

# SUNBORN FINANCE



**Key Figures (IFRS) - Sunborn Finance Oyj**

EUR thousand	1 Oct- 31 Dec 2022	1 Oct- 31 Dec 2021	1 Jan- 31 Dec 2022	1 Jan - 31 Dec 2021
Revenue	952	985	3 802	3 856
EBITDA	770	824	3 093	3 239
Investment property (Spa Hotels)			62 195	61 759
Total equity			2 562	2 638
Bond			50 212	49 906

**Key Figures (FAS)- Operator Sunborn Saga Oy**

EUR thousand	1 Oct- 31 Dec 2022	1 Oct- 31 Dec 2021	1 Jan- 31 Dec 2022	1 Jan - 31 Dec 2021
Revenue	5 751	5 841	25 467	22 469
EBITDA before rent and group admin	815	1 286	4 602	4 715

**Executive Director, Hans Niemi**

“Sunborn Finance Oyj revenue for Q4 was 0.952 M€ (Q4 2021: 0.985 M€) and costs were in line with budget.

Operator revenue in Q4 2022 was 5.75 M€ (Q4 2021 5.84 M€). EBITDA in Q4 2022 was 0.82 M€ (Q4 2021 1.29 M€ including 0.58 M€ Covid-19 cost support). Signs of slowdown were evident in Q4 consumer behaviour, caused by continued war in Ukraine, energy crisis and a generally turned for worse negative macroeconomic environment impacting sentiment and average spending. Corporate bookings and Christmas parties continued increase YoY, and health program revenues showed steady growth in both hotels. Management focus for Q1 2023 and onwards is on cost control and price development.”

**General**

Sunborn Finance Oyj (“the company”) owns the award winning Naantali Spa hotel located in Naantali by the Baltic Sea and Ruissalo Spa Hotel located in Turku by the scenic archipelago. Both properties have been leased to hotel operator Sunborn Saga Oy. The hotel operations of the spa hotels are run by operator Sunborn Saga Oy under a lease contract. The hotels are well reputed and good performing assets with a strong management team.

Naantali Spa Resort has 218 rooms and 40 ancillary time share apartments and Ruissalo Spa Hotel 171 rooms. Both hotels also offer various ancillary facilities and services, such as conference and ball room facilities, spa facilities with treatment rooms and a pool complex with saunas, fully equipped fitness centre, rehabilitation facilities, restaurants, bars, cafes and lounges. Significant renovation was made in both spa hotels during recent years and renovations continue in 2023.

Sunborn Finance was established November 1, 2017. The Company’s operations consist of acting as a lessor of the spa hotels and providing property, facility and IT related services.

**Sunborn Finance Oyj Financial summary 1 October– 31 December 2022**

Sunborn Finance revenue 0.95 M€ consists of fixed lease income from the operator and other services income. Lease income 10-12/2022 was 0.88 M€ (10-12/2021 0.92 M€ including 0.07 M€ additional lease). Other services income refers to personnel costs for facility services. Costs overall were in line with previous year.

According to December 2022 valuation reports the value of the Spa hotels is at Naantali Spa 52.6 M€ and at Ruissalo Spa 26.8 M€ (1/3 of Ruissalo Spa is owned by Sunborn Finance and shown as its assets).

**Operator Sunborn Saga Oy Financial summary 1 October– 31 December 2022**

Total revenue Q4 2022 was 5.75 M€ (Q4 2021 5.84 M€). EBITDA in Q4 2022 was 0.82 M€ (Q4 2021 1.29 M€). Q4 2021 included 0.58 M€ Covid-19 related cost support.

The domestic leisure market demand in Q4 showed signs of slowdown. Fall break period was shorter than in the previous years and the war in Ukraine caused uncertainty for many customers and impacted average spending on services such as treatments, food and beverage and other activities. Customers do travel but spend less. Regardless, All KPI's related to customer satisfaction improved from 2021.

