

Company Number 597719

**QUANTROM P2P LENDING DAC**  
**DIRECTORS' REPORT**  
**AND**  
**AUDITED FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED**  
**31 DECEMBER 2019**

# Quantrom P2P Lending DAC

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# Quantrom P2P Lending DAC

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## COMPANY INFORMATION

<b>Directors</b>	Gustav Jensen (Danish) Lars Peter Svane (Danish)
<b>Company secretary</b>	Doran & Minehane Limited The Old School Bantry Co. Cork Ireland P75 VP95
<b>Registered office</b>	59/60 O'Connell Street Limerick Ireland V94 E95T
<b>Company number</b>	597719
<b>Investment Manager</b>	Quantrom Limited 59/60 O'Connell Street Limerick Ireland V94 E95T
<b>Accountants &amp; Transfer Agent</b>	Doran & Minehane Limited 59/60 O'Connell Street Limerick Ireland V94 E95T
<b>Independent Auditor</b>	Cohen & Co. Chartered Accountants Limited 59/60 O'Connell Street Limerick Ireland V94 E95T
<b>Legal advisor</b> <i>(Irish law)</i>	Philip Lee 7/8 Wilton Terrace Dublin 2 Ireland
<b>Banker</b>	Bank of Ireland College Green Branch 2 College Green Dublin 2 Ireland D02 VR

# Quantrom P2P Lending DAC

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## DIRECTORS' REPORT

The Directors present the annual report and audited financial statements for the financial year ended 31 December 2019 for Quantrom P2P Lending DAC (the "Company").

### **Principal activities, review of the business and future developments**

The Company was incorporated on 6 February 2017. The Company's registered office is 59/60 O'Connell Street, Limerick, V94 E95T, Ireland.

The principal activity of the Company is investment in a diversified portfolio of direct loans or tranches of loans via a number of peer-to-peer lending platforms in the European Economic Area.

At 31 December 2019 and 31 December 2018, the investment assets of the Company consist of loans receivable held through four peer-to-peer lending platforms, namely, Bondora Capital OÜ ("Bondora"), Estateguru OÜ ("EstateGuru"), Fellow Finance Plc ("Fellow Finance") and AS Mintos Marketplace ("Mintos").

During 2018, the Directors noted that for the purposes of pursuing the business objective of the Company, the capital of the Company did not meet the optimal equity and debt funding mix for the Company. In October 2018, the Directors resolved to launch a Profit Participating Note ("PPN") program to issue an unlimited amount of unsecured Profit Participating Notes ("PPN's" or the "Notes") with the intention that the PPN program will be the sole mechanism for investment into the Company.

Existing shareholders of the Company were given the option to convert their shares in the Company to the Notes.

On 20 December 2018, the reduction in share capital was approved by all shareholders of the Company. Prior to the reduction, the Company had two share classes in issue, Ordinary Shares and Class B Ordinary Participating Shares.

The reduction in share capital resulted in the Ordinary Shares of the Company being reduced to EUR 100 by cancelling and extinguishing all but EUR 100 of the Company's Ordinary Shares of EUR 1 each and reducing the Class B Ordinary Participating Shares to EUR Nil by cancelling and extinguishing all Class B Ordinary Participating Shares of EUR 1 each.

On 31 December 2018, all of the Class B Ordinary Participating Shares were repurchased by the Company and Notes were issued to existing shareholders exercising their option.

The Notes are unsecured profit participating notes. The price of the Notes is equal to the principal (to the extent recoverable from the net assets of the Company attributable to the Notes) and accrued interest on the Notes at each valuation point.

Interest on the Notes is computed at each valuation point as an amount equal to the profits for accounting purposes (from valuation point to valuation point) of the Company, before deduction of interest on the Notes.

### **Principal risks and uncertainties**

The Directors consider that the following are the principal risk factors that could materially and adversely affect the Company's future operating profits or financial positions:

- The key asset of the Company is the investment in direct loans via peer-to-peer lending platforms. If a significant number of loans were to become impaired, this may have a significant adverse impact on the Company. The current economic conditions may also adversely impact the underlying borrowers meeting their loan repayments.
- The Company's loans should be segregated by the loan originators and in the case of insolvency of the loan originator the loans should be free of third party claims against the loan originator however there is no guarantee that this would be the case. As a result bankruptcy or insolvency of a loan originator may cause the Company's rights with respect to the loans to be delayed, limited or potentially lost.

# Quantrom P2P Lending DAC

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## DIRECTORS' REPORT (continued)

### **Principal risks and uncertainties** (continued)

The company secretary has no interest in the shares of the Company. At 31 December 2019 Quantrom Limited holds 100 Ordinary Shares in the Company (2018: Nil). At 31 December 2018, Gustav Jensen held 100 Ordinary Shares in the Company (2019: Nil).

