Annual accounts and report of the Réviseurs d'Entreprises agréé For the financial year ended December 31, 2019

Versito International S.A.

Société anonyme

6, Rue Eugène Ruppert

L-2453 Luxembourg

R.C.S. Luxembourg : B199469

Versito International S.A. Annual accounts as at 31 December 2019

Table of Contents

Audit Report	2 - 4
Balance sheet	5 - 9
Profit and loss account	10 - 11
Notes to the Annual Accounts	12 - 17

Deloitte.

Deloitte Audit Société à responsabilité limitée 20 Boulevard de Kockelscheuer L-1821 Luxembourg

Tel: +352 451 451 www.deloitte.lu

To the Sole Shareholder of Versito International S.A. 6, rue Eugène Ruppert L-2453 Luxembourg

REPORT OF THE REVISEUR D'ENTREPRISES AGREE

Opinion

We have audited the annual accounts of Versito International S.A. (the "Company"), which comprise the balance sheet as at December 31, 2019, and the profit and loss account for the year then ended, and notes to the annual accounts, including a summary of significant accounting policies.

In our opinion, the accompanying annual accounts give a true and fair view of the financial position of the Company as at December 31, 2019, and of the results of its operations for the year then ended in accordance with Luxembourg legal and regulatory requirements relating to the preparation and presentation of the annual accounts.

Basis for Opinion

We conducted our audit in accordance with the Law of 23 July 2016 on the audit profession (Law of 23 July 2016) and with International Standards on Auditing (ISAs) as adopted for Luxembourg by the "Commission de Surveillance du Secteur Financier" (CSSF). Our responsibilities under those Law and standards are further described in the

"Responsibilities of the "réviseur d'entreprises agréé" for the Audit of the Annual accounts" section of our report. We are also independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) as adopted for Luxembourg by the CSSF together with the ethical requirements that are relevant to our audit of the annual accounts, and have fulfilled our other ethical responsibilities under those ethical requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

MAKING AN IMPACT THAT MATTERS SINCE 1845



Responsibilities of the Board of Directors for the Annual Accounts

The Board of Directors is responsible for the preparation and fair presentation of these annual accounts in accordance with Luxembourg legal and regulatory requirements relating to the preparation and presentation of the annual accounts, and for such internal control as the Board of Directors determines is necessary to enable the preparation of annual accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts, the Board of Directors is 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 Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Responsibilities of the "réviseur d'entreprises agréé" for the Audit of the Annual accounts

Our objectives are to obtain reasonable assurance about whether the annual accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue a report of the "réviseur d'entreprises agréé" that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Law of 23 July 2016 and with ISAs as adopted for Luxembourg by the CSSF 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 annual accounts.

As part of an audit in accordance with the Law of 23 July 2016 and with ISAs as adopted for Luxembourg by the CSSF, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the annual accounts, 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.
- 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.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of Board of 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 report of the "réviseur d'entreprises agréé" to the related disclosures in the annual accounts 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 report of the "réviseur d'entreprises agréé". However, future events or conditions may cause the Company to cease to continue as a going concern.

Deloitte.

• Evaluate the overall presentation, structure and content of the annual accounts, including the disclosures, and whether the annual accounts represent the underlying transactions and events in a manner that achieves fair presentation.
We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
For Deloitte Audit, Cabinet de Révision Agréé
Ekaterina Volotovskaya, <i>Réviseur d'entreprises agréé</i> Partner
March 25, 2021

Annual Accounts Helpdesk:

Tel. : (+352) 247 88 494

Email : centralebilans@statec.etat.lu

RCSL Nr.: **B199469** Matricule: **2015,2211,768**

BALANCE SHEET

Financial year from $_{01}$ $\underline{01/01/2019}$ to $_{0}$ 3 $\underline{1/12/2019}$ $\underline{(in}$ $_{03}$ \underline{EUR})

Versito International S.A.

6 Rue Eugene Ruppert

L-2453 Luxembourg

ASSETS

	Reference(s)	Current year	Previous year
A. Subscribed capital unpaid	1101	101 0.00	102 0.00
I. Subscribed capital not called	1103	103 0.00 _	104 0.00
II. Subscribed capital called but unpaid	1105	105	1060.00
B. Formation expenses	1107	1070.00	1080.00
C. Fixed assets	1109	109	110 0.00
 Intangible assets 	1111	111 0.00	112
 Costs of development 	1113	113 0.00	114 0.00
 Concessions, patents, licences, trade marks and similar rights and assets, if they were a) acquired for valuable consideration and need not be 	1115	115	116
shown under C.I.3	1117	117 0.00 _	1180.00
b) created by the undertaking itself	1119	119	120 0.00
 Goodwill, to the extent that it was acquired for valuable consideration 	1121	121 0.00	1220.00
 Payments on account and intangible assets under development 	1123	1230.00	124
II. Tangible assets	1125	125 0.00_	126
 Land and buildings 	1127	127 0.00 _	128
2. Plant and machinery	1129	129 0.00	130 0.00