Corporate business started to recover especially in Naantali after a two-year Covid-break. Meetings and events were booked within short notice even for bigger groups and corporate Christmas parties were organized again. International group travellers were still absent and are not expected to return before summer and autumn 2023.

Revenue for rehabilitation courses increased throughout Q4 in both hotels.

Christmas holidays took place this year during an extended weekend from Saturday to Monday. Due to this the length of stay was shorter, which contributed negatively to December results especially in Ruissalo. All KPI's improved in Naantali in December, whereas Ruissalo suffered from declining market demand.

<b>Naantali Spa</b>	<b>Overall Q4 2022</b>	<b>Oct</b>	<b>Nov</b>	<b>Dec</b>
ADR	-4 %	-10 %	-2 %	4 %
Occupancy %	1 %	3 %	3 %	2 %
RevPar	-3 %	-16 %	3 %	8 %
<b>Ruissalo Spa</b>				
ADR	-7 %	-6 %	-10 %	-4 %
Occupancy %	-5 %	-3 %	-5 %	-5 %
RevPar	-17 %	-10 %	-19 %	-18 %

**Notable events during the end of the reporting period and estimated future development**

Due to the above environment, Operator management reevaluated the number of staff and the opening hours in different outlets and adjusted accordingly. Cost reduction programs continued to adapt general costs to decreasing customer amount. Increasing food and beverage costs and energy costs effected profitability somewhat negatively.

As Q1 is historically the weakest period the schemes to adapt staff resources and costs were implemented in January 2023 in both hotels. The forecasts of bookings are positive for Q1 in both hotels. All three major customer segments – leisure, corporate and rehabilitation – show increasing figures. Despite the backlash in the end of Q4, management is optimistic better times lie ahead. The company foresees that Q1 will show improvement in revenue and number of guests and that the spring season will be busy in both hotels.

Sunborn Saga Oy continuously strives to improve our environmental performance. The 3-year ESG strategy to achieve major reductions in energy consumption and carbon footprint is being implemented and investments are planned to begin in 2023. These investments are essential to ensure our continued excellent market position and standards.

Renovations will continue in 2023. Refurbishment of 26 hotel rooms in Ruissalo commenced in January and is expected to be ready by early April. These rooms with Nordic design style will enable a higher room rate and increase customer satisfaction. This renovation will be followed by restaurant renovations in Naantali and by building a completely new suite in Ruissalo. A 3-year investment plan including also other renovations has commenced.

The travelling industry - including our various operations – still continues to suffer from severe staff shortages especially in the f&b side. Management is reviewing company HR strategy to ensure future availability and training of qualified staff especially during the peak season.

### **Business environment**

Corporate business and rehabilitation show signs of improvement, whereas individual customers continue to reduce consumption impacting food and beverage and treatment sales. The travelling industry must adapt at the same time as there is pressure to raise prices. Many customers will still favor domestic travel due to environmental and security issues, whereas international travel especially from Asia and other than European continents will continue to remain absent. Luckily travel from Scandinavia and German speaking European countries is increasing. Covid is no longer the main driver impacting travelling industry.

Customer satisfaction of the hotels continues to be good. Net promotion score is on a high level in both hotels and is expected to improve as the renovation program continues.

Operator management will focus on increasing revenue and profitability, improving customer service and hotel property management system in 2023. Online check-in and check-out services among others will be implemented by summer 2023. At the same time the management will continue to keep emphasis on company responsibility program to strengthen our position as leader in reliable and responsible hospitality.

### **Short-term risks and uncertainties**

Sunborn Finance's financial risks related to business are market risk (including interest rate risk), credit risk, liquidity risk, refinancing risk and business interruption due to incidents relating to environmental and or public health risks. Floating interest rate risk has not been hedged and may negatively and materially impact Sunborn Finance Oyj liquidity.

Continued inflationary pressure may cause significant increases in cost of materials and labor, consequently requiring faster than expected price development for our sales and short-term fluctuations in profit margins as the business adapts to volatile market conditions.

