 062         | 2 062         |
| <b>Total</b>                                                            | <b>27 055</b> | <b>18 936</b> | <b>10 333</b> |

Interests calculated on impaired loans in 2015 is EUR 88 (2014: EUR 54; 2013: EUR 9) thousand.

## NOTE 8 Net fee and commission income

| Fee and commission income                   | 2015          | 2014          | 2013          |
|---------------------------------------------|---------------|---------------|---------------|
| Security brokerage and commission fees      | 2 572         | 2 175         | 2 066         |
| <i>incl. related parties (Note 25)</i>      | 0             | 0             | 3             |
| Asset management and related fees           | 10 227        | 9 212         | 6 429         |
| <i>Incl. funds managed by the Group*</i>    | 8 719         | 8 093         | 5 675         |
| Currency exchange fees                      | 731           | 393           | 350           |
| Fees from cards and settlements             | 2 128         | 770           | 399           |
| Fees related to collection of debts         | 6             | 7             | 0             |
| Fee for Snoras portfolio administration**   | 276           | 526           | 515           |
| Other fee and commission income             | 861           | 608           | 340           |
| <b>Total</b>                                | <b>16 801</b> | <b>13 691</b> | <b>10 099</b> |
| <b>Fee and commission expense</b>           |               |               |               |
| Security brokerage and commission fees paid | -707          | -517          | -504          |
| Expenses related to cards                   | -619          | -458          | -292          |
| Expenses related to acquiring               | -441          | -66           | 0             |
| Other fee expense                           | -369          | -102          | -69           |
| <b>Total</b>                                | <b>-2 136</b> | <b>-1 143</b> | <b>-865</b>   |
| <b>Net fee and commission income</b>        | <b>14 665</b> | <b>12 548</b> | <b>9 234</b>  |

\* Commission fees from pension and investment funds are calculated as a fixed percentage of total assets of the fund and varies between 0,9% -2% p.a.

\*\* Mokilizingas is providing portfolio administration services to Snoras Bank, to whom the portfolio was sold in 2011.

| Fee and commission income by customer location: | 2015          | 2014          | 2013          |
|-------------------------------------------------|---------------|---------------|---------------|
| Estonia                                         | 15 441        | 11 921        | 8 883         |
| Latvia                                          | 84            | 113           | 120           |
| Lithuania                                       | 1 008         | 972           | 888           |
| Finland                                         | 8             | 20            | 0             |
| Sweden                                          | 96            | 665           | 208           |
| Luxembourg                                      | 164           | 0             | 0             |
| <b>Total</b>                                    | <b>16 801</b> | <b>13 691</b> | <b>10 099</b> |

## NOTE 9 Operating expenses

|                                               | 2015          | 2014         | 2013         |
|-----------------------------------------------|---------------|--------------|--------------|
| Wages, salaries and bonuses                   | 8 297         | 6 489        | 4 633        |
| Social security and other taxes*              | 2 680         | 2 065        | 1 525        |
| <b>Total staff costs</b>                      | <b>10 977</b> | <b>8 554</b> | <b>6 158</b> |
| IT expenses                                   | 1 371         | 1 209        | 855          |
| Information services and banking services     | 702           | 584          | 453          |
| Marketing expenses                            | 3 896         | 4 198        | 2 966        |
| Office expenses                               | 447           | 418          | 355          |
| Transportation and communication costs        | 246           | 178          | 122          |
| Training and travelling expenses of employees | 312           | 260          | 166          |
| Other outsourced services                     | 2 909         | 1 899        | 1 695        |
| Other administrative expenses                 | 1 331         | 1 003        | 868          |

|                                       |               |               |               |
|---------------------------------------|---------------|---------------|---------------|
| Depreciation                          | 791           | 682           | 515           |
| Operating lease payments              | 911           | 850           | 760           |
| Other operating expenses              | 214           | 94            | 197           |
| <b>Total other operating expenses</b> | <b>13 130</b> | <b>11 375</b> | <b>8 952</b>  |
| <b>Total operating expenses</b>       | <b>24 107</b> | <b>19 929</b> | <b>15 110</b> |

\* lump-sum payment of social, health and other insurances

The average number of employees working for LHV Group in 2015 was 303 (2014: 272; 2013: 212).

## NOTE 10 Due from central bank, credit institutions and investment companies

|                                                             | 31.12.2015     | 31.12.2014    | 31.12.2013     |
|-------------------------------------------------------------|----------------|---------------|----------------|
| Demand and term deposits with maturity less than 3 months * | 30 657         | 38 702        | 18 470         |
| Statutory reserve capital at central bank                   | 6 138          | 4 498         | 3 397          |
| Demand deposit from central bank *                          | 193 706        | 40 929        | 130 442        |
| <b>Total</b>                                                | <b>230 501</b> | <b>84 129</b> | <b>152 309</b> |
| * cash and cash equivalents in the statement of cash flows  | 224 363        | 79 631        | 148 912        |

Distribution of receivables by countries is presented in Note 3.5. Mandatory banking reserve as at 31.12.2015 was 1% (2014 and 2013: 1%) of all financial resources collected (deposits from

customers and loans received). The reserve requirement is to be fulfilled as a monthly average in euros or in the foreign securities preapproved by the central bank.

## NOTE 11 Available-for-sale financial assets

The Group has available-for-sale debt securities portfolio which resulted from reclassification of held-to-maturity portfolio in 2013. The balance of other reserve in equity as of 31.12.2015 is EUR -23 thousand (31.12.2014: EUR -6 thousand; 31.12.2013: EUR -27 thousand), see also Note 22.

In 2015, no gains or losses arose (2014: a gain of EUR 4 thousand was recognized in statement of profit or loss) from the sales of debt securities. In 2013, as a result of reclassification and sales of the portfolio a gain of EUR 2 228 thousand was recognized in statement of profit or loss.

|                                                                    |               |
|--------------------------------------------------------------------|---------------|
| <b>Available-for-sale financial assets 31.12.2012</b>              | <b>0</b>      |
| Reclassification of the portfolio                                  | 72 459        |
| Proceeds from disposal of assets available-for-sale                | -61 130       |
| Interest income (Note 7)                                           | 601           |
| Revaluation of available-for-sale assets                           | -27           |
| <b>Available-for-sale financial assets 31.12.2013</b>              | <b>11 903</b> |
| Proceeds from disposal and maturities of assets available-for-sale | -7 730        |
| Interest income (Note 7)                                           | 79            |
| Revaluation of available-for-sale assets                           | 21            |
| <b>Available-for-sale financial assets 31.12.2014</b>              | <b>4 273</b>  |
| Proceeds from disposal and maturities of assets available-for-sale | -784          |
| Interest income (Note 7)                                           | 36            |
| Revaluation of available-for-sale assets                           | -17           |
| <b>Available-for-sale financial assets 31.12.2015</b>              | <b>3 508</b>  |

## NOTE 12 Financial assets and liabilities at fair value through profit or loss

| <b>Securities held for trading:</b>                                                 | <b>31.12.2015</b> | <b>31.12.2014</b> | <b>31.12.2013</b> |
|-------------------------------------------------------------------------------------|-------------------|-------------------|-------------------|
| Shares and fund units                                                               | 352               | 519               | 460               |
| Debt securities                                                                     | 99 907            | 139 145           | 32 026            |
| <b>Designated as at fair value through profit or loss upon initial recognition:</b> |                   |                   |                   |
| Fund units                                                                          | 6 349             | 5 588             | 4 216             |
| <i>incl. investments in managed pension funds</i>                                   | 6 349             | 5 588             | 4 006             |
| <i>incl. investments in managed investment funds</i>                                | 0                 | 0                 | 210               |
| <b>Total financial assets</b>                                                       | <b>106 608</b>    | <b>145 252</b>    | <b>36 702</b>     |
| Interest rate swaps and foreign exchange forwards                                   | 89                | 302               | 433               |
| <b>Total financial liabilities</b>                                                  | <b>89</b>         | <b>302</b>        | <b>433</b>        |

### **Financial assets at fair value through profit or loss 31.12.2012** **48 899**

|                                                                           |         |
|---------------------------------------------------------------------------|---------|
| Net changes of investment securities at fair value through profit or loss | -13 706 |
| Interest income (Note 7)                                                  | 504     |
| Revaluation                                                               | 375     |

### **Financial assets at fair value through profit or loss 31.12.2013** **36 702**

|                                                                           |         |
|---------------------------------------------------------------------------|---------|
| Net changes of investment securities at fair value through profit or loss | 108 107 |
| Interest income (Note 7)                                                  | 422     |
| Revaluation                                                               | 21      |

### **Financial assets at fair value through profit or loss 31.12.2014** **145 252**

|                                                                           |         |
|---------------------------------------------------------------------------|---------|
| Net changes of investment securities at fair value through profit or loss | -38 974 |
| Interest income (Note 7)                                                  | 359     |
| Revaluation                                                               | -29     |

### **Financial assets at fair value through profit or loss 31.12.2015** **106 608**

Bid price is the fair value of investments in the case of publicly listed securities (Note 3.6). In 2015, a gain of EUR 124 thousand was recognised on the revaluation of debt securities (2014: EUR 280 thousand; 2013: EUR -43 thousand) and a loss arose on the revaluation of interest rate swaps in the amount of EUR 12 thousand (2014: EUR -70 thousand; 2013: EUR -7 thousand ).