			Reference(s)		Current year		Previous year
	3.	Other fixtures and fittings, tools and equipment	1131	131	0.00	132	0.00
	4.	Payments on account and tangible assets in the course			0.00		0.00
	F:	of construction	1133	133	0.00	134	0.00
III.		nancial assets	1135	135	0.00	136	
	1.	Shares in affiliated undertakings	1137	137	0.00	138	0.00
	2.	Loans to affiliated undertakings	1139	139	0.00	140	0.00
	3.	Participating interests	1141	141	0.00	142	0.00
	4.	Loans to undertakings with which the undertaking is linked by virtue of participating interests	1143	143	0.00	144	0.00
	5	Investments held as fixed	1143	. 143			
	٥.	assets	1145	145	0.00	146	0.00
	6.	Other loans	1147		0.00	148	0.00
D Cu	ırren	nt assets			50.000.55		44.000.40
J. C.		ocks	1151				
1.	1.		1153		0.00 0.00		0.00
			1155				
	2.	Work in progress	1157	157	0.00	158	0.00
	3.	Finished goods and goods for resale	1159	159	0.00	160	0.00
	4.	Payments on account	1161	161	0.00	162	0.00
II.	De	btors	1163 2.3, 3	163	28,404.54	164	24,325.73
	1.	Trade debtors	1165	. 165	0.00	166	0.00
		a) becoming due and payable within one year	1167	167	0.00	168	0.00
		b) becoming due and payable after more than one year	1169	169	0.00	170	0.00
	2.	Amounts owed by affiliated undertakings	1171	171	0.00	172	0.00
		a) becoming due and payable within one year	1173		0.00		0.00
		b) becoming due and payable after more than one year	1175		0.00		0.00
	3.	Amounts owed by undertakings with which the undertaking is linked by virtue of participating interests	1177		0.00		0.00
		becoming due and payable within one year	1179		0.00	180	0.00
		b) becoming due and payable after more than one year			0.00	182	0.00
	4.	Other debtors	1181 1183 3				24,325.73
	⊸.		1183	183	20,704.34	184	27,323.13
		within one year	1185	185	28,404.54	186	24,325.73
		 b) becoming due and payable after more than one year 	1187	187	0.00	188	0.00

	Reference(s)		Current year		Previous year
III. Investments	1189	189	0.00	190	0.00
1. Shares in affiliated undertakings	1191	191	0.00	192	0.00
2. Own shares	1209	209	0.00	210	0.00
3. Other investments	1195	195	0.00	196	0.00
IV. Cash at bank and in hand	1197 2.4	197	30,662.01	198	17,280.69
E. Prepayments	1199	199	0.00	200	0.00
TOTAL (ASSETS)	201	59,066.55	202	41,606.42

CAPITAL, RESERVES AND LIABILITIES

		Reference	(s)	Current year		Previous year
A.	Capital and reserves	₁₃₀₁ 4	301	31,000.00	302	31,000.00
	I. Subscribed capital	4.1	303	31,000.00	304	31,000.00
	II. Share premium account	1305		0.00	306	0.00
	III. Revaluation reserve	1307	307	0.00	308	0.00
	IV. Reserves	1309	309	0.00	310	0.00
	1. Legal reserve	4.2		0.00		0.00
	2. Reserve for own shares	1313	313	0.00	314	0.00
	Reserves provided for by the articles of association	1315	315	0.00	316	0.00
	 Other reserves, including the fair value reserve 	1429	429	0.00	430	0.00
	a) other available reserves	1431		0.00		0.00
	b) other non available reserves	1433	433	0.00	434	0.00
	V. Profit or loss brought forward	1319		0.00	320	0.00
	VI. Profit or loss for the financial year	1321		0.00	322	0.00
	VII. Interim dividends	1323		0.00	324	0.00
	VIII. Capital investment subsidies	1325	325	0.00	326	0.00
В.	Provisions	2.6, 5	331	7,300.80	332	0.00
	 Provisions for pensions and similar obligations 	1333	333	0.00	334	0.00
	2. Provisions for taxation	1335	335	0.00	336	0.00
	3. Other provisions	1337 5	337	7,300.80	338	0.00
c.	Creditors	₁₄₃₅ 2.5,6	435	20,765.75	436	10,606.42
	1. Debenture loans	1437		0.00	438	0.00
	a) Convertible loans	1439		0.00		0.00
	i) becoming due and payable within one year	1441	441	0.00	442	0.00
	ii) becoming due and payable after more than one year	1443	443	0.00	444	0.00
	b) Non convertible loans	1445	445	0.00	446	0.00
	i) becoming due and payable within one year	1447	447	0.00	448	0.00
	ii) becoming due and payable after more than one year	1449	449	0.00	450	0.00
	Amounts owed to credit institutions	1355	355	0.00	356	0.00
	 a) becoming due and payable within one year 	1357	357	0.00	358	0.00
	b) becoming due and payable after more than one year	1359	359	0.00	360	0.00