The war in Ukraine is not estimated to have a direct impact on the company's operations.

Financial risk management carried out by the management of the Company aims to protect the Company against unfavourable developments in the financial markets and ensure the performance. The management review financial risks on regular basis to manage financial risk position and decide on necessary actions.

In a written procedure initiated on 2 December 2022 and closed on 9 January 2023, a requisite majority of the holders of the Bonds gave their consent to certain requested amendments to the Terms and Conditions and extension of maturity for repayment until 9th February 2024. Management views the current high yield market conditions to be less favourable due but refinancing to be available subject to terms and conditions.

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CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME (IFRS)

EUR thousand	Note	1 Oct - 31 Dec 2022	1 Oct - 31 Dec 2021	1 Jan - 31 Dec 2022	1 Jan - 31 Dec 2021
Revenue	4	952	985	3 802	3 856
Changes in fair value of investment property	5	347	-218	-218	-377
Personnel expenses		-83	-75	-299	-249
Operating expenses		-99	-86	-410	-368
<b>Operating result</b>		<b>1 118</b>	<b>606</b>	<b>2 875</b>	<b>2 862</b>
Interest expenses		-861	-725	-2 972	-2 797
<b>Result before taxes</b>		<b>257</b>	<b>-119</b>	<b>-97</b>	<b>65</b>
Change in deferred tax		-51	24	19	-13
<b>Result for the period</b>		<b>206</b>	<b>-95</b>	<b>-78</b>	<b>52</b>
<b>Total comprehensive income for the period</b>		<b>206</b>	<b>-95</b>	<b>-78</b>	<b>52</b>

The above statement of comprehensive income should be read in conjunction with the accompanying notes.

CONSOLIDATED BALANCE SHEET (IFRS)

EUR thousand	Note	31 Dec 2022	31 Dec 2021
<b>Assets</b>			
<b>Non-current assets</b>			
Investment property	5	62 195	61 759
<b>Total non-current assets</b>		<b>62 195</b>	<b>61 759</b>
<b>Current assets</b>			
Receivables from related parties	7	70	70
Other receivables		66	17
Cash and cash equivalents		859	676
<b>Total current assets</b>		<b>995</b>	<b>763</b>
<b>Total assets</b>		<b>63 190</b>	<b>62 522</b>
<b>Equity and liabilities</b>			
<b>Equity and liabilities</b>			
Share capital		80	80
Reserve for invested unrestricted equity		6 638	6 638
Retained earnings		-4 156	-4 080
<b>Total equity</b>		<b>2 562</b>	<b>2 638</b>
<b>Liabilities</b>			
<b>Non-current liabilities</b>			
Borrowings	6	-	49 906
Lease liabilities	2, 5	624	632
Deferred income tax liabilities		8 626	8 645
<b>Total non-current liabilities</b>		<b>9 250</b>	<b>59 183</b>
<b>Current liabilities</b>			
Borrowings	6	50 212	-
Lease liabilities	2, 5	8	8
Trade and other payables		193	262
Payables to related parties	7	4	10
Accrued expenses		962	421
<b>Total current liabilities</b>		<b>51 379</b>	<b>700</b>
<b>Total liabilities</b>		<b>60 629</b>	<b>59 883</b>
<b>Total equity and liabilities</b>		<b>63 190</b>	<b>62 522</b>

The above balance sheet should be read in conjunction with the accompanying notes.



CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (IFRS)

EUR thousand	Share capital	Reserve for invested unrestricted equity	Retained earnings	Total equity
<b>Equity at 1 Jan, 2021</b>	80	6 638	-4 132	<b>2 587</b>
Result for the period	0	0	147	<b>147</b>
<b>Equity at 30 Sep, 2021</b>	<b>80</b>	<b>6 638</b>	<b>-3 985</b>	<b>2 734</b>
<b>Equity at 1 Oct, 2021</b>	80	6 638	-3 985	<b>2 734</b>
Result for the period	0	0	-95	<b>-95</b>
<b>Equity at 31 Dec, 2021</b>	<b>80</b>	<b>6 638</b>	<b>-4 080</b>	<b>2 638</b>
<b>Equity at 1 Jan, 2022</b>	80	6 638	-4 080	<b>2 638</b>
Result for the period	0	0	-283	<b>-283</b>
<b>Equity at 30 Sep, 2022</b>	<b>80</b>	<b>6 638</b>	<b>-4 363</b>	<b>2 355</b>
<b>Equity at 1 Oct, 2022</b>	80	6 638	-4 363	<b>2 355</b>
Result for the period	0	0	206	<b>206</b>
<b>Equity at 31 Dec, 2022</b>	<b>80</b>	<b>6 638</b>	<b>-4 157</b>	<b>2 562</b>

CONSOLIDATED STATEMENT OF CASH FLOWS (IFRS)

EUR thousand	Note	1 Jan – 31 Dec 2022	1 Jan - 31 Dec 2021
<b>Cash flows from operating activities</b>			
Result before tax		-97	65
Adjustments for			
Change in fair value of investment property	5	218	370
Interest expenses on borrowings		2 972	2 797
Change of working capital			
Change in trade and other receivables		-49	-9
Change in trade and other payables		334	-136
<b>Net cash flows from operating activities</b>		<b>3 378</b>	<b>3 086</b>
<b>Cash used in investing activities</b>			
Capital Expenditure	5	-652	-311
<b>Net cash flows used in investing activities</b>		<b>-652</b>	<b>-311</b>
<b>Cash flows used in financing activities</b>			
Land lease agreement		-49	-71
Interest paid		-2 494	-2 459
<b>Net cash flows used in financing activities</b>		<b>-2 543</b>	<b>-2 530</b>
Cash and cash equivalents at the beginning of period		676	430
Change in cash and cash equivalents		183	245
Cash and cash equivalents at the end of period		859	676

The above statement of cash flows should be read in conjunction with the accompanying notes.

## NOTES TO THE FINANCIAL STATEMENTS (IFRS)

### 1. General information

Sunborn Finance Oyj is a public limited liability company (“the Company”) and together with its subsidiary “the Group” incorporated in Finland. The registered address of Sunborn Finance Oyj is Juhana Herttuan puistokatu 23, Turku, Finland. Sunborn Finance Oyj was established on November 1, 2017 through a partial demerger of Sunborn Oy. Sunborn Finance owns spa hotel “Naantali Spa” and approximately 30% of the “Ruissalo Spa” (together “hotels”) properties located in southwest Finland. Naantali Spa has 218 and Ruissalo Spa 171 hotel rooms with several event rooms, restaurants, bars, cafés and lounges, spa facilities, pools and fitness centre. The Company was established for purpose of owning the hotels. The hotel operations of the spa hotels Naantali Spa and Ruissalo Spa, (together “Spa hotels”), are operated by Sunborn Saga Oy (“Sunborn Saga”), a subsidiary of Sunborn Oy, in accordance with a lease contract between Sunborn Finance and Sunborn Saga. Sunborn Finance also provides property management and IT support services and has four employees.

Sunborn Finance is wholly owned by the Niemi Family. The Niemi Family also controls the Sunborn Group, Sunborn Oy being the parent company of the Group. Sunborn Group’s focus is on the development of luxury spa and yacht hotels, restaurants and other high-quality property in the hospitality sector. Sunborn Group currently has operations in Finland, Denmark, UK and Gibraltar, and operates under several individual brands. Sunborn Saga’s operations consist of hotel, spa and restaurant operations in the Spa hotels and in other restaurants.

These interim financial statements are unaudited.

### 2. Summary of significant accounting policies

#### Basis of preparation

This condensed interim financial report for three months ended December 31, 2022 have been prepared in accordance with International Financial Reporting Standards (IFRS) and IAS 34 *interim Financial Reporting*, as adopted by the European Union.