The volume of pension and investment fund assets managed by the Group as at 31.12.2015 was EUR 570 million (31.12.2014: EUR 504 million; 31.12.2013: EUR 374 million).

## NOTE 13 Discontinued operations

At 9<sup>th</sup> of January 2015, the Group disposed of the business of the branch in Finland, therefore in these financial statements assets and liabilities related to the branch are presented separately as assets and liabilities held for sale. The fair value of these assets and liabilities did not differ from their carrying amount at the time of sale. The effective interest rate of Finnish branch consumer loans issued is at the same level as the interest rate of the loan product offered in the market and it can be stated that the carrying amount of loans does not significantly differ from their fair value.

The fair value level of consumer loans is 3 as significant judgmental assumptions are used for the valuation process.

| <b>Assets and liabilities</b>        | <b>31.12.2014</b> |
|--------------------------------------|-------------------|
| Loans and advances from customers    | 14 813            |
| Tangible assets                      | 60                |
| Other long-term assets               | 600               |
| <b>Total assets</b>                  | <b>15 473</b>     |
| Accrued expenses and deferred income | 220               |
| <b>Total liabilities</b>             | <b>220</b>        |

| <b>Net income from discontinued operations:</b>             | <b>2015</b>  | <b>2014</b>  | <b>2013</b> |
|-------------------------------------------------------------|--------------|--------------|-------------|
| Interest income                                             | 0            | 4 649        | 3 403       |
| Fee and commissions income                                  | 0            | 384          | 341         |
| Other financial income                                      | 2 936        | 0            | 0           |
| Total expenses                                              | -755         | -3 111       | -3 949      |
| <b>Net profit for the year from discontinued operations</b> | <b>2 181</b> | <b>1 922</b> | <b>-205</b> |

Information regarding credit quality of the Finnish branch loans and advances to customers is disclosed in Note 3.2.2. The maximum exposure to credit risk is the total balance at reporting date 14 813 thousand euros and the consumer loans are not collateralised. Analysis of the ageing of loans and advances to customers is disclosed in Note 3.2.2.

The changes in allowance account for credit losses is provided in Note 14. In 2014 and 2013, the credit loss changes are presented in "Consumer loan" column, aggregated with other consumer loan losses. In 2014, the reclassification is presented in separate line "Re-classified impairment provisions from discontinued operations".

## NOTE 14 Loans and advances to customers

|                                 | <b>31.12.2015</b> | <b>31.12.2014</b> | <b>31.12.2013</b> |
|---------------------------------|-------------------|-------------------|-------------------|
| <b>Loans to legal entities</b>  | <b>322 883</b>    | <b>242 927</b>    | <b>151 736</b>    |
| incl. corporate loans           | 257 140           | 207 506           | 128 819           |
| incl. leasing                   | 31 124            | 24 261            | 14 691            |
| incl. overdraft                 | 29 548            | 6 871             | 3 918             |
| incl. leveraged loans           | 4 733             | 4 164             | 4 218             |
| incl. hire-purchase             | 220               | 64                | 0                 |
| incl. credit card loans         | 118               | 61                | 47                |
| incl. mortgage loans            | 0                 | 0                 | 43                |
| <b>Loans to individuals</b>     | <b>91 794</b>     | <b>61 566</b>     | <b>58 917</b>     |
| incl. hire-purchase             | 46 580            | 33 688            | 21 854            |
| incl. mortgage loans            | 15 395            | 5 980             | 1 948             |
| incl. consumer loans            | 17 991            | 9 470             | 23 645            |
| incl. leasing                   | 5 544             | 4 393             | 3 436             |
| incl. leveraged loans           | 2 712             | 5 032             | 5 739             |
| incl. credit card loans         | 3 503             | 2 898             | 2 251             |
| incl. overdraft                 | 69                | 92                | 29                |
| incl. other loans               | 0                 | 13                | 15                |
| <b>Total</b>                    | <b>414 677</b>    | <b>304 493</b>    | <b>210 653</b>    |
| incl. related parties (note 25) | 2 458             | 2 023             | 894               |
| Impairment provisions           | -4 680            | -3 461            | -3 885            |
| <b>Total</b>                    | <b>409 997</b>    | <b>301 032</b>    | <b>206 768</b>    |

| Changes in impairments in 2015               | Corporate loans incl overdraft | Consumer loans | Credit cards | Hire-purchase | Leasing     | Leveraged loans | Other loans incl mortgage | Total         |
|----------------------------------------------|--------------------------------|----------------|--------------|---------------|-------------|-----------------|---------------------------|---------------|
| Balance as at 1 January                      | -1 541                         | -1 056         | -91          | -670          | -85         | -18             | 0                         | -3 461        |
| Impairment provisions set up during the year | -149                           | -53            | -63          | -2 015        | -264        | 0               | -77                       | -2 621        |
| Written off during the year                  | 4                              | 17             | 44           | 1 319         | 0           | 18              | 0                         | 1 402         |
| <b>Balance as at December 31</b>             | <b>-1 686</b>                  | <b>-1 092</b>  | <b>-110</b>  | <b>-1 366</b> | <b>-349</b> | <b>0</b>        | <b>-77</b>                | <b>-4 680</b> |

| Changes in impairments in 2014                                   | Corporate loans incl overdraft | Consumer loans | Credit cards | Hire-purchase | Leasing    | Leveraged loans | Total         |
|------------------------------------------------------------------|--------------------------------|----------------|--------------|---------------|------------|-----------------|---------------|
| Balance as at 1 January                                          | -870                           | -2 629         | -83          | -169          | -116       | -18             | -3 885        |
| Impairment provisions set up during the year                     | -671                           | -1 158         | -43          | -913          | 31         | 0               | -2 754        |
| Written off during the year                                      | 0                              | 1 228          | 35           | 412           | 0          | 0               | 1 675         |
| Re-classified impairment provisions from discontinued operations | 0                              | 1 503          | 0            | 0             | 0          | 0               | 1 503         |
| <b>Balance as at December 31</b>                                 | <b>-1 541</b>                  | <b>-1 056</b>  | <b>-91</b>   | <b>-670</b>   | <b>-85</b> | <b>-18</b>      | <b>-3 461</b> |

| Changes in impairments in 2013               | Corporate loans | Consumer loans | Credit cards | Hire-purchase | Leasing     | Leveraged loans | Total         |
|----------------------------------------------|-----------------|----------------|--------------|---------------|-------------|-----------------|---------------|
| Balance as at 1 January                      | -26             | -1 029         | -34          | 0             | 0           | -18             | -1 107        |
| Impairment provisions set up during the year | -858            | -1 679         | -49          | -169          | -116        | 0               | -2 871        |
| Written off during the year                  | 14              | 79             | 0            | 0             | 0           | 0               | 93            |
| <b>Balance as at December 31</b>             | <b>-870</b>     | <b>-2 629</b>  | <b>-83</b>   | <b>-169</b>   | <b>-116</b> | <b>-18</b>      | <b>-3 885</b> |

The "Impairment losses on loans and advances" disclosed in statement of profit or loss differ from the "Impairment provisions set up during the year" due to recoveries of written off loans and advances from customers in 2015 in amount EUR 1 254 (2014: EUR 1 074; 2013: 1 496 EUR) thousand, which have been credited to "Impairment losses on loans and advances" line.