### **Directors and company secretary**

The Directors of the Company during the year ended 31 December 2019 and to date are:

- Gustav Jensen; and
- Lars Peter Svane

Doran & Minehane Limited act as secretary from 24 October 2018 to date.

### **Results for the year**

The statement of comprehensive income for the year ended 31 December 2019, together with the statement of financial position at that date are set out on pages 8 to 9 of the financial statements, herein. The profit for the year amounted to EUR 0 (2018(unaudited): EUR 148,531). Total equity at 31 December 2019 amounted to EUR 100 (2018(unaudited): EUR 100).

### **Dividends**

The Directors paid no dividends during the year (2018: EUR Nil).

### **Going concern**

The audited financial statements have been prepared on a going concern basis. The Directors have made an assessment of the Company's ability to continue in operation and are satisfied that the Company has the resources to continue in business for the foreseeable future.

### **Political donations**

The Company made no political donations during the year (2018: EUR Nil).

### **Accounting records**

The Directors believe that they have complied with the requirements of section 281 to 285 of the Companies Act, 2014 with regard to keeping adequate accounting records by employing accounting personnel with the appropriate expertise and by providing adequate resources to the financial function. The accounting records of the Company are maintained at 59/60 O'Connell Street, Limerick, V94 E95T, Ireland.

### **Subsequent events**

Up to the date of approval of these financial statements, there were no material subsequent events affecting the Company which necessitate disclosure in or revision of the figures included in the financial statements.

On behalf of the board of directors:

Gustav Jensen  
Director

Lars Peter Svane  
Director

25 May 2020

# Quantrom P2P Lending DAC

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## DIRECTORS' RESPONSIBILITIES STATEMENT

The Directors are responsible for preparing the Directors' Report and the financial statements in accordance with applicable Irish law and regulations.

Irish company law requires the Directors to prepare financial statements for each financial year. Under the law, the Directors have elected to prepare the financial statements in accordance with the Companies Act 2014 and Generally Accepted Accounting Practice ("GAAP"), specifically *FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"* ("FRS 102") issued by the Financial Reporting Council, and promulgated by the Institute of Chartered Accounts in Ireland, applying section 1A of that Standard.

Under Irish company law, the Directors must not approve the financial statements unless they are satisfied that the financial statements give a true and fair view of the assets, liabilities and financial position of the Company as at the financial year end date; give a true and fair view of the profit or loss of the Company for that financial year; and otherwise comply with the Companies Act 2014.

In preparing these financial statements, the Directors are required to:

- Select suitable accounting policies and apply them consistently;
- Make judgments and estimates that are reasonable and prudent;
- State whether the financial statements have been prepared in accordance with applicable accounting standards, identify those standards, and note the effect and the reasons for any material departure from those standards; and
- Prepare the financial statements on a going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for ensuring that the Company keeps or causes to be kept adequate accounting records which correctly explain and record the transactions of the Company, enable at any time the assets, liabilities, financial positions and profit or loss of the Company to be determined with reasonable accuracy, enable them to ensure that the financial statements and Directors' Report comply with the Companies Act 2014. They are also responsible for safeguarding the assets of the Company and hence, for taking reasonable steps for the prevention and detection of fraud and other irregularities.

On behalf of the board of directors:

Gustav Jensen  
Director

Lars Peter Svane  
Director

25 May 2020

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF QUANTROM P2P LENDING DAC

### **Opinion**

We have audited the financial statements of Quantrom P2P Lending DAC (the "Company"), for the year ended 31 December 2019 which comprise the statement of comprehensive income, the statement of financial position and the statement of changes in equity, for the year then ended and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is the Companies Act 2014 and The Financial Reporting Standard applicable in the UK and Republic of Ireland, ("FRS 102"), issued by the Financial Reporting Council and promulgated by the Institute of Chartered Accountants in Ireland. In our opinion:

- the financial statements of the Company give a true and fair view of the assets, liabilities and financial position of the Company as at 31 December 2019 and of its results for the year then ended;
- the financial statements of the Company have been properly prepared in accordance with FRS 102, as issued by the Financial Reporting Council and promulgated by the Institute of Chartered Accountants in Ireland; and
- the financial statements of the Company have been properly prepared in accordance with the requirements of the Companies Act 2014.

### **Basis of opinion**

We conducted our audit in accordance with International Standards on Auditing (Ireland) ("ISAs (Ireland)") and applicable law. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Ireland, including the Ethical Standards issued by the Irish Auditing and Accounting Supervisory Authority ("IAASA") and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Other Matter**

The Directors prepared financial statements for the Company for the period 1 January 2018 to 31 December 2018 which were released to the noteholders. These financial statements were unaudited. Our opinion is not qualified in this respect.