The condensed interim year financial report does not include all the information and notes that are presented in the annual financial statements and should be read in conjunction with the consolidated financial statements for year ended 31 December 2021.

The accounting policies and measurement principles remain unchanged in comparison with as has been presented in Note 2 in the Annual Report 2021.

The financial statements are presented in thousands of euros unless otherwise stated. All figures presented have been rounded and consequently the sum of individual figures may deviate from the presented sum figure.

### 3. Critical accounting estimates and management judgement

Preparation of the financial statements in compliance with IFRS requires making estimates and assumptions. Application of accounting policies requires making judgements. The estimates and underlying assumptions are reviewed on an ongoing basis. The estimates, assumptions and judgements are based on historical experience and various other factors, including projections of future events, which are believed to be reasonable under current circumstances.

***Fair value measurement of the Spa hotels***

The Group applies fair value model to its investment property as explained in the accounting policies in the financial statements. The fair value of the Spa hotels excluding the right of use assets of land and water areas is determined by a professional external valuator. The fair value is measured under income approach and reflects, among other things, rental income from current leases and other assumptions market participants would make when pricing the property under current market conditions.

In making the valuations, the investment property is considered in its highest and best use. The Group has ownership only in the new part of the Ruissalo Spa hotel. The fair value of the new part of the Ruissalo Spa is based on the fair value of the property as a whole and has been separated from the total fair value of the Ruissalo Spa based on management estimation which is based on the relative surface areas of the new part and the old part. The management estimation has also been supported by independent valuator.

Fair valuations are divided to levels 1-3 in fair value hierarchy depending on to what extent the value is based on observable inputs. Fair values of the group’s investment property are classified in level 3, because the inputs in the valuation models are based on unobservable information.

Main inputs in the fair valuation model are presented in the table below.

Input	Value 31 Dec 2022		Value 31 Dec 2021	
	Naantali	Ruissalo	Naantali	Ruissalo
Fair value (mEUR)	52.6	8.9	52.2	8.9
Yield/NOI II	7.35 %/7.68 %	7.90 %/8.40 %	7.35 %/5,67 %	7.85 %/6,18 %
Net yearly income	EUR 4.1 million	EUR 2.3 million (includes also the old part)	EUR 2.9 million	EUR 1.6 million (includes also the old part)

Based on the sensitivity analysis provided by the third-party valuator if the yield and the yearly income for Naantali Spa and Ruissalo Spa are changed the value of Naantali Spa and the new part of Ruissalo Spa would vary.

Comparable figures, especially yearly revenues and yield/NO II in 2021, reflected the impact of Covid-19 pandemic.

According to the management judgement the fair value of the right of use assets of land and water areas is EUR 0.65 million.

**4. Revenue**

The Group’s revenue consists mainly of rental income from its related party Sunborn Saga. The Group is highly dependent on Sunborn Saga’s ability to pay the rents as Sunborn Saga is the sole lessee and the main source of the group’s cash inflows. In addition, the group derives service revenue from property management and IT support services.

EUR thousand	1 Oct – 31 Dec 2022	1 Oct – 31 Dec 2021	1 Jan – 31 Dec 2022	1 Jan – 31 Dec 2021
Rental income from operating leases with related party	884	923	3 534	3 479
Service income from related parties	68	63	268	251
Other income – cost support	-	-	-	126
	<b>952</b>	<b>985</b>	<b>3 802</b>	<b>3 856</b>

## 5. Investment property

The group presents the Spa hotels as investment property and measures them using the fair value model. The valuation has been prepared by an independent and recognized professional valuator. Fair value of the Spa hotels is approximately EUR 62.2 million including the right-of-use asset and lease liability which are separately presented under IFRS 16. The fair value measurement is based on non-observable inputs and accordingly, is classified in Level 3 in the fair value hierarchy. The most significant assumptions used in the calculations have not been changed after the end of the financial period ended December 31, 2021. Refer to significant estimation and judgement as disclosed in note 3 above.