| Net and gross investments on finance leases according to remaining maturity | Gross investment | Unearned future interest income | Impairment loss provision | Present value of lease payments receivable |
|-----------------------------------------------------------------------------|------------------|---------------------------------|---------------------------|--------------------------------------------|
| up to 1 year                                                                | 11 446           | -1 078                          | -102                      | 10 266                                     |
| 1-5 years                                                                   | 27 960           | -1 487                          | -245                      | 26 228                                     |
| over 5 years                                                                | 180              | -4                              | -2                        | 174                                        |
| <b>Total as at 31.12.2015</b>                                               | <b>39 586</b>    | <b>-2 569</b>                   | <b>-349</b>               | <b>36 668</b>                              |
| up to 1 year                                                                | 9 222            | -842                            | -322                      | 8 058                                      |
| 1-5 years                                                                   | 21 908           | -1 211                          | -179                      | 20 518                                     |
| over 5 years                                                                | 275              | -197                            | 0                         | 78                                         |
| <b>Total as at 31.12.2014</b>                                               | <b>31 405</b>    | <b>-2 250</b>                   | <b>-501</b>               | <b>28 654</b>                              |
| up to 1 year                                                                | 6 650            | -422                            | -318                      | 5 910                                      |
| 1-5 years                                                                   | 13 166           | -836                            | -185                      | 12 145                                     |
| over 5 years                                                                | 193              | -120                            | -1                        | 72                                         |
| <b>Total as at 31.12.2013</b>                                               | <b>20 009</b>    | <b>-1 378</b>                   | <b>-504</b>               | <b>18 127</b>                              |

For credit risk exposures and loan collateral, see Note 3.2.  
 Distribution of loans granted by currencies is disclosed in Note 3.3.  
 Distribution of loans granted by maturity is disclosed in Note 3.4.

The geographical distribution of loans granted is disclosed in Note 3.5.  
 For interest income on loans granted, see Note 7.

## NOTE 15 Receivables from customers

|                                                        | 31.12.2015   | 31.12.2014   | 31.12.2013   |
|--------------------------------------------------------|--------------|--------------|--------------|
| Asset management fees from customers                   | 708          | 783          | 594          |
| <i>incl. related parties (Note 25)</i>                 | 703          | 735          | 549          |
| Other fees for providing services to customers         | 1 076        | 548          | 687          |
| Payments in transit                                    | 8            | 60           | 1            |
| Other receivables related to collection of receivables | 0            | 1            | 12           |
| Other receivables                                      | 234          | 174          | 213          |
| <b>Total</b>                                           | <b>2 026</b> | <b>1 566</b> | <b>1 507</b> |

All fees, other than receivables related to collection of receivables, are collected within 12 months of the balance sheet date and are considered as current asset.

## NOTE 16 Other assets

|                                                            | 31.12.2015   | 31.12.2014   | 31.12.2013   |
|------------------------------------------------------------|--------------|--------------|--------------|
| <b>Financial assets</b>                                    |              |              |              |
| Guarantee deposits of Baltic stock exchanges               | 8            | 8            | 8            |
| Guarantee deposits of VISA and MasterCard                  | 932          | 775          | 642          |
| <b>Subtotal</b>                                            | <b>940</b>   | <b>783</b>   | <b>650</b>   |
| <b>Non-financial assets</b>                                |              |              |              |
| Prepayments to Financial Supervision Authority             | 216          | 162          | 144          |
| Tax prepayments                                            | 125          | 141          | 114          |
| Repossessed assets                                         | 19           | 19           | 15           |
| Prepayments to merchants for registered customer contracts | 62           | 66           | 2 629        |
| Other prepayments *                                        | 706          | 877          | 339          |
| <b>Subtotal</b>                                            | <b>1 128</b> | <b>1 265</b> | <b>3 242</b> |
| <b>Total</b>                                               | <b>2 068</b> | <b>2 048</b> | <b>3 892</b> |

\* Prepayments include office rent, insurance, communication services, periodicals and training.

Prepayments are expected to be received or used within 12 months of the balance sheet date, and are therefore considered current assets. Guarantee deposits on the Baltic stock exchanges

are held to guarantee securities trading activity on the stock exchanges of Tallinn, Riga and Vilnius and the deposits of VISA and MasterCard to guarantee credit card transactions, and should therefore both be considered non-current assets.

## NOTE 17 Tangible and intangible assets

|                                           | Tangible assets | Intangible assets | Total        |
|-------------------------------------------|-----------------|-------------------|--------------|
| <b>Balance as at 31.12.2012</b>           |                 |                   |              |
| Cost                                      | 1 706           | 801               | 2 507        |
| Accumulated depreciation and amortisation | -1 071          | -322              | -1 393       |
| <b>Carrying amount</b>                    | <b>635</b>      | <b>479</b>        | <b>1 114</b> |
| <b>Changes in 2013:</b>                   |                 |                   |              |
| Purchase of non-current assets            | 64              | 422               | 486          |
| Acquisition of subsidiary                 | 92              | 8                 | 100          |
| Depreciation/amortisation charge          | -300            | -288              | -588         |
| <b>Balance as at 31.12.2013</b>           |                 |                   |              |
| Cost                                      | 1 862           | 1 231             | 3 093        |
| Accumulated depreciation and amortisation | -1 371          | -610              | -1 981       |

|                                             |            |            |              |
|---------------------------------------------|------------|------------|--------------|
| <b>Carrying amount</b>                      | <b>491</b> | <b>621</b> | <b>1 112</b> |
| <b>Changes in 2014:</b>                     |            |            |              |
| Purchase of non-current assets              | 166        | 364        | 530          |
| Write-off of non-current assets             | -20        | -47        | -67          |
| Depreciation/amortisation charge            | -269       | -408       | -677         |
| <b>Balance as at 31.12.2014</b>             |            |            |              |
| Cost                                        | 2 008      | 1 548      | 3 556        |
| Accumulated depreciation and amortisation   | -1 640     | -1 018     | -2 658       |
| Assets of discontinued operations (Note 13) | -60        | 0          | -60          |
| <b>Carrying amount</b>                      | <b>308</b> | <b>530</b> | <b>838</b>   |
| <b>Changes in 2015:</b>                     |            |            |              |
| Purchase of non-current assets              | 584        | 743        | 1 327        |
| Depreciation/amortisation charge            | -207       | -584       | -791         |
| Write-off of non-current assets             | -60        | 0          | -60          |
| <b>Balance as at 31.12.2015</b>             |            |            |              |
| Cost                                        | 2 592      | 2 291      | 4 883        |
| Accumulated depreciation and amortisation   | -1 907     | -1 602     | -3 509       |
| <b>Carrying amount</b>                      | <b>685</b> | <b>689</b> | <b>1 374</b> |

Tangible assets include computer technology and office equipment, furniture, capitalized costs of office renovation. Intangible assets include licences and development costs.

In 2015, as well as in 2014 and 2013, there was no indication of impairment of tangible and intangible assets.

## NOTE 18 Deposits from customers and loans received

|                                        | <b>Individuals</b> | <b>Legal entities</b> | <b>Public sector</b> | <b>31.12.2015 total</b> |
|----------------------------------------|--------------------|-----------------------|----------------------|-------------------------|
| Demand deposits                        | 127 084            | 303 153               | 2 573                | 432 810                 |
| Term deposits                          | 81 949             | 98 242                | 3 478                | 183 669                 |
| Loans received                         | 0                  | 13 000                | 2 510                | 15 510                  |
| Accrued interest liability             | 322                | 424                   | 25                   | 771                     |
| <b>Total</b>                           | <b>209 355</b>     | <b>414 819</b>        | <b>8 586</b>         | <b>632 760</b>          |
| <i>incl. related parties (Note 25)</i> | <i>828</i>         | <i>12 587</i>         | <i>0</i>             | <i>13 415</i>           |

|                                        | <b>Individuals</b> | <b>Legal entities</b> | <b>Public sector</b> | <b>31.12.2014 total</b> |
|----------------------------------------|--------------------|-----------------------|----------------------|-------------------------|
| Demand deposits                        | 77 492             | 194 976               | 1 199                | 273 667                 |
| Term deposits                          | 78 637             | 98 915                | 6 117                | 183 669                 |
| Loans received                         | 0                  | 13 534                | 3 557                | 17 091                  |
| Accrued interest liability             | 315                | 246                   | 25                   | 586                     |
| <b>Total</b>                           | <b>156 444</b>     | <b>307 671</b>        | <b>10 898</b>        | <b>475 013</b>          |
| <i>incl. related parties (Note 25)</i> | <i>2 770</i>       | <i>8 862</i>          | <i>0</i>             | <i>11 632</i>           |

|                                        | <b>Individuals</b> | <b>Legal entities</b> | <b>Public sector</b> | <b>31.12.2013 total</b> |
|----------------------------------------|--------------------|-----------------------|----------------------|-------------------------|
| Demand deposits                        | 49 187             | 105 720               | 5 790                | 160 697                 |
| Term deposits                          | 80 857             | 86 505                | 24 226               | 191 588                 |
| Loans received                         | 0                  | 107                   | 3 422                | 3 529                   |
| Accrued interest liability             | 322                | 202                   | 43                   | 567                     |
| <b>Total</b>                           | <b>130 366</b>     | <b>192 534</b>        | <b>33 481</b>        | <b>356 381</b>          |
| <i>incl. related parties (Note 25)</i> | <i>673</i>         | <i>1 726</i>          | <i>0</i>             | <i>2 399</i>            |