### **Conclusions relating to going concern**

We have nothing to report in respect of the following matters in relation to which the ISAs (Ireland) require us to report to you:

- the Directors use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the Directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the Company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

#### **COHEN & CO.**

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## **Other information**

The Directors are responsible for the other information. The other information comprises the information included in the Directors' report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

## **Opinions on other matters prescribed by the Companies Act 2014**

Based solely on the work undertaken in the course of the audit, we report that:

- We have obtained all the information and explanations which we consider necessary for the purposes of our audit;
- In our opinion, the accounting records of the Company were sufficient to permit the financial statements to be readily and properly audited; and
- In our opinion, the information given in the Directors' report is consistent with the financial statements and has been prepared in accordance with the Companies Act 2014.

## **Matters on which we are required to report by exception**

In light of our knowledge and understanding of the Company and its environment, obtained in the course of the audit, we have not identified material misstatements in the Directors' report.

We have nothing to report in respect of the provisions of Sections 305 to 312 of the Companies Act 2014 which require us to report to you if, in our opinion the disclosures of Directors' remuneration and transactions specified by law are not made. We have nothing to report in this regard.

## **Responsibilities of Directors**

As explained more fully in the Directors' responsibilities statement set out on page 4, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

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# Cohen & Co

## **Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (Ireland) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements. As part of an audit in accordance with ISAs (Ireland), we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

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

## **The purpose of our audit work and to whom we owe our responsibilities**

This report is made solely to the Company's members, as a body, in accordance with Section 391 of the Companies Act 2014. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.



**Michael Minehane**

**For and on behalf of Cohen & Co. Chartered Accountants Limited**

Chartered Accountants, Statutory Audit Firm

The Old School

Bantry

County Cork

Ireland

Date: 25 May 2020

COHEN & CO.

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Cohen & Co. Chartered Accountants Limited trading as Cohen & Co. is a limited liability company registered in Ireland (No. 1622135), Director: Michael Minehane (FOA) and Stephen O'Connell (FOA). Registered Office: The Old School, Bantry, County Cork, Ireland. Cohen & Co. Chartered Accountants Limited trading as Cohen & Co. is regulated to carry on audit work by Chartered Accountants Ireland.

# Quantrom P2P Lending DAC

## STATEMENT OF COMPREHENSIVE INCOME For the year ended 31 December 2019

	Note	For the year ended 31 December 2019 EUR	For the year ended 31 December 2018 Unaudited EUR
Turnover	4	302,400	247,102
<b>Gross profit</b>		<b>302,400</b>	247,102
Administrative expenses	5	(67,247)	(11,442)
Management fees	6	(25,069)	(17,634)
Loan impairments		(14,847)	(4,070)
Performance fees	6	(1,165)	(3,085)
Referral fees	6	-	(38,058)
Interest on the PPNs	10	(167,690)	(2,676)
<b>Profit on ordinary activities before taxation</b>		<b>26,382</b>	170,137
Tax on profit on ordinary activities	7	(26,382)	(21,606)
<b>Profit for the year after taxation</b>		<b>-</b>	148,531

All of the activities of the Company are classed as continuing.

The Company has no recognised gains or losses in the financial year or the preceding financial period other than those dealt with in the statement of comprehensive income as set out above.

The financial statements were approved by the Board of Directors on 25 May 2020 and signed on its behalf by:

**Gustav Jensen**  
Director

**Lars Peter Svane**  
Director

*The accompanying notes form an integral part of these audited financial statements.*

# Quantrom P2P Lending DAC

## STATEMENT OF FINANCIAL POSITION As at 31 December 2019

	Notes	31 December 2019 EUR	31 December 2018 Unaudited EUR
<b>Current assets</b>			
Loans receivable	8	2,843,285	2,373,539
Cash at bank	9	72,448	32,408
Receivables and prepayments		30,338	36,997
<b>Total current assets</b>		<b>2,946,071</b>	<b>2,442,944</b>
<b>Creditors: amounts falling due within one year</b>			
Notes payable	10	(1,941,441)	(1,952,585)
Creditors	11	(102,896)	(70,993)
<b>Net current assets</b>		<b>901,734</b>	<b>419,366</b>
<b>Total assets less creditors: amounts falling due within one year</b>			
		<b>901,734</b>	<b>419,366</b>
<b>Creditors: amounts falling due after one year</b>			
Notes payable	10	(901,634)	(419,266)
<b>Net assets</b>		<b>100</b>	<b>100</b>
<b>Equity</b>			
Called up share capital	12	100	100
Share premium account		-	-
Retained earnings		-	(148,531)
Profit for the year after taxation		-	148,531
<b>Total shareholders' equity at 31 December</b>		<b>100</b>	<b>100</b>

The financial statements have been prepared in accordance with Financial Reporting Standard 102: the Financial Reporting Standard applicable in the UK and Republic of Ireland ("FRS 102"), applying section 1A of that Standard, and applicable law.