	Reference(s)	Current year	Previous year
3. Payments received on account of orders in so far as they are not			
shown separately as deductions			
from stocks	1361	361	
a) becoming due and payab l e within one year	1363	363	
b) becoming due and payable after more than one year	1365	365 0.00	366 0.0
4. Trade creditors	1367 6	367 20,439.80	
a) becoming due and payable within one year	1369	20,439.80	
b) becoming due and payable after more than one year	1371	371 0.00	
5. Bills of exchange payable	1373	373 0.00	
a) becoming due and payable within one year	1375	375 0.00	
b) becoming due and payable after more than one year	1377	377 0.00	
6. Amounts owed to affiliated undertakings	1379	379 0.00	
a) becoming due and payable within one year	1381	381 0.00	
b) becoming due and payable after more than one year	1383	383	_ 384
7. Amounts owed to undertakings with which the undertaking is linked by virtue of participating interests	1385	385 0.00	
a) becoming due and payable	1505	<u> </u>	
within one year	1387	3870.00	388
b) becoming due and payable after more than one year		0.00	0.0
8. Other creditors	1389	389 <u>0.00</u> 451 325.95	0.0
a) Tax authorities	1451	005.05	
b) Social security authorities	1393	393 325.95 395 0.00	-
c) Other creditors	1397	397	
i) becoming due and payable within one year	1399	399 0.00	
ii) becoming due and payable after more than one year			
one year	1401	401 0.00	_ 402
eferred income	1403	403	
COTAL (CADITAL DECEDVES AND	NI ITIFC\		
TOTAL (CAPITAL, RESERVES AND LIAE	PILITIES)	405 59,066.55	40641,606.4

Annual Accounts Helpdesk:

Tel. : (+352) 247 88 494

Email : centralebilans@statec.etat.lu

RCSL Nr.: **B199469** Matricule: **2015,2211,768**

PROFIT AND LOSS ACCOUNT

Financial year from $_{01}$ 01/01/2019 to $_{02}$ 31/12/2019 (in $_{03}$ EUR)

Versito International S.A.

6 Rue Eugene Ruppert

L-2453 Luxembourg

PROFIT AND LOSS ACCOUNT

	Reference(s)		Current year	Previous year
1. Net turnover	1701	701	0.00	7020.00
2. Variation in stocks of finished goods and in work in progress	1703	703	0.00	704
3. Work performed by the undertaking for its own purposes and capitalised		705	0.00	7060.00
4. Other operating income	1713 _ 7	713	57,777.22	714 33,101.44
5. Raw materials and consumables and other external expenses	1671	671	-57,306.72_	- 32,864.68
a) Raw materials and consumables	1601	601		602 0.00
b) Other external expenses	1603		-57,306.72	604 -32,864.68
6. Staff costs	1605	605	0.00	606 0.00
a) Wages and salaries	1607	607	0.00	608 0.00
b) Social security costs	1609	609	0.00	610 0.00
i) relating to pensions	1653	653	0.00	654 0.00
ii) other social security costs	1655	655	0.00	656 0.00
c) Other staff costs	1613	613	0.00	614 0.00
7. Value adjustments	1657	657	0.00	658 0.00
 a) in respect of formation expenses and of tangible and intangible fixed assets 	1659	659	0.00	660 0.00
b) in respect of current assets	1661			662 0.00
8. Other operating expenses	1621	621	-50.05	622