Loans received from public sector includes loans from Maaelu Edendamise Sihtasutus (Rural Development Foundation) in the amount of EUR 2 510 thousand (31.12.2014: EUR 3 557 thousand; 31.12.2013: EUR 3 422 thousand) with an intended purpose to finance loans to small enterprises operating in rural areas and a loan from the European Central Bank, secured with the debt securities portfolio, in the amount of EUR 13 028 thousand (31.12.2014: EUR 13 005 thousand; 31.12.2013: EUR 0) and interest rate 0,15%. The nominal interest rates of most

deposits from customers and loans received equal their effective interest rates as no other significant fees have been paid.

Distribution of deposits from customers and loans received by currency is presented in Note 3.3.

Distribution of deposits from customers and loans received by maturity is presented in Note 3.4.

Distribution of deposits from customers and loans received by geography is presented in Note 3.5.

## NOTE 19 Accounts payable and other liabilities

|                                                  | 31.12.2015    | 31.12.2014   | 31.12.2013   |
|--------------------------------------------------|---------------|--------------|--------------|
| <b>Financial liabilities</b>                     |               |              |              |
| Trade payables                                   | 2 812         | 1 845        | 1 503        |
| Payables to merchants                            | 210           | 490          | 2 873        |
| Other short-term financial liabilities           | 473           | 515          | 597          |
| Accrued interest on subordinated loans (Note 21) | 205           | 38           | 81           |
| Payments in transit                              | 13 455        | 611          | 239          |
| Financial guarantee contracts issued             | 133           | 98           | 69           |
| <b>Subtotal</b>                                  | <b>17 288</b> | <b>3 597</b> | <b>5 362</b> |
| <b>Non-financial liabilities</b>                 |               |              |              |
| Performance guarantee contracts issued           | 158           | 182          | 122          |
| Tax liabilities                                  | 933           | 491          | 371          |
| Payables to employees                            | 1 083         | 902          | 734          |
| <i>incl. related parties (Note 25)</i>           | <i>100</i>    | <i>140</i>   | <i>75</i>    |
| Other short-term liabilities                     | 675           | 301          | 383          |
| <b>Subtotal</b>                                  | <b>2 849</b>  | <b>1 876</b> | <b>1 610</b> |
| <b>Total</b>                                     | <b>20 137</b> | <b>5 473</b> | <b>6 972</b> |

Payables to employees consist of unpaid salaries, bonus accruals and vacation pay accrual for the reporting period and the increase in liabilities is caused by the increase in the number of employees during the year. Payments in transit consist of foreign payments and payables to customers related to intermediation of securities

transactions, for which the customer's current account have been debited. All liabilities, except for financial guarantees, are payable within 12 months and are therefore recognised as current liabilities.

## NOTE 20 Operating lease

The Group leases office premises under the operating lease terms. All lease agreements are cancellable upon the consent of both parties. The minimum unilaterally non-cancellable lease

payable in the next period are disclosed in the table below. In 2015, the operating lease payments for office premises in the amount of EUR 736 thousand (2014: EUR 663 thousand; 2013: EUR 629 thousand).

|                                                        | Up to 1 year | 1 to 5 year | Total        |
|--------------------------------------------------------|--------------|-------------|--------------|
| Non-cancellable lease payables as of <b>31.12.2013</b> | 558          | 633         | <b>1 191</b> |
| Non-cancellable lease payables as of <b>31.12.2014</b> | 700          | 2 550       | <b>3 250</b> |
| Non-cancellable lease payables as of <b>31.12.2015</b> | 842          | 3 241       | <b>4 083</b> |

## NOTE 21 Subordinated debts

The Group has received subordinated debts in order to increase long-term capital. In the case of default of the Group, the subordinated debts are repayable after all other debts have been paid, but before debts to shareholders are paid. The balances of subordinated debt as at the end of each reporting period is disclosed in the table below.

In October 2015, subordinated bonds were issued totalling EUR 15 000 thousand carrying a rate of interest at 6,5%. The due date of the bonds is 29 October 2025. After five years, the issuer has the right to prematurely redeem the bonds.

In June 2014, subordinated bonds were issued totalling EUR 15 900 thousand carrying a rate of interest at 7,25%. The due date of the bonds is 20 June 2024.

In June 2013, subordinated bonds were issued totalling EUR 15 450 thousand, which were redeemed in the same amount in June 2014. In addition, subordinated bonds issued in June 2011 were redeemed totalling EUR 1 000 thousand.

In December 2012, subordinated bonds were issued totalling EUR 4 500 thousand. Most of these bonds have been converted

to share capital (refer to Note 22) and the remaining bonds of EUR 750 thousand were redeemed in October 2015.

Interest expenses on subordinated bonds for each reporting period and accrued interest liabilities as at the end of each reporting period is disclosed in the table below. Interest liabilities are accounted in the statement of financial position using the effective interest rate.

*(in thousands of euros)*

|                                           |               |
|-------------------------------------------|---------------|
| <b>Subordinated debt as at 31.12.2012</b> | <b>8 268</b>  |
| Conversion to share capital               | -4 300        |
| Subordinated bonds issued                 | 15 450        |
| Conversion from share options             | 217           |
| <b>Subordinated debt as at 31.12.2013</b> | <b>19 635</b> |
| Conversion to share capital               | -2 450        |
| Subordinated bonds issued                 | 15 900        |
| Subordinated bonds redeemed               | -16 450       |
| Conversion from share options             | 15            |
| <b>Subordinated debt as at 31.12.2014</b> | <b>16 650</b> |
| Subordinated bonds redeemed               | -750          |
| Subordinated bonds issued                 | 15 000        |
| <b>Subordinated debt as at 31.12.2015</b> | <b>30 900</b> |

*(in thousands of euros)*

|                                                                          |            |
|--------------------------------------------------------------------------|------------|
| <b>Accrued interest on subordinated debts as at 31.12.2012</b>           | <b>366</b> |
| Interest calculated for 2013 (Note 7)                                    | 526        |
| Paid out during 2013                                                     | -811       |
| <b>Accrued interest on subordinated debts as at 31.12.2013 (Note 19)</b> | <b>81</b>  |
| Interest calculated for 2014 (Note 7)                                    | 1 245      |
| Paid out during 2014                                                     | -1 288     |
| <b>Accrued interest on subordinated debts as at 31.12.2014 (Note 19)</b> | <b>38</b>  |
| Interest calculated for 2015 (Note 7)                                    | 1 372      |
| Paid out during 2015                                                     | -1 205     |
| <b>Accrued interest on subordinated debts as at 31.12.2015 (Note 19)</b> | <b>205</b> |

## NOTE 22 Shareholders' equity in the public limited company

| Transactions with share capital and share premium                | Date       | Share price | Share capital | Share premium | Total        |
|------------------------------------------------------------------|------------|-------------|---------------|---------------|--------------|
| <b>Share capital as at 31.12.2012</b>                            |            |             | <b>17 382</b> | <b>18 827</b> |              |
| Conversion of subordinated bonds issued in 2010 to share capital | March 2013 | 2,50        | 1 200         | 1 800         | 3 000        |
| Conversion of subordinated bonds issued in 2012 to share capital | June 2013  | 3,00        | 433           | 867           | 1 300        |
| Paid in share capital                                            | July 2013  | 3,00        | 187           | 377           | 564          |
| <b>Total transactions in 2013</b>                                |            |             | <b>1 820</b>  | <b>3 044</b>  | <b>4 864</b> |
| <b>Share capital as at 31.12.2013</b>                            |            |             | <b>19 202</b> | <b>21 871</b> |              |
| Conversion of subordinated bonds issued in 2012                  | June 2014  | 3,75        | 654           | 1 796         | 2 450        |
| Paid in share capital                                            | June 2014  | 3,95        | 3 500         | 10 325        | 13 825       |

|                                       |               |               |               |
|---------------------------------------|---------------|---------------|---------------|
| <b>Total transactions in 2014</b>     | <b>4 154</b>  | <b>12 121</b> | <b>16 275</b> |
| <b>Share capital as at 31.12.2014</b> | <b>23 356</b> | <b>33 992</b> |               |
| <b>Share capital as at 31.12.2015</b> | <b>23 356</b> | <b>33 992</b> |               |

Share capital is paid in full through cash contributions. The nominal value of the shares is 1 euro and as at 31.12.2015 the number of shares amounted to 23 356 005 (31.12.2014: 23 356 005; 31.12.2013: 19 202 669).