The financial statements were approved by the Board of Directors on 25 May 2020 and signed on its behalf by:

**Gustav Jensen**  
Director

**Lars Peter Svane**  
Director

*The accompanying notes form an integral part of these audited financial statements.*

## Quantrom P2P Lending DAC

### STATEMENT OF CHANGES IN EQUITY For the year ended 31 December 2019

<b>2019</b>	<b>Called up share capital EUR</b>	<b>Share premium account EUR</b>	<b>Retained earnings EUR</b>	<b>Total equity EUR</b>
At 1 January 2019	100	-	-	100
Profit for the year after taxation	-	-	-	-
At 31 December 2019	<b>100</b>	<b>-</b>	<b>-</b>	<b>100</b>
<b>2018 (Unaudited)</b>	<b>Called up share capital EUR</b>	<b>Share premium account EUR</b>	<b>Retained earnings EUR</b>	<b>Total equity EUR</b>
At 1 January 2018	1,124,861	54,603	29,540	1,209,004
Capital reduction	(1,124,761)	(54,603)	(178,071)	(1,357,435)
Profit for the year after taxation	-	-	148,531	148,531
At 31 December 2018	<b>100</b>	<b>-</b>	<b>-</b>	<b>100</b>

*The accompanying notes form an integral part of these audited financial statements.*

# Quantrom P2P Lending DAC

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## NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2019

### 1. FORMATION AND PRINCIPAL ACTIVITY

Quantrom P2P Lending DAC (the “Company”), was incorporated on 6 February 2017 with a company registration number 597719. The principal activity of the Company is investment in a diversified portfolio of direct loans or tranches of loans via a number of peer-to-peer lending platforms in the European Economic Area. The registered office of the Company is 59/60 O’Connell Street, Limerick, V94 E95T, Ireland.

At 31 December 2019 and 31 December 2018, the investment assets of the Company consist of loans receivable held through four peer-to-peer lending platforms, namely, Bondora Capital OÜ (“Bondora”), Estateguru OÜ (“EstateGuru”), Fellow Finance Plc (“Fellow Finance”) and AS Mintos Marketplace (“Mintos”).

Quantrom Limited (the “Investment Manager”) is the investment manager of the Company and is responsible for, among other things, managing, investing and reinvesting the assets of the Company in accordance with the investment parameters adopted by the Company.

During 2018, the Directors noted that for the purposes of pursuing the business objective of the Company, the capital of the Company did not meet the optimal equity and debt funding mix for the Company. In October 2018, the Directors resolved to launch a Profit Participating Note (“PPN”) program to issue an unlimited amount of unsecured Profit Participating Notes (“PPN’s” or the “Notes”) with the intention that the PPN program will be the sole mechanism for investment into the Company.

Existing shareholders of the Company were given the option to convert their shares in the Company to the Notes.

On 20 December 2018, the reduction in share capital was approved by all shareholders of the Company.

Prior to the reduction, the Company had two share classes in issue, Ordinary Shares and Class B Ordinary Participating Shares.

The reduction in share capital resulted in the Ordinary Shares of the Company being reduced to EUR 100 by cancelling and extinguishing all but EUR 100 of the Company’s Ordinary Shares of EUR 1 each and reducing the Class B Ordinary Participating Shares to EUR Nil by cancelling and extinguishing all Class B Ordinary Participating Shares of EUR 1 each.

On 31 December 2018, all of the Class B Ordinary Participating Shares were repurchased by the Company and Notes were issued to existing shareholders exercising their option.

The Notes are unsecured profit participating notes. The price of the Notes is equal to the principal (to the extent recoverable from the net assets of the Company attributable to the Notes) and accrued interest on the Notes at each valuation point.

Interest on the Notes is computed at each valuation point as an amount equal to the profits for accounting purposes (from valuation Point to valuation Point) of the Company, before deduction of interest on the Notes.

The Company had no employees during the year (2018: Nil).

The financial statements were authorised for use by the Company’s Board of Directors on 25 May 2020.

# Quantrom P2P Lending DAC

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NOTES TO THE FINANCIAL STATEMENTS (continued)  
For the year ended 31 December 2019

## 2. BASIS OF PREPARATION

### (a) Statement of compliance

The audited financial statements have been prepared in accordance with Financial Reporting Standard 102: the Financial Reporting Standard applicable in the UK and Republic of Ireland ("FRS 102"), applying section 1A of that Standard, and applicable law. There were no material departures from the standard.

### (b) Basis of preparation

The financial statements are prepared on a going concern basis. Refer to the note 3 (c) below and overleaf for the policy details in relation to classification, recognition and measurement of the financial assets and liabilities.