	Reference(s)		Current year		Previous year
9. Income from participating interests	1715	715	0.00	716	0.00
a) derived from affiliated undertakings	1717	717	0.00	718	0.00
 b) other income from participating interests 	1719		0.00	720	0.00
10. Income from other investments and loans forming part of the fixed assets	1721	721	0.00	722	0.00
a) derived from affiliated undertakings	1723	723	0.00	724	0.00
b) other income not included under a)	1725	725	0.00	726	0.00
11. Other interest receivable and similar income	1727	727	85.28	728	22.96
a) derived from affiliated undertakings	1729	729	0.00	730	0.00
b) other interest and similar income	1731	731	85.28	732	22.96
12. Share of profit or loss of undertakings accounted for under the equity method	1663	663	0.00	664	0.00
13. Value adjustments in respect of financial assets and of investments held as current assets	1665	665	0.00	666	0.00
14. Interest payable and similar expenses	1627	627	-2.83	628	-8.27
a) concerning affiliated undertakings	1629	629	0.00	630	0.00
b) other interest and similar expenses	1631	631	-2.83	632	-8.27
15. Tax on profit or loss	1635	635	0.00	636	0.00
16. Profit or loss after taxation	1667	667	502.90	668	251.45
17. Other taxes not shown under items 1 to 16	1637 9	637	-502.90	638	-251.45
18. Profit or loss for the financial year	1669	669	0.00	670	0.00

Notes to the Annual Accounts

Note 1: General information

Versito International S.A. (hereafter the "Company") was incorporated on August 07, 2015 and is organised under the laws of Luxemburg as a "Public limited liability company" for an unlimited period and is subject to the Law of 22 March 2004 on securitisation (the "Securitisation Law").

The Company is registered with the Trade and Companies Register of Luxembourg with the registry number B 199469 and has its registered office established at 6, rue Eugène Ruppert, L 2453 Luxembourg.

The Company's financial year starts on January 1 and ends on December 31 of each year.

The corporate object of the Company is to act as a securitisation company in the context of one or more transactions governed by and under the Securitisation Act 2004.

The Company may enter into any transactions by which it acquires or assumes, directly or indirectly or through another entity or synthetically, risks relating to receivables, other assets, or liabilities of third parties or inherent to all or part of the activities carried out by third parties. The acquisition or assumption of such risks by the Company will be financed by the issuance of securities of any kind (by itself or by another securitisation entity), under one or more programmes as well as under single issuances, the value or return of which depend on the risks acquired or assumed by the Company.

In accordance with the legal provisions in Title II of the Law of December 19, 2002, these annual accounts were presented on a non-consolidated basis for the approval of the shareholder during the Annual General Meeting.

These annual accounts are not included to any consolidated annual accounts.

Note 2: Summary of significant accounting policies

2.1 Basis of preparation

The annual accounts have been drawn up in compliance with Luxembourg's legal and regulatory requirements by virtue of the historical cost convention on a going concern basis.

The accounting methods and valuation rules are determined and applied by the Board of Directors, in addition to those imposed by the Law of December 19, 2002.

The preparation of the annual accounts requires the use of certain indispensable accounting estimates. It also requires that the Board of Directors should exercise their judgement in the process of applying the accounting methods. Any changes in the assumptions made can have a significant impact on the annual accounts for the period during which the hypotheses were altered. Management believes that the underlying assumptions are appropriate and that the annual accounts therefore faithfully reflect the financial situation and the financial results.

The Company makes estimates and assumptions that have an impact on the amounts carried forward for assets and liabilities in the course of the following accounting year. The said estimates and judgements are continually evaluated and are based on historical experience and other factors, including forecasts of future events that are considered reasonable in the circumstances.

The books and records are maintained in EUR and the annual accounts have been prepared in accordance with the valuation rules and accounting policies described below.

2.2 Foreign currency translation

The Company maintains its books and records in EUR.

Transactions expressed in currencies other than EUR are converted into EUR at the applicable exchange rate at the time of the transaction. Formation expenses and long-term assets expressed in currencies other than EUR are converted into EUR at the applicable exchange rate at the time of the transaction. On the balance sheet date, these assets remain converted at the historical exchange rates.

Cash at bank is converted at the applicable exchange rate on the balance sheet date. Exchange losses and gains are recorded in the profit and loss account for the year.

Other assets and liabilities are converted separately, respectively at the lower or higher value converted at the historical exchange rate or at the value determined on the basis of the applicable exchange rates on the balance sheet date. Only unrealised exchange losses are recorded in the profit and loss account. Exchange gains are recorded in the profit and loss account for the period as and when they occur.

Where there is an economic link between an asset and a liability, they are valued as a total, in accordance with the method described above with the net unrealised losses being recorded in the profit and loss account while unrealised exchange gains are not indicated.

2.3 Debtors

Debtors are valued at their nominal value. They are subject to value adjustments where their recovery is compromised. Such value adjustments will not be continued if the reasons giving rise to them cease to apply.