According to AS LHV Group's articles of association, the minimum share capital is EUR 15 million and the maximum share capital is EUR 60 million (31.12.2014: EUR 15 and EUR 60 million; 31.12.2013 10 and 40 million respectively).

Rain Lõhmus who owns 28,0% of the voting rights and Andres Viisemann who owns 10,6% of the voting rights in AS LHV Group have significant influence over the company (31.12.2014: 28,0% and 8,9%; 31.12.2013: 34,5% and 10,3%, respectively).

As at 31.12.2015, the retained earnings of the Group totalled EUR 11 205 thousand (31.12.2014: accumulated deficit EUR 2 041 thousand; 31.12.2013: accumulated deficit EUR 11 032 thousand). Thus, as of 31.12.2015 it is possible to pay out dividends in amount 8 964 thousand euros and the related income tax charge would be 2 241 thousand euros. As in previous years the Group had accumulated deficit, it was not possible to pay dividends to the shareholders.

Statutory reserve capital in equity is as follows:

*(in thousands of euros)*

|                                           |            |
|-------------------------------------------|------------|
| <b>Statutory reserve as at 31.12.2012</b> | <b>223</b> |
| <b>Statutory reserve as at 31.12.2013</b> | <b>223</b> |
| Transferred from 2013 net profit          | 212        |
| <b>Statutory reserve as at 31.12.2014</b> | <b>435</b> |
| Transferred from 2014 net profit          | 460        |
| <b>Statutory reserve as at 31.12.2015</b> | <b>895</b> |

Other reserves in the consolidated statement of Changes in Equity consist of:

| <i>(in thousands of euros)</i>                       | <b>31.12.2015</b> | <b>31.12.2014</b> | <b>31.12.2013</b> |
|------------------------------------------------------|-------------------|-------------------|-------------------|
| Revaluation reserve of available-for-sale securities | -23               | -6                | -27               |
| Conversion option of subordinated bonds              | 0                 | 0                 | 15                |
| Reserve of share options granted to staff            | 574               | 138               | 0                 |
| <b>Total</b>                                         | <b>551</b>        | <b>132</b>        | <b>-12</b>        |

The Group is granting share options to the management board members and equivalent employees and department managers and equivalent employees of group companies that are part of AS LHV Group.

|                                                          | <b>Number of shares</b> | <b>Strike price per share (EUR)</b> | <b>Exercise period</b> | <b>Number of people to whom the share options were granted</b> |
|----------------------------------------------------------|-------------------------|-------------------------------------|------------------------|----------------------------------------------------------------|
| <b>Outstanding amount of share options at 31.12.2013</b> | <b>0</b>                |                                     |                        |                                                                |
| Granted amount during the period                         | 411 366                 | 2,0                                 | 01.07.2017-30.09.2017  | 35                                                             |
| <b>Outstanding amount of share options at 31.12.2014</b> | <b>411 336</b>          |                                     |                        |                                                                |
| Granted amount during the period                         | 278 594                 | 2,4                                 | 01.05.2018-31.07.2018  | 48                                                             |
| <b>Outstanding amount of share options at 31.12.2015</b> | <b>689 930</b>          |                                     |                        |                                                                |

In addition the supervisory board has approved the share options in 2016 in amount of 270 330 shares with exercise period 01.05.2019-31.07.2019.

The vesting period for all the share options program is 3 years. Vesting date is the first day of the respective exercise period.

No options expired during the periods covered by the above tables. Members of the management board and employees were unable to opt for the determined amount in cash instead of share options. Share options cannot be exchanged, sold, pledged or encumbered. Share options can be inherited. The share option agreement will

become void upon premature termination of the employment contract at the employee's initiative, exemptions to which can be made by the supervisory board of AS LHV Group, and due to termination of employment contract on an extraordinary basis by the employer for a cause related to the employee. Pursuant to the Credit Institutions Act, the supervisory board of AS LHV Group may reduce the number of share options issued or cancel share options if the overall financial results of the Group have materially deteriorated compared to the previous period, a member of the management board or employee of the Group no longer meets award criteria, the Group no longer

meets the prudential ratios, the risks of the Group are not adequately covered with own funds or determination of the performance pay was based on information which was inaccurate or incorrect to a material extent.

Total expenses arising from share-based payment transactions recognised during the period as part of staff costs was EUR 436 (2014: 138) thousand.

## NOTE 23 Assets under management

AS LHV Pank, operating as an account manager for its customers, has custody of or intermediates the following customer assets:

|                                                                                | 31.12.2015       | 31.12.2014     | 31.12.2013     |
|--------------------------------------------------------------------------------|------------------|----------------|----------------|
| Cash balance of customers                                                      | 8 416            | 6 047          | 5 620          |
| Securities of customers                                                        | 1 204 561        | 540 751        | 317 989        |
| <i>incl. shareholders of the parent company and related entities (Note 25)</i> | 38 085           | 22 029         | 17 708         |
| <b>Total</b>                                                                   | <b>1 212 977</b> | <b>546 798</b> | <b>323 609</b> |

Asset management fees for the management of these assets have been in the range of 0,015 – 0,025 % p.a. (for respective income, see Note 8).

The monetary funds of the customers who use the platform of an active securities trader or the trading system LHV Trader offered by the Bank, have been recognised as off-balance sheet assets. Due to the nature of the system, the Bank has deposited these funds in personalised accounts with its partner and as the monetary funds of these customers are not used for business purposes by the Bank (they cannot be lent to other customers or used as collateral), therefore the monetary funds are recognised as off-balance sheet assets. The Bank earns commission and interest income on intermediation of transactions in these

accounts similarly to customers' accounts reflected in the Group's financial statement. The Bank has provided contractual guarantees to its partner in respect of LHV Trader accounts, guaranteeing potential losses to be incurred from financing of the transactions executed by customers intermediated by itself (leveraging), with the primary collateral being the securities used as collateral for leveraged loans. The customer has similar guarantee to the Bank and therefore, the Bank has in substance transferred the guarantee to end customer. To avoid potential losses, the Bank has a daily practice to monitor the potential decrease of collateral and deficiency of customer accounts. In its current practice, no such losses in respect of which the guarantee provided by the Bank would apply have incurred and the Bank has not paid any compensation relating to the guarantee.

## NOTE 24 Contingent assets and liabilities

| Irrevocable transactions                   | Performance guarantees | Financial guarantees | Unused loan commitments | Total          |
|--------------------------------------------|------------------------|----------------------|-------------------------|----------------|
| Liability in contractual amount 31.12.2015 | 7 853                  | 5 369                | 118 696                 | <b>131 918</b> |
| Liability in contractual amount 31.12.2014 | 6 892                  | 2 899                | 74 086                  | <b>83 877</b>  |
| Liability in contractual amount 31.12.2013 | 5 025                  | 1 531                | 44 707                  | <b>51 263</b>  |

Tax authorities have the right to review the company's tax records for up to 5 years after submitting the tax declaration and upon finding errors, impose additional taxes, interest and fines. The tax authorities have not performed any tax audits at the Group during 2013-2015. The Group's management estimates that in 2016

there are no such circumstances which may lead the tax authorities to impose significant additional taxes on the Group.