### (c) Functional and presentation currency

The functional and presentation currency of the Company is Euro ("EUR"), rounded to the nearest EUR and this is the currency in which the Company's investments are denominated.

### (d) Going concern

The audited financial statements have been prepared on a going concern basis. The Directors have made an assessment of the Company's ability to continue in operation and is satisfied that the Company has the resources to continue in business for the foreseeable future.

### (e) Exemptions

The Company has availed of the exemption in FRS 102 Section 1A from the requirement to prepare a cash flow statements because it is classified as a small company.

## 3. ACCOUNTING POLICIES

### (a) Turnover

Turnover comprises interest income, subscription and redemption fees, referral fees and gains from trading in peer to peer loans.

### (b) Expenses and accruals

All expenses are accounted for on an accruals basis.

### (c) Financial instruments

Basic financial instruments comprising cash at bank, accounts receivable and accounts payable are initially measured at transaction price in accordance with Section 11 Basic Financial Instruments of FRS 102.

#### *Cash at bank*

Cash at bank consists of deposits held on call with the bank.

#### *Accounts receivable*

The Company's accounts receivable consists of loans receivable and debtors.

Subsequent to initial recognition, the accounts receivable are measured at amortised cost using the effective interest method.

At the reporting date, the Company's accounts receivable are reviewed to determine whether there is objective evidence of impairment.

# Quantrom P2P Lending DAC

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NOTES TO THE FINANCIAL STATEMENTS (continued)  
For the year ended 31 December 2019

## 3. ACCOUNTING POLICIES (continued)

### (c) Financial instruments (continued)

#### *Accounts payable*

The Company's accounts payable consist of creditors.

Subsequent to initial recognition, the accounts payable are measured at amortised cost using the effective interest method.

#### **Other financial instruments**

In respect of other financial instruments, the Company has elected under paragraph 11.2 of FRS 102 to apply the recognition and measurement provisions of IFRS 9 *Financial Instruments* ("IFRS 9").

#### *(i) Classification*

The Company's Notes have been classified as financial liabilities within the fair value through profit or loss category. The category of financial assets and liabilities at fair value through profit or loss comprises of:

- Financial instruments held for trading. Financial assets and liabilities held for trading are securities which are either acquired for generating a profit from short term fluctuations in price or dealer margins, or are included in a portfolio where a pattern of short term trading exists.
- Financial instruments designated at fair value through profit or loss upon initial recognition.

At 31 December 2019, the Company classified the Notes as financial liabilities designated at fair value through profit or loss upon initial recognition.

#### *(ii) Recognition*

The Company recognises its other financial instruments on the date it becomes a party to the contractual provisions of the instrument.

A regular way purchase of the other financial instruments is recognised using trade date accounting. From this date, any gains or losses arising from changes in fair value of the financial assets or liabilities are recorded in the statement of comprehensive income.

#### *(iii) Measurement and fair value measurement principles*

##### Initial measurement

Other financial instruments are measured initially at fair value (transaction price).

Transaction costs on the other financial instruments which are financial assets at fair value through profit or loss are expensed immediately.

##### Subsequent measurement

Subsequent to initial recognition, all the other financial instruments at fair value through profit or loss are re-measured at fair value.

# Quantrom P2P Lending DAC

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NOTES TO THE FINANCIAL STATEMENTS (continued)  
For the year ended 31 December 2019

## 3. ACCOUNTING POLICIES (continued)

### (c) Financial instruments (continued)

#### (iii) Measurement and fair value measurement principles (continued)

##### Fair value measurement principles

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The fair value of the other financial instruments that are not traded in an active market is determined using valuation techniques. The Directors and Investment Manager of the Company use methods and make assumptions that are based on market conditions existing at each reporting date. Any valuation techniques used maximise the use of relevant observable inputs such as indicative, executable or binding prices and minimise the use of unobservable inputs.

The Notes allow investors to gain exposure to and benefit from the Company's assets without actually owning them. The Notes are an over the counter agreement between the Company and investors, whereby the Company makes payments based on the return of the Company's investments which includes both the income and capital gains these investments generate. The fair value is the estimated amount (based on the fair value of the Company's investments) that the Company would pay to terminate the Notes at the reporting date.

### (d) Impairment

Financial assets that are stated at cost or amortised cost are reviewed at each reporting date to determine whether there is objective evidence of impairment. If any such indication exists, an impairment loss is recognised in the statement of comprehensive income as the difference between the asset's carrying amount and the present value of estimated future cash flows discounted at the financial asset's original effective interest rate.

In accordance with the Offering Memorandum, under normal market conditions the Company impair loans (which they categorise above as defaulted) by 50% after 180 days (from the date of categorisation as defaulted) and impair fully on the bankruptcy or insolvency of the borrower.