Note 2: Summary of significant accounting policies (continued)

2.4 Cash at bank and in hand

Cash at bank and in hand comprises of cash at bank and deposit held as collateral. Bank overdrafts are included in current liabilities in the balance sheet.

2.5 Creditors

Creditors are recorded at their reimbursement value. Where the amount repayable on account is greater than the amount received, the difference is recorded in the profit and loss account when the debt is issued.

2.6 Provisions

Provisions are intended to cover losses or debts, whose nature is clearly defined and which, on the balance sheet date, are either likely or certain to be incurred but are subject to uncertainty as regards the amount they represent or the date on which they will arise.

Provisions can also be set up to cover charges that arise in the course of the financial year under review or in the course of a previous financial year. These are charges whose nature is clearly defined and which, on the balance sheet date, are either likely or certain to be incurred but are subject to uncertainty as regards the amount they represent or the date on which they will arise.

2.7 Income and expenses

Income and charges are recorded on an accrual basis.

Note 3: Debtors

Debtors are mainly composed of:

	Total	28,404.54	24,325.73
VAT Receivable		771.95	771.95
Receivables from Jefferies International		27,632.59	23,553.78
		EUR	EUR
		2019	2018

Receivables from Jefferies International consist of reimbursement of expenses to be received as at December 31, 2019, (Please refer to Note 7).

Note 4: Capital and reserves

Note 4.1: Subscribed capital

As at December 31, 2019, the subscribed capital amounts to EUR 31,000.00 and is divided into 31,000 shares of a par value of EUR 1.00 each, fully paid up.

Note 4.2: Legal reserve

The Company is required to allocate a minimum of 5% of its annual net income to a legal reserve, until this reserve equals 10% of the subscribed share capital. This reserve may not be distributed.

Note 4.3: Own shares

As at December 31, 2019, the Company does not hold any of its own shares.

Note 5: Provisions

Provisions are made up as follows

	Total	7,300.80	-
Provision for audit fees 2019		7,300.80	-
		EUR	EUR
		2019	2018

Other provisions

The Board of Managers estimates that no provision is needed for future payments due to potential losses as no default of any of (significant) borrowers is expected.

Note 6: Creditors

Creditors are made up as follows:

		Within one year	After one year and within five years	After more than five years	Total 2019	Total 2018
		EUR	EUR	EUR	EUR	EUR
Trade creditors		20,439.80	-	-	20,439.80	10,606.42
Tax authorities		325.95	-	-	325.95	-
	TOTAL	20,765.75	-	-	20,765.75	10,606.42

Note 7: Other operating income

Other operating income is mainly composed of:

	TOTAL	57,777.22	33,101.44
Income received from Jefferies International*		57,777.22	33,101.44
		EUR	EUR
		2019	2018

^{*}According to the Disbursement undertakings agreement dated August 25, 2015, Jefferies International in it's role of Arranger takes responsibility to cover a expenses of the Company.

Note 8: Other external expenses

Other external expenses are mainly composed of:

		2019	2018
		EUR	EUR
Accounting and dominiliation fees		(46,458.48)	(23,507.13)
Administration fees		(3,295.87)	(306.29)
Audit fees		(7,300.80)	(8,546.85)
Bank charges		(111.57)	(364.41)
Contributions to professional organizations		(140.00)	(140.00)
	TOTAL	(57,306.72)	(32,864.68)

Note 9: Tax expense

The Company is subject to all taxes applicable to commercial companies in Luxembourg. The tax expenses of the Company for the financial period are detailed as follows:

	Total (50	2.90)	(251.45)
Net Wealth Tax	(50	2.90)	(251.45)
		EUR	EUR
		2019	2018

Note 10: Loans or advances granted to management and supervisory bodies

The Company did not grant any loans or advances to management or supervisory bodies during the financial year.

Note 11: Staff

The Company did not have any employee during 2019 (2018: None).

Note 12: Off balance sheet financial commitments

The Company does not have any off-balance sheet financial commitments during the financial year.

Note 13: Subsequent events

In the first months of 2020 a pandemic of Coronavirus disease 2019 (COVID 19) continued to spread around the world, leading to numerous cases and casualties and causing an economic instability.

As of the date of approval of these annual accounts, the Company's management assessed and monitored COVID-19 impact to have no any disruption during this respective financial year.

On April 02, 2020, the Compartment 2020-01 has been created. The Compartment has issued secured Notes for a nominal amount of EUR 10,000 000 due 2021.

On October 19, 2020, the Compartment 2020-02 has been created. The Compartment has issued secured Notes for a nominal amount of EUR 20,000,000 due 2022.