Performance guarantees are contracts that provide compensation if another party fails to perform a contractual obligation. Such contracts do not transfer credit risk. The risk under performance

guarantee contracts is the possibility that the insured event (i.e. the failure to perform the contractual obligation by another party) occurs. The key risks the Group faces are significant fluctuations in the frequency and severity of payments incurred on such contracts relative to expectations. The Group uses historical data and statistical techniques to predict levels of such payments. Claims must be made before the contract matures and most claims are settled within short term. This allows the Group to achieve a high degree of certainty about the estimated payments and therefore future cash flows. The Group manages such risks

by constantly monitoring the level of payments for such products and has the ability to adjust its fees in the future to reflect any change in claim payments experience. The Group has a claim payment requests handling process which includes the right to review the claim and reject fraudulent or non-compliant requests. The exposure and concentration of performance guarantees expressed at the amounts guaranteed is as follows:

| According to sectors                              | 31.12.2015   | 31.12.2014   | 31.12.2013   |
|---------------------------------------------------|--------------|--------------|--------------|
| Construction                                      | 5 525        | 4 912        | 4 482        |
| Water supplies                                    | 1 789        | 1 472        | 129          |
| Manufacturing                                     | 110          | 149          | 41           |
| Professional, scientific and technical activities | 77           | 3            | 0            |
| Other areas at activities                         | 352          | 356          | 372          |
| <b>Total</b>                                      | <b>7 853</b> | <b>6 892</b> | <b>5 025</b> |

| According to internal ratings | 31.12.2015   | 31.12.2014   | 31.12.2013   |
|-------------------------------|--------------|--------------|--------------|
| 5 low credit risk             | 267          | 435          | 129          |
| 6 low credit risk             | 2 913        | 2 150        | 2 112        |
| 7 medium credit risk          | 3 284        | 2 608        | 276          |
| 8 medium credit risk          | 441          | 358          | 976          |
| 9 heightened credit risk      | 912          | 1 236        | 27           |
| 10 high credit risk           | 20           | 29           | 926          |
| 12 non-satisfactory rating    | 16           | 76           | 578          |
| <b>Total</b>                  | <b>7 853</b> | <b>6 892</b> | <b>5 025</b> |

Performance guarantees are over-collateralised as at each reporting date. Therefore, the Group has not borne any losses

from performance guarantee contracts neither in 2015 nor in previous periods.

## NOTE 25 Transactions with related parties

In preparing the financial statements of the Group, the following entities have been considered related parties:

- owners that have significant impact on the Group and the entities related to them;
- members of the management board and legal entities controlled by them (together referred to as management);
- members of the supervisory board;
- close relatives of the persons mentioned above and the entities related to them.

| Transactions                                                                                          | Note     | 2015      | 2014       | 2013       |
|-------------------------------------------------------------------------------------------------------|----------|-----------|------------|------------|
| <b>Interest income</b>                                                                                | <b>7</b> | <b>54</b> | <b>159</b> | <b>198</b> |
| <i>incl. management</i>                                                                               |          | 7         | 4          | 1          |
| <i>incl. shareholders, their related entities and close relatives that have significant influence</i> |          | 47        | 155        | 197        |
| <b>Fee and commission income</b>                                                                      | <b>8</b> | <b>0</b>  | <b>0</b>   | <b>3</b>   |
| <i>incl. management</i>                                                                               |          | 0         | 0          | 3          |
|                                                                                                       | <b>7</b> | <b>87</b> | <b>63</b>  | <b>1</b>   |

**Interest expenses from deposits**

|                                                                                                       |   |            |            |            |
|-------------------------------------------------------------------------------------------------------|---|------------|------------|------------|
| <i>incl. management</i>                                                                               |   | 1          | 1          | 1          |
| <i>incl. shareholders, their related entities and close relatives that have significant influence</i> |   | 86         | 62         | 0          |
| <b>Interest expenses from subordinated debt</b>                                                       | 7 | <b>411</b> | <b>327</b> | <b>205</b> |
| <i>incl. management</i>                                                                               |   | 23         | 21         | 10         |
| <i>incl. shareholders, their related entities and close relatives that have significant influence</i> |   | 388        | 306        | 195        |

| <b>Balances</b>                                                                                       | <b>Note</b> | <b>31.12.2015</b> | <b>31.12.2014</b> | <b>31.12.2013</b> |
|-------------------------------------------------------------------------------------------------------|-------------|-------------------|-------------------|-------------------|
| <b>Loans and receivables as at the year-end</b>                                                       |             | <b>2 458</b>      | <b>2 023</b>      | <b>894</b>        |
| <i>incl. management</i>                                                                               | 14          | 641               | 347               | 345               |
| <i>incl. shareholders, their related entities and close relatives that have significant influence</i> | 14          | 1 817             | 1 676             | 549               |
| <b>Deposits as at the year-end</b>                                                                    |             | <b>13 409</b>     | <b>11 632</b>     | <b>2 399</b>      |
| <i>incl. management</i>                                                                               | 18          | 764               | 1 010             | 474               |
| <i>incl. shareholders, their related entities and close relatives that have significant influence</i> | 18          | 12 645            | 10 622            | 1 925             |
| <b>Subordinated debt as at the year-end</b>                                                           |             | <b>6 113</b>      | <b>5 700</b>      | <b>3 450</b>      |
| <i>incl. management</i>                                                                               | 21          | 397               | 300               | 300               |
| <i>incl. shareholders, their related entities and close relatives that have significant influence</i> | 21          | 5 716             | 5 400             | 3 150             |

The table provides an overview of the material balances and transactions involving related parties. All other transactions involving the close relatives and the entities related to members of the management board and supervisory board and the minority shareholders of the parent company AS LHV Group have occurred in the course and on the terms of ordinary business.

Loans granted to related parties are issued at market conditions.

As at 31.12.2015, 31.12.2014 as well as 31.12.2013, the management did not have term deposits and the interest rate on demand deposits corresponds to the terms applicable to customers.

The subordinated debts received in October 2015 have the interest rate of 6,5%. The subordinated debts received in June 2014 have the interest rate of 7,25%, refer to Note 21. The subordinated debts received in December 2012 had the interest rate of 7% during the first three years, these loans were redeemed in October 2015.

In 2015, salaries and other compensations paid to the management of the parent AS LHV Group and its subsidiaries totalled EUR 1 196 thousand (2014: EUR 778 thousand; 2013:

EUR 743 thousand), including all taxes. As at 31.12.2015, remuneration for December and accrued holiday pay in the amount of EUR 100 thousand (31.12.2014: EUR 140 thousand; 31.12.2013: EUR 75 thousand) is reported as a payable to management (Note 19). The Group did not have any long-term payables or commitments to the members of the management board and the supervisory board as at 31.12.2015, 31.12.2014 and 31.12.2013 (pension liabilities, termination benefits, etc.). In 2015, the remuneration paid to the members of the Group's supervisory board totalled EUR 37 thousand (2014: EUR 25 thousand; 2013: EUR 23 thousand).

The Group has signed contracts with the members of the management board, which do not provide for severance benefits upon termination of the contract. In any matters not regulated by the contract, the parties adhere to the procedure specified in the legislation of the Republic of Estonia.

Management is involved with share option program. In 2015 the share options were granted to the members of the management board in the amount of EUR 191 thousand (2014: EUR 191 thousand).

Information on assets of related parties held as an account manager is presented in Note 23.