## 4. TURNOVER

During the year ended 31 December 2019 the Company recognised the following turnover:

	For the year ended 31 December 2019	For the year ended 31 December 2018
	EUR	Unaudited EUR
Interest income	298,600	201,521
Other income	2,957	8,986
Subscription and redemption fees	843	541
Referral fee income	-	36,054
<b>Total turnover</b>	<b>302,400</b>	<b>247,102</b>



# Quantrom P2P Lending DAC

NOTES TO THE FINANCIAL STATEMENTS (continued)  
For the year ended 31 December 2019

## 5. ADMINISTRATIVE EXPENSES

During the year ended 31 December 2019 the Company incurred the following administrative expenses:

	<b>For the year ended 31 December 2019</b>	For the year ended 31 December 2018
	<b>EUR</b>	Unaudited EUR
Professional fees	<b>(34,401)</b>	(9,019)
Other operating expenses	<b>(32,846)</b>	(2,423)
<b>Total administrative expenses</b>	<b>(67,247)</b>	(11,442)

## 6. MANAGEMENT AND PERFORMANCE FEES

The Investment Manager is responsible for, among other things, managing, investing and reinvesting the assets of the Company in accordance with the investment parameters adopted by the Company.

### *Management fee*

The Investment Manager is entitled to a management fee calculated and accruing at the last calendar day of each month and payable in arrears at a rate of 1/12th of 1% of the value attributable to the Notes (before deduction of that month's management fee and any accrued performance fee). The management fee is prorated based on the Noteholders actual period of ownership of its Notes.

The Investment Manager may, in its discretion, waive all or part of the management fee with respect to any Noteholder by rebate or otherwise.

The amounts in respect of management fees charged during the financial year are disclosed in the Statement of Comprehensive Income. At 31 December 2019, the management fees payable amounted to EUR 6,417 (2018(unaudited): EUR Nil).

### *Performance fee*

The Investment Manager is also entitled to receive, in respect of the Notes only, a performance fee which is an amount equal to 10% of the appreciation of the price of the Notes above 7% year on year.

The performance fee if any, is calculated and payable (i) as of the last valuation point (being the close of business in the last market relevant to the Company to close on each valuation day or such other time as the Directors may determine), (ii) as of each redemption point (being two hours after the valuation point and within the last calendar day of the relevant calendar month) with respect to the Notes redeemed by redeeming Noteholders and (iii) as of the date of termination of the Investment Management agreement, each case above with respect to the period ending on such date.

All fees and expenses, including taxes, of the Company for that period, including the management fee but excluding the performance fee, that have been accrued or paid for a given period, are factored into the calculation of the performance fee. The Investment Manager may, at its discretion, waive all or part of the performance fee with respect to any Noteholder by rebate or otherwise.

# Quantrom P2P Lending DAC

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NOTES TO THE FINANCIAL STATEMENTS (continued)  
For the year ended 31 December 2019

## 6. MANAGEMENT AND PERFORMANCE FEES (continued)

### *Performance fee (continued)*

The Company has not adopted any equalisation methodology in the calculation of the price per note. This may result in some investors bearing a greater proportion of the performance fee than others, to their disadvantage. Further, it may result in the Investment Manager receiving more or less performance fees than if equalisation was in operation.

### *High Water Mark*

The performance fee with respect to the Notes is calculated on a cumulative basis and is not payable unless the following high water mark conditions are fulfilled, namely that the price of the Notes:

- (i) exceed the subscription price of the Notes in the same month of the previous year + 7%;
- (ii) are greater than the highest price per note in respect of which a performance fee has been charged at the end of any previous performance period (if any) during which such Note was in issue; and
- (iii) exceed the price of the Notes for the previous performance period by at least 0.5654%.

The amounts in respect of performance fees charged during the financial year are disclosed in the Statement of Comprehensive Income. At 31 December 2019, there were no performance fees payable.

### *Referral fee*

These are fees that are charged by the Investment Manager of the Company.

The amounts in respect of referral fees charged during the financial year are disclosed in the Statement of Comprehensive Income. At 31 December 2019 and 31 December 2018, there were no referral fees payable.

## 7. TAXATION

Analysis of tax charge in the year:

	<b>For the year ended 31 December 2019</b>	For the year ended 31 December 2018
	EUR	Unaudited EUR
<b>Irish corporation tax</b>		
Tax on profit on ordinary activities	<b>(26,382)</b>	(21,606)

Trading income is taxable at a rate of 12.5%. Non-trading income is taxable at a rate of 25%. The Company is subject a tax at a rate of 12.5%.