The carrying value of the Investment property has changed as follows:

EUR thousand	Spa hotels
Fair value at January 1, 2021	61 820
Additions	311
Changes in Fair Value	-370
<b>Fair Value at December 31, 2021</b>	<b>61 759</b>

EUR thousand	Spa hotels
Fair value at January 1, 2022	61 759
Additions	652
Changes in Fair Value	-218
<b>Fair Value at December 31, 2022</b>	<b>62 195</b>

The Spa hotels have had an ongoing major renovation since before the Company's establishment on 1 November 2017. The renovations continued during 2022 in hotel reception, cafeteria and lobby bar.

## 6. Borrowings

EUR thousand	31 Dec 2022	31 Dec 2021
Non-current:		
Senior secured bond	-	49 906
Current:		
Senior secured bond	50 212	-
<b>Total</b>	<b>50 212</b>	<b>49 906</b>

As at February 9, 2018 the Company issued senior secured bonds ("the bonds") with nominal amount of EUR 50 million (less transaction costs of EUR 1.3 million) to certain qualified institutional investors mainly to refinance the existing debt. The remaining proceeds are used for the capital expenditure purposes. The Company completed the listing of the Senior Secured Floating Rate Bond to Nasdaq Helsinki on 8th February, 2019.

The bonds are denominated in euros and mature on 9 February 2023. The bonds shall be fully redeemed on maturity date at nominal amount. The Company has the right to early repayment also. The contractual interest is 4.85 % plus 3-month Euribor. The effective interest rate is 5.41 %.

In a written procedure initiated on 2 December 2022 and closed on 9 January 2023, a requisite majority of the holders of the Bonds gave their consent to certain requested amendments to the Terms and Conditions and extension of maturity for repayment until 9th February 2024.

The management estimated that the fair value of the borrowings approximates the carrying amounts of the bonds.

#### *Collaterals and guarantees given*

The bonds are secured by a 1st lien mortgage in the Spa hotels. Moreover, the Company has pledged all cash flows generated by the lease agreement on the Spa hotels, as well as the lease receivables. Insurance proceeds are also assigned to bond holders. The normal bank accounts of the Company have been pledged to secure the bond repayments, however they can be used by the Company in the ordinary course of business if no event of default occurs. The bond agreement sets some restrictions on the activities of the Company.

The Company's obligations of the bonds are secured with an on demand guarantees from Sunborn Saga and Sunborn Oy. Sunborn Oy's guarantee is limited to an amount corresponding the dividend or other contribution paid by Sunborn Saga to Sunborn Oy. Furthermore, Sunborn Saga's and Sunborn Oy's guarantee is limited in the mandatory provisions of the Finnish Companies Act.

The bonds are also secured by a 1st lien floating charge (in Finnish: yrittyskiinnitys) registered on the Company's and Sunborn Saga's movable assets in accordance with the Floating Charge Act. Sunborn Saga's cash flows, as well as its bank accounts have been pledged and insurance proceeds are assigned to bond holders as security of the bonds.

Moreover, the shareholders have pledged shares in the Company and Sunborn Oy has pledged Sunborn Saga Oy shares to secure the repayment of the bonds. Owners have pledged lease receivables which they have from Sunborn Saga. The financial covenant is further described below.

The bond terms include an asset cover ratio covenant, which requires the Company to maintain the asset cover ratio of minimum 130.0 %. The covenant is calculated based on the market value of the Spa hotels calculated by approved valuator appointed by the Company and approved by the bond trustee, divided by financial indebtedness of the Company.

The bond terms include also a cash requirement covenant, which requires the Company to maintain the cash minimum of upcoming 3 months interest payment. The bond terms include an interest cover ratio covenant, which requires the Company to generate EBITDA minimum of 1.1 times the interest and a lease payment coverage covenant, which requires Sunborn Saga to generate EBITDA (before lease and internal management fees) minimum of 1.0 times the lease payment. Covenants are tested on a quarterly basis.