## NOTE 26 Basic earnings and diluted earnings per share

In order to calculate basic earnings per share, net profit has been divided by the weighted average number of shares issued. In order to calculate diluted earnings per share in 2014 and 2013, contingent shares have been added to ordinary shares in accordance with the right of the owner's of subordinated bonds issued in December 2012 to convert the bonds to shares, taken

into consideration of the expected conversion price at the inception of subordinated bonds. For calculation of diluted earnings per share for 2015 the annual average potential shares from subordinated bonds is used, although the last convertible bonds were redeemed in October 2015 (see Note 21) and as at 31 December 2015 no convertible bonds were outstanding.

|                                                                                                                                            | 2015        | 2014        | 2013        |
|--------------------------------------------------------------------------------------------------------------------------------------------|-------------|-------------|-------------|
| Total profit (incl. discontinued operations) attributable to owners of the parent (EUR thousand)                                           | 13 706      | 9 203       | 4 237       |
| Profit attributable to owners of the parent from continuing operations(EUR thousand)                                                       | 11 508      | 7 281       | 4 442       |
| Weighted average number of shares (in thousands of units)                                                                                  | 23 356      | 21 623      | 18 744      |
| Basic earnings per share (EUR)                                                                                                             | 0,59        | 0,43        | 0,23        |
| Basic earnings per share from continuing operations (EUR)                                                                                  | 0,49        | 0,34        | 0,24        |
| Basic earnings per share from discontinued operations (EUR)                                                                                | 0,09        | 0,09        | -0,01       |
| Weighted average number of shares used for calculating the diluted earnings per shares (in thousands of units)                             | 24 010      | 22 413      | 20 175      |
| Diluted earnings per share (EUR)                                                                                                           | 0,57        | 0,42        | 0,22        |
| Diluted earnings per share (EUR) from continuing operations                                                                                | 0,48        | 0,33        | 0,23        |
| Diluted earnings per share (EUR) from discontinued operations                                                                              | 0,09        | 0,09        | -0,01       |
| <b>Weighted average number of shares used as the denominator (in thousands of shares)</b>                                                  | <b>2015</b> | <b>2014</b> | <b>2013</b> |
| Weighted average number of ordinary shares used as the denominator in calculating basic earnings per share                                 | 23 356      | 21 623      | 18 744      |
| Adjustments for calculation of diluted earnings per share:                                                                                 |             |             |             |
| Convertible subordinated bonds                                                                                                             | 310         | 687         | 1 431       |
| Share options                                                                                                                              | 344         | 103         | 0           |
| Weighted average number of ordinary shares and potential ordinary shares used as the denominator in calculating diluted earnings per share | 24 010      | 22 413      | 20 175      |

## NOTE 27 Subsequent events

On 29<sup>th</sup> of January 2016, LHV Varahaldus entered into a sale and purchase contract of shares with Danske Bank A/S Estonia Branch, under which LHV Varahaldus is about to purchase 100% of the shares of asset management company Danske Capital AS. Completion of the transaction requires the pre-approval of the Financial Supervision Authority and the authorisation for concentration by the Competition Board. The transaction will be presumably completed during the first half of the year 2016 and

the purchase price will be confirmed at the end of the transaction. For the acquisition AS LHV Group will increase the share capital of AS LHV Varahaldus by EUR 8 243 thousand and will buy subordinated bonds issued by LHV Varahaldus in the amount of EUR 600 thousand. The financial impact of the acquisition on the Group cannot be reliably assessed before the approval of the transaction by Estonian Financial Supervision Authority and Competition Board.

## NOTE 28 Separate financial statements of parent company

In accordance with the Estonian Accounting Act, information on the separate primary financial statements of the parent of the consolidation group shall be disclosed in the notes to the financial statements.

### Statement of profit or loss and other comprehensive income of the parent

| <i>(in thousands of euros)</i>                              | <b>2015</b> | <b>2014</b> | <b>2013</b> |
|-------------------------------------------------------------|-------------|-------------|-------------|
| Interest income                                             | 1 019       | 836         | 462         |
| Interest expense                                            | -1 372      | -1 245      | -525        |
| <b>Net interest expense</b>                                 | <b>-353</b> | <b>-409</b> | <b>-63</b>  |
| Net gains/losses from investments to associates             | -36         | 53          | 0           |
| Foreign exchange rate losses                                | 0           | -12         | -4          |
| Other financial income                                      | 0           | 0           | 112         |
| <b>Net gains/losses from financial assets</b>               | <b>-36</b>  | <b>41</b>   | <b>108</b>  |
| Operating expenses                                          | -492        | -289        | -131        |
| <b>Net loss for the year</b>                                | <b>-881</b> | <b>-657</b> | <b>-86</b>  |
| <b>Total loss and other comprehensive loss for the year</b> | <b>-881</b> | <b>-657</b> | <b>-86</b>  |

**Statement of financial position of the parent**

| <i>(in thousands of euros)</i>          | <b>31.12.2015</b> | <b>31.12.2014</b> | <b>31.12.2013</b> |
|-----------------------------------------|-------------------|-------------------|-------------------|
| <b>Assets</b>                           |                   |                   |                   |
| Due from banks and investment companies | 11 270            | 3 025             | 3 596             |
| Loans granted                           | 16 622            | 12 803            | 10 579            |
| Other receivables and assets            | 89                | 7                 | 0                 |
| Investments in subsidiaries             | 56 368            | 54 420            | 42 290            |
| Investments in associates               | 0                 | 36                | 62                |
| <b>Total assets</b>                     | <b>84 349</b>     | <b>70 291</b>     | <b>56 527</b>     |
| <b>Liabilities</b>                      |                   |                   |                   |
| Accrued expenses and other liabilities  | 126               | 41                | 23                |
| Subordinated debt                       | 31 105            | 16 688            | 18 683            |
| <b>Total liabilities</b>                | <b>31 231</b>     | <b>16 729</b>     | <b>18 706</b>     |
| <b>Equity</b>                           |                   |                   |                   |
| Share capital                           | 23 356            | 23 356            | 19 202            |
| Share premium                           | 33 992            | 33 992            | 21 871            |
| Statutory reserve capital               | 895               | 435               | 223               |
| Other reserves                          | 575               | 138               | 15                |
| Accumulated deficit                     | -5 700            | -4 359            | -3 490            |
| <b>Total shareholders' equity</b>       | <b>53 118</b>     | <b>53 562</b>     | <b>37 821</b>     |
| <b>Total liabilities and equity</b>     | <b>84 349</b>     | <b>70 291</b>     | <b>56 527</b>     |

**Statement of cash flows of the parent**

| <i>(in thousands of euros)</i>                                                                | <b>2015</b>   | <b>2014</b>    | <b>2013</b>    |
|-----------------------------------------------------------------------------------------------|---------------|----------------|----------------|
| <b>Cash flows from operating activities</b>                                                   |               |                |                |
| Interest received                                                                             | 1 019         | 836            | 462            |
| Interest paid                                                                                 | -1 372        | -1 245         | -525           |
| Other financial income received/expenses paid                                                 | 0             | 0              | 112            |
| Administrative and other operating expenses paid                                              | -492          | -301           | -135           |
| <b>Cash flows from operating activities before change in operating assets and liabilities</b> | <b>-845</b>   | <b>-710</b>    | <b>-86</b>     |
| <b>Adjustments</b>                                                                            |               |                |                |
| Investments in subsidiaries from share options                                                | -398          | 0              | 0              |
| <b>Net increase/(decrease) in operating assets and liabilities:</b>                           |               |                |                |
| Net increase/(decrease) of other receivables                                                  | -14 176       | -231           | 336            |
| Net increase/(decrease) of other liabilities                                                  | 14 939        | 146            | -194           |
| <b>Net cash from/(used in) operating activities</b>                                           | <b>-480</b>   | <b>-795</b>    | <b>56</b>      |
| <b>Cash flows from investing activities</b>                                                   |               |                |                |
| Loans granted                                                                                 | -3 975        | -8 000         | -3 550         |
| Repayments of loans granted                                                                   | 0             | 6 000          | 0              |
| Disposals of subsidiaries and associates                                                      | 4 450         | 10             | 0              |
| Acquisitions of subsidiaries and associates                                                   | -6 000        | -12 041        | -10 952        |
| <b>Net cash from/(used in) investing activities</b>                                           | <b>-5 525</b> | <b>-14 051</b> | <b>-14 502</b> |
| <b>Cash flows from financing activities</b>                                                   |               |                |                |
| Paid in to share capital (incl. share premium)                                                | 0             | 13 825         | 564            |
| Disposal of treasury shares                                                                   | 0             | 0              | 1              |
| Repayment of subordinated debt                                                                | -750          | -15 450        | 0              |
| Proceeds from subordinated debt                                                               | 15 000        | 15 900         | 15 450         |
| <b>Net cash from financing activities</b>                                                     | <b>14 250</b> | <b>14 275</b>  | <b>16 015</b>  |
| <b>Increase/(decrease) in cash and cash equivalents</b>                                       | <b>8 245</b>  | <b>-571</b>    | <b>1 569</b>   |
| Cash and cash equivalents at the beginning of the financial year                              | 3 025         | 3 596          | 2 027          |
| <b>Cash and cash equivalents at the end of the financial year</b>                             | <b>11 270</b> | <b>3 025</b>   | <b>3 596</b>   |