# Quantrom P2P Lending DAC

NOTES TO THE FINANCIAL STATEMENTS (continued)  
For the year ended 31 December 2019

## 7. TAXATION (continued)

Reconciliation of the current tax charge for the year is outlined below:

	For the year ended 31 December 2019	For the year ended 31 December 2018 Unaudited
	EUR	EUR
<b>Current tax expense</b>		
Profit on ordinary activities before taxation	26,382	170,137
Adjusted for unrealised loss on financial liabilities	167,690	2,676
Adjusted for disallowable expenses	14,847	-
Adjusted profit for taxation purposes	<u>208,919</u>	<u>172,813</u>
Current tax at 12.5%	(26,382)	(21,606)
<b>Total</b>	<u>(26,382)</u>	<u>(21,606)</u>

## 8. LOANS RECEIVABLE

The Company holds loans receivable through the following peer-to-peer lending platforms at the reporting date:

	31 December 2019	31 December 2018 Unaudited
	EUR	EUR
Mintos	2,111,300	1,880,728
EstateGuru	715,193	441,593
Bondora	12,697	39,895
Fellow Finance	4,095	11,323
<b>Total loans receivable</b>	<u>2,843,285</u>	<u>2,373,539</u>

The Company's loans are made up of a diversified portfolio of direct loans or tranches of loans purchased from loan originators on the above lending platforms. At 31 December 2019, the Company has a total of 7,406 (2018(unaudited): 7,289) loans receivable held across the peer-to-peer lending platforms. The weighted average interest rate of the loans receivable held across the peer-to-peer lending platforms is 10.83% (2018(unaudited): 11.37%).

The two primary loan originators are Mogo Finance S.A. and EstateGuru. Mogo Finance S.A. is the loan originator for 57% of the loans receivables (3,698 car loans in total). EstateGuru is the loan originator for 26% of the loans receivables (251 property loans in total). There are 11 other loan originators representing the remaining 17% of the loans receivables (3,457 loans in total). The Company conducts due diligence on the platforms and the loan originators prior to entering in to any loan agreement. 74% of the loans receivable balance have buy back guarantees included within the loan agreements. These buy back guarantees require the loan originator to guarantee full repayment of the loan in case of default by the underlying borrower. The remaining 26% of the loans receivable balance do not have buy back guarantees included within the loan agreements. The Company has the right to sell the loans only to another portal user of the respective lending platform, the respective lending platform itself or the respective loan originator.

The Company's loans should be segregated by the loan originators and in the case of insolvency of the loan originator the loans should be free of third party claims against the loan originator however there is no guarantee that this would be the case. As a result bankruptcy or insolvency of a loan originator may cause the Company's rights with respect to the loans to be delayed, limited or potentially lost. The current economic conditions may also adversely impact the underlying borrowers meeting their loan repayments.

# Quantrom P2P Lending DAC

NOTES TO THE FINANCIAL STATEMENTS (continued)  
For the year ended 31 December 2019

## 9. CASH AT BANK

At 31 December 2019, cash at bank consisted of unrestricted balances held with Bank of Ireland of EUR 72,448 (2018(unaudited): EUR 32,408).

## 10. NOTES PAYABLE

	31 December 2019	31 December 2018
	EUR	Unaudited EUR
Opening balance	(2,371,851)	-
Notes issued during the year	(431,306)	(2,369,175)
Notes redeemed during the year	127,772	-
Interest on the PPNs	(167,690)	(2,676)
<b>Total Notes Payable</b>	<b>(2,843,075)</b>	<b>(2,371,851)</b>

In October 2018, the Directors resolved to launch a PPN program to issue an unlimited amount of unsecured Notes with the intention that the PPN program will be the sole mechanism for investment into the Company. Existing shareholders of the Company were given the option to convert their shares in the Company to the Notes. On 20 December 2018, the reduction in share capital was approved by all shareholders of the Company.

Prior to the reduction, the Company had two share classes in issue, Ordinary Shares and Class B Ordinary Participating Shares. The reduction in share capital resulted in the Ordinary Shares of the Company being reduced to EUR 100 by cancelling and extinguishing all but EUR 100 of the Company's Ordinary Shares of EUR 1 each and reducing the Class B Ordinary Participating Shares to EUR Nil by cancelling and extinguishing all Class B Ordinary Participating Shares of EUR 1 each. On 31 December 2018, all of the Class B Ordinary Participating Shares were repurchased by the Company and Notes were issued to existing shareholders exercising their option.

### *The Notes*

The Notes rank pari passu for all purposes. The price of the Notes is equal to the principal (to the extent recoverable from the net assets of the Company attributable to the Notes) and accrued interest on the Notes at each valuation point. The Notes bear interest on the principal from the subscription point and cease to bear interest from the redemption point. Interest on the Notes is computed at each valuation point as an amount equal to the profits for accounting purposes (from valuation point to valuation point) of the Company, before deduction of interest on the Notes.

The Notes may be issued on any business day following a valuation day or such other days as the Directors may determine. The Notes are issued in integral multiples of EUR 1. The minimum initial value of Notes a Noteholder can subscribe for is EUR 10,000. Subsequent subscriptions must be for a minimum of EUR 2,000 per subscription.