In accordance with the bond terms bond holders may declare outstanding bonds due and payable among others if the Company fails to pay an amount at the due date under the bond terms and conditions related other agreements, the Company or Sunborn Saga fails to comply with the covenants, any financial indebtedness of the Company or Sunborn Saga is not paid when due provided that amount due is less than EUR 2.000.000 and provided that it does not apply to any loans from the shareholders and Sunborn Saga fails to make a lease payment to the Company under the Lease Agreement.

## **7. Transactions with related parties**

The Company is owned by Niemi Family. Company's related parties are entities under the common control of Niemi Family, the board of directors and key management of the Company, together with their close family members, and companies controlled by these individuals. Sunborn Group is controlled by Niemi Family.

The following table summarises the Company's transactions and outstanding balances with related parties during or at the end of the years presented:

EUR thousand	1 Oct - 31 Dec 2022			1 Oct - 31 Dec 2021		
	Rental income from the operating lease	Service income	Management fee	Rental income from the operating lease	Service income	Management fee
Sunborn Saga Oy	884	21	-	923	20	-
Other related parties	-	47	-13	-	43	-13
<b>Total</b>	<b>884</b>	<b>68</b>	<b>-13</b>	<b>923</b>	<b>63</b>	<b>-13</b>

EUR thousand	1 Jan - 31 Dec 2022			31 Dec 2022	
	Rental income from the operating lease	Service income	Management fee	Receivable	Payable
Sunborn Saga Oy	3 534	83	-	-	0
Other related parties	-	184	-53	70	4
<b>Total</b>	<b>3 534</b>	<b>268</b>	<b>-53</b>	<b>70</b>	<b>4</b>

EUR thousand	1 Jan - 31 Dec 2021			31 Dec 2021	
	Rental income from the operating lease	Service income	Management fee	Receivable	Payable
Sunborn Saga Oy	3 479	79	-	1	-
Other related parties	-	172	-74	69	10
<b>Total</b>	<b>3 479</b>	<b>251</b>	<b>-74</b>	<b>70</b>	<b>10</b>

The rental income of the Group arises from a lease contract related to the Spa hotels. Sunborn Finance has leased the Spa hotels to Sunborn Saga with a long term operative non-cancellable lease contract with a maturity date on November 1, 2027. The rent in the contracts is set at market level.

Sunborn Saga has guaranteed the senior secured bonds of the Company. Detailed information on the guarantee is given in Note 6 Borrowings.

The Company has paid management fee to Sunborn Oy and Sunborn International Oy.

## 8. Events after the balance sheet date

In a written procedure initiated on 2 December 2022 and closed on 9 January 2023, a requisite majority of the holders of the Bonds gave their consent to certain requested amendments to the Terms and Conditions and extension of maturity for repayment until 9th February 2024.

Continued inflationary pressure may continue to effect energy expenditure and to increase cost of materials and labour.

## Appendix 1 SUNBORN SAGA (FAS)

Sunborn Saga Oy  
INTERIM REPORT 1 January – 31 December 2022  
(FAS)

Sunborn Saga's interim financial report has been prepared in accordance with the Finnish Accounting Standards (Finnish Accounting Act and Ordinance and related instructions and statements issued by the Accounting Board operating under the auspices of the Ministry of Economic Affairs and Employment). For the purposes of this interim financial information profit and loss statement, balance sheet and cash flow statement of Sunborn Saga have been presented as required by the terms of the bond issued by Sunborn Finance. Sunborn Saga is the guarantor of the bond.