## Statement of changes in shareholders' equity

| <i>(in thousands of euros)</i>                                                | Share capital | Share premium | Statutory reserve capital | Other reserves | Accumulated deficit/retained earnings | Treasury shares | Total         |
|-------------------------------------------------------------------------------|---------------|---------------|---------------------------|----------------|---------------------------------------|-----------------|---------------|
| <b>Balance as at 01.01.2013</b>                                               | <b>17 382</b> | <b>18 827</b> | <b>223</b>                | <b>232</b>     | <b>-3 404</b>                         | <b>-1</b>       | <b>33 259</b> |
| Conversion of subordinated bonds issued in 2010 to share capital              | 1 200         | 1 800         | 0                         | -210           | 0                                     | 0               | 2 790         |
| Conversion of subordinated bonds issued in 2012 to share capital              | 433           | 867           | 0                         | -7             | 0                                     | 0               | 1 293         |
| Paid in share capital                                                         | 187           | 377           | 0                         | 0              | 0                                     | 0               | 564           |
| Disposal of treasury shares                                                   | 0             | 0             | 0                         | 0              | 0                                     | 1               | 1             |
| Total loss and other comprehensive loss for 2013                              | 0             | 0             | 0                         | 0              | -86                                   | 0               | -86           |
| <b>Balance as at 31.12.2013</b>                                               | <b>19 202</b> | <b>21 871</b> | <b>223</b>                | <b>15</b>      | <b>-3 490</b>                         | <b>0</b>        | <b>37 821</b> |
| Carrying amount of holdings under control and significant influence           | 0             | 0             | 0                         | 0              | -41 459                               | 0               | -41 459       |
| Value of holdings under control and significant influence under equity method | 0             | 0             | 0                         | -27            | 33 917                                | 0               | 33 890        |
| <b>Adjusted unconsolidated equity as at 31.12.2013</b>                        | <b>19 202</b> | <b>21 871</b> | <b>223</b>                | <b>-12</b>     | <b>-11 032</b>                        | <b>0</b>        | <b>30 252</b> |
| <b>Balance as at 01.01.2014</b>                                               | <b>19 202</b> | <b>21 871</b> | <b>223</b>                | <b>15</b>      | <b>-3 490</b>                         | <b>0</b>        | <b>37 821</b> |
| Conversion of subordinated bonds issued in 2012 to share capital              | 654           | 1 796         | 0                         | -15            | 0                                     | 0               | 2 435         |
| Paid in share capital                                                         | 3 500         | 10 325        | 0                         | 0              | 0                                     | 0               | 13 825        |
| Transfer to statutory reserve capital                                         | 0             | 0             | 212                       | 0              | -212                                  | 0               | 0             |
| Share options                                                                 | 0             | 0             | 0                         | 138            | 0                                     | 0               | 138           |
| Total loss and other comprehensive loss for 2014                              | 0             | 0             | 0                         | 0              | -657                                  | 0               | -657          |
| <b>Balance as at 31.12.2014</b>                                               | <b>23 356</b> | <b>33 992</b> | <b>435</b>                | <b>138</b>     | <b>-4 359</b>                         | <b>0</b>        | <b>53 562</b> |
| Carrying amount of holdings under control and significant influence           | 0             | 0             | 0                         | 0              | -53 589                               | 0               | -53 589       |
| Value of holdings under control and significant influence under equity method | 0             | 0             | 0                         | -6             | 55 907                                | 0               | 55 901        |
| <b>Adjusted unconsolidated equity as at 31.12.2014</b>                        | <b>23 356</b> | <b>33 992</b> | <b>435</b>                | <b>132</b>     | <b>-2 041</b>                         | <b>0</b>        | <b>55 874</b> |
| <b>Balance as at 01.01.2015</b>                                               | <b>23 356</b> | <b>33 992</b> | <b>435</b>                | <b>138</b>     | <b>-4 359</b>                         | <b>0</b>        | <b>53 562</b> |
| Transfer to statutory reserve capital                                         | 0             | 0             | 460                       | 0              | -460                                  | 0               | 0             |
| Share options                                                                 | 0             | 0             | 0                         | 437            | 0                                     | 0               | 437           |
| Total loss and other comprehensive loss for 2015                              | 0             | 0             | 0                         | 0              | -881                                  | 0               | -881          |
| <b>Balance as at 31.12.2015</b>                                               | <b>23 356</b> | <b>33 992</b> | <b>895</b>                | <b>575</b>     | <b>-5 700</b>                         | <b>0</b>        | <b>53 118</b> |
| Carrying amount of holdings under control and significant influence           | 0             | 0             | 0                         | 0              | -55 535                               | 0               | -55 535       |
| Value of holdings under control and significant influence under equity method | 0             | 0             | 0                         | -24            | 72 440                                | 0               | 72 416        |
| <b>Adjusted unconsolidated equity as at 31.12.2015</b>                        | <b>23 356</b> | <b>33 992</b> | <b>895</b>                | <b>551</b>     | <b>11 205</b>                         | <b>0</b>        | <b>69 999</b> |

Adjusted unconsolidated equity is the maximum amount that can be distributed to shareholders' according to Estonian legislation.

## Signatures of the management board to the consolidated annual report

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The management board has prepared the management report and the consolidated financial statements of AS LHV Group for the financial year ended 31 December 2015. The consolidated financial statements present a true and fair view of the Group's financial position, the results of operations and its cash flows.

08.03.2016

Erkki Raasuke





## **INDEPENDENT AUDITOR'S REPORT**

To the Shareholders of AS LHV Group

We have audited the accompanying consolidated financial statements of AS LHV Group and its subsidiaries, which comprise the consolidated statements of financial position as of 31 December 2015, 31 December 2014 and 31 December 2013, and the consolidated statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows for the years then ended, and notes comprising a summary of significant accounting policies and other explanatory information.

### **Management Board's Responsibility for the Consolidated Financial Statements**

Management Board is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with International Financial Reporting Standards as adopted by the European Union, and for such internal control as the Management Board determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

### **Auditor's Responsibility**

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

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



## Opinion

In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of AS LHV Group and its subsidiaries as of 31 December 2015, 31 December 2014 and 31 December 2013, and their financial performance and cash flows for the years then ended in accordance with International Financial Reporting Standards as adopted by the European Union.

AS PricewaterhouseCoopers

A handwritten signature in blue ink, appearing to read 'Ago Vilu'.

Ago Vilu  
Auditor's Certificate No. 325

A handwritten signature in blue ink, appearing to read 'Verner Uibo'.

Verner Uibo  
Auditor's Certificate No. 568

8 March 2016

## Proposal for profit distribution

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The management board of LHV Group proposes to the General Meeting of Shareholders to distribute the profit of the financial year 2015 as follows:

- transfer EUR 685 thousand to statutory reserve capital;
- transfer the profit for reporting period attributable to shareholders of the parent in the amount of EUR 13 021 thousand to retained earnings.

## Signatures of the supervisory board to the annual report

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The supervisory board has reviewed the annual report which consists of the management report and the financial statements, the independent auditor's report and the profit distribution proposal, and approved it for presentation at the general meeting of shareholders.

**16.03.2016**

Chairman of the supervisory board:

**Rain Lõhmus**

Members of the supervisory board:

**Raivo Hein**

**Heldur Meerits**

**Tiina Möis**

**Sten Tamkivi**

**Tauno Tats**

**Andres Viisemann**

## Allocation of income according to EMTA classifiers

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### Consolidated:

| EMTAK | Activity                                     | 2015          | 2014          | 2013          |
|-------|----------------------------------------------|---------------|---------------|---------------|
| 66121 | Security and commodity contracts brokerage   | 3 709         | 3 324         | 3 435         |
| 64191 | Credit institutions (banks) (granting loans) | 29 876        | 25 419        | 15 664        |
| 64911 | Finance lease                                | 1 388         | 1 024         | 441           |
| 66301 | Fund management                              | 9 196         | 8 456         | 5 810         |
|       | <b>Total income</b>                          | <b>44 169</b> | <b>38 223</b> | <b>25 350</b> |

### Separate:

| EMTAK | Activity                        | 2015         | 2014       | 2013       |
|-------|---------------------------------|--------------|------------|------------|
| 64201 | Activities of holding companies | 1 016        | 889        | 570        |
|       | <b>Total income</b>             | <b>1 016</b> | <b>889</b> | <b>570</b> |