The Notes are subject to a lock up period of 12 months following the relevant issue date and may not be redeemed during the lock up period unless otherwise approved by the Directors in writing at their discretion. The Notes may be redeemed as of the last business day of each calendar month or at the discretion of the Directors subject to at least 35 business days' prior notice.

At 31 December 2019, Notes payable not subject to lock up amounted to EUR 1,941,441 (2018(unaudited): 1,952,585) and Notes payable subject to lock up amounted to EUR 901,634 (2018(unaudited): EUR 416,590).

# Quantrom P2P Lending DAC

NOTES TO THE FINANCIAL STATEMENTS (continued)  
For the year ended 31 December 2019

## 11. CREDITORS

	31 December 2019	31 December 2018
	EUR	Unaudited EUR
Payable to Noteholders	(82,471)	(26,399)
Accrued expenses	(9,043)	(1,608)
Trade creditors	(7,421)	(21,357)
Taxation	(3,961)	(21,629)
<b>Total creditors</b>	<b>(102,896)</b>	<b>(70,993)</b>

## 12. SHARE CAPITAL

	31 December 2019	31 December 2018
	EUR	Unaudited EUR
<i>Authorised, issued and fully paid</i> Ordinary shares of par value of EUR 1	100	100
	<b>100</b>	<b>100</b>

During 2018, the Directors noted that for the purposes of pursuing the business objective of the Company, the issued share capital of the Company did not meet the optimal equity and debt funding mix for the Company. In October 2018, the Directors resolved to launch a PPN program to issue an unlimited amount of unsecured Notes with the intention that the PPN program will be the sole mechanism for investment into the Company.

Existing shareholders of the Company were given the option to convert their shares in the Company to the Notes.

On 20 December 2018, the reduction in share capital was approved by all shareholders of the Company.

Prior to the reduction, the Company had two share classes in issue, Ordinary Shares and Class B Ordinary Participating Shares.

The reduction in share capital resulted in the Ordinary Shares of the Company being reduced to EUR 100 by cancelling and extinguishing all but EUR 100 of the Company's Ordinary Shares of EUR 1 each and reducing the Class B Ordinary Participating Shares to EUR Nil by cancelling and extinguishing all Class B Ordinary Participating Shares of EUR 1 each.

On 31 December 2018, all of the Class B Ordinary Participating Shares were repurchased by the Company and Notes were issued to existing shareholders exercising their option.

At 31 December 2019, there are 100 Ordinary Shares which are held by Quantrom Limited.

# Quantrom P2P Lending DAC

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## NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 31 December 2019

### 13. RELATED PARTY TRANSACTIONS

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial or operational decisions.

The Directors during the year are set out on page 1. The Directors do not receive remuneration from the Company.

At 31 December 2019, Gustav Jensen, a Director of the Company held 19,623 notes valued at €24,649.

At 31 December 2019, Lars Peter Svane, a Director of the Company held 491,115 notes valued at €616,907.

At 31 December 2019, a shareholder connected to Gustav Jensen held 21,658 notes valued at €27,205.

#### Investment Manager

Gustav Jensen, a Director of the Company is also a director of the Investment Manager. The amount of Investment Manager fees and performance fees charged during the financial year and outstanding at the reporting date are presented in the Statement of Comprehensive Income and the Statement of Financial Position, respectively.

At 31 December 2019, the Company had an amount receivable of EUR Nil (2018(unaudited): EUR 4,131) due from the Investment Manager.

### 14. SUBSEQUENT EVENTS

In January 2020, an outbreak of a novel coronavirus emerged globally which continues to adversely impact global commercial activity and has contributed to significant volatility in financial markets. The global impact of the outbreak has been rapidly evolving and many countries have reacted by instituting quarantines and restrictions on travel. Such actions are creating disruption in global supply chains and adversely impacting a number of industries, such as transportation, hospitality and entertainment. In addition, other factors resulting from the outbreak may adversely affect market, economic and geopolitical conditions. These include, without limitation, changes in interest rates and/or a lack of availability of credit internationally, commodity price volatility, changes in law and/or regulation and uncertainty regarding government and regulatory policy. This has created and continues to present some uncertainty and risk with respect to the Company's future performance and financial results. The current economic conditions may adversely impact the underlying borrowers meeting their loan repayments.

However, the rapid development and fluidity of this situation precludes any prediction as to the ultimate impact to the Company. In preparing the financial statements for the year ended 31 December 2019, the directors have evaluated the impact of all subsequent events on the Company through to date of signing these financial statements and have determined that there were no additional subsequent events requiring recognition or disclosure in the financial statements.

### 15. APPROVAL OF FINANCIAL STATEMENTS

The Directors approved the financial statements on 25 May 2020.