### SUNBORN SAGA OY

#### INCOME STATEMENT, tEUR

	1 Jan – 31 Dec 2022		1 Jan – 31 Dec 2021	
TURNOVER		25 467		22 469
Other income from business operations		1 367		1 509
Materials and services				
Purchases during the financial period	-4 256		-3 463	
Change in inventories	4		35	
External services	-1 429	-5 680	-906	-4 334
Personnel expenses				
Wages and salaries	-7 345		-6 684	
Mandatory pension costs	-1 237		-1 074	
Other social security costs	-273	-8 855	-266	-8 024
Other operating charges		-7 696		-6 906
Rents paid to Sunborn Finance Oy		-3 534		-3 479
Administrative expenses paid to Sunborn Oy		-666		-542
		=====		=====
EBITDA		401		695
Depreciation				
Depreciation according to the plan		-562		-550
Financial income and expenses				
Interest income and financial income	1		1	
Interest expenses and financial expenses	-83	-82	-92	-92
		=====		=====
RESULT BEFORE ADJUSTMENT ITEMS AND TAXES		-243		53
Adjustment items				
Group contribution received(+) / paid(-)		379		-40
Income taxes		0		-1
		=====		=====
RESULT FOR THE PERIOD		136		12

### SUNBORN SAGA OY BALANCE SHEET, tEUR

ASSETS	31.12.2022		31.12.2021	
<b>FIXED ASSETS</b>				
Intangible assets				
Intangible rights	129		166	
Other capitalised long term expenditure	451	580	738	904
Tangible assets				
Machinery and equipment	897		577	
Advance payments	12	910	23	600
Investments				
Other shares and similar rights of ownership		0		0
<b>CURRENT ASSETS</b>				
Inventories				
Raw materials and supplies	179		169	
Goods	178	357	184	353
Receivables				
Non-current receivables				
Receivables from group companies		7 169		6 948
Current receivables				
Receivables from group companies	47		47	
Accounts receivable	792		998	
Other receivables	308		46	
Prepaid expenses and accrued income	603	1 750	255	1 346
Cash and bank receivables		1 500		3 085
<b>TOTAL ASSETS</b>	<b>12 266</b>		<b>13 237</b>	
<b>LIABILITIES</b>				
		31.12.2022	31.12.2021	
<b>SHAREHOLDERS' EQUITY</b>				
Share capital	3		3	
Reserve for invested non-restricted equity	100		100	
Retained earnings	241		228	
Profit for the period	136	479	12	342
<b>LIABILITIES</b>				
Non-current liabilities				
Borrowings	1 200		1 800	
Other liabilities	4 134	5 334	4 713	6 513
Current liabilities				
Debt to group companies	128		127	
Borrowings	600		600	
Short-term advance payments	3 040		3 093	
Short-term accounts payable	1 367		1 269	
Other liabilities	174		156	
Accrued liabilities and deferred income	1 145	6 453	1 137	6 381
<b>TOTAL LIABILITIES</b>	<b>12 266</b>		<b>13 237</b>	

SUNBORN SAGA OY

CASH FLOW STATEMENT, tEUR

	1 Jan – 31 Dec 2022	1 Jan – 31 Dec 2021
Cash flow from operations		
Profit before adjustment items and taxes	-243	53
Depreciation and amortization	562	550
Income taxes	0	-1
Change in current receivables	-404	-145
Change in inventories	-4	-35
Change in current non-interest-bearing liabilities	71	761
Other adjustments	1	2
<b>Cash flow from operations (A)</b>	<b>-16</b>	<b>1 185</b>
Investing activities		
Change in tangible and intangible assets	-548	-303
<b>Cash flow from investing activities (B)</b>	<b>-548</b>	<b>-303</b>
Financing activities		
Change in non-current receivables	-220	-312
Change in long-term borrowings	-1 179	-268
Group contribution	379	-40
<b>Cash flow from financing activities (C)</b>	<b>-1 021</b>	<b>-619</b>
<b>Change in cash and cash equivalents (A+B+C)</b>	<b>-1 585</b>	<b>262</b>
Cash and cash equivalents at beginning of period	3 085	2 823
Cash and cash equivalents at end of period	1 500	3 085